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

Articles of Association

(2022)

CONTENT

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CHAPTER 1 GENERAL PROVISIONS

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2 Th h h
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4 1 1, h
h h h
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h h h
h - h .

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h h h h .

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10 h h , h
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Th h h .
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11 h ( ) h
, h h h h .

12 Th h
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h h . h
, h h
h h .

Th , h h
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13 Th h h h ( )
- h h
h h . Th h
h h .

22 Th h . h h
h . h h
h. Th - h . h
h . h . h
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23 h , h . 14,000,000 h .
, h h h T (h
) . 5,000,000 h , h h ,
, h h . h h h h h h.
(h h) .
1,000,000 h , , 57.14% h .
h h h h .

24 h . h , h . h h
2,4 67,304, 675 h . Th h . . h ,
h h . 100% h h .

25 h h - h , h
h . . h . 2, 52,434, 675 .
h , h h 2,418,7 1, 675 h h (
h) 5 , 64 ,000 h h (h).

26 h h . h - h
h h h . .
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h h 15 h h h
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27 Th h h h - h
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(2) h h h h h ,

(3) h h ,

(4) h h . h
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. h h ,

(5) . h .
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(6) h h . h
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(7) . h . h h h h
h h ( ) h 10% h
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h (7), . h , , .
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Th . h h . h

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(2) . h h h . h . h ,

(3) . h h - ,

(4) h , ,
. h h . .
. h h h ’ h .

h . h h h . h .
. h (1), (3), (5) (6) 30 h , h
. h . h . .

32 h . h h (1) (2)
30 h , h . h
h . h . h
h (3), (5) (6) 30 h
, . h ’ h
- h h .

33 h . h h . . 1
30, h h (1), h . h h
h h . , h
h (2) (4), h . h h
h h , h h (3), (5) (6), h h h
h . h h 10% h
’ . h , h
h h .

34 Th ’ h h . h h
h . h h
h h h . h
h h h h 30 h .

35 h . h , h h h
. h h
. h ’ . h
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36 h h . h h - ,
h h h h ’ . .
h . , . h h
h h ’ , h h h
h h h h
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Th h . h , ,
h . h . h h h
h h . h h .

Th h h . h h h
h . h .

h h h h . h
. h - , h . h . h h
. . h h . h , h
. h h . h
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34 h . h h h h h
h h
. , h h h
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Th . h ’ h h .
h . h h .

35 T h h . , . h h
. h . h

(1) h h . h h h . ,
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(2) h h . h h h .
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h . h

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h . h . . . h
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2. h h h , h h h h h h h , h h h h h h h

Section 3 Shares Transfer

(4) h , h h h
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(5) h h h
, h h h
h h h
, h h
h ,

45 Th h h h h h h
h

(1) h , ( ), h
h h ,

(2) h h h h h ,

(3) h h h h h h ,

(4) h h h h h h ,

(5) h h h h h
h h ,

(6) h h h h h h h .

Th h h h h h h
' h h h , h h .

46 Th , h h
h h h h
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h h - h
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Th h
h h h (.-2 81.8(Th)3 61.8 ,)3 61.8( )-1 61.8
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h .-3 2 6 h h
h h h -
h h h .

76 Th h h h .

(1) h h h ’ h h
h h (2) (ﻉ) h .

(2) h h h h ’ -
h h h h h h h h
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(ﻉ) h h h h
h h ’ h .

48 Th . h h h h . Th
h h h h
h , . h h . h h ,
h h .

h h h h h h
. h h h h h .

h h . h h
h .

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. h h h

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h h , h .
h . h , .
h .

(2) Th h h h , h h h ,
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h h h h h
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h h
h h h
h , h
h h h
h . h h
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(3) Th h h h h h h
h h h h
h h h .

(4) Th h h h
h h h , h h
h , h
h h h h h
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4 h h h
h h h h h
h h ’ , h h
h h h
, h h . .
h h h h h h h .

50 h h h h h h /h
h h h
h h .

51 h h h h h h
h /h h h h h
h h
(h) h /h h (h)
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h h h
h h h h h h
h h h .
h h h -
h h h h h
h h , h h
h h h h h
- h .

h h h - h h
h h h h
, h h h h .

(1) Th h h h
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h h h h
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(2) Th h h
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(4) h h . .
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(5) h h 0- . .
(3) (4) h ,
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. h h .

(6) h h . h
h h , h
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h . h h
h h h .

(7) h h h h
h . h h
h . Th h h h .
. h h . .

52 h h . h
h h , h
. h h h h . h h h
. . h h h (. h)
h h h h .

53 Th h
h h h h
h , h
h h .

CHAPTER 4 SHAREHOLDERS AND THE GENERAL MEETING

Section 1 Shareholders

54 Th ' h h h h h
h h h h .

h h h h h
h h h . h h h h
h h .

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(2) h h h
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h h ,

(4) h h h , h h h
h h h h h h
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, h h h .
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h h h .

55 Th h h h h
h . h h ’ ,
, . h h .
h h ’ . h h h
h h h h h . h
h h h h h h .

5 6 Th h h h h h
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(1) h . h
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(7) h h h

h h , h h /h h h ’ h ,
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h h h h h
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h h h ’ , h
h ’ .

(5) h h h h 10% h ’
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’ h h , h

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(6) h , h
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h h h h h h
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h h /h , h / h h h h
h h h .

