

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



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)**

## ANNOUNCEMENT

### **POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING AND THE 2024 FIRST H SHARE CLASS MEETING HELD ON 18 JUNE 2024, AND AMENDMENT TO THE ARTICLES OF ASSOCIATION, THE RULES OF PROCEDURE OF THE GENERAL MEETING, THE RULES OF PROCEDURE OF THE BOARD OF DIRECTORS AND THE RULES OF PROCEDURE OF THE SUPERVISORY COMMITTEE**

The 2023 annual general meeting (the “**AGM**”) and the 2024 first H share class meeting (the “**H Share Class Meeting**”) of the Company were held on 18 June 2024. The Board is pleased to announce that all proposed resolutions as set out in the AGM Notice and Notice of H Share Class Meeting have been duly approved by the Shareholders and H Shareholders by way of poll.

Reference is made to the notice of AGM of (the “**AGM Notice**”), the notice of H Share Class Meeting (the “**Notice of H Share Class Meeting**”) and the AGM circular (the “**Circular**”) of Shanghai Dazhong Public Utilities (Group) Co., Ltd. (the “**Company**”), all dated 30 April 2024. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as ascribed thereto in the Circular.

The AGM and H Share Class Meeting were held at conference room, 3/F, Pullman Shanghai South Hotel, No.1 Pubei Road, Xuhui District, Shanghai, PRC on 18 June 2024 at 2:00 p.m. by physical meeting. The AGM and H Share Class Meeting were chaired by Mr. Yang Guoping, chairman of the Board. All Directors and Supervisors have attended the AGM and H Share Class Meeting. The AGM and H Share Class Meeting were convened and held in compliance with the relevant laws, administrative regulations and rules, regulatory documents and the Articles of Association.

## **ATTENDANCE AT THE AGM**

As at the date of the AGM, the total number of issued Shares was 2,952,434,675 Shares, of which 2,418,791,675 Shares were A Shares and 533,643,000 Shares were H Shares. Holders of such Shares were entitled to attend and vote on the proposed resolutions at the AGM. A total of 29 Shareholders or their proxies, holding an aggregate of 735,472,088 Shares, which represented approximately 24.9107% of the total number of Shares carrying voting rights, have attended the AGM. Of such 29 Shareholders, 28 were holders of A Shares, holding an aggregate of 664,510,088 Shares, which represented approximately 22.5072% of the total number of Shares carrying voting rights, while 1 was a holder of H Shares, holding an aggregate of 70,962,000 Shares, which represented approximately 2.4035% of the total number of Shares carrying voting rights.

Shanghai Gas (Group) Co., Ltd.\* (上海燃氣(集團)有限公司), the second largest Shareholder of the Company, who has interest in the transactions contemplated under the resolutions Nos. 5.05 and 5.06 in relation to the estimated ordinary related-party transactions of the Company for the year 2024, and Shanghai Dazhong Business Management Co., Ltd.\* (上海大眾企業管理有限公司), the largest Shareholder of the Company, who has interest in the transactions contemplated under the resolutions Nos. 5.09, 5.10 and 5.11 in relation to the estimated ordinary related-party transactions of the Company for the year 2024, were required and have abstained from voting on these resolutions at the AGM, and the shares held by it were not counted towards the total number of Shares entitling the Shareholders to vote in respect of such resolution. In calculating the number of Shares with voting rights of the Shareholders involved in such resolutions, the number of Shares held by connected shareholders who are related to such resolutions have been excluded. Approved by more than one-half of the voting rights held by non-connected shareholders attending the general meeting for both on-site voting and online voting. To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, save as disclosed above, no other Shareholders and their respective close associates have any material interest in the resolutions proposed at the AGM and are required to abstain from voting at the AGM. There was no Share entitling its holders attending but abstaining from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules. No Shareholder was required under the Hong Kong Listing Rules to abstain from voting on the resolutions proposed at the AGM. No Shareholder has stated his/her intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the AGM.

