

Minutes of the National Annual General Assembly (NAGA) of SwissCham China 2025

Date and time: March 27, 2025, 18.30pm – 19.30pm
Venue: Hengfu Art Center
Chair: Lucas Rondez, Chairman SwissCham China
Minutes Taker: Ivy Yang, SwissCham Shanghai

1. Welcome, quorum, acceptance of the minutes of the last General Assembly

Quorum according to the bylaws: at least 20% of all members and at least 10% of members from each region.			
Paid memberships March 27, 2025		Attendance March 27, 2025	
Corporate	308	Valid Voting Members present	45
Individual	10	Valid Voting Members proxies	82
Total Voting Rights	318	Total Voting Members	127
Quorum	106		
Corporate Associate	73	Non-Voting Members and Guests	
Individual Associate	1		
Honorary Members	1		
Total Members	392	Total Attendees	85

2. Meeting minutes and Agenda

Minutes of 2024 NAGA being approved by acclamation.

There is no application of changes on the agenda has been raised.

3. Activity report of the National BoD

3.1. Report Beijing

SwissCham Beijing organized several flagship events, including Sino -Swiss Economic Forum, Sino-Swiss Snow Business Forum, and Swiss Culture Week, with total 36 events in 2024.

3.2. Report South-West

SwissCham South-West held activities with local characteristics Business& Diplomacy Breifing, DACH Insight Tour, Christmas in the Alps Dinner, and International Women’s Day & DACH Film Screening.

3.3. Report South

SwissCham South introduced several key events in Guangzhou, including Sino-Swiss Round Table on Pharmaceutical and Medical Devices Policy in GBA, InterChamber Networking in Guangzhou and Shenzhen, Sino-Swiss VPET Round Table 2024 in Dongguan, SwissCham South China Members Company Visit – SSM Zhongshan, Swiss Enterprises in Zhongshan Round Table Meeting and etc.

4. 2025 National Activities and Projects Report

The SwissCham will hold national events in 2025, including Sino-Swiss Busienss Forum on May 15, Swiss Culture Week on May 23-25, GBA Siwtzerland Economic Forum 2025 in June and Sino-Swiss Business Awards in August/September.

Approval of the activity report of 2024/2025 being approved.

4. Treasurer's report and Auditor's statement

This year, the treasurer's report was presented by Guillaume Joyet, Executive Director of SwissCham Beijing, as Daniel Aellen was unable to attend.

Balance Sheet				Hui Fai Min Table 1			
Prepared by Swiss Chinese Chamber of Commerce				12/31/2024			
Items	No.	Opening balance	Ending balance	Items	No.	Opening balance	Ending balance
Current Assets:				Current liability			
Currency funds	1	2,805,393.95	3,136,447.91	Short-term loan	23		
Short-term investments	2			Accounts Payable	24	76,641.83	623,174.29
Accounts receivable	3	131,774.36	709,909.99	Wages payable	25	251,285.84	247,970.00
Prepayments	4	56,084.00	84,009.50	Tax payable	26	107,031.50	95,989.52
Inventory	5			Items received in advance	27	215,817.10	336,491.40
Other Receivables	6			other account payable	28		
Long-term debt due within one year investment	7			Accrued expenses	29		
Other current assets	8			Provisions	29		
Total current assets	9	2,793,252.32	3,930,367.40	Noncurrent liabilities due within 1 year	30		
Long-term investments:				Other current liability	31		
Long term share equity investment	10			Total liability	32	650,856.27	1,303,625.21
Long term debt investment	11			Long-term liabilities			
Total long term investment	12			long-term borrowings	33		
Fixed Assets:				long-term payables	34		
Fixed-assets raw value	13	383,027.82	142,278.25	Total long-term liabilities	35		
Less: Accumulated depreciation	14	365,321.63	136,899.56	Trustee agency debt:			
Fixed assets-net value	15	17,706.19	5,378.69	Trustee agency debt	36		
Construction in progress	16			Total Liability	37	650,856.27	1,303,625.21
Heritage and cultural assets	17						
Disposal of fixed assets	18			Net Assets :			
Total fixed assets	19	17,706.19	5,378.69	Unrestricted net assets	38	2,160,102.24	2,632,120.88
Intangible assets				Including : initial funding			
Intangible assets	20			Retained earnings		2,160,102.24	2,632,120.88
Fiduciary agent assets:				Restricted net assets	39		
Fiduciary agent assets	21			Total net assets	40	2,160,102.24	2,632,120.88
Total Assets	22	2,810,958.51	3,935,746.09	Total Liabilities And Owner's Equity	41	2,810,958.51	3,935,746.09

