

1 March 2023

**NOTICE AND AGENDA FOR THE THIRTY-FIFTH ANNUAL GENERAL MEETING OF
THE AUSTRALIAN CHAMBER OF COMMERCE IN HONG KONG (AUSTCHAM)
TO BE HELD AT 8/F, PRINCE'S BUILDING, NO.10 CHATER ROAD, CENTRAL, HONG KONG AND ONLINE
ON THURSDAY 23 MARCH 2023 AT 6:00 P.M.**

NOTICE is hereby given that the Thirty-fifth Annual General Meeting of the Members of AustCham will be held at 8/F, Prince's Building, No. 10 Chater Road, Central, Hong Kong ("**Principal Meeting Place**") and online from 6:00 p.m. on Thursday 23 March 2023 for the following purposes:

AGENDA

1. To accept the minutes of last year's meeting
2. To consider the Chairman's Report
3. To receive and consider the Directors' Report and Audited Financial Statements for the Year Ended 30th June 2022
4. To re-appoint Richard Albuquerque & Co as the auditor
5. Election of Directors

AustCham advises that the meeting will be held in a hybrid format and welcome members to join either in-person at the Principal Meeting Place, or use the ConveneAGM Portal to attend the meeting virtually ("**Online AGM**"). **Please confirm your attendance by registering [here](#)**

By Order of the Board of Directors



Robert Quinlivan
Chair

In accordance with the Articles of Association:

58. Number of votes per Member

- (1) On a vote on a resolution on a show of hands, or on a poll taken at a general meeting, each:
 - (a) Corporate Nominee present in person on behalf of the relevant Corporate Member shall have two votes
 - (b) Individual Member present in person shall have one vote; and
 - (c) Young Professional Member present in person shall have one vote.
- (2) Every proxy present who has been duly appointed by a Voting Member shall have the vote(s) of the Voting Member.

**MINUTES OF THE THIRTY-FOURTH ANNUAL GENERAL MEETING OF
THE AUSTRALIAN CHAMBER OF COMMERCE IN HONG KONG (AUSTCHAM)
HELD AT SERVCORP, L19 TWO IFC, CENTRAL
AT 6:00 P.M. ON WEDNESDAY 16 MARCH 2022**

Present (Directors)

Robert Quinlivan (Chair)
Angela Mackay
Anna Tehan
Darren Bowdern
David Simmonds
Fiona Nott
Ivy Au Yeung
James Hogan
Jason Chang
Kimberley Cole
Robert Quinlivan
Shannon Powell
Simone Wheeler

Present (Members)

Adam Evennett
Andrew D'Azevedo
Benjamin Quinlan
Bina Gupta
Chris Aukland
Clinton Morrow
David Jacquier
David Chu
Deborah Leung
Elizabeth Ward
Frank Mullens
Gary Seib
Greg Elliott
Hing Yin Lee
Ian Thomson
Jacinta Reddan
James Bitossi

James Storey
Jennifer Pao
Jim Taylor
John Barclay
John Spence
Josephine Orgill
Julia Herries
Julian Finlayson
Lee Baker
Liam Collette
Matthew Mckenzie
Matthew Jones
Nancy Mak
Nicholas Hellen
Patrick Chaplin
Patrick Vizzone
Paul Hart

Paul Scroggie
Paul Kam
Peter Chan
Peter Phillips
Phillip Mew
Polly Leung
Rachel Phillips
Ralph Ferguson
Richard Petty
Sarah Fairhurst
Sharlene Jacquier
Soren Lascelles
Stephen Shum
Tiffany Choi
Vanessa Bourne
Victoria Elegant
Victoria Crasti

Apologies

David Meredith
Damien Bos
Hunter Jamieson
Carmen Lam
Mark Siebert
Michelle Penfold
George Lam

Secretariat:

Stefanie Evennett
Charlotte Lam
Chloe Taylor
Sam Tam
Thao Walker
Arianne Lim
Guillaume Duchene

1. Meeting Open

Chair noted a quorum (15 Voting Members) was present and opened the meeting at 6:03pm. Chair welcomed members to the 34th Annual General Meeting of the Australian Chamber of Commerce in Hong Kong, being held at the offices of ServCorp at level 19, 2IFC, Central, Hong Kong and via ZOOM (online platform).

Chair announced Stefanie Evennett as Returning Officer and Chloe Taylor as scrutineer. In accordance with article 57, Chair demanded a poll to go through the formal proceedings on the agenda where a vote is required. The Chair reminded that voting will be conducted by the chatbox function in ZOOM. The Chair reminded those present that in accordance with articles 58, Corporate Nominee on behalf of the relevant Corporate Member shall have two votes and Individual Member shall have one vote.

Chair asked the Returning Officer Stefanie Evennett the number of proxy votes received. Stefanie reported: 26 proxies have been received - 4 to Robert Quinlivan, 4 to the Chair of the meeting, 5 to Liam Collette, 4 to Jo Orgill, 4 to Simone Wheeler, 1 to Fiona Nott, 2 to Victoria Crasti and 2 to Tiffany Choi.

1. Acceptance of the last AGM minutes on 31 March 2021

The minutes were circulated to members ahead of meeting and therefore taken as read. The Chair invited members for any questions arising from the minutes.

Ian Thompson: Question about the voting process, and use of for and against voting. Mr Thompson believed that this wasn't communicated to members at the prior AGM or in the notice of meeting. The Chair responded that minutes reflected that the matter was in fact discussed at the previous AGM.

Chair then moved a motion to accept the minutes. Proposed by Darren Bowdern and seconded by Sarah Fairhurst, and a vote taken in support [23 For, 1 Against, 4 Abstain]. The motion was carried.

2. Chairman's Report

The Chairman's report was circulated to members ahead of meeting and therefore taken as read. The Chairman highlighted a number of matters from the chairman's report.

Chair invited questions over ZOOM using raised hand function.

Ian Thompson: can you clarify the numbers of members who are paid vs unpaid members for the latest information available?

