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# **Company Overview**



# **About Zheneng Jinjiang Environment**

- First mover and leader in PRC's Waste-To-Energy (WTE) industry, as well as one of the first WTE operators in the PRC
- Established PRC's first WTE plant using Circulating Fluidised Bed (CFB) incineration technology in 1998 and built a track record spanning over 20 years
- Listed on the mainboard of the Singapore Exchange on 3 August 2016

### **WTE BUSINESS**

Treatment of municipal solid waste and generation of steam and electricity

### 3 main revenue streams:

- 1) Waste treatment fees (Domestic waste treatment is priced by entering into agreements with local governments, while other solid wastes such as industrial waste and sludge that are co-processed are priced by negotiating with clients)
- 2) Sales of electricity (tariffs decided by central and local governments)
- 3) Sales of steam (fee decided by local government or company)
- Operational facilities are ~68% Build-Own-Operate (BOO) model; ~32% Build-Operate-Transfer (BOT) model

## **EMC BUSINESS**

Revenue from Provision of Energy
 Management Contracting (EMC) services to
 Metallurgical, chemical and power generation companies since 2014

## Scope of services include:

- Energy saving and residual heat utilisation
- Operational optimisation and equipment selection advisory
- Management and operational support
- Technical advisory on energy saving

## **Extensive Network in China and Overseas**

## CHINA

25 WTE facilities\* &

1 Organic Waste Treatment facility & 8 Resource Recycling projects in Operation

In 13 provinces autonomous regions and centrallyadministered municipalities in the PRC

3 WTE facilities & 1 Resource Recycling projects Under Construction & Expansion

18 WTE facilities & Kitchen Waste
Treatment projects
1 Resource Recycling project
in Preparation

\*As at 31 December 2021, 17 of the 25 WTE facilities operated in a BOO business model

Treatment Capacity: 40,410 tonnes/day

Treatment Capacity: 3,100 tonnes/day

Treatment Capacity: 14,645 tonnes/day

## **OVERSEAS**

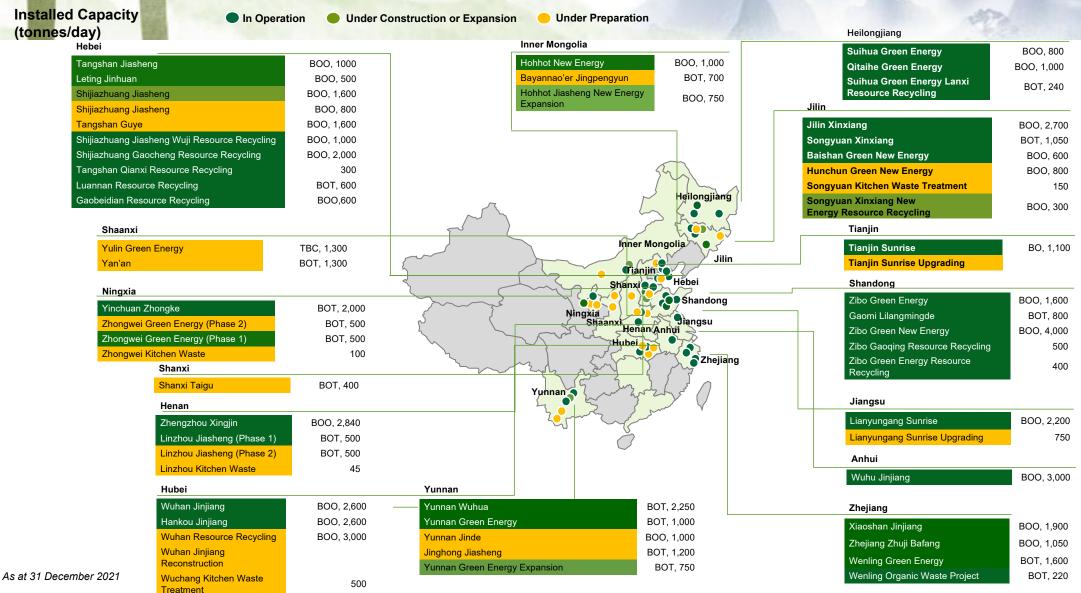
Presence in India, Brazil & Indonesia

Treatment Capacity: 4,490 tonnes/day 1 facility under Construction3 facilities In Preparation

When fully completed, total waste treatment capacity to reach 62,645 tonnes/day

# China – Our Extensive Footprint





## **Important Milestones**

## Established In 1998, with leading Waste-to-Energy (WTE) treatment capacity in the PRC

### 1999

PRC government approved construction of the new WTE facility in Qiaosi, Hangzhou, which was a national testbed project involving technical support from Zhejiang University

### 2004

The IFC, a member of the World Bank Group, provided our Group with funding

2014

Acquired EMC business

#### 2017

- First foray into India; secured 3 WTE projects
- Debut Bond Issuance: US\$200m 6% 2020 senior notes
- First player in the Chinese WTE industry to attain an international credit rating

### 21 August 2019

Zhejiang Provincial Energy
Group Co., Ltd completed the
acquisition of shares
representing 29.79% of all shares
in the Company at such time,
becoming the largest controlling
shareholder

