

## DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

### DIRECTORS

#### Executive Directors

**Wen Yibo**, aged 44, is an executive Director and chairman of our Company and a founder of our Group. He was appointed to our Board on November 7, 2005 and is responsible for charting our Group's strategic direction. Mr. Wen graduated with a bachelor of environmental engineering from the Lanzhou Railway College (蘭州鐵道學院, currently known as Lanzhou Jiaotong University (蘭州交通大學)) in July 1986. In December 1989, he graduated from Tsinghua University (清華大學) with a master's degree in environmental engineering. Mr. Wen has accumulated more than 16 years of experience in the environmental protection industry. Between 1989 and 1990, Mr. Wen worked as a lecturer in the environmental engineering department of Tsinghua University. From 1990 to 1993, he was a senior engineer at the engineering division of the Planning and Design Institute of the Ministry of Chemical Engineering. In November 1993, Wen Yibo and his wife, Zhang Huiming, co-founded Beijing Sound Environmental Technology Development Company and Mr. Wen has served as its chairman since then. In recognition of the contributions made by Wen Yibo to the development of the environmental protection industry in the PRC, he was awarded the "China Environmental Protection Industry (Enterprises) Development Contribution Award (中國環境保護產業(企業)發展貢獻獎)" by the China Environmental Protection Industry Association (中國環境保護產業協會) in 2005. He is currently the legal representative of Beijing Sound and is also a director and legal representative of several companies including Beijing Sound Enviro and Sound Environmental Resources. Mr. Wen was accorded a senior engineer in September 1998 by the Beijing Senior Specialized Technique Qualification Evaluation Committee and was accorded the professor engineer in September 2003. Mr. Wen is also retained as a part-time professor in Tongji University (同濟大學) and Lanzhou Jiaotong University (蘭州交通大學).

**Li Li**, aged 45, is the chief executive officer and an executive Director of our Company. Mr. Li was appointed to our Board on June 6, 2008. Mr. Li graduated with a bachelor's degree in mechanical engineering from Xi'an Jiaotong University (西安交通大學) in 1988. Mr. Li was our general manager (operations) and has more than 13 years of experience in mechanical engineering. Prior to his appointment to our Company's Board in June 2008, he was the general manager (operations) at Beijing Sound. From 1988 to 1997, Mr. Li was an engineer of cold processing and welding. From 1997 to 2001, he worked as the deputy dean and deputy general manager of the First Design Institute of the Department of Mechanical Engineering. From 2001 to 2007, he was the general manager at Beijing Sound. Mr. Li was accorded a senior engineer in November 2002 by the Beijing Senior Specialized Technique Qualification Evaluation Committee. In January 2008, Mr. Li was accorded a senior engineering project manager by the China Exploration and Design Association.

**Yan Xiaolei**, aged 35, is an executive Director and was appointed to our Board on May 18, 2006. He is responsible for corporate development, focusing on new business ventures, mergers and acquisitions, special projects and feasibility studies for our Group. Mr. Yan obtained a bachelor of engineering, majoring in management information systems, from Qingdao University (青島大學) in 1997. He graduated from Northern Jiaotong University (北方交通大學, currently known as Beijing Jiaotong University (北京交通大學)) with a master degree in management in 2000. In 2007, he obtained a PhD in accounting with the Research Institute for Fiscal Science of the Ministry of Finance, PRC. Mr. Yan joined Beijing Sound in 2000 and was made the manager of the capital operation department, responsible for our Company's capital strategy. In 2002, he was also appointed as secretary to the

## DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

board of directors. Between January 2003 and June 2005, Mr. Yan was the CFO and secretary to the board of directors of Beijing Sound. In July 2005, he was appointed a deputy general manager, in charge of financing activities. Subsequently, in 2006, our management decided to transfer our Group's financing activities to and place them under the purview of the finance department and Mr. Yan was put in charge of corporate development. Mr. Yan was qualified as a certified public accountant (CPA) of the PRC in December 2002. He was also accorded a senior economist on October 25, 2008 by the Beijing Senior Specialized Technique Qualification Evaluation Committee.

