



### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/06/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Shanghai Industrial Holdings Limited

Date Submitted 04/07/2016

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : N/A Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--------------------------------------------|----------------------------------------------------------|
| Balance at close of preceding month | _____                     | _____                                      | _____                                                    |
| Increase/(decrease)                 | _____                     | _____                                      | _____                                                    |
| Balance at close of the month       | _____                     | _____                                      | _____                                                    |

(2) Stock code : N/A Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--------------------------------------------|----------------------------------------------------------|
| Balance at close of preceding month | _____                     | _____                                      | _____                                                    |
| Increase/(decrease)                 | _____                     | _____                                      | _____                                                    |
| Balance at close of the month       | _____                     | _____                                      | _____                                                    |

## 2. Preference Shares

|                                     |                          |                                        |                                                       |
|-------------------------------------|--------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code :                        | <u>N/A</u>               |                                        |                                                       |
| Description :                       | <u></u>                  |                                        |                                                       |
|                                     | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | <u></u>                  | <u></u>                                | <u></u>                                               |
| Increase/(decrease)                 | <u></u>                  |                                        | <u></u>                                               |
| Balance at close of the month       | <u></u>                  | <u></u>                                | <u></u>                                               |

## 3. Other Classes of Shares

|                                     |                                |                                        |                                                       |
|-------------------------------------|--------------------------------|----------------------------------------|-------------------------------------------------------|
| Stock code :                        | <u>N/A</u>                     |                                        |                                                       |
| Description :                       | <u></u>                        |                                        |                                                       |
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | <u></u>                        | <u></u>                                | <u></u>                                               |
| Increase/(decrease)                 | <u></u>                        |                                        | <u></u>                                               |
| Balance at close of the month       | <u></u>                        | <u></u>                                | <u></u>                                               |

Total authorised share capital at the end of the month (*State currency*) :

N/A

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |     | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----|-------------------------|--------------------------------|
|                                       | (1)                    | (2) |                         |                                |
| Balance at close of preceding month   | 1,085,850,600          | N/A | N/A                     | N/A                            |
| Increase/ (decrease) during the month | -                      | N/A | N/A                     | N/A                            |
| Balance at close of the month         | 1,085,850,600          | N/A | N/A                     | N/A                            |

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable                        | Movement during the month |           |           |                                                           | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---------------------------------------------------------------------------------------------------------------------------------|---------------------------|-----------|-----------|-----------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
|                                                                                                                                 | Granted                   | Exercised | Cancelled | Lapsed                                                    |                                                                      |                                                                                           |
| 1. Share Option Scheme<br>(as approved at EGM on 31/05/2002)<br>Exercise Price of HK\$22.71 each<br>Ordinary Shares<br>(Note 1) | -                         | -         | -         | -                                                         | -                                                                    | 13,361,000                                                                                |
| 2. Share Option Scheme<br>(as approved at EGM on 31/05/2002)<br>Exercise Price of HK\$23.69 each<br>Ordinary Shares<br>(Note 1) | -                         | -         | -         | -                                                         | -                                                                    | 1,140,000                                                                                 |
|                                                                                                                                 |                           |           | Total A.  | (Ordinary shares)<br>(Preference shares)<br>(Other class) | -<br>N/A<br>N/A                                                      |                                                                                           |
| Total funds raised during the month from exercise of options (State currency)                                                   |                           |           |           | -                                                         |                                                                      |                                                                                           |

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----------------------------------------------------------|---------------------------------|-------------------------------------------------|----------------------------------|-------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | (   /   /   )                                   |                                  |                                           |                                                                                        |                                                                                                                |
| 2. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | (   /   /   )                                   |                                  |                                           |                                                                                        |                                                                                                                |
| 3. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | (   /   /   )                                   |                                  |                                           |                                                                                        |                                                                                                                |
| 4. N/A                                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | (   /   /   )                                   |                                  |                                           |                                                                                        |                                                                                                                |
| Total B.                                                 |                                 |                                                 |                                  | (Ordinary shares)                         |                                                                                        |                                                                                                                |
|                                                          |                                 |                                                 |                                  | (Preference shares)                       |                                                                                        |                                                                                                                |
|                                                          |                                 |                                                 |                                  | (Other class)                             |                                                                                        |                                                                                                                |

