

ASEAN Corporate Governance Scorecard

D	Disclosure and Transparency	
D.1	Transparent ownership structure	
D.1.1	Does the information on shareholdings reveal the identity of beneficial owners, holding 5% shareholding or more?	<p>Yes, the information on shareholdings reveals the identity of beneficial owners holding 5% or more shareholdings. References are as follows:</p> <ul style="list-style-type: none"> • Annual Corporate Governance Report, pg. 46., (1) Ownership Structure– http://www.sminvestments.com/annual-corporate-governance-report • Definitive Information Statement, pg. 6. (d) Security Ownership of Certain Record and Beneficial Owners http://sminvestments.com/annual-financials
D.1.2	Does the company disclose the direct and indirect (deemed) shareholdings of major and/or substantial shareholders?	<p>Yes, the company discloses the direct and indirect shareholdings of substantial shareholders. References are as follows:</p> <ul style="list-style-type: none"> • Annual Corporate Governance Report, pg. 46., (1) Ownership Structure– http://www.sminvestments.com/annual-corporate-governance-report • Definitive Information Statement, pg. 6. (d) Security Ownership of Certain Record and Beneficial Owners http://sminvestments.com/annual-financials • SMIC Website – Investor Relations – Corporate Disclosures – Top 100 Shareholders http://www.sminvestments.com/pse-and-sec-filings
D.1.3	Does the company disclose the direct and indirect (deemed) shareholdings of directors (commissioners)?	<p>Yes, the company discloses the direct and indirect shareholdings of directors. References are as follows:</p> <ul style="list-style-type: none"> • Annual Corporate Governance Report, pg. 46., (1) Ownership Structure– http://www.sminvestments.com/annual-corporate-governance-report • Definitive Information Statement, pg. 7. Security Ownership of Management http://sminvestments.com/annual-financials • SMIC Website – Investor Relations – Corporate Disclosures – Top 100 Shareholders http://www.sminvestments.com/pse-and-sec-filings

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D.1.4	Does the company disclose the direct and indirect (deemed) shareholdings of senior management?	<p>Yes, the company discloses the direct and indirect shareholdings of senior management. References are as follows:</p> <ul style="list-style-type: none"> • Annual Corporate Governance Report, pg. 46., (1) Ownership Structure– http://www.sminvestments.com/annual-corporate-governance-report • Definitive Information Statement, pg. 7. Security Ownership of Managementhttp://sminvestments.com/annual-financials • SMIC Website – Investor Relations – Corporate Disclosures – Top 100 Shareholders http://www.sminvestments.com/pse-and-sec-filings
D.1.5	Does the company disclose details of the parent/holding company, subsidiaries, associates, joint ventures and special purpose enterprises/ vehicles (SPEs)/ (SPVs)?	<p>Yes, the company discloses the details of parent/holding company, subsidiaries, associates, joint ventures and special purpose enterprises. References are as follows:</p> <ul style="list-style-type: none"> • Annual Corporate Governance Report, pg. 46., (1) Ownership Structure– http://www.sminvestments.com/annual-corporate-governance-report • SMIC Website – Investor Relations – Corporate Disclosures – Top 100 Shareholders http://www.sminvestments.com/pse-and-sec-filings
D.2	Quality of Annual Report	
	Does the company's annual report disclose the following items:	
D.2.1	Key risks	<p>Yes, the company discloses its key risks. References are as follows:</p> <ul style="list-style-type: none"> • Annual Report, pg. 132, Notes to Consolidated Financial Statements - 29. Financial Risk Management Objectives and Policies –http://www.sminvestments.com/annual-reports • Annual Corporate Governance Report, pg. 74, Report of the Audit and Risk Management Committee – Enterprise Risk Management –

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		<p>http://www.sminvestments.com/annual-reports</p> <ul style="list-style-type: none"> • Annual Corporate Governance Report, pgs. 33-38, (F) Risk Management System – http://www.sminvestments.com/annual-corporate-governance-report
D.2.2	Corporate objectives	<p>Yes, the company discloses its corporate objectives. References are as follows:</p> <ul style="list-style-type: none"> • Annual Report, pgs. 70-72, Management’s Discussion and Analysis or Plan of Operation – http://www.sminvestments.com/annual-reports • Annual Report, pgs. 10-13, President’s Report – http://www.sminvestments.com/annual-reports
D.2.3	Financial performance indicators	<p>Yes, the company discloses its financial performance indicators. References are as follows:</p> <ul style="list-style-type: none"> • Annual Report - Notes to Consolidated Financial Statements – http://www.sminvestments.com/annual-reports • Annual Report, pgs. 10-13, President’s Report – http://www.sminvestments.com/annual-reports
D.2.4	Non-financial performance indicators	<p>Yes, the company discloses its non-financial performance indicators. References are as follows:</p> <ul style="list-style-type: none"> • Annual Report - Notes to Consolidated Financial Statements – http://www.sminvestments.com/annual-reports • Annual Report, pgs. 10-13, President’s Report – http://www.sminvestments.com/annual-reports
D.2.5	Dividend policy	<p>Yes, the company discloses its dividend policy. Reference is as follows:</p>

