

**IN THE MATTER OF THE  
COMPANIES ACT 1981  
(the “Act”)**

**AND**

**IN THE MATTER OF  
SHANGHAI INDUSTRIAL  
URBAN DEVELOPMENT  
GROUP LIMITED  
(the “Company”)**

**NOTICE OF REDUCTION  
OF SHARE PREMIUM**

NOTICE IS HEREBY GIVEN pursuant to Section 46(2)(a) of the Act that subject to the satisfaction of certain conditions, the Company proposes to reduce its share premium account in the sum of HK\$210,000,000 from an amount of HK\$10,325,453,000 to an amount of HK\$10,115,453,000 (the “Share Premium Reduction”).

It is intended that conditional upon satisfaction of certain conditions, the Share Premium Reduction will take effect on or about 28 May, 2015.

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Conyers Dill & Pearman  
Attorneys to the Company

Dated this 29th day of April, 2015