

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “Annual General Meeting”) of Zheda Lande Scitech Limited (the “Company”) will be held 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”) on Friday, 27 May 2011 at 2:00 p.m. for the following purposes:

1. To pass the following matters as ordinary resolutions:
 - (1) To consider and approve the Report of the Directors for the year 2010;
 - (2) To consider and approve the Report of the Supervisory Committee for the year 2010;
 - (3) To consider and approve the Audited Consolidated Financial Statements of the Company and its subsidiaries for the year 2010;
 - (4) To consider and approve the appointment of the auditors of the Company and to authorise the board of directors to fix their remunerations;
 - (5) To consider and approve the Profit after Taxation Appropriation Plan and Final Dividend Distribution Plan for the year 2010;
 - (6) To consider and approve the Financial Report for the year 2010 and the Financial Budget Report for the year 2011.

2. To pass the following matters as a special resolution:

To consider and resolve that, subject to the approval of China Securities Regulatory Commission and/or other relevant statutory authorities in the PRC and/or the Growth Enterprises Market of The Stock Exchange of Hong Kong Limited for the proposed issue, listing and dealing of new H shares and/or Domestic Shares, the board of directors be authorised to:

- (1) to place and/or issue H Shares and/or Domestic Shares within a period until the conclusion of the next annual meeting or their resolution is revoked or varied in general meeting, whichever is the earliest, from the date of this resolution, provided that the total number of H shares and/or Domestic Shares to be placed and/or issued shall not exceed 20% (the “20% limit”) of the number of H Shares and/or Domestic Shares of the Company in issue at the date of passing this resolution respectively;
- (2) subject to the 20% Limit, to decide the number of H Shares and/or Domestic Shares to be placed and/or issued and to deal with any matter arising from or related to the placing or issue of the new Shares mentioned above;
- (3) to amend, in accordance with the increase in the registered capital of the Company, the relevant articles contained in the Articles of Association in relation to the registered capital of the Company and other articles that require corresponding amendments; and
- (4) if any chronological variation of the wordings or numbering of the articles contained in the Articles of Association of the Company is necessary upon application to the companies examination and approval authority by the State Council and China Securities Regulatory Commission for examination and approval, to make corresponding amendments to the Articles of Association as required by such authority and China Securities Regulatory Commission.

By order of the Board
Chen Ping
Chairman

31 March 2011, Hangzhou, the PRC

Registered office in the PRC:
4th Floor
108 Gu Cui Road
Hangzhou City
PRC

Place of business in Hong Kong:
Unit 1116-1119
Sun Hung Kai Center
30 Harbour Road
Wanchai
Hong Kong

Notes:

1. A member entitled to attend and vote at the above meeting is entitled to appoint one or more than one proxy to attend and vote on his behalf. A proxy need not be a member of the Company.
2. To be valid, a form of H shares proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such authority, must be deposited with the Company's H Share Registrar, Hong Kong Registrars Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the above meeting or appointed time of voting.
3. Shareholders or their proxies shall present proofs of identities upon attending the above meeting.
4. The Register of Members will be closed from 27 April 2011 to 27 May 2011 (both days inclusive), during which period no transfer of shares will be registered. In order to attend the above meeting all transfer documents accompanied by relevant share certificates must be lodged with the Company's H Share Registrar not later than 4:30 p.m. on 26 April 2010 in order to be registered as a member of the Company.
5. Shareholders entitled to attend the above meeting are requested to deliver the reply slip for attendance to the Company to be received by the Company 20 days before the date of meeting.

As at the date of this announcement, the Board comprises six executive directors, being Mr. Chen Ping, Mr. Dong Danqing, Mr. Chao Hong Bo, Ms. Geng Hui, Mr. Xia Zhen Hai, and Mr. Jin Lian Fu and three independent non-executive directors, being Mr. Cai Xiao Fu, Mr. Zhang De Xin and Mr. Gu Yu Lin.

This announcement, for which the directors of the Company (the "Directors") 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, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and 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 for at least 7 days from the day of its posting.

* For identification purpose only