

THE COMPANIES ORDINANCE (CHAPTER 622)

SPECIAL RESOLUTION
OF
VING TSUN ATHLETIC ASSOCIATION LIMITED
詠春體育會有限公司
(the "Association")

Passed on the [*] day of April, 2019

At the Extraordinary General Meeting of the Association duly convened and held at Ving Tsun Athletic Association Limited, 2C, 3 Nullah Road, Kowloon on the [*] day of April 2019 at [*] a.m./p.m., the following resolution was duly passed as Special Resolutions of the Association:-

AMENDMENTS TO ARTICLES OF ASSOCIATION

"**THAT** the existing Articles of Association of the Association be and they are hereby amended in the following manner, namely:

1. Article 25

THAT the existing Article 25 be amended and be replaced by the following:

- "25. A member shall not be eligible for nomination for Director, if he/she is:-
- (a) Under the age of 21;
 - (b) Within the first 7 years of joining the Association;
 - (c) Without proof of belonging to Ip Man Ving Tsun lineage;
 - (d) Not a former Director or Committee Member (as defined under article 43) of the Association."

2. New Articles 56, 57, 58, 59, 60 and Sub-heading

THAT the existing Articles 56, 57, 58, 59, 60 and the sub-heading '**Property Protection Committee**' be deleted and the following be added as new Sub-heading and Articles 56, 57, 58, 59, 60:

"Board of Supervisors

56. The Company, by special resolution, appointed the following members as life members of the first Board of Supervisors (the "Supervisors"):
- a) Ip Hok Ching (葉學正)
 - b) Siu Yuk Man (蕭煜民)
 - c) Wong Kei Man, Francis (黃紀民)
 - d) Jar On Leung (賈安良)
 - e) Leung Pui Chung (梁沛忠)
 - f) Luk Tei, Lewis (陸地)
 - g) Lee Yuk Cheong (李煜昌)

57. The appointment of Supervisors is for life unless such individual member is voluntarily resigned by a written notice or its membership with the Association has been withdrawn or terminated under Article 61.
58. The number of supervisor members with which the Company proposes to be registered shall be not less than five (5) and not more than eleven (11). New Supervisors can only be nominated by the Board of Supervisors and approved by the Board of Directors from time to time to fill a casual vacancy or as an addition to the existing Board of Supervisors. A Supervisor can be, at the same time, a Director of the Company. The Board of Supervisors shall have power at any time by special resolution, to remove any Supervisors from the Board of Supervisors.
59. The Company owns a property, which is situated at Flat C, 2nd Floor, 3 Nullah Road, Mong Kok, Kowloon, Hong Kong (the “Property”)
60. The following decisions of the Board of Directors shall be subject to the final approval of the Board of Supervisors:
- a) Expenditure of more than five thousand Hong Kong Dollars (HK\$5,000) or such amount as revised by the Board of Supervisors from time to time; and
 - b) The selling of the Property. “

Chairman of the Meeting

Presented by:
P. C. Woo & Co.,
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10 Charter Road, Central,
Hong Kong.
Ref. No. : MC:LTL:SSW