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上海實業控股有限公司
SHANGHAI INDUSTRIAL HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)
(Stock Code: 363)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

AND

CHANGE OF BOARD COMMITTEE MEMBERS

The Board announces that with effect from 29 August 2025:

(i) Prof. Zhang Qian has been appointed as an Independent Non-Executive Director, and a member of the Audit Committee, Remuneration Committee and Nomination Committee of the Company;

(ii) Mr. Tang, William Harry Jiasheng has been appointed as an Independent Non-Executive Director, and a member of the Audit Committee, Remuneration Committee and Nomination Committee of the Company; and

(iii) Mr. Yuen Tin Fan, Francis has been appointed as the chairman of the Remuneration Committee and Nomination Committee of the Company.

The board (the "**Board**") of directors (the "**Director(s)**") of Shanghai Industrial Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") announces the following changes:

APPOINTMENT OF PROF. ZHANG QIAN ("PROF. ZHANG")

Prof. Zhang has been appointed as an Independent Non-Executive Director of the Company with effect from 29 August 2025.

Particulars of Prof. Zhang

Prof. Zhang, aged 52, is a Tencent Professor of Engineering, the head of the Division of Integrative Systems and Design and the chair professor of the Department of Computer Science and Engineering of The Hong Kong University of Science and Technology ("**HKUST**"). She is also a director of

HKUST MOE/MSRA Information Technology Key Laboratory and Digital Life Research Center of HKUST, as well as a co-director of Huawei-HKUST Joint Laboratory. Prof. Zhang received the bachelor of science, master of science and PhD degrees from Wuhan University, all in computer science. She is a fellow of the Hong Kong Academy of Engineering and Institute of Electrical and Electronics Engineers. Prof. Zhang served as a research manager of Wireless and Networking Group, Microsoft Research Asia from 1999 to 2005 and a non-independent director of Hubei Forbon Technology Co., Ltd. from November 2019 to May 2023 (the shares of which are listed on the Shenzhen Stock Exchange with stock code: 300387). She has extensive experience in the areas of computer networking, AIoT, smart health, cybersecurity, mobile computing and wireless systems.

Prof. Zhang confirmed that she meets the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

Save as disclosed above and as at the date of this announcement, Prof. Zhang (i) has not previously held and does not hold any other positions with the Group; (ii) did not hold any other directorships in any public companies the securities of which are listed in Hong Kong or overseas in the last three years; and (iii) did not have any other major appointments and professional qualifications.

As at the date of this announcement, Prof. Zhang does not have any relationships with any other Directors, senior management or substantial or controlling shareholders of the Company, and she does not have any interests 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) ("**SFO**").

There is no service agreement entered into between Prof. Zhang and the Company. She is entitled to receive a director's fee of HK$270,000 per annum and fees for serving as a member on the respective Board Committees of the Company totalling HK$200,000 per annum. Such fees are determined by reference to the industry benchmark as reviewed by the Remuneration Committee of the Company from time to time.

According to the Articles of Association of the Company, Prof. Zhang will hold office until the annual general meeting of the Company in 2026 (the "**2026 AGM**"), or at the next general meeting (if any) held earlier than the 2026 AGM, and shall then be eligible for re-election by the Shareholders at that meeting. Thereafter, she will be subject to retirement by rotation at an annual general meeting 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 Prof. Zhang that need to be brought to the attention of the Shareholders of the Company and there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express its warmest welcome to Prof. Zhang on her appointment.

APPOINTMENT OF MR. TANG, WILLIAM HARRY JIASHENG ("MR. TANG")

Mr. Tang has been appointed as an Independent Non-Executive Director of the Company with effect from 29 August 2025.

Particulars of Mr. Tang

Mr. Tang, aged 37, is an executive director and senior manager of Su Sih Enterprises Limited, Peninsula Knitters Limited and other companies, as well as an executive director of Shanghai Tangjunyuan Education Foundation. He is also a director of Shenzhen Qingyi Photomask Limited, the A shares of which are listed on the STAR Market of Shanghai Stock Exchange (stock code: 688138) and a supervisor of Shengyi Technology Co., Ltd., the shares of which are listed on the A shares market of Shanghai Stock Exchange (stock code: 600183). He received a bachelor of arts with major in economics from Occidental College in Los Angeles, USA. He is an executive vice president of Federation of HK Jiangsu Community Organisations Limited and Wusih Residents (H.K.) Association Limited and vice president of HK Wuxi Trade Association Limited. He is also a member of the 14th Shanghai Municipal Committee of the Chinese People's Political Consultative Conference and the 15th Wuxi Municipal Committee of the Chinese People's Political Consultative Conference. He has many years' experience in enterprise management and professional investment.

Mr. Tang confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

Save as disclosed above and as at the date of this announcement, Mr. Tang (i) has not previously held and does not hold any other positions with the Group; (ii) did not hold any other directorships in any public companies the securities of which are listed in Hong Kong or overseas in the last three years; and (iii) did not have any other major appointments and professional qualifications.

As at the date of this announcement, Mr. Tang does not have any relationships with any other Directors, senior management or substantial or controlling shareholders of the Company, and he does not have any interests in the shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the SFO.

There is no service agreement entered into between Mr. Tang and the Company. He is entitled to receive a director's fee of HK$270,000 per annum and fees for serving as a member on the respective Board Committees of the Company totalling HK$200,000 per annum. Such fees are determined by reference to the industry benchmark as reviewed by the Remuneration Committee of the Company from time to time.

According to the Articles of Association of the Company, Mr. Tang will hold office until the 2026 AGM, or at the next general meeting (if any) held earlier than the 2026 AGM, and shall then be eligible for re-election by the Shareholders at that meeting. Thereafter, he will be subject to retirement by rotation at an annual general meeting 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. Tang that need to be brought to the attention of the Shareholders of the Company and there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

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

CHANGE OF BOARD COMMITTEE MEMBERS

With effect from 29 August 2025:

(1) Mr. Yuen Tin Fan, Francis has been appointed as the chairman of the Remuneration Committee and Nomination Committee of the Company;

(2) Prof. Zhang has been appointed as a member of the Audit Committee, Remuneration Committee and Nomination Committee of the Company; and

(3) Mr. Tang has been appointed as a member of the Audit Committee, Remuneration Committee and Nomination Committee of the Company.

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

Hong Kong, 29 August 2025

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

Executive Directors:
Ms. Leng Wei Qing, Mr. Zhang Qian, Mr. Yao Jia Yong and Mr. Xu You Li

Independent Non-Executive Directors:
Mr. Leung Pak To, Francis, Mr. Yuen Tin Fan, Francis, Prof. Zhang Qian and Mr. Tang, William Harry Jiasheng