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		<ul style="list-style-type: none"> Annual Report pg. 62 – Rights, Roles and Protection of Stakeholders – http://www.sminvestments.com/annual-reports
D.2.6	Details of whistle-blowing policy	<p>Yes, the company discloses the details of its whistle-blowing policy. Reference is as follows:</p> <ul style="list-style-type: none"> Annual Report pg. 61 – Corporate Governance Related Policies – Policy on Accountability, Integrity and Vigilance – http://www.sminvestments.com/annual-reports
D.2.7	Biographical details (at least age, qualifications, date of first appointment, relevant experience, and any other directorships of listed companies) of directors/commissioners	<p>Yes, the company discloses the biographical details of its directors. Reference is as follows:</p> <ul style="list-style-type: none"> Annual Report pgs. 52-53 – Board of Directors – http://www.sminvestments.com/annual-reports Annual Report pgs. 56-57 – The Board of Directors – http://www.sminvestments.com/annual-reports
D.2.8	Training and/or continuing education programme attended by each director/commissioner	<p>Yes, the company discloses the training/continuing education of its directors. References are as follows:</p> <ul style="list-style-type: none"> Annual Report pgs. 52-53 – Board of Directors – http://www.sminvestments.com/annual-reports Annual Corporate Governance Report, pgs. 18-19, Continuing Education of Directors – http://www.sminvestments.com/annual-corporate-governance-report
D.2.9	Number of board of directors/commissioners meetings held during the year	<p>Yes, the company discloses the number of board meetings held during the year. Reference is as follows:</p> <ul style="list-style-type: none"> Annual Report pg. 59 – Board Performance and Attendance – http://www.sminvestments.com/annual-reports

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D.2.10	Attendance details of each director/commissioner in respect of meetings held	<p>Yes, the company discloses the attendance details of each director in respect to the meetings held. Reference is as follows:</p> <ul style="list-style-type: none"> • Annual Report pg. 59 – Board Performance and Attendance– http://www.sminvestments.com/annual-reports
D.2.11	Details of remuneration of each member of the board of directors/commissioners	<p>Yes, the company discloses details on remuneration of the board. Reference is as follows:</p> <ul style="list-style-type: none"> • Annual Report pg. 60 – Board Remuneration – http://www.sminvestments.com/annual-reports
	Corporate Governance Confirmation Statement	
D.2.12	Does the Annual Report contain a statement confirming the company's full compliance with the code of corporate governance and where there is non-compliance, identify and explain reasons for each such issue?	<p>Yes, the annual report contains a statement confirming the company's full compliance with the Manual on Corporate Governance. Reference is as follows:</p> <ul style="list-style-type: none"> • Annual Report pg. 61 – Corporate Governance Related Policies – The Manual on Corporate Governance (2nd paragraph) –http://www.sminvestments.com/annual-reports
D.3.	Disclosure of related party transactions (RPT)	

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D.3.1	Does the company disclose its policy covering the review and approval of material/significant RPTs?	<p>Yes, the company discloses its policy covering the review and approval of material RPTs. References are as follows:</p> <ul style="list-style-type: none"> • Annual Report pg. 61 – Corporate Governance Related Policies – Related Party Transactions – http://www.sminvestments.com/annual-reports • Annual Report pg. 124 – 22. Related Party Transactions – http://www.sminvestments.com/annual-reports • SMIC Website – Board Committees – Audit & Risk Management Committee Charter - http://www.sminvestments.com/board-committees
D.3.2	Does the company disclose the name of the related party and relationship for each material/significant RPT?	<p>Yes, the company discloses the name and respective relationship for each material RPT. References are as follows:</p> <ul style="list-style-type: none"> • Annual Report pg. 124 – 22. Related Party Transactions – http://www.sminvestments.com/annual-reports • Annual Corporate Governance Report, pg. 48, Disclosure of RPTs – http://www.sminvestments.com/annual-corporate-governance-report
D.3.3	Does the company disclose the nature and value for each material/significant RPT?	<p>Yes, the company discloses the nature and value for each material RPT. References are as follows:</p> <ul style="list-style-type: none"> • Annual Report pg. 124 – 22. Related Party Transactions – http://www.sminvestments.com/annual-reports • Annual Corporate Governance Report, pg. 48, Disclosure of RPTs – http://www.sminvestments.com/annual-corporate-governance-report
D.4	Directors and commissioners dealings in shares of the company	