## 15 July 2020

Zheneng Jinjiang
Environment secured term
loan facility of up to US\$270
million to refinance maturing
bond

## 1997

Collaborated with Zhejiang University on CFB technology research

1998

Hangzhou Yuhang WTE Facility was the first CFB WTE facility in the PRC to commence operations

### 2010

(i) co-managed by Mount Kellett

Capital and an affiliate of Fortress
Investment Group and (ii) managed
by Olympus Capital Holdings Asia
invested in the Group

Private Equity Funds

### 2016

Listed on SGX Mainboard (Ticker: BWM)

### 2018

- Entered South American and Indonesian markets
- Secured US\$200 million and RMB100 million of syndicated term loan led by Standard Chartered Bank, and won Standard Chartered Bank's "Best Loan Syndicate Award" in 2018
- Secured EPC contract to construct Singapore's 1<sup>st</sup> mechanical-biological waste treatment project

### **25 November 2019**

China Jinjiang Environment changes name to Zheneng Jinjiang Environment







First private WTE operator in PRC

1998 - 2003

Rapid Expansion 2004 — 2010

Stable Growth

2011 - 2018

New Phase of Development 2019 — present

# **About Zhejiang Provincial Energy Group Co., Ltd** (Zheneng Group)

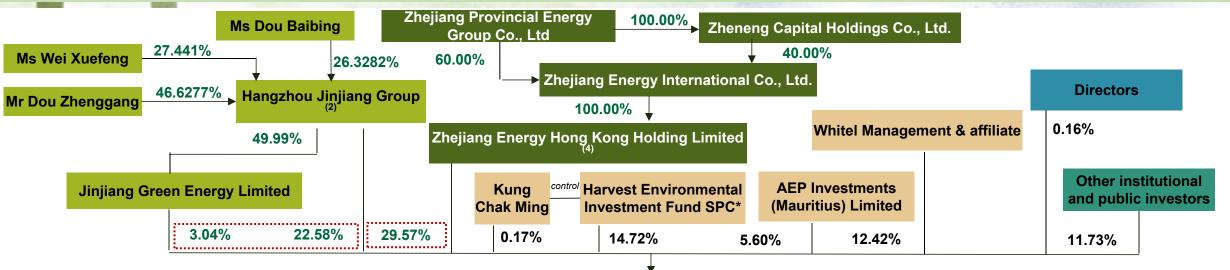




- State-owned provincial energy enterprise involved mainly in energy-related businesses and ranked 206th on the list of Top 500 Chinese Companies in 2021
- Strong capabilities across the entire energy production value chain, with resources and strong financial expertise
- Manages more than 400 companies collectively
- In 2021, Zheneng Group supplied :
  - Approximately 50% of the electricity power consumption
  - More than 80% of the total natural gas consumption in the Zhejiang Province
- In 2021, Zheneng Group achieved the following:
  - Electricity generation: 172.87billion KWh
  - Coal supply: 73.31 million tonnes
  - Natural gas supply: 15.06 billion m<sup>3</sup>
  - Crude oil trading volume: 6.24 million tonnes

# Strong Shareholding Structure

## Strong Shareholder Background Provides Firm Support For Company's Development (1)



\*acting on behalf of and for the account of Harvest Environmental Investment

## 浙能锦江环境 ZHENENG JINJIANG ENVIRONMENT

(Incorporated in the Cayman Islands)

## (1) Based on 1,454,024,700 shares as at 31 December 2021 (2) Through wholly-owned subsidiary (3) Based on SGX's announcement on 3 August 2016 (4) A wholly-owned subsidiary of Zhejiang Energy International Limited

### **Hangzhou Jinjiang Group**

- The Jinjiang Group is China's top 500 private enterprise, engaging in environmental protection & energy, non-ferrous metal and chemicals business
- Jinjiang Green Energy is an affiliate of the Hangzhou Jinjiang Group

## Zhejiang Energy Hong Kong Holding Limited

- Zheneng Group is a state-owned provincial energy enterprise
- Zhejiang Energy International Limited and Zheneng Capital Holdings Co., Ltd. are controlled by Zhejiang Provincial Energy Group Co., Ltd.

## Harvest Environmental Investment Fund SP

 A discretionary managed fund managed by Harvest Global Capital Investments Cayman, a wholly owned subsidiary of Harvest Global Capital Investments

## **AEP Investments** (Mauritius) Limited

- A fund wholly owned and managed by Olympus Capital
   Olympus Capital
- Olympus Capital is US-based private equity, founded in 1997

# Whitel Management Company Limited

 An affiliate of H o p u Investments

## Other Institutional Investors (3)

 Company's shares are subscribed by many renowned institutional investors during IPO, including Great Eastern Life (Malaysia), Hailiang International and UOB AM

# **Strong Management Team**

## Key Management Team Members Have More Than 20 Years Of Industry Experience

As at 31 December 2021



**WEI Dongliang** Executive Chairman, Executive Director. and member of the Nominating Committee of the Company Date joined: 2019