**Zhang Baolin**, aged 47, is an executive Director and was appointed to our Board on March 12, 2010. He is the dean of the design department of Beijing Sound and is responsible for the design proposals of our projects, value-added technology (standardization of design and optimization of design) and design innovation. Mr. Zhang graduated with a bachelor degree in water treatment and drainage from Lanzhou Railway College (蘭州鐵道學院, currently known as Lanzhou Jiaotong University (蘭州交通大學)) in July 1993. Between 1983 and 1987, he was an assistant engineer of Lanzhou Xining Railway Bureau (蘭州鐵路局西寧鐵路分局). From 1988 to 2000, he worked at Lanzhou Coal Mining Design Institute (蘭州煤礦設計院) as an engineer. Since August 2000, he has worked as the dean of the design department of Beijing Sound. Mr. Zhang was accorded a senior engineer in April 1998 by the Gansu Bureau of Personnel. He was also recognized as a registered supervisory engineer in 1999 jointly by the Ministry of Personnel and the Ministry of Construction of the PRC and passed the examination of registered public utilities engineer jointly held by the Ministry of Construction and the Ministry of Personnel of the PRC in 2005 and passed the examination of registered environmental engineer jointly held by the Ministry of Environmental Protection and the Ministry of Personnel of the PRC in 2008.

### Independent non-executive Directors

**Fu Tao**, aged 42, is an independent non-executive Director and was appointed to our Board on August 24, 2006. Mr. Fu graduated from the Peking University (北京大學) in 1990 with a bachelor of science in applied chemistry. He obtained a master degree in environmental engineering from Tsinghua University (清華大學) in 1993 and also obtained a doctorate in civil engineering from the Harbin University of Civil Engineering and Architecture (哈爾濱建築工程學院, currently known as Harbin Institute of Technology (哈爾濱工業大學)) in 1999. Between 1994 and 1999, Mr. Fu worked in the department of science and technology at the Ministry of Construction (“MOC”) as a project officer in charge of urban construction projects. From 1999 to 2001, he was the director of the information division at the Center of Promoting Housing Industrialization of the MOC (建設部住宅產業化促進中心). Between 2001 and 2002, Mr. Fu was the chief secretary of the China Housing Industry Association (全國住宅商會). He is a senior engineer and has held the position of director of the water policy research center at Tsinghua University (清華大學水業政策研究中心) since 2003. Over the years, Mr. Fu has been involved in many government research projects and study programs relating to the PRC water industry. These include, amongst others, the pilot study on a benchmarking system for urban water treatment conducted by the MOC and the North China Water Quality Study program conducted jointly by the World Bank and the MOC.

**Seow Han Chiang Winston**, aged 41, is an independent non-executive Director and was appointed to our Board on August 24, 2006. He holds a bachelor of law (honors) degree from the

## DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

National University of Singapore. He was admitted as an Advocate and Solicitor of the Supreme Court of Singapore in 1995. From 1995 to 2006, he was a corporate partner of Madhavan Partnership, a Singapore law firm. Seow Han Chiang Winston joined Madhavan Partnership as an associate in May 1995 and became a partner in the corporate department in January 1998. From 2006 to 2007, he was a corporate partner of KS Chia Gurdeep & Param, a Singapore law firm. He is currently a corporate partner of KhatterWong, a Singapore law firm.

**Wong See Meng**, aged 62, is an independent non-executive Director and was appointed to our Board on May 18, 2009. Mr. Wong graduated from the University of Singapore (now known as the National University of Singapore) in business administration with honors in 1971 and was admitted as Associate of the Chartered Institute of Management Accountants (U.K.) in 1983. He also holds the membership of the Singapore Institute of Directors and the Singapore Institute of Management. Between 1971 and 1972, he worked in ESSO (“EXXON”) Singapore Pte. Ltd.. He joined ESSO (“EXXON”) Singapore Pte. Ltd. as a finance trainee in 1971 and was appointed refinery accountant and head of the refinery accounting department in 1972. Between 1972 and 1973, he worked as a project analyst in Singapore Petroleum Co., Pte. Ltd.. He worked as assistant manager in Orient Leasing Singapore Ltd. from 1973 and worked as manager from 1976 to 1978. He joined GATX Leasing (Pacific) Ltd. as personal assistant to the general manager in 1978 and became assistant vice president and general manager in 1980. From 1978 to 1981, he worked in GATX Leasing (Pacific) Ltd.. He joined Forward Overseas Credit Ltd. as the general manager in 1981 and became the chief general manager in 1983 until 1987. From 1987 to 2001, he worked in Development Bank of Singapore Ltd.. He joined the Development Bank of Singapore Ltd. as the General Manager in 1987 and became the senior vice president in 1993 and the managing director in 1997. He was the general manager of Raffles Medical Group (Hong Kong) between 2001 and 2002 and the business development manager of Sino Land Group (Hong Kong) between 2002 and 2003. From 2003 to 2007, he was the managing director of ORIX Leasing Singapore Ltd.. Currently Mr. Wong provides training on banking and finance for senior management staff from various Chinese banks.