The Chair responded: As of February 22, we have 188 paying members, and 686 non-paying members.

Sarah Fairhurst: Can you give some context on why there are so many non-paying members?

The Chair responded: It relates to the membership structure. Certain membership categories may be entitled to have multiple individuals signed up, for example, our Platinum Patrons have unlimited people within their organisation that may sign up.

Ian Thompson: To follow up, a corporate member or sponsor is allowed to nominate people who are entitled to the rights of membership, such as member prices at events, but they are not entitled to a vote. Can you clarify that the people who are on the call are paying members entitled to vote?

The Chair responded: The only people entitled to vote from a Corporate Member is the nominated Corporate Nominee of that Corporate Member.

The Chair thanked members for their questions.

Chair then moved a motion to accept the chairman's report. Proposed by Fiona Nott, seconded by Sarah Fairhurst and a vote taken in support [26 For, 0 Against, 4 Abstain]. The motion was carried.

3) Directors' Report and Audited Financial Statement

The Chair acknowledged the financial statements were received and invited Treasurer Darren Bowdern to make comments on the Directors Report and Audited Financial Statement.

The Treasurer thanked the Auditor Richard Albuquerque for his support to the Chamber over the year.

The Chair thanked the Treasurer for the summary.

The Chair noted that a question was raised in advance of the meeting in relation to the Directors report regarding the resignation dates of certain directors. In that regard, the Chairman noted a clarification: Andrew MacIntosh, Andrew Whitford, Paul Scroggie and Alex Oxford resigned as directors in a letter dated 23 March 2021. The Chamber secretariat processed these resignations on 1 April 2021 and that is the date noted in the director's report. The Chair apologised to members and previous directors for the delay in processing that change at what was a very difficult time and for any inconvenience caused.

The Chair then invited questions from members.

Ian Thompson: What has the Board done about the Chamber's accommodation and lease? Is there any provision in reserves for a refit of a new office space if the Chamber moves from its current location?

The Treasurer responded: The Board and Secretariat have reviewed a number of options for different accommodation but were unable to find similar quality and location accommodation at a cheaper rate. The lease was renegotiated at favourable terms with an option to exit should it be required.

The Chair responded: There are no reserves maintained for any future office fit-out.

Ian Thompson: What is included in the project expenses?

The Chair responded: Project expenses include costs associated with the publishing of the Member Directory, the AustCham News Magazine and costs for Signature Events.

Chair then moved a motion to accept the Directors Report and Audited Financial Statement, proposed by Peter Chan, seconded by Sarah Fairhurst and a vote taken in support [39 For, 1 Against, 3 Abstain]. The motion was carried.

4) Re-appoint an auditor - Richard Albuquerque & Co

The Chair moved a motion to re-appoint Richard Albuquerque & Co. as auditor and to authorize the Directors to fix remuneration if any.

The Chair reported Richard Albuquerque & Co has provided the chamber with good service over many years at a reasonable price and we seek to reappoint them to their important role.

The Chair moved a motion to reappoint Richard Albuquerque & Co as auditor.

The motion was proposed by Patrick Vizzzone, seconded by Clinton Morrow. A vote taken in support [39 For, 2 Against, 1 Abstain]. The motion was carried.

5) Election of Directors

The Chair noted that he will be standing for re-election and excused himself, inviting Fiona Nott, Board Director and Chair of the Nomination Committee, to Chair the election process.

Chair of the Nomination Committee thanked members for joining the AustCham AGM at a difficult time in Hong Kong.

Chair of the Nomination Committee noted there are:

- THREE (3) directors: Ivy Au Yeung, Robert Quinlivan and Simone Wheeler appointed on 27 March 2019 who are due to retire. They must retire from office at the end of each term but they are eligible for immediate reappointment to the office of Director for another term in accordance with article 21(5). Ivy Au Yeung is not seeking reappointment and we thank her for her contributions to the Chamber.
- ONE (1) director: Jason Chang appointed during the year is due to retire from office at the next AGM following the appointment, but he is eligible for immediate reappointment in accordance with article 21(7).

Chair of the Nomination Committee noted that there are a total of six (6) vacancies and clarified that there are 10 nominees for six vacancies.

Chair thanked the contribution of our outgoing board director – Ivy Au Yeung.

Chair of the Nomination Committee explained to members the voting procedures and noted that voting will be conducted by the chatbox function in Zoom and that the chatbox is private and not viewable by members.

Noted there are six (6) vacancies and ten (10) nominations, members are requested to vote up to six (6) times for or against the nominees. If members vote more than six (6) times, their votes will be considered invalid. The tally of votes to each nominee shall be the calculation of the ‘for’ and ‘against’ votes. The candidates with the highest six (6) scores (Overall Votes) shall be determined as those elected.

Chair of the Nomination Committee then moved to the formal election process asked the Returning Officer for the names of all members and retiring Directors standing for re-election:

Directors retiring and offering themselves for re-election:

- Jason Chang – Corporate member
- Robert Quinlivan – Individual member
- Simone Wheeler – Individual member

Candidates offering themselves for election:

- James Bitossi – Corporate member
- Liam Collette – Individual member
- Sarah Fairhurst – Individual member
- David Jacquier – Corporate member
- Jo Orgill – Individual member
- Jacinta Reddan – Individual member
- Patrick Vizzzone – Individual member

Bios have been circulated and are taken as read. The Chair of the Nomination Committee then read the names of each nominee.

The Chair of the Nomination Committee reminded voters that they are able to vote for or against nominees and have five minutes to make their vote in the chatbox.

The Chair of the Nomination Committee shared questions received prior to the meeting.

- 1) Can I put six votes for or against one person? Answer: No, members do not have six votes but entitled to vote for up to six candidates.
- 2) As a Corporate Member my vote is worth two so can I vote for candidates twice? Answer: Corporate Members have two votes but can't vote for candidates twice. The value of the Corporate Member votes are recorded and taken into account.
- 3) What does the against vote mean? Answer: That you don't support that candidate and any votes recorded will be deducted from the For votes received to arrive at the overall vote for a candidate.
- 4) As a candidate can I vote for myself? Answer: Yes.