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description                                                                                    | Currency of amount outstanding | Amount at close of preceding month | Repurchased/ converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------------------------------------------------------------------------------------|--------------------------------|------------------------------------|-----------------------------------------|------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. HK\$3,900,000,000 zero coupon guaranteed convertible bonds due 2018 (Issuer: Tong Jie Limited 同捷有限公司) | HKD                            | 140,000,000                        | (108,000,000)                           | 32,000,000                   | -                                                                    | 880,572                                                                                   |
| Stock code (if listed)                                                                                   | 5906                           |                                    |                                         |                              |                                                                      | (Remarks)                                                                                 |
| Class of shares issuable ( <i>Note 1</i> )                                                               | Ordinary shares                |                                    |                                         |                              |                                                                      |                                                                                           |
| Conversion price                                                                                         | HK\$36.34 per share            |                                    |                                         |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy)                                                           | (N/A)                          |                                    |                                         |                              |                                                                      |                                                                                           |
| 1. N/A                                                                                                   |                                |                                    |                                         |                              |                                                                      |                                                                                           |
|                                                                                                          |                                |                                    |                                         |                              |                                                                      |                                                                                           |
|                                                                                                          |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| Stock code (if listed)                                                                                   |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )                                                               |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| Subscription price                                                                                       |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy)                                                           | ( / / )                        |                                    |                                         |                              |                                                                      |                                                                                           |
| 2. N/A                                                                                                   |                                |                                    |                                         |                              |                                                                      |                                                                                           |
|                                                                                                          |                                |                                    |                                         |                              |                                                                      |                                                                                           |
|                                                                                                          |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| Stock code (if listed)                                                                                   |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )                                                               |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| Subscription price                                                                                       |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy)                                                           | ( / / )                        |                                    |                                         |                              |                                                                      |                                                                                           |
| 3. N/A                                                                                                   |                                |                                    |                                         |                              |                                                                      |                                                                                           |
|                                                                                                          |                                |                                    |                                         |                              |                                                                      |                                                                                           |
|                                                                                                          |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| Stock code (if listed)                                                                                   |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )                                                               |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| Subscription price                                                                                       |                                |                                    |                                         |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy)                                                           | ( / / )                        |                                    |                                         |                              |                                                                      |                                                                                           |
| Total C. (Ordinary shares)                                                                               |                                |                                    |                                         |                              | -                                                                    |                                                                                           |
| (Preference shares)                                                                                      |                                |                                    |                                         |                              | N/A                                                                  |                                                                                           |
| (Other class)                                                                                            |                                |                                    |                                         |                              | N/A                                                                  |                                                                                           |

Remarks: Assuming full conversion of the convertible bonds into new shares at the initial conversion price of HK\$36.34 per share.

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

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. N/A<br><br><br><br>(   /   /   )<br>shares ( <i>Note 1</i> )                                         |                                                                      |                                                                                           |
| 2. N/A<br><br><br><br>(   /   /   )<br>shares ( <i>Note 1</i> )                                         |                                                                      |                                                                                           |
| 3. N/A<br><br><br><br>(   /   /   )<br>shares ( <i>Note 1</i> )                                         |                                                                      |                                                                                           |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      |                                                                      |                                                                                           |

## Other Movements in Issued Share Capital

| Type of Issue   |                                 |                                            |                                         | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-----------------|---------------------------------|--------------------------------------------|-----------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )                                                              |                                                                                           |
|                 |                                 |                                            | EGM approval date: (dd/mm/yyyy)         | ( / / )                                                              |                                                                                           |
|                 |                                 |                                            |                                         | <u>N/A</u>                                                           | <u>N/A</u>                                                                                |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )                                                              |                                                                                           |
|                 |                                 |                                            | EGM approval date: (dd/mm/yyyy)         | ( / / )                                                              |                                                                                           |
|                 |                                 |                                            |                                         | <u>N/A</u>                                                           | <u>N/A</u>                                                                                |
| 3. Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )                                                              |                                                                                           |
|                 |                                 |                                            | EGM approval date: (dd/mm/yyyy)         | ( / / )                                                              |                                                                                           |
|                 |                                 |                                            |                                         | <u>N/A</u>                                                           | <u>N/A</u>                                                                                |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )                                                              |                                                                                           |
|                 |                                 |                                            | EGM approval date: (dd/mm/yyyy)         | ( / / )                                                              |                                                                                           |
|                 |                                 |                                            |                                         | <u>N/A</u>                                                           | <u>N/A</u>                                                                                |