• Responsible for overall strategic planning and management

- More than 20 years of corporate leadership and senior management experience in the energy industry
- Served as the General Manager of Zheneng Capital Holdings Co., Ltd. and Zheneng Equity Investment Fund Management Co., Ltd
- Vice Chairman of Qianjiang Water Resources Development Co., a Chinese Ashare listed company, and the Director of China Zheshang Bank since 2015



**WANG Wuzhong** Deputy GM Date joined:1992

- Responsible for environmental safety, daily operations. R&D and overall strategy
- · Approximately 30 years of experience
- · Professor-level senior engineer
- · Member of the Technical Committee of City and Environment Sanitation Standardization of the Ministry of Housing and Urban-Rural Development
- · Member of the Expert Committee of China Electric Power
- Deputy Director, Environmental Protection Equipment and Technology Promotion Center, China Equipment Management Association



WANG Ruihona **Executive Director, Deputy GM** Date joined:1999

- Responsible for the implementation of overall business management, brand strategy and legal compliance
- More than 30 years of experience
- Zhejiang Provincial Department of Finance certified accountant qualification
- · Senior Professional Manager of **Environmental Protection**
- · Advanced economist certification



JIN Ruizhi Date joined: 2019

- Held roles in the power and petroleum divisions of Zheneng Group

· Responsible for overall financial functions,

Over 20 years of experience in accounting

and financial management in the energy

including corporate finance and group

· Accountant certification

finance management

· Advanced economist certification



Chief Engineer Date joined: 2019

- · Responsible for all technical and engineering related
- More than 20 years' experience in production, technology and infrastructure management in the power industry
- Formerly Deputy general manager of Cixi Zhongke Zhongmao Environmental Protection and Thermal Power Co., Ltd. and Deputy Director and Director of Engineering Department of Zhejiang Zhenhai Power Generation Co.,



E Hongbiao Deputy GM Date joined:1992

- · Responsible for supervising the construction and development of the project and assisting in the operation and management of sewage and waste disposal
- · More than 20 years of experience
- · Senior Economist. First-class Construction Engineer



# FY2021 Operational Highlights



# Significant Events in 2021



1Q2021

- Zhuji Bafang WTE Facility in Zhejiang Province, Songyuan Xinxiang WTE Facility in Jilin Province, Qitaihe Green Energy WTE Facility and Suihua Green Energy WTE Facility in Heilongjiang Province were included in the fourth batch of units open to the public for national environmental protection facilities and urban sewage and waste treatment facilities.
- Leting Jinhuan WTE Facility in Tangshan City, Hebei Province was put into trial operation.
- The Kunming Demonstration Project of the Global Environmental Fund "China Domestic Waste Comprehensive Environmental Management Project" of Yunnan Green Energy WTE Facility in Kunming City, Yunnan Province, successfully passed the certification of the World Bank's Global Environment Fund.
- Zibo Green Energy WTE Facility in Shandong Province was awarded the "Excellent Power Plant Open to the Public in 2020" granted by Polaris Environmental Protection Network.
- The Company organised a voluntary blood donation drive at its headquarters, where a total of 8,600 ml of blood was donated to the Hangzhou City Blood Bank



2Q2021

- The Company conducted first aid knowledge and skills training in its headquarters to further enhance employees' emergency awareness and rescue capabilities.
- The Company organised party members and cadres to visit and study in Yu Village, Anji City, Zhejiang Province, experiencing the practice of the Two Mountains Theory of "Lucid waters and lush mountains are invaluable assets" raised by Mr. Xi Jinping, President of the People's Republic of China.
- The Shijiazhuang Wuji Resource Recycling Project in Hebei Province was put into operation.
- The Company convened its FY2020 Annual General Meeting and released the FY2020 Annual Report.

# Significant Events in 2021







- The Company donated RMB660,000 of funds and supplies to Henan Province, where the Zhengzhou Xinjin WTE Facility and Linzhou Jiasheng WTE Facility are located, affected by large-scale heavy rainfall.
- The Company continues to be awarded the "2021 China Top 50 Environmental Companies" and "2021 Global Top 500 New Energy Companies".
- The Group's subsidiary in India, Ecogreen Energy, was conferred the "Beautiful City" prize by the government of Haryana State of India
- One boiler and one turbine of Lianyungang Sunrise WTE Facility Expansion Project in Jiangsu Province were put into operation.





4Q2021

- The first phase of Zhongwei WTE Project in Ningxia Hui Autonomous Region, the Baishan Green Energy WTE Facility in Jilin Province, the Reconstruction Project of Wuhu Jinjiang WTE Facility in Anhui Province and the Shijiazhuang Gaocheng Resource Recycling Project in Hebei Province were put into operation.
- Zhuji Bafang WTE Facility in Shaoxing City, Zhejiang Province was included in the list of the eleventh batch of ecological civilisation education bases in Zhejiang Province.
- Jilin Xinxiang WTE Facility in Jilin Province was conferred the "2021 Excellent Power Plant Open to the Public" award by Polaris Environmental Protection Network.
- The Company was awarded " 2021 Top Ten Influential Solid Waste Enterprises" and "Polaris Cup" 2021 Social Benefit Contribution Award.

# **Corporate Social Responsibility**



Zheneng Jinjiang Environment sits at the intersection of the circular economy and the new energy industry. We thoroughly implement the strategic planning and development requirements of the Party and the State in the construction of ecological civilization, conform to the people's yearning for a better life.

