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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)

CHANGE OF JOINT COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The board (the "Board") of directors (the "Directors") of Shanghai Dazhong Public Utilities (Group) Co., Ltd.* (the "Company") announces that Mr. Wong Yat Tung (黃日東) ("Mr. Wong") has resigned as the joint company secretary of the Company (the "Joint Company Secretary") and has ceased to act as an authorized representative of the Company under Rule 3.05 of the Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and an authorised representative of the Company for accepting service of process or notice in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (collectively, the "Authorised Representative") with effect from 31 May 2018.

Mr. Wong confirmed that he had no disagreement with the Board and there were no other matters in respect of his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

* *for identification purpose only*

Reference is made to the appointment of Ms. Zhao Fei (趙飛) ("Ms. Zhao") as one of the Joint Company Secretaries and the waiver (the "Waiver") granted to the Company by the Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Listing Rules in relation to the eligibility of Ms. Zhao to act as the Joint Company Secretary of the Company for the period from the date of listing of the Company on the Stock Exchange (i.e. 5 December 2016) to 4 December 2019 (the "Waiver Period") on the conditions that (i) Mr. Wong, who meets the requirements under Rules 3.28 and 8.17, is engaged as a Joint Company Secretary to assist Ms. Zhao in discharging her functions as a Joint Company Secretary and in gaining the relevant experience as required under Rule 3.28; (ii) if Mr. Wong ceases to provide assistance to Ms. Zhao during the Waiver Period, the Waiver will be revoked immediately; and (iii) at the end of the Waiver Period, the Company will notify the Stock Exchange to revisit the situation. The Stock Exchange expects that, after the end of the Waiver Period, the Company will be able to demonstrate that Ms. Zhao would have acquired the relevant experience within the meaning of Rule 3.28 and 8.17 of the Listing Rules.

The Board is pleased to announce that Ms. Chen Chun (陳淳) ("Ms. Chen") has been appointed as the Joint Company Secretary and Authorised Representative in replacement of Mr. Wong with effect from 31 May 2018. The Stock Exchange has granted a new waiver (the "New Waiver") to the Company from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period from the date of the appointment of Ms. Chen as the Joint Company Secretary (i.e. 31 May 2018) to 4 December 2019 (the "New Waiver Period") in relation to the eligibility of Ms. Zhao to act as the Joint Company Secretary on the conditions that (i) Ms. Zhao will be assisted by Ms. Chen during the New Waiver Period; (ii) the Company will notify the Stock Exchange after the end of the New Waiver Period for the Stock Exchange to revisit the situation. The Stock Exchange expects that after the end of the New Waiver Period, the Company will be able to demonstrate that Ms. Zhao satisfies Rule 3.28 after having had the benefit of Ms. Chen's assistance such that a further waiver will not be necessary; and (iii) the Company will announce details of this waiver, including its reasons and conditions. The New Waiver will be revoked immediately if and when Ms. Chen ceases to provide assistance to Ms. Zhao. In addition, the Stock Exchange may withdraw or change the New Waiver if the Company's situation changes.

Ms. Chen, aged 30, joined SWCS Corporate Services Group (Hong Kong) Limited (formerly known as SW Corporate Services Group Limited) in December 2013, and currently serves as a company secretarial senior officer providing support and advisory on listed companies' company secretarial work and compliance matters. Ms. Chen obtained a bachelor degree in economics from Shanghai Finance University* (上海金融學院) in July 2010. She has been an associate of The Hong Kong Institute of Chartered Secretaries and an associate of The Institute of Chartered Secretaries and Administrators since March 2016.

The Board would like to take this opportunity to express its gratitude to Mr. Wong for his contributions to the Company during his tenure of office and to extend its warm welcome to Ms. Chen on her new appointment.

By order of the Board of Directors
Shanghai Dazhong Public Utilities (Group) Co., Ltd.*
Yang Guoping
Chairman

Shanghai, the People's Republic of China
31 May 2018

As at the date of this announcement, the executive Directors are Mr. ANG Gaoping, Mr. LIANG Jiacai, Ms. Min, Mr. HANG Jianhaoan Mr. ANG Weiliao; the non-executive Directors are Mr. CHAN Ying Kin, Mr. LI Donghuan Mr. CHENG Yiyang; and the independent non-executive Directors are Mr. ANG Kaigao, Mr. AO Cho Fai Andre, Mr. CHOI Li, Mr. ANG Hongliangan Mr. LI Chengdong.

* *For identification purpose only*