### SENIOR MANAGEMENT

**Choo Beng Lor**, aged 38, joined our Group as chief financial officer in February 2006. He oversees and coordinates the operation of our Group’s finance department as well as managing all the financial, accounting and taxation functions and financing activities of our Group. Mr. Choo graduated with a bachelor of accountancy (honors) from the Nanyang Technological University in 1996. He is a certified public accountant and a non-practicing member of the Institute of Certified Public Accountants of Singapore. Mr. Choo worked for Deloitte & Touche, Singapore for six years from 1996 to 2002. While with Deloitte & Touche, he managed a portfolio of clients which included public listed companies and multi-national corporations. His responsibilities included audit work, as well as assignments such as initial public offerings, limited reviews and due diligence. From 2002 to 2005, Mr. Choo served as the financial controller and company secretary of Sinomem Technology Limited, where he was in charge of its listing on the SGX-ST and oversaw all financial and accounting matters of the Sinomem group in Singapore and the PRC. He also ensured Sinomem group’s compliance with all ongoing obligations as a listed company and was actively involved in post-listing investor and public relations and mergers and acquisitions matters. From 2005 to 2006, Mr. Choo was the chief financial officer of Sino Chemical Holdings Pte. Ltd.

## DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

**Zhou Hao**, aged 39, has been the deputy general manager (operations) of our Company since March 12, 2010 and the deputy general manager of Beijing Sound since he joined our Group in March 1998. He is responsible for the management of our EPC business, project management and engineering debug and delivery. Mr. Zhou obtained a bachelor degree of water treatment and drainage from the environmental engineering department of Xi'an Metallurgy and Architecture College (西安冶金建築學院 currently known as Xi'an University of Architecture and Technology (西安建築科技大學)) in July 1993. From August 1993 to March 1998, he worked as an assistant director of the design office of the mechanical power department of Ningxia Hengli Steel Group (寧夏恒力鋼鐵集團).

**Luo Liyang**, aged 37, has been the deputy general manager (marketing) of our Company since March 12, 2010 and the deputy general manager and manager of the marketing department in Beijing Sound since he joined our Group in May 2000. He is responsible for market planning and channel exploitation, construction and management of product platform and establishment of our sales network. Mr. Luo graduated with a bachelor degree in environmental monitoring from Henan Normal University (河南師範大學) in July 1997. From July 1997 to March 1998, he was the vice manager of the environmental protection department of Henan Xuchang Biochemical Co., Ltd. (河南許昌生化有限責任公司). From March 1998 to May 2000, he was the vice manager of the business department of Henan Luohe Huanhaiqing Environmental Protection Co., Ltd. (河南漯河市寰海清環保集團公司). Mr. Luo was accorded an engineer in December 1998 by the Henan Science and Technology Committee.

### JOINT COMPANY SECRETARIES

Our joint company secretaries are Mr. Choo Beng Lor, Mr. Tan Wei Shyan, and Ms. Wong Tak Yee. Mr. Choo Beng Lor is employed by us on a full-time basis. Please refer to his biographical details in the sub-section "Directors, senior management and employees — Senior management" above.

Tan Wei Shyan, aged 32, has been one of our joint company secretaries since April 2007. Mr. Tan graduated with a bachelor degree of laws (honors) from the University of Exeter in 2001. He was admitted as an Advocate and Solicitor of the Supreme Court of Singapore in 2003. Mr. Tan was engaged in general corporate work, and has experience in commercial transactions including joint ventures, commercial leases and listed companies work. Since 2005, Mr. Tan has been practicing at Shook Lin & Bok LLP in Singapore where he is currently a partner in the corporate and corporate finance department.

