



# CAMERA DI COMMERCIO E INDUSTRIA ITALO-SUDAFRICANA

Officially recognized by the Italian Ministry of Economic Development – Incorporated in terms of Schedule 1 of the Companies Act No. 71 of 2008 as a non-profit company with members

Reg. No. 1984/007816/08 VAT Reg. No. 4070207198 –

Cnr. Regent Street & Kirkby Road - Bedford Manor Office Suites- Bedford Gardens 2047 – Johannesburg – South Africa  
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## THE ITALIAN-SOUTH AFRICAN CHAMBER OF TRADE AND INDUSTRIES NPC

### Annual General Meeting

27th May 2024

## Notice of Annual General Meeting (“AGM”)

**Honorary Chairperson:** A. VECCHI (Ambassador of Italy) - **President:** V. DA MOLO (Impact Strategy Consulting)

**Vice Presidents:** ENRICO BALDASSARRI (AVG- Accelerated Value Generation), DAVIDE TACCHINO (Vodacom)

**Treasurer:** ANTONIO CIANFANELLI (Nolands)

**Board of Directors:** DYLAN PIATTI (Advantage Group Int.); GIOVANNI CARNELLI (Top Technologies); LAURA VINCENTI (Fiera Milano); SERGIO DE LUCIA (Leonardo); MAPHEPANE BAIOTTO (Neon Energy); ELISABETTA TONINI (Fluxmans)

IN COLLABORATION WITH THE ITALIAN TRADE & INVESTMENT AGENCY (G. ATENA)

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## INVITATION TO ALL CHAMBER MEMBERS

### THE ITALIAN – SOUTH AFRICAN CHAMBER OF TRADE AND INDUSTRIES NPC

#### NOTICE OF ANNUAL GENERAL MEETING 2024

Notice is hereby given that the Annual General Meeting of all PAID-UP Chamber Members of the Company will be held at **the Italian Club Johannesburg, 7 Marais Rd. Bedfordview, Germiston, 2008**, South Africa, on **Monday the 27<sup>th</sup> of May at 16.30 for 17.00**, to transact the following business, to consider the following resolutions and to approve them with or without changes:

And

To receive the Chairman's Report for the year ended 31 December 2023.

#### Ordinary Resolution 1:

To receive and adopt the Directors' report and the Annual Financial Statements for the year ended 31 December 2023 together with the Auditors' report, as circulated with the Notice of Meeting.

#### Ordinary Resolution 2:

To adopt the proposed budget for the current financial year (2024), as circulated with the Notice of Meeting.

#### Ordinary Resolutions 3.1 - 3.2:

To confirm the re-election of the following Directors who retire by rotation as prescribed in the Memorandum of Incorporation but who offer themselves for re-election:

- Virgilio Da Molo (President)
- Dylan Piatti

Please note that these 2 resolutions will be voted upon separately, following sound governance principles.

It is noted that the following Directors are resigning from the Board, due to their mandate ending after 4 (four) years as prescribed in the Memorandum of Incorporation:

- Enrico Baldassarri (Vice President)
- Davide Tacchino (Vice President)
- Antonio Cianfanelli (Treasurer)
- Giovanni Carnelli

#### Ordinary Resolution 4:

To appoint Udo Paro as a new Director of the Company.

#### Ordinary Resolution 5:

To authorize the Board of Directors to fix the remuneration of the Auditors, **HLB Barnett Chown (Pty) Ltd** for the year ending 31 December 2023.

#### Ordinary Resolution 6:

To confirm the appointment of the Auditors of the Company **HLB Barnett Chown (Pty) Ltd**, for the year ending 31 December 2024.

### **Special Resolutions proposed for the amendment of the MOI:**

#### **Special Resolution 1:**

**TO RESOLVE AS A SPECIAL RESOLUTION** to insert a clause 11.10. of the Memorandum of Incorporation (“MOI”) of the Company in terms of section 16(1)(c) read with section 16(5)(a) of the Companies Act, 2008, by the addition of a new clause to the MOI, to be numbered “11.10.”, after “11.09.” which shall read as follows:

*“An applicant whose application for membership has been rejected by the Board of Directors may appeal the decision of the Board of Directors.”*

#### **The reason for the passing of the special resolution and the effect thereof:**

The reason for the passing of the special resolution is to comply with the good governance guidelines of the Embassy of Italy and Assocamerestero, and the effect thereof is to make provision for an appeal process for those members whose applications may have been rejected by the Board of Directors.

**Please note that this resolution requires the support of 75% of the shareholders present in person or by proxy to succeed.**

#### **Special Resolution 2:**

**TO RESOLVE AS A SPECIAL RESOLUTION** to amend the Memorandum of Incorporation (“MOI”) of the Company in terms of section 16(1)(c) read with section 16(5)(a) of the Companies Act, 2008, by the addition of the following wording into clause “11.16.”

*“The Member whose membership has been terminated is entitled to receive written reasons for the termination and may appeal the decision of the Board of Directors. Such Member shall in addition be entitled to make written submissions to the Board of Directors as part of the appeal process.”*

so that the amended clause 11.16. shall read as follows:

*“11.16. The Board of Directors may, in its sole discretion, terminate the membership of any Member who acts in any way contrary to the interests of the Company. The Member whose membership has been terminated is entitled to receive written reasons for the termination and may appeal the decision of the Board of Directors. Such Member shall in addition be entitled to make written submissions to the Board of Directors as part of the appeal process.”*

#### **The reason for the passing of the special resolution and the effect thereof:**

The reason for the passing of the special resolution is to comply with the good governance guidelines of the Embassy of Italy and Assocamerestero, and the effect thereof is to make provision for an appeal process for those members whose applications may have been rejected by the Board of Directors.

**Please note that this resolution requires the support of 75% of the shareholders present in person or by proxy to succeed.**

### **Special Resolution 3:**

**TO RESOLVE AS A SPECIAL RESOLUTION** to change clause 12.22. of the Memorandum of Incorporation (“MOI”) of the Company in terms of section 16(1)(c) read with section 16(5)(a) of the Companies Act, 2008, as follows:

Current version of clause 12.22:

*“12.22: The chairperson, if any, of the Board shall preside as chairperson at every Members’ Meeting. If there is no such chairperson, or if at any Members’ Meeting s/he is not present within 15 (fifteen) minutes after the time appointed for holding the Members’ Meeting or is unwilling to act as chairperson, the Persons entitled to vote which are Present shall select a Director present at the Members’ Meeting, or if no Director be present at the Members’ Meeting, or if all the Directors present decline to take the chair, the Persons entitled to vote shall select one of their number who is Present to be chairperson of the Members’ Meeting.”*

The amended clause 12.22. shall read as follows:

*“12.22: A Chairperson must be elected by the Members for a Members’ meeting and shall preside as Chairperson at every Members’ Meeting. Two Vice Chairpersons must be also elected and in the event that the Chairperson is not present within 15 (fifteen) minutes after the time appointed for holding the Members’ Meeting or is unwilling to act as Chairperson, one of the Vice Chairpersons shall preside over the Members’ Meeting.”*

**The reason for the passing of the special resolution and the effect thereof:**

The reason for the passing of the special resolution is to provide for the election of a Chairperson and Vice Chairpersons in respect of presiding over members meeting, or for what should happen where the Chairperson is not available or is unwilling to preside over the members meeting.

