

## Minutes of the RAGA 2023

### SwissCham South China Regional General Assembly 2023 in Guangzhou

Date: April 1, 2023

Location: The Canton Club, Guangzhou Tianhe

#### RAGA Agenda

17:30 – 18:00 Start Registration for RAGA SwissCham South China

18:00 – 18:05 Welcome Speech by Mr. Stephan Stalder

18:05 – 18:45 Start RAGA 2023

1. Welcome address by President
2. Misc. Administrative Matters
3. Approval of Minutes of 2022 RAGA
4. 2022/2023 Annual Activity Report by President
5. 2022/2023 Accounts & Financial matters
6. Discharge of the Board
7. Elections
8. Miscellaneous - Questions & Answers

End: 18:45

## Agenda / Details

### **Agenda Point 1: Welcome address**

Mr. Stephan Stalder (President SwissCham South China) welcomed all members and guests at the RAGA 2023. A special welcome has been extended to Mr. Philippe Praz, Consul General of Switzerland in GZ and to Mr. Martin Mueller, National Chairman of SwissCham China.

### **Agenda Point 2: Misc administrative matters**

The Acting President SwissCham South China Mr. Stephan Stalder opens the RAGA at 18:05. No application to change the agenda have been raised by the GA  
The agenda is accepted unanimously by the assembly

- 2.1 Review of Members' RAGA Votes and Quorum Confirmation  
The counter conducted an actual counting and confirmed that out of 35 attendees altogether 8 attendees have voting rights. The total of present votes at the end of the GA were 8 votes.

Up to this date, SwissCham South China has 20 members with voting rights.  
A valid quorum of at least 33.3% of attending members with voting rights was achieved.  
Quorum = 7

- 2.2 Appointment and Approval on the President of the Day  
Mr. Philippe Praz is approved as the President of the Day
- 2.3 Appointment and Approval of 1 Vote Counting Officers for the RAGA  
It is agreed to vote by acclamation.

### **Agenda Point 3: Approval of the 2022 RAGA Minutes**

The minutes of the RAGA 2022 were sent out by mail and published on our website  
The GA approved the RAGA 2022 minutes with no objections and by acclamation.

### **Agenda Point 4. 2022/2023 Member Overview and Annual Activity Report by President**

The President SwissCham South China Mr. Stephan Stalder presents the membership overview and activities report to the GA.

2023 total 53 members

20 Corporate  
4 Associate  
4 Individual  
25 National

Activities 2022 (In cooperation with Swiss Consulate, other chambers and associations)

March 12, 2022	SwissCham RAGA, Guangzhou
June 9, 2022	Interchamber Event, Guangzhou
June 28, 2022	Company visit Nestle, Huangpu Guangzhou
July 20, 2022	Interchamber Event, Shenzhen
August 2, 2022	Swiss National Day, Guangzhou
September 28, 2022	Interchamber Event, Guangzhou
October 18, 2022	Interchamber Event, Shenzhen
November 19, 2022	SwissCham Fondue Night, Shenzhen
December 17, 2022	Cancelled due to the epidemic

Webinars 2022 (In cooperation with other chambers and associations)

- [Webinar] Survey Shows Heavy Impact of COVID Restrictions
- [Webinar] How B2C and Logistics Firms Manage the Lockdown
- [Webinar] How Companies Manage the Legal Compliance Risks during the Lockdown
- [Webinar] Eu-China Relations in Challenging Times
- [Webinar] China Economic Outlook with Credit Suisse
- [Webinar] Chinese E-Commerce IP Protection for SMEs
- [Webinar] Highlights of Customs and Tax Compliance for Cross-border Royalty Payments

Activity Forecast 2023

March 2023

Interchamber Event, GZ & SZ

April 2023

Company visit, GZ

June-July 2023

GBA Sino Swiss Economic Forum

Interchamber Event, GZ & SZ

August 1<sup>st</sup> 2023

Swiss National Day Event, GZ

September 2023

Interchamber Event, GZ & SZ

October 2023

Company visit, GZ

November 2023

middle/end of Nov. Fondue SZ

December 2022

Beginning / middle of Dec. Raclette GZ

## Agenda Point 5: 2022/2023 Accounts & Financial Matters

Our Treasurer Mr. David Wu presented the treasury report for 2022.

