H K E a a C a L a T S E a H K
L a

:

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

C A A
G A A L C (《上
公司章程引(2025修訂)》) C C
C .

D A A
A I . A
A ,
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A A A I,
A A .

A A
AG . A
, , A
A .

PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES FOR THE GENERAL MEETING

I ,
C
G C L
, C , L , C ,
A A , C .

D G
A II .
G ,
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G
A II, G
. G

AG . A , ,
G
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PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES FOR THE BOARD

I ,
C
B C L ’
C , L ’ C , A
A , C .

D B
A III .
B ,
.

B A
III, B .
B
AG . A
, ,
B .

B B
Shanghai Dazhong Public Utilities (Group) Co., Ltd.*
YANG Guoping
C a a

, ’ C
,
29 A 2025

A a a a , D a M . YANG G , M . LIANG J a a M . WANG Ba ; - D a M . JIN

Appendix I: Summary of amendments of the articles of association of Shanghai Dazhong Public Utilities (Group) Co., Ltd.

	The serial numbers of articles hereof have been adjusted due to articles added or deleted by this amendment and adjustment to the sequence of articles. These Articles of Association after amendment have also been changed as a result of changes in serial numbers of articles cited mutually among articles involved in the original Articles of Association. The term ''shareholders' general meeting'' in the original Articles of Association has been adjusted to ''general meeting'' in a unified manner; original contents related to supervisors and supervisory board were deleted, and the original functions related to supervisors and supervisory board have been assumed by the Audit Committee of the Board instead. Individual word adjustments are no longer enumerated one by one here.
Existing articles	Amended articles
Article 1 ¶ A A — C L ', C (C L "), L ', C (L "), G A A L C (G A A "), G L E H K L (H K L ") ', C (C", A A , H K A , A ¶), C , , , C .	Article 1 ¶ A A C L ', C (C L "), L ', C (L "), G A A L C (G A A "), G L E H K L (H K L ") ', C (C", A A , H K A , A ¶), C , , , , C
Article 8 ¶ C C .	Article 8 ¶ C C . ¶ C C . ¶ C 30 .

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A 9 ¶

C C .

, C

. A C

, C

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A 9 ¶ C ,

C

. ¶ C

C .

A 10

C

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C C

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A 10 C

, A A

C ,

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C

. ¶ A A

C

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A A ,

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C . A

C , C

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A 11 C

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C ,

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A A ,

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C . A

C , C

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A 11 ( )" A

A , .

B C F .

C

A 12 ( )" A

A ,

B C F

C .

A 17 ¶ C

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a a .

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A 18 ¶ C

, , *a*

a .

-3.4(2 ,) 2 ,

A 21 , C 14,000,000 . , D C ( ) 5,000,000 , C C , B C 3 , B E C ( ) 1,000,000 , , 57.14% C .	A 22 , C 14,000,000 , - - B1. , D C ( ) 5,000,000 , C C , B C , B E C ( ) 1,000,000 , , 57.14% C .
A 25 C , A A , , , : (1) B ; (2) B ; ...	A 26 C , A A , , , : (1) B ; (2) B ; ...
A 32 C (1) C . (1) C .	A 33 (1) C
A 36 C : (1) ; (2) , , , ; (3) C , ; (4) , , , A A ;	A 37 C : (1) ; (2) , , , , ; (3) C , ; (4) , , , A A ;

(5) A A ,
, ;
, ,
, ,
C
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(6)
C
C
;

(7) C
C ,
;

(8) ,
A A .

(5) A
A , ,
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, ,
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(6)
C
C
;

(7) C
C ,
;

(8) ,
A A .

A 37
A , /

	, C , C C , , . , .
.	A 40 I , C ’ B : (1) B ; (2) B ’ ; (3) C L A A ; (4) C L A A .
A 43 C C . I , / C . C C C . / . , , , , C , / / C .	D .

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2 C A
C

A 45
C ,

, C C .

A 46
C
:

(1) E
C .

