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上海芯雲智聯數據科技有限公司
Shanghai Xinyun Zhilian Data
Technology Co., Ltd.*

(incorporated in the PRC with limited liability)

芯化和雲(香港)數據科技有限公司
Chemcloud (HK) Data Technology
Limited

(incorporated in Hong Kong with limited liability)



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)

JOINT ANNOUNCEMENT

DESPATCH OF COMPOSITE DOCUMENT RELATING TO

**(1) UNCONDITIONAL MANDATORY CASH OFFER BY FORTUNE
(HK) SECURITIES LIMITED FOR AND ON BEHALF OF CHEMCLOUD
(HK) DATA TECHNOLOGY LIMITED FOR ALL THE H SHARES IN
SHENGHUA LANDE SCITECH LIMITED***

AND

**(2) UNCONDITIONAL MANDATORY CASH OFFERS BY SHANGHAI
XINYUN ZHILIAN DATA TECHNOLOGY CO., LTD.* FOR ALL THE
DOMESTIC SHARES IN SHENGHUA LANDE SCITECH LIMITED***

Financial adviser to the Offerors



**Independent Financial Adviser to the
Independent Board Committee**



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* (浙江升華蘭德科技股份有限公司) (“**Shenghua Lande**”, together with its subsidiaries, “**Shenghua Lande 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.

DESPATCH OF COMPOSITE DOCUMENT

The Composite Document containing, among other things, (i) details of the Offers (including the expected timetable and terms of the Offers); (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in relation to the Offers; (iii) a letter of advice from Gram Capital to the Independent Board Committee in relation to the Offers; and (iv) the Forms of Acceptance, were despatched to the Shareholders on 5 September 2025 in accordance with the Takeovers Code.

EXPECTED TIMETABLE OF THE OFFERS

Set out below is the expected timetable of the Offers as extracted from the Composite Document. The timetable set out below is indicative only and is subject to change. Any changes to the timetable will be jointly announced by the Offerors and Shenghua Lande. Unless otherwise expressly stated, all time and date references contained in the Composite Document refer to Hong Kong time and dates.

Hong Kong time

Despatch date of the Composite Document and the accompanying Form(s) of Acceptance and commencement of the Offers (<i>Note 1</i>)	Friday, 5 September 2025
Latest time and date for acceptance of the Offers on the Closing Date (<i>Notes 2 and 5</i>).	4:00 p.m. on Friday, 26 September 2025
Closing Date (<i>Notes 3 and 5</i>)	Friday, 26 September 2025
Announcement of the results of the Offers as at the Closing Date to be posted on the website of the Stock Exchange (<i>Notes 2 and 5</i>)	by 7:00 p.m. on Friday, 26 September 2025
Latest date for posting of remittances for the amount due in respect of valid acceptances received under the Offers on the Closing Date (<i>Notes 4 and 5</i>)	Thursday, 9 October 2025

Notes:

1. The Offers, which are unconditional, are open for acceptance on and from Friday, 5 September 2025, being the date of posting of the Composite Document, until 4:00 p.m. on the Closing Date or such later time and/or date as the Offerors may determine and announce with the consent of the Executive and in accordance with the Takeovers Code.
2. Beneficial owners of Shares who hold their Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (as set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and HKSCC Operational Procedures.
3. In accordance with the Takeovers Code, the Offers must initially be opened for acceptance for at least twenty-one (21) days following the date on which the Composite Document is posted. Therefore, the Offers will initially remain open for acceptances until 4:00 p.m. on Friday, 26 September 2025, unless the Offerors revise or extend the Offers in accordance with the Takeovers Code. The Offerors do not intend to extend the Offers save in wholly exceptional circumstances, as provided in Rule 18.2 of the Takeovers Code. If the Offerors are to extend the Offers, the Offerors and Shenghua Lande will jointly issue an announcement no later than 7:00 p.m. on Friday, 26 September 2025 in relation to any extension of the Offers, in which the announcement will state either the next closing date or that the Offers will remain open until further notice. In the latter case, at least fourteen (14) days' notice by way of an announcement will be given before the Offers are closed to those Independent Shareholders who have not accepted the Offers.
4. For details of settlement of the Offers, please refer to the section headed "3. Settlement" in Appendix I to the Composite Document.

