

Rm 1019 Olympic House, 1 Stadium Path,  
So Kon Po, Causeway Bay, Hong Kong  
香港銅鑼灣掃桿埔大球場徑一號  
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Date: 9 March 2023

Notice is hereby given that the 2023 Annual General Meeting of Cricket Hong Kong Limited (“Cricket HK”) will be held at Olympic House, 1 Stadium Path, So Kon Po, Causeway Bay, Hong Kong on Friday, 31 March 2023 at 9:00 am (the “AGM”) for the following purposes:

1. To receive the minutes of the last annual general meeting held on 31 March 2022 and the adjourned annual general meeting held on 30 June 2022
2. To receive and adopt the Audited Financial Statements and the Reports of the Directors and the Independent Auditor for the year ended 30 June 2022.
3. To re-appoint RSM Hong Kong as auditor and authorize the Board of directors to fix their remuneration.
4. To elect 3 Directors to fill the vacancies occurring at this AGM – Chairperson of the AGM will propose to adjourn the AGM to 31 May 2023 (at same time and place) so as to allow more time for the Nomination Committee to work on the selection and nomination of eligible candidates.
5. To consider and pass the following resolution as a special resolution: -

“That subject to approval of the Companies Registry, the name of the Company be changed from “CRICKET HONG KONG LIMITED” to “CRICKET HONG KONG, CHINA LIMITED”.”

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## Notes to Accompany the Notice

### **Note 'A' – Member's voting rights Pursuant to article 9.14 of the articles of association of Cricket HK (the "AoA"):**

- (1) Each Associate Member shall have the right to appoint one (1) non-voting representative to attend the AGM.
- (2) Each Ordinary Member and Senior Member shall have the right to appoint one (1) voting representative to attend the AGM.
- (3) The number of votes that may be cast by an Ordinary Member and a Senior Member shall be determined by the Board (whose decision shall be final) solely by direct reference to the number of teams such Ordinary Member or Senior Member has participating in the Official Senior Leagues.
- (4) For the avoidance of doubt, the Association of Cricket Umpires and Scorers of Hong Kong, as an Ordinary Member, shall be entitled to exercise one (1) vote.
- (5) Each Ordinary Member and Senior Member shall, in exercising their votes, cast all of their votes either for or against a candidate or resolution and shall be unable to split their votes.
- (6) No Member shall be entitled to vote at the AGM unless all moneys payable by it to Cricket HK in its capacity as Member which have been outstanding for more than one month after they fell due for payment, have been paid.

**Note 'B' – Member Representatives Pursuant to the article 10 of the AoA:**

- (1) The elected chairman of each Member shall be deemed to be the representative of each Member appointed to attend the AGM.
- (2) If a Member has no elected chairman or the elected chairman of a Member is unable to attend the AGM or otherwise exercise his functions, a replacement representative may be nominated in writing by a duly authorised representative of the Member addressed to the Company Secretary not less than 48 hours before the AGM to attend and otherwise exercise his functions.
- (3) The Associate Member representatives may attend and be heard at the AGM but may not vote.
- (4) No person may be appointed or act as a representative or nominated or act as a replacement representative of more than one Member. For the avoidance of doubt, a person can be appointed as a representative of one Member and also serve as a proxy for another Member.
- (5) No person may be appointed or act as a Member representative while he is a serving Director.
- (6) A member is entitled to appoint another person who is a Member as a proxy to exercise all or any of the Member's rights to attend, speak and vote at the AGM.
- (7) A proxy may only validly be appointed by a notice in writing that:
  - (i) states the name and address of the Member appointing the proxy;
  - (ii) identifies the Member appointed to be that Member's proxy and the general meeting in relation to which that Member is appointed;
  - (iii) is authenticated, or is signed on behalf of the Member appointing the proxy; and
  - (iv) must be delivered to Room 1019 Olympic House, 1 Stadium Path, So Kon Po, Causeway Bay, Hong Kong or emailed to info@hkcricket.org or at least 48 hours (or two working days) before the time appointed for holding the AGM or the adjourned meeting, i.e. no later than 9:00 am on Wednesday, 29 March 2023.