1. The accounts of 2022 were duly audited by Beijing Zhong Heng Kuai Shen Zi Firm.
2. 2022 Audit Report was sent out to members in the run-up to the RAGA.
3. No question being raised. No rejection was observed.

### 5.1. Comparison of Budget 2022 to Audited

SWISSCHAM SOUTH CHINA					
		Budget Assumptions	2022 BUDGET	2022.12.31 AUDITED	% of Budget
<b>1. Income</b>					
	Membership fees of Guangzhou of Current Year 跨境电商(帐项)	Assuming 85% of 2021 Membership Fees collection	70,000.00	82,194.77	117%
	Membership fees sharing from National Level (跨境电商: 六卷, 总账)	Sharing from Beijing and Shanghai	35,000.00	31,232.25	89%
	Income from Events and provision of services 书店赠券/活动/汇报	Income from various events hosted in 2022	55,000.00	24,897.32	45%
	Income from sales of goods (e.g. SwissCham members' books)			-	
	Subsidy from Government 疫情捐赠/疫情			-	
	Investment Income 股权投资	Assuming Net Income of 50k after all expenses and Gov't subsidy	50,000.00	-	0%
	Other income 其他收入			687.15	
<b>Total Income</b>			<b>210,000.00</b>	<b>139,011.49</b>	<b>66%</b>
<b>2. Expenses</b>					
a/	Business Activities Costs 经营活动成本		<b>163,000.00</b>	<b>87,527.08</b>	<b>54%</b>
incl.	Event Expenses 展会/会议	Gross expenses for RAGA, interchambers, fondus, etc	50,000.00	23,481.00	47%
	Wages and Salaries 工资/薪金	Salary for Zoey (Jan); for Wang Jing; for Office Mgr Guillaume	100,000.00	64,041.93	64%
	Magazine cost (the Bridge Magazine) 杂志/期刊	3 issues? in 2022	12,000.00	0.00	0%
	Taxes and surcharges 税费	Tax of Fapiao issued in 2021 paid to Beijing	1,000.00	4.15	0%
b/	Administrative expenses 管理费用		<b>38,000.00</b>	<b>31,122.60</b>	<b>82%</b>
incl.	Legal fees	e.g. For business cards of directors		5,783.49	
	Printing costs	Costs incurred in Board Meetings and other Entertainment	500.00	640.00	128%
	Entertainment expenses	Web hosting fees / email hosting / Glue Up software licensing etc.	2,500.00	1,154.00	46%
	Internet expenses	incl: Beijing Legal rep sharing, other admin fees, etc.	8,000.00	9,901.94	124%
	Office expenses	For courier charges: South China and Beijing	20,000.00		0%
	Postage and courier		2,000.00	1,869.17	93%
	Auditing			4,724.00	
	Office Supply			7,050.00	
	Business meeting/café/lunch				
	Travelling	for Directors and Wang Jing's travelling and transportation	5,000.00		0%
c/	Financing costs 借款成本	Bank charges net of interest income	500.00	287.50	58%
d/	Other costs and expenses 其他成本/费用	for other contingencies	2,000.00		0%
<b>Total Expenses</b>			<b>203,500.00</b>	<b>118,937.18</b>	<b>58%</b>
<b>3. The Restricted new asset transfer to unrestricted</b>					
<b>4. Change of net assets</b>			<b>6,500.00</b>	<b>20,074.31</b>	<b>309%</b>

### 5.2 Presentation and approval of 2022 Audit Report

## Audit Report

Zhongheng Shen Zi (2023) No.20009

Swiss Chinese Chamber of Commerce:

#### I. Opinion

We have audited the financial statements of Swiss Chinese Chamber of Commerce South (hereinafter referred to as "the Chamber"), including the balance sheet on December 31, 2022, the income statement, cash flow statement and related notes to the financial statements for the year 2022.

