

(Incorporated in Hong Kong with limited liability)

(Stock Code: 363)

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

The Board of Directors (the "**Board**") of Shanghai Industrial Holdings Limited currently comprises ten Directors. Their names, roles and functions are set out below:

| Board Committees Board of Directors | Executive Committee | Audit Committee | Remuneration Committee | Nomination Committee |
|---|------------------------|--------------------|---------------------------|-------------------------|
| Executive Directors | | | | |
| Mr. Wang Wei (Chairman) | С | - | - | - |
| Mr. Zhou Jie (Vice Chairman and Chief Executive Officer) | М | - | - | - |
| Mr. Lu Shen (Executive Deputy CEO) | М | - | - | - |
| Mr. Zhou Jun (Deputy CEO) | М | - | - | - |
| Mr. Xu Bo (Deputy CEO) | М | - | - | - |
| Mr. Qian Yi (Deputy CEO) | - | - | - | - |
| Independent Non-Executive Directors | | | | |
| Dr. Lo Ka Shui | - | - | С | С |
| Prof. Woo Chia-Wei | - | М | М | М |
| Mr. Leung Pak To, Francis | - | М | М | М |
| Mr. Cheng Hoi Chuen, Vincent | - | С | М | М |

Notes:

C Chairman of Board Committee

M Member of Board Committee

Hong Kong, 25 June 2013