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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)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that 2025 annual general meeting ("**AGM**") of Shanghai Dazhong Public Utilities (Group) Co., Ltd (the "**Company**") will be held at Berlin Hall, 3rd Floor, Xujiahui Center Intercity Hotel, 1515 Zhongshan West Road, Xuhui District, Shanghai, the People's Republic of China on Wednesday, 17 June 2026 at 2:30 p.m. for the purposes of considering and, if thought fit, passing (with or without modifications) the following resolutions:

ORDINARY RESOLUTIONS

1. Work report of the board of directors for the year 2025;

2. Profit distribution proposal of the Company for the year 2025;

3. Resolution on the estimated ongoing ordinary related party transactions of the Company for the year 2026:

   3.01 Ordinary related-party transactions of purchase of natural gas by subsidiaries of the Company, Shanghai Dazhong Gas and Nantong Dazhong Gas, etc., from Shanghai Gas;

   3.02 Ordinary related-party transactions of purchase of goods and receipt of services and labor services by the Company and its subsidiaries from Dazhong Business Management and its subsidiaries;

   3.03 Ordinary related-party transactions of purchase of goods and receipt of services and labor services by a subsidiary of the Company, Shanghai Dazhong Gas from Shanghai Gas and its subsidiaries;

* *For identification purpose only*

3.04 Ordinary related-party transactions of sale of goods and provision of services and labor services by subsidiaries of the Company, Shanghai Dazhong Gas and Dazhong Logistics to Shanghai Gas and its subsidiaries;

3.05 Ordinary related-party transactions of sale of goods and provision of services and labor services by subsidiaries of the Company, Shanghai Dazhong Gas and Dazhong Logistics to Shanghai Gas Group and its subsidiaries;

3.06 Ordinary related-party transactions of leasing of assets by Company and its subsidiaries from Dazhong Transportation and its subsidiaries;

3.07 Ordinary related-party transactions of leasing of assets from a subsidiary of the Company, Shanghai Dazhong Gas from Shanghai Gas and its subsidiaries;

3.08 Ordinary related-party transactions in which a subsidiary of the Company conducts financial leasing and factoring business with Dazhong Business Management and its subsidiaries;

4. Resolution on the application for bank credit facilities of the Company for the year 2026;

5. Resolution on the proposal for the Company to provide guarantee for controlled subsidiaries for the year 2026;

6. Resolution on the use of idle own funds for securities investment and entrusted wealth management of the Company;

7. Resolution on proposed registration and issuance of corporate bonds and overseas bonds of the Company;

8. Resolution on the re-appointment of the domestic audit firm and internal control audit firm for the Company for the year 2026;

9. Resolution on the re-appointment of the overseas audit firm for the Company for the year 2026;

10. Resolution on Revising the Director and Officer Remuneration Management Policy of the Company;

11. Resolution on Remuneration Scheme for Directors and Officers;

12. Resolution on General Election of the Board of Directors and Election of Executive Directors and Non-executive Directors of the Thirteenth Session of the Board of Directors of the Company:

12.01 Resolution on re-election of Mr. Yang Guoping as executive director of the Company;

12.02 Resolution on re-election of Mr. Liang Jiawei as executive director of the Company;

12.03 Resolution on re-election of Mr. Wang Baoping as executive director of the Company;

12.04 Resolution on re-election of Mr. Zhao Yeqing as non-executive director of the Company;

12.05 Resolution on re-election of Mr. Jin Yongsheng as non-executive director of the Company;

13. Resolution on General Election of the Board of Directors and Election of Independent Non-executive Directors of the Thirteenth Session of the Board of Directors of the Company:

13.01 Resolution on re-election of Mr. Jiang Guofang as independent non-executive director of the Company;

13.02 Resolution on re-election of Ms. Li Yingqi as independent non-executive director of the Company;

13.03 Resolution on re-election of Mr. Yang Ping as independent non-executive director of the Company; and

13.04 Resolution on appointment of Mr. Zheng Wei as independent non-executive director of the Company.

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

Shanghai, the People's Republic of China
May 14, 2026

As at the date of this notice, the executive directors of the Company are Mr. YANG Guoping, Mr. LIANG Jiawei and Mr. WANG Baoping; the non-executive directors of the Company are Mr. ZHAO Yeqing and Mr. JIN Yongsheng; and the independent non-executive directors of the Company are Mr. JIANG Guofang, Ms. LI Yingqi, Mr. LIU Feng and Mr. YANG Ping.

