

Charter of CIPA Smart Manufacturing Industrial International Cooperation Alliance (First Version)

Chapter One: General Principles

Article 1 Standard Name of the Alliance

The name of the alliance is “CIPA Smart Manufacturing Industrial International Cooperation Alliance”, abbreviated as SMICA.

Article 2 Nature of SMICA

SMICA was co-initiated by the Investment Promotion Agency of Ministry of Commerce of the People’s Republic of China (CIPA), multinational and domestic enterprises specialized in smart manufacturing from the supplying and applying sides, governmental agencies, scientific research institutions, associations and chambers of commerce, think tanks, professional intermediary service agencies, and industry experts. As a non-profit service platform, SMICA is established to enhance international cooperation and investment in the smart manufacturing industry, to invigorate the market and promote practice of the industry, and eventually to advance the transformation and upgrading of China’s manufacturing sectors.

Article 3 Purposes of SMICA

In accordance with the national call of “Made in China 2025”, SMICA will make every effort to deepen the international cooperation of the smart manufacturing industry as an emphasis, to grasp the global development directions and converge the wisdom of the whole industry, to encourage up-to-date concepts and practice, to facilitate horizontal and vertical exchanges and cooperation of the industrial chain, to provide convenience and efficiency on matching the supplying and applying sides, to invigorate the industry market, to further investment and collaboration, and to contribute to an advanced manufacturing industry of extensive automation and the application of information communications technology (ICT).

Chapter Two: Scope of Work

Article 4 SMICA makes full use of CIPA’s international and domestic resources and networks, actively attracting superior enterprise members, industry think tanks and experts. It also expands the connection with local and overseas governmental agencies, industrial parks, platforms, research institutions, associations and chambers of commerce, and intermediary service agencies to build a professional, multi-dimensional and multi-tiered working system. We develop diverse forms of work, deliver China’s and global policies as well as information

on smart manufacturing industry, share development experience and investment opportunities, strengthen international exchanges and cooperation, stimulate the market supply and demand, submit work results to relevant state ministries and commission, and thereby provide references in formulating development policies on the industry.

The specific forms of work are as following:

1. Networking events and business promotion on a regular and irregular basis

SMICA is scheduled to conduct regular exchange events every six month and hold annual meetings. Irregular activities will be considered according to the actual needs. Events would be in the way of symposiums, seminars, enterprise exchanges, industry salons, investigation and matchup of industrial clusters. Events including policy interpretation, industry trend and hot issue analysis, market research, sharing of business experience and practice, business to business (B-B) matchup, discussion on cooperation patterns and prospects, presentations of investment opportunities, are designed to keep enterprise members updated with the latest industrial policies and information, to foster resource sharing and mutual beneficial cooperation, to assist to collect and filter cooperation intents, to matchup superior clients and partners, and to promote the achievement of investment collaboration.

2. Annual Investment Report on the Smart Manufacturing Industry

United with professional agencies, SMICA will prepare annual reports on investment promotion of the smart manufacturing industry by collecting information, data, opinions and suggestions from SMICA members, industry think tanks, experts, and partners. The reports will summarize contemporary hot issues on the supplying and applying sides in the field, integrate industrial development demands, analyze development trends of the industry, explore investment and cooperation opportunities, to be released publicly and submitted to relevant state ministries and local governmental agencies as reference to formulating industry policies.

3. International communication

Taking advantages of CIPA's international channels and networks from all involved parties, SMICA encourages communication and interactions among domestic and overseas smart manufacturing enterprises and research institutions to share up-to-date experience, promote development consensus, and explore cooperation opportunities in the way of advanced forums and overseas visiting delegations.

4. Training sessions

Based on different requirements, SMICA will design diversified training sessions that accustomed to associated departments in local government, managers of industrial parks, management and technology

personnel of smart manufacturing enterprise. Served as a platform, these professional trainings are supposed to disseminate ideas of smart manufacturing development, to cultivate potential clients, to widen market space, and to explore cooperation opportunities and patterns.

5. SMICA news release

SMICA will set up an official account on Wechat and an official homepage on the current Invest in China website (www.fdi.gov.cn). The new platforms above are designed not only to release industry news and routine work of SMICA in Chinese and English, but to be a promotional channel for SMICA members.