We use the core of domestic waste power generation to give full play to the advantages of synergistic circulation, seeking opportunities for collaborative and efficient disposal of all urban solid waste to fulfill the social responsibility of environmental protection enterprises.



In 2021, the Company treated a total of 11.38 million tonnes of domestic waste and generated nearly 3.43 billion kilowatt-hours of green electricity, which could meet the electricity needs of 2.53 million households, an increase of 6.8%, 11.3% and 11.0% respectively compared with the same period last year.

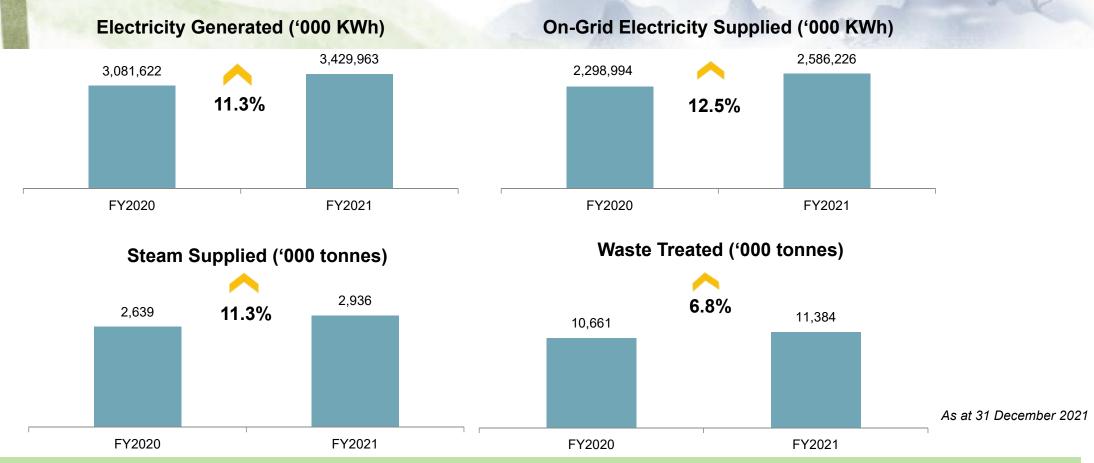
This translates to a reduction in the usage of 1.72 million tonnes of standard coal, 4.04 million tonnes of carbon dioxide emissions, and the saving of approximately 38,000 mu of land.



In order to further strengthen the guidance of environmental protection and publicity, increase awareness, recognition and participation of society on waste reduction, harmlessness and recycling treatment, the Company actively opens its environmental protection facilities to the public.

At the same time, in order to reduce the impact of the COVID-19 pandemic, the Group's subsidiaries also present the end-of-life waste treatment to the public intuitively and vividly through virtual live broadcasts and responding to the public's concern about "where any waste is going".

# **FY2021 Operational Analysis**



- On-grid electricity supplied and waste treated increased due to commencement of operations of the New Kunming Wuhua WTE Facility and Tangshan Jiasheng
  WTE Facility in the second half of 2020, the increase in contribution per waste treatment unit and increase in waste treatment capacity after the optimisation of the
  power plant management and upgrading of the WTE facilities and the full resumption of operation and production in most areas (except for Suihua and certain other
  areas) which are no longer materially affected by the COVID-19 pandemic situation, and hence resulted in a higher amount of waste treated and electricity
  generated
- Increase in steam supplied is due to the increase in the number of customers purchasing steam generated by the Zhuji Bafang WTE Facility and Zhengzhou Xingjin WTE Facility as a result of the recovery from the COVID-19 pandemic

In FY2021, 5 WTE projects and 2 Resource Recycling projects were put into operation. The operational waste treatment capacity reached 40,410 t/d with an installed electricity generation capacity of 790MW.



In FY2021, the Group's project construction proceeded in an orderly manner in accordance with the set plan.

As at 31 December 2021

Expecting to add 3,100 t/d of waste treatment capacity and 107MW installed capacity



The Group has 3 WTE projects and 1 Resource Recycling project under construction in China, which are expected to be put into operation successively in 2022.

In FY2021, the Group's project construction proceeded in an orderly manner in accordance with the set plan.

As at 31 December 2021

Following projects which are under preparation in China, are undertaking preparatory works for construction on schedule.

14 WTE Projects

Kitchen Waste Projects

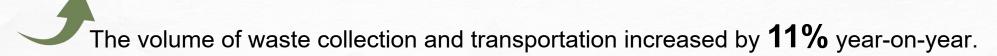
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Resource Recycling Projects

After all the preparatory projects in China are completed and put into operation, it is expected to increase the waste treatment capacity by 14,645 t/d and the installed capacity of 264MW.

In FY2021, the Group comprehensively enhanced the operational management of overseas projects.

The operational work of India Projects have improved.



User Charge Collection and Key Customer Collection has increased by 84% year-on-year.

The WTE project in Gurgaon is progressing in an orderly manner. After each overseas project is completed and put into operation, the newly added waste treatment capacity will be 4,490 t/d and 85MW of installed electricity generation.