**Please note that this resolution requires the support of 75% of the shareholders present in person or by proxy to succeed.**

### **Special Resolution 4:**

**TO RESOLVE AS A SPECIAL RESOLUTION** to insert a clause 12.28. of the Memorandum of Incorporation (“MOI”) of the Company in terms of section 16(1)(c) read with section 16(5)(a) of the Companies Act, 2008, by the addition of a new clause to the MOI, to be numbered “12.28.”, after “12.27.” which shall read as follows:

*“12.28. A Member’s proxy shall be valid for a period of one year from the date the proxy from is completed and signed. The proxy from shall be completed in the prescribed manner. No one Member may be furnished with more than 10 proxies.”*

**The reason for the passing of the special resolution and the effect thereof:**

The reason for the passing of the special resolution is to comply with the good governance guidelines of the Embassy of Italy and Assocamerestero, and the effect thereof is to limit the number of proxies that one member can receive.

**Please note that this resolution requires the support of 75% of the shareholders present in person or by proxy to succeed.**

Ordinary Resolution 7:

Any 2 (two) directors of the Company be and are hereby authorised (with power of substitution) to do whatever may be necessary or requisite to ensure that the ordinary resolutions passed and adopted by the Board or at the AGM, are implemented in accordance with their terms.

Ordinary Resolution 8:

To transact such other business as may be transacted at an Annual General Meeting

**A chamber member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and speak and, on a poll, to vote in his/her stead. The proxy need not be a chamber member of the Company. An appropriate proxy form is attached hereto.**

**By order of the Board**

Johannesburg

Date: 26<sup>th</sup> of April 2024

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PAMINA BOHRER  
SECRETARY GENERAL  
THE ITALIAN CHAMBER OF TRADE AND INDUSTRIES NPC

Please confirm your presence at the AGM by **Friday the 17th of May 2024**

# PROXY FORM

**THE ITALIAN-SOUTH AFRICAN CHAMBER OF TRADE AND INDUSTRIES NPC (REG NO 1984/007816/08)  
("ItalChamSA")**

I.....  
 Identity Number .....  
 of.....  
 being a member of ItalCham, hereby appoint .....  
 of.....  
 and failing her / him, then .....  
 Identity Number .....  
 of.....

and failing him/her the Chairperson of the Company as my proxy to vote for me on my behalf at the Annual General Meeting of the Company to be held on 27<sup>th</sup> of May 2024 and at any adjournment thereof as follows :

Proposed resolutions	In favour of	Against	Abstain
Ordinary Resolution 1: Adopt AFS			
Ordinary Resolution 2: Adopt Budget			
Ordinary Resolution 3.1: Re-appoint Virgilio Da Molo (President)			
Ordinary Resolution 3.2: Re-appoint Dylan Piatti			
Ordinary Resolution 4: Appoint Udo Paro			
Ordinary Resolution 5: Fix Remuneration of Auditors HLB			
Ordinary Resolution 6: Confirm re-appointment of Auditors HLB			
Special Resolution 1: Change to MOI (Clause 11.10)			
Special Resolution 2: Change to MOI (Clause 11.16)			
Special Resolution 3: Change to MOI (Clause 12.22)			
Special Resolution 4: Change to MOI (Clause 12.28)			
Ordinary Resolution 7: Authorise any director to implement adopted resolutions			

(Please indicate your instruction to the holder of this proxy by way of a cross in each space provided above.)

Unless otherwise instructed, the proxy will vote as she / he thinks fit. This applies also to new business that might be raised at the meeting.

Signed at \_\_\_\_\_ on this date: \_\_\_\_\_

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MEMBER'S NAME

Note 1:

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend, speak and vote in his stead. The proxy need not be a member of the Company. A member that is not a natural person, such as a company, close corporation, or a trust, is required to authorise a natural person to attend a meeting on its behalf, or sign a proxy form on its behalf.

Note 2:

The instrument appointing a proxy and the power of attorney (if any) under which it is signed, or a copy thereof, shall be delivered to the Company before the proxy may exercise any of the rights of the member at the meeting (including an adjourned meeting).

Note 3:

**Please return your proxy to:**

The Secretary, at ItalChamSA

E-mail: [accounts@italcham.co.za](mailto:accounts@italcham.co.za)

Note 4:

In terms of Section 58 of the Act, a Member is entitled to be represented by proxy. Your rights, as set forth in Section 58 are as follows:

1. A Member may appoint any individual, including an individual who is not a Member, as a proxy to:
  - 1.1 participate in, and speak and vote at, a Members' Meeting on behalf of the Member; or;
  - 1.2 give or withhold written consent on behalf of the Member to a decision to be voted on, otherwise as at a General Meeting of Members, as contemplated in Section 60 of the said Act.
2. A proxy appointment must be in writing, dated and signed by the Member and, it remains valid for:
  - 2.1 (one) year after the date on which it was signed; or
  - 2.2 any longer or shorter period expressly set out in the proxy form, unless it is revoked by the Member by:
  - 2.3 cancelling it in writing, or making a later inconsistent appointment of a proxy; and
  - 2.4 delivering a copy of the revocation instrument to the proxy, and to the Company;
  - 2.5 or until it expires on a date earlier than the date of the meeting at which it was intended to be used. The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy's authority to act on behalf of the Member, such cancellation to operate as of the later of:
  - 2.6 the date stated in the revocation instrument (if any); or
  - 2.7 the date on which the revocation instrument was delivered to the proxy and to the Company
3. A Member may not appoint two or more persons concurrently as proxies, and may not appoint more than one proxy to exercise voting rights attached to different shares held by the Member.
4. A proxy may not delegate his authority to act on behalf of the Member to another person.
5. A copy of the proxy form must be delivered to the Company within the period, as referred in Note 2 above, before the proxy may exercise any rights of the Member at a General Meeting.
6. Irrespective of the form of instrument used to appoint a proxy:
  - 6.1 The appointment is suspended at any time and to the extent that the Member chooses to act directly and in person in the exercising of any rights as a Member;
  - 6.2 The appointment is irrevocable, unless the proxy appointment expressly states otherwise; and
  - 6.3 If the appointment is revocable, the Member may revoke the proxy appointment by –
    - 6.3.1 cancelling it in writing, or making a later appointment of a proxy; and
    - 6.3.2 delivering a copy of the revocation instrument to the proxy, and to the company.
7. If the instrument appointing a proxy has been delivered to the Company, as long as that appointment remains in effect, any notice that is required by the Act or by the Memorandum of Incorporation to be delivered by the Company to the Member, must also be delivered by the Company to:
  - 7.1 the Member; or
  - 7.2 the proxy, if the Member has:
    - 7.2.1 directed the Company to do so, in writing; and
    - 7.2.2 paid any reasonable fee charged by the Company for doing so.
8. The proxy is entitled to exercise, or abstain from exercising any voting right of the Member without direction, except to the extent that the Memorandum of Incorporation, or the instrument appointing the proxy, provides otherwise.