6. Participation into industrial exhibitions and events

According to the actual needs, SMICA will actively organize members to participate in exchange activities hosted by the Ministry of Commerce, P.R.C. and other state ministries and commissions, and to attend high-quality events such as international and domestic exhibitions, business promotions, training programs, business tours, of which SMICA intends to reduce members' participation cost. One of SMICA objectives is to enhance the cluster influence and its competitiveness in the industry.

7. Investment and cooperation project services

SMICA will link all information and resources, propel matchup and investment cooperation of specific projects in the smart manufacturing industrial chain, which include but not limited to the followings:

cross-border cooperation, production capacity collaboration, greenfield investments, mergers & acquisitions, joint venture, technical cooperation, innovation incubation. Also, SMICA would like to assist enterprises in reporting accomplished projects to state ministries and commissions and applying for the typical project of cross-border cooperation and industrial cooperation.

8. Construction of the smart manufacturing industrial cluster

SMICA will select cities, parks, and zones that meet the requirements of future industry development, and attract advantageous resources to form an aggregated zone of smart manufacturing industry as well as a consolidated power for industry development.

9. Establishment of the smart manufacturing industrial investment fund

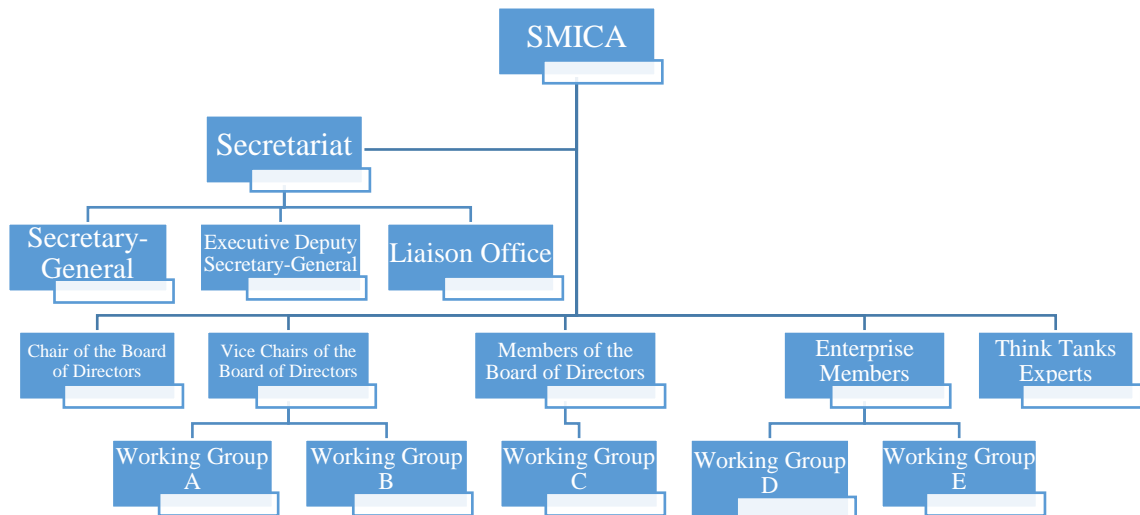
SMICA has been considering the founding of a smart manufacturing industrial investment fund that is supposed to assist enterprises with cross-border cooperation, research and development (R&D) enhancement, business expansion, industrial chain integration, and intelligence upgrading etc.

10. Other assignments including investigation, research, and consulting

SMICA will also undertake research and consulting projects entrusted by external governmental agencies and enterprises.

Chapter Three: Organizational Structure

Article 5 See SMICA organizational structure as below.



The Secretariat, as a standing body of SMICA, will be set up under CIPA. It is responsible for daily liaison and contacts, developing new members, collecting opinions, giving advice on work, making plans and schedules. The Secretariat consists of secretary-general, executive deputy secretary-general and liaison office. The secretary-general will be in charge of formulating the overall plans of the Secretariat, while executive deputy secretary-general supervising day-to-day operation. The liaison office will implement specific daily tasks required by SMICA.