In summary, the waste treatment capacity will reach 62,645 t/d and 1246MW of installed electricity generation after all 61 domestic and overseas facilities (projects in operation, projects under construction and projects in preparation) are completed.

# National Renewable Energy Subsidy Listing

WTE Facilities	Location	Date of inclusion
Expansion of Yinchuan Zhongke WTE Facility	Ningxia Hui Autonomous Region	1Q2021
Qitaihe Green Energy WTE Facility	Heilongjiang Province	2Q2021
Suihua Green Energy WTE Facility		
Second Phase of Wenling Green Energy WTE Facility	Zhejiang Province	3Q 2021
First Phase of Tangshan Jiasheng WTE Facility	Hebei Province	4Q 2021

- ✓ The Group continued to actively strive for subsidies in accordance with national policies in FY2021.
- ✓ As at 31 December 2021, 17 of the Group's WTE facilities have been included in the National Renewable Energy Subsidy List. Three of the Group's WTE facilities which had commenced operations before 2006 are not required to be included in the aforesaid list according to relevant policies and have already enjoy preferential prices.
- ✓ Five of the Group's newly commissioned WTE facilities (including expansion and reconstruction project) are also in the process of applying for the subsidy.



# FY2021 Financial Overview



# FY2021 Key Financial Overview



FY2021 revenue increased 31.6% year-on-year to approximately RMB4,060.4 million



Key recurring income from core revenue contributor Waste-to-Energy Business recorded 17.2 % growth to RMB2,864.2 million

