

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE  
FOUNDATION LIMITED**

**(香港公司治理公會基金有限公司)**  
(incorporated in Hong Kong and limited by guarantee)

(Formerly known as The Hong Kong Institute of Chartered  
Secretaries Foundation Limited  
(香港特許秘書基金有限公司))

**Report of the Council and  
Financial Statements  
For the year ended 30 June 2021**

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**REPORT OF THE COUNCIL**

The Council members have pleasure in submitting their annual report together with the audited financial statements for the year ended 30 June 2021.

**PRINCIPAL PLACE OF ACTIVITY**

The Hong Kong Chartered Governance Institute Foundation Limited (香港公司治理公會基金有限公司) (Formerly known as The Hong Kong Institute of Chartered Secretaries Foundation Limited (香港特許秘書基金有限公司)) (“the Foundation”) is a company limited by guarantee incorporated and domiciled in Hong Kong and has its registered office and principal place of activity at 3/F., Hong Kong Diamond Exchange Building, 8 Duddell Street, Central, Hong Kong.

**CHANGE OF COMPANY NAME**

With effect from 31 August 2021, the name of the Foundation was changed from The Hong Kong Institute of Chartered Secretaries Foundation Limited (香港特許秘書基金有限公司) to The Hong Kong Chartered Governance Institute Foundation Limited (香港公司治理公會基金有限公司).

**PRINCIPAL ACTIVITY**

The principal activity of the Foundation is providing awards and/or scholarships and subsidies to people in need to pursue studies in company secretarial and corporate governance and related subjects.

**FINANCIAL STATEMENTS**

The financial performance of the Foundation for the year ended 30 June 2021 and the financial position of the Foundation as at that date are set out in the financial statements on pages 6 to 19.

**COUNCIL MEMBERS**

The Council members who held office during the financial period and up to date of this report are:

Gillian Elizabeth Meller	
Chan Yee Wah	(resigned on 1 January 2021)
Suen Pui Yee	(resigned on 1 January 2021)
Gao Wei	(resigned on 1 January 2021)
Tam Kwok Wing	(resigned on 1 January 2021)
David John Simmonds	
Lee Chun Ho	
Pang King Ling Ellie	(appointed on 1 January 2021)
Chow Wai Shing Daniel	(appointed on 1 January 2021)
Paul Andrew Stafford	(appointed on 1 January 2021)

In accordance with Article 30 of the Foundation’s Articles of Association, all the present Council members shall retire, and being eligible, offer themselves for re-election as Council members.

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**REPORT OF THE COUNCIL**

**INDEMNITY OF COUNCIL MEMBERS**

A permitted indemnity provision (as defined in section 469 of the Hong Kong Companies Ordinance) for the benefit of the Council members of the Foundation is in force during the financial year and as at the date of this report.

**BUSINESS REVIEW**

No business review is presented for the year ended 30 June 2021 as the Foundation has been able to claim an exemption under s. 388(3) of the Hong Kong Companies Ordinance (Cap. 622).

**AUDITOR**

The financial statements for the year have been audited by BDO Limited, who will retire and, being eligible, seek reappointment at the forthcoming Annual General Meeting of the Foundation.

On behalf of the Council



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Gillian E Meller  
President

Hong Kong, 3 November 2021

**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF THE HONG KONG CHARTERED GOVERNANCE INSTITUTE  
FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
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## Opinion

We have audited the financial statements of The Hong Kong Chartered Governance Institute Foundation Limited (Formerly known as The Hong Kong Institute of Chartered Secretaries Foundation Limited) ("the Foundation") set out on pages 6 to 19, which comprise the statement of financial position as at 30 June 2021, and the statement of comprehensive income, statement of changes in reserves and funds and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Foundation as at 30 June 2021 and of its financial performance and its cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

## Basis for Opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSA") issued by the HKICPA. Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Foundation in accordance with the HKICPA's "Code of Ethics for Professional Accountants" ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Other Information

The Council members are responsible for the other information. The other information comprises the information included in the Report of the Council.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, 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.



**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF THE HONG KONG CHARTERED GOVERNANCE INSTITUTE  
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**(香港公司治理公會基金有限公司)**

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**Council Members' Responsibilities for the Financial Statements**

The Council members of the Foundation are responsible for the preparation of financial statements that give a true and fair view in accordance with Hong Kong Financial Reporting Standards issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the Council members determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Council members are responsible for assessing the Foundation'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 Council members either intend to liquidate the Foundation or to cease operations, or have no realistic alternative but to do so.

**Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. This report is made solely to you, as a body, in accordance with Section 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs 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 financial statements.

As part of an audit in accordance with HKSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the 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.



**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF THE HONG KONG CHARTERED GOVERNANCE INSTITUTE  
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**Auditor's Responsibilities for the Audit of the Financial Statements - Continued**

- 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 Foundation's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Council members.
- conclude on the appropriateness of the Council members' 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 Foundation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause the Foundation to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Council members 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.

*BDO limited*

BDO Limited  
Certified Public Accountants  
Yu Tsui Fong  
Practising Certificate Number: P05440

Hong Kong, 3 November 2021

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**STATEMENT OF COMPREHENSIVE INCOME**  
**FOR THE YEAR ENDED 30 JUNE 2021**

	<b>Note</b>	<b>2021 HK\$</b>	<b>2020 HK\$</b>
Revenue	6	701,103	702,767
Other revenue	7	36	596
Operating expenses		<u>(552,163)</u>	<u>(427,987)</u>
Surplus and total comprehensive income for the reporting period	8	<u>148,976</u>	<u>275,376</u>

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT 30 JUNE 2021**

	Note	2021 HK\$	2020 HK\$
<b>CURRENT ASSETS</b>			
Inventories	11	2,700	3,000
Prepayments		306	317
Bank balances		<u>1,656,109</u>	<u>1,848,822</u>
		<u>1,659,115</u>	<u>1,852,139</u>
<b>CURRENT LIABILITIES</b>			
Other payables	12	<u>111,700</u>	<u>453,700</u>
		<u>111,700</u>	<u>453,700</u>
<b>NET CURRENT ASSETS</b>		<u>1,547,415</u>	<u>1,398,439</u>
<b>NET ASSETS</b>		<u>1,547,415</u>	<u>1,398,439</u>
<b>RESERVES AND FUNDS</b>			
General fund		<u>1,547,415</u>	<u>1,398,439</u>

On behalf of the Council



\_\_\_\_\_  
Gillian E Meller  
President



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Daniel WS Chow  
Treasurer



**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**STATEMENT OF CHANGES IN RESERVES AND FUNDS**  
**FOR THE YEAR ENDED 30 JUNE 2021**

	<b>General fund HK\$</b>
Balance as at 1 July 2019	1,123,063
Surplus and total comprehensive income for the year ended 30 June 2020	275,376
Balance as at 30 June 2020 and 1 July 2020	1,398,439
Surplus and total comprehensive income for the year ended 30 June 2021	148,976
Balance as at 30 June 2021	1,547,415

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 30 JUNE 2021**

	2021 HK\$	2020 HK\$
<b>Cash flows from operating activities</b>		
Surplus for the reporting period	148,976	275,376
Adjustments for:		
Bank interest income	(36)	(596)
Operating surplus before changes in working capital	148,940	274,780
Decrease in inventories	300	300
Decrease in prepayment	11	-
(Decrease)/Increase in deferred income	(250,000)	280,000
(Decrease)/Increase in accrued expenses	(92,000)	40,300
<b>Net cash (used in)/generated from operating activities</b>	<u>(192,749)</u>	<u>595,380</u>
<b>Cash flows from investing activities</b>		
Interest received	36	596
<b>Cash generated from investing activities</b>	<u>36</u>	<u>596</u>
<b>Net (decrease)/increase in cash and cash equivalents</b>	(192,713)	595,976
<b>Cash and cash equivalents at the beginning of the reporting period</b>	<u>1,848,822</u>	<u>1,252,846</u>
<b>Cash and cash equivalents at the end of the reporting period</b>		
- representing bank balances	<u>1,656,109</u>	<u>1,848,822</u>

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**1. CORPORATE STATUS AND PRINCIPAL ACTIVITIES**

The Hong Kong Chartered Governance Institute Foundation Limited (Formerly known as The Hong Kong Institute of Chartered Secretaries Foundation Limited) (“the Foundation”) is incorporated in Hong Kong with liability limited by guarantee under the Hong Kong Companies Ordinance. The registered address is at 3/F., Hong Kong Diamond Exchange Building, 8 Duddell Street, Central, Hong Kong.

