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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)**

**RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND PROPOSED APPOINTMENT OF INDEPENDENT  
NON-EXECUTIVE DIRECTOR**

Reference is hereby made to the announcement (the “**Announcement**”) dated March 30, 2026 of Shanghai Dazhong Public Utilities (Group) Co., Ltd. (the “**Company**”) in relation to the proposed re-election of the directors of the Thirteenth Session of the Board (the “**Board**”) of Directors (the “**Directors**”) of the Company, including the proposed re-election of Mr. Liu Feng (“**Mr. Liu**”) as an independent non-executive Director of the Thirteenth Session of the Board. Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board announces that due to his other personal work commitments, Mr. Liu will not accept the nomination by the Board for re-election as an independent non-executive Director of the Thirteenth Session of the Board. Mr. Liu will retire from his position as an independent non-executive Director upon the expiry of the term of office of the Twelfth Session of the Board in June 2026. Mr. Liu has confirmed that he has no disagreement with the Board and there are no matters in respect of his retirement that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board wishes to express its sincere gratitude to Mr. Liu for his valuable contributions to the Company during his term of office.

The Board further announces that, after considering the latest views of the Board’s Nomination Committee (the “**Nomination Committee**”) on the proposed composition of the Thirteenth Session of the Board, the Board considered and approved, at the fifteenth meeting of the Twelfth Session of the Board, the proposed appointment of Mr. Zheng

Wei (“**Mr. Zheng**”) as an independent non-executive Director of the Thirteenth Session of the Board, which shall take effect only after being approved by the Shareholders at the 2025 Annual General Meeting.

The biographical details of Mr. Zheng are set out below:

Mr. Zheng Wei, aged 71, has been serving as an independent director of Songz AUTOMOBILE AIR Conditioning Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 002454) since May 2020. He was a professor and doctoral supervisor at East China University of Political Science and Law from September 1983 to September 2017.

Mr. Zheng obtained his Bachelor of Laws degree from East China University of Political Science and Law (formerly known as East China College of Political Science and Law) in June 1983 and his Doctor of Laws degree from the University of Passau, Germany, in September 1992. From September 1997 to December 1998, Mr. Zheng pursued advanced studies as a Fulbright Senior Visiting Scholar at Rutgers, The State University of New Jersey. Mr. Zheng possesses the qualification of Legal Profession Qualification Certificate of the People’s Republic of China.

Save as disclosed above, Mr. Zheng confirms that (1) he does not hold any office in the Company or any other member company of the Group; (2) he didn’t hold any directorship or supervisory office in any public company listed on any stock market in Hong Kong or overseas in the past three years; (3) he has no relationships whatsoever with any other directors, supervisor, senior management or major shareholders or controlling shareholder of the Company or any of its subsidiaries; and (4) he has no interests whatsoever in shares in the Company as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Further, Mr. Zheng confirms that: (i) he meets all the independence requirements set out under Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); (ii) he has not had and does not have any financial or other interest in the business of the Company or any of its subsidiaries, nor does he have any connection with any core connected person of the Company (as defined under the Listing Rules); and (iii) as at the date of this announcement, there are no other factors that would affect his independence.

When proposing the appointment of Mr. Zheng as an independent non-executive Director, the Nomination Committee endeavors to achieve diversification of the Board based on the adopted Board diversity policy adopted by the Company, taking into multiple factors, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and period of service. In assessing the time and contributions which Mr. Zheng intends to devote to the Board and his ability to discharge his duties effectively, the Nomination Committee has duly considered the time commitment required in relation to his other major external engagements, as well as factors and circumstances relevant to his character, integrity, independence and

experience. The Nomination Committee is of the opinion that Mr. Zheng's strong academic legal background and extensive professional experience will bring valuable independent views and perspectives to the Board. In particular, his educational background, professional experience and cultural background will facilitate the enhancement of the Board diversity, particularly in respect of legal and regulatory compliance. Therefore, after due consideration, the Nomination Committee has recommended to the Board the proposed appointment of Mr. Zheng as an independent non-executive Director.

The Company intends to enter into a letter of appointment with Mr. Zheng. Pursuant to the Articles of Association of the Company (as revised in 2025), the proposed term of appointment of Mr. Zheng will commence from the date when relevant resolutions are passed by Shareholders at the 2025 Annual General Meeting and expire on the expiration date of the tenure of the Thirteenth Session of the Board, for a period of three years. The Remuneration and Appraisal Committee of the Board has recommended to the Board the remuneration in respect of Mr. Zheng. If appointed, Mr. Zheng's remuneration will be RMB250,000 per annum, which is determined with reference to his roles and responsibilities with the Company, the Company's remuneration policy and prevailing market levels.

The Board confirms that, save as disclosed above, as at the date of this announcement, no other information relating to Mr. Zheng is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters in connection with the proposed appointment of Mr. Zheng as an independent non-executive Director of the Thirteenth Session of the Board that need to be brought to the attention of the Shareholders.

### **Circular**

A circular, containing, among others, further details in relation to the proposed appointment of Mr. Zheng as an independent non-executive Director of the Thirteenth Session of the Board will be published by the Company when appropriate.

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

Shanghai, the PRC  
April 29, 2026

*As of 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. Zhao Yeqing and Mr. Jin Yongsheng; and the independent non-executive Directors are Mr. Jiang Guofang, Ms. Li Yingqi, Mr. Liu Feng and Mr. Yang Ping.*

\* *For identification purpose only*