

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)*

**(1) POLL RESULTS OF 2025 FIRST EXTRAORDINARY
GENERAL MEETING HELD ON 15 DECEMBER 2025;
(2) CHANGE OF DIRECTORS AND VICE CHAIRMAN;
(3) CHANGE OF MEMBERS OF BOARD COMMITTEES;
(4) CHANGE OF COMPANY NAME;
(5) AMENDMENT TO THE ARTICLES OF ASSOCIATION; AND
(6) CHANGE OF AUDITOR**

POLL RESULTS OF THE EGM

The Board is pleased to announce that all resolutions as set out in the notice of EGM dated 26 November 2025 were duly passed by way of poll by the Shareholders at the EGM held on 15 December 2025.

CHANGE OF DIRECTORS AND VICE CHAIRMAN

With effect from the close of the EGM on 15 December 2025:

- a. Mr. Chen Ping (陳平) has resigned as a non-executive Director and vice chairman of the Company and Ms. Huang Lianxi (黃廉熙) has resigned as an independent non-executive Director; and
- b. Mr. Yu Zheng (余錚) has been appointed as an executive Director and vice chairman of the Company and Mr. Zhang Mingbo (張明波) has been appointed as an independent non-executive Director.

CHANGE OF MEMBERS OF BOARD COMMITTEES

With effect from the close of the EGM on 15 December 2025:

- a. Mr. Chen Ping has resigned as a member of the Audit Committee;
- b. Ms. Huang Lianxi has resigned as a member and the chairman of the Nomination Committee;

- c. Mr. Zhang Mingbo has been appointed as a member of the Audit Committee; and
- d. Ms. Huang Xuanzhen has been appointed as a member and the chairman of the Nomination Committee.

CHANGE OF COMPANY NAME

The Proposed Change of Company Name has been approved by the Shareholders at the EGM. The filing with the relevant authorities in the PRC will be made after the passing of such special resolution at the EGM. Subject to the satisfaction of the conditions set out in the Circular, the Proposed Change of Company Name will take effect from the date of completion of the registration of change in company name with the relevant Municipal Administration for Market Regulation in the PRC. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

AMENDMENT TO THE ARTICLES OF ASSOCIATION

The proposed amendment to the Articles of Association has been approved by the Shareholders at the EGM with effect from 15 December 2025.

CHANGE OF AUDITOR

HLB has been appointed as the auditor of the Company with effect from 15 December 2025 and will hold office until the conclusion of the next annual general meeting of the Company.

Reference is made to the circular dated 26 November 2025 (the “**Circular**”) issued by Shenghua Lande Scitech Limited* (the “**Company**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

THE EGM

The Board is pleased to announce that all resolutions as set out in the notice of EGM dated 26 November 2025 were duly passed by way of poll by the Shareholders at the EGM held on 15 December 2025.

I. ATTENDANCE OF THE EGM

As at the date of the EGM, the total number of the issued Shares was 506,546,170 Shares, comprising 244,421,170 Domestic Shares and 262,125,000 H Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the EGM. There were no Shareholders that are required under the GEM Listing Rules to abstain from voting, or had stated their intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the EGM as set out in Rule 17.47A of the GEM Listing Rules.

The EGM was legally and validly convened in compliance with the requirements of the Company Law of the PRC and Articles of Association. The Directors, Mr. Wang Feng, Mr. Xu Jianfeng, Ms. Wu Lihui, Mr. Cai Jiamei and Ms. Huang Xuanzhen attended the EGM.

II. POLL RESULTS OF THE EGM

At the EGM, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

	Ordinary Resolutions	Number of Votes (%) ^(Note)	
		For	Against
1.	To consider and approve the appointment of Mr. Yu Zheng as an executive Director for a term from the date of the EGM to the date of expiry of the term of the current Board at the remuneration to be determined by the Board with reference to his responsibilities and performance of duties to the Company with effect from the date of the EGM and the Board be and is hereby authorised to implement the terms of his service contract.	193,316,930 (100%)	0 (0%)
2.	To consider and approve the appointment of Mr. Zhang Mingbo as an independent non-executive Director for a term from the date of the EGM to the date of expiry of the term of the current Board at the remuneration to be determined by the Board with reference to his responsibilities and performance of duties to the Company with effect from the date of the EGM and the Board be and is authorised to implement the terms of his service contract.	193,316,930 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%) ^(Note)	
		For	Against
3.	To consider and approve the appointment of HLB Hodgson Impey Cheng Limited as the auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix its remuneration.	193,316,930 (100%)	0 (0%)
Special Resolutions		Number of Votes (%) ^(Note)	
		For	Against
4.	To consider and approve the Chinese name of the Company be changed from “浙江升華蘭德科技股份有限公司” to “浙江芯化蘭德科技股份有限公司” and its English name from “Shenghua Lande Scitech Limited” to “Xinhua Lande Scitech Co., Limited”, and the Directors be and are hereby authorised to do all such acts, deeds and things and execute all documents they consider necessary or expedient to give effect to the aforesaid change of name of the Company.	193,316,930 (100%)	0 (0%)
5.	To consider and approve the amendment to the Articles of Association of the Company (details of which is set out in the “Letter from the Board” in the circular of the Company dated 26 November 2025), and the Directors be and are hereby authorised to do all such acts, deeds and things and execute all documents they consider necessary or expedient to give effect to the aforesaid amendment to the Articles of Association.	193,316,930 (100%)	0 (0%)