Frank Mullens: Asked about the concept of negative voting. He referred the meeting to Section 21 in Chamber's Articles of Association, which states the election must be carried out by way of ordinary resolution. He was concerned about validity of voting under Articles and Companies Ordinance.

The Chair of the Nomination Committee thanked Mr Mullens for the question. The Chair of the Nomination Committee advised that Article 23.1 refers to Directors and referred the meeting to Article 55, which discusses votes on resolutions For and Against as a principle, which is what has been proposed. The Chamber's view is that the proposed process is in accordance with the Articles.

Ian Thompson: Why are there six vacancies when there are only three retirees from the Board? Mr Thompson advised that he objected to the proposed process for voting of Directors.

The Chair of the Nomination Committee responded regarding board vacancies. The number of elected director positions on the Board is 14, we have three Directors retiring and seeking re-election, we have one Director being Ivy Au Yueng who is retiring and not seeking re-election, and we have additional vacancies on the board that we are able to fill.

The Chair of the Nomination Committee thanked Mr Thompson and Mr Mullens for their points and offered to take them up on any concerns offline.

Gary Sieb: Asked a question about the voting process, and believed that the process is unusual: What is the purpose of a negative vote and the rationale?

The Chair of the Nomination Committee advised: To give members the opportunity to make their vote 'For' or 'Against' in accordance with Article 55. We have six spots to fill and we believe that the proposed approach meets the requirements of Article 55. The Chair of the Nomination Committee acknowledged that other methods may also meet the requirements.

Hing Yin: If people get negative tally, are they included or are they not eligible?

The Chair of the Nomination Committee advised: If candidates arrive at an overall negative score, they won't be eligible.

Sarah Fairhurst: We write one time in the chat box the For or Against and the names?

The Chair of the Nomination Committee advised: Yes, please vote into the chat box as per the example on the slide.

The Chair of the Nomination Committee thanked members for the questions and the suggestions and thanked all candidates for their nomination.

The Chair of the Nominations Committee called for votes for the nominees and asked members to indicate if they needed additional time to vote by raising their hand. The Chair noted advice from Frank Mullens that Ian Thompson was not able to vote using the chat box and responded that Ian would be contacted to allow him to provide his votes electronically by email. The Chair noted that voting had closed and thanked members.

The Chair of the Nominations Committee stated that there will be some time to tally the results and invited members to watch a pre-recorded Q&A discussion with Glenda Korporaal OAM, Adjunct Industry Fellow at the Australia-China Relations Institute, University of Technology Sydney.

The Chair of the Nominations Committee apologised to members for a delay in reporting the results.

The Returning Officer announced the Directors formally elected to the Board as:

1. Rob Quinlivan
2. Jason Chang
3. Simone Wheeler
4. Jo Orgill
5. Patrick Vizzzone
6. Liam Collette

As required by section 594 of the Companies Ordinance, the total number of votes able to be cast were: 77.

		No. of votes entitled	Total
Number of individuals attending in person	25	1	25
Number of corporates attending in person	17	2	34
Number of individuals attending by proxy	6	1	6
Number of corporates attending by proxy	6	2	12
		Total	77

The tally results were as follows:

Name	Total Votes	For	Against	Result
James Bitossi	29	28	1	27
Jason Chang	51	51	0	51
Liam Collette	40	34	6	28
Sarah Fairhurst	16	4	12	-8

David Jacquier	14	13	1	12
Robert Quinlivan	66	63	3	60
Jo Orgill	53	50	3	47
Jacinta Reddan	59	34	25	9
Simone Wheeler	47	46	1	45
Patrick Vizzone	38	38	0	38

The Chair of the Nominations Committee thanked all candidates and members for their participation.

6) Any other business

Chair asked for any other items of business from the floor and those on ZOOM.

Jacinta Reddan asked for an acknowledgement in the minutes of the contribution of Ivy Au Yeung as a Director of AustCham Hong Kong.

Chair recorded a note of thanks to those who participated, and for their patience in joining this meeting under these challenging circumstances.

The Chair advised that the next AGM will be held on or around the present date in a year's time.

There being no other items on the agenda, the meeting closed at 9:10pm.



Robert Quinlivan - Chair
Date: 30 March 2022



**Chair's Report to AustCham Hong Kong
Annual General Meeting, 2022/23
AGM Date: 23 March 2023**

It is an honour to present my report as Chair of The Australian Chamber of Commerce in Hong Kong.

YEAR IN REVIEW

2021 and 2022 proved to be some of the most challenging times in the Chamber's history.

With the Covid-19 pandemic continuing, Hong Kong endured some of the world's most stringent border control and quarantine requirements. These restrictions, coupled with social distancing measures that essentially shut down vast sectors of the economy, had a profound impact on all businesses and individuals living in Hong Kong.

As other global competitors reopened their borders, international business reassessed their footprint and resourcing across the region and in Hong Kong. International talent relocated to cities such as Singapore, London or Dubai, or repatriated to their home countries. Hong Kong saw record numbers of departures with 113,200 residents departing the city in 2021/22 – the second consecutive year of population decrease.

As we commence 2023 Hong Kong is finally emerging from the pandemic and attempting to regain its role as a global business centre. For all of us, and for the Chamber, I am grateful that we can once again gather, travel freely and re-connect with our families, friends, business colleagues and clients. I am confident international companies will take advantage of both the short-term incentives and long term opportunities in Hong Kong, and we will see the city once again recognised on the global stage as a strong, dynamic and vibrant place to do business.

The Chamber adapted to this environment by maintaining a focus on member engagement and support. Where opportunities presented themselves to undertake in-person networking we did so, to the great delight of our members. In the face of social distancing rules, we delivered online events and industry forums, enabling our members to remain connected to industry peers, exchange information on company best practices, and stay up to date with business and political developments in Hong Kong, China and Australia.

