



**MEMORANDUM
AND
ARTICLES OF ASSOCIATION
OF
HONG KONG EQUESTRIAN FEDERATION
香港馬術總會
FORMERLY KNOWN AS
THE HONG KONG HORSE SOCIETY
(Name changed on 11th June, 1999)**

Incorporated the 29th day of August, 1973.

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No. 35123

編號

COMPANIES ORDINANCE

(CHAPTER 32)

香港法例第32章

公司條例

CERTIFICATE OF INCORPORATION

ON CHANGE OF NAME

公司更改名稱

註冊證書

I hereby certify that

本人謹此證明

THE HONG KONG HORSE SOCIETY

having by special resolution changed its name, is a limited company and
經通過特別決議，已將其名稱更改，該公司為一有限

is now incorporated under the name of

公司，其現在的註冊名稱為

HONG KONG EQUESTRIAN FEDERATION

香港馬術總會

Issued by the undersigned on 11 June 1999.

本證書於一九九九年六月十一日簽發。

MISS R. CHEUNG

for Registrar of Companies
Hong Kong

香港公司註冊處處長

(公司註冊主任 張潔心 代行)

COMPANIES ORDINANCE
SPECIAL RESOLUTION
OF
THE HONG KONG HORSE SOCIETY

Passed on 24th day of May, 1999

At an Extraordinary General Meeting of the Company held on 24th May, 1999 at the China Club, 13th Floor, Old Bank of China Building, Bank Street, Central, Hong Kong the following resolution was passed as a Special Resolution :-

"THAT the name of the Society be changed to 'Hong Kong Equestrian Federation 香港馬術總會'."



Lau Shu Ying, Connie
Secretary

THE COMPANIES ORDINANCE
SPECIAL RESOLUTION
OF
THE HONG KONG HORSE SOCIETY

Passed on the 15th day of April 1994

The following resolution was passed as a Special Resolution at an Extraordinary General Meeting of the Society held on 15th April 1994 at the Chater Rooms, 2nd Floor, The Royal Hong Kong Jockey Club Clubhouse, Shan Kwong Road, Happy Valley, Hong Kong at 5:45 p.m.:-

“THAT the Articles of Association of the Society be amended as follows:-

(a) That Articles 82, 83 and 84 be deleted and substituted by the following Articles:-

82. (i) The Stewards of The Royal Hong Kong Jockey Club, from time to time, (hereinafter “the Stewards” and “the Club”, respectively.) in their unfettered discretion and without obligation to ascribe a reason therefor, shall appoint and shall have the right to remove and substitute one (1) of their number and one (1) employee of the Club to serve as members of the Executive Committee (hereinafter,

individually, "an Appointee" or, collectively, "the Appointees") and each Appointee shall serve as a member of the Executive Committee until his appointment is revoked by them. The appointment, removal and/or substitution of an Appointee shall be effected by resolution of the Stewards and a copy of an extract from the minutes of their meeting at which such appointment, removal and/or substitution was resolved, certified under the hand of The Secretary, from time to time, of the Club as a true and correct extract shall, in the absence of any manifest error, constitute verification of the appointment, removal and/or substitution so resolved.

(ii) The Executive Committee shall consist of no more than seven (7) nor less than three (3) elected Members (hereinafter "the Elected Members") together with the Appointees.

83. At the Ordinary Yearly Meeting one-third of the Elected Members shall retire from office. If the number of such retirees is not three (3) or a multiple of three (3), then the number to retire shall be the number nearest to one-third of the total number of Elected Members.

84. Those Elected Members who are to retire at an Ordinary Yearly Meeting pursuant to Article 83 shall be those who have been longest in office since their last election but as between those who became Elected Members on the same day those to retire, unless it shall be otherwise agreed, shall be determined by lot."

(b) That Article 90 be amended by the addition of a new sub-clause, to be numbered (g) reading:-

"(g) If his membership of the Executive Committee

was effected pursuant to Article 82 (j) and his appointment is revoked by resolution of the Stewards of the Club.”

- (c) That Article 94 be deleted and substituted by the following:-

94. “Three (3) members of the Executive Committee personally present shall constitute a quorum. A meeting of the Executive Committee at which it is proposed to consider a proposal to amend, delete or substitute all or any part or parts of Article 82 and/or Article 83 and/or Article 90(g) and/or this Article 94 and/or Article 97 shall require that the Appointees are given not less than 30 days notice of such a meeting.”

