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上海實業城市開發集團有限公司

SHANGHAI INDUSTRIAL URBAN DEVELOPMENT GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 563)

PROPOSED ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS OF THE COMPANY

This announcement is made by Shanghai Industrial Urban Development Group Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (“**Directors**”) of the Company proposes to amend the existing bye-laws of the Company (the “**Existing Bye-laws**”) in order to, amongst others, (i) conform to the current requirements of the Listing Rules, including but not limited to the Core Shareholder Protection Standards as set out in Appendix 3 to the Listing Rules, and the applicable laws of Bermuda; and (ii) incorporate certain housekeeping amendments (the “**Proposed Amendments**”). In view of the number of the Proposed Amendments, the Board proposes to adopt the amended and restated bye-laws of the Company (the “**New Bye-laws**”) (consolidating all the Proposed Amendments) as the bye-laws of the Company in substitution for and to the exclusion of the Existing Bye-laws.

The Proposed Amendments and the proposed adoption of the New Bye-laws are subject to approval of the shareholders of the Company (the “**Shareholders**”) by way of special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”) currently scheduled to be convened on 22 May 2023.

A circular reflecting, among other matters to be tabled at the AGM, further details of the Proposed Amendments, the adoption of the New Bye-laws and the notice of the AGM will be despatched to the Shareholders on 17 April 2023 in accordance with the Listing Rules.

By order of the Board
Shanghai Industrial Urban Development Group Limited
Huang Haiping
Chairman

Hong Kong, 22 March 2023

As at the date of this announcement, the Board comprises Mr. Huang Haiping, Mr. Tang Jun, Mr. Lou Jun, and Mr. Ye Weiqi as executive Directors and Mr. Doo Wai-Hoi, William, B.B.S., J.P., Dr. Fan Ren Da, Anthony, Mr. Li Ka Fai, David, M.H. and Mr. Qiao Zhigang as independent non-executive Directors.