With effect from 31 August 2021, the name of the Foundation was changed from The Hong Kong Institute of Chartered Secretaries Foundation Limited (香港特許秘書基金有限公司) to The Hong Kong Chartered Governance Institute Foundation Limited (香港公司治理公會基金有限公司).

The principal activity of the Foundation is providing awards and/or scholarships and subsidies to people in need to pursue studies in company secretarial and corporate governance and related subjects.

The Hong Kong Chartered Governance Institute (香港公司治理公會) (Formerly known as The Hong Kong Institute of Chartered Secretaries (香港特許秘書公會)) (“HKCGI”), a company limited by guarantee incorporated in Hong Kong, is the holding company of the Foundation. The Council considers The HKCGI to be the ultimate controlling entity.

**2. BASIS OF PREPARATION**

**(a) Statement of compliance**

The financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations (hereinafter collectively referred to as the “HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the Hong Kong Companies Ordinance.

**(b) Basis of measurement**

The financial statements have been prepared under the historical cost basis.

**(c) Functional and presentation currency**

The financial statements are presented in Hong Kong dollars (“HK\$”), which is the functional currency of the Foundation.

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**3. ADOPTION OF HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)**

**(a) Adoption of new/revised HKFRSs - Effective 1 July 2020**

The HKICPA has issued a number of new or amended HKFRSs that are first effective for the current accounting period of the Foundation:

Amendment to HKFRS 3	Definition of a Business
Amendments to HKAS 1 and HKAS 8	Definition of Material
2020 Amendments to HKFRS 16	Covid-19-Related Rent Concessions
Amendments to HKAS 39, HKFRS 7 and HKFRS 9	Interest Rate Benchmark Reform

The above new or amended HKFRSs did not have any significant impact on the Foundation’s accounting policies.

**(b) New/revised HKFRSs that have been issued but are not yet effective**

The following new/revised HKFRSs, potentially relevant to the Foundation’s financial statements, have been issued, but are not yet effective and have not been early adopted by the Foundation.

Amendments to HKAS 16	Property, Plant and Equipment: Proceeds Before Intended Use <sup>2</sup>
Amendments to HKAS 37	Onerous Contracts - Cost of Fulfilling a Contract <sup>2</sup>
Amendments to HKAS 1	Classification of Liabilities as Current or Non-Current <sup>3</sup>
2021 Amendments to HKFRS 16	Covid-19-Related Rent Concessions beyond 30 June 2021 <sup>1</sup>
Annual Improvements to HKFRSs 2018-2020 Cycle	Amendments to HKFRS 1, HKFRS 9 and HKAS 41 and Illustrative Examples Accompanying HKFRS 16 <sup>2</sup>
Hong Kong Interpretation 5 (2020)	Presentation of Financial Statements - Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause <sup>3</sup>
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies <sup>3</sup>
Amendments to HKAS 8	Definition of Accounting Estimates <sup>3</sup>

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**3. ADOPTION OF HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) - Continued**

**(b) New/revised HKFRSs that have been issued but are not yet effective**

<sup>1</sup> Effective for annual periods beginning on or after 1 April 2021

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2022

<sup>3</sup> Effective for annual periods beginning on or after 1 January 2023

The Council members anticipate that the application of these new/revised HKFRS will have no material impact on the Foundation’s financial statements in the future.

**4. SIGNIFICANT ACCOUNTING POLICIES**

**(a) Financial instruments**

**(i) Financial assets**

A financial asset (unless it is a trade receivable without a significant financing component) is initially measured at fair value plus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Foundation commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the market place.

Subsequent measurement of debt instruments depends on the Foundation’s business model for managing the asset and the cash flow characteristics of the asset. The Foundation has one category of financial assets being financial assets at amortised cost.

Financial assets at amortised cost are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets at amortised cost are subsequently measured using the effective interest method. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain on derecognition is recognised in profit or loss.

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**4. SIGNIFICANT ACCOUNTING POLICIES - Continued**

**(a) Financial instruments - Continued**

**(ii) Impairment loss on financial assets - Continued**

The Foundation recognises loss allowances for expected credit loss (“ECL”) on trade receivables and financial assets measured at amortised cost. The ECLs are measured on either of the following bases: (1) 12-months ECLs: these are the ECLs that result from possible default events within the 12 months after the reporting date and (2) lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating ECLs is the maximum contractual period over which the Foundation is exposed to credit risk.