(2) ;

(3) ,
C
C
;

(4) C
;

(5) , C
;

(6) C ,
C
, -
;

(7) C
- ,
, ,
;

(8) G ,
, ,
C
C ’ ;

	(9) L , , C C , A A . C C C , C C C , .
A 44 C : (1) ~~C ;~~ (2) D D ; (3) B D ; (4) ~~C ;~~ (5) ~~C ,~~ ~~;~~ (6) C , - ; (7) C , ; (8) C ; (9) , , C ; (10) A A ;	A 47 C . C : (1) D D ; (2) B D ; (3) C , - ; (4) C , ; (5) C ; (6) , , , C ; (7) A A ; (8) C , C ; (9) A 48; (10) A 49;

(11)

C ;

(12)

A 45;

(13)

A 46;

(14)

C

30%

C ;

(15)

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(16)

;

(17)

3% ( )

C ;

(18)

C (1) (2)

A 27 ;

(19)

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,

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A A .

(11)

C

30%

C ;

(12)

;

(13)

;

(14)

1%

C ;

(15)

C (1) (2)

A 28 ;

(16)

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,

,

A A .

A 51 I -

B D

. F

, B D

10

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A A .

B D

,

5 B D

. B D

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A 54 B

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-

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-

B D

. F , B D

10

,

A A .

B D

,

5 B D

. B D

,

.

A 58 C
, B D ,
C ( )
~~3~~% C ,
C .

( )
~~3%~~ C ,
( ) 10
. ( )

2
.

E ,
, ( )
.

A A
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A 59 :

A 61 C
, B D , A C
( )
1% C ,
C .

( )
1% C ,
( ) 10
. ( )

2
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,
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E ,
, ( )
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A A
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(6) . D . , ... A 64 I . A . I , ; , , 7	(6) . D . ...

A 67

C

C

A 70

A 80

:

(1) B D ~~C~~;

(2) B D ;

(3) B D ;

~~(4)~~ ~~C~~;

~~(5)~~ ~~C~~;

(6) , ,

C A A .

...

A 83

:

(1) B D ;

(2) B D ;

(3) B D ;

(4) , ,

C A A .

~~A 85~~ ~~, . A . B .~~

A 88 L D , .

A D , A

A , . G .

C C , C , C . C .

A 98 D C
C .

A C
:

(I) H 3

(II) H
, ,
;

(III) H
,
;

(I) H
,
.

( ) H
;

(I) H C C
;

(II) F
,
.

E
. C
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A 101 D C
C .

A C
:

(I) H 3

(II) H
, ,
;

(III) H
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(I) H
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;

( ) H
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;

(I) H C C
;

(II) H
;

(III) F
,
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A 100 D ,

A

A ,

C :

(1)

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C ;

(2) C ;

(3)

C ;

(4) A A

C

C

B

D ;

(5)

C A A

;

(6) 3

;

C

C ’

;

(7) / -349 2.2( )-535.5( )2.9( )-548.14C

	(10) , , A A . I D A C . I C , D .
A 101 A D , A A , C : (1) , C , C , ; (2) ; (3) C ' ; (4) C C , ; (5) C C ; (6) , , A A .	A 104 A D , A A , C C C D C : (1) , C , C , , ; (2) ; (3) C ' ; (4) C C C , ; (5) A C A C ; (6) , , A A .

A 103 D

. D

B D

. B D

2 .

I D

B D ,

D

D ,

,

A A D

.

E

, D ,

B

D .

I D

, ,

B D , D

C ,

- .

A 106 D

. D

A 106 A D C , , A A .	A 110 D C , C ; D

(8) ,
,
, -
C
G
;

(9) C ’ 3-272.5( )
;

(10)
C ’ , B
D ,
B D ,
; , ((6)5.10)
,
4.6( )6518. ( )-3.( )651812( )6726.8( )-8( )-850.4(4.6( )-012.4( )7)3
( ) CF , A
;

(11) C ’
;

(12)
A A ;

(13)
C ;

(14) ’
C ;

(15) C ’
;

(16) ,
, ,
A A .

(8) ,
,
, -
C
G
3

(9)C ’ ;

(10)
C

(8())6354.( )6729.1(8.1( )-369.4( )-465.7( )-8.5(

( )0601.(C (6)5.4(1). ’)0871.1(845.9

.

A 132 I -

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I -:

(1) I C

, ,

;

(2) A

1%

C

C ,

;

(3) A

5%

C 5

C ,

;

(4) A

C , ;

(5) A

C

;

(6) A , ,

,

C

.	A 134 A B , - C : (1) B ’ - ; (2) C , , ; (3) C - B ; (4) , , C C .
.	A 135 I - : (1) I , C ; (2) B ; (3) B ; (4) ; (5) E C ; (6) , , C C .