Personnel of the Secretariat (nominations):

Secretary-General: **Wang Xu**, Deputy Director-General of CIPA

Executive Deputy Secretary-General: **Lin Ruochen**, Director of

Machinery Department, CIPA

Article 7 The SMICA membership shall be composed of the Chair, Vice Chairs, and members of the Board of Directors as well as general member agencies and experts. CIPA is supposed to be the Chair of the Board of Directors.

Article 8 Rights and obligations.

1. Qualifications for membership

Any enterprises and non-profit agencies, associations and chambers of commerce, research institutions, and experts involved in smart manufacturing are welcome to join SMICA as a member no matter if they are legally registered in China or abroad. Membership applicants must have outstanding performance, normative management, no criminal records or major violations against law or regulations. Also, they need to abide by the SMICA Charter and other SMICA regulations, to manifest the voluntary intent to join SMICA, and to perform the rights and obligations of membership in SMICA.

2. Procedures of membership application

All applications shall be processed in accordance with procedures prescribed by SMICA.

(1) Fill out the “Application Form for the Smart Manufacturing Industrial International Cooperation Alliance” (see as attachment) and

submit it to SMICA Secretariat.

(2) After the material review, the Secretariat shall solicit overall comments from SMICA within 7 business days, in accordance with SMICA working procedures.

(3) Once approved, the Secretariat shall release the announcement on SMICA official website and add the successful applicants to the membership list. Then the applicants would be officially accepted as SMICA members.

(4) Accession for individual specialists: referred by the Secretariat, specialists in the smart manufacturing industry, including government officials, well-known experts, business leaders, policy analysts, could become individual members of SMICA if approved.

3. Rights and obligations

(1) Rights and obligations of members

Each member shall be entitled to the following rights:

a. To know, give feedback and suggest on important issues (election of Deputy Chair of the Board of Directors at expiration of office terms, supplement of members of the board of director, admission to new members, formulation and implementations of work plan etc.) as well as the collection of information and recommendations;

b. To apply to the Secretariat for organizing or participating in

SMICA events;

c. To sign their names on SMICA unified publicity to external parties;

d. To search for qualified enterprises, think tanks, and experts who have unique access and interaction with government, business and academic leaders.

Each member shall be obliged:

a. To abide by the Charter of SMICA;

b. To protect the reputation of SMICA;

c. To actively attend events or activities organized by SMICA;

d. To assist SMICA with project promotion, industry research, opinion solicitation, information collection etc.

e. To share advice and suggestions for the development of SMICA and to provide with necessary support.

Withdrawal of membership:

a. In the event that a member decides to withdraw from SMICA, the member shall deliver written application to the liaison office of the Secretary. The associated membership will be considered terminated upon the approval from SMICA Secretariat;

b. The membership shall be regarded as default termination upon

the confirmation from SMICA Secretariat that members were absent of the significant events for three times without reasonable excuses.

(2) Rights, obligations, and membership withdrawal of members of SMICA Board of Directors.

Generation:

SMICA Secretariat shall elect several members from the initiating members for the first Board of Directors. They need to be outstanding and influential in specified smart manufacturing segments, and be supportive to the work of SMICA. Members are encouraged to join the Board of Directors according to the actual needs. The Secretariat will examine the application and seek SMICA opinions to decide the supplementary list.

Members of SMICA Board of Directors shall be entitled to the following rights:

a. To apply for the Vice Chair of the Board upon its expiration of the current term;

b. To participate in the industry exchange activities in the title of the Members of the Board of Directors, SMICA;

c. To vote for the adoption of resolutions by the Board of Directors about significant issues such as the election of Vice Chairs,

supplementing members of the Board, admission to new members, planning and implementation of the work plan, which are subject to the consents of over half of the members;

- d. To make comments and suggestions on major SMICA affairs;
- e. To apply for organizing or participating in SMICA activities in priority;
- f. To attend SMICA events for free;
- g. To enjoy a preferential price as same as SMICA when organizing or attending external activities;
- h. To have priority in SMICA promotions to external parties;
- i. To seek and develop new members of enterprises and individual experts.