Notes:

1. In order to determine the shareholders eligible to attend the AGM, the register of members of the Company for H shares will be closed from Friday, 12 June 2026 to Wednesday, 17 June 2026, both days inclusive, during which no transfer of shares will be registered. Only shareholders whose names appear on the register of members of the Company for H shares on Friday, 12 June, 2026 or their proxies or duly authorized corporate representatives are entitled to attend the AGM. In order to qualify for attending and voting at the AGM, all properly completed transfer documents accompanied with relevant share certificates for H shares must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on Thursday, 11 June, 2026.

2. All shareholders are entitled to attend the AGM. The shareholders may fill in the form of proxy of the Company to appoint one or more persons as their representatives to attend the AGM and vote at the meeting. Representatives are not required to be shareholders of the Company.

3. The appointment of a proxy must be in writing. The proxy form must be signed under the hand of the appointer or his/her attorney duly authorized in writing ("**Power of Attorney**"). Where the Power of Attorney is signed on behalf of the relevant shareholder by an attorney, such Power of Attorney or other relevant authorization documents (if any) thereof must be notarized; for a corporate shareholder, such Power of Attorney must be affixed with the common seal or signed by its director or attorney duly authorized.

4. For H shareholder(s), the proxy form shall only be valid if it is returned to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the AGM (i.e. no later than 2:30 p.m. on Tuesday, 16 June, 2026) in person or by mail. If no indication is given, the proxy will be entitled to vote or abstain as he thinks fit. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice of AGM. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM if you so wish.

5. An individual shareholder attending the AGM in person shall present his identification card or other document or certification of identification or share account card. A proxy attending the AGM on behalf of a shareholder shall present his identification card and the Power of Attorney signed by the appointer or his representative with the issue date. A corporate shareholder shall attend the AGM by its legal representative or his nominee. A legal representative attending the AGM shall present his identification card and document which can certify his capacity as a legal representative; a nominee attending the AGM on behalf of a corporate shareholder shall present his identification card and the letter of attorney signed by the legal representative of the corporate shareholder.

6. The AGM (or any adjournment thereof) is expected to last no more than one day. Shareholders or their proxies who attend the AGM (or any adjournment thereof) shall bear their own travelling, meal and accommodation expenses.

7. The date of registration for H shareholder(s) who are entitled to attend the AGM is Friday, 12 June, 2026.

8. The contact person for matters relating to the AGM of the Company:

   Cao Jing
   Tel: (86) 21 6428 0679
   Fax: (86) 21 6428 8727

   The address of the Company's H share registrar Computershare Hong Kong Investor Services Limited is:

   Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
   Tel: (852) 2862 8555
   Fax: (852) 2865 0990

9. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, the chairman of the AGM will ask to vote on all resolutions proposed at the AGM by way of registered poll in accordance with the Article 92 of the articles of association of the Company.

10. Resolutions to small and medium shareholders for separate counting: 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12 and 13.

11. Resolutions involving related Shareholders who shall abstain from voting are: 3.02, 3.05, and 3.08. Names of related Shareholders who shall abstain from voting are Shanghai Dazhong Business Management Co., Ltd and Shanghai Gas (Group) Co., Ltd.

12. Unless otherwise indicated, capitalized terms used herein shall have the same meanings as defined in the circular of the Company published on 14 May 2026.