

Minutes of the Annual General Meeting (“AGM”) of Cricket Hong Kong Limited (the “Company”) held on Saturday, 16 March 2019 at 10:00 p.m. at Victoria Room III, 3/F, Regal Hong Kong Hotel, Causeway Bay, Hong Kong.

PRESENT

As per attached members’ attendance sheets

IN ATTENDANCE

As per attached directors’ and non-members’ attendance sheets

CHAIRPERSON

Mr Rodney James Miles 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.

QUORUM

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

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 Tricor Services Limited was appointed to act as the scrutineer of the meeting.

MINUTES OF THE LAST AGM

It was noted that the minutes of the last AGM held on 25 September 2017 was delivered to the members together with the notice of 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 annual general meeting held on 25 September 2017 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 motion numbers 2 and 3 as set out in the Notice in respect of the reports of the Chairman and Directors as well as the audited financial statements and auditors' report to one 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 the audited financial statements and the reports of directors and auditors for the period from 1 January 2017 to 30 June 2018 were delivered to the members together with the notice of 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 period from 1 January 2017 to 30 June 2018 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 annual general meeting 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

It was noted that the Nominations Committee formed subsequent to the adoption of the revised articles of association of the Company had nominated nine candidates, and no additional nomination had been received from Senior and Ordinary Members before the closing of additional nominations on 6 March 2019. Since there was only one candidate for each of the nine vacancies, the nominated candidates be returned uncontested.

The Chairman explained that the Directors so appointed should come up for election on a three-year cycle. Three of the nine Directors would be retired every year. Since this was the first year, three Directors would be appointed for a term of 1 year, three be appointed for a term of 2 years and three be appointed for a term of 3 years (with a maximum of 6 years if re-elected).

The Chairman declared:

For one year

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

“THAT Mr Phillip Pemberton be elected as Director of Cricket.”

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

For two years

“THAT Mr Rizwan Ullah be elected as Director of Facilities.”

“THAT Mr Alastair Young be elected as Director of Finance.”

“THAT Mr Anoop Gidwani be elected as Independent Director B.”

For three years

“THAT Mr Anthony Melloy be elected as Chairperson.”

“THAT Mr Jonathan Cummings be elected as Director of Commercial and Marketing.”

“THAT Ms Sharyn McNeill be elected as Independent Director C.”

END OF MEETING

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



Chairperson of the meeting