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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 1/F-3/F, Block 3, 108 Gu Cui Road, Hangzhou City, the PRC at 2:00 p.m. on Friday, 29 February 2008 for the purpose of considering and, if thought fit, passing, with or without modifications, the following ordinary resolution:

## ORDINARY RESOLUTION

"THAT the loan agreement (the "Loan Agreement") dated 20 December 2007 entered into between the Company and Mr. Jin Lian Fu ("Mr. Jin") pursuant to which the Company will lend to Mr. Jin an amount of RMB4,250,000 with nil interest and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified and THAT the directors of the Company be and are hereby authorised to do all such acts and things, take all steps and execute all further documents which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or implementing the transactions contemplated under the Loan Agreement."

> By Order of the Board **Chen Ping** Chairman

Hangzhou, the PRC, 11 January 2008

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

### Notes:

A member of the Company entitled to attend and vote at the EGM is entitled to appoint another person as his 1 proxy to attend and, in the event of a poll vote in his stead. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the EGM. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which such proxy is so appointed. A proxy need not be a member of the Company, but must attend in person to represent the member.

- 2. The registers of members of the Company will be closed from Thursday, 31 January 2008 to Friday, 29 February 2008 (both days inclusive), during which no transfer of shares will be registered. In order to be qualified to attend the above meeting, holders of H Shares whose transfers have not been registered shall deposit all transfer documents accompanied by relevant share certificates at 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 later than 4:30 p.m. on Wednesday, 30 January 2008 in order to be registered as a member of the Company.
- 3. Shareholders who intend to attend the EGM must complete the reply slip enclosed for use at the EGM, and return to the Company's registered office at 4th Floor, 108 Gu Cui Road, Hangzhou City, the PRC to be received by the Company 20 days before the date of EGM. The reply slip may be returned to the Company by hand, and can also be returned by post, telegram or facsimile.
- 4. As regards to the holders of H Shares and in order to be valid, the form of proxy must be deposited with the Company's H Share registrar, Hong Kong Registrars Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof.
- 5. As regards to the holders of Domestic Shares and in order to be valid, this 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 such power or authority, must be deposited with the Company's registered office at 4th Floor, 108 Gu Cui Road, Hangzhou City, the PRC not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof.
- 6. Where there are joint holders of any share, any one of such persons may vote at the EGM either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the EGM personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of such joint holding.
- \* For identification purpose only

As at the date of this announcement, the Board comprises six executive directors, being Mr. Chen Ping, Mr. Shi Lie, Mr. Chao Hong Bo, Mr. Xia Zhen Hai, Mr Hu Yang Jun and Ms. Geng Hui, 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 of Zheda Lande Scitech Limited 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 Zheda Lande Scitech Limited. The directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief:- (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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.