

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

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**Date and time:** March 27, 2025, 18.30pm – 19.30pm  
**Venue:** Hengfu Art Center  
**Chair:** Raphael Zumsteg-Yuan, Vice-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
<b>Total Voting Rights</b>	<b>318</b>	<b>Total Voting Members</b>	<b>127</b>
<b>Quorum</b>	<b>64</b>		
Corporate Associate	73	Non-Voting Members and Guests	40
Individual Associate	1		
Honorary Members	1		
<b>Total Members</b>	<b>392</b>	<b>Total Attendees</b>	<b>85</b>

### 2. Meeting minutes and Agenda

3. The minutes of the 2024 NAGA meeting were approved by acclamation. No changes to the agenda were proposed.

## 4. Activity report of the National BoD

### 3.1 Beijing Chapter Report

In 2024, SwissCham Beijing successfully organized 36 events, including several flagship initiatives such as the Sino-Swiss Economic Forum, the Sino-Swiss Snow Business Forum, and Swiss Culture Week.

### 3.2. South-West Chapter Report

SwissCham South-West hosted a series of activities featuring strong local characteristics. Key events included the Business & Diplomacy Briefing, the DACH Insight Tour, the "Christmas in the Alps" Dinner, and a special screening for International Women's Day combined with a DACH film showcase.

### 3.3. South China Chapter Report

SwissCham South China introduced several key events across the region, including:

- The Sino-Swiss Round Table on Pharmaceutical and Medical Device Policy in the Greater Bay Area (GBA).
- Inter-Chamber Networking sessions in Guangzhou and Shenzhen.
- The 2024 Sino-Swiss VPET Round Table in Dongguan.
- A member company visit to SSM in Zhongshan.
- The Swiss Enterprises in Zhongshan Round Table Meeting.

### 3.4 2025 National Activities and Projects Report

Looking ahead to 2025, SwissCham plans to hold several major national events, including:

- The Sino-Swiss Business Forum on May 15.
- Swiss Culture Week from May 23–25.
- The GBA-Switzerland Economic Forum 2025 in June.
- The Sino-Swiss Business Awards in August/September.

**The Activity Report for 2024/2025 was approved by acclamation.**

## 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				No Du.Bil. Table 1			
Prepared by Swiss Chinese Chamber of Commerce				Currency: RMB			
Items	No.	Opening balance	Ending balance	Items	No.	Opening balance	Ending balance
<b>Current Assets:</b>				<b>Current liability</b>			
Currency funds	1	2,805,393.93	3,136,447.91	Short-term loan	23		
Short-term investments	2			Accounts Payable	24	78,641.83	623,174.29
Accounts receivable	3	131,774.39	709,909.99	Wages payable	25	251,265.84	247,970.00
Prepayments	4	58,084.00	84,009.50	Tax payable	26	107,031.55	95,989.52
Inventory	5			Items received in advance	27	215,917.10	336,491.40
Other Receivables	6			other account payable			
Long-term debt due within one year investment	7			Accrued expenses	28		
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		
<b>Fixed Assets:</b>				long-term payables	34		
Fixed-assets raw value	13	383,027.82	142,278.25	Total long-term liabilities	35		
Less: Accumulated depreciation	14	385,321.83	136,899.58	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			<b>Net Assets:</b>			
Total fixed assets	19	17,706.19	5,378.69	Unrestricted net assets	38	2,160,102.24	2,632,120.88
<b>Intangible assets</b>				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, this will serve to maintain stability in the future.

## 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

Presented below are the proposed amendments to the National Bylaws, subject to approval by the membership.

### 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.~~

~~(2) The Chairman of the National Board shall alternate between nominees of the different Regional Offices every year, unless a Regional Board whose turn it is forfeits its right to nominate its candidate and the Chairman is elected with a two-thirds (2/3) majority by the NAGA.~~

### 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.~~

(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.

### Amendment to National Articles. National Articles, Article 7, Section C:

(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