The Chamber increased its government advocacy presence, raising the concerns of membership with Hong Kong, China and Australian government officials. Our engagement with the Hong Kong government focused on recommendations to improve the Covid-19 pandemic response measures and remove travel restrictions, such as compulsory quarantine and flight bans, as well as on providing support measures to business, especially SMEs. During this period, we also saw governments here and in



Australia undergo leadership transitions, with the Australian Federal Election in May 2022 resulting in a change of government, and in Hong Kong the appointment of the city's 5th Chief Executive, John Lee, on 1 July 2022.

The travel and social distancing restrictions in place during 2021 and 2022 hit many businesses and individuals hard. The Chamber's membership fluctuated over the period, in line with the changes in these restrictions. Following the Covid-19 pandemic 5th wave in early 2022 we saw a particularly pronounced impact as individuals departed and the lack of a Covid roadmap weighed on company expectations.

Against this backdrop, and with a focused and determined effort to deliver value, support and services, we have maintained our membership over the year. It has been you, our members, who have continued to support the Chamber with your membership, sponsorship and engagement during this very difficult time. I'd like to thank you for your commitment and support to AustCham. Through our collective efforts we continue to be one of the largest international business chambers in Hong Kong. Our voice is heard, and our input sought. As we enter this period of recovery, we feel positive momentum in our advocacy efforts with both the Hong Kong and Australian Government. We look forward to your ongoing engagement as we seek to represent member interests both here and at home.

FINANCIAL HIGHLIGHTS

As outlined above, the financial year ended 30 June 2022 continued to provide a very challenging operating environment for the Chamber. Membership followed by events remain our two main sources of revenue. Pandemic measures continued to heavily impact our ability to deliver events and maintain membership numbers, particularly in the corporate membership category as these companies downsized or exited Hong Kong altogether.

The Chamber's membership at year end was 864. This is a slight increase in member numbers compared to last year (2021: 856), with membership revenue on par with the previous year (2022: HK\$3,799,393; 2021: HK\$3,794,009).

We also recorded a slight year-on-year increase in event revenue (2022: HK\$1,017,708; 2021: HK\$973,348). With changes to social distancing restrictions throughout the year some events put on hold in the previous year were able to be held. However, it is only in 2023 that we have returned to an operating environment where plans can be made with certainty, particularly as regards larger scale events. Under these circumstances our Platinum Patrons agreed to forgo event entitlements contained within their membership contracts that had been provided for over the last two financial years. Almost half of event revenues recorded in the 2021/22 year are from the writing back of an accounting provision for these entitlements. We are extremely grateful to our Platinum patrons for this critical support.



Thanks to the continued support of all our members, along with a relentless focus on the Chamber's expenses and cash flow from the Secretariat and the Board, the Chamber's financial resources remain sound.

The Chamber's cash position at year end was at \$3,301,983, compared to \$3,257,333 in the previous year. For prudence the Chamber aims to ensure it has six months of forward operating expenses in reserve. As at 30 June 2022, the Chamber held 8.18 months of forward op-ex in cash.

The Chamber recorded an accounting surplus for the year of HK\$403,132 (2021: HK\$710,322 surplus). In addition to the valuable generosity and support from our Platinum Patrons for our traditional signature events, the surplus was generated largely from the Virtual Intern Program (sponsorship from The National Foundation for Australia China Relations Funding and university payments) and the Hong Kong Government's Employment Subsidy Scheme (ESS) which the Chamber was able to take advantage of to retain our staffing levels.

The Chamber ended the financial year with total revenue of HKD \$5,875,445 million down from HKD\$6,664,386 in the previous year. 2021 revenue was higher due to the significant sponsorship support from Platinum Patrons for the virtual Australia Day event, advertising revenue from the Directory and classifieds, and ESS funding received.

For the second consecutive financial year operational costs were reduced, non-essential expenses removed and conservative budget management put in place. Expenses for the year were HK\$5,472,313, down from HK\$5,954,064 in 2021. Savings were achieved through reductions across a number of areas, especially staff expenditure, rental costs, office and administration costs. There were also savings from the discontinuation of the printed version of the member directory and savings on event expenses.

OUTLOOK

As we turn our attention to the year ahead, the Chamber finds itself facing new horizons, with the Covid-19 travel restrictions, social distancing, quarantine and isolation rules removed in quick succession at the end of 2022 and beginning of 2023.

The Hong Kong government launched its "Hello Hong Kong" campaign in February 2023, comprised of marketing campaigns and significant incentives to bring tourism, business, investment and talent back to Hong Kong. I am confident that as the world returns to Hong Kong, AustCham too will recover from the impacts of the pandemic.

The Board considers 2023 a critical year for the Chamber and plans to work with the Secretariat on several substantial activities, including a review of membership and development of a new strategic plan. The new environment requires new ideas for how we as a Chamber can continue to deliver value and engagement to our members, bring high quality insights and connections to the community and through access and influence to governments ensure the voice of the Australian business community is heard.



The Board is looking forward to supporting opportunities for new growth in membership and remains open-minded to developing new events, services and activities to meet changing needs. I invite you, our members, to engage in this process of renewal and rebuilding.

Like all businesses emerging from the highly constrained environment of the pandemic, the economic challenges for the management of the Chamber persist, notwithstanding our expectation of better days ahead. The Board remains focused on the Chamber's financial sustainability and enters 2023 with ongoing prudence while positioning for the future.

IN CLOSING

A member-driven organisation succeeds with the commitment, dedication and service of many individuals and corporations. I would like to highlight some of those who made significant contributions to the Chamber:

Australian Consul General to Hong Kong and Macau, Elizabeth Ward

Austrade Senior Trade Commissioner Shannon Powell

My fellow Board members during the past year: Deputy Chairs Angela Mackay and Fiona Nott, Treasurer Josephine Orgill, Board Directors: Anna Tehan, Darren Bowdern, David Simmonds, James Bitossi, James Hogan, Jason Chang, Kimberley Cole, Liam Collette, Patrick Vizzzone, Shannon Powell, and Simone Wheeler.