Each member of SMICA Board of Directors shall be obliged:

- a. To abide by the Charter of SMICA;
- b. To protect the reputation of SMICA;
- c. To actively attend events or activities organized by SMICA;
- d. To assist SMICA with project promotion, industry research, opinions solicitation, information collection etc.
- e. To share advice and suggestions for the development of SMICA and to provide with necessary support.

Withdrawal of membership:

a. In the event that a member decides to withdraw from SMICA Board of Directors, the member shall deliver written application to the liaison office of the Secretary. The associated membership will be considered terminated upon the approval from SMICA Secretariat;

b. Members of the SMICA Board shall be demoted to general members of SMICA upon the confirmation from SMICA Secretariat that members were absent of the significant events twice without reasonable excuses.

c. The membership shall be regarded as default termination upon the confirmation from SMICA Secretariat that members were absent of the significant events for three times without reasonable excuses.

(3) Rights, obligations, and membership withdrawal of the Vice Chairs of SMICA Board of Directors.

Generation:

SMICA Secretariat elects several Vice Chairs for the first Board of Directors among the initiating members. They need to be well-performed, influential in specified smart manufacturing segments, and be supportive to the work of SMICA. They will have a term of 2 years, and automatically demoted to the general members of the Board upon the termination.

The application for new Vice Chairs needs to be submitted to the SMICA Secretariat by the members of the SMICA Board. The new Vice Chairs will be generated on the SMICA annual meeting through voting.

The Vice Chairs of SMICA Board of Directors shall be entitled to the following rights:

a. To participate in industry exchanges in the title of Vice Chair of the Board of Directors, SMICA;

b. To approve significant affairs of SMICA such as the election of Vice Chairs, supplementing members of the Board, admission to new members, planning and implementation of the work plan etc. Issues could not be submitted to the members of the Board for voting without the first approval from the Vice Chairs;

c. To have priority in organizing or participating in SMICA activities;

d. To attend SMICA events for free;

e. To enjoy a preferential price as same as SMICA when organizing or attending external activities;

f. To have priority in SMICA promotions to external parties;

g. To seek and develop new members of enterprises and individual experts.

Each member of SMICA Board of Directors shall be obliged:

- a. To plan and organize events, such as semiannual meetings, annual meetings and other activities, collaborating with the liaison office of SMICA Secretariat. Each member will be required to undertake at least one activity and provide specific support and resources during their term;
- b. To assist SMICA with project promotion, industry research, opinions solicitation, information collection etc.
- c. To seek and develop new members of enterprises, individual experts; and to actively propagate SMICA to increase its influence.

Withdrawal of membership:

- a. In the event that a Vice Chair decides to withdraw from SMICA Board of Directors, the member shall deliver written application to the liaison office of the Secretary. The associated membership will be considered terminated upon the approval from SMICA Secretariat;
- b. The Vice Chairs shall be demoted to general members of SMICA upon the confirmation from SMICA Secretariat that members were absent of the significant events twice without reasonable excuses;
- c. The membership shall be regarded as default termination upon the confirmation from SMICA Secretariat that members were absent of the significant events for three times without reasonable excuses.

(4) Rights, obligations, and membership withdrawal of the industrial think tanks

Each industrial think tank shall be entitled to the following rights:

a. To know, give feedback and suggest on important issues (election of Deputy Chair of the Board of Directors at expiration of office terms, supplement of members of the board of director, admission to new members, formulation and implementations of work plan etc.) as well as the collection of information and recommendations;

b. To apply to the Secretariat for organizing or participating in SMICA events;

c. To attend SMICA events for free;

d. To enjoy a preferential price as same as SMICA when organizing or attending external activities;

e. To sign their names on SMICA unified publicity to external parties;

f. To seek and develop new members of enterprises and individual experts.

Each industrial think tanks of SMICA shall be obliged:

a. To abide by the Charter of SMICA;

b. To protect the reputation of SMICA;

c. To actively attend events or activities organized by SMICA;

d. To assist SMICA with project promotion, industry research, opinions solicitation, information collection etc.