THE ITALIAN-SOUTH AFRICAN CHAMBER OF TRADE & INDUSTRIES NPC  
Minutes of the **Adjourned** Annual General Meeting of the Shareholders held at  
the Italian Club 7 Marais Road Bedfordview on  
Thursday, 25 May at 17:00

Directors Present:

Virgilio Da Molo (President)	:Impact Strategy
Maphepane Precious Baiocco	:Neon Energy
Enrico Baldassarri	:AVG Accelerated Value
Giovanni Carnelli	:Top TechnologiesYes
Antonio Cianfanelli	:Nolands
Sergio De Lucia	:Leonardo Helicopters SA
Davide Tacchino	:Vodacom

AGM Proceedings:

Clare Payne (company secretary)

Apologies:

Elisabetta Bernadette Tonini	:Fluxmans Attorneys
Laura Piera Enrica Vincenti	:Fieramilano

The meeting proceeded at 17:.14

**1. Welcome**

The President welcomed all to the Annual General Meeting. The President informed the members that since the quorum requirements were not met on Wednesday, 24 May 2023 and in terms of Clause 12.17 of the Company's Memorandum of Incorporation the President adjourned the meeting to 17:00 on Thursday, 25 May 2023 at the Italian Club, 7 Marais Road, Bedfordview.

**2. Notice Convening Meeting**

The President noted that the notice convening the meeting was circulated to all shareholders of the Company entitled to such notice.  
33 members were validly represented or at the meeting in person.

**3. Quorum**

The members present at the adjourned annual general meeting constituted a quorum.

**4. Constitution of Meeting**

The meeting having been properly convened with the necessary quorum being present, the President declared the meeting duly constituted.

**5. Adoption of Minutes of the Annual General Meeting held on 9 June 2022**

The minutes of the annual general meeting held on 9 June 2022 were adopted as correct.

Proposer: M Partenostro-Fienberg

Seconder: P Teigte

**6. Matters arising from the Annual General Meeting held on 9 June 2022**

None

7. **Chairman's Report**

To receive the Chairman's Report for the year ended 31 December 2022 and to adopt it as read.

The Chairman read his report and thanked the board and chamber team for their hard work.

The Chairman advised that voting would be done by way of hand at the end of the meeting and that only members present could vote.

8. **Treasurer's Report**

To receive the Treasurer's Report for the year ended 31 December 2022 and to adopt it as read.

The Treasurer thanked the SG team (Pamina and Patricia) for their hard work. He advised the members that the loss of R619,000 was based on the costs of functions, loss of sponsors, decrease in the subsidy from Italy, forex loss and leave pay provision. He advised further that membership had increased and salary costs had decreased.

9. **Ordinary Resolution 1**

To receive and adopt the Directors' report and the Annual Financial Statements for the year ended 31 December 2022 together with the Auditors' report.

**Please note that this resolution requires the support of more than 50% of the Members present in person or by proxy to succeed.**

Voting Results

33 for

0 against

0 abstentions

Results: Pass (100%)

10. **Ordinary Resolution 2**

To adopt the proposed budget for the current financial year (2023).

**Please note that this resolution requires the support of more than 50% of the Members present in person or by proxy to succeed.**

Voting Results

33 for

0 against

0 abstentions

Results: Pass (100%)

11. **Ordinary Resolution 3**

3.1 To confirm the re-election of Enrico Baldassarri who is retiring by rotation as prescribed in the Memorandum of Incorporation but who has offered himself for re-election.

Voting Results

33 for

0 against

0 abstentions

Results: Pass (100%)

- 3.2 To confirm the re-election of David Tacchino who is retiring by rotation as prescribed in the Memorandum of Incorporation but who has offered himself for re-election.

Voting Results

33 for

0 against

0 abstentions

Results: Pass (100%)

- 3.3 To confirm the re-election of Antonio Cianfanelli who is retiring by rotation as prescribed in the Memorandum of Incorporation but who has offered himself for re-election.

Voting Results

33 for

0 against

0 abstentions

Results: Pass (100%)

- 3.4 To confirm the re-election of Giovanni Carnelli who is retiring by rotation as prescribed in the Memorandum of Incorporation but who has offered himself for re-election.

Voting Results

33 for

0 against

0 abstentions

Results: Pass (100%)

It was noted further that the following Directors remain on the Board:

- Virgilio Da Molo (President)
- Dylan Piatti
- Laura Vincenti
- Sergio De Lucia
- Maphepane Baiocco
- Elisabetta Tonini

**12. Ordinary Resolution 4**

To authorise the Board of Directors to fix the remuneration of the Auditors the Company **HLB Barnett Chown (Pty) Ltd**, for the year ending 31 December 2022.

**Please note this resolution requires the support of more than 50% of the Members present in person or by proxy to succeed.**

Voting Results

32 for

0 against

1 abstention

Results: Pass (96.96%)

**13. Ordinary Resolution 5**

To confirm the appointment of the Auditors of the Company **HLB Barnett Chown (Pty) Ltd**, for the year ending 31 December 2023.

**Please note that this resolution requires the support of more than 50% of the Members present in person or by proxy to succeed.**

Voting Results

32 for

0 against

1 abstention

Results: Pass (96.96%)

**14. Ordinary Resolution 6**

**TO RESOLVE AS AN ORDINARY RESOLUTION THAT** any 2 (two) directors of the Company (with power of substitution) to whatever may be necessary or requisite to ensure that the ordinary resolutions passed and adopted by the Board or at the AGM, are implemented in accordance with their terms.

**Please note that this resolution requires the support of more than 50% of the Members present in person or by proxy to succeed.**

Voting Results

33 for

0 against

0 abstentions

Results: Pass (100%)

**15. Ordinary Resolution 7**

To transact such other business as may be transacted at an Annual General Meeting.

