


BEIJING ENTERPRISES WATER GROUP

MEETING DATE	Fri, 01 Jun 2018 15:00	TYPE	AGM	ISSUE DATE	Fri, 18 May 2018
MEETING LOCATION	66th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong				
CURRENT INDICES	PIRC SE Asia				
SECTOR	Sewerage systems				

	PROPOSALS	ADVICE
1	<p>Receive the Annual Report Disclosure is considered adequate and the report was made available sufficiently before the meeting. The financial statements have been audited and certified. Triodos supports this resolution.</p>	For
2	<p>Approve the Dividend A final dividend of HKD 0.075 per share is proposed, which brings the total dividend for the year under review to HKD 0.155 per share. This payment is covered by earnings.</p>	For
3.I	<p>Elect Li Yongcheng Executive Chairman. It is a generally accepted norm of good practice that the Chairman of the Board should act with a proper degree of independence from the Company's management team when exercising his or her oversight of the functioning of the Board. Holding an executive position is incompatible with this. He is chair of the Nomination Committee and less than 20% of the Board are women which Triodos does not support</p>	Oppose
3.II	<p>Elect E Meng Executive Director.</p>	For
3.III	<p>Elect Li Haifeng Executive Director.</p>	For
3.IV	<p>Elect Tung Woon Cheung Executive Director.</p>	For
3.V	<p>Elect Guo Rui Non-Executive Director. Not considered to be independent owing to a tenure of over nine years. There is insufficient independent representation on the Board. Triodos opposes this resolution.</p>	Oppose
3.vi	<p>Authorise the Board of Directors to Fix the Directors' Remuneration Standard proposal.</p>	For
4	<p>Appoint the Auditors and Allow the Board to Determine their Remuneration EY proposed. Non-audit fees represented 66.67% of audit fees during the year under review and 37.69% on a three-year aggregate basis. This level of non-audit fees raises major concerns about the independence of the statutory auditor. Triodos opposes this resolution.</p>	Oppose
5	<p>Authorise Share Repurchase The authority is limited to 10% of the share capital and expires at the next AGM. This is within recommended limits.</p>	For
6	<p>Approve General Share Issue Mandate The authority is limited to 20% of the share capital and expires at the next AGM. The authority exceeds recommended limits. Triodos opposes this resolution.</p>	Oppose

7 Extend the General Share Issue Mandate to Repurchased Shares

Oppose

The directors seek authority to re-issue under the authority granted in proposal 6 those shares repurchased under the authority granted by proposal 5. The effect of the proposal, if approved, would be to extend the limit for issuance of shares from 20% to 30% of issued share capital. Given the concerns over dilution of the shareholder rights, Triodos opposes this resolution.

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