Former directors Ivy Au Yeung and Dr George Lam for their many contributions to the Chamber over many years.

The Chamber Committee Chairs and Vice Chairs for their tireless, voluntary leadership.

I'd also like to offer my thanks on behalf of the Board of Directors to our Chief Executive, Stefanie Evennett and the staff of the Secretariat, past and present, (Chloe Taylor, Charlotte Lam, Sam Tam, Thao Walker, Tiffany Chan and Tanya Bhatnagar), for their enthusiasm and commitment to the Chamber.

Finally, and most importantly, thank you to all our members. AustCham is your Chamber and the contribution, support and engagement from you all over the past few challenging years demonstrates the importance and central role you all play in the success of the Chamber.

Robert Quinlivan
Chair

The Australian Chamber of Commerce Hong Kong
1 March 2023



Management Discussion and Analysis (MD&A)

For members' information we outline here further detail on key aspects of the Chamber's operations, looking back and to the year ahead.

Membership

Overall membership revenues remained steady over the year. Membership at the upper levels – Platinum Patrons, Committee Sponsors, Corporate Patrons - was maintained or increased compared to 2021 levels. Corporate Membership saw losses, with a trend of downgrading to the Individual Membership category or discontinuing. Looking forward however, the Board is focused on a number of membership demographics and themes emerging in importance from the pandemic, particularly with departures, cost reduction and downsizing of operations for many corporates in Hong Kong.

1. AustCham's reliance on a small number of Platinum Patron members which underpin the Chamber's financial viability in its current form.
2. The perceived value of Corporate vs Individual Membership, particularly for small to medium sized companies.
3. Preservation of our Young Professional membership.

The Chamber's membership growth is intrinsically linked to a positive business sentiment on Hong Kong. This bodes well for growth prospects into 2023/24, with the reopening of domestic and international borders, and the Hong Kong business and talent attraction schemes which may expand the potential member base. However, recognising the impact on Hong Kong's international reputation, and new government priorities for growth, companies and individuals coming to Hong Kong may be seeking services or assistance from AustCham that differs from that offered prior to the pandemic.

In response to these issues and the evolving needs of the existing and potential member base, a review of membership categories will be undertaken by the Board in 2023.

Events and Sponsorship

As separately outlined, delivery of events was constrained for the second year in a row as a result of ongoing pandemic measures.

The Chamber's in-person Australia Day event was cancelled for the second year running, with AustCham carrying forward sponsor contributions to future events.

However as social distancing restrictions loosened during the year the Chamber ceased the opportunity to deliver two new events, one industry focused, *Diversity in the Built Environment* and one Australian-linked event, the *Melbourne Cup Lunch*. Despite the



difficulties in delivering these events they were both a huge success, demonstrating the value of Chamber events for bringing our community together, progressing industry agendas and business development. These events also operated as a member pipeline for the Chamber, with new Individuals and Corporate Members joining after attending these events. They also attracted sponsorship.

The Chamber is focused on building a strong calendar of events in 2023, delivering members opportunities to build corporate profiles, network, learn and develop and engage with industry and government. Whilst the removal of restrictions will allow for more and larger-scale events, global economic headwinds, Hong Kong's economic recovery from the pandemic and international business recalibration of Hong Kong's role in Asian operations may impact levels of event sponsorship.

The majority of events for the last financial year were delivered online, mostly free for members. These online events provided members essential engagement and connectivity when unable to meet in person, high-quality content and international speakers (including senior government representatives). The Chamber will explore continuation of online content and events as a member benefit.

Intern Program

The 2021/22 financial year commenced with strong demand for access to a virtual intern program by universities, students and host companies. However, as the travel and associated Covid-19 restrictions in Hong Kong continued into 2022, and other markets in Asia re-opened to international students, there was a significant drop in demand.

The Chamber placed 24 interns from three universities in 2021/22 (2021: 37).

The program included a series of professional development seminars with industry leaders (delivered by AustCham), as well as language and cultural communication classes. As part of the Chamber's funding from NFACR, the Chamber produced several marketing videos and released these on social media and to university partners to drive and support future applications.

In the latter part of 2022 and into 2023, university partners withdrew from the virtual program and advised that a resumption of the in-person program would not occur whilst quarantine and isolation regulations remain in force in Hong Kong. This presents a risk to meeting the 2022-23 budget.

With the removal of Covid-19 quarantine and isolation regulations in Hong Kong in early 2023 AustCham expects a return to in-person intern engagements in the 2023/24 financial year.



Staffing

The Chamber recruited a full-time Chief Executive in July 2021. Throughout 2021/22 the Chamber maintained minimal staffing. Staff costs for year ending 2022 were HK\$3,604,975, a saving of HK\$139,710 on 2021 expenses of HK\$3,744,685.

Given the decrease in staffing and operational capacity over the course of the pandemic, and the anticipated upturn in activity following reopening of Hong Kong, the Board with the Chief Executive will review the staffing of the Secretariat with a view to ensuring optimal resourcing balanced with revenue prospects.

Office Accommodation

The Chief Executive, in consultation with the Treasurer and Finance Committee, reviewed the Chamber's office space requirements and assessed potential alternatives during 2021/22. Estimates on comparable and fit-for-purpose real estate (both leased premises and co-working spaces) priced higher than the Chamber's current lease.

Having regard to the potential costs of relocation, and lack of comparable alternatives, the Chamber renegotiated its lease for its office premises in September 2021 for a two-year period at a rate lower than its previous 2021 lease.

The Chamber offset some of its premises costs in the 2021/22 financial year by allowing a term-limited, non-exclusive fee for service use of the Chamber's business services center.

Insurance

The Chamber had the following insurance in place during the period, at a total cost of HK\$119,836, comparable to the previous year (2021: HK\$121,828): Office Insurance, Public Liability Insurance, Staff Medical Insurance, D&O Insurance.

