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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)

**ANNOUNCEMENT OF POLL RESULTS OF
THE EXTRAORDINARY GENERAL MEETING,
CLASS MEETING OF HOLDERS OF DOMESTIC SHARES AND
CLASS MEETING OF HOLDERS OF H SHARES
HELD ON 23 NOVEMBER 2015**

The Board is pleased to announce that the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting were held on Monday, 23 November 2015 and the special resolutions set forth below were duly passed by way of poll.

References are made to the announcement of Zheda Lande Scitech Limited* (the “**Company**”) dated 9 September 2015, the notices of the extraordinary general meeting (the “**EGM**”), the class meeting of holders of domestic invested shares (the “**Domestic Shareholders Class Meeting**”) and the class meeting of holders of foreign invested shares (the “**H Shares**”) (the “**H Shareholders Class Meeting**”) of the Company all dated 30 September 2015, the circular of the Company dated 30 September 2015 (the “**Circular**”) in relation to (1) proposed placing of new H Shares; (2) proposed specific mandate to issue new H Shares; and (3) proposed amendments to the Articles of Association of the Company, the clarification announcement to the Circular dated 30 September 2015 and the announcement of the Company dated 16 November 2015 in relation to the postponement of the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting. Terms used but not defined in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that, the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting were held by the Company at 2:00 p.m., 2:30 p.m. and 3:00 p.m., respectively, on Monday, 23 November 2015, at 13/F, Block A, No. 1 Xi Yuan Eight Road, Xihu District, Hangzhou City, Zhejiang Province, the PRC.

I. ATTENDANCE OF THE MEETINGS

(1) The EGM

As at the date of the EGM, the total number of the issued Shares was 356,546,170 Shares, comprising 244,421,170 Domestic Shares and 112,125,000 H Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the special resolution proposed at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the special resolution proposed at the EGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting for approving the special resolution proposed at the EGM. No Shareholder was required to attend and vote only against the special resolution proposed at the EGM. None of the Shareholders have stated their intention to vote against or to abstain from voting on the special resolution proposed at the EGM.

(2) The Domestic Shareholders Class Meeting

As at the date of the Domestic Shareholders Class Meeting, the total number of the issued Domestic Shares was 244,421,170 Domestic Shares, which was the total number of Domestic Shares entitling the holders of Domestic Shares to attend and vote for or against the special resolution proposed at the Domestic Shareholders Class Meeting. There were no Domestic Shares entitling the holders of Domestic Shares to attend and abstain from voting in favour of the special resolution proposed at the Domestic Shareholders Class Meeting as set out in Rule 17.47A of the GEM Listing Rules. No holder of Domestic Shares was required under the GEM Listing Rules to abstain from voting for approving the special resolution proposed at the Domestic Shareholders Class Meeting. No holder of Domestic Shares was required to attend and vote only against the special resolution proposed at the Domestic Shareholders Class Meeting. None of the holders of Domestic Shares have stated their intention to vote against or to abstain from voting on the special resolution proposed at the Domestic Shareholders Class Meeting.

(3) The H Shareholders Class Meeting

As at the date of the H Shareholders Class Meeting, the total number of the issued H Shares was 112,125,000 H Shares, which was the total number of H Shares entitling the holders of H Shares to attend and vote for or against the special resolution proposed at the H Shareholders Class Meeting. There were no H Shares entitling the holders of H Shares to attend and abstain from voting in favour of the special resolution proposed at the H Shareholders Class Meeting as set out in Rule 17.47A of the GEM Listing Rules. No holder of H Shares was required under the GEM Listing Rules to abstain from voting for approving the special resolution proposed at the H Shareholders Class Meeting. No holder of H Shares was required to attend and vote only against the special resolution proposed at the H Shareholders Class Meeting. None of the holders of H Shares have stated their intention to vote against or to abstain from voting on the special resolution proposed at the H Shareholders Class Meeting.

The EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting were legally and validly convened in compliance with the requirements of the Company Law of the PRC and the Articles. Mr. Chen Ping, the Director of the Company, chaired the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting.

