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## 浙江浙大網新蘭德科技股份有限公司 ZHEDA LANDE SCITECH LIMITED\*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8106)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the "EGM") of Zheda Lande Scitech Limited\* (the "Company") will be held at 2:00 p.m. on Monday, 19 December 2016 at 13/F., Block A, No. 1 Xi Yuan Eight Road, Xihu District, Hangzhou City, Zhejiang Province, the People's Republic of China (the "PRC") for the purpose of considering and, if thought fit, passing, the following resolutions:

## ORDINARY RESOLUTIONS

1. "THAT the following directors of the Company be and are re-appointed for a term of three years at the remuneration to be determined by the board (the "Board") of directors of the Company with reference to their respective responsibilities and performance of duties to the Company with effect from the date after their respective expiry dates as follows and the Board be and is authorised to implement the terms of their respective service contracts:

Office	<b>Expiry Date</b>
Executive director	20 September 2016
Executive director	20 September 2016"
	Executive director Executive director Executive director Executive director Executive director

- 2. "THAT Mr. Zhang De Xin be and is hereby re-appointed as an independent non-executive director of the Company for a term of three years at the remuneration to be determined by the Board with reference to his responsibilities and performance of duties to the Company with effect from 21 September 2016 and the Board be and is authorised to implement the terms of his service contract."
- 3. "THAT Mr. Cai Xiao Fu be and is hereby re-appointed as an independent non-executive director of the Company for a term of three years at the remuneration to be determined by the Board with reference to his responsibilities and performance of duties to the Company with effect from 21 September 2016 and the Board be and is authorised to implement the terms of his service contract."
- 4. "THAT Mr. Gu Yu Lin be and is hereby re-appointed as an independent non-executive director of the Company for a term of three years at the remuneration to be determined by the Board with reference to his responsibilities and performance of duties to the Company with effect from 21 September 2016 and the Board be and is authorised to implement the terms of his service contract."
- 5. "THAT the following members of the supervisory committee of the Company be and are reappointed for a term of three years at the remuneration to be determined by the Board with reference to their respective responsibilities and performance of duties to the Company with effect from the date after their respective expiry dates as follows and the Board be and is authorised to implement the terms of their respective service contracts:

Name of Supervisor	Office	<b>Expiry Date</b>
Mr. Xie Jian Ping	Supervisor	20 September 2016
Mr. Wang Li Jun	Supervisor	20 September 2016
Ms. Liu Chun Fang	Supervisor	20 September 2016
Mr. Feng Pei Xian	Independent supervisor	20 September 2016
Ms. Wang Xiao Li	Independent supervisor	20 September 2016"

For and on behalf of the Board

ZHEDA LANDE SCITECH LIMITED\*

Chen Ping

Chairman

Hangzhou City, the PRC, 1 November 2016

\* For identification purposes only

## Notes:

1. A member (the "Member(s)") of the Company entitled to attend and vote at the EGM is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy need not be a Member. A form of proxy for use at the EGM is enclosed with the circular of the Company dated 1 November 2016. In the case of the joint holders of any share of the Company, only the person whose name appears first in the register of Members shall be entitled to receive this notice, to attend and exercise all the voting powers attached to such share at the EGM, and this notice shall be deemed to be given to all joint holders of such share.

- 2. To be valid, in the case of holders of H shares of the Company, the form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the Company's H Share registrar, Hong Kong Registrars Limited of Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and in the case of holders of domestic shares of the Company, to the Company's mailing address at 13/F., Block A, No. 1 Xi Yuan Eight Road, Xihu District, Hangzhou City, Zhejiang Province, the PRC, not later than 24 hours before the time appointed for holding the EGM or the time appointed for passing the resolutions or any adjournment thereof. Delivery of the form of proxy shall not preclude a Member from attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- 3. Members and their proxies should produce identity proof (and form of proxy in case of proxies) when attending the EGM.
- 4. The register of Members in Hong Kong will be closed from Saturday, 19 November 2016 to Monday, 19 December 2016, both days inclusive, in order to determine the entitlement to attend the EGM. All properly completed H shares transfer forms accompanied by the relevant share certificates must be lodged with the Company's H Share registrar, Hong Kong Registrars Limited of Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 18 November 2016, for registration.
- 5. The holders of domestic shares of the Company who intend to attend the EGM shall complete the enclosed reply slip for the EGM and return it, by hand or by post, to the Company's mailing address at 13/F., Block A, No. 1 Xi Yuan Eight Road, Xihu District, Hangzhou City, Zhejiang Province, the PRC on or before Monday, 28 November 2016.
- 6. The holders of H shares of the Company who intend to attend the EGM shall complete the enclosed reply slip for the EGM and return it, by hand or by post, to the Company's H Share registrar, Hong Kong Registrars Limited of Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before Monday, 28 November 2016.
- 7. It is expected that the EGM will last not more than half day. Members and their proxies attending the EGM shall bear their own travel and accommodation expenses.

As at the date of this announcement, the Board comprises six executive directors of the Company, being Mr. Chen Ping, Mr. Chao Hong Bo, Mr. Xia Zhen Hai, Mr. Xie Fei, Mr. Wang Linhua and Mr. Wang Yong Gui and three independent non-executive directors of the Company, being Mr. Zhang De Xin, Mr. Cai Xiao Fu and Mr. Gu Yu Lin.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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 Company Announcements" page on the GEM website at www.hkgem.com for at least 7 days from the day of its posting and on the website of the Company at www.landpage.com.cn.