



DBEST (BEIJING) FACILITY TECHNOLOGY MANAGEMENT Co.,Ltd.

# DBEST Compliance Status Update 2015

March. 05th, 2014

# Update Operations Status

Supervision and Audit of Calendar Year 2014



**SIEMENS**



Summary of calendar year 2014  
Supervisor of DBEST  
YU, Yang

February, 2015, Beijing

# Update Operations Status

## Supervision and Audit of Calendar Year 2014

### Main findings & Recommendation

(status: Jan. 20<sup>th</sup>, 2015)



**Findings:** No significant (existing or potential) violations causing damages of company conducted by directors and senior managers have been identified while performing the duties of supervisor summarized below:

#### Financial affairs

- Conducted discussions with CFO and external auditor based on the preliminary findings of company (status: Jan. 20<sup>th</sup>, 2015).

#### Legal & Compliance

- Conducted discussion with responsible local compliance officer based on documents provided (Mr. Funk);
- Received comments/confirmation letters from legal and compliance team of Bilfinger taking care relevant matters of company;
- Reviewed the board resolutions and meeting minutes of company.

#### Recommendation:

Prioritize the internal rules to be established and set up/improve the most important ones within 2015 (e.g. internal controlling system).

# Update Operations Status

## Supervision and Audit of Calendar Year 2014

**SIEMENS**

### Powers and Functions of Supervisor according to Law and JVC

- **The Supervisor is responsible to the shareholders.**
- **The Supervisor performs his/her supervision on the acts of the directors and senior managers. All reasonable expenses in performing duties shall be borne by company.**

#### General powers/functions

- Examine financial affairs.
- Supervise the acts of directors and senior managers in respect of the performance of their duties.
- Propose the removal of directors and senior managers who violate laws, regulations, JVC or board' s resolution.
- Require the directors and senior managers to rectify their acts harming the company's interests.
- Present proposals to the shareholders.

#### Inquiry and investigation

- May attend board meeting as non-voting attendee.
- Make inquiries or suggestions on matters to be resolved by the board.
- Require the board and senior managers to provide true and complete relevant information and documents.
- Conduct investigations upon discovery of unusual circumstances in the operation of the company. Engage an accounting firm for the said investigation if necessary.

#### Bring lawsuit

- Bring lawsuit against the directors or senior managers on behalf of the company upon request of the shareholder. The shareholder may raise such request in case directors or senior managers breach laws, regulations or JVC causing damages to the company.



# Human Resources / Compliance



## Time Schedule for Compliance Program 2015

Step No.	Action	Responsible person	Calendar Week	Deadline	Status
Step 1	To hold regular Compliance Committee meetings for Compliance program 2015	Mr. Funk	01 / 52	December 31 2015	✓
Step 2	To conduct regular trainings for all newcomers in Beijing	Wing / Funk		Every two month	✓
Step 3	To conduct regular trainings for all newcomers in Shanghai	Wing / Funk		Every two month	✓
Step 4	To provide training for members of Compliance Committee	Mr. Funk	On demand	December 31 2015	✓
Step 5	To ensure updated information from Bilfinger Compliance Officer	Mr. Funk	ongoing	December 31 2015	✓
Step 6	To ensure always updated documents for Compliance program	Mr. Funk	ongoing	December 31 2015	✓
Step 7	To send out compliance documents to all DBEST newcomers (learning by themselves)	Wing	ongoing	Every month	✓
Step 8	To provide second Training for Beijing Office staff	Funk / Wing	36 / 42	October 31 2015	✓
Step 9	To provide second Training for Shanghai Office staff	Funk / Wing	36 / 42	October 31 2015	✓
Step 10	To provide second training conducted by department managers	Wing	36 / 44	October 31 2014	✓
Step 11	To conduct continuous monitoring and auditing compliance with the compliance policies and adoption of additional measures	Wing / Funk	ongoing	December 31 2015	✓
Step 12					