

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.



浙江升華蘭德科技股份有限公司

SHENGHUA LANDE SCITECH LIMITED*

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

(Stock Code: 8106)

**(1) ANNOUNCEMENT OF POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 6 MAY 2019; AND
(2) CHANGE OF THE SUPERVISORS**

POLL RESULTS OF THE AGM

The Board is pleased to announce that all resolutions as set out in the notice of the AGM dated 21 March 2019 were duly passed by way of poll by the Shareholders at the AGM held on Monday, 6 May 2019.

CHANGE OF THE SUPERVISORS

The Board announces that with effect from 6 May 2019:

- a. Mr. Chen Jian (陳劍) and Mr. Yu Hui (俞匯) have resigned as the Supervisors;
- b. Mr. Lu Weifeng (盧偉鋒) and Ms. Shen Xiaofen (沈小芬) have been appointed as the Supervisors;
- c. Mr. Chen Jian (陳劍) has resigned as the chairman of the Supervisory Committee; and
- d. Mr. Lu Weifeng (盧偉鋒) has been appointed as the chairman of the Supervisory Committee.

Reference is made to the circular dated 21 March 2019 (the “**Circular**”) issued by Shenghua Lande Scitech Limited* (the “**Company**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The AGM was held at 17/F., Deqing Shanghui Building, No. 70 Wulipai Road, Deqing County, Huzhou City, Zhejiang Province, the PRC on Monday, 6 May 2019. The Board is pleased to announce that all resolutions as set out in the notice of the AGM dated 21 March 2019 were duly passed at the AGM.

As at the date of the AGM, the Company has issued a total of 506,546,170 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. There were no Shares entitling the holders thereof to attend and vote only against the resolutions at the AGM. No restriction was imposed on any Shareholder casting votes on any of the proposed resolutions at the AGM.

All the resolutions at the AGM were put to the vote by way of poll. SHINEWING (HK) CPA Limited, the Company's auditor, was appointed as the scrutineer for the vote-taking of the poll at the AGM 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.

The poll results in respect of the resolutions at the AGM were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To consider and approve the report of the Board for the year ended 31 December 2018;	293,421,170 (100%**)	0 (0%**)
2.	To consider and approve the report of the Supervisory Committee for the year ended 31 December 2018;	293,421,170 (100%**)	0 (0%**)
3.	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the independent auditor's report for the year ended 31 December 2018;	293,421,170 (100%**)	0 (0%**)
4.	To consider and approve the profit after taxation appropriation plan and final dividend distribution plan for the year ended 31 December 2018;	293,421,170 (100%**)	0 (0%**)
5.	To consider and approve the financial report for the year ended 31 December 2018 and the financial budget report for the year ending 31 December 2019;	293,421,170 (100%**)	0 (0%**)
6.	To consider and approve the re-appointment of SHINEWING (HK) CPA Limited as the auditor of the Company to hold office until the conclusion of the next annual general meeting and to authorise the Board to fix their remuneration;	293,421,170 (100%**)	0 (0%**)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
7.	To consider and approve the appointment of Mr. Lu Weifeng (盧偉鋒) as the Supervisor for a term from the date of the AGM to the expiry date of the term of office of the current Supervisory Committee at the remuneration to be determined by the Board with reference to his responsibilities and performance of duties to the Company and the Board be and is hereby authorised to implement the terms of his service contract;	293,421,170 (100%**)	0 (0%**)
8.	To consider and approve the appointment of Ms. Shen Xiaofen (沈小芬) as the Supervisor for a term from the date of the AGM to the expiry date of the term of office of the current Supervisory Committee at the remuneration to be determined by the Board with reference to her responsibilities and performance of duties to the Company and the Board be and is hereby authorised to implement the terms of her service contract;	293,421,170 (100%**)	0 (0%**)
Special Resolutions		Number of Votes (%)	
		For	Against
9.	To consider and approve: (1) the change of the business scope of the Company (details of which are set out in the Circular); and (2) the corresponding proposed amendment to the Articles of Association (details of which are set out in the Circular), and the Directors be and are hereby authorised to do all such acts, deeds and things and execute all documents they consider necessary or expedient to give effect to the aforesaid amendment to the Articles of Association;	293,421,170 (100%**)	0 (0%**)
10.	To give a general mandate to the Board to place and/or issue additional Shares not exceeding the 20% Limit (as defined in the notice of the AGM dated 21 March 2019) and authorise the Board to make corresponding amendments to the Articles of Association as it thinks fit so as to reflect the new capital structure upon the placing and/or issue of additional Shares.	293,421,170 (100%**)	0 (0%**)

** The percentage of voting Shares is based on the total number of Shares held by the Shareholders who voted at the AGM in person or by proxy.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 8, all these resolutions were duly passed by the Shareholders as ordinary resolutions. As more than two-thirds of the votes were cast in favour of the resolution numbered 9 and 10, the said resolutions were duly passed by the Shareholders as special resolutions.

CHANGE OF THE SUPERVISORS

The Board announces that, with effect from the close of the AGM on 6 May 2019, due to their other work engagements, Mr. Chen Jian (陳劍) and Mr. Yu Hui (俞匯) have resigned as the Supervisors (the “**Outgoing Supervisors**”). Mr. Chen Jian (陳劍) has resigned as the chairman of the Supervisory Committee with effect from 6 May 2019.

As at the date of this announcement, each of the Outgoing Supervisors has confirmed that, he has no disagreement with the Board and/or the Supervisory Committee, and that there was no other matter in relation to his resignation that needed to be brought to the attention of the Shareholders. The Board and the Supervisory Committee would like to take this opportunity to express their sincere appreciation to the Outgoing Supervisors for their contribution to the Company in the past.

The Board announces that Mr. Lu Weifeng (盧偉鋒) and Ms. Shen Xiaofen (沈小芬) have been appointed as the Supervisor and Mr. Lu Weifeng (盧偉鋒) has been appointed as the chairman of the Supervisory Committee with effect from 6 May 2019. For the biographical details and the terms of appointment of Mr. Lu Weifeng (盧偉鋒) and Ms. Shen Xiaofen (沈小芬), please refer to the announcement of the Company dated 15 March 2019 and the Circular. As at the date of this announcement, except that the age of Mr. Lu Weifeng (盧偉鋒) and Ms. Shen Xiaofen (沈小芬) is 40 and 47, respectively, there has been no change in such information.

By order of the Board
Shenghua Lande Scitech Limited*
Qi Jinsong
Chairman and Chief Executive Officer

Huzhou City, the PRC, 6 May 2019

As at the date of this announcement, the Board comprises four executive Directors, being Mr. Qi Jinsong, Mr. Chen Ping, Mr. Guan Zilong and Mr. Xu Jianfeng, and three independent non-executive Directors, being Mr. Cai Jiamei, Ms. Huang Lianxi and Mr. Shen Haiying.

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.

* For identification purposes only