

APPENDIX 5

FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

Case Number: N/A

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Company name:

Zheda Lande Scitech Limited

Stock code (ordinary shares): 8106

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on the Growth Enterprise Market ("GEM") of the Stock Exchange of Hong Kong Limited (the "Exchange"). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of <u>8 May 2017</u>

A. General

Place of incorporation: The People's Republic of China (the "PRC") Date of initial listing on GEM: 3 May 2002 Name of Sponsor(s): Core Pacific – Yamaichi Capital Limited Names of directors: Mr. Qi Jinsong (Executive Director) (please distinguish the status of the directors Mr. Chen Ping (Executive Director) - Executive, Non-Executive or Independent Mr. Guan Zilong (Executive Director) Mr. Xu Jianfeng (Executive Director) Non-Executive) Mr. Cai Jiamei (Independent Non-executive Director) Ms. Huang Lianxi (Independent Non-executive Director) Mr. Shen Haiying (Independent Non-executive Director)

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Name(s) of substantial shareholder(s): (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company

Name	Capacity	No. of Shares interested	Approximate percentage of the issued shares of the Company
Zhejiang Shenghua Holdings Company Limited (浙江 升華控股有限 公司) ("Zhejiang Shenghua")	Beneficial owner and interest of a controlled corporation	217,126,930 Domestic Shares (Note 1) and 49,000,000 H Shares (Note 2)	52.54%
Rise Sea Limited(陞洋 有限公司) ("Rise Sea")	Beneficial owner	49,000,000 H Shares	9.67%
Deqing Huisheng Investment Company Limited (德清 匯升投資有限 公司) ("Deqing Huisheng")	Interest of a controlled corporation	217,126,930 Domestic Shares (Note 1) and 49,000,000 H Shares (Note 2)	52.54%
Mr. Xia Shilin	Interest of a controlled corporation	217,126,930 Domestic Shares (Note 1) and 49,000,000 H Shares (Note 2)	52.54%
Ms. Qian Xiaomei	Interest of spouse	217,126,930 Domestic Shares and 49,000,000 H Shares (Note 3)	52.54%

Notes:

- (1) Zhejiang Shenghua is directly interested in these 217,126,930 Domestic Shares. Zhejiang Shenghua is owned as to approximately 69.54% by Deqing Huisheng, a limited liability company established in the PRC, which in turn is owned as to 75% by Mr. Xia Shilin and 25% by Ms. Qian Xiaomei. For the purposes of the Securities and Futures Ordinance ("SFO"), Deqing Huisheng and Mr. Xia Shilin are each deemed to be interested in the 217,126,930 Domestic Shares held by Zhejiang Shenghua.
- (2) These 49,000,000 H Shares are registered under the name of Rise Sea. Rise Sea is wholly-owned by Zhejiang Shenghua. Zhejiang Shenghua is owned as to approximately 69.54% by Deqing Huisheng, a limited liability company established in the PRC, which in turn is owned as to 75% by Mr. Xia Shilin and 25% by Ms. Qian Xiaomei. For the purposes of the SFO, Zhejiang Shenghua, Deqing Huisheng and Mr. Xia Shilin are each deemed to be interested in the 49,000,000 H Shares held by Rise Sea.
- (3) Ms. Qian Xiaomei is the spouse of Mr. Xia Shilin and therefore she and Mr. Xia Shilin are deemed to be interested in each other's Shares under the SFO.

Name(s) of company(ies) listed on GEM or N/A the Main Board of the Stock Exchange within the same group as the Company:

Financial year end date:	31 December	
Registered address:	108 Gu Cui Road Hangzhou City Zhejiang Province The PRC	
Head office and principal place of business:	 Head Office and Principal Place of Business in the PRC: 17/F., Deqing Shanghui Building No. 70 Wulipai Road Deqing County Huzhou City Zhejiang Province The PRC Principal Place of Business in Hong Kong: Room 1505, 15/F. Fullerton Centre 19 Hung To Road Kwun Tong Kowloon Hong Kong 	
Web-site address (if applicable):	www.landpage.com.cn	
Share registrar:	Hong Kong Registrars Limited	
Auditors:	SHINEWING (HK) CPA Limited	

B. Business activities

(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)

The Company and its subsidiaries are principally engaged in the provision of telecommunication solutions, trading of hardware and computer software, provision of telecommunication value-added services, and investment holding.

C. Ordinary shares

Number of ordinary shares in issue:	244,421,170 Domestic Shares 262,125,000 H Shares
Par value of ordinary shares in issue:	RMB0.10
Board lot size (in number of shares):	5,000 H Shares
Name of other stock exchange(s) on which ordinary shares are also listed:	N/A
D. Warrants	
Stock code:	<u>N/A</u>
Board lot size:	
Expiry date:	
Exercise price:	

Conversion ratio: (Not applicable if the warrant is denominated in dollar value of conversion right)	
No. of warrants outstanding:	
No. of shares falling to be issued upon the exercise of outstanding warrants:	
E. Other securities	

Details of any other securities in issue.

(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).

(Please include details of stock code if listed on GEM or the Main Board or the name of any other stock exchange(s) on which such securities are listed).

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

N/A

Responsibility statement

The directors of the Company (the "Directors") as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet ("the Information") and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Mr. Qi Jinsong	Mr. Chen Ping
Mr. Guan Zilong	Mr. Xu Jianfeng
Mr. Cai Jiamei	Ms. Huang Lianxi

Mr. Shen Haiying

NOTES

- (1) This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.
- (2) Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.
- (3) Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.