## **ATTENDANCE AT THE H SHARE CLASS MEETING**

As at the date of the H Share Class Meeting, the total number of issued H Shares was 533,643,000 H Shares. Holders of such H Shares were entitled to attend and vote on the proposed resolutions at the H Share Class Meeting. A total of 1 H Shareholder or their proxy, holding an aggregate of 70,081,000 H Shares, which represented approximately 13.1326% of the total number of H Shares carrying voting rights, have attended the H Share Class Meeting.

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, no H Shareholders and their respective close associates have any material interest in the resolutions proposed at the H Share Class Meeting and are required to abstain from voting at the H Share Class Meeting. There was no H Share entitling its holders attending but abstaining from voting in favour of the resolutions at the H Share Class Meeting as set out in Rule 13.40 of the Hong Kong Listing Rules. No H Shareholders was required under the Hong Kong Listing Rules to abstain from voting on the resolutions proposed at the H Share Class Meeting. No H Shareholders has stated his/her intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the H Share Class Meeting.

## POLL RESULTS OF THE AGM

The Board is pleased to announce that all proposed resolutions as set out in the AGM Notice have been duly approved by the Shareholders by way of poll. The poll results in respect of the resolutions proposed at the AGM are set out below:

### Ordinary Resolutions

1. To consider and approve the Work Report of the Board of Directors for the year 2023.

Type of Shareholders	For		Against		Abstain	
		% of total valid votes		% of total valid votes		% of total valid votes
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	663,383,738	99.8305	1,126,350	0.1695	0	0.0000
Holders of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,830,738</u>	<u>99.8467</u>	<u>1,126,350</u>	<u>0.1533</u>	<u>0</u>	<u>0.0000</u>

As no less than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.

2. To consider and approve the Work Report of the Supervisory Committee for the year 2023.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)
Holders of A Shares	663,383,738	99.8305	1,126,350	0.1695	0	0.0000
Holders of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,830,738</u>	<u>99.8467</u>	<u>1,126,350</u>	<u>0.1533</u>	<u>0</u>	<u>0.0000</u>

As no less than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.

3. To consider and approve the Final Financial Report for the year 2023 and Financial Budget Report for the year 2024 of the Company.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)
Holders of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holders of H Shares	<u>70,081,000</u>	<u>99.4805</u>	<u>0</u>	<u>0.0000</u>	<u>366,000</u>	<u>0.5195</u>
Total number of the ordinary Shares	<u>733,464,738</u>	<u>99.7969</u>	<u>1,076,350</u>	<u>0.1465</u>	<u>416,000</u>	<u>0.0566</u>

As no less than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.

4. To consider and approve the Profit Distribution Proposal of the Company for the year 2023.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)
Holders of A Shares	663,383,738	99.8305	851,350	0.1281	275,000	0.0414
Holders of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,830,738</u>	<u>99.8467</u>	<u>851,350</u>	<u>0.1159</u>	<u>275,000</u>	<u>0.0374</u>

As no less than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.

5. To consider and approve the Resolution on the Estimated Ordinary Related-Party Transactions of the Company for the year 2024:

5.01 Estimated ordinary related-party transactions of purchase of natural gas and LNG by subsidiaries of the Company, Shanghai Dazhong Gas and Nantong Dazhong Gas, etc., from Shanghai Gas.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holder of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holder of H Shares	<u>70,962,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>734,345,738</u>	<u>99.8469</u>	<u>1,076,350</u>	<u>0.1463</u>	<u>50,000</u>	<u>0.0068</u>

5.02 Estimated ordinary related-party transactions of provision of transportation and labor services by a subsidiary of the Company, Dazhong Run, to Shanghai Gas and its subsidiaries.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holder of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holder of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,830,738</u>	<u>99.8467</u>	<u>1,076,350</u>	<u>0.1465</u>	<u>50,000</u>	<u>0.0068</u>