In our opinion, the attached financial statements have been prepared in accordance with the Accounting System for Non-Governmental Not-for-Profit Organizations in all major aspects, and fairly reflect the financial position of the Chamber on December 31, 2022 as well as the operating results and cash flow for the year 2022.

#### Opinion

In our opinion, these financial statements of the Chamber comply with the related accounting regulations and present fairly in all material respects including the financial position of the Chamber as of 31 December 2022 and the results of operations and cash flows of the Chamber for the year then ended.

#### The limitation of the report

This report can only be used by the members of the Chamber. If it is used non-properly, the auditors and the CPA firm who conducted this audit are not responsible for any consequence.

#### Appendix

1. The balance sheet as of 31 December 2022
2. The business activities sheet for the year 2022
3. The cash flow statement for the year 2022
4. Auditing instructions

Beijing ZhongHeng Certified Public Accountant Co.Ltd.  
March 2023



## Income Statement

Prepared by: Swiss Chinese Chamber of Commerce South Office

Period: 2022

Unit: RMB Yuan

Items	Line	2021			2022		
		Unrestricted	Restricted	Total	Unrestricted	Restricted	Total
1. Income							
Include: Donation income	1						
Membership fees income	2	121,076.75		121,076.75	113,427.02		113,427.02
Activities services income	3	58,872.21		58,872.21	24,897.32		24,897.32
Sales	4						
Government grant income	5	39,777.22		39,777.22			
Investment income	6						
Other income	9	576.63		576.63	687.15		687.15
<b>Total income</b>	<b>11</b>	<b>220,302.81</b>	<b>-</b>	<b>220,302.81</b>	<b>139,011.49</b>	<b>-</b>	<b>139,011.49</b>
2. Expenses							
A. Business activities cost	12	154,833.43		154,833.43	87,527.08		87,527.08
include: Wages and salaries	13	85,293.40		85,293.40	64,041.93		64,041.93
Activities, expansion and procurement costs	14	69,265.85		69,265.85	23,481.00		23,481.00
Depreciation	15						
Tax	16	274.18		274.18	4.15		4.15
B. Administration expenses	21	33,931.12		33,931.12	31,122.60		31,122.60
C. Financing costs	24	765.62		765.62	287.50		287.50
D. Other costs	28						
<b>Total expenses</b>	<b>35</b>	<b>189,530.17</b>	<b>-</b>	<b>189,530.17</b>	<b>118,937.18</b>	<b>-</b>	<b>118,937.18</b>
3. The restricted net asset transfer to unrestricted	40						
4. Changes in net assets (use "-" if decrease in net assets)	45	30,772.64		30,772.64	20,074.31		20,074.31

Legal Representative:

Chief Financial Officer:

Head of Accounting Department:

## Balance Sheet

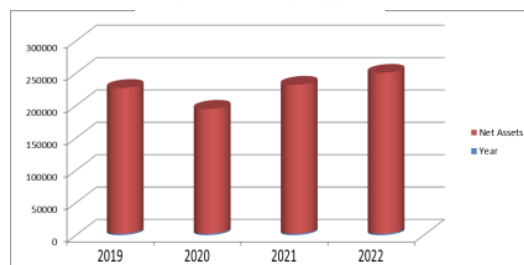
Prepared by: Swiss Chinese Chamber of Commerce South Office

