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上海集優機械股份有限公司

Shanghai Prime Machinery Company Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 02345)

SUPPLEMENTAL NOTICE OF EXTRAORDINARY GENERAL MEETING

SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “EGM”) of the members (the “Members”) of Shanghai Prime Machinery Company Limited (the “Company”) will be held, as originally scheduled, at 1:00 p.m. on Friday, 21 October 2011 at No.3 Meeting Room, Hotel Nikko Shanghai, 488 West Yan An Road, Shanghai, the People’s Republic of China, to consider and, if thought fit, pass the following resolution as an ordinary resolution in addition to the resolutions set out in the previous notice of the EGM of the Company dated 2 September 2011 (the “Notice”):

AS ORDINARY RESOLUTION:

14. To consider, approve and confirm the agreement entered into between the Company and 上海電氣(集團)總公司 (Shanghai Electric (Group) Corporation) in relation to the acquisition of 上海高強度螺栓廠有限公司 (Shanghai High Strength Bolt Factory Company Limited) and 上海緊固件和焊接材料技術研究所有限公司 (Shanghai Fastener and Welding Material Technology Research Centre Company Limited) and the transactions contemplated thereunder.

By Order of the Board
Shanghai Prime Machinery Company Limited
Li Wai Chung
Company Secretary

Shanghai, the PRC
6 October 2011

Notes:

1. A revised proxy form is enclosed with this supplemental notice of EGM. The proxy form despatched together with the circular dated 2 September 2011 is superseded by this revised proxy form.
2. Please refer to the notice dated 2 September 2011 for details of the other ordinary resolutions to be passed at the EGM, closure of register of members and eligibility for attending the EGM, proxy, reply slip, procedure for voting at the EGM and other relevant matters.
3. Shareholders who intend to appoint a proxy should complete and return the enclosed revised proxy form in accordance with the instructions printed thereon and return it not less than 24 hours before the time appointed to hold the EGM or any adjourned meeting.

As at the date of this notice, the board of the Company comprises Mr Zheng Yuanhu, Mr Zhu Weiming, Mr Hu Kang, Mr Yu Xiufeng, Ms Zhu Xi and Mr Xu Jianguo as executive Directors and Mr Chan Chun Hong (Thomas), Mr Liu Huangsong and Mr Ling Hong as independent non-executive Directors.