

CHINA EVERBRIGHT INTL LTD

MEETING DATE	Wed, 16 May 2018 15:00	TYPE	AGM	ISSUE DATE	Mon, 30 Apr 2018
MEETING LOCATION	Island Ballroom, Level 5, Island Shangri-La, Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong				
CURRENT INDICES	PIRC SE Asia				
SECTOR	Water, sewer, pipeline, and communications and power line construction				

PROPOSALS		ADVICE
1	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.	For
2	Approve the Dividend A final dividend of HKD 0.12 per share is proposed, which brings the total dividend for the year under review to HKD 24.0 cents per share. This payment is covered by earnings.	For
3.A	Re-elect Wong Kam Chung, Raymond Executive Director.	For
3.B	Elect Hu Yanguo Executive Director. He is newly appointed to the Board and his appointment does not improve the gender balance on the Board which Triodos does not support.	Oppose
3.C	Elect Qian Xiaodong Executive Director. He is newly appointed to the Board and his appointment does not improve the gender balance on the Board which Triodos does not support.	Oppose
3.D	Re-elect Fan Yan Hok, Philip Non-Executive Director. Not considered to be independent as he has recently served as an Executive of the company. There is insufficient independent representation on the Board. Triodos opposes this resolution.	Oppose
3.E	Re-elect Mar Selwyn Non-Executive Director. Not considered to be independent owing to a tenure of over nine years. There is insufficient independent representation on the Board. He is chair of the Audit committee which is not fully independent which Triodos does not support.	Oppose
3.F	Authorise the Board to Fix Directors' Remuneration Standard proposal.	For
4	Appoint the Auditors and Allow the Board to Determine their Remuneration EY proposed. No non-audit fees were billed for the year under review, and they represented 16.96% on a three-year aggregate basis. This level of non-audit fees does not raise serious concerns about the independence of the statutory auditor.	For
5.I	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.	Oppose
5.II	Authorise Share Repurchase The authority is limited to 10% of the share capital and expires at the next AGM. This is within recommended limits.	For

5.III Extend the General Share Issue Mandate to Repurchased Shares

Oppose

The directors seek authority to re-issue under the authority granted in proposal 5.II those shares repurchased under the authority granted by proposal 5.I. 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. Triodos opposes this resolution.

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