

Minutes of the Annual General Meeting (“AGM”) of Cricket Hong Kong Limited (the “Company”) held on Monday 30 March 2020 at 18.00 by Video Conference.

PRESENT

As per attached members’ attendance record.

IN ATTENDANCE

As per attached directors’ and non-members attendance record.

CHAIRPERSON

Mr Tony Melloy was the Chairman of the meeting.

NOTICE

It was noted that due notice of the meeting (the “Notice”) had been given to all the members and published on the website of the Company. With the members’ consent, the notice was taken as read.

The Chairman also noted that given the current exceptional circumstances in Hong Kong, that the meeting would be held by video conference and the Chairman thanked all the members in attendance for agreeing to this and participating.

QUORUM

It was noted that a quorum had been present pursuant to article 10.8(a) of the Company’s articles of Association.

VOTING BY SHOW OF HANDS

It was noted that all resolutions proposed at the meeting had been passed on a show of hands.

It was further noted that Benta Nominees Limited was appointed to act as the scrutineer of the meeting.

MEETING OF THE LAST AGM

It was noted that the minutes of the last AGM held on 16 March 2019 was delivered to the members together with the notice of the AGM before the meeting.

There being no objection and comments raised by the members, the following motion was proposed by the Chairman and seconded by a member:

“THAT the minutes of the last AGM held on 16 March 2019 be received.”

It was resolved that the resolution was duly passed as an ordinary resolution.

CHAIRMAN’S REPORT

The Chairman read through his report for the year which had been circulated to members in advance.

There being no objection and comments raised by the members, the following motion was proposed by the Chairman and seconded by a member:

“THAT the Chairman’s report be received.”

It was resolved that the resolution was duly passed as an ordinary resolution.

AUDITED FINANCIAL STATEMENTS AND REPORTS OF THE DIRECTORS AND AUDITORS

The Chairman proposed to combine motions numbers 3 and 4 as set out in the Notice in respect of the reports of the Directors as well as the audited financial statements and auditors’ report to one motion as they were similar.

There being no objection to the Chairman’s proposal, the Chairman declared that the two motions be combined to one.

It was noted that the audited financial statements and the reports of directors and auditors for the year ended 30 June 2019 were delivered to members together with the notice of the AGM before the meeting.

There being no objection and comments raised by the members, the following motion was proposed by the Chairman and seconded by a member:

“THAT the audited financial statements and the reports of the directors and auditors for the year ended 30 June 2019 be received and adopted.”

It was resolved that the resolution was duly passed as an ordinary resolution.

RE-APPOINTMENT OF AUDITORS

It was noted that Messrs RSM Hong Kong, the retiring auditors, being eligible, would offer themselves for re-appointment as the auditors of the Company.

There being no objection and comments raised by the members, the following motion was proposed by the Chairman and seconded by a member:

“THAT Messrs RSM Hong Kong, be re-appointed as auditors of the Company to hold office until the conclusion of the next AGM and the Board of Directors be authorised to fix their remuneration.”

It was resolved that the resolution was duly passed as an ordinary resolution.

ELECTION OF DIRECTORS

The Chairman explained that pursuant to article 11.5(c) of the articles of association of the Company that three Directors being Ms Tam Shun Alvina; Ms Yip Sze Wan Natural and Mr Phillip Pemberton who had all be appointed for one year terms at the AGM held on 16 March 2019 were retiring.

Mr Phillip Pemberton had decided not to seek re-election since he was in Hong Kong on a more infrequent basis, but that Ms Tam Shun Alvina and Ms Yip Sze Wan Natural had put themselves forward for re-election.

There had been one nomination to replace Mr Phillip Pemberton as Director of Cricket from Rahul Sharma. Although a Nominations Committee had been formed since there was only one candidate for each of the three vacancies, the nominated candidates be returned uncontested.

The Chairman declared that for three years

“THAT Ms Tam Shun Alvina be elected as Director of Development.”

“THAT Ms Yip Sze Wan Natural be elected as Independent Director A.”

“THAT Mr Rahul Sharma be elected as Director of Cricket.”

END OF MEETING

There being no further business, the Chairman declared the meeting closed.



CHAIRMAN

