## Monthly Return of Equity Issuer on Movements in Securities

**For the month ended (dd/mm/yyyy) :** 31/01/2011

To: Hong Kong Exchanges and Clearing Limited

### Name of Issuer
Shanghai Industrial Holdings Limited

### Date Submitted
01/02/2011

## I. Movements in Authorised Share Capital

### 1. Ordinary Shares

<table>
<thead>
<tr>
<th>Stock code</th>
<th>Description</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td>363</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>No. of ordinary shares</th>
<th>Par value (State currency)</th>
<th>Authorised share capital (State currency)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Balance at close of preceding month</td>
<td>2,000,000,000</td>
<td>HKD0.10</td>
<td>HKD200,000,000</td>
</tr>
<tr>
<td>Increase/(decrease)</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Balance at close of the month</td>
<td>2,000,000,000</td>
<td>HKD0.10</td>
<td>HKD200,000,000</td>
</tr>
</tbody>
</table>

### 2. Stock code

<table>
<thead>
<tr>
<th>Stock code</th>
<th>Description</th>
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<tbody>
<tr>
<td>N/A</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>No. of ordinary shares</th>
<th>Par value (State currency)</th>
<th>Authorised share capital (State currency)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Balance at close of preceding month</td>
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<tr>
<td>Increase/(decrease)</td>
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<tr>
<td>Balance at close of the month</td>
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</tbody>
</table>
2. Preference Shares

<table>
<thead>
<tr>
<th>Stock code :</th>
<th>N/A</th>
<th>Description :</th>
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</thead>
</table>

<table>
<thead>
<tr>
<th></th>
<th>No. of preference shares</th>
<th>Par value (State currency)</th>
<th>Authorised share capital (State currency)</th>
</tr>
</thead>
<tbody>
<tr>
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<tr>
<td>Increase/(decrease)</td>
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<tr>
<td>Balance at close of the month</td>
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</tbody>
</table>

3. Other Classes of Shares

<table>
<thead>
<tr>
<th>Stock code :</th>
<th>N/A</th>
<th>Description :</th>
<th></th>
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</thead>
</table>

<table>
<thead>
<tr>
<th></th>
<th>No. of other classes of shares</th>
<th>Par value (State currency)</th>
<th>Authorised share capital (State currency)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Balance at close of preceding month</td>
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<tr>
<td>Increase/(decrease)</td>
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<tr>
<td>Balance at close of the month</td>
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</tr>
</tbody>
</table>

Total authorised share capital at the end of the month (State currency) : HKD200,000,000
II. Movements in Issued Share Capital

<table>
<thead>
<tr>
<th>Particulars</th>
<th>No. of ordinary shares</th>
<th>No of preference shares</th>
<th>No. of other classes of shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Balance at close of preceding month</td>
<td>1,079,785,000</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Increase/ (decrease) during the month</td>
<td>0</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Balance at close of the month</td>
<td>1,079,785,000</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

III. Details of Movements in Issued Share Capital

<table>
<thead>
<tr>
<th>Share Options (under Share Option Schemes of the Issuer)</th>
<th>Movement during the month</th>
</tr>
</thead>
<tbody>
<tr>
<td>Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable</td>
<td>No. of new shares of issuer issued during the month pursuant thereto</td>
</tr>
<tr>
<td>---------------------------------------------------------</td>
<td>----------------------------</td>
</tr>
<tr>
<td>1. Share Option Scheme (as approved at EGM on 31/05/2002)</td>
<td>-</td>
</tr>
<tr>
<td>Exercise Price of Ordinary Shares (Note 1)</td>
<td>-</td>
</tr>
<tr>
<td>2. N/A (Note 1)</td>
<td>-</td>
</tr>
<tr>
<td>( / / ) shares</td>
<td>-</td>
</tr>
<tr>
<td>3. N/A (Note 1)</td>
<td>-</td>
</tr>
<tr>
<td>( / / ) shares</td>
<td>-</td>
</tr>
<tr>
<td>Total A. (Ordinary shares)</td>
<td>-</td>
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<tr>
<td>(Preference shares)</td>
<td>-</td>
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<tr>
<td>(Other class)</td>
<td>-</td>
</tr>
<tr>
<td>Total funds raised during the month from exercise of options (State currency)</td>
<td>Nil</td>
</tr>
</tbody>
</table>
For Main Board and GEM listed issuers

Warrants to Issue Shares of the Issuer which are to be Listed

<table>
<thead>
<tr>
<th>Description of warrants (Date of expiry - dd/mm/yyyy)</th>
<th>Currency of nominal value</th>
<th>Nominal value at close of preceding month</th>
<th>Exercised during the month</th>
<th>Nominal value at close of the month</th>
<th>No. of new shares of issuer issued during the month pursuant thereto</th>
<th>No. of new shares of issuer which may be issued pursuant thereto as at close of the month</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. N/A</td>
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</table>

Total B. (Ordinary shares)__________________
(Preference shares)__________________
(Other class)__________________
<table>
<thead>
<tr>
<th>Class and description</th>
<th>Currency of amount outstanding</th>
<th>Amount at close of preceding month</th>
<th>Converted during the month</th>
<th>Amount at close of the month</th>
<th>No. of new shares of issuer issued during the month pursuant thereto</th>
<th>No. of new shares of issuer which may be issued pursuant thereto as at close of the month</th>
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<tbody>
<tr>
<td>1. N/A</td>
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<td>Class of shares issuable <em>(Note 1)</em></td>
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<td>Subscription price</td>
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<td>EGM approval date (if applicable) (dd/mm/yyyy)</td>
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<td>4. N/A</td>
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<td>Class of shares issuable <em>(Note 1)</em></td>
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</tbody>
</table>

