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## SHANGHAI ELECTRIC GROUP COMPANY LIMITED

上海電氣集團股份有限公司

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

**(Stock Code: 02727)**

### POLL VOTING RESULTS OF THE ANNUAL GENERAL MEETING

**HELD ON 28 JUNE 2024**

The board of directors (the “**Board**”) of Shanghai Electric Group Company Limited (the “**Company**”) is pleased to announce that the 2023 annual general meeting (the “**AGM**”) of the Company was duly convened on 28 June 2024 and all resolutions proposed at the AGM were duly passed by the Shareholders of the Company by way of poll.

Reference is made to the circular of the Company dated 29 May 2024 (the “**Circular**”), which sets out all the resolutions to be considered by the Shareholders of the Company. Unless otherwise indicated, the capitalized terms used in this announcement shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that the AGM was held at Reporting Hall, 2/F, Block A, No. 212, Qinjiang Road, Shanghai, the PRC at 2:00 p.m. on Friday, 28 June 2024. As the chairman of the Company was unable to attend the AGM due to business arrangements, Mr. ZHU Zhaokai, the executive Director of the Company, chaired and presided over the AGM. The above arrangement complies with the provisions of the Company Law and the Articles of Association. In accordance with relevant laws and regulations, the Shareholders of the Company were entitled to attend the AGM and vote in person, by proxy, or via network for the relevant resolutions (the way of voting online is for holders of A Shares only). The time of network voting for the resolutions proposed at the AGM for holders of A Shares on 28 June 2024 was set out in the notice of the AGM to holders of A Shares published by the Company on the website of the Shanghai Stock Exchange separately.

Poll voting for all resolution of the AGM was taken in accordance with Rule 13.39(4) of the Listing Rules and the Articles of Association of the Company. The Shareholder representatives, the supervisor of the Company, the PRC legal advisor of the Company and the authorised representative of Computershare Hong Kong Investor Services Limited, acted as the joint scrutineers for vote-taking at the AGM. Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, performed the calculation to obtain the poll voting results with respect to the H Shares.

Five out of the seven Directors of the Company attended the AGM (namely Mr. ZHU Zhaokai (executive Director of the Company), Ms. LU Wen (non-executive Director of the Company), and Dr. XI Juntong, Dr. XU Jianxin and Dr. LIU Yunhong (independent non-executive Directors of the Company)); and all the three Supervisors of the Company attended the AGM (namely Mr. CAI Xiaoqing (chairman of the supervisory committee of the Company), Mr. Han Quanzhi (supervisor of the Company), and Mr. YUAN Shengzhou (employee supervisor of the Company)). Dr. WU Lei (chairman and executive Director of the Company) and Mr. SHAO Jun (non-executive Director of the Company) have not attended the AGM due to other business arrangements. Mr. ZHOU Zhiyan, the secretary to the Board of the Company, attended the AGM, and some other senior executives of the Company

attended the AGM as non-voting delegates.

Grandall Law Firm (Shanghai) confirmed that the convening and holding procedures of the AGM conformed to the laws, administrative regulations, the Rules for the Shareholders' Meetings of Listed Companies as well as the Articles of Association. Qualifications of personnel attending the AGM and the personnel convening the AGM were legal and valid. The poll voting procedures and poll voting results of the AGM were legal and valid.

The Board is pleased to announce that the resolutions proposed at the AGM was duly passed.

## POLL VOTING RESULTS OF THE AGM

The total number of shares entitling the Shareholders to attend the AGM is 15,579,809,092 Shares (including 12,655,327,092 A Shares and 2,924,482,000 H Shares), being the total number of shares entitling the Shareholders to vote on the resolutions proposed at the AGM. The Shareholders, holding in aggregate 9,149,718,406 Shares, representing approximately 58.7280% of the total number of shares carrying the voting rights on the resolutions, attended the AGM and voted in respect of the resolutions proposed at the AGM in person, by proxy or via network.

No Shareholder was required to abstain from voting on any resolution proposed at the AGM under the Listing Rules. No Shareholder who was entitled to attend had to abstain from voting in favour of any resolution at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholders indicated their intention in the Circular to vote against or abstain from voting in respect of any resolution proposed at the AGM.

None of the Shareholders has a material interest in any resolution proposed at the AGM and thus is required to abstain from voting at the AGM on the resolutions. None of the Directors has a material interest in any resolution proposed at the AGM.

