



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 2018 ANNUAL GENERAL MEETING

I/We ^(note 1) _____ of ^(note 2) _____

being holder(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 2018 annual general meeting of the Company or any adjourned meeting(s) (the "AGM") thereof to be held at 3/F, Dazhong Building, 1515 Zhongshan West Road, Shanghai, People's Republic of China on Wednesday, 12 June 2019 at 2:00 p.m. 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 AGM, 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 25 April 2019.

ORDINARY RESOLUTIONS ^(note 5)		FOR ^(note 6)	AGAINST ^(note 6)	ABSTAIN ^(note 6)
1.	Work report of the board of directors of the Company for the year 2018			
2.	Work report of the board of supervisors of the Company for the year 2018			
3.	Final financial report for the year 2018 and the financial budget report for the year 2019			
4.	Profit distribution proposal for the year 2018			
5.	Resolution on the estimated ongoing ordinary related party transactions of the Company for the year 2019			
6.	Resolution on the application of bank credit facilities of the Company and its subsidiaries			
7.	Resolution on the proposal of the provision of guarantee for controlled subsidiaries with respect to their external financing			
8.	Resolution on the proposal for the Company and its subsidiaries to use idle funds for entrusted financing for the year 2019			
9.	Resolution on the re-appointment of the domestic audit firm and internal control audit firm for the Company for the year 2019			
10.	Resolution on the re-appointment of the overseas audit firm for the Company for the year 2019			
11.	Resolution on the proposed registration and issuance of super short-term commercial papers and short-term commercial papers			
12.	Resolution on the proposed registration and issuance of mid-term notes			
13.	Resolution on the proposed change in use of proceeds			
SPECIAL RESOLUTION ^(note 5)		FOR ^(note 6)	AGAINST ^(note 6)	ABSTAIN ^(note 6)
14.	Resolution on the amendments on the articles of association of the Company and the change on industrial and commercial registration			

Date: _____ 2019

Signature ^(note 7) _____

Notes:

1. Please insert your full name(s) (Chinese and English) as recorded in the share register of the Company in **BLOCK CAPITALS**.
2. Please insert your address as recorded in the share register of the Company in **BLOCK CAPITALS**.
3. 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 rega