- (d) That Article 97 be amended by the addition thereto of the following sentence:-

“Any such resolution purporting to recommend the amendment, deletion or substitution of all or any part or parts of Article 82 and/or Article 83 and/or Article 90(g) and/or Article 94 and/or this Article 97 shall require the affirmative signature of both Appointees, and notwithstanding they are for the time being absent from Hong Kong, and in default thereof any such proposed resolution shall be deemed not to have been approved.” ”

Signed: Alison Pauline King

Executive Committee Member and
Honorary Secretary

THE COMPANIES ORDINANCE (CHAPTER 32)

THE HONG KONG HORSE SOCIETY

Passed on the 29th day of January, 1991.

At an Extraordinary General Meeting of THE HONG KONG HORSE SOCIETY held at The Chater Rooms, 5th Floor, Royal Hong Kong Jockey Club Building, 2 Sports Road, Happy Valley, Hong Kong on the 29th day of January, 1991, the following resolution was duly passed as a Special Resolution:—

“THAT the regulations contained in the printed document submitted to this Meeting (which for the purpose of identification has been subscribed by the President of the Society) be and is hereby approved and adopted as the new Articles of Association of the Society in substitution for and to the exclusion of the existing Articles of Association of the Society.”

(Sd.) Alan Li
Chairman

THE HONG KONG HORSE SOCIETY

SPECIAL RESOLUTION

Passed on the 8th day of November 1987

At an Extraordinary General Meeting of the members of the above-named Society duly held and convened on the 8th day of November 1987 at the Royal Hong Kong Jockey Club, Beas River, Sheung Shui, New Territories at 6:00 p.m. the following resolution was passed as Special Resolution:-

1. That the Articles of Association of the Society be and are hereby altered by:-
 - (i) deleting Article 6A(vii);
 - (ii) deleting in Article 6B "1,500 at one time" and substituting "an amount at one time as shall from time to time be determined by the Society in General Meeting";
 - (iii) deleting in Article 6C "an entrance fee of \$100 and annual subscription of \$60" and substituting "such entrance fee and annual subscription as shall from time to time be determined by the Society in General Meeting";
 - (iv) deleting in Article 6E(i) "of \$30 for a period of 6 months" and substituting "for a period of 6 months as shall from time to time be determined by the Society in General Meeting";
 - (v) deleting in Article 6E(ii) "of \$30" and substituting "as shall from time to time be determined by the Society in General Meeting";
 - (vi) deleting in Article 6F "an entrance of \$50 and annual subscription of \$30" and substituting "such entrance fee and annual subscription is shall from time to time be determined by the Society in General Meeting";
 - (vii) deleting Article 6G(ii)a.

(Sd.) HELEN A. GRIFFITHS

PRESIDENT

No. 35123

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

WHEREAS The Hong Kong Horse Society (the word "Limited" being omitted by Licence granted under Section 21) was incorporated as a limited company under the Companies Ordinance on the Twenty-ninth day of August, 1973;

AND WHEREAS by special resolution of the Company and with the approval of His Excellency the Governor given on his behalf under delegated powers, it changed its name to The Hong Kong Horse Society and Pony Club on the Thirty-first day of December, 1974;

AND WHEREAS by a further special resolution of the Company and with the approval of the Registrar of Companies, it has changed its name to The Hong Kong Horse Society;

NOW THEREFORE I hereby certify that the Company is a limited company incorporated under the name of The Hong Kong Horse Society.

GIVEN under my hand this Ninth day of September One Thousand Nine Hundred and Seventy-seven.

(Sd.) Leslie FOO

.....
for Registrar of Companies,
Hong Kong.

The Hong Kong Horse Society And Pony Club

Special Resolution

Passed on the 20th day of February, 1977.

At an Extraordinary General Meeting of the members of the abovenamed Society duly held and convened on the 20th day of February, 1977 at the Royal Hong Kong Jockey Club, Beas River, Sheung Shui, New Territories at 12.45 p.m., the following resolution was passed as Special Resolution:-

“That the name of the Society be changed to The Hong Kong Horse Society, subject to the consent of the Registrar General being obtained, and with effect as from the date of the amended Certificate of Incorporation.”

(Sd.) Joseph James Morrin
President

THE COMPANIES ORDINANCE (CHAPTER 32)

Private Company Limited by Shares

SPECIAL RESOLUTION

OF

THE HONG KONG HORSE SOCIETY
AND PONY CLUB

Passed on the 21st day of March 1975

At an Extraordinary General Meeting of the above-named Society held at The Royal Hong Kong Jockey Club, Bea's River, on Friday the 21st day of March 1975 the following Special Resolution was duly passed:—

That the Articles of Association of the Society be altered by amending in Article 6 (F) the figures "17" to "21".