Please refer to the Circulars for full text of the resolutions. The poll results in respect of the resolutions at the AGM are as follows:

ORDINARY RESOLUTIONS		For		Against		Abstain	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
1	To consider and approve the annual report of the Company for the year ended 31 December 2023.	9,144,134,653	99.9390	3,670,753	0.0401	1,913,000	0.0209
As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.							
2	To consider and approve the report of the Board of the Company for the year ended 31 December 2023.	9,144,329,753	99.9411	3,475,653	0.0380	1,913,000	0.0209
As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.							
3	To consider and approve the report of the Supervisory Committee of the Company for the year ended 31 December 2023.	9,144,129,753	99.9411	3,475,653	0.0380	1,913,000	0.0209
As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.							

4	To consider and approve the report of the financial results of the Company for the year ended 31 December 2023.	9,144,028,053	99.9400	3,577,353	0.0391	1,913,000	0.0209
As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.							
5	To consider and approve the profit distribution plan of the Company for the year ended 31 December 2023.	9,145,744,853	99.9566	3,973,553	0.0434	0	0.0000
As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.							
6	To consider and approve the re-appointment of PricewaterhouseCoopers Zhong Tian LLP as the Company's auditor for the financial year of 2024 and the authorisation to the Board to determine its remunerations.	As disclosed in the announcement of the Company dated 21 June 2024, this resolution has been cancelled and no vote was taken or counted for this resolution.					
7	To consider and approve the ratification of emoluments paid to the Directors of the Company for the year of 2023 and to consider and approve emoluments of the Directors of the Company for the year of 2024.	9,144,573,129	99.9460	4,878,177	0.0533	67,100	0.0007
As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.							
8	To consider and approve the ratification of emoluments paid to the Supervisors of the Company for the year of 2023 and to consider and approve emoluments of the Supervisors of the Company for the year of 2024.	9,144,640,229	99.9445	5,078,177	0.0555	0	0.0000
As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.							
9	To consider and approve the renewal of liability insurance for the Directors, Supervisors and senior management of the Company.	9,142,903,929	99.9277	4,776,477	0.0522	1,838,000	0.0201
As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.							

SPECIAL RESOLUTION	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of	Percentage (%)

						Shares	
10	To consider and approve the change of domicile of the Company and amendments to certain articles of the Articles of Association.	9,146,676,260	99.9689	2,842,146	0.0311	0	0.0000

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

ORDINARY RESOLUTIONS		For		Against		Abstain	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
11	To consider and approve the amendments to the System for Independent Directorship of the Company.	8,722,345,853	95.3312	427,172,553	4.6688	0	0.0000

As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.

12	To consider and approve the guarantee budget for the year of 2024:						
12.01	The provision of guarantee to the extent of RMB70.20 million by the Company for Golmud Meiman New Energy Technology Co., Ltd. (格爾木美滿新能源科技有限公司);	8,741,524,532	95.5408	407,990,021	4.4591	3,853	0.0001
12.02	The provision of guarantee to the extent of RMB201.25 million by the Company for Wujiang Taihu Industrial Wastes Treatment Company Limited (吳江市太湖工業廢棄物處理有限公司);	8,741,524,532	95.5408	407,990,021	4.4591	3,853	0.0001
12.03	The provision of guarantee to the extent of RMB450 million by the Company for Shanghai Electric Shangzhong Casting Forging Co., Ltd. (上海電氣上重鑄鍛有限公司);	8,741,524,532	95.5408	407,990,021	4.4591	3,853	0.0001
12.04	The provision of guarantee to the extent of RMB52.97 million by the Company for Shanghai Electric GuoXuan New Energy Technology Co., Ltd. (上海電氣國軒新能源科技有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001

12.05	The provision of guarantee to the extent of RMB478.48 million by the Company for Shanghai Electric GuoXuan New Energy (Nantong) Technology Co., Ltd. (上海電氣國軒新能源科技(南通)有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.06	The provision of guarantee to the extent of EUR100 million (equivalent to approximately RMB800 million) by the Company for Shanghai Prime (HK) Investment Management Company Limited (上海集優(香港)投資管理有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.07	The provision of guarantee to the extent of RMB125 million by the Company for Shanghai Electric (Huabei) Biomass Cogeneration Co., Ltd. (上海電氣(淮北)生物質熱電有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.08	The provision of guarantee to the extent of RMB2,552.58 million by the Company for Shanghai Electric (Qidong) Water Development Co., Ltd. (上海電氣(啟東)水務發展有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.09	The provision of guarantee to the extent of RMB100 million by Shanghai Institute of Mechanical & Electrical Engineering Co., Ltd. (上海市機電設計研究院有限公司) for Shanghai Electric Xiangshui Biomass Power Co., Ltd. (上海電氣響水生物質發電有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.10	The provision of guarantee to the extent of RMB7.52 million by Shanghai Institute of Mechanical & Electrical Engineering Co., Ltd. for Shanghai Ouhai Energy Technology Co., Ltd. (上海歐海能源科技有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001