5.03 Estimated ordinary related-party transactions of leasing of real properties and purchase of goods and services by a subsidiary of the Company, Shanghai Dazhong Gas, to Shanghai Gas and its subsidiaries.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holder of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holder of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,830,738</u>	<u>99.8467</u>	<u>1,076,350</u>	<u>0.1465</u>	<u>50,000</u>	<u>0.0068</u>

5.04 Estimated ordinary related-party transactions of sale of goods and provision of engineering construction and labor services by a subsidiary of the Company, Shanghai Dazhong Gas, to Shanghai Gas and its subsidiaries.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holders of H Shares	<u>70,081,000</u>	<u>99.4805</u>	<u>366,000</u>	<u>0.5195</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,464,738</u>	<u>99.7969</u>	<u>1,442,350</u>	<u>0.1963</u>	<u>50,000</u>	<u>0.0068</u>

5.05 Estimated ordinary related-party transactions of provision of transportation services and labor services by a subsidiary of the Company, Dazhong Run, to a shareholder of the Company, Shanghai Gas Group and its subsidiaries.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	509,551,003	99.7794	1,076,350	0.2108	50,000	0.0098
Holders of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>579,998,003</u>	<u>99.8062</u>	<u>1,076,350</u>	<u>0.1852</u>	<u>50,000</u>	<u>0.0086</u>

5.06 Estimated ordinary related-party transactions of purchase of materials and services by the Company and its subsidiaries from a shareholder of the Company, Shanghai Gas Group and its subsidiaries.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	509,551,003	99.7794	1,076,350	0.2108	50,000	0.0098
Holders of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>579,998,003</u>	<u>99.8062</u>	<u>1,076,350</u>	<u>0.1852</u>	<u>50,000</u>	<u>0.0086</u>

5.07 Estimated ordinary related-party transactions of leasing of real properties and purchase of commodities and services by the Company and its subsidiaries from an affiliate of the Company, Dazhong Transportation and its subsidiaries.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holders of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,830,738</u>	<u>99.8467</u>	<u>1,076,350</u>	<u>0.1465</u>	<u>50,000</u>	<u>0.0068</u>

5.08 Estimated ordinary related-party transactions of leasing of real properties and purchase of commodities and services by an affiliate of the Company, Dazhong Transportation and its subsidiaries from the Company.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holders of H Shares	<u>70,081,000</u>	<u>99.4805</u>	<u>366,000</u>	<u>0.5195</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,464,738</u>	<u>99.7969</u>	<u>1,442,350</u>	<u>0.1963</u>	<u>50,000</u>	<u>0.0068</u>

5.09 Estimated ordinary related-party transactions in which the Company engages Dazhong Business Management and its subsidiary to provide services such as operation, management and repair services, etc. for assets of the Company, and Dazhong Business Management and its subsidiary lease real properties from the Company, which constitute ordinary related-party transactions.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	168,239,879	99.3350	1,076,350	0.6355	50,000	0.0295
Holders of H Shares	<u>9,269,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>177,508,879</u>	<u>99.3695</u>	<u>1,076,350</u>	<u>0.6025</u>	<u>50,000</u>	<u>0.0280</u>

5.10 Estimated ordinary related-party transactions in which a subsidiary of the Company, Dazhong Factoring, conducts factoring business with a controlling shareholder of the Company, Dazhong Business Management and its subsidiaries.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	Shares	% of total valid votes	Shares	% of total valid votes	Shares	% of total valid votes
		(%)		(%)		(%)
Holders of A Shares	168,239,879	99.3350	1,076,350	0.6355	50,000	0.0295
Holders of H Shares	<u>9,269,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>177,508,879</u>	<u>99.3695</u>	<u>1,076,350</u>	<u>0.6025</u>	<u>50,000</u>	<u>0.0280</u>