With no further business to discuss, the meeting concluded at 18:00

READ AND CONFIRMED

.....  
**V. DA MOLO / CHAIRMAN**

SIGNED AT JOHANNESBURG ON THE

DAY OF

2024

## **PRESIDENT'S REPORT**

Virgilio Da Molo Annual General Meeting 2024

Dear members, esteemed guests from the Embassy of Italy, the Consul General, Italian government officials, members of the Board, and Chamber staff,

I extend a warm welcome to each of you to the Annual General Meeting of the Italian South African Chamber of Trade and Industries. Thank you for joining us today, amidst the ongoing demands of our busy schedules.

First and foremost, I wish to express my gratitude to the Board, the dedicated Chamber team, and all members who contributed to our endeavors throughout the preceding year.

The year 2023 presented its own set of challenges and opportunities for ItalCham. Despite the lingering uncertainties stemming from the global aftermath of the pandemic, compounded by inflationary pressures and geopolitical tensions, we persevered with resilience and determination.

Our achievements in 2023, both in terms of maintaining our established initiatives and fostering innovation, are a testament to the collective efforts of our community.

In terms of continuity, we successfully upheld our tradition of hosting the Business Excellence Awards. This event, which serves as a charitable gala dinner, continued to uphold its philanthropic mission, raising over R100,000 for the Little Eden Society.

Additionally, we sustained our commitment to fostering networking opportunities through events like Aperilink, and further expanded our reach with the SMILE initiative, now extended to Cape Town and Durban, with over 700 registered members to date.

Embracing renewal and innovation, we embarked on several strategic initiatives aimed at driving impact and revenue growth. These included the establishment of the Imbokodo Trust, aimed at empowering young black females and aiding companies in navigating B-BBEE legislation. Furthermore, the reopening of our Cape Town office and the successful execution of various events such as Aperilinks, business lunches, and sector-specific conferences, such as the one on water and infrastructure, underscore our commitment to diversification and expansion.

A notable development in 2023 was the inception of Italchannel, a digital marketing venture in collaboration with local communications specialist Simone Zanetti. This innovative endeavor, leveraging AI technology, positions ItalCham at the forefront of business advancement, facilitating market entry for Italian companies into the South African market.

Before I proceed further, I'd like to share an important update regarding our membership fees. We began a process of reviewing membership fees before the onset of the COVID-19 pandemic. However, this process was interrupted, resulting in frozen fees for a few years. I'm pleased to announce that we have reignited this initiative and will commence implementation in 2024. This comprehensive process included benchmarking against other chambers and member interviews, and it also entails the introduction of a new top-tier membership for global companies and very large enterprises.

I would also like to take this opportunity to extend our sincere appreciation to Ambassador HE Paolo Cuculi, who concluded his mandate at the end of 2023. His collaboration has been invaluable to us, and we wish him all the best in his future endeavors. Additionally, I extend a warm welcome to Ambassador HE Alberto Vecchi and express our eagerness to continue the close collaboration with the embassy under his leadership.

I would like to extend our sincere appreciation to HLB Barnett Chown (Pty) Ltd for their diligent auditing services, ensuring transparency and compliance within the Chamber.

As we reflect on the financial performance of 2023, it is imperative to acknowledge the challenges encountered and the imperative to navigate them with prudence. Despite certain setbacks, our steadfast dedication and the support of the Italian Government have enabled us to maintain our financial stability and continue pursuing our mission with confidence.

Looking ahead to 2024, we remain steadfast in our commitment to fostering bilateral trade and investment between Italy and South Africa. The strategic priorities outlined by the Board, including revitalizing partnerships with Italian exhibitions and consolidating our new initiatives, will guide our endeavors in the coming year.

In closing, I wish to express my heartfelt gratitude to our members, sponsors, the Board of Directors, and above all, our dedicated staff. Your unwavering dedication and belief in our mission are the driving force behind our collective success. A special thanks goes to the dedicated Board members that will step down at this AGM due to their mandate having come to an end in terms of our MOI, namely Vice Presidents Davide Tacchino and Enrico Baldassarri, Treasurer Antonio Cianfanelli, and Director Giovanni Carnelli. Thank you for the time and commitment over the last four years.

With optimism and determination, I look forward to navigating the opportunities and challenges that lie ahead, confident in our ability to chart a prosperous course for ItalCham and the broader Italian-South African business community.

Virgilio Da Molo

President and Chair of the meeting

May 2024

**The Italian-South African Chamber of Trade and Industries NPC  
(Registration number 1984/007816/08)  
Financial Statements  
for the year ended 31 December 2023**

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## General Information

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Country of incorporation and domicile	South Africa
Nature of business and principal activities	The promotion of trade and commercial activities between Italy and the Republic of South Africa
Directors	A Cianfanelli D Tacchino DE Piatti E Baldassarri EB Tonini G Carnelli LPE Vincenti MP Baiocco SD De Lucia V Da Molo
Registered office	Suite 3B, Bedford Manor Office Suite Cnr Regent Street & Kirkby Road Bedford Garden, Johannesburg
Postal address	P O BOX 753011 Gardenview Gauteng 2047
Bankers	Nedbank, UniCredit Banca di Roma
Auditor	HLB Barnett Chown Incorporated Chartered Accountant (SA) Registered Auditor 902230
Secretary	Corporate and Merchant Administrators Proprietary Limited
Tax reference number	9299165846
Level of assurance	These financial statements have been audited in compliance with the applicable requirements of the Companies Act of South Africa.
Preparer	The financial statements were internally compiled by: Antonio Cianfanelli Chartered Accountant (SA)
Public Officer	Pamina Bohrer

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

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# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Directors' Responsibilities and Approval

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The directors are required by the Companies Act of South Africa, to maintain adequate accounting records and are responsible for the content and integrity of the financial statements and related financial information included in this report. It is their responsibility to ensure that the financial statements fairly present the state of affairs of the company as at the end of the financial year and the results of its operations and cash flows for the year then ended, in conformity with the International Financial Reporting Standard for Small and Medium-sized Entities. The external auditor is engaged to express an independent opinion on the financial statements.

The financial statements are prepared in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the company and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the directors set standards for internal control aimed at reducing the risk of error or loss in a cost effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the company, and all employees are required to maintain the highest ethical standards in ensuring the company's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the company is on identifying, assessing, managing and monitoring all known forms of risk across the company. While operating risk cannot be fully eliminated, the company endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the company's cash flow forecast for the 12 months from the date of this report and, in light of this review and the current financial position, they are satisfied that the company has or has access to adequate resources to continue in operational existence for the foreseeable future.

The external auditor is responsible for independently auditing and reporting on the company's financial statements. The financial statements have been examined by the company's external auditor and their report is presented on page 7 to 8.