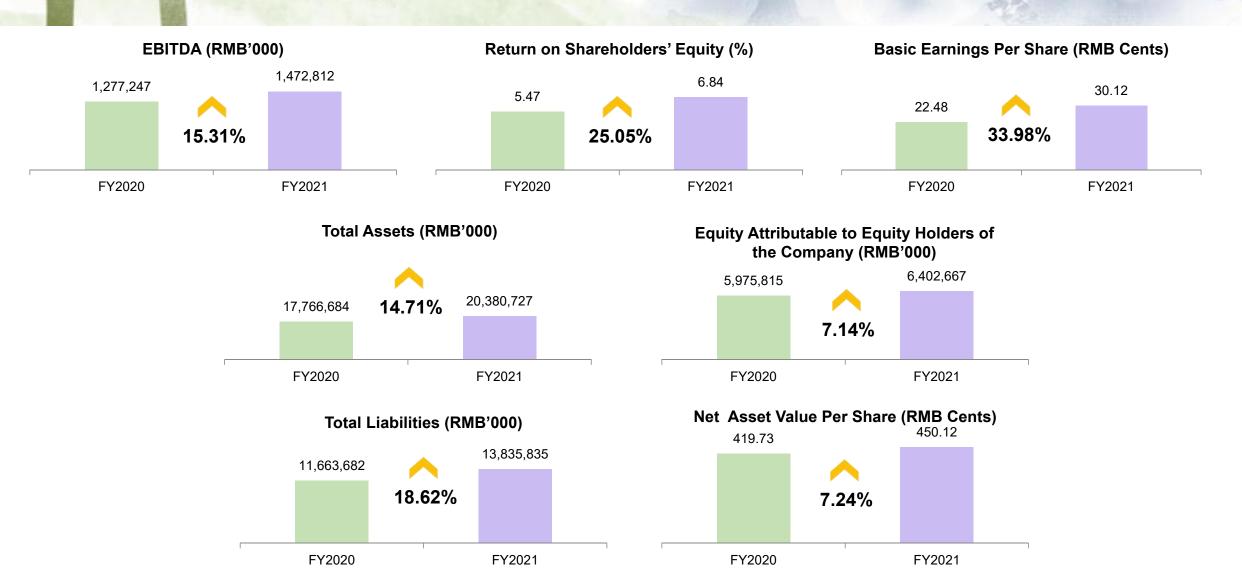


FY2021 gross profit increased 17.9% to RMB1,052.5 million



PATMI grew 34.0% to RMB438.0 million

# FY2021 Key Financial Overview



## **Results Overview**

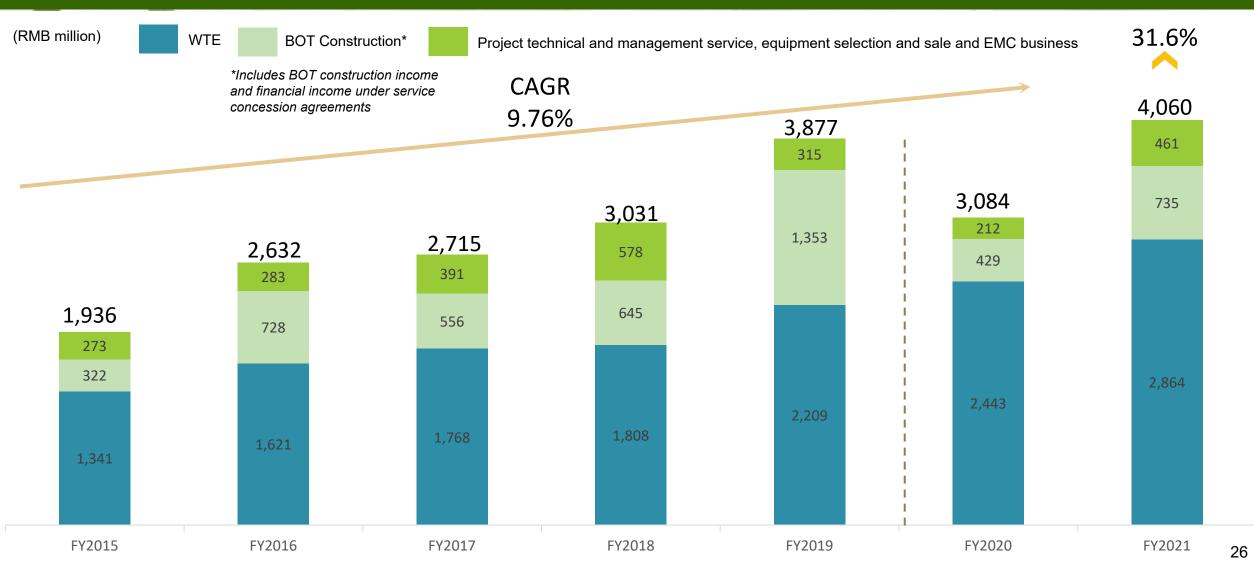
RMB million	FY2021	FY2020	Change (%)
Revenue	4,060.4	3,084.7	31.6
Including: WTE Business Revenue	2,864.2	2,443.1	17.2
Gross Profit	1,052.5	892.5	17.9
Profit Before Tax	583.3	477.7	22.1
Profit after tax	453.1	330.5	37.1
Profit after tax attributable to owners of the Company	438.0	326.9	34.0

## Changes in profit attributable to owners of the Company mainly attributable to:

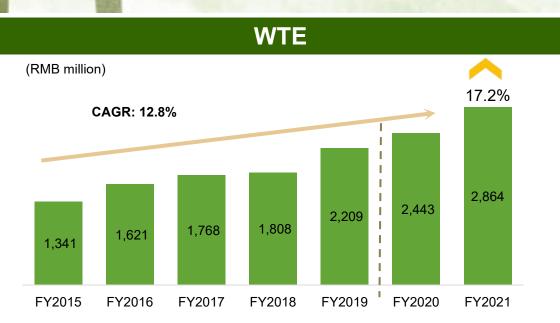
- FY2021 Revenue increased primarily due to increases in revenue from the WTE business (excluding revenue from construction services provided under BOT concession agreements), construction services provided under BOT concession agreements as well as the project technical and management service, equipment selection and sale and EMC business.
- Other income decreased RMB12.3 million or 7.9% from RMB156.5 million in FY2020 to RMB144.2 million in FY2021, mainly due to (i) decrease of RMB12.7 million in value added tax refund due to receive the refunds of previous years in FY2020, (ii) decrease of RMB8.0 million in bank interest income, (iii) the compensation income on closure of a WTE plant, Kunshan Jinkangrui Resource Recycling Project from local government of RMB21.0 million in FY2020, but there was no such income in FY2021; and (iv) this was partially offset by an increase of RMB28.5 million in gain on sales of scrap materials due to the Group strengthening the recycling of scrap metal and other materials, as well as increasing the sales of scrap materials through bidding.

## **Revenue Overview**

## **WTE Business Is The Main Revenue Contributor**

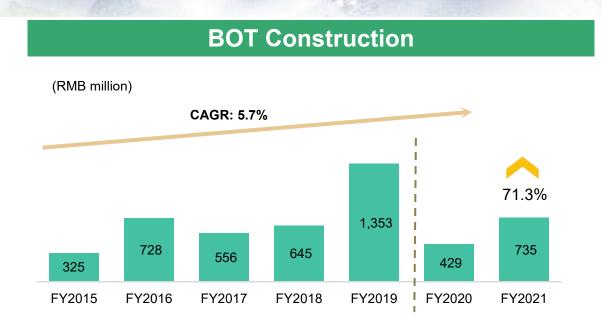


# Revenue Breakdown by Business Segment



### Steady growth in WTE revenue due to:

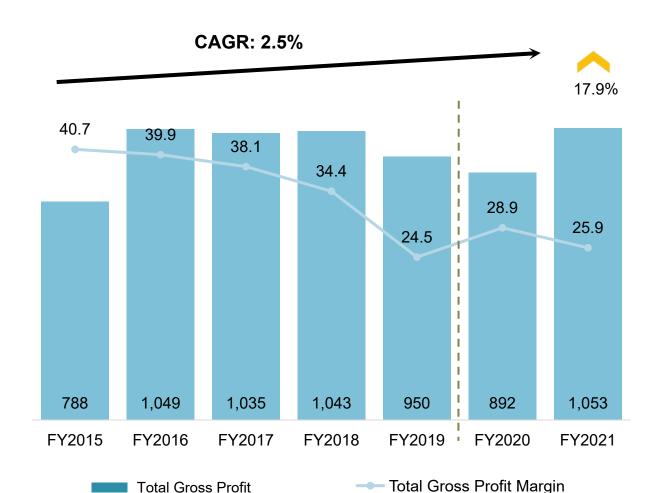
- The commencement of operations of New Kunming Wuhua WTE Facility ("Kunming Wuhua Reconstruction Project") and the 2<sup>nd</sup> phase of Tangshan Jiasheng WTE Facility in the second half of 2020
- Increase in contribution per waste treatment unit and increase in waste treatment capacity after the optimization of the power plant management and upgrading of the WTE facilities
- Full resumption of operation and production in most areas (except for Suihua and certain other areas) which are no longer materially affected by the COVID-19 pandemic situation
- Recovery from the COVID-19 leading to an increase in customers' demand and an increase in steam supplied by the Zhengzhou Xingjin WTE Facility in Henan Province and Zhuji Bafang WTE Facility in Zhejiang Province



