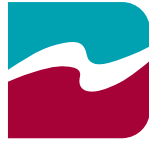


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上海大眾公用事業（集團）股份有限公司
Shanghai Dazhong Public Utilities (Group) Co., Ltd.*

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1635)

ANNOUNCEMENT

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 14 JULY 2017**

The EGM of the Company was held on 14 July 2017. The Board is pleased to announce that all proposed resolutions as set out in the Notice have been duly approved by the Shareholders by way of poll.

Reference is made to the notice (the “**Notice**”) of extraordinary general meeting (“**EGM**”) of Shanghai Dazhong Public Utilities (Group) Co., Ltd.* (the “**Company**”)

Shares, which represented approximately 22.47% of the total number of Shares carrying voting rights, while 1 was a holder of H Shares, holding an aggregate of 31,544,000 Shares, which represented approximately 1.07% of the total number of Shares carrying voting rights.

17 holders of A Shares have attended the EGM through the online voting system of Shanghai Stock Exchange, representing 10,474,948 Shares or approximately 0.35% of the total number of Shares carrying voting rights. To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, no Shareholder and their respective close associates has any material interests in the resolutions proposed at the EGM and is required to abstain from voting at the EGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”). No Shareholder was required under the Hong Kong Listing Rules to abstain from voting on the resolutions proposed at the EGM. No Shareholder has stated his/her intention in the Notice to vote against or to abstain from voting on the resolutions proposed at the EGM.

RESULTS OF THE EGM

The Board is pleased to announce that all proposed resolutions as set out in the Notice have been duly approved by the Shareholders by way of poll. The poll results in respect of the resolutions proposed at the EGM are set out below:

Special Resolutions

1. To consider and approve the proposal on the non-public issue of the convertible corporate bonds

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of</i>	<i>of</i>	<i>Number of</i>	<i>of</i>	<i>Number of</i>	<i>of</i>
	<i>Shares</i>	<i>Shares</i>	<i>Shares</i>	<i>Shares</i>	<i>Shares</i>	<i>Shares</i>
	<i>Percentage</i>	<i>Percentage</i>	<i>Percentage</i>	<i>Percentage</i>	<i>Percentage</i>	<i>Percentage</i>
HOLDERS OF A SHARES	657,301,187	99.0695	6,168,123	0.9297	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holders of less than 5%	<u>4,791,505</u>	<u>43.6987</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>5,239</u>	<u>0.0478</u>
Total Number of the Ordinary Shares:	<u>688,845,187</u>	<u>99.1118</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>5,239</u>	<u>0.0007</u>

1.2. Type of bonds to be issued

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

1.3. Issue method and size

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,170,223	0.9300	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,170,223</u>	<u>56.2727</u>	<u>5,239</u>	<u>0.0477</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,170,223</u>	<u>0.8878</u>	<u>5,239</u>	<u>0.0007</u>

1.4. Par value and issue price

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,170,223	0.9300	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,170,223</u>	<u>56.2727</u>	<u>5,239</u>	<u>0.0477</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,170,223</u>	<u>0.8878</u>	<u>5,239</u>	<u>0.0007</u>

1.5. Issue target and arrangement on placement to the Shareholders of the Company

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,170,223	0.9300	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,170,223</u>	<u>56.2727</u>	<u>5,239</u>	<u>0.0477</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,170,223</u>	<u>0.8878</u>	<u>5,239</u>	<u>0.0007</u>

1.6. Term and type of bonds

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>

HOLDERS OF A

1.8. Initial conversion price

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,170,223	0.9300	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,170,223</u>	<u>56.2727</u>	<u>5,239</u>	<u>0.0477</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,170,223</u>	<u>0.8878</u>	<u>5,239</u>	<u>0.0007</u>

1.9. Security measures

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

1.10. Use of proceeds and special account for raising funds

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>

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_____	_____	_____	_____	_____	_____
=====	=====	=====	=====	=====	=====

