

2006 RAGA Minutes

Minutes of the 2006 Annual Regional General Assembly of SwissCham Beijing of 16 March 2007

Venue: Swissôtel, Beijing

Chair: John Liebeskind, President, SwissCham Beijing

Keeper of the Minutes: Denis Schmid, Secretary-General, SwissCham Beijing

Directors of the Board present:

| | |
|--|--------------------------------|
| Vice President (NR) ¹ | Olivier Glauser (Individual) |
| Vice President (T) ² | Christina Zhang (Nokia) |
| Secretary-General (T) | Denis Schmid (Individual) |
| Treasurer | ZHANG Hu (LEM Instruments) |
| Director of the Board | David Saudan (Nestle) |
| Director of the Board (NR/NC) ³ | Cyrill Eltschinger (IT United) |
| Honorary Director | Edgar Doerig (Embassy) |

Directors of the Board absent:

| | |
|-------------------|---------------------|
| Honorary Director | YU Jianlong (CCPIT) |
|-------------------|---------------------|

Executive Director: Evelyn Kislig

1. Preliminary Matters

1.1. Registration

Upon arrival the members register at the Voting Bureau from 5 to 5:30 p.m.

1.2. Quorum

Evelyn Kislig, Executive Director of SwissCham Beijing, reviews the quorum including the proxies. The President recalls that the quorum necessary for validly holding the RAGA is reached with 50 percent of the voting members (Beijing Bylaws, Art. 6(2)(c)).

¹ NR = National Representative

² T = Temporary Board Member

³ NC = National Chairman

APPENDIX "P"

Votes counting:

| | |
|------------------------|-----|
| Voting membership | 77 |
| Quorum (50%) | 39 |
| Voting members present | 24 |
| Proxies | 16 |
| Total | 40 |
| Quorum reached | Yes |

The quorum is reached with 24 votes and 16 proxies out of a voting membership of 77. Therefore John Liebeskind, President of SwissCham Beijing, declares the 2006 RAGA open.

1.3. Welcome Address

The President delivers a welcome address. He greets the attendance of H.E. Mr. Ambassador Dante Martinelli, Ambassador of Switzerland to China, of Edgar Doerig, Economic Councillor and representative of the Embassy, Honorary Member of SwissCham Beijing Board of Director, of several members of the Embassy, of Yves Wehli, President of the Swiss Society Beijing (SSB), as well as of our members.

1.4. Sending of the Package

The President declares that the Package was sent one day late as it had to be sent 30 days in advance of the RAGA (Beijing Bylaws, Art. 6(2)(b)) and ask whether any members requests the cancellation of the RAGA. No member does. Therefore the RAGA is upheld.

1.5. Timing of the RAGA

The President recalls that the RAGA must be concluded at 7 p.m. since the NAGA will follow at 7:30 p.m.

1.6. Highlights

The President highlights selected achievement of this statutory year including:

- bringing the Chamber from a loss to a profit
- refocus on business
- a stronger members base
- focus on lobbying

APPENDIX "P"

2. Administrative Matters

The following administrative matters are expedited:

- approval of Vote Counting Officers
- approval of the Minutes Taking Officer
- approval of the Agenda

2.1. Agenda

The President submits the following agenda to the GA's approval (Package, p. 7):

| | | |
|--------|---|----------------------|
| 5:00- | Welcome Cocktail Reception | |
| 5:30pm | Proxies validation at the Voting Bureau | All/ED ^{*)} |
| | Opening | |
| 5:30pm | Closing of the Voting Bureau | SG |
| | Opening of the RAGA | |
| | Review of quorum, including proxies | SG |
| | Welcome address by the President of SwissCham China | P |
| | Administrative matters | |
| | Approval of Vote Counting Officer(s) and Minutes Taking Officer | SG |
| | Approval of the agenda | P |
| | Approval of the Minutes of the 2005 RAGA | P |
| | Reports | |
| | Report of the President 2006 activity report 2007 tentative program | P |
| | Bylaws amendments | |
| | Report of the Treasurer 2006 accounts 2007 budget | T |
| | Membership fees | |
| | Report of the Auditor | SJ Grand |
| | Report of the Honorary Auditor | M. Wagner |
| | Approvals | SG/Voting Members |
| | Approval of the President's reports | |
| | Approval of the Treasurer's reports | |
| | Approval of the membership fees | |
| | Approval of the 2007 budget | |

^{*)} BOD = Board of Directors; P = President; SG = Secretary-General; T = Treasurer; ED = Executive Director.

APPENDIX "P"

Approval of proposed Bylaws
amendments (if any)

| | |
|--|-------------------|
| Appointments and discharge | SG/Voting Members |
| Appointment of the 2007 Auditor | |
| Appointment of the 2007 Honorary Auditor | |
| Discharge of the 2006 BOD | |
| Elections | |
| BOD candidates presentation | Candidates/P |
| Election of the 2007 BOD | Voting Members/SG |
| Election of the 2007 SwissCham Beijing President | Voting Members/SG |
| Election of three 2007 SwissCham Beijing National BOD Representatives | Voting Members/SG |
| Closing | |
| Appreciation of Directors | P/Directors |
| Appreciation of sponsors | P |
| Forthcoming events | ED |
| Miscellaneous | P |
| Closing of the RAGA | P |

7:00pm Break and cocktail party

7:30pm NAGA (see separate program)

The agenda is approved.