### **BOT** business revenue increased due to:

 BOT revenue was recorded for Zhongwei WTE Project in Ningxia Hui Autonomous Region, Linzhou Jiasheng WTE Facility in Henan Province and the Expansion Project of Yunnan Green Energy WTE Facility while the BOT revenue recorded in FY2020 was largely contributed by the Kunming Wuhua Reconstruction Project.

# **Gross Profit & Gross Profit Margin**



Segmental Gross Profit (RMB million)	FY2021	FY2020	Change
WTE	837.2	712.4	17.5%
BOT Construction*	137.2	97.1	41.3%
EMC Business	78.1	83.0	(5.9)%

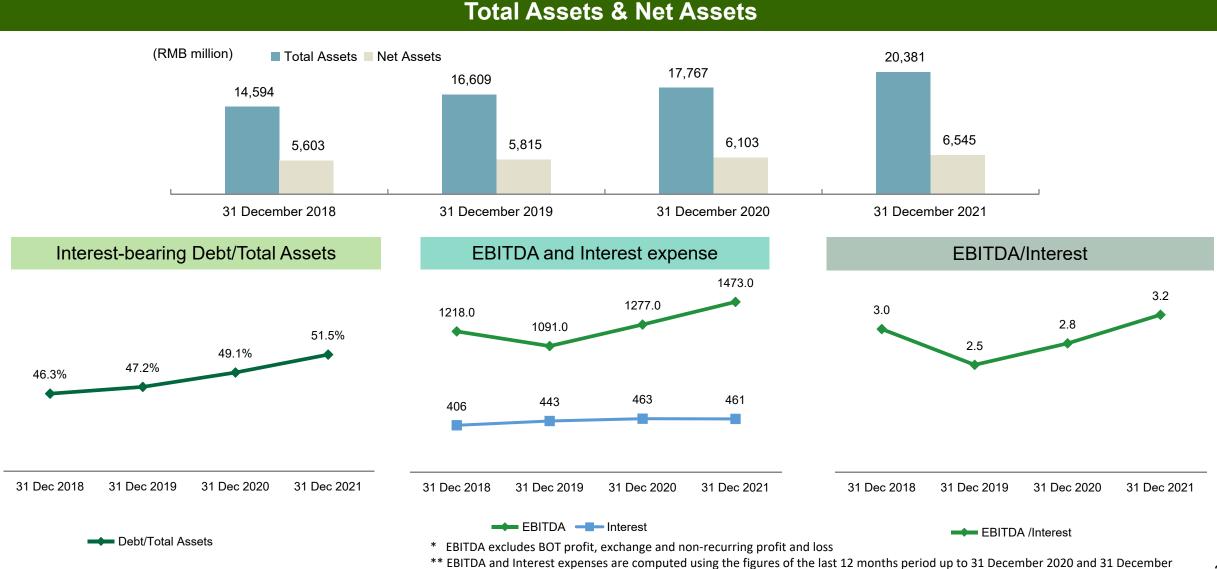
Segmental Gross Profit Margin	FY2021	FY2020
WTE	29.2%	29.2%
BOT Construction**	13.7%	13.7%
EMC Business	16.9%	39.1%

<sup>\*</sup>Includes BOT construction income and financial income under service concession agreements

(RMB million)

<sup>\*\*</sup>Includes income from BOT construction (excluding financial income under service concession agreements)

## **Capital Structure**



# **Prudent Capital Management**

## **Our Capital Management Policy**

Adoption of a flexible financing policy and aims to maintain a diverse set of funding options Annual
repayment and
rolling over of a
large proportion
of short term
working capital
loans

30:70 equity-todebt ratio maintained for WTE facility CAPEX Spacing out of CAPEX based on the Group's strategic plans and financial condition

Continue to lower financing cost

Reduce liquidity pressure by extending repayment period through replacement

Private placement of 214 million new shares to raise S\$107 million



**April 2018** 

3-yr fixed-term syndicated loan of US\$200 million and RMB100 million led by Standard Chartered



Completed upgrading project, achieving operational improvements which will improve cash flow



Secured term loan facility of up to US\$270 million to refinance maturing bond



- Drawdown RMB540 million as part of the RMB900 million credit line from Zheneng Finance
- Repaid outstanding US\$140 million of syndicated term loan facility
- Proposed to establish an assetbacked securities scheme in the PRC, with an aggregate principal amount up to RMB1,000,000,000

