

## **AO SHANG HUI CONSULTING (SHANGHAI) CO., LTD ("AUSTCHAM SHANGHAI")**

### **ANNUAL GENERAL MEETING 2021 ("AGM")**

#### **ELECTION SLATE FOR THE FOUR (4) CURRENT VACANCIES ON THE AUSTCHAM SHANGHAI BOARD OF DIRECTORS 2021-2023**

Ten (10) nominations in good standing have been received and accepted by AustCham Shanghai for the four (4) current vacancies on the AustCham Shanghai Board for 2021-2023, falling due at the AGM.

The following eligible candidates have been ordered alphabetically by member company that they represent.

<b>Name</b>	<b>Company</b>
Chester Wang	ANZ China
Heidi Dugan	Arete Group
Jason Will	Asian Tigers
James Gathercole	August Leadership
Barclay Doring	Banyan Tree Shanghai on the Bund
Nick Alston	Coles
Mark Foxwell	Hyatt on the Bund
Matt Caddy	MinterEllison
Tony Zhang	Port Adelaide Football Club
Toby Graham	ShineWing Australia

The Board is satisfied that the candidates meet the suitability criteria set out in Clause 5.6, Schedule B of the Members Charter.

A copy of the skill set matrix of the five current directors who are not seeking re-election, and are halfway through a two-year term, can be found on the hyperlink in the email sent to members on 28th May 2021 enclosing the AGM agenda and Election Slate. Prior to voting for candidates, the Board would recommend that members review this skill set matrix to get a better understanding of which skills are needed to complement the existing skill set of the Board and assist in fulfilling the roles and responsibilities as set out in the Board Charter.

Resolution number twelve to be put to the AGM is to increase the number of authorised directors under the Constitution of the Company to eleven. In the event that resolution number twelve is passed at the AGM, the nominee shareholder of AustCham Consulting Limited (“AustCham Hk Kg”), the Hong Kong parent company, will instruct the Board of AustCham Hk Kg to pass a shareholders resolution of AustCham Shanghai to amend the Constitution.

Upon completion of the change to the Constitution, the Board will exercise their power under Clause 9, Schedule B of the Members Charter to fill a Board vacancy. The individual chosen to fill this vacancy will be the candidate with the fifth highest number of votes received from voting members in the election for vacancies on the AustCham Shanghai Board of Directors 2021-2023. Their appointment will be for an interim period until the holding of the AGM in 2022 at which point they may stand for re-election.



**Chester Wang**

*Head of Corporate Finance China, ANZ  
China – Corporate Member*

**Nationality:** Australian

**Proposed by:** Xiaoguang Huang, *ANZ China*

**Seconded by:** Todd Pearson, *The Camel  
Hospitality Group*

Having grown up in Australia as part of a traditional Chinese family, and also worked in China with Chinese clients for over a decade, I believe I am a strong cultural fit for the AustCham Shanghai board to continue its mission, in particular to promote Australia or Australian businesses in the Chinese community. With my experience in helping many Chinese clients with cross-border investments in the APAC region and Australia, I can help provide direction for the AustCham team to continually strengthen ties with the Chinese or Shanghainese community. Further, with a background in Risk Management and strength of financial acumen, I could also potentially be part of the Board Audit and Risk Committee to provide guidance on the Chamber's audit processes.



**Heidi Dugan**

*Founder, Director, TV Host, Arete Group –  
Corporate Member*

**Nationality:** Australian

**Proposed by:** Simon Lance, *Hays*

**Seconded by:** Udo Doring, *APEG*

It would be an honour to be re-elected onto the Board of AustCham Shanghai. Over my past two years on the Board it has become clearer what companies need from us in ways of support and guidance. I feel as a board director it is my role to advise the CEO with new and better ways to reach out and serve the Australian community.

My skill set in understanding business, Chinese consumer and trade from my 25 years of living in Shanghai are an excellent resource to the current board and the members. If re-elected I will continue to create new opportunities to work more directly with companies, members and government bodies.

The current environment and framework with what we are now all working in has changed rapidly and will continue to change. If you as a member feel like you need more assistance, reach out. Our plan for AustCham Shanghai is not only to weather the storm with you, but to help Australian businesses become stronger and more profitable.



**Jason Will**

*Country Manager, Asian Tigers – Corporate Member*

**Nationality:** Australian

**Proposed by:** Borys Priadako, *Abbey Road Restaurant & Bar Co Ltd*

**Seconded by:** Nicholas Alston, *Coles*

I have been an active member of AustCham and the Australian business community in Shanghai in 2001-2003 and again since 2017. We are fortunate in that the Chinese economy is experiencing continued growth, despite the COVID pandemic. This presents real opportunities for Australian businesses to enter the market or grow their business here. AustCham is in an integral position to facilitate this.

If elected to the AustCham Board, I will be able to play a more active role in providing support to the Australian business community utilising my many years of business management experience and extensive business network. I believe I can help energise AustCham in their integration with the Australian community, in both a business and social context. I am also an avid supporter of CSR activity and generating funds to benefit those communities in need. I will also play an active role in helping to ensure that AustCham continues to meet the governance controls outlined in its constitution and corporate governance statement.