.	A 137 C - . B - , - . C - . I (1) I (3) 1 A 135 A 136 - . - C . - - - ; , - . - , - . I - . C - .
.	4 C B D

A 119 A C 3 - , , . C ' _____: (I) , ; (II) C ; (III) C , - ;	

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A 140 A C
. A C
. A
. A C ,
;
A C ;
.
A C
,
A C
.
B
A C :
(I) D
,
;
(II) A
C ;
(III) A C F
C ;
(I) C
.
( ) , ,
C C .

A 133 C (1) ,
,
B D .
, B D
C F
C .
~~A 100 A~~
~~A~~
~~A 101 (4) (6)~~
~~.~~

A 144 C (1)
,
B D .
, B D
C F
C .
A A
.
.

A 136
B D
:

(1) C ’ ,
, B
D B
D ;

(2) C ’
;

(3)
C ’ ;

(4) C ’ ;

(5)
C ;

(6)
B D C ’
~~C F~~;

(7)
B D ;

(8) ,
C ’
C ’ ;

(9)
,
C 10% (
10%) C ’ ,
1%
(1%) C ’ ,
-
C ,
, ,
;

A 147
B D
:

(1) C ’ ,
, B
D B
D ;

(2) C ’
;

(3)
C ;

(4)
C ’ ;

(5) C ’ ;

(6)
C ;

(7)
B D C ’
C F ;

(8)
B D ;

(9) ,
C ’
C ’ ;

(10)
,
C
10% (10%) C ’
,
1% (1%)
C ’ ,
-
C ,
,
,
;

(10) A A B D . B D . A D .	(11) A A B D . B D . A D .
A 141 C , , A A C .	A 152 C C ; . C , , A A C .
CHA E 7 E I C I EE	D
A 160 , C 10% . I C 50% C , . I C C , , C . A C , C , . C , , . I , , , , C . C .	A 157 , C 10% . I C 50% C , . I C C , , C . A C , C

A 161 C
C ’ ,
,
C ’ . H ,
C .

,
25% C
.

A 158 C
C ’ ,
,
C ’ .
C ’ ,
;
,
.

,
25%
C .

A 163 C ’
:

(I) :
C
.
C

528.7( )- ( )2. .96

9(.96)-62672 3 .3(703 4(5

(I) D - : , B D	

.	A 190 I C 2 A 158 , C . , C . , 2 A 189 , 30 . A , C 50% C ’ .
.	A 191 C L , ; C ,
.	A 192 C , ,

A 191 C :

(1) , A A ;

(2) , ;

(3) C ;

(4) C , C ;

(5) 10% C , C C ;

A 192 (1) A 191 A A , C A A . A A A -

.

A 193 C (1), (2), (4) (5) A 191 , 15 , , , .

A 194 C :

(1) , A A ;

(2) , ;

(3) C ;

(4) C , C ;

(5) 10% C , C C ;

C , C 10 .

A 195 (1) (2) A 194 A A , C A A .

A A A -

.

A 196 C (1), (2), (4) (5) A 194 , C . D C 15 .

A 197 A C

C

C

A C C

C .

A 199

C

C

A 200 A C

C

C

A C

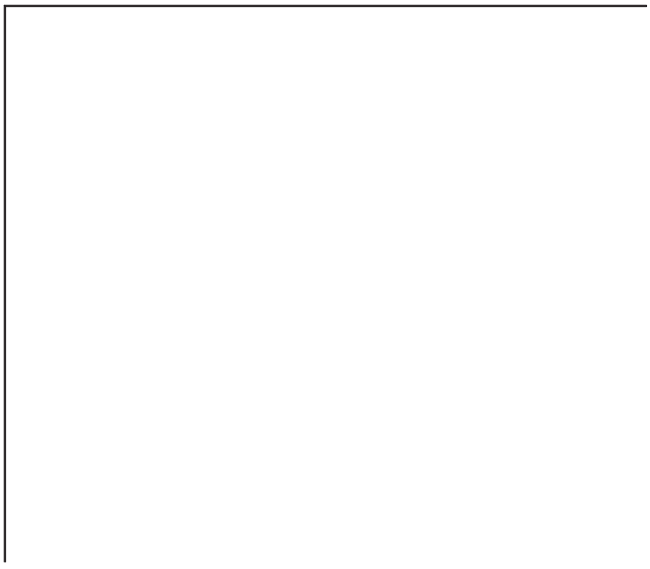
C .