The Chamber reviews insurance premiums on an annual basis, receives quotes from a range of providers for comparison, and selects best value products with a view to maintaining relevant benefits.

Real Estate Fund

The Chamber's Real Estate Fund was established in 2018 to purchase commercial premises for accommodating AustCham. Contributions to the Real Estate Fund are made annually by AustCham (for each financial year in which AustCham achieves a Net Profit an amount equal to 5% of the Net Profit goes to the Fund) and on an ad-hoc basis by member donations. The balance in the reserve at 30 June 2022 was HK\$75,471, an increase of HK\$56,692 over the previous year. This increase was a result of donations to the Fund from certain members of HK\$1,019, and contribution from net profit in 2021 of HK\$35,516 and net profit in 2022 of HK\$20,157.



MEMBER SERVICES REPORT

The Chamber exists to serve, you, our members. The provision of member services is the foundation upon which we retain the privilege of serving you.

The Chamber continued to bring value and engagement to its members throughout the second year of the pandemic through Committees, Virtual Intern Program, Mentor Program, Advocacy and Events (Virtual and In Person).

Committees

Committees are at the heart of AustCham's community and form the backbone of much of the Chamber's engagement.

Despite the ongoing limits to in-person events throughout the period, AustCham Committees continued to meet virtually for regular monthly meetings and develop new initiatives. These included:

- The Finance, Legal & Tax Committee work on taxation issues in Australia and Hong Kong, including developing submissions on FISE and BEPS 2.0.
- The Women in Business Network delivering the Financial Wellness for Women Series in collaboration with The Spanish Chamber of Commerce and Girls Just Want to Have Fund\$ - six events with 30 people participating in the series.
- The Construction, Property and Infrastructure Committee on Women in the Built Environment – developing the Built to Last event, held in November 2021 and well attended by industry representatives.
- The Greater Bay Area Committee spearheading the Chamber's collaboration with the Chinese General Chamber of Commerce, resulting in the signing of a Statement of Cooperation in December 2021.
- The People's Forum convening (virtual) roundtables with senior HR executives and business heads to share practical measures and initiatives to support, attract and retain talent during the Covid-19 pandemic 5th Wave.
- The Young Professionals hosting an Inspiring Leaders Series – online and in-person.

Due to member interest and the growing importance of the sectors to Hong Kong business, AustCham Board approved the creation of two Committees during the period – splitting Innovation and Sustainability, into Innovation and Technology, and Sustainability.

Several Committees welcomed new leadership over the period, including:

- Sustainability (Hendrik Rosenthal, Rachel Phillips – Co-Chairs, Lawrence Kerr – Vice Chair)
- Innovation and Technology (Ben Quinlan, Chair)



- Finance, Legal and Tax (Gary Seib and Jesse Kavanagh – Co-Chairs, David Chu and Hunter Jamieson, Vice Chairs)
- Women in Business Network (Victoria Elegant, Chair)
- Young Professionals (James Storey and Louisa Chin – Co-Chairs)

For those new Chairs who took up the mantle, we appreciate your willingness to contribute your time, expertise and networks to AustCham.

I'd like to acknowledge outgoing Chairs of these groups for their commitment and contribution: Rachel Phillips, former Chair of AustCham Young Professionals Network; Michael Camerlengo, former Chair of Construction, Property and Infrastructure Committee; Josephine Orgill and James Hogan, former Chairs of the Finance, Legal and Tax Committee; Peter Bourke and Austin Bryan, former Co-Chairs of Sustainability and Innovation Committee; and Lauren Chung, former Chair of Women in Business Network. Thank you all for your leadership.

We owe our gratitude to all Committee leaders and members for their creativity, hard work, and dedication to the Chamber.

Virtual Internship Program

Twenty-four (24) students from three universities (Deakin, Griffith, Macquarie) participated in the Virtual Intern Program in 2021/22 (2021: 37). This was supported by funding from the National Foundation for Australia-China Relations and university partners.

As the Australian borders reopened and other regional neighbours in Asia dropped their border control and quarantine measures, interest from students in a Virtual Internship Program waned over the period, and several key partners declined to promote the program until border measures, testing, movement restrictions and compulsory isolation regime was removed in Hong Kong.

As Hong Kong removes remaining Covid-19 restrictions in early 2023, AustCham looks to reinvigorate the in-person program for the 2023/24 financial year, with a view to continuing to evolve the program as a service for members, offer support to the next generation of Asia-capable talent, while at the same time providing valuable resources at no cost to the host company.

Mentor Program

A highlight of our member services is our Mentor Program. The University of Wollongong continued their support and the program for 2021/22 included 42 registered Mentors and Mentees. Professional development seminars were delivered online, and a small in-person gathering for graduation was held. While the program is a key offering for our Young Executive and Platinum Members and has been highly-sought after for its



quality programs and professional network, participation in the 2022/23 program is half the previous year, reflecting the loss of Young Executive members over the period.

Advocacy

The Chamber's government advocacy on behalf of members continued to build momentum this year.

We continued our strong engagement at the highest levels of the Australian and Hong Kong governments on the impact of border closures, flight bans, travel and social distancing restrictions on our community and on business, as well as proposing ways forward in support of Hong Kong opening up again. AustCham worked independently and in collaboration with other international Chambers to ensure governments heard our concerns and took on board recommendations. To support our advocacy, a survey of members was undertaken in February 2022 on Covid-19 Impact and Intentions, the summary results of which were shared as part of our advocacy work. Select media interviews were also provided to international and local media to support our advocacy.

AustCham's advocacy throughout the year included correspondence, personal meetings and executive group briefings with:

- The Australian Prime Minister, the Australian Treasurer, the previous Australian Minister for Trade, Tourism and Investment, Hon Dan Tehan MP and the newly appointed Australian Minister for Trade, Tourism and Investment, Senator Hon Don Farrell.
- The Chief Executive of Hong Kong SAR, the Secretary for Administration, the Financial Secretary, the Secretary for Commerce and Economic Development, the Secretary for Financial Services, the Secretary for Financial Services and the Treasury, the Director General of Invest Hong Kong, and officials from the Ministry of Foreign Affairs and Liaison Office of the People's Republic of China.