**James Gathercole***Partner, August Leadership***Nationality:** Australian**Proposed by:** Michael Wadley, *Shanghai Rewin Law Firm***Seconded by:** Jason Will, *Asian Tigers K.C. DAT (China) Ltd*

James is a partner at August Leadership, a leading global executive search firm serving clients in the technology and industrial sectors. Clients value his deep understanding of the leadership characteristics of Chinese executives who succeed in western organisations, and western executives who succeed in Chinese organisations.

A native of the U.K. and a proud Australian, and father of two adopted Chinese daughters, James reminds them that “none of us chose our parents”. He has lived in Shanghai for over 20 years since 1990, and Melbourne for 10 years, and speaks fluent Mandarin, as well as some Shanghainese and Cantonese. Until recently he was a member of the Executive Committee of the BritCham in Shanghai since 2018 while employed by a British company, and from 2006 to 2015 was a proud member of the Executive Committee (Board) of the Australian China Business Council (ACBC) in Victoria. He remains an active Foundation Member of the Melbourne Rebels, a keen Carlton supporter, and is an avid follower of automotive and device technologies.

Prior to joining August Leadership, James started his executive search career in China in 2000 with another leading global firm as a Partner and enjoyed stints at other large and boutique firms in Shanghai and Melbourne, having also held accounting, consulting, sales and general management positions in London and Shanghai.

James’ experience and access to senior executives has enabled him to make significant contributions to BritCham in the past four years, including sponsoring the establishment of a Technology and Innovations Member Forum and Sub-Committee, which has proved very popular and attracted many new members. He has also been a major contributor to bringing in new major corporate members through his extensive network.

James holds a Bachelor of Arts with Honours in Chinese and Economics from the University of London.



**Barclay Doring**

*Vice General Manager - Banyan Tree  
Shanghai on the Bund*

Corporate Member

**Nationality:** Australian

**Proposed by:** Mark Foxwell, *Hyatt on the Bund*

**Seconded by:** Frank Li, *31 Jiu*

I first moved to Shanghai in 2001 and have lived and worked in China ever since. I attended my first Australia Day BBQ on the lawn of the Xingguo Hotel and my first weekly Aussie Drinks 20 years ago and have been a member and supporter of AustCham Shanghai ever since.

My family have been long term supporters of AustCham Shanghai. My mother and father lived and worked in Shanghai and were active supporters of the Chamber. My brother worked for the Chamber and remains an active member and my wife and sons attend community and social Chamber events.

As a member in numerous hotels, I have hosted AustCham Shanghai events, supported members in arranging events and room nights and provided prizes to support the Chambers CSR efforts. I played an active role in helping establish the Suzhou branch of AustCham Shanghai.

COVID-19 and the subsequent border closures, the deteriorating bilateral relationship and a rapidly changing Australian community in Shanghai have highlighted the importance of maintaining a robust and active Australian Chamber of Commerce in Shanghai.

My pitch to the membership is that, as a Board Director, I would work to support the existing operations of the Chamber, but also look to make sure that the organisation continues to support the broader Australia China community in Shanghai.

**Nick Alston**

*Head of Commercial and Corporate Development, China*

*Coles - Corporate Member*

**Nationality:** Australian

**Proposed by:** Joe Zhu, *Meat & Livestock Australia*

**Seconded by:** Brett Stevens, *Government of Victoria*

I am a senior executive at Australian grocery retailer, Coles. I have a strong track record advising senior management and the Board to deliver on Coles' strategic objectives.

I am passionate about China and very keen during this time of difficult bilateral relations, to carefully foster and grow the existing business and personal connections that exist between our two great nations.

I will bring enthusiasm and energy to the Board and have a wealth of commercial, regulatory and corporate governance experience. I am keen to share with other Members my personal experiences of doing business in China over the last few years where I have been part of a team growing our Export business to be one of the leading Australian meat suppliers to China.

My current role as Head of Commercial and Corporate Development, China is based in Shanghai and I am responsible for the emerging categories sales and retail meat business of Coles in China. I am also the Sole Executive Director and Legal Representative of Coles Shanghai (Trading) Co Ltd and a director of Coles Hong Kong Trading Co Limited. I previously sat on and advised Audit and Risk Committees within the Coles Group.

Over the last six years, I have held several key roles at Coles and previous holding company Wesfarmers. These include Head of Legal at Coles and General Counsel and Company Secretary at Wesfarmers Finance.

Prior to joining Wesfarmers, I worked at ANZ Banking Group in its Asia Pacific Division for five years as a mergers and acquisitions lawyer. I have also worked for seven years in private practice as an M&A lawyer across top tier law firms in London and Sydney.

I have a Master of Business Administration from Melbourne Business School, Melbourne University and LLB (Hons) from Bond University.



