



瀋陽公用發展股份有限公司
Shenyang Public Utility Holdings Company Limited
(a joint stock limited company incorporated in the People's Republic of China)
(Stock code: 747)

PROXY FORM FOR THE CLASS MEETING FOR HOLDERS OF H SHARES
TO BE HELD ON TUESDAY, 30 JANUARY 2024
(or at any adjournment thereof)

I/We, _____
of _____ (Note 1)
being the registered holder of _____ H Shares (Note 2) in Shenyang Public Utility Holdings Company Limited
(the “Company”), HEREBY APPOINT (Note 3) the chairman of the class meeting for holders of H Shares or _____
of _____
as my/our proxy to attend and act for me/us at the class meeting for holders of H Shares of the Company (the “**H Shareholders Class Meeting**”) to be held at 2606A, Jinzhonghuan Main Business Building, No. 3037 Jintian Road, Futian, Shenzhen, the PRC on Tuesday, 30 January 2024 at 10:30 a.m. (or immediately after the conclusion of Domestic Shareholders Class Meeting or any adjournment thereof to be held at 10:00 a.m. on the same day), and to vote on my/our behalf as directed below.

SPECIAL RESOLUTIONS (Note 4)		For (Note 5)	Against (Note 5)
1.	To consider and approve the Proposed Amendments to the existing Articles of Association of the Company.		
2.	To consider and approve the Proposed Amendments to the existing Rules of Procedures for General Meetings of the Company.		
3.	To consider and approve the Proposed Amendments to the existing Rules of Procedures of the Board of Directors of the Company.		
4.	To consider and approve the Proposed Amendments to the existing Rules of Procedures of the Supervisory Committee of the Company.		

Dated this _____ date of _____ 2024 Signature(s) (Note 6) _____

Notes:

- Full name(s) (in Chinese and English) and address(es) (as shown in the register of Members) are to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Shares in the Company registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares in the capital of the Company registered in your name(s).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE H SHAREHOLDERS CLASS MEETING WILL ACT AS YOUR PROXY.**
- The full text of these resolutions is set out in the notice of the H Shareholders Class Meeting which is sent to the shareholders of the Company together with this form of proxy.
- If you wish to vote for any of the resolutions set out above, please tick (“✓”) in the boxes marked “**FOR**”. If you wish to vote against any of the resolutions, please tick (“✓”) in the boxes marked “**AGAINST**”. If this form of proxy returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those set out in the notice of the H Shareholders Class Meeting.
- This form of proxy must be signed by a shareholder, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney to it. All powers of attorney referred to in this note must be notarially certified.
- In the case of a joint holding, this form of proxy may be signed by any one joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, then the joint holder whose name stands first on the register of Members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- As regards to the H shareholders, in order to be valid, this form of proxy, together with any power of attorney or other authority (if any), under which it is signed or a notarially certified copy of such power or authority, must be deposited with the Company's H Share Registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the H Shareholders Class Meeting or any adjournment thereof.
- A proxy attending the H Shareholders Class Meeting on behalf of a shareholder must present this form of proxy, duly completed and signed, and the proxy's proof of identification.
- This form of proxy is in duplicate, one of which should be lodged in accordance with the instruction under note 8 and the other shall be presented at the H Shareholders Class Meeting in accordance with the instruction under note 9.
- Any alteration made to this form of proxy should be initialed by the person who signs the form of proxy.
- Unless the context requires otherwise, terms defined in the notice of the H Shareholders Class Meeting shall bear the same meanings when used in this form of proxy.