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the difference between all contractual cash flows that are due to the Foundation in accordance with the contract and all the cash flows that the Foundation expects to receive. The shortfall is then discounted at an approximation to the assets’ original effective interest rate.

The Foundation has elected to measure loss allowances for trade receivables using HKFRS 9 simplified approach and has calculated ECLs based on lifetime ECLs. The Foundation has established a provision matrix that is based on the Foundation’s historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other debt financial assets, the ECLs are based on the 12-month ECLs. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Foundation considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information analysis, based on the Foundation’s historical experience and informed credit assessment and including forward-looking information.

The Foundation assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Foundation considers a financial asset to be credit-impaired when: (1) the borrower is unlikely to pay its credit obligations to the Foundation in full, without recourse by the Foundation to actions such as realising security (if any is held); or (2) the financial asset is more than 90 days past due.

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**5. SIGNIFICANT ACCOUNTING POLICIES - Continued**

**(a) Financial instruments - Continued**

**(iii) Impairment loss on financial assets - Continued**

Interest income on credit-impaired financial assets is calculated based on the amortised cost (i.e. the gross carrying amount less loss allowance) of the financial asset. For non credit-impaired financial assets interest income is calculated based on the gross carrying amount.

**(iii) Financial liabilities**

The Foundation classifies its financial liabilities, depending on the purpose for which the liabilities were incurred. The Foundation has one category of financial liabilities being financial liabilities at amortised cost.

Financial liabilities at amortised cost are initially recognised at fair value, net of directly attributable transaction costs incurred and are subsequently measured at amortised cost, using the effective interest method. The related interest expense is recognised in profit or loss.

Gains or losses are recognised in profit or loss when the liabilities are derecognised as well as through the amortisation process.

**(iv) Effective interest method**

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial asset or liability, or where appropriate, a shorter period.

**(v) Derecognition**

The Foundation derecognises a financial asset when the contractual rights to the future cash flows in relation to the financial asset expire or when the financial asset has been transferred and the transfer meets the criteria for derecognition in accordance with HKFRS 9.

Financial liabilities are derecognised when the obligations specified in the relevant contract is discharged, cancelled or expires.

**(b) Inventories**

Inventories are initially recognised at cost, and subsequently at the lower of cost and net realisable value. Cost comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is calculated using the first-in first-out method. Net realisable value represents the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**4. SIGNIFICANT ACCOUNTING POLICIES - Continued**

**(c) Revenue recognition**

Revenue is measured at the fair value of the consideration received and receivable. Provided it is probable that the economic benefits will flow to the Foundation and the revenue and costs, if applicable, can be measured reliably, revenue is recognised as follows:

- (i) unconditional donation/sponsorship income is recognised in surplus or deficit in the year in which it was received. Conditional donation/sponsorship income is recognised in the statement of financial position as deferred revenue initially and recognised in surplus or deficit when the conditions are fulfilled; and
- (ii) interest income is recognised as it accrues using the effective interest method.

**(d) Related parties**

- (a) A person or a close member of that person's family is related to the Foundation if that person:
  - (i) has control or joint control over the Foundation;
  - (ii) has significant influence over the Foundation; or
  - (iii) is a member of the key management personnel of the Foundation or of the Foundation's parent.
- (b) An entity is related to the Foundation if any of the following conditions apply:
  - (i) The entity and the Foundation are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
  - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
  - (iii) Both entities are joint ventures of the same third party.
  - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
  - (v) The entity is a post-employment benefit plan for the benefit of the employees of the Foundation or an entity related to the Foundation.
  - (vi) The entity is controlled or jointly controlled by a person identified in (a).
  - (vii) A person identified in (a)(i) has significant influence over the entity or is a member of key management personnel of the entity (or of a parent of the entity).
  - (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Foundation or to the parent of the Foundation.



**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**4. SIGNIFICANT ACCOUNTING POLICIES - Continued**

**(d) Related parties - Continued**

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity and include:

- (i) that person's children and spouse or domestic partner;
- (ii) children of that person's spouse or domestic partner; and
- (iii) dependents of that person or that person's spouse or domestic partner.

**(e) Provisions and contingent liabilities**

Provisions are recognised for liabilities of uncertain timing or amount when the Foundation has a legal or constructive obligation arising as a result of a past event, which it is probable will result in an outflow of economic benefits that can be reasonably estimated.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, the existence of which will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

**5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

In the application of the Foundation's accounting policies, the Council members are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

**6. REVENUE**

Revenue represents unconditional donations and sponsorships received during the reporting period.