The financial statements set out on pages 9 to 21, which have been prepared on the going concern basis, were approved by the board of directors on and were signed on its behalf by:

*Antonio Cianfanelli*

A Cianfanelli

Date: 20/12/2024

*V Da Molo*

V Da Molo

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Directors' Responsibilities and Approval

---

The directors are required by the Companies Act of South Africa, to maintain adequate accounting records and are responsible for the content and integrity of the financial statements and related financial information included in this report. It is their responsibility to ensure that the financial statements fairly present the state of affairs of the company as at the end of the financial year and the results of its operations and cash flows for the year then ended, in conformity with the International Financial Reporting Standard for Small and Medium-sized Entities. The external auditor is engaged to express an independent opinion on the financial statements.

The financial statements are prepared in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the company and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the directors set standards for internal control aimed at reducing the risk of error or loss in a cost effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the company, and all employees are required to maintain the highest ethical standards in ensuring the company's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the company is on identifying, assessing, managing and monitoring all known forms of risk across the company. While operating risk cannot be fully eliminated, the company endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the company's cash flow forecast for the 12 months from the date of this report and, in light of this review and the current financial position, they are satisfied that the company has or has access to adequate resources to continue in operational existence for the foreseeable future.

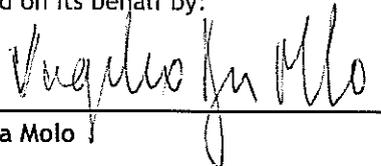
The external auditor is responsible for independently auditing and reporting on the company's financial statements. The financial statements have been examined by the company's external auditor and their report is presented on page 7 to 8.

The financial statements set out on pages 9 to 21, which have been prepared on the going concern basis, were approved by the board of directors on and were signed on its behalf by:

\_\_\_\_\_

A Cianfanelli

Date: \_\_\_\_\_

  
\_\_\_\_\_

V Da Molo

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Directors' Report

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The directors have pleasure in submitting their report on the financial statements of The Italian-South African Chamber of Trade and Industries NPC for the year ended 31 December 2023.

### 1. Incorporation

The company was incorporated on 03 August 1984 and obtained its certificate to commence business on the same day.

### 2. Nature of business

The Italian-South African Chamber of Trade and Industries NPC was incorporated in South Africa with interests in the Services industry. The company operates in South Africa.

The main business which the Company is to promote, develop and encourage trade, tourism, commercial activities and interests between Italy and South Africa, and to carry on all activities as may be necessary, desirable or advantageous for the attainment of such purpose.

There have been no material changes to the nature of the company's business from the prior year.

### 3. Review of financial results and activities

The financial statements have been prepared in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act of South Africa. The accounting policies have been applied consistently compared to the prior year.

Full details of the financial position, results of operations and cash flows of the company are set out in these financial statements.

### 4. Directors

The directors in office at the date of this report are as follows:

Directors	Office	Designation	Nationality
A Cianfanelli	Treasurer	Non-executive	South African
D Tacchino	Deputy Chairperson	Non-executive	Italian
DE Piatti		Non-executive	South African
E Baldassarri	Deputy Chairperson	Non-executive	Italian
EB Tonini		Non-executive	South African
G Carnelli		Non-executive	Italian
LPE Vincenti		Non-executive	Italian
MP Baiocco		Non-executive	South African
SD De Lucia		Non-executive	Italian
V Da Molo	Head Chairperson	Non-executive	Italian

The following directors will be stepping down due to having reached the maximum duration of their mandate (4 years).

A Cianfanelli

G Carnelli

D Tacchino

E Baldassarri

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Directors' Report

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### 5. Directors' interests in contracts

During the financial year, no contracts were entered into which directors or officers of the company had an interest and which significantly affected the business of the company.

### 6. Events after the reporting period

The directors are not aware of any material event which occurred after the reporting date and up to the date of this report.

### 7. Going concern

The financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations, and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

The directors believe that the company has adequate financial resources to continue in operation for the foreseeable future, and accordingly the financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the company is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the company. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the company.

The company has undertaken additional activities to increase revenues in the long term, such as its expansion to Cape Town, the creation of new events, the participation in large projects and the creations of new services to the benefits of its members and stakeholders.

### 8. Auditors

HLB Barnett Chown Incorporated continued in office as auditors for the company for 2023.

At the AGM, the Members will be requested to reappoint HLB Barnett Chown Incorporated as the independent external auditors of the company and to confirm Mrs DB Bezuidenhout as the designated lead audit partner for the 2024 financial year.

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Directors' Report

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### 9. Secretary

The company secretary is Corporate and Merchant Administrators Proprietary Limited.

Postal address

P O BOX 781106  
Sandton  
Gauteng  
2146

Business address

39 Doak Street  
Hazel Park  
Germiston  
Gauteng  
1401

## INDEPENDENT AUDITORS' REPORT

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To the directors of Italian - South African Chamber of Trade and Industries NPC

### Report on the Audit of the Annual Financial Statements

#### Opinion

We have audited the annual financial statements of Italian - South African Chamber of Trade and Industries NPC (the company) set out on pages 9 to 21, which comprise the statement of financial position as at 31 December 2023, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the annual financial statements, including a summary of significant accounting policies.

In our opinion, the annual financial statements present fairly, in all material respects, the financial position of Italian - South African Chamber of Trade and Industries NPC as at 31 December 2023, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act 71 of 2008.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the annual financial statements section of our report. We are independent of the company in accordance with the Independent Regulatory Board for Auditors' Code of Professional Conduct for Registered Auditors (IRBA Code) and other independence requirements applicable to performing audits of annual financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards). We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Other information

The directors are responsible for the other information. The other information, which includes the Directors' Report as required by the Companies Act 71 of 2008 and the Supplementary Information on pages 4 to 6 and 22 to 23 respectively, which we obtained prior to the date of this report. The other information does not include the annual financial statements and our auditors' report thereon.

Our opinion on the annual financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the annual financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the annual financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Responsibilities of the directors for the Annual Financial Statements

The directors are responsible for the preparation and fair presentation of the annual financial statements in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act 71 of 2008, and for such internal control as the directors determine is necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the annual financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

## INDEPENDENT AUDITORS' REPORT

### Auditors' responsibilities for the audit of the Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the annual financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual financial statements.

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the annual financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual financial statements, including the disclosures, and whether the annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

### Report on other legal and regulatory requirements

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that HLB Barnett Chown Incorporated has been the auditor of Italian - South African Chamber of Trade and Industries NPC for 3 years.