5.11 Estimated ordinary related-party transactions in which a subsidiary of the Company, Dazhong Financial Leasing conducts financial leasing business with Dazhong Business Management and its subsidiaries.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	Shares	% of total valid votes	Shares	% of total valid votes	Shares	% of total valid votes
		(%)		(%)		(%)
Holders of A Shares	168,239,879	99.3350	1,076,350	0.6355	50,000	0.0295
Holders of H Shares	<u>8,903,000</u>	<u>96.0514</u>	<u>366,000</u>	<u>3.9486</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>177,142,879</u>	<u>99.1646</u>	<u>1,442,350</u>	<u>0.8074</u>	<u>50,000</u>	<u>0.0280</u>

As no less than half of the votes were cast in favour of each of the aforesaid resolutions, each of the aforesaid resolutions was duly passed as an ordinary resolution.

6. To consider and approve the Resolution on the Application for Bank Credit Facilities of the Company for the year 2024.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes	Shares	% of total valid votes	Shares	% of total valid votes
		(%)		(%)		(%)
Holders of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holders of H Shares	<u>70,081,000</u>	<u>99.4805</u>	<u>366,000</u>	<u>0.5195</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,464,738</u>	<u>99.7969</u>	<u>1,442,350</u>	<u>0.1963</u>	<u>50,000</u>	<u>0.0068</u>

As no less than half of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.



7. To consider and approve the Resolution on the Provision of Guarantee by the Company for Controlled Subsidiaries with respect to External Financing for the year 2024.

Type of Shareholders	For		Against		Abstain	
		% of total valid votes		% of total valid votes		% of total valid votes
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	655,844,908	98.6960	8,545,180	1.2859	120,000	0.0181
Holders of H Shares	<u>70,081,000</u>	<u>99.4805</u>	<u>366,000</u>	<u>0.5195</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>725,925,908</u>	<u>98.7712</u>	<u>8,911,180</u>	<u>1.2125</u>	<u>120,000</u>	<u>0.0163</u>

As no less than half of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

8. To consider and approve the Resolution on the Use of Idle Funds for Cash Management of the Company.

Type of Shareholders	For		Against		Abstain	
		% of total valid votes		% of total valid votes		% of total valid votes
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	661,267,138	99.5120	3,242,950	0.4880	0	0.0000
Holders of H Shares	<u>70,081,000</u>	<u>99.4805</u>	<u>366,000</u>	<u>0.5195</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>731,348,138</u>	<u>99.5090</u>	<u>3,608,950</u>	<u>0.4910</u>	<u>0</u>	<u>0.0000</u>

As no less than half of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

9. To consider and approve the Resolution on Revising the Rules and Regulations of Independent Non-executive Director.

Type of Shareholders	For		Against		Abstain	
		% of total valid votes		% of total valid votes		% of total valid votes
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of A Shares	654,748,090	98.5309	9,711,998	1.4616	50,000	0.0075
Holders of H Shares	<u>62,098,000</u>	<u>87.5088</u>	<u>8,864,000</u>	<u>12.4912</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>716,846,090</u>	<u>97.4675</u>	<u>18,575,998</u>	<u>2.5257</u>	<u>50,000</u>	<u>0.0068</u>

As no less than half of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

10. To consider and approve the Resolution on Formulating Remuneration Management Policy for Directors, Supervisors and Senior Executives.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)
Holders of A Shares	663,383,738	99.8305	1,126,350	0.1695	0	0.0000
Holders of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,830,738</u>	<u>99.8467</u>	<u>1,126,350</u>	<u>0.1533</u>	<u>0</u>	<u>0.0000</u>

As no less than half of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

11. To consider and approve the Resolution on Remuneration Scheme for Directors and Senior Executives.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)
Holders of A Shares	663,383,738	99.8305	1,126,350	0.1695	0	0.0000
Holders of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,830,738</u>	<u>99.8467</u>	<u>1,126,350</u>	<u>0.1533</u>	<u>0</u>	<u>0.0000</u>

