

Dear Members

There have been some changes in the past few months on our Board of Directors.

Andrew Collins resigned as a Director late last year due to his relocation to Singapore, and then in February casual vacancies arose due to the resignations of Chris Pan, Susie Heffernan and Chris Carr. The Board wishes to thank all of them for their contributions during their time on the Board. We respectfully acknowledge that all Directors give their time and commitment on a voluntary basis for the benefit of the community.

The Board has appointed Gerald Cornelius of BlueScope and Udo Doring of the Australian Pathway Education Group to fill two of these casual vacancy positions up until the next Annual General Meeting in June. Both individuals have great experience with AustCham Shanghai and are well known in our community, managing their respective organisations in Shanghai. We welcome them to the Board and look forward to working with them across the next few months.

The Board is interested in hearing from people in the membership who would be interested and available to fill the remaining two casual vacancy positions. The AustCham Shanghai Board is a great place to serve our community and relies on the support of a committed group of volunteers. To express interest, please reach out to Wendy Kang, Company Secretary at Wendy.Kang@austchamshanghai.com, by COB Friday 6 March. The Nominations Committee of the Board will then be talking with interested individuals before presenting a recommendation to the full Board at its next meeting for consideration.

In recent months there has also been an investigation conducted by the Company Supervisor, Mr Martyn Huckerby. This investigation followed a Board review of the Company's corporate governance documents in January 2020 which identified a possible breach of the guidelines for the election of a Director in the event that a Director changes employer during their two-year term as a Director. The Company Supervisor was notified, and he decided to investigate to assess whether there needed to be actions taken or recommendations made.

As a Board we would like to share with you the findings of this investigation. **We have therefore linked to a [statement from the Company Supervisor](#)**. We are pleased to report that the Board has met and endorsed all the Company Supervisor's recommendations. The Board will conduct a governance review and report to members prior to the next AGM with the results, and where necessary present resolutions for adoption.

Elsewhere you may have read media reports regarding a change in employment status of our Chairman, Craig Aldous. The Board has verified he is employed as the current nominee for a member company until 30th June and is eligible to serve on the Board of Directors and as Chairman.



This year's Annual General Meeting will take place on Friday 19 June. The formal notice of the Annual General Meeting and opening of the Nominations process will take place on Tuesday 12th May. Nominations will then close on Tuesday 26th May. The Formal Election Notice and the opening of voting will take place on Wednesday 10 June, before voting closes on Wednesday 17 June. The Election Auditors Statement and the notification of results to candidates will take place on Thursday 18 June, ahead of the Annual General Meeting on Friday 19 June.

AustCham Shanghai's corporate governance documents are all available via our website, alongside our Annual Reports. If you have any questions, please contact either the Chairman, Craig Aldous (craig.aldous@outlook.com) or our Company Secretary, Wendy Kang (wendy.kang@austchamshanghai.com).

We are looking forward to continuing to support members, including during the difficult circumstances presented by COVID-19.

Yours sincerely,

AustCham Shanghai Board of Directors

2 March 2020