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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)**

**INSIDE INFORMATION  
SUBMISSION OF NON-BINDING OFFER  
FOR ACQUISITION OF SHARES IN A PUBLIC UTILITY COMPANY**

This announcement is made pursuant to the Inside Information Provisions as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) and Rule 13.09(2) of the Listing Rules.

The board of directors (the “**Board**”) of Shanghai Dazhong Public Utilities (Group) Co., Ltd.\* (the “**Company**”) wishes to inform the shareholders and potential investors of the Company that on 22 June 2017 the Company has submitted a non-binding offer in a bid process for the acquisition of shares in a utility company based in Europe (the “**Target Company**”) (the “**Proposed Transaction**”). The Company subsequently received an email on 30 June 2017 informing the Company that it has been selected for the next round bidding process of the Proposed Transaction.

The Company will further conduct due diligence on the Target Company. Further announcement(s) will be made by the Company as and when appropriate in compliance with the Listing Rules.

**The Proposed Transaction is subject to a bid process, the outcome of which is uncertain. The terms of the Proposed Transaction are still yet to be agreed between the parties and therefore, the Proposed Transaction may or may not eventually materialize. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

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

Shanghai, the People's Republic of China  
3 July 2017

*As at the date of this announcement, the Board of Directors comprises Mr. YANG Guoping, Mr. LIANG Jiawei, Ms. YU Min, Mr. ZHUANG Jianhao and Mr. YANG Weibiao as executive Directors; Mr. CHAN Wing Kin, Mr. LI Songhua and Mr. CHEUNG Yip Sang as non-executive Directors; and Mr. WANG Kaiguo, Mr. YAO Cho Fai Andrew, Mr. CHOW Siu Lui, Mr. WANG Hongxiang and Mr. LIU Zhengdong as independent non-executive Directors.*

\* *For identification purpose only*