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上海大眾公用事業(集團)股份有限公司

Shanghai Dazhong Public Utilities (Group) Co., Ltd.

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

(Stock Code: 1635)

(1) PROPOSED RE-ELECTION AND APPOINTMENTS OF MEMBERS OF THE TENTH SESSION OF THE BOARD AND RETIREMENT AND RESIGNATION OF DIRECTORS
(2) PROPOSED RE-ELECTION AND APPOINTMENT OF MEMBERS OF THE TENTH SESSION OF THE SUPERVISORY COMMITTEE AND RETIREMENT OF SUPERVISORS
AND
(3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

e e of off ce of e n n e on of e Bo d nd e n n e on of e pe y o y Co ee e p e n Ap o / c e e e / n e conc on of e fo co n A M c e e of e ne e on of e Bo d nd e pe y o y Co ee e e ec ed

e Bo d p opo ed e en e on of e Bo d con of een D ec o / nc d n / f e e ec e D ec o / ee non e ec e D ec o nd f e ndependen non e ec e D ec o

1. PROPOSED RE-ELECTION AND APPOINTMENTS OF MEMBERS OF THE TENTH SESSION OF THE BOARD AND RETIREMENT AND RESIGNATION OF DIRECTORS

e Bo d p opo ed e e e ec on of M Y n op n / M L n e / M Y M n nd M Z n n o e ec e D ec o of e en e on of e Bo d e e e ec on M L on non e ec e D ec o of e en e on of e Bo d c e e e ec on of M Y o C o And e nd M C o

e Bo d o p opo ed e ppo n en of M Y n e o pe o of e n n e on of e pe o y Co ee n e ec e D ec o of e en e on of e Bo d e ppo n en of M C n n n nd M C e n Y p n non e ec e D ec o of e en e on of e Bo d c e ppo n en of M n o/ M n on n nd M L Z en don ndependen non e ec e D ec o of e en e on of e Bo d

M Z on n n nd M Y n c e e f o e c en po on o e ec e D ec o nd ey no ee e e.ec on e A M M C n n e e f o c en po on ndependen non e ec e D ec o / nd e po on C n of A d Co ee nd e e of e e ne on nd App Co ee nd No n on Co ee nd no ee e e.ec on e A M M Y n X e e ned f o c en po on ndependen non e ec [enD ec o [Ad e po n 6 O6 o 6 6 [f 4 6 o 6 d 46

1. PROPOSED RE-ELECTION AND APPOINTMENTS OF MEMBERS OF THE TENTH SESSION OF THE BOARD AND RETIREMENT AND RESIGNATION OF DIRECTORS

e e e of off ce of e n n e on of e Bo d e p e n Ap o / c e e e / n e conc on of e fo co n A M c e e of e ne e on of e Bo d nd pe o y Co ee e e ec ed / e Bo d p opo ed e en e on of e Bo d con of een D ec o / nc d n f e e ec e D ec o / ee non e ec e D ec o nd f e ndependen non e ec e D ec o

e Bo d p opo ed e e e ec on of M Y op n / M L n e / M Y M n nd M Z n n o e ec e D ec o of e en e on of e Bo d e e e ec on of M L on non e ec e D ec o of e en e on of

e ec e d ec o of o n C n Co L d “**Towngas**” co p ny ed on c n e oc code nce M c M C h o d d ec o p n o d e of C One of e d y e o de of e Co p ny/ n e L ed/ o y o ned d y of o n / c o y o ned y C

M C n e C n of e on on M n e en A oc on f o y 4 o y 6 And e ce c n of C n A oc on 中國城市燃氣協協

M C e n 、 n ed 、 one of e “A、 ’、 Be、 C O、 ene y e ” y

c n e oc code nce M y / n ndependen d ec o of
o den n e n on ec no o y L d 金安國紀科技股份有限 /
co p ny ed n Z c n e oc code nce Dece e 4/ n

M L 、 een n ed 、“ n O 、 nd n Non on L ye 上 海市
□秀非 師” y n L ye 、 A、oc on 上 海市 師協會 n
Dece e 4/ e “N on 、 O 、 nd n L ye □國□秀 師” y A、
C n L ye 、 A、oc on 中華□國 師協會 n 、 ne / nd “ n
Le de en 上 海市領軍人 物” y O n z on Dep en of C C n
Co ee 中 海市委組織□ nd n M c p 、 B e of 、 n
e、o ce、 nd oc 、 ec y上 海市人 力資源和 社會保 局 n 、n y
M L 、 een 、e.ec ed 、 e e of e pe d、o p ne. of n
M c p 、 eop.e’、Coh e、、o 、e 、d c y Co ee上 海市人 民代 表 會□
務 法委員會 nce Ap 、 4/ e e of n e、 c、Co ee
上 海市新聞□ 委員會 nce M y / nd peop.e 、 pe、o 人 民監督員
of n eop.e

In and Mr Yan Xet confirmed that he would remain the Company and there was no need to re-elect him at the forthcoming annual general meeting.

According to the Articles of Association and the Code, the Chairman and the executive Directors are not subject to retirement by rotation. However, pursuant to the Articles of Association and the Code, the proposed re-election of the Board members at the forthcoming annual general meeting shall be as follows:

Executive Directors	Non-executive Directors	Independent non-executive Directors
Mr Yan [illegible]	Mr Chan [illegible]	Mr [illegible]
Mr Li [illegible]	Mr Li [illegible]	Mr Yeo Chee Ande
Mr Yan Min	Mr Chen Yupin	Mr Cao Li
Mr Zhang [illegible]		Mr [illegible]
Mr Yan [illegible]		Mr Li Zendong

f o n Medc . De ce Co..e e 上 海醫療器械工 專科學校 c en y
no n n e . Medc Co..e e 上 海健康醫學 n y /
o n n c ne y M Y n C d ed f o n Ad m We
M n e en Le de Co..e e 上 海市行政管理幹 學 c en y no n
n Ad m We Co..e e 上 海行政學 n y / o n n
d m We n e en e co p.e ed e e co e n n e n on
econo y nd de nd m e en em on en f o C n No
nve y 華東師範 學

e en e on of e pe o y Co ee con of M Y n c / M Z o y n nd M Z o e e p oyee ep e en e pe o e ec ed e e p oyee con e of e Co p ny

M C o Yon q n e e f o e c en po on pe o nd no ee e e ec on e conf ed e no d ee en e Co p ny nd e e no e e n o e e e en need o e o o e en on of e o de

3. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

n n o cco n e p opo ed ppo n en of e e of e en e on of e Bo d nd c n e n e c p of e Co p ny/ e Bo d p opo e o e end en o e A c e of A oc on e d n co po on of e Bo d nd e c p

A c.e 4

Current Article 148	Proposed Amended Article 148
e Bo d of D ec o . . e co po ed of D ec o nd . . e one c n nd fo 4 ndependen d ec o One o o ce c en c n e ppo n ed	e Bo d of D ec o . . e co po ed of D ec o nd . . e one c n nd f e ndependen d ec o One ce c n c n e ppo n ed

e fo e p opo ed end en o e A c.e of A . oc on e o o e/ o e p o on n e A c.e of A . oc on e n nc n ed

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