Wong Tak Yee, aged 53, has been one of our joint company secretaries since June 2010. Ms. Wong graduated with a bachelor degree of arts in language and translation from The Open University of Hong Kong in 2006 and also obtained her master degree of arts in English for the professions from The Hong Kong Polytechnic University in 2009. Ms. Wong was admitted as a Chartered Secretary of The Institute of Chartered Secretaries and Administrators in United Kingdom in 1986 and The Hong Kong Institute of Chartered Secretaries in 1994. From 1997 to 2000, Ms. Wong worked at Deloitte Touche Tohmatsu in Hong Kong as a senior manager of the company secretarial services department. Since 2000, Ms. Wong has been working at Tricor Group and is currently a director of the corporate services division of Tricor Services Limited. Ms. Wong has over 25 years of

## DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

experience in providing corporate secretarial services and has been providing professional services to Hong Kong listed companies for over 10 years.

### **BOARD COMMITTEES**

#### **Audit committee**

Our Company established an audit committee in October 2006 which has written terms of reference. The primary duties of the audit committee are to review and supervise the financial reporting process and internal control systems of our Group.

The audit committee comprises Mr. Wong See Meng, Mr. Seow Han Chiang Winston and Mr. Fu Tao. Mr. Wong See Meng is the chairman of the audit committee.

#### **Remuneration committee**

Our Company established a remuneration committee in October 2006 which has written terms of reference in compliance with the code provisions of the Code of Corporate Governance Practices set out in Appendix 14 to the Listing Rules. The functions of this committee include the formulation and recommendation to the Board in respect of our Company's policy and structures for all remuneration of our Directors and senior management of our Company, the establishment of a formal and transparent procedure for developing policy on remuneration, the determination of specific remuneration packages of all executive Directors and senior management in the manner specified in the terms of reference, the recommendation to the Board of the remuneration of non-executive Directors, review and approval of performance-based remuneration, and review and recommendation to our Shareholders as to the fairness and reasonableness of the terms of any Director's service agreement which is subject to the prior approval of our Shareholders in general meeting pursuant to the Listing Rules.

The remuneration committee comprises Mr. Seow Han Chiang Winston, Mr. Wong See Meng and Mr. Fu Tao. Mr. Seow Han Chiang Winston is the chairman of the remuneration committee.

#### **Nomination committee**

Our Company established a nomination committee in October 2006 which has written terms of reference. The primary duties of the nomination committee are to review and make recommendations to the Board on all candidates nominated for appointment to the Board, to identify and make recommendations to the Board as to the Directors who are to retire by rotation and to be put forward for re-election at each annual general meeting of our Company, and to determine annually whether or not a Director is independent.

The nomination committee comprises Mr. Wong See Meng, Mr. Seow Han Chiang Winston and Mr. Wen Yibo. Mr. Wong See Meng is the chairman of the nomination committee.

<b>DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES</b>
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### Compliance adviser

Our Company has appointed Guotai Junan Capital Limited as our compliance adviser pursuant to Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the compliance adviser will advise our Company in the following circumstances:

- (i) before the publication of any regulatory announcement, circular or financial report;
- (ii) where a transaction, which might be a notifiable or connected transaction, is contemplated including but not limited to share issues and share repurchases;
- (iii) where the business activities, developments or results of operation of our Group deviate from any forecast, estimate, or other information in this Listing Document; and
- (iv) where the Stock Exchange makes an enquiry of our Company regarding unusual movements in the price or trading volume of the Shares.

The term of the appointment will commence on the Listing Date and end on the date on which our Company complies with Rule 13.46 of the Listing Rules in respect of its financial results for the first full financial year commencing after the Listing Date.

### EMPLOYEES

As at December 31, 2007, 2008 and 2009 and June 30, 2010, we employed 273, 587, 578 and 771 full-time employees, respectively. The following table shows a breakdown of our employees by function as of December 31, 2007, 2008 and 2009 and June 30, 2010:

	Total number of employees			
	as of December 31, 2007	as of December 31, 2008	as of December 31, 2009	as of June 30, 2010
Management and administration .....	37	40	48	50
Finance and accounting .....	21	33	27	30
Sales and marketing .....	49	71	71	59
Design and R&D .....	57	98	73	77
Projects and production .....	109	345	359	555
<b>Total</b> .....	<b>273</b>	<b>587</b>	<b>578</b>	<b>771</b>