II. POLL RESULTS OF THE MEETINGS

(1) The EGM

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

Special Resolution	Number of votes cast and percentage of total number of votes cast	
	For	Against
<p>To consider and approve the following resolutions in respect of the proposal to issue the Placing Shares:</p> <p>(a) To approve, confirm and ratify the Placing Agreement;</p> <p>(b) To approve the granting of the Specific Mandate to the Directors for a term of 12 months to allot and issue not more than 150,000,000 New H Shares;</p> <p>(c) To authorise the Directors to do all such acts and things in relation to the Placing;</p> <p>(d) To approve, confirm and ratify all transactions contemplated thereunder or incidental to or in connection with the Specific Mandate and all actions taken or to be taken by the Company pursuant to the Placing; and</p> <p>(e) To authorise the Directors to amend the Articles and complete all relevant registration and filing procedures so as to reflect the new capital structure of the Company.</p>	<p>285,356,170 (100%)</p>	<p>0 (0%)</p>

As the above resolution was passed by more than two-thirds majority, the resolution was duly passed as a special resolution.

SHINEWING (HK) CPA Limited, the auditor of the Company, have acted 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 SHINEWING (HK) CPA Limited 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.

(2) The Domestic Shareholders Class Meeting

At the Domestic Shareholders Class Meeting, the following resolution was considered and approved by way of poll, and the poll results of the votes are as follows:

Special Resolution	Number of votes cast and percentage of total number of votes cast	
	For	Against
To consider and approve the following resolutions in respect of the proposal to issue the Placing Shares:	244,421,170 (100%)	0 (0%)
(a) To approve, confirm and ratify the Placing Agreement;		
(b) To approve the granting of the Specific Mandate to the Directors for a term of 12 months to allot and issue not more than 150,000,000 New H Shares;		
(c) To authorise the Directors to do all such acts and things in relation to the Placing;		
(d) To approve, confirm and ratify all transactions contemplated thereunder or incidental to or in connection with the Specific Mandate and all actions taken or to be taken by the Company pursuant to the Placing; and		
(e) To authorise the Directors to amend the Articles and complete all relevant registration and filing procedures so as to reflect the new capital structure of the Company.		

As the above resolution was passed by more than two-thirds majority, the resolution was duly passed as a special resolution.

SHINEWING (HK) CPA Limited, the auditor of the Company, have acted as the scrutineer for the vote-taking at the Domestic Shareholders Class Meeting and compared the poll results summary to the poll forms collected by the Company. The work performed by SHINEWING (HK) CPA Limited 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.

(3) The H Shareholders Class Meeting

At the H Shareholders Class Meeting, the following resolution was considered and approved by way of poll, and the poll results of the votes are as follows:

Special Resolution	Number of votes cast and percentage of total number of votes cast	
	For	Against
<p>To consider and approve the following resolutions in respect of the proposal to issue the Placing Shares:</p> <p>(a) To approve, confirm and ratify the Placing Agreement;</p> <p>(b) To approve the granting of the Specific Mandate to the Directors for a term of 12 months to allot and issue not more than 150,000,000 New H Shares;</p> <p>(c) To authorise the Directors to do all such acts and things in relation to the Placing;</p> <p>(d) To approve, confirm and ratify all transactions contemplated thereunder or incidental to or in connection with the Specific Mandate and all actions taken or to be taken by the Company pursuant to the Placing; and</p>	<p>40,935,000 (100%)</p>	<p>0 (0%)</p>

Special Resolution	Number of votes cast and percentage of total number of votes cast	
	For	Against
(e) To authorise the Directors to amend the Articles and complete all relevant registration and filing procedures so as to reflect the new capital structure of the Company.		

As the above resolution was passed by more than two-thirds majority, the resolution was duly passed as a special resolution.

SHINEWING (HK) CPA Limited, the auditor of the Company, have acted as the scrutineer for the vote-taking at the H Shareholders Class Meeting and compared the poll results summary to the poll forms collected by the Company. The work performed by SHINEWING (HK) CPA Limited 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.

By order of the Board
Zheda Lande Scitech Limited*
Chen Ping
Chairman

Hangzhou City, the PRC, 23 November 2015

* For identification purposes only

As at the date of this announcement, the Board comprises six executive Directors, 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, being Mr. Zhang De Xin, Mr. Cai Xiao Fu and Mr. Gu Yu Lin.

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 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.