6.4 Th h h h h h
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h /h h h
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65 , h
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h h ’ , h
h h h h h h h
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(3) (h /h h ’
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( ) h h ,
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h h h ’ h h
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66 h h , h h h
h h h

(1) h / h , h h , h h
h h h h ,

(2) h / h , h h , h h
h 30% ( ) h ’
h .

(3) h / h , h h , h 30% ( )
h h h .

(4) h / h , h h , h
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Section 2 General Provisions of the General Meeting

67 Th h h h
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h B' .

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h 12 h 10% h ' .
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72 h h , h h h %
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74 h h , h h
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Section 3 Convening of General Meeting

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82 Th h h

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101 Th h h , , h
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102 h h h
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103 Th h h h h , ,
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104 Th h h h
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Section 6 Voting and Resolutions of General Meetings

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106 Th h

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108 h h (.) h h h
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116 , h h ( )
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117 h h h ’ ,
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118 Th - h h ’ h h h
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121 h h h h h h

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123 Th h h h
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124 h h , h
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h h 66 h

(2) h h h h h h
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h h h h

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h h h h h h
h h h h h h
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(2) h h ’ h -
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, , h & .
h), h h h
h , h h
h .

CHAPTER 5 BOARD OF DIRECTORS

Section 1 Directors

135 h . h h h .

136 h . Th h h h . h , h h - . h , h h h . Th , , h h (h . h ’ h) h h h h. h h h 7 h . Th h h 7 (h h h h) h . Th h h h h h . h h h - h , h . h h h , , h h . h .

137 h , , h , h . h

(1) h h , h ,

(2) h h ,

(3) h h h h
h h h ,

(4) h h h h
h h h
h h h h
h ,

(5) h h h
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(6) h h h
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h h h
h h h h h ’
h h h ,

(7) h /h h h
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(8) h h h ,

( ) h h h h h h
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(10) h , ,
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. h h h, h
h h .

138 h , h
, h h

(1) , h h
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h h ,
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(2) h h ,

(3) h ’

(4) h h
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(6) h ,
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139 h h
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140 h . Th
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Section 2 Board of Directors

145 The B h h h
h h h ' .

14 6 The B h 1 h h
(1) h h ( ) (5) -
(h - h h h
B). (1) (2) h / h .

147 The B h

(1) h h h '
h h h ,

(2) h h h h
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( ) h ' ,

(4) h '
, ,

(5) h '
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(6) h h '
h h '
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(7) h h
h h (1) 0 h ,
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(8) , h h h h h '
, h h , h
' , ' , ' ,
h ,

( ) h ’

(10) h h ’ ,
h B’ ,
h h B’ , h

14 The [illegible] h h .
h [illegible] , h [illegible]
. h h h ' ,
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The [illegible] h h h
, h - ,

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h h ' .

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30% (30%) h h ,
h h h h h ' .
, h .
h h h h h h ' h
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150 The h - h h [illegible] h h
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[illegible] h h 2/3 h .
The h - h h
h h [illegible] .

151 The h h h [illegible] h h

(1) h h '
h [illegible] ,

(2) h h h
[illegible] ,

(3) h [illegible] h
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(4) h h ,

(5) h h
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' h h h
h , h
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(6) h h .

h h h h , h
h h h .

152 Th h h h h
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h , h h h h (h
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h h h h h),
h h h h
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15 Th h h
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(4) h ( ).
h h h
(14) h
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154 h h , h h h
422.8( )-41 04 8( )-422.8 .) 8( )

(5) h 1/2 - .

(6) h h h h h 1/10 h h
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155 h h , h h h .

156 h h h

(1) h h ,

(2) h h ,

(3) h ,

(4) h h h .

157 Th h h h
h h . h h h (1) .
h h
h h h h . h
h 147 h
h h h .

h h h , h
h h h h h .

158 Th h h

(1) h , , ,

(2) h h ,

(3) h ,

(4) h , h h .

15 Th h , h h h h , h h h h , h h h h h (4) h h ’ h h h h h h ’ .

h h , h 6

1 61 . h h h

h h (1) .

h h , h h

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1 62 Th h h h .

h h , h

1 64 Th h h

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(2) ( )
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h h ' , h h '
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Section 2 Supervisory Committee

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CHAPTER 8 QUALIFICATIONS AND OBLIGATIONS OF DIRECTORS, SUPERVISORS AND SENIOR OFFICERS OF THE COMPANY

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17 Th ’ , , h , h h , h h h h h . Th h h h

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CHAPTER 9 FINANCIAL AND ACCOUNTING SYSTEMS, PROFIT DISTRIBUTION AND AUDIT

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Section 2 Internal Audit

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Section 3 Engagement of Accountant Firm

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CHAPTER 10 NOTICE AND ANNOUNCEMENT

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Section 2 Announcement

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CHAPTER 11 MERGER, DIVISION, INCREASE AND REDUCTION OF SHARE CAPITAL, DISSOLUTION AND LIQUIDATION

Section 1 Merger, Division, and Increase and Reduction of Share Capital

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247 [illegible]

[illegible]

248 [illegible]

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CHAPTER 12 AMENDMENTS TO THE ARTICLES OF ASSOCIATION

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CHAPTER 13 SETTLEMENT OF DISPUTES

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CHAPTER 14 SUPPLEMENTARY PROVISIONS

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