

Background

项目背景



On 9 May, 2017, the company incorporated a joint venture company, JE Synergy Engineering Pte. Ltd (“JESE”) with Zhejiang Jinxin Engineering & Construction Co., Ltd and EGP. JESE will provide engineering, procurement and construction (“EPC”) related services in respect of the MBT Project through the Proposed EPC Agreement.

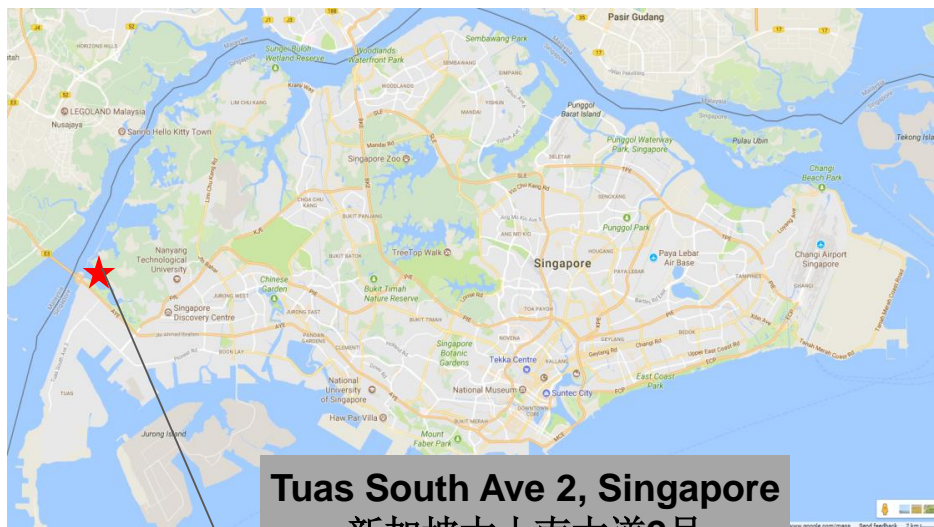
公司于2017年5月9日，与浙江锦鑫建设工程有限公司、EGP联合成立了JE Synergy Engineering 私人有限公司（“JESE”）。JESE将通过拟议EPC协议，就MBT项目提供工程、采购和建设（“EPC”）相关服务。

About MBT Project

关于MBT项目

Project Detail

项目详情



Tuas South Ave 2, Singapore
新加坡大士南大道2号



Owner 业主	JE Synergy Pte Ltd (Joint Venture between Jinjiang Group and Eastern Green Power) JES公司 (锦江集团和EGP的合资公司)
Treatment Capacity 处理能力	500 tons/day 500吨/天
Concession Period 特许期	20 years 20年
Project Duration 项目时长	Until 31 March 2020 至2020年3月31日
Contractor 承包商	JE Synergy Engineering Pte Ltd (Associated Company of Jinjiang Environment) JESE公司 (锦江环境关联公司)

Key terms of EPC Agreement

EPC协议主要条款

Scope of Work 工作范围	<ul style="list-style-type: none">• Engineering, procurement and construction (EPC) of the MBT plant MBT厂的工程、采购和建设（EPC）• Post completion, JE Synergy Engineering may continue with managing operations and maintenance 完成后，JESE可能继续管理运营和维护
Contract Sum 合同金额	S\$66,563,000 before GST (EPC portion of project) 税前新币66,563,000元（项目EPC部分）
Pricing Principle 定价原则	Based on cost-plus pricing using bottom-up budgeting with reference to indicative quotations provided by sub-contractors in a pre-tender phase and historical cost estimates from similar past projects, with adjustments for local factors such as material and labour costs 根据成本加成定价，参照投标前阶段分包商提供的指示性报价和过去类似项目的历史费用概算，参照自下而上的预算编制，并根据当地因素，例如材料和劳动力成本，作出调整而决定的

Independent Financial Adviser-Pricewaterhouse Coopers Corporate Finance Pte Ltd
独立财务顾问-普华永道

the Proposed EPC Agreement is on normal commercial terms and is not prejudicial to the interests of the Company and its minority Shareholders

拟议EPC协议乃按一般商业条款订立，并不损害公司及其少数股东的利益

Jinjiang Environment has a track record of undertaking EPC projects similar in nature, hence, this project will allow it to apply its capabilities and know-how

锦江环境有从事类似项目EPC的经验，因此，可以将其能力和专业知识运用于该项目

Ability to generate additional revenue and net profit (about 1-2% more based on 3Q2018 net attributable profit)

能产生附加的收入和净利润（基于2018年3季度净贡献利润约为1-2%）

Being the 1st MBT project in Singapore, it is a high-profile demonstration of JE Synergy Engineering's engineering and construction capabilities

作为新加坡第一个MBT项目，将成为JESE工程与施工能力的高知名度示范项目

Builds credentials to secure similar EPC projects in Singapore in future

为未来在新加坡获得类似EPC项目提供保证

A stepping stone to future collaboration opportunities outside the PRC and helps with global expansion