_____	_____	_____	_____	_____	_____
=====	=====	=====	=====	=====	=====

1.12. Listing and transfer arrangement of bonds

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,170,223	0.9300	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,170,223</u>	<u>56.2727</u>	<u>5,239</u>	<u>0.0477</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,170,223</u>	<u>0.8878</u>	<u>5,239</u>	<u>0.0007</u>

1.13. Underwriting method

Voting results:

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

1.14. Other matters

Type of Shareholders

For

AGAINST

ABSTAIN

*% of
total
valid*

*% of
t
shr*

*Number of
shares*

*voting
shares*

*Number of
shares*

1.16. Authorization

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,170,223	0.9300	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holders of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,170,223</u>	<u>56.2727</u>	<u>5,239</u>	<u>0.0477</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,170,223</u>	<u>0.8878</u>	<u>5,239</u>	<u>0.0007</u>

As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

2. *To consider and approve the proposal on the issuance of onshore and offshore debt financing instruments*

2.1. *Fulfilment of the conditions for the issuance of onshore and offshore debt financing instruments*

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,170,223	0.9300	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holders of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,170,223</u>	<u>56.2727</u>	<u>5,239</u>	<u>0.0477</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,170,223</u>	<u>0.8878</u>	<u>5,239</u>	<u>0.0007</u>

2.2. Type of onshore and offshore debt financing instruments to be issued

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,170,223	0.9300	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,170,223</u>	<u>56.2727</u>	<u>5,239</u>	<u>0.0477</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,170,223</u>	<u>0.8878</u>	<u>5,239</u>	<u>0.0007</u>

2.3. Issue Method and size

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

2.4. Par value and issue price

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,170,223	0.9300	5,239	0.0008
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,170,223</u>	<u>56.2727</u>	<u>5,239</u>	<u>0.0477</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,170,223</u>	<u>0.8878</u>	<u>5,239</u>	<u>0.0007</u>

2.5. Issue target and arrangement on placement to the Shareholders of the Company

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

2.6. Term and type of bonds

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holders of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

2.7. Coupon rate

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holders of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

2.8. Security measures

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
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HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

2.9. Use of proceeds

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

2.10. Listing Arrangements for bonds

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

2.11. Validity Period of resolution

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holder of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
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2.12. Authorization

Type of Shareholders	For		AGAINST		ABSTAIN	
	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>	<i>Number of shares</i>	<i>% of total valid voting shares</i>
HOLDERS OF A SHARES	657,299,087	99.0692	6,168,123	0.9297	7,339	0.0011
HOLDERS OF H SHARES	31,544,000	100.0000	0	0.0000	0	0.0000
Holders of less than 5%	<u>4,789,405</u>	<u>43.6796</u>	<u>6,168,123</u>	<u>56.2535</u>	<u>7,339</u>	<u>0.0669</u>
Total Number of the Ordinary Shares:	<u>688,843,087</u>	<u>99.1115</u>	<u>6,168,123</u>	<u>0.8875</u>	<u>7,339</u>	<u>0.0010</u>

As more than two-thirds of the votes were cast in favor of these resolutions, the resolutions were duly passed as special resolutions.

SCRUTINY OF VOTE-COUNTING AND LEGAL OPINION

BDO Limited acted as the scrutineer of the EGM and reviewed the counting of the votes at the EGM. Jin Mao PRC Lawyers (金茂凱德律師事務所), the PRC legal adviser of the Company attended the EGM and issued legal opinion that (i) the convening and holding procedures adopted for the EGM are in compliance with the relevant laws, administrative regulations and regulatory documents such as the Company Law, Securities Law and Rules of Procedures of General Meetings for Listed Companies, and the Articles of Association; (ii) the qualifications of the attendees and convener present at the EGM are legal and valid; and (iii) the voting procedures and poll results of the EGM are legal and valid.

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

Shanghai, the People's Republic of China
 17 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