As no less than half of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

12. To consider and approve the Resolution on the Re-appointment of the Domestic Audit Firm and Internal Control Audit Firm of the Company for the year 2024.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)
Holders of A Shares	663,139,938	99.7938	1,095,150	0.1648	275,000	0.0414
Holders of H Shares	<u>70,962,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>734,101,938</u>	<u>99.8137</u>	<u>1,095,150</u>	<u>0.1489</u>	<u>275,000</u>	<u>0.0374</u>

As no less than half of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

13. To consider and approve the Resolution on the Re-appointment of the Overseas Audit Firm of the Company for the year 2024.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)
Holder of A Shares	663,310,638	99.8195	924,450	0.1391	275,000	0.0414
Holder of H Shares	<u>70,962,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>734,272,638</u>	<u>99.8369</u>	<u>924,450</u>	<u>0.1257</u>	<u>275,000</u>	<u>0.0374</u>

As no less than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.

### Special Resolutions

14. To consider and approve the Resolution on Amendment to the Articles of Association and Filing and Registration of Change.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)
Holder of A Shares	654,748,090	98.5309	9,486,998	1.4277	275,000	0.0414
Holder of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>725,195,090</u>	<u>98.6718</u>	<u>9,486,998</u>	<u>1.2908</u>	<u>275,000</u>	<u>0.0374</u>

As no less than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

15. To consider and approve the Resolution on Amendment to the Rules of Procedure of the General Meeting.

Type of Shareholders	For		Against		Abstain	
	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)	Shares	% of total valid votes (%)
Holder of A Shares	654,748,090	98.5309	9,711,998	1.4616	50,000	0.0075
Holder of H Shares	<u>70,081,000</u>	<u>99.4805</u>	<u>366,000</u>	<u>0.5195</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>724,829,090</u>	<u>98.6220</u>	<u>10,077,998</u>	<u>1.3712</u>	<u>50,000</u>	<u>0.0068</u>

As no less than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

16. To consider and approve the Resolution on Amendment to the Rules of Procedure of the Board of Directors.

Type of Shareholders	For		Against		Abstain	
		<i>% of total valid votes</i>		<i>% of total valid votes</i>		<i>% of total valid votes</i>
	<i>Shares</i>	<i>(%)</i>	<i>Shares</i>	<i>(%)</i>	<i>Shares</i>	<i>(%)</i>
Holder of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holder of H Shares	<u>70,447,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>733,830,738</u>	<u>99.8467</u>	<u>1,076,350</u>	<u>0.1465</u>	<u>50,000</u>	<u>0.0068</u>

As no less than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

17. To consider and approve the Resolution on Amendment to the Rules of Procedure of the Supervisory Committee.

Type of Shareholders	For		Against		Abstain	
		<i>% of total valid votes</i>		<i>% of total valid votes</i>		<i>% of total valid votes</i>
	<i>Shares</i>	<i>(%)</i>	<i>Shares</i>	<i>(%)</i>	<i>Shares</i>	<i>(%)</i>
Holder of A Shares	663,383,738	99.8305	1,076,350	0.1620	50,000	0.0075
Holder of H Shares	<u>70,962,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>
Total number of the ordinary Shares	<u>734,345,738</u>	<u>99.8469</u>	<u>1,076,350</u>	<u>0.1463</u>	<u>50,000</u>	<u>0.0068</u>

As no less than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

*Note:*

- (1) In counting the voting results for a resolution, waived votes were not regarded as votes with voting rights and abstained votes were regarded as votes with voting rights.

