



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)

PROXY FORM FOR 2024 FIRST H SHARE CLASS MEETING

I/We^(note 1) _____
of^(note 2) _____
being holders(s) of _____ H shares^(note 3) in Shanghai Dazhong Public Utilities (Group) Co., Ltd.
(the "Company"), as shareholder(s) of the Company, hereby appoint^(note 4) the chairman of the meeting or _____
(of _____)
as my/our proxy to attend and act for me/us at the 2024 first H share class meeting of the Company or any adjourned
meeting(s) (the "H Share Class Meeting") thereof to be held at conference room 3/F, Pullman Shanghai South Hotel, No.1
Pubei Road, Xuhui District, Shanghai, PRC on Tuesday, 18 June 2024 at immediately following the conclusion of the 2023
AGM and to vote for me/us on my/our behalf at such meeting in respect of the resolutions set out in the notice of the H Share
Class Meeting, or if no such indication is given, as my/our proxy thinks fit. Unless otherwise indicated, capitalized terms used
herein shall have the same meanings as those defined in the circular of the Company to be dispatched on 30 April 2024.

SPECIAL RESOLUTIONS ^(note 5)		FOR ^(note 6)	AGAINST ^(note 6)	ABSTAIN ^(note 6)
1.	Resolution on Amendment to the Articles of Association and Filing and Registration of Change			
2.	Resolution on Amendment to the Rules of Procedure of the General Meeting			
3.	Resolution on Amendment to the Rules of Procedure of the Board of Directors			
4.	Resolution on Amendment to the Rules of Procedure of the Supervisory Committee			

Date : _____ 2024 Signature^(note 7): _____

Notes:

- Please insert your full name(s) (Chinese and English) as recorded in the shareholder register of the Company in **BLOCK CAPITALS**.
- Please insert your address as recorded in the shareholder register of the Company in **BLOCK CAPITALS**.
- Please write out the number of shares under your name corresponding to the proxy form. If the number is not specified in the proxy form, it shall be regarded that this proxy form represents all Company shares registered under your name.
- If a proxy other than the chairman of the meeting is preferred, please cross out the words "the chairman of the meeting or" and insert the full name(s) and address(es) of the proxy(ies) desired in the space provided. Any shareholder entitled to attend and vote is entitled to appoint one or more persons (whether such person is a shareholder of the Company or not) as his/her proxy(ies) to attend and vote on his/her behalf. In the case of joint shareholders, any shareholder may sign the proxy form(s). The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the share register of members in respect of the joint shareholding.
- A special resolution shall be passed by votes representing at least 2/3 of the voting rights held by the shareholders (including proxies thereof) attending the AGM.
- Important: if you wish to vote for a resolution, please tick the appropriate box marked "for" or insert the number of h shares held by you. If you wish to vote against a resolution, tick the box marked "against" or insert the number of h shares held by you. If you wish to abstain from voting on any resolution, tick the box marked "abstain" or insert the number of h shares held by you. The votes abstained will be counted towards the total vote count. If no indication is given, the proxy will be entitled to vote or abstain as he thinks fit. Any alteration of this proxy form must be initiated by the person who signs this proxy form.**
- The appointment of a proxy must be in writing by using this form. This 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.
- For H shareholder(s), this 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 H Share Class Meeting (being Monday, 17 June 2024 at 2:00 p.m.) 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 H Share Class Meeting other than those referred to in the notice of H Share Class Meeting. Completion and delivery of this proxy form will not preclude you from attending and voting at the H Share Class Meeting if you so wish.
- An individual shareholder attending the H Share Class Meeting in person shall present his identification card or other document or certification of identification or share account card. A proxy attending the H Share Class Meeting 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 H Share Class Meeting by its legal representative or his nominee. A legal representative attending the H Share Class Meeting shall present his identification card and document which can certify his capacity as a legal representative. A nominee attending the H Share Class Meeting shall present his identification card and the letter of attorney signed by the legal representative.

* For identification purposes only