

Hong Kong Exchanges and Clearing Limited and the Stock Exchange take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



浙江升華蘭德科技股份有限公司
SHENGHUA LANDE SCITECH LIMITED*
(a joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 8106)

PROFIT ALERT – REDUCTION IN LOSS

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the SFO.

The Board wishes to inform the Shareholders and potential investors of the Company that, based on the preliminary assessment of the Group's unaudited consolidated management accounts, the Group is expected to record a loss of approximately RMB47,000 for the Relevant Period as compared with a loss of approximately RMB7,920,000 for the corresponding period in the year 2024.

The Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

References are made to the joint announcements jointly published by Shanghai Xinyun Zhilian Data Technology Co., Ltd.* (上海芯雲智聯數據科技有限公司) and Chemcloud (HK) Data Technology Limited (collectively as the “**Offerors**”) and Shenghua Lande Scitech Limited* (the “**Company**”, together with its subsidiaries, the “**Group**”) (i) on 25 July 2025 regarding the Offers (the “**Rule 3.5 Announcement**”); (ii) on 29 July 2025 and 31 July 2025 regarding the completion of the Domestic Shares Sale and Purchase Agreement and the H Shares Sale and Purchase Agreement, respectively; and (iii) on 15 August 2025 regarding the delay in despatch of the Composite Document. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Rule 3.5 Announcement.

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the SFO.

The Board wishes to inform the Shareholders and potential investors of the Company that, based on the preliminary assessment by the Company's management on the unaudited consolidated management accounts of the Group for the six months ended 30 June 2025 (the "**Relevant Period**"), the Group is expected to record a loss of approximately RMB47,000 (the "**Relevant Loss**") for the Relevant Period as compared with a loss of approximately RMB7,920,000 for the corresponding period in the year 2024 (the "**Profit Alert Statement**"). Based on the relevant information currently available to the Company, the Board considers that the anticipated significant improvement in the Group's results for the Relevant Period was mainly attributable to the reasons as mentioned below.

During the Relevant Period, the Group's provision of smart city solutions business had a significant reduction in segment loss, mainly due to (i) the Group's active expansion into customer markets and improved project delivery efficiency, resulting in revenue growth from this business segment; (ii) a significant decrease in various operating costs and expenditure, primarily due to effective reductions in labour costs; and (iii) a reversal of impairment loss of trade and bills receivables as compared to the impairment loss of trade and bills receivables recorded for the same period last year. Accordingly, the results of the Group for the Relevant Period are expected to improve significantly compared to the same period last year.

As the Company is still in the process of finalising the Group's unaudited results for the Relevant Period, the information contained in this announcement is only based on a preliminary assessment by the Company's management on the unaudited consolidated management accounts of the Group and the information currently available, which have not been reviewed or audited by the auditor of the Company or reviewed by the audit committee of the Company. The Shareholders and potential investors of the Company are advised to refer to the Group's unaudited results for the Relevant Period, which will be issued by the Company in accordance with the GEM Listing Rules on 29 August 2025.

The Profit Alert Statement included in this announcement constitutes a profit forecast under Rule 10 of the Takeovers Code and should be reported on by the Company's financial adviser and auditor in accordance with Note 1(c) to Rules 10.1 and 10.2 and Rule 10.4 of the Takeovers Code. In view of the requirements of timely disclosures of the inside information under Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions, the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in Rule 10.4 of the Takeovers Code.

Pursuant to Rule 10.4 and Practice Note 2 of the Takeovers Code, if a profit forecast for the purpose of Rule 10 of the Takeovers Code is published first in an announcement (which is the Company's case), it must be repeated in full, together with the reports from the issuer's independent financial adviser and auditor on such profit forecast, in the next document to be sent to the Shareholders (the "**Shareholders' Document**"). As the Group's unaudited results for the Relevant Period which fall within the ambit of Rule 10.9 of the Takeovers Code will be published prior to the despatch of the next Shareholders' Document (being the Composite Document which is expected to be despatched on 5 September 2025) and the Group's unaudited results for the Relevant Period together with the notes to the financial statements will be included in the Composite Document, the requirement under Rule 10 of the Takeovers Code to report on the Profit Alert Statement contained in this announcement will no longer apply.

WARNING

The Shareholders and potential investors of the Company should note that the Profit Alert Statement has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code and does not meet the standard required by Rule 10 of the Takeovers Code. The Shareholders and potential investors of the Company should therefore exercise caution in placing reliance on the Profit Alert Statement in assessing the merits and demerits of the Offers (as defined in the Rule 3.5 Announcement).

The Directors make no recommendation as to the fairness or reasonableness of the terms of the Offers or as to the acceptance of the Offers in this announcement, and the Shareholders are encouraged to read the Composite Document carefully, including the advice of the Independent Financial Adviser to the Independent Board Committee and the recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Offers, before deciding whether or not to accept the Offers.

The Shareholders and potential investors of the Company are advised to exercise extreme caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult a licensed securities dealer or registered institution in securities, a bank manager, solicitor, professional accountant, or other professional advisers.

By order of the Board
Shenghua Lande Scitech Limited*
Wang Feng
Chairman and Chief Executive Officer

Hangzhou City, the PRC, 18 August 2025

As at the date of this announcement, the Board comprises three executive Directors, being Mr. Wang Feng, Mr. Xu Jianfeng and Ms. Wu Lihui; one non-executive Director, being Mr. Chen Ping; and three independent non-executive Directors, being Mr. Cai Jiamei, Ms. Huang Lianxi and Ms. Huang Xuanzhen.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page on the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the day of its posting and on the website of the Company at www.landpage.com.cn.

* For identification purposes only