Total C. (Ordinary shares)

(Preference shares)

(Other class)
Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

<table>
<thead>
<tr>
<th>Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:</th>
<th>No. of new shares of issuer issued during the month pursuant thereto</th>
<th>No. of new shares of issuer which may be issued pursuant thereto as at close of the month</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. N/A</td>
<td></td>
<td></td>
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<tr>
<td></td>
<td>( / / ) shares (Note 1)</td>
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</tr>
<tr>
<td>2. N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>( / / ) shares (Note 1)</td>
<td></td>
</tr>
<tr>
<td>3. N/A</td>
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<tr>
<td></td>
<td>( / / ) shares (Note 1)</td>
<td></td>
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<tr>
<td>Total D.</td>
<td>(Ordinary shares)</td>
<td></td>
</tr>
<tr>
<td></td>
<td>(Preference shares)</td>
<td></td>
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<tr>
<td></td>
<td>(Other class)</td>
<td></td>
</tr>
</tbody>
</table>
### Other Movements in Issued Share Capital

<table>
<thead>
<tr>
<th>Type of Issue</th>
<th>Class of shares issuable &lt;br&gt;(Note 1)</th>
<th>Issue and allotment date : (dd/mm/yyyy)</th>
<th>EGM approval date: (dd/mm/yyyy)</th>
<th>No. of new shares of issuer issued during the month pursuant thereto</th>
<th>No. of new shares of issuer which may be issued pursuant thereto as at close of the month</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Rights issue</td>
<td>Class of shares issuable &lt;br&gt;(Note 1)</td>
<td>Issue and allotment date : (dd/mm/yyyy)</td>
<td>EGM approval date: (dd/mm/yyyy)</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>2. Open offer</td>
<td>Class of shares issuable &lt;br&gt;(Note 1)</td>
<td>Issue and allotment date : (dd/mm/yyyy)</td>
<td>EGM approval date: (dd/mm/yyyy)</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>3. Placing</td>
<td>Class of shares issuable &lt;br&gt;(Note 1)</td>
<td>Issue and allotment date : (dd/mm/yyyy)</td>
<td>EGM approval date: (dd/mm/yyyy)</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>4. Bonus issue</td>
<td>Class of shares issuable &lt;br&gt;(Note 1)</td>
<td>Issue and allotment date : (dd/mm/yyyy)</td>
<td>EGM approval date: (dd/mm/yyyy)</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Type of Issue</td>
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<tr>
<td>5. Scrip dividend</td>
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<tr>
<td>At price: State currency</td>
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<td>Class of shares issuable (Note 1)</td>
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<tr>
<td>Issue and allotment date: (dd/mm/yyyy)</td>
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<tr>
<td>EGM approval date: (dd/mm/yyyy)</td>
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<tr>
<td>No. of new shares of issuer issued during the month pursuant thereto</td>
<td>N/A</td>
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<tr>
<td>No. of new shares of issuer which may be issued pursuant thereto as at close of the month</td>
<td>N/A</td>
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</tbody>
</table>

| 6. Repurchase of shares |  |
| Class of shares repurchased (Note 1) |  |
| Cancellation date: (dd/mm/yyyy) | ( / / ) |
| EGM approval date: (dd/mm/yyyy) | ( / / ) |
| No. of new shares of issuer issued during the month pursuant thereto | N/A |
| No. of new shares of issuer which may be issued pursuant thereto as at close of the month | N/A |

| 7. Redemption of shares |  |
| Class of shares redeemed (Note 1) |  |
| Redemption date: (dd/mm/yyyy) | ( / / ) |
| EGM approval date: (dd/mm/yyyy) | ( / / ) |
| No. of new shares of issuer issued during the month pursuant thereto | N/A |
| No. of new shares of issuer which may be issued pursuant thereto as at close of the month | N/A |

<p>| 8. Consideration issue |  |
| At price: State currency |  |
| Class of shares issuable (Note 1) |  |
| Issue and allotment date: (dd/mm/yyyy) | ( / / ) |
| EGM approval date: (dd/mm/yyyy) | ( / / ) |
| No. of new shares of issuer issued during the month pursuant thereto | N/A |
| No. of new shares of issuer which may be issued pursuant thereto as at close of the month | N/A |</p>
<table>
<thead>
<tr>
<th>Type of Issue</th>
<th>Class of shares issuable \n(Note 1)</th>
<th>Issue and allotment date : (dd/mm/yyyy)</th>
<th>EGM approval date: (dd/mm/yyyy)</th>
<th>No. of new shares of issuer issued during the month pursuant thereto</th>
<th>No. of new shares of issuer which may be issued pursuant thereto as at close of the month</th>
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<tbody>
<tr>
<td>9. Capital reorganisation</td>
<td>_________</td>
<td>( / / )</td>
<td>( / / )</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>10. Other (Please specify)</td>
<td>_________</td>
<td>( / / )</td>
<td>( / / )</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

Total E. 
(Ordinary shares) _________  
(Preference shares) _________  
(Other class) _________

<table>
<thead>
<tr>
<th>Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):</th>
<th>(1)</th>
<th>-</th>
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</thead>
<tbody>
<tr>
<td>Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):</td>
<td>(2)</td>
<td>N/A</td>
</tr>
<tr>
<td>Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):</td>
<td></td>
<td>N/A</td>
</tr>
</tbody>
</table>

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)
Remarks (if any):

N/A

Submitted by: Yee Foo Hei
Title: Company Secretary
(Director, Secretary or other duly authorised officer)

Notes:

1. State the class of shares (e.g. ordinary, preference or other).

2. If there is insufficient space, please append the prescribed continuation sheet.