**Mark Foxwell**

*General Manager, Hyatt on the Bund –  
Corporate Member*

**Nationality:** Australian

**Proposed by:** Timothy O’Driscoll, *The  
Westin Bund Centre*

**Seconded by:** Barclay Doring, *Banyan Tree  
Shanghai on the Bund*

As the General Manager of Hyatt on the Bund, Shanghai, I am an industry veteran with extensive geographical and cultural experience garnered over 25+ years. Throughout this time, I have found success within both the businesses I have managed and the communities I have been privileged to work and live in.

Since arriving in Shanghai in 2017 and becoming an AustCham Corporate Member, my experience with the Chamber has provided valuable insights into the organisation and community. I have also been active on business, chamber and charity committees in Tokyo, Osaka and Hangzhou over the course of 12 years. This time saw me dedicated to the advancement of both cross-cultural international engagement and Australian industry interests.

The current transition of non-executive positions on the AustCham Shanghai Board of Directors presents a significant opportunity for me to marry my passion for the hospitality industry, with that of making an impactful contribution to our community, through the lens of Australian citizenship.

At Hyatt on the Bund, I have led my team of 600 employees through three consecutive years of record financial results (2017-2019 inclusive). In 2020, we successfully navigated the pandemic’s devastating impact, establishing a foundation of business fundamentals for a rebound in performance and excitement for this year.

I consider myself a highly motivated, positive individual with excellent organisational and communication skills. I am meticulous and strategic in my leadership and planning with a people-first approach, possessing managerial acumen supported by an MBA completed in 2017, leading to further specialist pursuits.

I would be deeply grateful for the opportunity for consideration by the Member Electorate and the privilege to “be of service” with my uniquely personal contribution.

**Matt Caddy**

Senior Associate, MinterEllison – Corporate Member

**Nationality:** Australian

**Proposed by:** Adam Handley, MinterEllison

**Seconded by:** Michael Wadley, Rewin Lawyers

I'm standing as a candidate for election to the board of directors of AustCham Shanghai (AustCham) because I believe my commercial acumen and strong process disciplines across governance, risk and compliance can make substantial contribution to AustCham's members.

**Who am I?**

During my 7 years at MinterEllison I've been an active participant in the China Markets team and have gained significant experience in advising: Chinese clients on cross-border deals; and Australian entities on their market entry strategies and business operations in China.

**Why am I the right person?**

*I understand relationships:* I'm aware of the important role AustCham plays in providing a bridge between Australia and China. Attending AustCham events has allowed me to feel part of a broader 'collegiate' community and make real and lasting relationships. I also understand the importance of fostering investment, economic co-operation and understanding, between the business communities of Australia and China. The bilateral relationship must, more so than ever, continue to be cultivated and nurtured.

*I have real experience in building strategic relationships:* In addition to my China facing legal career, I was seconded as a Senior Advisor to the Australia Sino One Hundred Year Agricultural and Food Safety Partnership for over 12 months (launched by the Andrew Forrest AO and Chairman of New Hope Group, Liu Yonghao). During that time I was responsible for strategic planning and policy servicing ASA100's members.

*I understand what it means to be on a board:* I've advised numerous boards on their duties, risk and governance procedures. I also have practical experience having spent 8 years as an officer of a Perth based non-for-profit association that has substantial cash at bank and equity investments. I'm currently president of that association.

I'd be delighted to serve you as a director for the next 2 years.



**Tony Zhang**

*Chief Representative Greater China, Port Adelaide Football Club – Corporate Member*

**Nationality:** Australian

**Proposed by:** Peter Arkell, *Carrington Day*

**Seconded by:** Rong Fan, *K&L Gates Shanghai Representative Office*

I have close to twenty years experience in international trade and investment and representing Australia and NSW Governments in China at a senior level. With my great network in government and business in China I would like to help the Chamber to enhance its relationship with Chinese provincial and city governments as well as Chinese companies.

As a temporary board director, I have already started helping the CEO to identify potential industry associations to partner with, and arranging meetings with government organisations. The recent meeting with the Shanghai Foreign Affairs Office organised by me has been a successful one. I believe the SH FAO now has a better understanding of how AustCham works and how we have contributed to the local society.

If I am elected for a full two-year term, I will be able to make a good plan of developing relationships with relevant institutions step by step for the Chamber, and have the time to implement it.

I look forward to serving the Chamber in the next two years!



**Toby Graham**

*General Manager China, ShineWing  
Australia – Corporate Member*

**Nationality:** Australian

**Proposed by:** Matt Mitchener, *St James  
Place*

**Seconded by:** Supratick Ray, *AON-COFCO*

I am a passionate supporter of Australia-China relations, and I have dedicated my career to helping Australian businesses develop their China strategy and succeed in China.

I know firsthand the vital role played by the Chamber in supporting members, promoting bilateral trade, and providing a platform for young people to enter the space.

I currently volunteer as a chair of the Chamber's finance, investment and tax committee, and before joining ShineWing Australia I was the Sr. Marketing and Relationship Manager at AustCham Shanghai.