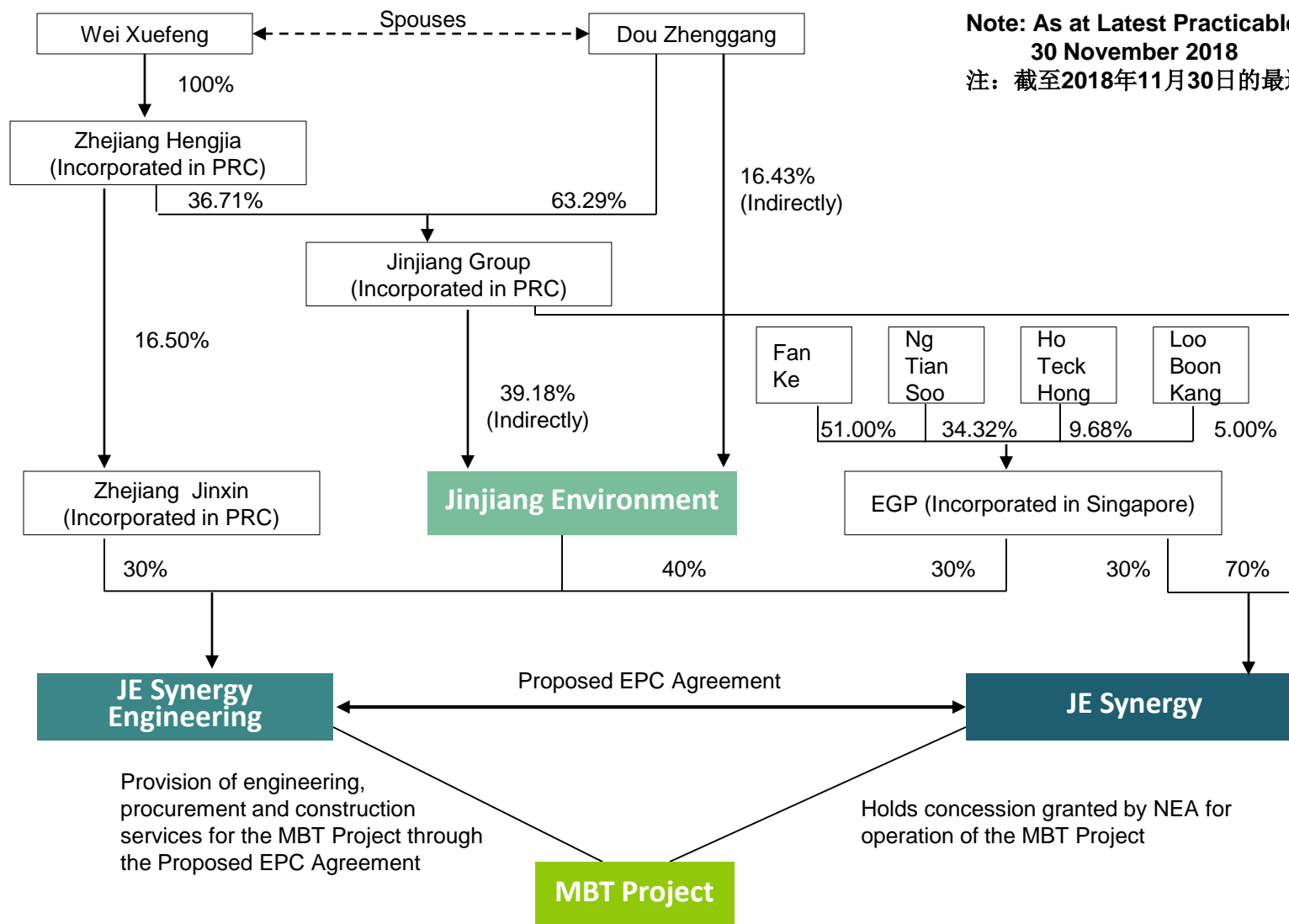
未来国外合作机会的跳板，有助于全球扩张

Ability to acquire experience and expertise in MBT which is one of the foremost waste treatment methods used in developed countries