As payment in cash in respect of acceptances of the Domestic Share Offer is subject to certain transfer and registration formalities and procedures imposed by CSDC in the PRC, which may require cooperation by the Domestic Shareholders and are not within the control of Xinyun Zhilian, and thus the payment arrangements may require more than seven (7) business days to complete. As such, Xinyun Zhilian has applied to the Executive and the Executive has granted a waiver from strict compliance with Rule 20.1(a) of the Takeovers Code for settlement to Domestic Shareholders under the Domestic Share Offer to be made within three (3) business days upon completion of the transfer procedures imposed by CSDC in the PRC. Acceptances of the Offers shall be irrevocable and not capable of being withdrawn, except in the circumstances set out in the section headed "7. Right of Withdrawal" in Appendix I to the Composite Document.

5. If any severe weather condition is in force in Hong Kong:
 - (a) at any local time before 12:00 noon but no longer in force at or after 12:00 noon on the Closing Day and/or the latest date for despatch of cheques for the amounts due under the Offers in respect of valid acceptances (as the case may be), the latest time and date for acceptance of the Offers will remain at 4:00 p.m. on the same business day and/or the latest date for despatch of cheques will remain on the same business day; or
 - (b) at any local time at or after 12:00 noon on the Closing Day and/or the latest date for despatch of cheques for the amounts due under the Offers in respect of valid acceptances (as the case may be), the latest time and date for acceptance of the Offers will be postponed to 4:00 p.m. of the next business day which does not have any of those warnings in force at 12:00 noon and/or thereafter (or another business day thereafter that does not have any severe weather condition at 12:00 noon or thereafter) and/or the latest date for despatch of cheques will be postponed to the next business day which does not have any of those warnings in force at 12:00 noon and/or thereafter (or another business day thereafter that does not have any severe weather condition at 12:00 noon or thereafter).

For the purpose of the Composite Document, “severe weather” refers to the scenario where typhoon signal No. 8 or above, a black rainstorm warning (as issued by the Hong Kong Observatory), or the “extreme conditions” warning (as announced by the Hong Kong Government) is in force in Hong Kong.

Save as mentioned above, if the latest time for acceptance of the Offers does not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offerors and Shenghua Lande will notify the Independent Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

WARNING

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 joint announcement, and 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.

Shareholders and potential investors of Shenghua Lande are advised to exercise extreme caution when dealing in the securities of Shenghua Lande, 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.

The Offerors and Shenghua Lande remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of Shenghua Lande.

By order of the sole director of
**Shanghai Xinyun Zhilian Data Technology
Co., Ltd.***
Wang Zheng
Director

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

By order of the board of directors of
Chemcloud (HK) Data Technology Limited
Wang Zheng
Director

Hangzhou City, the PRC, 5 September 2025

As at the date of this joint 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 joint announcement (other than in relation to the Offerors) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offerors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.

This joint 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 Shenghua Lande. The Directors, having made all reasonable enquires, confirm that to the best of their knowledge and belief: (i) the information contained in this joint 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 joint announcement misleading.

As at the date of this joint announcement, the sole director of Xinyun Zhilian is Dr. WANG Zheng (王征). The sole director of Xinyun Zhilian accepts full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Shenghua Lande Group and the Vendors) and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of Shenghua Lande and the Vendors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the directors of Chemcloud (HK) are Dr. WANG Zheng (王征) and Mr. MA Yuan (馬原).

The directors of Chemcloud (HK) jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Shenghua Lande Group and the Vendors) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of Shenghua Lande and the Vendors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

This joint 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 Shenghua Lande at www.landpage.com.cn.

** For identification purposes only*