The Chamber continued to provide support for and recommendations on Hong Kong government policy initiatives through a submission on the Chief Executive's Policy Address. We also participated virtually in the International Business Committee meetings chaired by Chief Secretary, John Lee, and when they were held, Executive Lunches with the Chief Executive, Carrie Lam, as well as participate in the Secretary for Commerce and Economic Development's External Taskforce.

AustCham regularly met with Invest Hong Kong to facilitate the exchange of views from our community regarding ongoing Covid restrictions and provided practical solutions. The government's commitment to rebuilding and strengthening Hong Kong's economy – reflected in the announcements of business and talent attraction schemes in late 2022 – acknowledge the views of the business community.

Perhaps more than ever before, AustCham acted as a channel for members to connect with government on issues outside of business, especially as they related to the seemingly ever-changing Covid-19 restrictions in Australia and Hong Kong. I'd like to acknowledge



the tremendous support of the Australian Consul General to Hong Kong and Macau and the staff of the Australian Consulate General to our members and the entire Australian community.

The Chamber increased its engagement and collaboration with other associations over the period, both in Australia and Hong Kong. This included meetings with The Law Society of Hong Kong, The Australia China Business Council, AustCham China, AustCham Shanghai and international Chambers of Commerce in Hong Kong. Seeking to bring together the Australian and Hong Kong business communities to build understanding and mutual benefit of the opportunities within the Greater Bay Area, AustCham signed a Cooperation Agreement with The Chinese General Chamber of Commerce in December 2021.

In March 2022 AustCham, in collaboration with AustCham China and AustCham Shanghai, launched the China Australia Investment Forum. The Forum was established in response to changes in the settings for foreign investment in Australia. The purpose of the Forum is to facilitate ongoing dialogue between members of the Chamber and representatives of the Australian government on topics relating to investment in Australia. With the change of government in Australia resulting from the May 2022 election, the Forum did not meet as at the end of June 2022.

Events

During 2021/22, the Chamber continued to bring members high-quality speakers and industry information online and, where restrictions permitted, in-person.

Despite the challenges – especially in the beginning of 2022 - online engagement and attendance at in-person events was high and a program of engaging speakers was provided. The Australian Chamber of Commerce Hong Kong held a total of 56 events throughout the year – an increase on 2021 (40) and 2020 (44). Some highlights include:

- The Proposed Changes to the Australian Tax Residency Rules and How This Affects You with additional Q&A Session
- Celebrating Global Australians with Advance and Australian Consul General
- Opportunities for Hong Kong and Australian Companies in the Greater Bay Area, joint event with Chinese General Chamber of Commerce
- ANZ Melbourne Cup Lunch (in-person). This was the Chamber's first Melbourne Cup event in recent memory and one of the most successful. We are delighted to have it now back as a firm fixture in the Chamber's calendar of regular events.
- Built to Last: Diversity in the Built Environment, by the Construction, Property and Infrastructure Committee
- Executive Briefing: Changes to Hong Kong's Sanctions Regime
- Australian Market Outlook 2022 with Commonwealth Bank of Australia



- Australia Day event (online), Foods of Significance with Jennifer Wong and messages from Australian Consul General and AustCham Chair
- Australia Calling: Global Talent and Migration Opportunities
- International Women's Day Mentor Talks supported by the Women in Business Network
- Australian Federal Budget 2022-23: Key Strategies and Considerations for Australian Expats with Oreana
- The Future of Energy, Resources and Climate Change in a Disruptive World
- Navigating Global Risk for Business: Resilience and Responses
- Navigating SME Support and Funding Opportunities in Hong Kong
- Sydney Networking Event, hosted by Chair of AustCham Hong Kong
- Executive Briefing: Geopolitics and Business Today
- China-Australia Relations Post-Australian Election, with President of Australia China Business Council
- Understanding the New Australian Government: Implications for Business
- Driving Meaningful Change for a Sustainable Future
- Digital Asset Ecosystem in Hong Kong
- Executive Briefing: Understanding the New Hong Kong Government
- Briefing with Australian Minister for Trade, Tourism and Investment, Senator Hon Don Farrell, in cooperation with AustCham China and AustCham Shanghai.

Events are an essential part of the Chamber's service offering. The restrictions of the pandemic and the limited in-person opportunities provided us with an opportunity to explore new ways to connect, engage and represent our members. We brought international thought leaders, inspiring industry representatives and senior government officials to our members. We also brought new events and ideas to the Chamber, responding to member interests and needs. The Chamber will continue to evolve our events into 2023 and beyond.

Membership

The Chamber launched a new-member engagement program in 2021/22 - Coffee and Connect. Initially delivered virtually, the program has moved to in-person format, providing an opportunity to on-board new members, familiarise them with Chamber key staff, Committee and Board members, meet other new members, and showcase new member companies. It has been well received and will continue going forward.



The Board Membership and Value Proposition Committee reviewed membership benefits during the period to ensure services ceased during the pandemic (e.g. magazine, printed directory) were updated in relevant Chamber documents, as well as to introduce enhanced marketing opportunities and Mentor Program places for Platinum Patrons and other minor amendments.

In 2021 AustCham's Chief Executive launched a redesigned weekly Newsletter to members and subscribers to provide updates on the changing Covid-19 situation, AustCham events, community happenings, and business and regulatory developments relevant to our community. The Newsletter was extremely well received and has grown to be an anticipated source of news for our members, enabling them to remain engaged and connected to AustCham no matter their physical location or the status of restrictions.

Platinum Patrons

The Chamber owes its sincere thanks to our Platinum Patron Members. The support of and participation by the Platinum Patrons provides us with a secure foundation to serve the wider community, as well as ongoing inspiration to serve.