Continue to actively seek an even greater degree of support from the largest controlling shareholders leveraging upon its strong credit status to broaden the financing channels of the Group, increase the line of credit, to solidify the Group's leading industry position

Introduce strategic investors at the project level to optimise capital structure

Pace out commencement of projects to reduce balance sheet burden

Reassess and execute overseas expansion plans in an orderly manner

**June 2018** 

2019

2020

2021 and beyond

## Strong Financial Support from Zheneng Group and Banks

- ✓ Secured a RMB540 million loan facility from Zhejiang Provincial Energy Group Finance Co., Ltd. ("Zheneng Finance"), a subsidiary of the single largest shareholder of the Company, as well as working capital loans of more than RMB400 million from third-party banks
  - As disclosed in FY2021 Annual Report, the Company had obtained a credit line of RMB900 million from Zheneng Finance.
  - The Company has drawn down working capital loans of RMB540 million from the credit line obtained from Zheneng Finance, and more than RMB400 million from third-party banks.
  - Reflects the confidence and strong support of the Group's prospects which was endorsed by Zheneng Group's great financial strength and good credit standing.
- ✓ Repayment of the balance US\$140 million under the 3-year syndicated term loan facility of US\$200 million and RMB100 million
  - In June 2021, the Company made full repayment of the balance outstanding amount of US\$140 million.
  - This was partially funded from the RMB540 million loan facility drawn down by the Group.

## Proposed Issuance of Asset-backed Securities Scheme

- On 20 October 2021, Zheneng Jinjiang Environment announced that its wholly-owned subsidiary Hangzhou
  Jinhuan Investment Co., Ltd. ("Hangzhou Jinhuan"), intends to establish an asset-backed securities scheme
  (the "Scheme") in the PRC, pursuant to which asset-backed securities ("ABS") will be issued with an
  aggregate principal amount up to RMB1,000,000,000 ("Proposed ABS Issuance").
- The ABS are expected to comprise:
  - (a) a senior ABS tranche of up to RMB950,000,000 which will be subscribed for by qualified investors in the PRC and will be listed and traded on the Shenzhen Stock Exchange ("SZSE"); and
  - (b) a subordinated ABS tranche of up to RMB50,000,000 which will be subscribed for by Hangzhou Jinhuan.
- The Scheme is the Group's first asset securitisation project in the PRC.
- The Company has submitted an application to the SZSE for the Proposed ABS Issuance. The application has been accepted by, and is currently under the review of the SZSE.
- The Company plans to use the proceeds from the Proposed ABS Issuance for the repayment of borrowings and other debt obligations, working capital and construction and expansion of new projects.



# **AGM Resolutions**



## **AGM Resolutions – As Ordinary Business**



To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2021 together with the Auditors' Report thereon.

(Resolution 1)



To re-elect the following Directors of the Company retiring pursuant to Article 127 of the Company's Articles of Association.

- (i) Mr Wang Ruihong (Resolution 2);
- (ii) Mr Hee Theng Fong (Resolution 3);
- (iii) Mr Tan Huay Lim (Resolution 4);



To approve the payment of Directors' fees of S\$420,000 for the financial year ended 31 December 2021. (Resolution 5)



To re-appoint Messrs PricewaterhouseCoopers LLP as the Company's auditors and to authorise the Directors to fix their remuneration (Resolution 6)

## AGM Resolutions – As Special Business



# The Proposed Renewal of the Interested Person Transactions (Resolution 7)



The IPT General Mandate enables the Company, its subsidiaries and associated companies that are considered to be "entities at risk" within the meaning of Chapter 9 of the Listing Manual (the "EAR Group"), to enter in the ordinary course of business into any of the mandated transactions with specified classes of Interested Persons, provided that such transactions are made on normal commercial terms and are not prejudicial to the interests of the Company and its minority Shareholders.

### **Rationale and Benefits:**

- ✓ The IPT General Mandate and its subsequent renewal on an annual basis would eliminate the need to announce, or to announce and convene separate general meetings from time to time to seek Shareholders' prior approval as and when potential Mandated Transactions with Mandated Interested Persons arise, thereby saving substantial administrative time and costs expended in convening such meetings, without compromising the corporate objectives and adversely affecting the business opportunities available to the EAR Group
- ✓ The EAR Group will benefit from having access to competitive quotes from the Mandated Interested Persons in addition to obtaining quotes from, or transacting with, non- Mandated Interested Persons.

## History of Interested Party Transactions (IPT) General Mandate

- IPT General Mandate was originally adopted on 20 July 2016, and then renewed at the EGM on 25 April 2017.
- At the EGM held on 30 April 2018 and 31 December 2018, certain modifications to the IPT General Mandate were approved.
- At the AGM held on 29 April 2019, the Shareholders had approved the renewal of the IPT General Mandate.
- At the EGM held on 25 November 2019, Shareholders had approved certain further modifications to the IPT General Mandate
- At the AGM held on 24 June 2020, Shareholders approved the renewal of the IPT General Mandate.
- At the AGM held on 26 April 2021, Shareholders approved the renewal of the IPT General Mandate.

The IPT General Mandate approved at the AGM held on 26 April 2021 will, unless renewed at the AGM, expire on the date of the AGM

