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(Incorporated in Hong Kong with limited liability)

(Stock Code: 363)

ANNOUNCEMENT MADE PURSUANT TO RULE 13.51B(2) OF THE LISTING RULES

This announcement is made pursuant to Rule 13.51B(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Board of Directors (the “**Board**”) of Shanghai Industrial Holdings Limited (the “**Company**”) was notified by Mr. Cai Yu Tian (“**Mr. Cai**”), an executive director of the Company, that as he was out of town for a business trip, he did not notify the Stock Exchange and the Company of his purchases of a total of 100,000 shares in the capital of the Company on 5 May 2010 and 12 May 2010 respectively within the time prescribed under section 348(1)(a) of the Securities and Futures Ordinance. On 27 October 2011, Mr. Cai was fined HK\$4,000 by the Magistracy in relation to this and was required to pay investigation costs of HK\$19,714.

Mr. Cai has confirmed to the Company that the late filing was solely caused by his inadvertent oversight, and Mr. Cai had no intention to withhold any information from the shareholders and the public. At the court hearing, the Magistrate accepted that Mr. Cai’s late filing was due to an inadvertent oversight and accordingly imposed a fine at the lower end of the scale.

Save as disclosed above, there is no other information relating to Mr. Cai that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and Mr. Cai is not aware of any other matters that need to be brought to the attention of the shareholders of the Company.

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

Hong Kong, 31 October 2011

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

Executive Directors:

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