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**7. OTHER REVENUE**

	<b>2021 HK\$</b>	<b>2020 HK\$</b>
Bank interest income	36	596

**8. SURPLUS FOR THE REPORTING PERIOD**

Surplus for the reporting period is arrived at after charging auditor's remuneration of HK\$19,700 (2020: HK\$18,600).

**9. COUNCIL MEMBERS' REMUNERATION**

During the year ended 30 June 2021, no fees or other remuneration for serving as a member of the Council have been paid to Council members (2020: Nil).

**10. INCOME TAX EXPENSE**

No provision for Hong Kong profits tax have been made in the financial statements, as the Foundation is exempt from Hong Kong Profits Tax under section 88 of the Inland Revenue Ordinance.

**11. INVENTORIES**

Inventories comprised wine charms held for charity sale. The sale proceeds will be used in pursuing the Foundation's principal activities.

**12. OTHER PAYABLES**

	<b>2021 HK\$</b>	<b>2020 HK\$</b>
Accrued expenses	81,700	173,700
Deferred income	30,000	280,000
	<u>111,700</u>	<u>453,700</u>

Deferred income related to the advance sponsorship and scholarship income received during the year.

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**13. RELATED PARTY TRANSACTIONS**

a) Key management personnel remuneration

Council members are the key management personnel of the Foundation. No remuneration was paid or payable to the Council members for the year ended 30 June 2021 (2020: Nil).

b) During the reporting period, the Foundation had the following material related party transactions:

	<b>2021</b>	<b>2020</b>
	<b>HK\$</b>	<b>HK\$</b>
Donation income from The HKCGI	349,493	659,817

**14. FINANCIAL RISK MANAGEMENT**

Exposure to credit and liquidity risks arise in the normal course of the Foundation's operations. These risks are limited by the Foundation's financial management policies and practices described below.

(a) **Credit risk**

The Foundation's bank balances are held in a major financial institution in Hong Kong with high credit rating. The Council members do not consider the credit risk is significant.

(b) **Liquidity risk**

In the management of the liquidity risk, the Foundation monitors and maintains a level of cash and cash equivalents deemed adequate by the Council to finance the Foundation's operations and mitigate the effects of fluctuations in cash flows. The following table details the Foundation's remaining contractual maturity for its financial liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Foundation can be required to pay. The table includes both interest and principal cash flows.

	<b>Within</b>	<b>Total</b>	
	<b>1 year or</b>	<b>contractual</b>	<b>Total</b>
	<b>on</b>	<b>undiscounted</b>	<b>carrying</b>
	<b>demand</b>	<b>cash flow</b>	<b>amount</b>
	<b>HK\$</b>	<b>HK\$</b>	<b>HK\$</b>
<b>2021</b>			
Other payables	81,700	81,700	81,700
<b>2020</b>			
Other payables	173,700	173,700	173,700

**THE HONG KONG CHARTERED GOVERNANCE INSTITUTE FOUNDATION LIMITED**  
**(香港公司治理公會基金有限公司)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**30 JUNE 2021**

**15. CAPITAL RISK MANAGEMENT**

The Foundation's objectives when managing capital are:

- to safeguard the Foundation's ability to continue as a going concern to enable its obligations under the Hong Kong Companies Ordinance are fulfilled; and
- to provide capital for the purpose of strengthening the Foundation's operational efficiency.

The Foundation regularly reviews and manages its capital to ensure adequacy for both operational and capital needs. All surpluses are transferred to the general fund for future operational needs.

The Council regularly reviews the need to obtain donations from the holding company and Council members to ensure operational needs are fully covered.

The Council regards the funds and reserves as capital of the Foundation.

**16. FINANCIAL INSTRUMENTS BY CATEGORY**

	2021 HK\$	2020 HK\$
<b>Financial assets - measured at amortised cost</b>		
Bank balances	<u>1,656,109</u>	<u>1,848,822</u>
<b>Financial liabilities - measured at amortised cost</b>		
Other payables	<u>81,700</u>	<u>173,700</u>

The carrying amounts of the Foundation's financial instruments carried at amortised cost at the reporting date approximate their fair values due to the immediate or short-term maturity of these financial instruments.

**17. APPROVAL OF FINANCIAL STATEMENTS**

The financial statements were approved and authorised for issue by the Council on 3 November 2021.