

COMPANY NO.:0118706

THE COMPANIES ORDINANCE  
( CHAPTER 32 )

SPECIAL RESOLUTION  
OF  
THE CHINESE UNIVERSITY OF HONG KONG FACULTY/SCHOOL  
OF EDUCATION ALUMNI ASSOCIATION LIMITED

(香港中文大學教育學院校友會有限公司)

PASSED ON **9<sup>th</sup> June, 2012.**

At the Extraordinary General Meeting of Members of the above-named Company Held at **Room LG 03 Chan Kwok Bun Building, the Chinese University of Hong Kong, Shatin, Hong Kong on 9<sup>th</sup> June, 2012.** the following Special Resolution was passed:---

THAT the Articles of Association is hereby amended in the following manner, namely:-

1. In Article 14(b), delete “ HK\$200” therein and substitute it with “HK\$300”.
2. A new Article 15A and new Article 15B are added after Article 15 with a new heading:

**Board of Supervisors**

15A (a) The Board of Supervisors shall consist of six Board Members who will be elected at the Annual General Meeting by the voting Members present. The election process will be the same as electing the Committee Members.

(b) Each successfully elected Board Members shall hold office for a term of two years. They will be eligible to stand for re-election. For a Chairman who is being elected continually for two terms of office will not be eligible for being elected for a third term. His eligibility to stand for election as Chairman of the Board of Supervisors will resume after such a break.

(c) The newly elected Board Members shall elect among themselves a Chairman and two Vice-Chairmen immediately after the related Annual General Meeting. The process of meeting and voting of the Board will be the

same of the Committee.

**(d) In case the Chairman of the Board is absent for whatever reason during his term of office for over fourteen days, Members of the Board shall convene a meeting to elect one of the two Vice-chairmen to fill the vacancy until the Chairman will resume his duty or until the next AGM is held, where a fresh election process for the Chairman is conducted.**

**(e) All candidates that stand for election as Members of the Board shall be nominated from the following -**

**(i) those persons having served as the Chairman, Vice-Chairman or Honorary Advisor of the Association whose term of office having commenced on 1 January 2010 and/or thereafter;**

**(ii) those Members of the Association having served as the President of the Federation of Alumni Associations of the Chinese University of Hong Kong Limited (香港中文大學校友會聯會有限公司) in the past years;**

**(iii) those Members having served as Committee Members of the Association in the past years and being nominated by two current Committee Members.**

**15B (a) The Board of Supervisors shall monitor the affairs of the Association and shall have the power to require the Committee to convene an Extraordinary General Meeting under Article 26 to resolve any important issue.**

**(b) The Committee shall consult the Board of Supervisors in respect of the affairs of the Association on regular basis or when such urgent need arises.**

- 3. In Article 20, delete the term “three vice-chairmen” therein and substitute it with “ four chairmen”.**