Dec 31, 2022

Unit: RMB Yuan

Items	Line	Opening balance	Ending balance	Items	Li	Opening balance	Ending balance
Current assets:		---	---	Current liabilities:		---	---
Currency funds	1	230,123.26	246,898.09	Short-term loan	6		
Short-term investments	2			Accounts payable	6	1,366.83	
Accounts receivable	3		1,750.00	Payroll and employee benefits	6		
Advances to suppliers	4			Tax payable	6	182.65	
Inventory	8			Receipts in advance	6		
Prepaid expense	9			Accrued Expenses	7		
Long-term debt due within one year investment	15			Provisions	7		
Other current assets	18			Current portion of non-current liabilities	7		
<b>Total current assets</b>	<b>20</b>	<b>230,123.26</b>	<b>248,648.09</b>	Other current liabilities	7		
				<b>Total current liabilities</b>	<b>8</b>	<b>1,549.48</b>	
Long-term investments							
Long-term equity investments	21			Long-term liabilities			
Long-term debt investment	24			Long-term borrowings	8		
<b>Total Long-term investments</b>	<b>30</b>			Long-term payables	8		
				Other long-term liabilities	8		
Fixed Assets:				<b>Total Long-term liabilities</b>	<b>9</b>		
Fixed-asset raw value	31						
Less: Accumulated depreciation	32			Trustee agency debt			
Fixed assets-net value	33			Trustee agency debt	9		
Construction in progress	34						
Heritage and cultural assets	35			<b>Total Liability</b>	<b>10</b>	<b>1,549.48</b>	
Disposal of fixed assets	38						
<b>Total fixed assets</b>	<b>40</b>						
				Net Assets:			
Intangible assets				Unrestricted net assets	10	228,573.78	248,648.09
Intangible assets	41			Including: Initial funding			
				Retained earnings		228,573.78	248,648.09
Fiduciary agent assets				Restricted net assets	10		
Fiduciary agent assets	51			<b>Total net assets</b>	<b>11</b>	<b>228,573.78</b>	<b>248,648.09</b>
<b>Total Assets</b>	<b>60</b>	<b>230,123.26</b>	<b>248,648.09</b>	<b>Total Liabilities And Owner's Equity</b>	<b>12</b>	<b>230,123.26</b>	<b>248,648.09</b>

## Year end "Net Asset"



### 5.3. Presentation and approval of Budget 2022 / 2023

		2023 Budget Assumptions	2022 ACTUAL (Audited)	2023 BUDGET PROPOSAL
<b>1. Income</b>				
	Membership fees of Guangzhou of Current Year 会费收入(本地)	Assuming 90% of 2022 Membership Fees collection Sharing from Beijing and Shanghai	82,194.77	74,000.00
	Membership fees sharing from National Level (会费收入: 北京, 上海)		31,232.25	30,000.00
	Income from Events and provision of services 提供活动服务收入		24,897.32	40,000.00
	Income from sales of goods (e.g. SwissCham members' books)		-	-
	Subsidy from Government 政府补助收入		-	-
	Income from Sino-Swiss GBA forum 中瑞经济论坛 (大湾区、东莞)	Assuming Net Profit generated from GBA Forum after all expenditures		30,000.00
	Other income 其他收入	Bank interest net of bank charges	687.15	
<b>Total Income</b>			<b>139,011.49</b>	<b>174,000.00</b>
<b>2. Expenses</b>				
a/.	<b>Business Activities Costs 业务活动成本</b>		<b>87,527.08</b>	<b>137,000.00</b>
	Wages and Salaries 工资薪金	Remuneration for Office Manager + for sharing of Beijing manpower	64,041.93	100,000.00
incl:	Event Expenses 活动支出	Gross expenses (for RAGA/NAGA, interchambers, fondue, etc)	23,481.00	35,000.00
	Magazine cost (the Bridge Magazine) 杂志成本	Zero issue in 2023	-	-
	Taxes and surcharges 税金	Tax of Fapiao issued in 2022 paid to Beijing and other taxes / fees	4.15	2,000.00
b/.	<b>Administrative expenses 管理费用</b>		<b>31,122.60</b>	<b>49,500.00</b>
incl.	Legal person cost 法人费用	For sharing of Beijing's legal rep cots	5,783.49	6,000.00
	Printing costs 打印费	Printing business cards, banners and pop up, etc	640.00	2,000.00
	Entertainment expenses 招待费	Costs incurred for Board Meetings and other Entertainment	1,154.00	2,500.00
	Web hosting 网站费用	Web hosting and other internet related expenses	9,901.94	10,000.00
	Office expenses 办公费	Office expenditures		10,000.00
	Postage and courier 快递费	For courier charges: South China and Beijing	1,869.17	2,000.00
	Auditing fees 审计费	Payable to Beijing auditor	4,724.00	5,000.00
	National level sharing 总公司管理费	Sharing of other cost of Beijing	7,050.00	8,000.00
	Conference expenses 会议费	Business meeting /cafe/Lunch		2,000.00
	Traveling expenses 差旅费用	for Directors and Office Manager travelling and transportation incl. GBA forum		2,000.00
c/.	<b>Financing costs 筹资成本</b>	Bank charges / handling fees, etc	287.50	500.00
d/.	<b>Other costs and expenses 其他费用</b>	Other misc and contingencies (such as GBA Forum, sharing of BJ expenses, etc)		20,000.00
<b>Total Expenses</b>			<b>118,937.18</b>	<b>207,000.00</b>
<b>3. The Restricted new asset transfer to unrestricted</b>				
<b>4. Change of net assets</b>		<b>Profit / Loss</b>	<b>20,074.31</b>	<b>(33,000.00)</b>