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D.4.1	Does the company disclose trading in the company's shares by insiders?	<p>Yes, the company discloses trading in the company's shares by insiders – as is required by relevant laws, rules and regulation. References are as follows:</p> <ul style="list-style-type: none"> • SMIC Website – Corporate Disclosures – http://www.sminvestments.com/pse-and-sec-filings • Annual Corporate Governance Report, pg. 43, (g) Mechanisms and Safeguards – http://www.sminvestments.com/annual-corporate-governance-report
D.5	External auditor and Auditor Report	
D.5.1	Are audit fees disclosed?	<p>Yes, the audit fees are disclosed. References are as follows:</p> <ul style="list-style-type: none"> • Definitive Information Statement pg. 16. Item 7, Independent Public Accountants, External Audit Fees and Services http://sminvestments.com/annual-financials • Annual Corporate Governance Report, pg. 47, (3) External Auditor's Fees – http://www.sminvestments.com/annual-corporate-governance-report
	Where the same audit firm is engaged for both audit and non-audit services	
D.5.2	Are the non-audit fees disclosed?	<p>Yes, the non-audit fees are disclosed. References are as follows:</p> <ul style="list-style-type: none"> • Definitive Information Statement pg. 16. Item 7, Independent Public Accountants, External Audit Fees and Services http://sminvestments.com/annual-financials • Annual Corporate Governance Report, pg. 47, (3) External Auditor's Fees – http://www.sminvestments.com/annual-corporate-governance-report
D.5.3	Does the non-audit fees exceed the audit fees?	<p>No, non-audit fees do not exceed the audit fees. References are as follows:</p> <ul style="list-style-type: none"> • Definitive Information Statement pg. 16. Item 7, Independent Public Accountants, External Audit Fees and Services http://sminvestments.com/annual-financials

		<ul style="list-style-type: none"> Annual Corporate Governance Report, pg. 47, (3) External Auditor’s Fees – http://www.sminvestments.com/annual-corporate-governance-report
D.6	Medium of communications	
	Does the company use the following modes of communication?	
D.6.1	Quarterly reporting	<p>Yes, the company uses quarterly reporting as a mode of communication. Reference is as follows:</p> <ul style="list-style-type: none"> SMIC Website – Investor Relations – Corporate Disclosures- Quarterly Financials http://www.sminvestments.com/quarterly-financials
D.6.2	Company website	<p>Yes, the company uses a website as a mode of communication. Reference is as follows:</p> <ul style="list-style-type: none"> SMIC Website – http://www.sminvestments.com/
D.6.3	Analyst's briefing	<p>Yes, the company uses analyst’s briefings as a mode of communication. Presentation materials used during these briefings are linked below as follows:</p> <ul style="list-style-type: none"> SMIC Website –Investor Relations – Corporate Disclosures – Presentations – http://www.sminvestments.com/presentations
D.6.4	Media briefings /press conferences	<p>Yes, the company uses media briefings/press conferences as modes of communication. Presentation materials used during these briefings are linked below as follows:</p> <ul style="list-style-type: none"> SMIC Website –Investor Relations – Corporate Disclosures – Presentations – http://www.sminvestments.com/presentations
D.7	Timely filing/release of annual/financial reports	