### HLB Barnett Chown Incorporated

  
Per: **DB Bezuidenhout**  
Capacity: **Engagement Partner**  
**Chartered Accountants (S.A.)**  
**Registered Auditors**

**14 March 2024**  
**Bedfordview**

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Statement of Financial Position as at 31 December 2023

	Note	2023 R	2022 R
<b>Assets</b>			
<b>Non-Current Assets</b>			
Property, plant and equipment	2	733 670	733 670
<b>Current Assets</b>			
Loans to employees		-	4 000
Trade and other receivables	3	1 273 215	1 606 120
Cash and cash equivalents	4	7 694 649	7 175 499
		<u>8 967 864</u>	<u>8 785 619</u>
<b>Total Assets</b>		<u>9 701 534</u>	<u>9 519 289</u>
<b>Equity and Liabilities</b>			
<b>Equity</b>			
Accumulated Surplus		8 944 691	8 716 805
<b>Liabilities</b>			
<b>Current Liabilities</b>			
Trade and other payables	5	546 600	610 292
Provisions	6	210 243	192 192
		<u>756 843</u>	<u>802 484</u>
<b>Total Equity and Liabilities</b>		<u>9 701 534</u>	<u>9 519 289</u>

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Statement of Comprehensive Income

	Note	2023 R	2022 R
Revenue	7	4 379 125	4 059 265
Other income	8	586 940	72 679
Operating expenses	11	(4 888 057)	(4 831 818)
<b>Operating surplus/(deficit)</b>		<b>78 008</b>	<b>(699 874)</b>
Investment revenue	9	149 878	80 342
<b>Surplus/(deficit) for the year</b>		<b>227 886</b>	<b>(619 532)</b>

## The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

### Statement of Changes in Equity

	Accumulated surplus R	Total equity R
Balance at 01 January 2022	9 336 337	9 336 337
Deficit for the year	(619 532)	(619 532)
Balance at 01 January 2023	8 716 805	8 716 805
Surplus for the year	227 886	227 886
Balance at 31 December 2023	8 944 691	8 944 691

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Statement of Cash Flows

	Note	2023 R	2022 R
<b>Cash flows from/(used in) operating activities</b>			
Cash receipts from customers		4 833 704	-
Cash paid to suppliers and employees		(4 933 698)	-
Cash used in operations	12	(99 994)	(773 577)
Interest income		149 878	80 610
<b>Net cash from/(used in) operating activities</b>		<b>49 884</b>	<b>(692 967)</b>
<b>Cash flows from /(used in) investing activities</b>			
Cash receipts on repayments of loans to employees		4 000	(4 000)
<b>Total cash movement for the year</b>		<b>53 884</b>	<b>(696 967)</b>
Cash and cash equivalents at the beginning of the year		7 175 499	7 943 162
(Profit) or loss on foreign exchange on cash and cash equivalents		465 266	(70 696)
<b>Total cash at end of the year</b>	4	<b>7 694 649</b>	<b>7 175 499</b>

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Accounting Policies

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### 1. Basis of preparation and summary of significant accounting policies

The financial statements have been prepared on a going concern basis in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities, and the Companies Act of South Africa. The financial statements have been prepared on the historical cost basis, and incorporate the accounting policies and principles set out below. They are presented in South African Rands.

These accounting policies are consistent with the previous period.

#### 1.1 Significant judgements and sources of estimation uncertainty

##### Critical judgements in applying accounting policies

Management did not make critical judgements in the application of accounting policies, apart from those involving estimations, which would significantly affect the financial statements.

##### Key sources of estimation uncertainty

##### Revenue - Expected rebate from the Italian Government

The Chamber receives a rebate from the Italian government on an annual basis. This rebate is paid to the Chamber in November/December in the subsequent year for the current year. The accrued income is calculated by management based on an analysis of the actual historical figures per annum from 2018-2022, over the reporting period. This results in an average of 22% (2022: 24%) to the total direct operating costs. Should the amount received in the subsequent year be more or less, then the Chamber will recognize the differences in profit and loss in the current year.

#### 1.2 Property, plant and equipment

Property, plant and equipment are tangible assets which the company holds for its own use or for rental to others and which are expected to be used for more than one period.

An item of property, plant and equipment is recognised as an asset when it is probable that future economic benefits associated with the item will flow to the company, and the cost of the item can be measured reliably.

Property, plant and equipment is initially measured at cost.

Cost includes costs incurred initially to acquire an item of property, plant and equipment and costs incurred subsequently to add to, replace part of, or service it. If a replacement cost is recognised in the carrying amount of an item of property, plant and equipment, the carrying amount of the replaced part is derecognised.

Expenditure incurred subsequently for additions to or replacements of parts of property, plant and equipment are capitalised if it is probable that future economic benefits associated with the expenditure will flow to the company and the cost can be measured reliably. Day to day servicing costs are included in profit or loss in the period in which they are incurred.

Property, plant and equipment is subsequently stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation of an asset commences when the asset is available for use as intended by management. Depreciation is charged to write off the asset's carrying amount over its estimated useful life to its estimated residual value, using a method that best reflects the pattern in which the asset's economic benefits are consumed by the company.

The useful lives of items of property, plant and equipment have been assessed as follows:

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Accounting Policies

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### 1.2 Property, plant and equipment (continued)

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Item	Depreciation method	Average useful life
Buildings	Straight line	20

When indicators are present that the useful lives and residual values of items of property, plant and equipment have changed since the most recent annual reporting date, they are reassessed. Any changes are accounted for prospectively as a change in accounting estimate.

Impairment tests are performed on property, plant and equipment when there is an indicator that they may be impaired. When the carrying amount of an item of property, plant and equipment is assessed to be higher than the estimated recoverable amount, an impairment loss is recognised immediately in profit or loss to bring the carrying amount in line with the recoverable amount.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its continued use or disposal. Any gain or loss arising from the derecognition of an item of property, plant and equipment, determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item, is included in profit or loss when the item is derecognised.

### 1.3 Financial instruments

#### Initial measurement

Financial instruments are initially measured at the transaction price unless the arrangement constitutes, in effect, a financing transaction in which case it is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial instruments are recognised initially when the company becomes a party to the contractual provisions of the instrument.

The company classifies financial instruments, or their components parts, on initial recognition as a financial assets, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement.

#### Financial instruments at amortised cost

These include loans, trade receivables and trade payables. They are subsequently measured at amortised cost using the effective interest method. Debt instruments which are classified as current assets or current liabilities are measured at the undiscounted amount of the cash expected to be received or paid, unless the arrangement effectively constitutes a financing transaction.

At each reporting date, the carrying amounts of assets held in this category are reviewed to determine whether there is any objective evidence of impairment. If there is objective evidence, the recoverable amount is estimated and compared with the carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss.

#### Financial instruments at cost

Equity instruments that are not publicly traded and whose fair value cannot otherwise be measured reliably without undue cost or effort are measured at cost less impairment.

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Accounting Policies

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### 1.3 Financial instruments (continued)

#### Financial instruments at fair value

All other financial instruments, including equity instruments that are publicly traded or whose fair value can otherwise be measured reliably, without undue cost or effort, are measured at fair value through profit or loss.

If a reliable measure of fair value is no longer available without undue cost or effort, then the fair value at the last date that such a reliable measure was available is treated as the cost of the instrument. The instrument is then measured at cost less impairment until management are able to measure fair value without undue cost or effort.

