

Supplementary Information

Year ended December 31, 2017

(Under SGX-ST Listing Manual requirements)

A. Directors' and Key Executives' Remuneration Earned for the Year

Summary compensation table for the year ended December 31, 2017

Name of Director	Salary ¹ S\$'000	Bonus earned S\$'000	Fair value of share-based compensation granted for the year ³ S\$'000	Directors' fees ⁴		Brought forward bonus bank ² S\$'000
				Cash-based ⁵ S\$'000	Share-based ⁶ S\$'000	
Payable by Company						
Ang Kong Hua	–	–	–	447	191	–
Tang Kin Fei ⁷	386	–	–	–	–	3,980
Tang Kin Fei ^{5,7}	–	–	–	25	–	–
Neil McGregor ⁵	–	–	–	22	9	–
Neil McGregor ⁸	1,144 ⁹	521	2,326	–	–	–
Bobby Chin Yoke Choong <i>(retired on April 19, 2017)</i>	–	–	–	70	–	–
Margaret Lui ⁵	–	–	–	120	52	–
Tan Sri Mohd Hassan Marican	–	–	–	107	46	–
Tham Kui Seng	–	–	–	106	46	–
Dr Teh Kok Peng	–	–	–	122	52	–
Ajaib Haridass	–	–	–	116	50	–
Nicky Tan ⁵	–	–	–	106	45	–
Yap Chee Keong	–	–	–	115	50	–
Jonathan Asherson OBE <i>(appointed on July 17, 2017)</i>	–	–	–	29	13	–
Payable by Subsidiaries						
Tang Kin Fei ⁵ <i>(retired on April 18, 2017)</i>	–	–	–	96	–	–
Neil McGregor ⁵ <i>(appointed on April 20, 2017)</i>	–	–	–	153	37	–
Tan Sri Mohd Hassan Marican	–	–	–	420	180	–
Ajaib Haridass	–	–	–	190	82	–
Tham Kui Seng	–	–	–	53	–	–
Name of Key Executive						
Tan Cheng Guan ⁵	663	202	550	44	–	1,633
Koh Chiap Khiong ⁵	613	233	550	180	61	1,804
Ng Meng Poh ⁵	611	189	550	95	–	1,748
Wong Weng Sun	867	852	1,069	–	–	2,676
Kelvin Teo ⁵	413	248	234	10	–	403

Supplementary Information

Year ended December 31, 2017

(Under SGX-ST Listing Manual requirements) (cont'd)

A. Directors' and Key Executives' Remuneration Earned for the Year (cont'd)

Notes:

- ¹ The amount shown is inclusive of basic salary, fixed allowances, AWS and other emoluments.
- ² The Brought Forward Bonus Bank is the outstanding balance of bonus as at December 31, 2017 (incorporating any adjustment made to the bank balance but excluding the bonus earned during the financial year). Typically, one-third of the accumulated bonus comprising Bonus Earned in the financial year and the Brought Forward Bonus is paid out in cash each year, with the balance being carried forward to the following year. The balances of the bonus bank in future will be adjusted by the yearly EVA performance of the Group and its subsidiaries and the payouts made from the Bonus Bank.
- ³ The fair value of the share plans granted for the year is disclosed. The shares granted to key executives are contingent upon meeting performance measures. If these performance measures are not met, the key executive will not be vested with any shares.
- ⁴ Based on the Directors' Fee framework, the computation of non-executive directors' fees totalled S\$2,258,625 in 2017 (2016: S\$2,365,750). After applying the 15% voluntary reduction in fees payable to existing non-executive directors, the resulting non-executive directors' fees for the financial year 2017 totalled S\$1,938,769.
- ⁵ Directors' fees for Margaret Lui are payable to Azalea Investment Management Pte Ltd. Directors' fees for Neil McGregor are payable to Temasek International Pte Ltd. Directors' fees for Nicky Tan are payable to Tan Kok Wah and Tee Min Foundation Ltd. Directors' fees in cash from subsidiaries for Neil McGregor, Tan Cheng Guan, Koh Chiap Khiong and Ng Meng Poh are payable to SCI. Directors' fees in cash of S\$74,000 from subsidiaries for Tang Kin Fei are payable to SCI. Directors' fees in cash from subsidiaries for Kelvin Teo are payable to Sembcorp Parks Management Pte Ltd and Batamindo Shipping & Warehousing Pte Ltd.
- ⁶ To align the interests of the non-executive directors with the interests of shareholders, up to 30% of the aggregate directors' fees approved by shareholders for a particular financial year may be paid out in the form of restricted share awards under the Sembcorp Industries Restricted Share Plan 2010.
From 2011, the awards granted under the Sembcorp Industries Restricted Share Plan 2010 to all directors as part of their directors' fees (except for Tang Kin Fei, who was the Group President & CEO, and who did not receive any directors' fees) will consist of the grant of fully paid shares outright with no performance and vesting conditions attached, but with a selling moratorium. Non-executive directors are required to hold shares (including shares obtained by other means) worth the value of their annual base retainer (currently S\$75,000); any excess may be sold as desired. A non-executive director can dispose of all of his shares one year after leaving the Board.
The actual number of shares awarded to each non-executive director will be determined by reference to the volume-weighted average price of a share on the SGX-ST over the 14 trading days from (and including) the day on which the shares are first quoted ex-dividend after the AGM (or, if the resolution to approve the final dividend is not approved, over the 14 trading days immediately following the date of the AGM). The number of shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash. A non-executive director who steps down before the payment of the share component will receive all of his director's fees for the year (calculated on a pro-rated basis, where applicable) in cash.
Details on the share options, performance shares and restricted shares granted to the directors are set out in the section on Share-based Incentive Plans in the Directors' Report.
- ⁷ Tang Kin Fei retired as Group President & CEO of SCI on March 31, 2017 and retired as Director of SCI on May 31, 2017.
- ⁸ Neil McGregor was appointed as Group President & CEO on April 1, 2017.
- ⁹ The amount excludes sign on bonus of S\$800,000.

