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(Incorporated in Hong Kong with limited liability)

(Stock Code: 363)

EXTRAORDINARY GENERAL MEETING HELD ON 15 JUNE 2015 POLL RESULTS

Reference is made to the circular of Shanghai Industrial Holdings Limited (the “**Company**”) dated 28 May 2015 (the “**Circular**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The poll results in respect of the resolution proposed at the Extraordinary General Meeting (the “**EGM**”) of Shanghai Industrial Holdings Limited (the “**Company**”) held on 15 June 2015 were as follows:

| Resolution | Number of Votes (%) | |
|--|----------------------------|----------------------|
| | For | Against |
| To approve, confirm and/or ratify the Shanghai Investment Equity Interest Transfer Agreement (as defined in the circular of the Company dated 28 May 2015) | 207,446,205 (97.26%) | 5,845,800 (2.74%) |
| As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as ordinary resolution of the Company. | | |

As at the date of the EGM, the total number of issued shares of the Company (“**Shares**”) was 1,086,347,600. As the entering into of the Shanghai Investment Equity Interest Transfer Agreement constituted a connected transaction of the Company, SIIC and its associates which in aggregate beneficially held 626,541,748 Shares, representing approximately 57.67% of the issued shares 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 on the resolution was 459,805,852. There were no Shares entitling the holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules.

Tricor Secretaries Limited, the Share Registrar of the Company, acted as scrutineer for the purpose of vote taking at the EGM.

By Order of the Board
Shanghai Industrial Holdings Limited
Yee Foo Hei
Company Secretary

Hong Kong, 15 June 2015

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Wang Wei, Mr. Zhou Jie, Mr. Lu Shen, Mr. Zhou Jun and Mr. Xu Bo

Independent Non-Executive Directors:

Dr. Lo Ka Shui, Prof. Woo Chia-Wei, Mr. Leung Pak To, Francis and Mr. Cheng Hoi Chuen, Vincent