

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



(Incorporated in Hong Kong with limited liability)

(Stock Code: 363)

CHANGE OF DIRECTORS

AND

CHANGE OF BOARD COMMITTEE MEMBERS

The Board announces that with effect from 28 February 2018:

- (i) Mr. Wang Wei has honorably retired as an Executive Director and the Chairman of the Company and the chairman of the Executive Committee of the Company; and
- (ii) Mr. Shen Xiao Chu has been appointed as an Executive Director and the Chairman of the Company and the chairman of the Executive Committee of the Company.

The board of directors (the “**Board**”) of Shanghai Industrial Holdings Limited (the “**Company**”) announces the following changes:

Retirement of Director and member of Board Committee

Mr. Wang Wei (“**Mr. Wang**”) has honorably retired as an Executive Director and the Chairman of the Company and the chairman of the Executive Committee of the Company with effect from 28 February 2018 as he has reached the retirement age. Mr. Wang has confirmed that he has no disagreement with the Board and there are no matters in relation to his retirement that should be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere appreciation to Mr. Wang for his invaluable contribution to the Company during his tenure.

Appointment of Director and member of Board Committee

Mr. Shen Xiao Chu (“**Mr. Shen**”) has been appointed as an Executive Director and the Chairman of the Company and the chairman of the Executive Committee of the Company with effect from 28 February 2018.

Particulars of Mr. Shen

Mr. Shen, aged 56, is currently the chairman of Shanghai Industrial Investment (Holdings) Company Limited. He graduated from Shanghai Second Medical University and Shanghai Jiaotong University respectively and holds a bachelor’s degree in medicine, a bachelor’s degree in law and an executive master of business administration, and is designated a deputy professor. Mr. Shen was a deputy officer of the Principal Office of Shanghai Second Medical University, deputy director of Shanghai Huangpu District Hygiene Bureau, hospital dean of Huangpu District Central Hospital, deputy mayor of Huangpu District, Shanghai, deputy mayor of Changning District, Shanghai, deputy officer of Shanghai Municipal Development and Reform Commission, officer of Shanghai Municipal Commission of Health and Family Planning, officer of Shanghai Municipal Development and Reform Commission and deputy secretary-general of the Shanghai Municipal Government. He has extensive experience in the leadership role in government authorities as well as in people’s livelihood, medical and urban construction and management. Mr. Shen is a member of the 15th Shanghai Municipal People’s Congress.

Save as disclosed above, Mr. Shen did not hold any directorships in any publicly listed companies in Hong Kong or overseas in the last three years preceding the date of this announcement or hold any other major appointments, and he does not hold any other positions with the Company or its subsidiaries as at the date of this announcement.

As at the date of this announcement, Mr. Shen does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company, and he does not have any interest in the shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

As at the date of this announcement, Mr. Shen has a service agreement with the Company, pursuant to which, Mr. Shen is entitled to receive a basic salary of HK\$3,257,968 per annum (subject to review by the Remuneration Committee from time to time). In addition, he may receive a discretionary bonus payment subject to the absolute discretion of the Company having regard to the operating results of the Group, prevailing market conditions and his performance. The salary is determined by reference to the factors such as the Company’s operating performance, industry benchmark and job responsibilities.

In accordance with the Articles of Association of the Company, Mr. Shen will retire and stand for re-election by shareholders at the 2018 annual general meeting (“**AGM**”) of the Company, or at the next general meeting if there is one held earlier than the 2018 AGM of the Company. Thereafter, Mr.

Shen will be subject to retirement by rotation and re-election at the AGM of the Company in accordance with the Articles of Association of the Company.

Save as disclosed above, there are no other matters concerning the appointment of Mr. Shen that need to be brought to the attention of the shareholders of the Company and there is no other information relating to the appointment of Mr. Shen that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express its warmest welcome to Mr. Shen on his appointment.

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

Hong Kong, 28 February 2018

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

Executive Directors:

Mr. Shen Xiao Chu, Mr. Zhou Jun, Mr. Xu Bo and Mr. Xu Zhan

Independent Non-Executive Directors:

Prof. Woo Chia-Wei, Mr. Leung Pak To, Francis, Mr. Cheng Hoi Chuen, Vincent and Yuen Tin Fan, Francis