A 202

C

C

C .



(7) C ’ ; (8) 98) 8)	

A 9 I -

B D

. F

, B D

10

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A A .

B D

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5 B D

. B D

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A 9 B

. -

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B D

. F

, B D

10

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A A .

B D

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5 B D

. B D

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A 16 C

A 19 : (1) , ; (2) ; (3) A (	

A 32

B D

B D .

B D

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B D (

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B

B .

B

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F ,

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I

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A 32

B D

B D .

B D

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B D (

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A C

A

C . A

C

, A

C A

C ,

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F ,

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I

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A 36

B .

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(1) ,

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(2)

D ,

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...

A 36

B .

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(1) ,

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(2)

D

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...

Appendix III: Summary of amendments to the Rules of Procedures for the Board of Directors of Shanghai Dazhong Public Utilities (Group) Co., Ltd.

	The serial numbers of articles hereof have been adjusted due to articles added or deleted by this amendment and adjustment to the sequence of articles. These rules after amendment have also been changed as a result of changes in serial numbers of articles cited mutually among articles involved in the original rules.
	The term "shareholders' general meeting" in the original rules has been adjusted to "general meeting" in a unified manner; the term "director of finance" has been adjusted to "CFO" in a unified manner; and the term "independent director" has been adjusted to "independent non-executive director" in a unified manner; Original contents related to supervisors and supervisory board were deleted, and the original functions related to supervisors and supervisory board have been assumed by the Audit Committee of the Board of Directors instead. Individual word adjustments are no longer enumerated one by one here.
Existing articles	Revised articles
A 3 B D , (1) , ; (2) (3) C , ; ~~(4) C ;~~ (5) C , ; (6) C , C , ;	A 3 B D , (1) , ; (2) (3) C , ; (4) C , ; (5) ; (6) C , C , ;

(7) C , , , C ;	(7) C , , , C ;
(8) , , - , C G ;	(8) , , - , C G ;
(9) C ’ ;	(9) C ’ ;
(10) C ’ , B D , B D , ; , , ( ) , ;	(10) C ’ , B D , B D , ; , , ( ) CF , ;
(11) C ’ ;	(11) C ’ ;
(12) A A ;	(12) A A ;
(13) C ;	(13) C ;
(14) C ;	(14) C ;
(15) C ’ ;	(15) C ’ ;
(16) , , , A A ¬ .	(16) , , , A A ¬ .
A 5 ¶ B D . A B , (B B B ,).	A 5 ¶ B D . A B , , (B B B ,).

A 20 : (1) , C B ; (2) A B3 00 C ’ 4 - B / ’ B D - ; (3) ; (4) B .	A 20 : (1) , C B ; (2) A 4 - - B3 00 5% C ’ - B / C ’ B D - - ; (3) ; (4)

A 25 A

B D

:

~~(1) C ;~~

(2) D

D ;

(3) B

D ;

~~(4) B ;~~

~~(5) C ;~~

(6) C

- ;

(7) C

;

(8) C ;

(9) , , ,

C ;

(10) A A ;

~~(11) C~~

;

(12)

A 45 A A ;

(13)

A 46 A A ;

(14)

C

30%

C ;

(15)

;

(16)

;

A 25 A

B D

:

(1) D

D ;

(2) B

D ;

(3) C

- ;

(4) C

;

(5) C ;

(6) , , ,

C ;

(7) A A ;

(8)

C

C ;

(9)

A 48 A A ;

(10)

A 49 A A ;

(11)

C

30%

C ;

(12)

;

(13)

;

(14)

1%

C ;

(15)

C (1) (2)

A 28 A A ;

(17) —3% C ; (18) C (1) (2) A 27 A A ; (19) - - B30.00 5% ; (20) , , , C ’ .	(16) - - B30.00 5% ; (17) , , , C ’ .
A 31 - , D - . B D D , D . - 1/2 . I 3 B , ...	A 31 - , D - . B D D , D . - . I 3 B , ...