Vorschlag: The GA approved the financial results 2023 by acclamation.

### 5.4 Presentation and approval of membership fees 2023/24:

SwissCham South China last adjusted its membership fee in 2022.

Large > 1000 > Medium > 100 > Small

Swiss Cham South China Annual Membership Fees		
	Current	Proposed 2023
Corporate Swiss (Large) and Associate for non-Swiss	6000 RMB	Unchanged
Corporate Swiss (Medium) and Associate for non-Swiss	4500 RMB	Unchanged
Corporate Swiss (Small) and Associate for non-Swiss	3000 RMB	Unchanged
Individual (Swiss and non-Swiss)	1500 RMB	Unchanged

The 2023/24 membership fees have been approved by acclamation.

## **Agenda Point 6: Discharge of the Board**

Mr. Philippe Praz is presiding the GA for the discharge of the board. No objection regarding the discharge of the board was raised. The board is fully and unconditionally discharged by the GA by acclamation.

## **Agenda Point 7: Elections**

### 7.1 Election & approval of the new Board for 2023 / 2024 period

The Acting President SwissCham South China Mr. Stephan Stalder mentioned, in line with our Regional Bylaws, 6 out of 8 current Directors plus 3 new Director express their willingness to serve on the board of the Swiss Chamber of Commerce South China for the 2023 / 2024 term:

<b>Name</b>	<b>Function</b>	<b>Term 2023/24</b>
Stephan Stalder	President	Re-election
Martin Mueller	Vice-President	Re-election
David Wu	Director / Treasurer	Re-election
Klaus Zenkel	Director	Re-election
Rao Fu	Director	Re-election
Stefan Omlin	Director	Re-election
Welcome Wong	Director	Election (New)
Markus Rach	Director	Election (New)
Bastien Ciocca	Director	Election (New)

Above elections were unanimously agreed.

### 7.2 Election of the Auditors

Beijing Zhong Heng Kuai Shen Zi Firm is confirmed for 2023 audit.

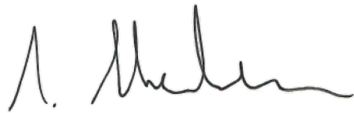
Agenda Point 8: Other points – Questions & Answers

Lucas Li from Guangzhou is our Swisscham South China office manager since November 2022. Warm welcome.

SwissCham South China is thanking the representative of the Consulate General of Switzerland Mr. Mr. Philippe Praz, Consul General for their ongoing support and good collaboration.

Minutes were taken by Stephan Stalder

Signatures:



Stephan Stalder

President **Swiss**Cham South China



Martin Mueller

Vice-President **Swiss**Cham South China