In 2021/22 AustCham had nine Platinum Patron members: ANZ, CK Infrastructure, CLP, Commonwealth Bank of Australia, Chow Tai Fook Enterprises, Leighton Asia, National Australia Bank, Telstra, The University of Wollongong College Hong Kong.

We thank the Platinum Patrons for their continued support of the Chamber. Their commitment demonstrates an ongoing positivity for the future of business in Hong Kong, the Australia-Hong Kong relationship and the community.

Sponsors

AustCham provides a platform for companies to entertain their clients and partners, reach their target market and showcase their products and services. Our sponsors during these difficult times have demonstrated their belief in the power of the Chamber as a vehicle for achieving their business goals.

Online advertising remained a popular avenue over the year as a way for sponsors to reach our community and share their offers.

When in-person events were able to be held throughout the year, sponsorship interest was strong, with our members keen to support both industry forums and general networking events. We also gained new supporters including food and beverage and venue partners.

While sponsor interest in AustCham remains strong into 2023, we have observed a decrease in marketing budgets across some sectors due to global economic headwinds and changes to company priorities in the region. AustCham will continue to work with its members to find novel and engaging sponsorship opportunities that meet their business needs.



CORPORATE SOCIAL RESPONSIBILITY

The Chamber takes its Corporate Social Responsibilities seriously and is proud to this year support: The Hub, The Fred Hollows Foundation, and the Australian Indigenous Education Foundation.

Throughout 2021/22 we supported our CSR partners through event partnerships, communications, promotions and member engagement. Highlights include:

Fred Hollows Foundation

- Melbourne Cup 2021 – CSR fundraising partner for the event
- World Sight Day– online fundraising and promotion

The Hub

- Christmas Mix 2021 – Giving Tree Christmas gift partnership.
- Members of the AYP spent a half-day with children and families from The Hub undertaking games and activities, and delivering AustCham member gift donations.
- In early 2022 as Hong Kong was impacted by the Covid-19 pandemic 5th wave, AustCham promoted an appeal for goods and monetary donations for The Hub (online and social media campaign).
- AustCham Young Professionals Committee Chairs volunteered at the 2021 The Hub Charity Ball, fundraising and assisting with the event delivery.

Australian Indigenous Education Foundation (AIEF)

- With the cancellation of the 2022 Australia Day Lunch, AustCham did not have an event partnership with AIEF during the period.
- AustCham distributed the 2021 AIEF Annual Report to members and the wider community online through AustCham Newsletter and LinkedIn.
- In July/August 2022 AustCham Chief Executive joined the AIEF as a delegate at the Garma Festival of Traditional Cultures. This attendance was self-funded. The Chief Executive provided a detailed trip report to members through a special edition of AustCham Newsletter.

AustCham maintains a dedicated webpage showcasing our CSR partners (www.austcham.com.hk/aboutus/csr-partners)

GOVERNANCE

In the interests of good corporate governance, the Board of Directors undertook several initiatives in 2021/22, including:

- Review and redesign of Board Committees: Finance, Audit and Risk; Nominations and Board Diversity; HR Performance; Membership & Value Proposition; Public Affairs; Innovation & Strategy



- Director Training with Hong Kong Institute of Directors: Fiduciary Duties, Responsibilities and Duties of Directors

The board undertook a review of its AGM procedures and voting methodology for election of directors, with support from the Chief Executive and the Chamber's legal advisors, King & Wood Mallesons. The Board adopted an eAGM provider and a voting methodology for 2023 to simplify and contemporise the Chamber's approach.

In December 2021 the Nomination Committee, comprising three Directors and the Chair, undertook a review of the Board to understand the existing board's diversity, and identify opportunities to promote the Board's diversity across a number of areas (skills and experience, industry sectors, member categories, gender, tenure, nationality/ethnicity). The Nomination Committee recommends that future AustCham Boards adopt a practice of ongoing review to ensure Board diversity is maintained.

On 31 March 2022, Dr George Lam reached the limit of his term of appointment and retired as a Director of AustCham. The Board sincerely thanks Dr Lam for his service to AustCham over many years. Subsequently, the Board appointed Dr George Lam as Special Advisor.

On 17 October 2022, the Board resolved to fill a casual vacancy by appointing Mr. James Bitossi, Director, Wholesale Credit at ANZ, as a Director. In accordance with the Articles, Mr. Bitossi is required to retire from office at the next annual general meeting following the appointment, and may seek reappointment by election of the members.

Board Meeting Attendance List (July 2021-June 2022)

		2021					2022						
	Names	18 Aug	15 Sep	20 Oct	17 Nov	15 Dec	18 Jan	16 Feb	9 Mar	13 Apr	18 May	15 Jun	Total Attendance
1	Robert Quinlivan	√	√	√	√	√	√	√	√	√	√	√	11
2	Fiona Nott	√	√	√		√	√	√	√	√	√	√	10
3	Angela Mackay	√		√			√	√		√	√	√	7
4	Simone Wheeler	√		√	√	√	√	√	√	√	√	√	10
5	Darren Bowdern	√	√	√	√	√	√	√	√	√	√	√	11
6	Ivy Au Yeung	√	√		√		√	√	√	Not a director			6
7	George Lam			√	√	√	√	√	√	Not a director			6
8	Shannon Powell	√	√		√	√	√	√	√	√	√	√	10
9	David Simmonds	√	√	√	√		√	√	√			√	8
10	Anna Tehan		√	√		√	√	√	√		√	√	8
11	Kimberley Cole	√	√	√	√	√	√		√	√	√	√	10
12	James Hogan	√		√	√	√	√	√	√	√	√		9
13	Jason Chang	Yet to appoint							√	√		√	3
14	Josephine Orgill	Yet to appoint								√	√	√	3
15	Patrick Vizzone	Yet to appoint								√	√		2
16	Liam Collette	Yet to appoint								√	√	√	3
	Total Attendance	10	8	10	9	9	12	11	12	12	12	12	