**The following resolutions are related to material matters. The poll results of the voting by the Shareholders holding less than 5% of the total issued Shares are as follow:**

4. To consider and approve the Profit Distribution Proposal of the Company for the year 2023.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>851,350</u>	<u>6.4676</u>	<u>275,000</u>	<u>2.0891</u>

5. To consider and approve the resolution on the Estimated Ordinary Related-Party Transactions of the Company for the year 2024:

- 5.01 Estimated ordinary related-party transactions of purchase of natural gas and LNG by subsidiaries of the Company, Shanghai Dazhong Gas and Nantong Dazhong Gas, etc., from Shanghai Gas.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

- 5.02 Estimated ordinary related-party transactions of provision of transportation and labor services by a subsidiary of the Company, Dazhong Run to Shanghai Gas and its subsidiaries.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

- 5.03 Estimated ordinary related-party transactions of leasing of real properties and purchase of goods and services by a subsidiary of the Company, Shanghai Dazhong Gas to Shanghai Gas and its subsidiaries.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

5.04 Estimated ordinary related-party transactions of sale of goods and provision of engineering construction and labor services by a subsidiary of the Company, Shanghai Dazhong Gas to Shanghai Gas and its subsidiaries.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

5.05 Estimated ordinary related-party transactions of provision of transportation services and labor services by a subsidiary of the Company, Dazhong Run to a shareholder of the Company, Shanghai Gas Group and its subsidiaries.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

5.06 Estimated ordinary related-party transactions of purchase of materials and services by the Company and its subsidiaries from a shareholder of the Company, Shanghai Gas Group and its subsidiaries.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

5.07 Estimated ordinary related-party transactions of leasing of real properties and purchase of commodities and services by the Company and its subsidiaries from an affiliate of the Company, Dazhong Transportation, and its subsidiaries.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

- 5.08 Estimated ordinary related-party transactions of leasing of real properties and purchase of commodities and services by an affiliate of the Company, Dazhong Transportation and its subsidiaries from the Company.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

- 5.09 Estimated ordinary related-party transactions in which the Company engages Dazhong Business Management and its subsidiary to provide services such as operation, management and repair services, etc. for assets of the Company, and Dazhong Business Management and its subsidiary lease real properties from the Company, which constitute ordinary related-party transactions.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

- 5.10 Estimated ordinary related-party transactions in which a subsidiary of the Company, Dazhong Factoring, conducts factoring business with a controlling shareholder of the Company, Dazhong Business Management and its subsidiaries.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

- 5.11 Estimated ordinary related-party transactions in which a subsidiary of the Company, Dazhong Financial Leasing, conducts financial leasing business with Dazhong Business Management and its subsidiaries.

Type of Shareholders	For		Against		Abstain <sup>(1)</sup>	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

6. To consider and approve the Resolution on the Application for Bank Credit Facilities of the Company for the year 2024.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,076,350</u>	<u>8.1769</u>	<u>50,000</u>	<u>0.3798</u>

7. To consider and approve the Resolution on the Provision of Guarantee by the Company for Controlled Subsidiaries with respect to External Financing for the year 2024.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>4,498,153</u>	<u>34.1718</u>	<u>8,545,180</u>	<u>64.9165</u>	<u>120,000</u>	<u>0.9117</u>

8. To consider and approve the Resolution on the Use of Idle Funds for Cash Management of the Company.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>9,920,383</u>	<u>75.3638</u>	<u>3,242,950</u>	<u>24.6362</u>	<u>0</u>	<u>0.0000</u>

9. To consider and approve the Resolution on Revising the Rules and Regulations of Independent Non-executive Director.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>3,401,335</u>	<u>25.8395</u>	<u>9,711,998</u>	<u>73.7807</u>	<u>50,000</u>	<u>0.3798</u>



10. To consider and approve the Resolution on Formulating Remuneration Management Policy for Directors, Supervisors and Senior Executives.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,126,350</u>	<u>8.5567</u>	<u>0</u>	<u>0.0000</u>

11. To consider and approve the Resolution on Remuneration Scheme for Directors and Senior Executives.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>12,036,983</u>	<u>91.4433</u>	<u>1,126,350</u>	<u>8.5567</u>	<u>0</u>	<u>0.0000</u>