### 1.4 Tax

#### Current tax assets and liabilities

No current or deferred tax assets or liabilities are recognised as the Chamber is exempt from taxation in terms of S10(1)(d)(ii) of the Income Tax Act, no 58 of 1962.

### 1.5 Leases

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership to the lessee. All other leases are operating leases.

#### Finance leases - lessor

Finance lease receivables are measured at an amount equal to the net investment in the lease.

Finance income is recognised using the effective interest method.

#### Operating leases - lessee

Operating lease payments are recognised as an expense on a straight-line basis over the lease term unless:

- another systematic basis is representative of the time pattern of the benefit from the leased asset, even if the payments are not on that basis, or
- the payments are structured to increase in line with expected general inflation (based on published indexes or statistics) to compensate for the lessor's expected inflationary cost increases.

Any contingent rents are expensed in the period they are incurred.

### 1.6 Impairment of assets

The company assesses at each reporting date whether there is any indication that property, plant and equipment may be impaired.

If there is any such indication, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of impairment is recognised immediately in profit or loss.

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Accounting Policies

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### 1.7 Employee benefits

#### Short-term employee benefits

The cost of short-term employee benefits, are recognised in the period in which the service is rendered and are not discounted.

### 1.8 Provisions and contingencies

Provisions are recognised when the company has an obligation at the reporting date as a result of a past event; it is probable that the company will be required to transfer economic benefits in settlement; and the amount of the obligation can be estimated reliably.

Provisions are measured at the present value of the amount expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised as interest expense.

Provisions are not recognised for future operating losses.

### 1.9 Revenue

Revenue is recognised to the extent that the company has transferred the significant risks and rewards of ownership of goods to the buyer, or has rendered services under an agreement provided the amount of revenue can be measured reliably and it is probable that economic benefits associated with the transaction will flow to the company. Revenue is measured at the fair value of the consideration received or receivable, excluding sales taxes and discounts.

Interest is recognised, in profit or loss, using the effective interest rate method.

Service fees are recognised as revenue over the period during which the service is performed. This is over the term of the membership term.

### 1.10 Financial income

Financial income comprises of interest income on funds invested, that is recognised in surplus or deficit. Interest income is recognised as it accrues, using the effective interest rate method.

### 1.11 Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred.

### 1.12 Foreign exchange

#### Foreign currency transactions

Exchange differences arising on monetary items are recognised in profit or loss in the period in which they arise.

All transactions in foreign currencies are initially recorded in Rand, using the spot rate at the date of the transaction. Foreign currency monetary items at the reporting date are translated using the closing rate. All exchange differences arising on settlement or translation are recognised in profit or loss.

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Notes to the Financial Statements

	2023			2022		
	R			R		
<b>2. Property, plant and equipment</b>						
	2023			2022		
	Cost	Accumulated depreciation	Carrying value	Cost	Accumulated depreciation	Carrying value
Buildings	1 467 340	(733 670)	733 670	1 467 340	(733 670)	733 670

### Reconciliation of property, plant and equipment - 2023

	Opening balance	Closing balance
Buildings	733 670	733 670

### Details of properties

Buildings consisting of Unit 3, Bedford Manor Office Suite, Bedford Gardens, acquired at cost in January 2011. Due to the residual value exceeding the carrying value, no depreciation has been raised in the current year.

### 3. Trade and other receivables

Trade receivables	105 458	129 176
VAT	-	13 175
Expected rebate from Italian Government	987 757	1 013 159
Smile project	180 000	450 610
	<u>1 273 215</u>	<u>1 606 120</u>

2023	Total operating expenses	Less donations	Other	Less Equipment w/off	Less smile project W/off
The expected rebate from the Italian government:	4 888 056	(22 550)	(61 219)	(6 020)	(308 467)

The grant from the Italian Government is calculated by multiplying 22% to the adjusted operating expenses.  
 $R4\,489\,800 \times 22\% = R987\,757$

### Smile project recon 2023

Total	R450 610
Less Payment received	R56 648
Less Write off	R213 962
<b>Total amount</b>	<b>R180 000</b>

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Notes to the Financial Statements

	2023 R	2022 R
<b>3. Trade and other receivables (continued)</b>		
The expected rebate from the Italian Government	Total operating expenses	Less forex and donations
The rebate is calculated as follows:	4 831 818	(124 293)
	Less smile project adjstment	(268 610)
		Less the over provision on PY rebate
		(217 421)

The grant from the Italian Government is calculated by multiplying 24% to the adjusted operating expenses.  
 $R4\,221\,494 \times 24\% = R1\,013\,158$ .

### Smile project recon 2022

Total	R490 610
Less payment received	R40 000
<b>Total amount</b>	<b>R450 610</b>

## 4. Cash and cash equivalents

Cash and cash equivalents consist of:

Cash on hand	619	493
Uni credit Banca di Roma	5 603 752	4 495 716
Nedbank - Money market	474 247	844 346
Nedbank - Current account	106 112	364 944
Nedbank - Fixed deposit	1 509 919	1 470 000
	<u>7 694 649</u>	<u>7 175 499</u>

The Nedbank fixed deposit is fixed until December 2024.

The bank balance with Uni Credit (Banca di Roma), Euro 2023: 279 488, (2022:246,340), converted to South African Rands at R20.05, (2022:R18.25).

## 5. Trade and other payables

Trade payables	14 170	20 255
Membership revenue not yet recognised and income received in advance	357 350	344 017
VAT	20 547	-
Payroll accrual	28 921	76 418
Accruals	125 612	169 602
	<u>546 600</u>	<u>610 292</u>

Trade and other payables are unsecured and are payable within a period of twelve months. The carrying amounts of trade and other payables approximate their fair value.

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Notes to the Financial Statements

	2023 R	2022 R			
<b>6. Provisions</b>					
<b>Reconciliation of provisions - 2023</b>					
	Opening balance	Additions	Utilised during the year	Closing balance	
Bonuses	192 192	235 375	(217 324)	210 243	
<b>Reconciliation of provisions - 2022</b>					
	Opening balance	Additions	Utilised during the year	Reversed during the year	Closing balance
Bonuses	126 720	192 192	(73 643)	(53 077)	192 192
<p>The bonus provision represents management's best estimate of the company's liability based on the KPIs set by the directors. This will be settled in cash once the directors have approved the bonus.</p>					
<b>7. Revenue</b>					
Subscriptions for members			798 814	601 546	
Receipts for functions			1 431 825	593 424	
Webinar rebates			48 856	22 420	
Once off-Subsidies from Italian government			-	490 610	
Expected rebate from Italian government			987 757	1 013 159	
Services rendered			813 471	602 323	
Exhibitions			204 752	491 019	
Commissions received			-	139 356	
Receipts for advertisements			93 650	105 408	
			<u>4 379 125</u>	<u>4 059 265</u>	
Revenue					
<p>Receipts from Functions - R 593 424 (in 2022) and R 1 431 825 (in 2023) - Increase due to BEA (better than expected), Golf Days, Rampini, Nedbank Business lunches, CDP (Italian company launch in SA), Settimana delle Cuccina</p>					
<b>8. Other surplus</b>					
Profit on exchange differences			465 266	-	
Fees earned			65 500	-	
Underutilized provision rates			56 174	53 077	
Insurance claim			-	19 602	
			<u>586 940</u>	<u>72 679</u>	
<b>9. Investment income</b>					
Interest income					
Bank			149 878	80 342	