Note: The percentage of voting Shares is based on the total number of Shares held by the Shareholders who voted at the EGM in person or by proxy.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 3, these resolutions were duly passed by the Shareholders as ordinary resolutions. As more than two-thirds of the votes were cast in favour of the resolutions numbered 4 and 5, these resolutions were duly passed by the Shareholders as special resolutions.

HLB, the newly appointed auditor of the Company, was appointed as the scrutineer for the vote-taking at the EGM and compared the poll results summary to the poll forms collected by the Company. The work performed by HLB in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

III. CHANGE OF DIRECTORS AND APPOINTMENT OF VICE CHAIRMAN

The Board announces that Mr. Chen Ping has resigned as a non-executive Director and vice chairman of the Company and Ms. Huang Lianxi has resigned as an independent non-executive Director due to their personal work arrangements which require more time and dedication with effect from the close of the EGM on 15 December 2025 when the new Directors have been elected and assumed office. Each of Mr. Chen Ping and Ms. Huang Lianxi has confirmed that he/she has no disagreement with the Board and no matters concerning his/her resignation need to be brought to the attention of the Stock Exchange and the Shareholders. The Board would like to take this opportunity to express its sincere gratitude to Mr. Chen Ping and Ms. Huang Lianxi for their valuable contribution to the Group during their terms of office.

The Board further announces that, Mr. Yu Zheng has been appointed as an executive Director and vice chairman of the Company and Mr. Zhang Mingbo has been appointed as an independent non-executive Director of the ninth session of the Board with effect from the close of the EGM on 15 December 2025 to the date of expiry of the term of the current Board. For the biographical details of Mr. Yu Zheng and Mr. Zhang Mingbo, please refer to the Circular and as at the date of this announcement, there has been no change in such information.

IV. CHANGE OF MEMBERS OF BOARD COMMITTEES

The Board announces that with effect from the close of the EGM on 15 December 2025:

- (i) Mr. Chen Ping has resigned as a member of the Audit Committee;
- (ii) Ms. Huang Lianxi has resigned as a member and the chairman of the Nomination Committee;
- (iii) Mr. Zhang Mingbo has been appointed as a member of the Audit Committee; and
- (iv) Ms. Huang Xuanzhen has been appointed as a member and the chairman of the Nomination Committee.

V. CHANGE OF COMPANY NAME

The Board announces that the Proposed Change of Company Name, i.e. the Chinese name of the Company from “浙江升華蘭德科技股份有限公司” to “浙江芯化蘭德科技股份有限公司” and the English name of the Company from “Shenghua Lande Scitech Limited” to “Xinhua Lande Scitech Co., Limited”, has been approved by the Shareholders at the EGM. The filing with the relevant authorities in the PRC will be made after the passing of such special resolution at the EGM. Subject to the satisfaction of the conditions set out in the Circular, the Proposed Change of Company Name will take effect from the date of completion of the registration of change in company name with the relevant Municipal Administration for Market Regulation in the PRC. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

The Company will make a separate announcement in due course regarding, among other things, the effective date of the Proposed Change of Company Name.

VI. AMENDMENT TO THE ARTICLES OF ASSOCIATION

The Board announces that the proposed amendment to the Articles of Association has been approved by the Shareholders at the EGM with effect from 15 December 2025.

The full text of the amended Articles of Association has been published on the website of the Stock Exchange (<https://www.hkexnews.hk>) and the website of the Company (www.landpage.com.cn).

VII. CHANGE OF AUDITOR

The Board announces that HLB has been appointed as the auditor of the Company with effect from 15 December 2025 and will hold office until the conclusion of the next annual general meeting of the Company.

By order of the Board
Shenghua Lande Scitech Limited*
Wang Feng
Chairman

Hangzhou City, the PRC, 15 December 2025

As at the date of this announcement, the Board comprises four executive Directors, being Mr. Wang Feng, Mr. Yu Zheng, Mr. Xu Jianfeng and Ms. Wu Lihui; and three independent non-executive Directors, being Mr. Cai Jiamei, Ms. Huang Xuanzhen and Mr. Zhang Mingbo.

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 enquiries, 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*