12. To consider and approve the Resolution on the Re-appointment of the Domestic Audit Firm and Internal Control Audit Firm of the Company for the year 2024.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>11,793,183</u>	<u>89.5912</u>	<u>1,095,150</u>	<u>8.3197</u>	<u>275,000</u>	<u>2.0891</u>

13. To consider and approve the Resolution on the Re-appointment of the Overseas Audit Firm of the Company for the year 2024.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of less than 5%	<u>11,963,883</u>	<u>90.8879</u>	<u>924,450</u>	<u>7.0230</u>	<u>275,000</u>	<u>2.0891</u>

Note:

- (1) In counting the voting results for a resolution, waived votes were not regarded as votes with voting rights and abstained votes were regarded as votes with voting rights.

## POLL RESULTS OF THE H SHARE CLASS MEETING

The Board is pleased to announce that all proposed resolutions as set out in the Notice of H Share Class Meeting have been duly approved by the H Shareholders by way of poll. The poll results in respect of the resolutions proposed at the H Share Class Meeting are set out below:

### Special Resolutions

1. To consider and approve the Resolution on Amendment to the Articles of Association and Filing and Registration of Change.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of H Shares	<u>70,081,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>

As no less than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

2. To consider and approve the Resolution on Amendment to the Rules of Procedure of the General Meeting.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of H Shares	<u>70,081,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>

As no less than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

3. To consider and approve the Resolution on Amendment to the Rules of Procedure of the Board of Directors.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of H Shares	<u>70,081,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>

As no less than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

4. To consider and approve the Resolution on Amendment to the Rules of Procedure of the Supervisory Committee.

Type of Shareholders	For		Against		Abstain	
	% of total valid votes		% of total valid votes		% of total valid votes	
	Shares	(%)	Shares	(%)	Shares	(%)
Holders of H Shares	<u>70,081,000</u>	<u>100.0000</u>	<u>0</u>	<u>0.0000</u>	<u>0</u>	<u>0.0000</u>

As no less than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

### SCRUTINY OF VOTE-COUNTING AND LEGAL OPINION

BDO Limited acted as the scrutineer of the AGM and H Share Class Meeting and reviewed the counting of the votes at the AGM and H Share Class Meeting. Shanghai Jin Mao Partners (上海金茂凱德律師事務所), the PRC legal adviser of the Company, attended the AGM and H Share Class Meeting and issued legal opinion that (i) the convening and holding procedures adopted for the AGM and H Share Class Meeting are in compliance with the laws, regulations and regulatory documents and the Articles of Association; (ii) the qualifications of the attendees and convener present at the AGM and H Share Class Meeting are legal and valid; and (iii) the voting procedures and poll results of the AGM and H Share Class Meeting are legal and valid.

### AMENDMENTS TO THE ARTICLES OF ASSOCIATION, THE RULES OF PROCEDURES OF THE GENERAL MEETING, THE RULES OF PROCEDURE OF THE BOARD OF DIRECTORS AND THE RULES OF PROCEDURE OF THE SUPERVISORY COMMITTEE

As each of the special resolutions in relation to the amendments to the Articles of Association, the Rules of Procedure of the General Meeting, the Rules of Procedure of the Board of Directors and the Rules of Procedure of the Supervisory Committee has been duly approved by the Shareholders and H Shareholders at the AGM and H Share Class Meeting, respectively, the above amendments shall come into effect immediately.

By Order of the Board  
**Shanghai Dazhong Public Utilities (Group) Co., Ltd.\***  
**YANG Guoping**  
*Chairman*

Shanghai, the People's Republic of China  
18 June 2024

*As at the date of this announcement, the executive Directors are Mr. YANG Guoping, Mr. LIANG Jiawei, and Mr. WANG Baoping; the non-executive Directors are Mr. JIN Yongsheng and Mr. SHI Pingyang; and the independent non-executive Directors are Mr. JIANG Guofang, Ms. LI Yingqi, Mr. LIU Feng and Mr. YANG Ping.*

*\* For identification purposes only*