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Notes to the Financial Statements

	2023 R	2022 R
<b>10. Taxation</b>		
No current and deferred tax assets and liabilities are recognised as the Chamber is exempt from taxation in terms of S10(1)(d)ii of the Income Tax Act, no 58 of 1962.		
<b>11. Operating expenses</b>		
Operating expenses include the following expenses:		
Electricity, water and levies paid	129 750	160 737
Employee costs	2 238 642	2 670 277
Loss on exchange differences	-	70 696
Promotions activities	491 601	489 763
Smile project	153 352	100 610
Expenses		
Functions R 461 510 (in 2022) to R 919 504 (in 2023) - increases in costs per above items.		
Consulting Fees - increase from R 80 109 to R 233 150 in 2023 due to Miryam not on payroll yet.		
<b>12. Cash used in operations</b>		
Surplus (deficit) before taxation	227 886	(619 532)
Adjustments for:		
(Profit) loss on foreign exchange differences	(465 266)	70 696
Movement in provisions	18 051	65 472
Investment income	(149 878)	(80 610)
Changes in working capital:		
(Increase) decrease in trade and other receivables	332 905	(260 607)
Increase (decrease) in trade and other payables	(63 692)	51 004
	<u>(99 994)</u>	<u>(773 577)</u>
<b>13. Related parties</b>		
Relationships		
Non executive directors		Refer to point 4 in the Directors' report for a list of all the directors.
Secretary General		P Bohrer
Compensation paid to key management		
Short-term employee benefits P Bohrer	1 261 927	1 039 500
<b>14. Directors' remuneration</b>		
No emoluments were paid to the directors during the year (2022: Rnil).		
<b>15. Going concern</b>		
The financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.		

# The Italian-South African Chamber of Trade and Industries NPC

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Financial Statements for the year ended 31 December 2023

## Notes to the Financial Statements

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	2023	2022
	R	R

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### 15. Going concern (continued)

The directors believe that the company has adequate financial resources to continue in operation for the foreseeable future and accordingly the financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the company is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the company. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the company.

The company has undertaken additional activities to increase revenues in the long term, such as its expansion to Cape Town, the creation of new events, the participation in large projects and the creation of new services to the benefits of its members and stakeholders.

### 16. Events after the reporting period

The directors are not aware of any matter or circumstances arising since the end of the financial year.

## The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08) \_

Financial Statements for the year ended 31 December 2023

### Detailed Income Statement

	Note	2023 R	2022 R
<b>Revenue</b>			
Subscriptions from members		798 814	601 546
Receipts from functions		1 431 825	593 424
Webinar services		48 856	22 420
Exhibitions		204 752	491 019
Special project-Smile		-	490 610
Commissions received		-	139 356
Receipts for Advertisements		93 650	105 408
Expected rebate from Italian government		987 757	1 013 159
Services rendered		813 471	602 323
	7	<u>4 379 125</u>	<u>4 059 265</u>
<b>Other surplus</b>			
Fees earned		65 500	-
Underutilized provisions rates		56 174	53 077
Insurance claim		-	19 602
Profit on exchange differences		465 266	-
		<u>586 940</u>	<u>72 679</u>
<b>Expenses (Refer to page 23)</b>			
		<u>(4 888 057)</u>	<u>(4 831 818)</u>
Operating deficit		78 008	(699 874)
Investment income	9	149 878	80 342
<b>Surplus/ (deficit) for the year</b>		<u>227 886</u>	<u>(619 532)</u>

# The Italian-South African Chamber of Trade and Industries NPC

(Registration number: 1984/007816/08)

Financial Statements for the year ended 31 December 2023

## Detailed Income Statement

	Note	2023 R	2022 R
<b>Operating expenses</b>			
Advertising		16 991	23 283
Auditors remuneration		32 423	27 800
Bank charges		13 995	18 339
CPT Rental		31 200	22 500
Consulting fees		233 150	80 109
Cost of service-web design		53 898	10 090
Directory costs		82 063	88 596
Donations		22 550	35 500
Electricity, water and levies paid		129 750	160 737
Entertainment and functions		919 504	461 510
Equipment written off		6 020	18 097
Insurance		28 190	28 386
Licences		15 072	13 782
Loss on exchange differences		-	70 696
Membership fees		-	4 348
Mission From South Africa		1 496	91 831
Over provision-Italian Grant		94 502	217 421
Postage and telephone		46 480	42 420
Printing and Stationery		9 400	15 085
Promotions activities		491 601	489 763
Repairs and maintenance		47 343	40 441
Salaries and employees costs		2 238 642	2 670 277
Secretarial costs		4 250	25 644
Smile project		213 962	100 610
Subscriptions		153 120	67 520
Training		400	3 810
Transport and Courier costs		2 055	3 223
		<u>4 888 057</u>	<u>4 831 818</u>

## **APPROVAL OF 2024 BUDGET**

### **INCOME : R 5 038 371 (incl rebate)**

Memberships	R 886 057
Business Excellence Awards	R 465 000
Italian Festival CPT	R 500 000
Expo's	R 304 000
Other Events	R 354 000
Italchannel	R 550 000
Services(scouting, market research, contact lists, etc)	R 512 000
Other (Interest, BEA donation, directory, BEE)	R 383 000
Rebate	R 1 084 315

### **EXPENSES : R 4 928 706**

Business Excellence Awards – R300 000	R 300 000
Italian Festival CPT	R 450 000
Exhibitions	R 34 000
Other Events	R 271 000
Italchannel	R 467 500
Salaries	R 1 952 270
Consulting Fees	R 285 000
Bonus Provision	R 400 000
Subscriptions	R 167 785
Travel and Accommodation	R 120 000
Other (Insurance, directory, levies, internet, stationery etc)	R 479 151

### **Overall P & L : R 109 665**

### **2024 Budgeted Profit-Making Activities**

Memberships	R 886 057
Business Excellence Awards	R 165 000
Italian Festival CPT	R 50 000
Other Events	R 83 000
Italchannel	R 82 500
Expo's	R 270 000
Services (scouting, market research, contact lists)	R 512 000
Rebate	R1 084 315