5. To provide with intellectual support;

6. To share advice and suggestions for the development of SMICA and to give necessary support.

Withdrawal of membership:

a. In the event that an industrial think tank decides to withdraw from SMICA, it shall deliver written application to the liaison office of the Secretary. The associated membership will be considered terminated upon the approval from SMICA Secretariat;

b. The membership shall be regarded as default termination upon the confirmation from SMICA Secretariat that the think tanks were absent of the significant events for three times without reasonable excuses.

(4) Rights, obligations, and membership withdrawal of the experts

Each expert shall be entitled to the following rights:

a. To know, give feedback and suggest on important issues (election of Deputy Chair of the Board of Directors at expiration of office terms, supplement of members of the board of director, admission to new members, formulation and implementations of work plan etc.) as well as the collection of information and recommendations;

- b. To attend SMICA events for free;
- c. To enjoy a preferential price as same as SMICA when organizing or attending external activities;
- d. To sign their names on SMICA unified publicity to external parties;
- e. To seek and develop new members of enterprises and individual experts.

Each industrial think tanks of SMICA shall be obliged:

- a. To abide by the Charter of SMICA;
 - b. To protect the reputation of SMICA;
 - c. To actively attend events or activities organized by SMICA;
 - d. To assist SMICA with project promotion, industry research, opinions solicitation, information collection etc.
6. To provide with intellectual support;
7. To share advice and suggestions for the development of SMICA and to give necessary support.

Withdrawal of membership:

- a. In the event that an expert decides to withdraw from SMICA, he or she shall deliver written application to the liaison office of the Secretary. The associated membership will be considered terminated upon

the approval from SMICA Secretariat;

b. The membership shall be regarded as default termination upon the confirmation from SMICA Secretariat that the experts were absent of the significant events for three times without reasonable excuses.

4. Industry working group

Once the membership reached a certain amount, SMICA shall establish several working groups assigned to different segments of the industry. The organizational structure needs to be redefined on that occasion.

Chapter Five: Supplementary Provisions

Article 9 Revision of this Charter must be pursuant to the procedures, rules, and regulations of SMICA. The revision shall come into effect after its adoption.

Article 10 This Charter will come into effect since the establishment ceremony of SMICA.

Article 11 The authority to interpret provisions of the Charter shall rest upon SMICA Board of Directors.

Attachment: “Application Form for the Smart Manufacturing Industrial International Cooperation Alliance”

Application Form for the Smart Manufacturing Industrial International Cooperation Alliance

Name of Applicant					
Address					
Website		Email			
Telephone		Fax			
Nature of Applicant	<input type="checkbox"/> Public Institution <input type="checkbox"/> Social Group <input type="checkbox"/> State-owned Enterprise <input type="checkbox"/> Joint-Stock Enterprise <input type="checkbox"/> Private Enterprise <input type="checkbox"/> Joint Venture <input type="checkbox"/> Foreign Enterprise <input type="checkbox"/> Others				
Headcount			Amount of management personnel		
Date of Registration		Registered Capital			
Deputy		Title		Email	
		Telephone		Mobile	
Contact		Title		Email	
		Telephone		Mobile	
<p>Brief introduction including business portfolio, main products and service, geographical distribution of smart manufacturing business. Continued on another page if needed.</p> 					
Expectations and requests for the SMICA:				<p>The entity would like to join SMICA and abide by the Chart of SMICA.</p> <p>Signature of Deputy</p> <p>Stamp of the Entity</p> <p>Date</p>	
<p>Comments: 1. This form must be filled out by the entity applicant. Write the real information.</p> <p>2. The application form is done in two copies. Please attach to a copy of the business license of the applicant and submit it together with the form to the Secretariat. Upon approval, one copy will be delivered to the applicant for archiving, and the other with the copy of business license to the liaison office of the Secretariat.</p> <p>3. Please notify the liaison office if there is any change of information of the applicant.</p>					
Number of Applicant:					

The Liaison Office of SMICA Secretariat
 Contact: Yu Shuai, Yin Tingwei
 Telephone: 010-64404534、4530
 Fax: 010-64515325
 Email: yushuai@fdi.gov.cn, yintingwei@fdi.gov.cn

Date: