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**(Stock Code: 363)**

## **EXTRAORDINARY GENERAL MEETING HELD ON 16TH NOVEMBER 2009**

### **POLL RESULTS**

Reference was made to the announcement of Shanghai Industrial Holdings Limited (the “Company”) dated 15th October 2009 and the circular of the Company dated 30th October 2009 (the “Circular”). Capitalized terms used in this announcement have the same meaning as defined in the Circular.

The poll results in respect of the resolution (the “Resolution”) proposed at the Extraordinary General Meeting (the “EGM”) of the Company held on 16th November 2009 were as follows:

<b>Ordinary Resolution</b>	<b>Number of Votes (%)</b>	
	<b>For</b>	<b>Against</b>
To approve, confirm and ratify the Share Issue and Asset Acquisition Agreement, the Share Swap Merger Agreement and the Undertaking (as defined in the notice of EGM dated 30th October 2009).	261,029,319 (99.991%)	24,000 (0.009%)
As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed.		

As at the date of the EGM, the total number of issued shares of the Company was 1,079,765,000 Shares. As the Share Issue and Asset Acquisition Agreement and the Share Swap Merger Agreement constituted connected transactions of the Company, SIIC and its associates which in aggregate beneficially held 551,197,371 Shares, representing approximately 51.05% of the issued capital of the Company as at the date of the EGM, have abstained from voting on the Resolution. The total number of Shares entitling the Independent Shareholders to attend and vote for or against the Resolution was 528,567,629 Shares. There was no Shareholder who was entitled to attend the EGM but was only entitled to vote against the Resolution.

Tricor Secretaries Limited, the Share Registrar of the Company, acted as Scrutineer for the poll at the EGM.

By Order of the Board  
**Shanghai Industrial Holdings Limited**  
**Leung Lin Cheong**  
*Company Secretary*

Hong Kong, 16th November 2009

*As at the date of this announcement, the Board is comprised of:*

*Executive Directors:*

*Mr. Teng Yi Long, Mr. Cai Yu Tian, Mr. Lu Ming Fang, Mr. Zhou Jie, Mr. Qian Shi Zheng,  
Mr. Yao Fang, Mr. Zhou Jun and Mr. Qian Yi*

*Independent Non-Executive Directors:*

*Dr. Lo Ka Shui, Prof. Woo Chia-Wei and Mr. Leung Pak To, Francis*