## For Main Board and GEM listed issuers

|               |                         |                              |                                                                                                                                                                         | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---------------|-------------------------|------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Type of Issue |                         |                              |                                                                                                                                                                         |                                                                                        |                                                                                                                   |
| 5.            | Scrip dividend          | At price : State<br>currency | <div>_____</div> <div>Class of shares issuable<br/>(Note 1)</div> <div>Issue and allotment<br/>date : (dd/mm/yyyy)</div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div> | <div>( / / )</div> <div>( / / )</div>                                                  | <div>N/A</div> <div>N/A</div>                                                                                     |
| 6.            | Repurchase of<br>shares |                              | <div>Class of shares<br/>repurchased (Note 1)</div> <div>Cancellation date :<br/>(dd/mm/yyyy)</div> <div>AGM approval date:<br/>(dd/mm/yyyy)</div>                      | <div>( / / )</div> <div>( / / )</div>                                                  | <div>N/A</div> <div>N/A</div>                                                                                     |
| 7.            | Redemption of<br>shares |                              | <div>Class of shares<br/>redeemed (Note 1)</div> <div>Redemption date :<br/>(dd/mm/yyyy)</div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div>                           | <div>( / / )</div> <div>( / / )</div>                                                  | <div>N/A</div> <div>N/A</div>                                                                                     |
| 8.            | Consideration issue     | At price : State<br>currency | <div>_____</div> <div>Class of shares issuable<br/>(Note 1)</div> <div>Issue and allotment<br/>date : (dd/mm/yyyy)</div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div> | <div>( / / )</div> <div>( / / )</div>                                                  | <div>N/A</div> <div>N/A</div>                                                                                     |



For Main Board and GEM listed issuers

|                            |                                            |                                            |  | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |            |
|----------------------------|--------------------------------------------|--------------------------------------------|--|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|------------|
| Type of Issue              |                                            |                                            |  |                                                                      |                                                                                           |            |
| 9. Capital reorganisation  | Class of shares issuable _____<br>(Note 1) |                                            |  |                                                                      |                                                                                           |            |
|                            | Issue and allotment date : (dd/mm/yyyy)    |                                            |  | ( / / )                                                              |                                                                                           |            |
|                            | EGM approval date: (dd/mm/yyyy)            |                                            |  | ( / / )                                                              |                                                                                           |            |
|                            |                                            |                                            |  | <u>N/A</u>                                                           | <u>N/A</u>                                                                                |            |
| 10. Other (Please specify) | At price : State currency _____            | Class of shares issuable _____<br>(Note 1) |  |                                                                      |                                                                                           |            |
|                            |                                            | Issue and allotment date : (dd/mm/yyyy)    |  |                                                                      | ( / / )                                                                                   |            |
|                            |                                            | EGM approval date: (dd/mm/yyyy)            |  |                                                                      | ( / / )                                                                                   |            |
|                            |                                            |                                            |  |                                                                      | <u>N/A</u>                                                                                | <u>N/A</u> |
| Total E. (Ordinary shares) |                                            |                                            |  | <u>-</u>                                                             |                                                                                           |            |
| (Preference shares)        |                                            |                                            |  | <u>N/A</u>                                                           |                                                                                           |            |
| (Other class)              |                                            |                                            |  | <u>N/A</u>                                                           |                                                                                           |            |

|                                                                                                                  |     |     |
|------------------------------------------------------------------------------------------------------------------|-----|-----|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                          | (1) | -   |
|                                                                                                                  | (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                        |     | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                  |     | N/A |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |     |     |

Remarks (if any):

N/A

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Submitted by: Yee Foo Hei

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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*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.*