

# 上海實業控股有限公司

SHANGHAI INDUSTRIAL HOLDINGS LIMITED

(Incorporated in Hong Kong under the Companies Ordinance)

(Stock Code: 0363)

## Announcement

The Board of Directors (the “Board”) of Shanghai Industrial Holdings Limited (the “Company”) announces that to cope with the Company’s business development and due to change of job duties, Mr. Qu Ding was appointed as Vice Chairman of the Company with effect from 28th August, 2004, and Mr. Ge Wen Yao resigned as Director of the Company on the same day. The Board would like to express its gratitude to Mr. Ge for his contribution to the Company in the past. Mr. Ge confirmed that there is no matter relating to his resignation that needs to be brought to the attention of the Company’s shareholders.

Mr. Qu Ding, aged 55, is the Executive Director and Executive Vice-President of the Company’s controlling shareholder, Shanghai Industrial Investment (Holdings) Company Limited. He graduated from Northeast Normal University, majored in Economic Management. He holds the designation of Economist. Mr. Qu was the Director of the Department of International Exchange & Cooperation of Shanghai Municipal Personnel Bureau, Director of Shanghai Municipal Professional Examinations Centre and the Director of the Public Officials Training Centre of Shanghai Municipal Personnel Bureau, and has over thirty years’ experience in the fields of human resources and economic management. As at the date of this announcement, he has a personal interest of 750,000 shares in the Company and share options of 500,000 shares of the Company. Save as aforesaid, he has no other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Qu has a service agreement with the Company for a term of three years commencing 28th August, 2004, and receives emoluments in the total amount of approximately HK\$6,185,000 annually, including discretionary year-end bonus. The Director’s emoluments are determined by reference to the factors such as the Company’s operating performance, prevailing market conditions and job responsibilities. Save for the above, Mr. Qu has no other relationships with any Director, senior management, substantial or controlling shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Qu for joining the Company as Vice Chairman of the Company.

By Order of the Board  
**Roger L. C. Leung**  
*Company Secretary*

Hong Kong, 30th August, 2004

*As at the date of this announcement, the board of directors of the Company is comprised of 12 directors, of which 9 are Executive Directors, namely Messrs. Cai Lai Xing, Qu Ding, Lu Ming Fang, Lu Da Yong, Ding Zhong De, Lu Shen, Qian Shi Zheng, Yao Fang and Tang Jun and 3 are Independent Non-executive Directors, namely Messrs. Lo Ka Shui, Woo Chia-Wei and Leung Pak To, Francis.*

Please also refer to the published version of this announcement in South China Morning Post dated 31 August 2004.