2.2. 2005 RAGA Minutes

The GA approves the 2005 RAGA Minutes (Package, Appendix "P").

3. Reports

3.1. Reports of the President

3.1.1. 2006 Activity Report

The President delivers his 2006 Activity Report (Package, pp. 11-19).

3.1.2. 2007 Tentative Program

The President delivers his 2007 Tentative Program (Package, pp. 23-24).

3.2. Bylaws Amendments

Neither the BOD nor the membership has submitted any amendment proposal (Package, p. 25).

3.3. Financial Reports

The President explains the financial reporting (Package, p. 27 ff.)

3.3.1. 2006 Accounts

ZHANG Hu, Treasurer, delivers his 2006 Accounts Report (Package, pp. 29-30 and Appendices H-J-K)

3.3.2. Report of the Auditor

Stéphane Grand, representing SJ Grand International Business Solutions, Auditor, delivers his report (Package, p. 31, Appendices H-J-K).

3.3.3. Report of the Honorary Auditor

Martin Wagner of Swiss Re, Honorary Auditor, delivers his report (Package, p. 33).

3.4. 2007 Budget

The Treasurer delivers his 2007 Budget Report (Package, p. 35 and Appendix "L").

3.5. Membership Fees

The BOD does not propose to change the membership fees (Package, p. 37).

4. Approvals

The President invites the GA to approve the reports. The GA approves all the reports by unanimity.

5. Appointments

5.1. Auditor

The GA approves the appointment of SJ Grand as Auditor for 2007.

5.2. Honorary Auditor

The President asks whether there are volunteers for the appointment of Honorary Auditor for 2007. Martin Wagner proposes Thomas Kiel of Swiss Re. The GA approves his appointment as Honorary Auditor for 2007.

6. Discharge of the 2006 BOD

The President asks the GA to approve the discharge of the 2006 BOD. The GA approves the discharge.

7. Elections

The President recalls the elections system (Package, p. 41 ff.)

7.1. Election of the BOD

The President recalls that the 2006 BOD was the following:

| | |
|-------------------------------|--------------------------------|
| President (RP) | John Liebeskind (Individual) |
| Vice President (NR) | Olivier Glauser (Individual) |
| Vice President (T)* | Christina Zhang (Nokia) |
| Secretary-General (T) | Denis Schmid (Individual) |
| Treasurer | ZHANG Hu (LEM Instruments) |
| Director of the Board | David Saudan (Nestle) |
| Director of the Board (NR/NC) | Cyrill Eltschinger (IT United) |
| Honorary Director | Edgar Doerig (Embassy) |
| Honorary Director | YU Jianlong (CCPIT) |

He explains that Christina Zhang has replaced Andrew Cheng in the course of the year since Andrew changed company (Beijing Bylaws, art. 7(3)(c)) and that Christina has been appointed by the BOD as Temporary Board Member (id., Let. e).

Likewise, Denis Schmid quit his company shortly before the RAGA and was also appointed as TBM.

APPENDIX "P"

The President then informs the GA that David Saudan, Cyrill Eltschinger and himself re-apply for the 2007 BOD. He explains the 2/3 attendance rules (Beijing Bylaws, art. 7(3)(c)) and states that all of them comply.

Besides Christina and Denis will have to be elected as standing Directors of the BOD.

Finally two candidates apply for election: Simon Jin (UBS) and Max von Zedtwitz (Tsinghua University School of Management).

The President asks whether there are other candidates. There are none.

Christina, Simon and Max then shortly introduce themselves.

The GA then proceeds to voting under the guidance of the President. At first the GA is invited to elect the 2007 BOD.

The votes are then counted under the guidance of the Executive Director together with Vote Counting Officers. The result are the following:

| | |
|--------------------|----|
| John Liebeskind | 40 |
| Cyrill Eltschinger | 42 |
| David Saudan | 44 |
| Christina Zhang | 43 |
| Simon Jin | 44 |
| Denis Schmid | 43 |

Therefore all the candidates are elected.

7.2. Elections of National Representatives

The GA is the invited to elect the National Representatives.

John Liebeskind and Cyrill Eltschinger have been elected in 2005 for three years, therefore they need not to be elected.

Max von Zedtwitz needs to be elected however. He is elected with 45 votes.

7.3. Election of the President of SwissCham Beijing

Finally the GA is invited to elect the President of SwissCham Beijing. John Liebeskind is the only candidate. He is elected with 39 votes.

8. Appreciations

8.1. Directors Appreciation

The President then thanks Cyrill Eltschinger, Andrew Cheng, ZHANG Hu and Olivier Glauser for their dedication to the Chamber. He also thanks Fabian Furrer who was Executive Director for the past three years (see Package, pp. 47-48).

8.2. Sponsors Appreciation

The President then thanks the sponsors listed on pages 49-50 of the Package.

Since there are no further items on the agenda, the President declares the RAGA closed at 7 p.m.

The Minutes Taker:



Denis Schmid,
Secretary-General, SwissCham
Beijing

John Liebeskind
President, SwissCham Beijing