



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)

(於百慕達註冊成立之有限公司)

(Stock Code: 563)

(股份代號: 563)

24 February 2016

Dear Non-registered Holder(s), ^(Note 1)

**Shanghai Industrial Urban Development Group Limited (the “Company”):–
Notification of Publication of Circular on Major Transaction, Disposal of Interest in Green Carbon Fund (the “Current Corporate Communications”)**

The Current Corporate Communications of the Company (in English and Chinese) are available on the Company’s website at www.siud.com and the website of Hong Kong Exchanges and Clearing Limited (“HKEx”) at www.hkexnews.hk. You may access the Current Corporate Communications by clicking “Investor Relations” on the homepage of the Company’s website.

If you wish to receive the printed version(s) of the Current Corporate Communications and all future Corporate Communications^(Note 2) of the Company, please provide reasonable prior notice through: (i) completing the Request Form on the reverse side and returning it by using the pre-paid postage mailing label at the bottom of the Request Form (no stamp is needed if posted in Hong Kong), or (ii) sending an e-mail with a scanned copy of the completed Request Form to siud563-ecom@hk.tricorglobal.com. The Request Form may also be downloaded from the Company’s website at www.siud.com or the HKEx’s website at www.hkexnews.hk.

Should you have any queries relating to the above, please call the service hotline of the Hong Kong branch share registrar and transfer office of the Company at (852) 2980-1333 during business hours (9:00 a.m. to 6:00 p.m., Monday to Friday, excluding Hong Kong public holidays).

Yours faithfully,
For and on behalf of

Shanghai Industrial Urban Development Group Limited
Ji Gang
Chairman

Note 1: This Letter is addressed to Non-registered Holder(s) of the shares in the Company (“Non-registered Holder” means such person or company whose shares are held in the Central Clearing and Settlement System and who has notified the Company from time to time through Hong Kong Securities Clearing Company Limited that he/she/it wishes to receive the Corporate Communications). If you have sold or transferred your shares in the Company, please disregard this letter and the Request Form on the reverse side.

Note 2: Corporate Communications include but are not limited to (a) directors’ reports, annual accounts together with copies of the auditors’ reports and, where applicable, summary financial reports; (b) interim reports and, where applicable, summary interim reports; (c) notices of meeting; (d) listing documents; (e) circulars; and (f) proxy forms.

各位非登記持有人^(附註1)：

上海實業城市開發集團有限公司(「本公司」)：－
主要交易，出售綠碳基金之權益之通函(「是次公司通訊」)之登載通知

本公司是次公司通訊(中文及英文版)已於本公司網站www.siud.com及香港交易及結算所有限公司(「香港交易所」)網站www.hkexnews.hk登載。閣下可在本公司網站主頁按「投資者關係」瀏覽是次公司通訊。

倘閣下欲收取本公司是次公司通訊及所有日後公司通訊^(附註2)的印刷本，請透過以下方式預先發出合理通知：(i)填妥本函背面的要求表格，並使用要求表格下方的已預付郵費郵寄標籤(如在香港投寄，毋須貼上郵票)交回，或(ii)將已填妥的要求表格的掃描副本電郵至siud563-ecom@hk.tricorglobal.com。要求表格亦可於本公司網站www.siud.com或香港交易所網站www.hkexnews.hk下載。

倘閣下對上述事項有任何查詢，請於營業時間內(星期一至星期五上午9時至下午6時，香港公眾假期除外)致電本公司香港股份過戶登記分處服務熱線(852) 2980-1333。

代表
上海實業城市開發集團有限公司
主席
季崗
謹啟

附註1：本函件為致本公司非登記股份持有人(「非登記持有人」)指所持有的股份存放於中央結算及交收系統的人士或公司，透過香港中央結算有限公司不時向本公司發出通知，表示欲收取公司通訊。倘閣下已出售或轉讓所持有的本公司股份，則毋須理會本函件及背面的要求表格。

附註2：公司通訊包括但不限於：(a)董事會報告、年度賬目連同核數師報告副本及(倘適用)財務報告概要；(b)中期報告及(倘適用)中期報告概要；(c)會議通告；(d)上市文件；(e)通函；及(f)代表委任表格。

二零一六年二月二十四日