能够获得MBT的经验和专业知识，MBT是发达国家使用的最重要的废物处理方法之一

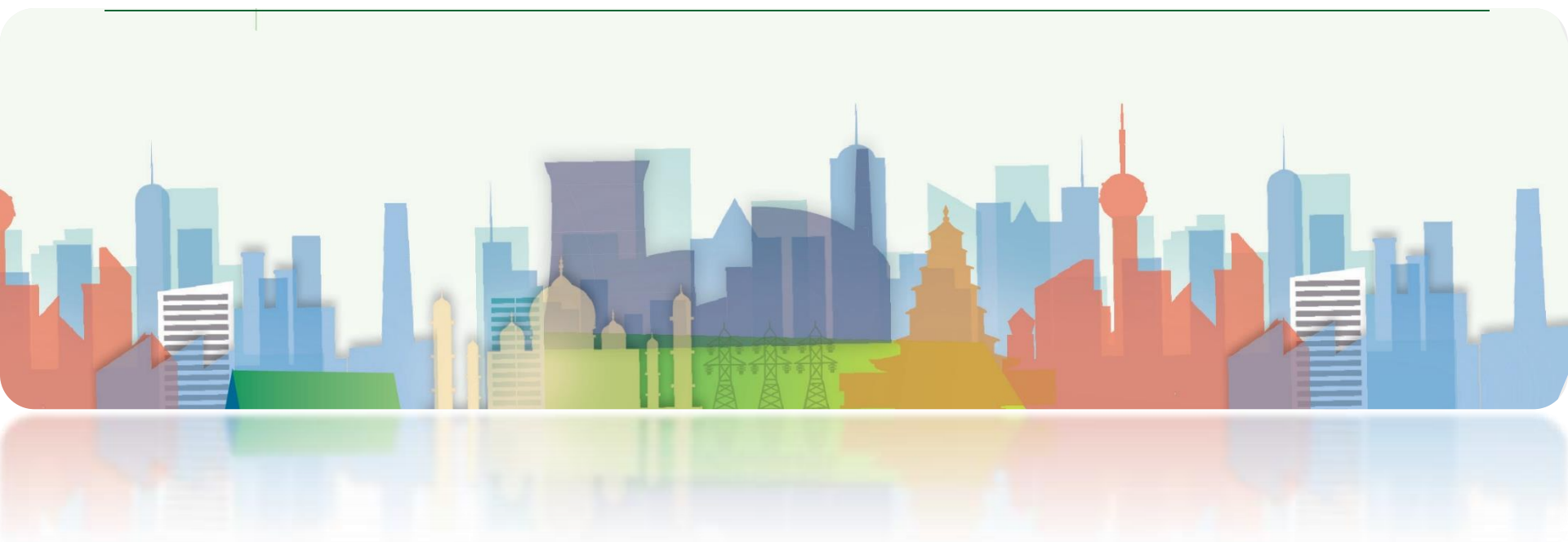
Project Ownership Structure

项目所有权结构



The Second Resolution

第二项议题



About Hangzhou Zhenghui

关于杭州正晖



Hangzhou Zhenghui, a wholly owned subsidiary company of Jinjiang Environment, is engaged in the provision of engineering, design, construction, project management, and engineering-related consultancy services within and outside the PRC.

杭州正晖是由锦江环境的全资子公司，是一家在国内外提供工程、设计、建造、项目管理和工程相关咨询服务的企业。

As of September 30 2018
数据截至2018年9月30日

Category 类目	Amount (RMB Million) 金额（人民币百万元）
(一) Revenue 收入	173.09
其中: Trade Revenue 贸易类收入	91.66
Technical and Design Service 技术及设计服务类	81.43
减: Operating Cost 营业成本	90.88
减: Taxes and surcharges 税金及附加	2.16
减: Administration Expense 管理费用	15.68
减: Financial Expense 财务费用	-0.21
(二) Net Profit 净利润	58.81

Current Interested Party Transactions (IPT) General Mandate 目前关联方交易一般性授权

- The IPT General Mandate enables Jinjiang Environment, its subsidiaries and associated companies that are considered to be “entities at risk” (of becoming interested parties) to enter in the ordinary course of business into any of the mandated transactions with specified classes of the Jinjiang Environment’s interested persons
关联方交易一般授权能使被视为（将成为利益相关方的）“在险实体”的公司及其附属公司、关联公司，在正常业务运作中与公司特定类别的利益关联人士进行任何授权交易
- IPT General Mandate was originally adopted on 20 July 2016, and then renewed at the EGM on 25 April 2017
关联方一般性授权于2016年7月20日获采纳，并于2017年4月25日的特别股东大会上更新
- At the EGM held on 30 April 2018, certain modifications to the IPT General Mandate were approved
在2018年4月30日的特别股东大会上，若干项对关联方一般性授权的修改已获通过

✓ PASSED

已通过

Proposed Modifications to the General Mandate for Interested Party Transactions

拟议修改关联交易的一般授权

- ✓ With Jinjiang Environment's enhanced capabilities and expertise following the acquisition of Hangzhou Zhenghui, apart from the MBT Project, Jinjiang Environment may provide EPC services (including design and consulting services) to other projects of Jinjiang Group, as well as operations and maintenance services for such projects.

锦江环境在收购杭州正晖后，具有更高能力和专业性。除MBT项目外，锦江环境可向锦江集团的其他项目提供EPC服务（包括设计和咨询服务），以及该类项目的运营及维护服务。

To facilitate the above, the follow modifications to the IPT General Mandate have been proposed:
为达至以上目的，提出修改关联交易一般授权的建议如下

1

Categories of mandated transactions to include the following new transactions:

新交易后授权交易的类别：

- Provision of **EPC services** and ancillary services (including design and consulting services)
提供**EPC服务**及辅助服务（包括设计及咨询服务）
- Provision of **operations and maintenance services** relating to operational processes and engineering, equipment operation, repair and maintenance services
提供**运营及维护服务**，包括运营过程，工程，设备运营、维修及维护服务

2

Review procedures for determining transaction prices for the New categories of mandated transactions to be included

审核包括就授权交易新类别确定交易价格之程序

Thank You

谢谢