12.11	The provision of guarantee to the extent of RMB406 million by Shanghai Electric (Rudong) Water Environment Treatment Co., Ltd. (上海電氣(如東)水環境治理有限公司) for Shanghai Electric (Rudong) Water Development Co., Ltd. (上海電氣(如東)水務發展有限公司); The provision of guarantee to the extent of RMB335 million by Shanghai Electric (Rudong) Water Development Co., Ltd. for Shanghai Electric (Rudong) Water Environment Treatment Co., Ltd.;	8,741,444,532	95.5379	408,270,021	4.4620	3,853	0.0001
12.12	The provision of guarantee to the extent of RMB16.50 million by Shanghai Electric Matechstone Engineering Group Co., Ltd. (上海電氣研矽建築科技集團有限公司) for Shanghai Electric Kecheng (Yingde) Engineering Technology Co., Ltd. (上海電氣科城(英德)建築科技有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.13	The provision of guarantee to the extent of RMB55 million by Shanghai Electric Matechstone Engineering Group Co., Ltd. for Shanghai Electric Matechstone (Rugao) Engineering Co., Ltd. (上海電氣研矽(如皋)建築科技有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.14	The provision of guarantee to the extent of RMB160 million by Shanghai Electric Matechstone Engineering Group Co., Ltd. for Shanghai Electric Matechstone (Mulei) Engineering Co., Ltd. (上海電氣研矽(木壘)建築科技有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.15	The provision of guarantee to the extent of RMB170 million by Shanghai Electric Matechstone Engineering Group Co., Ltd. for Taizhou Matechstone Engineering Co., Ltd. (泰州研矽建築科技有限公司);	8,741,444,532	95.5379	408,270,021	4.4620	3,853	0.0001

12.16	The provision of guarantee to the extent of RMB250 million by Shanghai Electric Power Transmission and Distribution Engineering Co., Ltd. (上海電氣輸配電工程成套有限公司) for Shanghai Electric Power Transmission and Distribution Engineering (Malaysia) Co., Ltd. (上海電氣輸配電工程成套(馬來西亞)有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.17	The provision of guarantee to the extent of RMB256.40 million by Shanghai Electric Transmission and Distribution Group Co., Ltd. (上海電氣輸配電集團有限公司) for Shanghai Huapu Cable Co., Ltd. (上海華普電纜有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.18	The provision of guarantee to the extent of RMB139.29 million by Shanghai Electric Investment Company Limited (上海電氣投資有限公司) for Ningxia Anneng Biomass Thermal Power Co., Ltd. (寧夏安能生物質熱電有限公司);	8,741,444,532	95.5399	408,070,021	4.4600	3,853	0.0001
12.19	The provision of guarantee to the extent of RMB2 billion by Shenzhen Yinghe Technology Co., Ltd. (深圳市贏合科技股份有限公司) for Huizhou Yinghe Technology Co., Ltd. (惠州市贏合科技有限公司);	8,741,542,132	95.5389	408,172,421	4.4610	3,853	0.0001
12.20	The provision of guarantee to the extent of RMB800 million by Shenzhen Yinghe Technology Co., Ltd. (深圳市贏合科技股份有限公司) for Dongguan Areconn Precision Engineering Company Limited (東莞市雅康精密機械有限公司); and	8,741,542,132	95.5389	408,172,421	4.4610	3,853	0.0001
12.21	The provision of guarantee to the extent of RMB500 million by Shenzhen Yinghe Technology Co., Ltd. (深圳市贏合科技股份有限公司) for Huizhou Yinghe Intelligent Technology Co., Ltd. (惠州市	8,741,542,132	95.5389	408,172,421	4.4610	3,853	0.0001

As more than 50% of the votes were cast in favor of this resolution, the resolution was duly passed as an ordinary resolution.							

By order of the Board

**Shanghai Electric Group Company Limited**

**WU Lei**

*Chairman of the Board*

Shanghai, the PRC, 28 June 2024

*As at the date of this announcement, the executive directors of the Company are Dr. WU Lei and Mr. ZHU Zhaokai; the non-executive directors of the Company are Mr. SHAO Jun and Ms. LU Wen; and the independent non-executive directors of the Company are Dr. XI Juntong, Dr. XU Jianxin and Dr. LIU Yunhong.*

*\* For identification purposes only*