2024 Actual Profit:

- Revenues: CNY 5,240.12K
- Costs: CNY 4768.47K
- Actual Profit: CNY 471.67K

2024 Revenue:

- Membership Fees: CNY 2283.4K
- Events: CNY 2537.46K
- Products: CNY 401.74K
- Total Net Revenue: CNY 5,240.12K

2024 Costs:

- Wages and Salary: CNY 2526.45K
- Event Cost: CNY 1386.47K
- General and Administrative Cost: CNY 8421.12K
- Total Net Cost: CNY 4768.4

The Chamber made profits in 2024, will keep the stability in the future.

2025 Budgeted Profit:

- Revenues: CNY 4755.14K
- Costs: CNY 4690.53K
- Budgeted Profit: CNY 64.61K

2024 Treasurer's Report and Auditor's Statement and 2025 Budget being approved by acclamation.

5. Approvals:

5.1. National Board Representative/Chapter Presidents

The assembly approved the National Board Representative/Chapter Presidents by acclamation.



5.2. The National Treasurer and Auditor

Beijing Zhongheng Certified Public Accountant Co., Ltd has been approved to be 2025 SwissCham Auditor by acclamation.

5.3. National articles of association and bylaw amendments

The text/picture on the left is the actual bylaw and the text/picture on the left are the suggested amended national bylaw pending approval by the members.

ARTICLE 7 NOMINATION TO THE NATIONAL BOARD

- (1) The Regional Offices shall each be represented by two members on the National Board. The National Treasurer shall be nominated by the National Board.

The Chairman of the National Board shall be elected for a term of one year and may be re-elected for up to two consecutive terms. Additionally, the Chairman must agree to assume the role of the legal representative in the event of a change in legal representation, meaning that the condition of becoming Chairman may also lead to the Chairman assuming the position of legal representative.

ARTICLE 10 NOMINATION AND LEGAL REPRESENTATIVE RULE

(1) ***Appointment and Qualification:***

- a. The Legal Representative shall be appointed by the National Board and shall fulfill the following requirements:
- i. Be a member of the Board of Directors from one of the four regions
 - ii.
 - iii. hold Swiss or Chinese citizenship;
 - iv. If no legal representative can be found, the Chairman shall assume the role of legal representative.

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(6) ***Succession Planning:***

- a. In the event of a vacancy in the Legal Representative position, the National Board is tasked with nominating a replacement within one month. In the event of a change in legal representation, and no legal representative can be found, the chairman must agree to assume the role of legal representative. The transition to the new Legal Representative shall commence promptly within two weeks after nomination to ensure seamless continuity of governance.

(c) A Treasurer; ↵

(d) Contingent further office holders. ↵

(1) The duties of the Chairman of the National Board are, in particular: ↵

(a) To convene and take charge of meetings of the National Board; ↵

~~(a)~~(b) In the event of a change in legal representation, the Chairman must agree to assume the role of legal representative. ↵

~~(b)~~(c) To represent the National Chamber. ↵

(2) The Vice Chairman or Vice Chairmen of the Board assist(s) the Chairman in fulfilling the duties. In the absence of the Chairman, the/one Vice Chairman shall act as the Spokesman of

The assembly approved by acclamation the National articles of association and bylaw amendments.

End of the NAGA

The National Annual General Assembly closes at 19:30 p.m.

Respectfully submitted

Ivy Yang, Minutes Taker