Shanghai Da, hong P blic U ili ie (G o) Co., L d.*

R le of P oced e of he S a egic De, elo men Commi ee

(Con ide ed and a o, ed a he 15 h mee ing of he en h e ion of he Boa d of Di ec o on 29 Ma ch 2019)

Cha e I Gene al P o, i ion

A icle 1 S a eg c De e e C ee f he b a d f d ec (he **Boa d**) f Sha gha Da h g P b c U e (G) C ., L d.* (he **Com an**) f a ed de he f C a La f he Pe e' Re b c f Ch a, he C de f C a e G e a ce f L ed C a e, he A c e f A c a f Sha gha Da h g P b c U e (G) C ., L d. (he e af e efe ed a he A c e f A c a), he R e G e g he L g f Sec e The S c E cha ge f H g K g L ed (he e af e efe ed a he L g R e), a e a he f he e e a a , ad a e eg a , de a e a e a d eg a d c e ca e f he C a ' a eg c de e e eed , e ha ce he C a ' c e c e e e , de e e he C a ' de e e a , e he e e dec - a g ce , e g he c e f c dec - a g a d e he effec e e a d a f a e e dec - a g, a d he C a a de e ed h R e f P ced e f he S a eg c De e e C ee.

A icle 2 The S a eg c De e e C ee a ec a ed g b d e ab hed b he B a d, a d a e b e f d g a d a g ec e da he C a ' g- e de e e a eg a d a .

Cha e II Com o i ion

A icle 3 The S a eg c De e e C ee ha c f h ee d ec .

A icle 4 The e be f he S a eg c De e e C ee ha be a ed b he cha a f he B a d, a a f he de e de -e ec e d ec e- h d f a d ec , a d ha be e ec ed b he B a d.

A icle 5 The S a eg c De e e C ee ha ha e a cha a , h ha be he cha a f he B a d a d be e b e f c e g he ee g a d e d g e he f he S a eg c De e e C ee.

* *For identification purpose only*

A icle 6 The e f ff ce f he e be de he S a eg c De e e C ee ha be he a e a ha f he B a d, a d a e be ha be e g b e f e-e ec e a f h e f ff ce. I he e e ha a e be f he C ee cea e ac a a d ec f he C a , h e be h de he S a eg c De e e C ee ha a e a a ca , a d he aca c ha be f ed acc da ce h he f A c e 3 5 ab e.

A icle 7 Whe e he be f e be e ha he e ed be f e be f he S a eg c De e e C ee d e he e g a e a f e be he ea , he B a d ha f he aca c e a e a e. Bef e ch, he S a eg c De e e C ee ha e a e e c g he d e ec f ed he e f ced e , a d he B a d ha e e c e ch f c a d e he eaf e.

A icle 8 The e e a d de e e de a e f he C a , h ch e b e f da a d a , a da e ab hed de he S a eg c De e e C ee. The Sec e a Off ce f he B a d ha a he S a eg c De e e C ee ga g ee g a d he . Te a g g ca be f ed b he S a eg c De e e C ee a eeded c e e ec a .

Cha e III D ie and A ho i ie

A icle 9 The a d e f he S a eg c De e e C ee c de:

(I) S d g he C a ' g- e de e e a eg a a d a g ec e da ;

(II) F g a d e g he a ed a eg c de e e a e ;

(III) Ha d g he a e de ega ed b he B a d.

A icle 10 The S a eg c De e e C ee acc ab e he B a d a d ha b a he B a d f c de a a d dec . The S a eg c De e e C ee ha de a e ea ch d c , a e a a d f a he B a d he f f e , ec e da a e f he e ea ch a d dec .

Cha e IV Wo king P oced e

A icle 11 The e e a d de e e de a e a eg g ha a e cha ge f he e a a f dec - a g f he S a eg c De e e C ee a d de he f g e e a f a :

(I) S g f ca e e a d f a c g, ca a e a , he e a c a e eed .

ageg

(II) The e e a d de e e de a e f he C a ha e e he e e ec , e a e a d b a f a a he C ee.