(Under SGX-ST Listing Manual requirements) (cont'd)

B. Interested Person Transactions

Interested person transactions carried out during the financial year which fall under Chapter 9 of the Listing Manual of the Singapore Exchange Securities Trading Limited (SGX-ST) are as follows:

Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual (excluding transactions less than S\$100,000)	
	2017
	S\$'000
Sale of goods and services	
Temasek Holdings (Private) Limited and its Associates	
– Accuron Technologies Limited and its Associates	1,351
– PSA International Pte Ltd and its Associates	90,767
– Singapore Power Limited and its Associates	2,621
– Temasek Capital (Private) Limited and its Associates	1,633
– Wildlife Reserves Singapore Pte Ltd and its Associates	3,391
	99,763
Olam International Ltd and its Associates	3,503
Starhub Ltd and its Associates	21,610
SATS Ltd and its Associates	4,507
Singapore Telecommunications Ltd and its Associates	5,083
Singapore Technologies Engineering Ltd and its Associates	33,013
	167,479
Purchase of goods and services	
Temasek Holdings (Private) Limited and its Associates	
– Singapore Power Limited and its Associates	5,342
– Temasek Capital (Private) Limited and its Associates ¹	486,762
– Certis CISCO Security Pte Ltd and its Associates	203
	492,307
Singapore Telecommunications Ltd and its Associates	6,055
Singapore Technologies Engineering Ltd and its Associates	3,002
	501,364
Provision of management and support services	
Temasek Holdings (Private) Limited and its Associates	
– Temasek Capital (Private) Limited and its Associates	2,729
Obtaining of management and support services	
Temasek Holdings (Private) Limited and its Associates	
– Temasek International (Private) Limited and its Associates	275
Treasury transactions	
Temasek Holdings (Private) Limited and its Associates	
– Clifford Capital Pte Ltd	33,473
	705,320
Total interested person transactions	705,320

Supplementary Information

Year ended December 31, 2017

(Under SGX-ST Listing Manual requirements) (cont'd)

B. Interested Person Transactions (cont'd)

Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	
	2017
	S\$'000
Establishment of Joint Venture	
Temasek Holdings (Private) Limited and its Associates	
– Ascendas-Singbridge Pte. Ltd. and its Associates	33,488

Note:

1. This relates mainly to the purchase of gas by Sembcorp Cogen Pte Ltd from Sembcorp Gas Pte Ltd for the generation of electricity. Sembcorp Gas Pte Ltd is 30% owned by Seletar Investments Pte Ltd, a wholly-owned subsidiary of Temasek Holdings (Private) Limited.