LISTING RULES IMPLICATIONS

J I - 2 D B M , C C . C C I A C L . 2 0.1% 5%, , C 14A L .

INTRODUCTION

O 11 D 2018, C , J I H I , 2CGI 2EA I , C .A , , 2EA I, C , J I , H I , D 2 E 2CGI C I A .

P C , 12,000,000 (8%) . O , 8,750,000 , 3,000,000 250,000 C , J I H I , 5.83%, 2% 0.17% , . 2CGI 8,750,000 1,250,000 C J I , . 2EA I 1,750,000 250,000 J I H I , .

THE CONTRACT

C :

D : 11 D 2018

P : (1) C ( ) 8,750,000 2EI2 2 C (5.83%) 2CGI ( ) MB34,955,000.

(2) J I ( )
1,250,000 1,750,000
J I (0.83%
1.17%) 2CGI ( )
2EA I ( ),
MB11,984,000.

(3) H I ( )
250,000 H I
(0.17%) 2EA I
( ), MB998,700.

C : C MB47,938,200,

C , J I H
I MB34,955,000, MB11,984,500
MB998,700, .

2 Z A A C ., L . 31 D
2017.

A - ,
31 D 2017,
MB1,278,576,120.55
MB1,342,269,142.33,
MB63,693,021.78;

C .3(917 D (C)-31%)-440.6( )9.9( )04.9(

A

, , 31 D 2017,

MB599,228,000.00.

P : ( ) MB33,560,000 ,

5 C ;

MB14,378,200

5

.

( ):

MB24,470,000 , MB3,500,000

2CGI C J I

; MB4,890,000 , MB700,000

2EA I J I

H I .

:

MB10,485,000 , MB14,935,000 2CGI

C J I ;

MB2,101,000 , MB298,700 2EA I

J I , H I .

O : E

P C.

E C .

L : I

1

. 2 30 ,

C

.

I

1

. 2 30 ,

C

.

THE CAPITAL INJECTION AGREEMENT

C I A :

D : 11 D 2018

P : C , J I , H I , D ,

2 E 2CGI

C : P C I A ,

2CGI

MB199,740,000, MB50,000,000

,

MB149,740,000

.

,

MB200,000,000 MB150,000,000.

, 16.625%, 1.5%

1.875% C ,

J I D , .

: P

C –.

CERTAIN FINANCIAL INFORMATION ON THE TARGET

2 S 31 D 2016 31 D 2017 P C :

	As at 31 December 2016	As at 31 December 2017
	( )	( )
	1,091,383,837.51	1,298,132,212.93
	848,285,681.15	1,041,405,864.66

, IC
;
- (-).

INFORMATION ON THE TRANSFEREES

D ’
, 2CGI G . I
( ),
, C
.

D ’
, 2EA I G . I
.

INFORMATION ON THE TARGET

P C. I

INFORMATION ON DAZHONG TECHNOLOGY AND SHANGHAI ELECTRONIC VENTURE

D . D . D . 26.71% G .

D , , , , , , IC , , , , , ,

A P C , M . G (楊國平) M . L J (梁嘉瑋), D C ,

D C . 2 ,
D
C .

USE OF PROCEEDS

, C 16.625%
.

B MB34,955,000 E ,
, ,
MB10,788,750 E .

2
E G ,
G .

E
G
G .

LISTING RULES IMPLICATIONS

J I - 2 D B
M , C
C . I , M . G (楊國平) M . L J (梁嘉瑋),
D C , 2 D
B M . C C
I A C L
. 2
0.1% 5%,
,
C 14A L .

B , – , D C ,

C , I A C , I A 2 E I 2 C ., L .* (《上海電科智能系統股份有限公司增資協議》) , 11 D 2018 C , J I , H I , D , 2 E , 2CGI

C , – 2 D P (G) C ., L .* (上海大眾公用事業(集團)股份有限公司), P C 1 J 1992, A H 2 2 E 4 M 1993 (: 600635.2H) M B 2 E 5 D 2016 (: 1635)

C – 2 A E E C * (《上海市產權交易合同》) E 11 D 2018

D , – 2 D , C ., L .* (上海大眾科技有限公司), - D ,

D , – D , (G) C ., L .* (大眾交通(集團)股份有限公司), P C 6 J 1994, A (: 600611.2H) B (: 900903.2H) 2 2 E 7 A 1992

D ( )– ( ) C ,

E – C

G – C ,

H I – 2 H I C ., L .* (上海鴻捷投資有限公司), P C G

J I – 2 J I C ., L .* (上海珺祥實業有限公司), P C 2 D B M

L – G L 2 2 E

( )– L

P C– P ' C , , H K 2 A , M 2 A

MB– , P C

2CGI– 2 C G I C ., L .* (上海建工集團投資有限公司), P C G

2EA I– 2 E A I (G) C ., L .* (上海電器科學研究所(集團)有限公司), P C G

2 D B 2 D B M C ., L .* (上海大眾企業管理有限公司), M – P C 10 M 1995 C

2 E 2 E I C ., L .* (上海電科創業投資有限公司), – P C G

2 E – 2 E H K L

( )– L

– 2 E I 2 C ., L .* (上海電
科智能系統股份有限公司),
P C

– C , C I A

– 2CGI , 2EA I

– C , J I , H I

– 31 D 2017,
,

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

2 , P ' C
11 D 2018

* For identification purposes only