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D.7.1	Is the audited annual financial report / statement released within 120 days from the financial year end?	<p>Yes, the Definitive Information Statement w/c includes the audited financial report was released on March 25, 2014. References are as follows:</p> <ul style="list-style-type: none"> • Definitive Information Statement http://sminvestments.com/annual-financials • SMIC Website –Investor Relations – Corporate Disclosures– http://www.sminvestments.com/pse-and-sec-filings
D.7.2	Is the annual report released within 120 days from the financial year end?	<p>Yes, the Annual Report was released along with the Definitive Information Statement w/c was released on March 25, 2014. References are as follows:</p> <ul style="list-style-type: none"> • Definitive Information Statement http://sminvestments.com/annual-financials • SMIC Website –Investor Relations – Corporate Disclosures– http://www.sminvestments.com/pse-and-sec-filings
D.7.3	Is the true and fairness/fair representation of the annual financial statement/reports affirmed by the board of directors/commissioners and/or the relevant officers of the company?	<p>Yes, the board of directors and relevant officers of the company have affirmed the true and fair representation of the annual financial statement. References are as follows:</p> <ul style="list-style-type: none"> • Annual Report, pg. 73, Statement of Management’s Responsibility for Financial Statements –http://www.sminvestments.com/annual-reports • Annual Report, pgs. 74-75, Report of the Audit and Risk Management Committee – http://www.sminvestments.com/annual-reports
D.8	Company website	
	Does the company have a website disclosing up-to-date information on the following:	
D.8.1	Business operations	<p>Yes, the company’s website discloses up-to-date information on its business operations:</p> <ul style="list-style-type: none"> • SMIC Website – Our Company – Our Investments –http://www.sminvestments.com/ • Annual Corporate Governance Report, pg. 48, (6) Company Website –

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		http://www.sminvestments.com/annual-corporate-governance-report
D.8.2	Financial statements/reports (current and prior years)	<p>Yes, the company’s website discloses its financial statements/reports:</p> <ul style="list-style-type: none"> • SMIC Website –Investor Relations – Corporate Disclosures– http://sminvestments.com/annual-financials • Annual Corporate Governance Report, pg. 48, (6) Company Website – http://www.sminvestments.com/annual-corporate-governance-report
D.8.3	Materials provided in briefings to analysts and media	<p>Yes, the company’s website discloses the materials provided in briefings to analysts and media:</p> <ul style="list-style-type: none"> • SMIC Website –Investor Relations – Corporate Disclosures – Presentations – http://www.sminvestments.com/presentations • Annual Corporate Governance Report, pg. 48, (6) Company Website – http://www.sminvestments.com/annual-corporate-governance-report
D.8.4	Shareholding structure	<p>Yes, the company’s website discloses its shareholding structure:</p> <ul style="list-style-type: none"> • SMIC Website –Investor Relations – Corporate Disclosures – Top 100 Shareholders– http://sminvestments.com/annual-financials • Annual Corporate Governance Report, pg. 48, (6) Company Website – http://www.sminvestments.com/annual-corporate-governance-report
D.8.5	Group corporate structure	<p>Yes, the company’s website discloses group corporate structure:</p> <ul style="list-style-type: none"> • SMIC Website –Investor Relations – Corporate Disclosures – Presentations – http://www.sminvestments.com/presentations • Annual Corporate Governance Report, pg. 48, (6) Company Website –

		http://www.sminvestments.com/annual-corporate-governance-report
D.8.6	Downloadable annual report	<p>Yes, the company's website discloses downloadable annual reports:</p> <ul style="list-style-type: none"> • SMIC Website –Investor Relations – Corporate Disclosures – Annual Reports – http://www.sminvestments.com/annual-reports • Annual Report–http://www.sminvestments.com/annual-reports
D.8.7	Notice of AGM and/or EGM	<p>Yes, the company's website discloses the Notice of the ASM:</p> <ul style="list-style-type: none"> • Definitive Information Statement, pg.2 Notice of the ASM. http://sminvestments.com/annual-financials • SMIC Website –Investor Relations – Corporate Disclosures – Annual Reports – http://www.sminvestments.com/annual-reports
D.8.8	Minutes of AGM and/or EGM	<p>Yes, the company's website discloses the Minutes of the ASM:</p> <ul style="list-style-type: none"> • SMIC Website – Corporate Governance – Overview http://www.sminvestments.com/overview-0
D.8.9	Company's constitution (company's by-laws, memorandum and articles of association)	<p>Yes, the company's website discloses the By-Laws and Articles of Incorporation:</p> <ul style="list-style-type: none"> • SMIC Website – Corporate Governance – Overview http://www.sminvestments.com/overview-0
D.9	Investor relations	
D.9.1	Does the company disclose the contact details (e.g. telephone, fax, and email) of the officer / office responsible for investor relations?	<p>Yes, the company provides contact details of the Investor Relations Department. References are as follows:</p> <ul style="list-style-type: none"> • SMIC Website – Contact Us http://www.sminvestments.com/contact-us

		<ul style="list-style-type: none">• Annual Report, pg. 68 – Corporate Information - http://www.sminvestments.com/annual-reports
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