A icle 12 The e e a a e ed A c e 9 ha be b ed he S a eg c De e e C ee f c de a bef e be g b ed he B a d f D ec f c de a . The ee g ha be he d b he S a eg c De e e C ee he ba f a f he C a f c a de a e f d c . Re f he e e ha be b ed he he B a d a d ha be fed bac he C a a age e .

Cha e V R le of P oced e

A icle 13 S a eg c De e e C ee ha c e e a d h d ch ee g a ea ce a ea a d f a e be e e da he ee g, The ee g ha be c e ed a d e ded e b he cha a , a d f he Cha a ab e a e d he ee g, he he ha a h e a he e be c e e a d e de e he ee g. A e a d a ee g f he S a eg c De e e C ee ca be c e ed f ed b he cha a f he S a eg c De e e C ee he a f he e be f he C ee f he C a .

A icle 14 Mee g f he S a eg c De e e C ee ha be he d he e ha - h d f he e be a e e e ; eac h e be ha ha e e e; g a he ee g ha be b ba . Dec ade he ee g ha be b ec he a a b he a f a e be .

A icle 15 Me be f he S a eg c De e e C ee ha a e d he ee g e . If a e be ab e a e d he ee g f e ea , he he a e a he e be a e d he ee g g. The e f a e ha ec f he c e f a h a .

A icle 16 Me be f he S a eg c De e e C ee h fa ed a e d ee g e e he e be a e d ee g f c ec e e ha be dee ed ha e fa ed e e f he e , a d he B a d a d he d e a e be .

A icle 17 S a eg c De e e C ee ee g a be he d he f f - e ee g ff- e ee g b a f c ca . I he ca e f c ca g, e be ha g he e f he ee g a d d ca e he ag ee e , d ag ee e ab e ; h e h g b d d ca e he ag ee e , d ag ee e ab e a e dee ed a e d he ee g a d ag ee he e f he ee g.

A icle 18 The e be e f he e e a dde e e de a e f he C a a a ed S a eg c De e e C ee ee g a d e he e e a de a e a d e f he C a a e d ch ee g f ece a . B e h a e e be f he S a eg c De e e C ee ha ha e g gh he a .

A icle 19 The S a eg c De e e C ee a e gage a e ed a de fe a ad ce f dec f ece a . Re e a fee ha be a d b he C a .

A icle 20 The ced e f c e g f a S a eg c De e e C ee ee g, g e h d a d he a be a ed a ch ee g ha c h he f e e a a , eg a , he A c e f A c a a d he R e f P ced e .

A icle 21 M e ha be e f he ee g f S a eg c De e e C ee, a d he e be h a e d ch ee g ha g e e a e ; he ff ce f he ec e a f he B a d f he C a ha be e be f ee g he e .

A icle 22 A e a ed a a S a eg c De e e C ee ee g a d he g e ha be e ed he B a d f he C a e .

A icle 23 Me be a e d g ch ee g a e b ged ee a a e d c ed a ch ee g c f de a , a d ha d c e a e e a f a h a h a .

Cha e VI S lemen a P o, i ion

A icle 24 A a e c e ed b he e R e ha be e e ed acc da ce h e e a a a d eg a f he S a e, he C de f C a e G e a ce f L ed C a e , he R e G e g he L g f S c he Sha gha S c E cha ge a d he eg a d c e a d he A c e f A c a . I ca e f a c f c be ee he e e a d he ab e eg a , he ab e eg a ha e a , a d he R e f P ced e ha be a e ded ed a e a d e ed he B a d f c de a .

A icle 25 The e R e ha be a e ded a d e e ed b he B a d .

A icle 26 The e R e ha c e f ce he da e f c de a a d a a b he B a d.