



紀利華木球會
CRAIGENGOWER CRICKET CLUB

29 December 2023

The Culture, Sports & Tourism Bureau
13th Floor, West Wing
Central Government Offices
2 Tim Mei Avenue
Tamar
Hong Kong
Attn: Miss Dorothy Cheung

Dear Ms Cheung,

Reform in Corporate Governance of Craigengower Cricket Club

Thank you for your letter of 14 December 2023 highlighting the following two corporate governance issues:

- (a) the need to implement Phase 2 of the Club Work Plan to further trim down the voting right assignment between Special Voting Members (SVMs) and Ordinary Voting Members (OVMs) from 5:1 to 4:1 or 2:1; and
- (b) the need to reinstate the voting rights and rights to be elected of Corporate Nominee Members (CNMs) and Associate Corporate Nominee Members (ACNMs).

We are pleased to inform you that the two corporate governance issues have been satisfactorily resolved, as follows:

- (a) at the class meetings held on 14 December 2023, the resolution to reduce the voting right assignment between SVMs and OVMs from 5:1 to 4:1 was passed (with 100% OVMs supporting and 95% SVMs supporting). Hence, Phase 2 of the Club's Work Plan has been satisfactorily completed; and

(b) at the General Committee (GC) meeting held on 28 December 2023, the GC resolved to reinstate immediately the voting rights and rights to be elected of CNMs and ACNMs relying on Article 80 of the Articles of Association. The decision to remove the voting rights and rights to be elected of CNMs and ACNMs was made by the GC of the 2022-2023 session based on a legal advice. The GC's resolution of 28 December 2023 reversed the previous GC's decision and allowed voting rights and rights to be elected of CNMs and ACNMs be reinstated with immediate effect. Members have been informed of the above GC decision.

Yours sincerely,



The President,
Dr. James C. W. Lau, BBS, JP.

JL/AW

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中譯本

紀利華木球會
CRAIENGOWER CRICKET CLUB

香港添馬
添美道 2 號
政府總部
西翼 13 樓
文化體育及旅遊局
(張寶琮女士收)

張女士，

紀利華木球會的公司管治

多謝您於 2023 年 12 月 14 日的來信，指出以下兩個公司管治的問題：

- 甲、需要實施會所的改革方案第二階段，進一步將特別遴選會員及普通遴選會員之間的投票權比例從 5:1 減少至 4:1 或 2:1；
- 乙、需要恢復公司提名會員及副公司提名會員的投票權及被選舉權。

我們很高興地通知閣下，這兩個公司管治問題已經得到了滿意的解決，詳情如下：

- 甲、於 2023 年 12 月 14 日舉行的類別會議上，通過了將特別遴選會員及普通遴選會員之間的投票權比例從 5:1 減少至 4:1 的決議(得到了 100%的普通遴選會員支持及 95%的特別遴選會員支持)。因此，會所的改革方案第二階段已經圓滿完成；
- 乙、於 2023 年 12 月 28 日舉行的理事會會議上，理事會決議依據公司章程第 80 條，立即恢復公司提名會員及副公司提名會員的投票權及被選舉權。在 2022-2023 屆的理事會根據法律意見曾經決定取消了公司提名會員及副公司提名會員的投票權和被選舉權。2023 年 12 月 28 日的理事會決議扭轉了先前的

決定，允許立即恢復公司提名會員及副公司提名會員的投票權和被選舉權。
我們已通知會員有關理事會決議的相關信息。

紀利華木球會會長
劉志宏博士，BBS, JP
二零二三年十二月二十九日