(Sd.) A.R. Grimshaw

Chairman

DATED this 2nd day of April, 1975

No. 35123

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

WHEREAS The Hong Kong Horse Society (the word "Limited" being omitted by Licence granted under Section 21) was incorporated as a limited company under the Companies Ordinance on the Twenty-ninth day of August, 1973;

AND WHEREAS by special resolution of the Company and with the approval of His Excellency the Governor duly given on his behalf under delegated powers, it has changed its name;

NOW THEREFORE I hereby certify that the Company is a limited company incorporated under the name of The Hong Kong Horse Society and Pony Club.

GIVEN under my hand this Thirty-first day of December One Thousand Nine Hundred and Seventy-four.

(Sd.) SHAM Fai

.....
for Registrar of Companies,
Hong Kong.

THE COMPANIES ORDINANCE (CHAPTER 32)

PRIVATE COMPANY LIMITED BY SHARES

THE HONG KONG HORSE SOCIETY

SPECIAL RESOLUTIONS

OF

THE HONG KONG HORSE SOCIETY

Passed on the 3rd day of December, 1974.

At an Extraordinary General Meeting of the abovenamed Society held at The Royal Hong Kong Jockey Club, Beas River, Sheung Shui, New Territories on the 3rd December, 1974 the following Special Resolutions were duly passed:

1. That with the approval of the Governor signified in writing the name of the Society be changed to "The Hong Kong Horse Society and Pony Club";
2. That with the approval of the Governor signified in writing the Articles of Association of the Society be amended as follows:—
 - a) By inserting after Article 6(A) (vi) the following:
“(vii) Forces’ Junior Members.”
 - b) By adding after paragraph G sub-paragraph (ii) of Article 6 the following paragraph to be numbered (G) (a) viz: “Forces’ Junior Members shall be such children of members of Her Majesty’s Forces serving

in Hong Kong as the Executive Committee shall admit to Forces' Junior Membership on payment of an entrance fee of \$25.00 and an annual subscription of \$15.00. A person shall be disqualified for Forces' Junior Membership and shall cease to be a Forces' Junior Member accordingly either on his parent ceasing to be a member of Her Majesty's Forces in Hong Kong or on the 1st January next following the date on which he attains the age of 17 years or if he was born on 1st January then on the 1st January on which he attains that age."

(Sd.) A.R. Grimshaw

Chairman

No. 35123

CERTIFICATE OF INCORPORATION

I HEREBY CERTIFY that

THE HONG KONG HORSE SOCIETY

(the word "Limited" being omitted by licence granted by me under delegated powers) is this day incorporated in Hong Kong under the Companies Ordinance, and that this company is limited.

GIVEN under my hand this Twenty-ninth day of August, One Thousand Nine Hundred and Seventy-three.

(Sd.) SIAM Fai
for Registrar of Companies,
Hong Kong.

THE COMPANIES ORDINANCE
(Chapter 32 of the Laws of Hong Kong,
Revised Edition, 1964)
SECTION 21

WHEREAS His Excellency the Governor of Hong Kong has in exercise of the powers conferred on him by Section 63 of the Interpretation and General Clauses Ordinance deputed, among others, the person holding the office of Registrar General to exercise or perform on his behalf such powers or duties as are conferred or imposed upon him by Section 21 of the Companies Ordinance;

AND WHEREAS it has been proved to my satisfaction that THE HONG KONG HORSE SOCIETY, which is about to be registered under the said Companies Ordinance as a company limited by guarantee, is formed for the purpose of promoting objects of the nature contemplated by Section 21 of the said Ordinance and that it is the intention of the said Society that the income and property of the Society, whencesoever derived, shall be applied solely towards the promotion of the objects of the Society, and that no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend or bonus or otherwise howsoever by way of profit, to the persons who are members of the Society;

NOW THEREFORE I, PIERS JACOBS Acting Registrar General of the Colony of Hong Kong, in exercise of the said powers delegated to me as aforesaid, and in consideration of the provisions and subject to the conditions contained in the Memorandum of Association of the said Society as subscribed by seven members thereof on the 16th day of August, 1973, do on behalf of His Excellency the Governor by this my licence direct THE HONG KONG HORSE SOCIETY to be registered with limited liability without the addition of the word "Limited" to its name.

GIVEN under my hand at Victoria in the Colony of Hong Kong this Twenty-fifth day of August One Thousand Nine Hundred and Seventy-Three.

(Sd.) P. Jacobs
Acting Registrar General
Hong Kong.

THE COMPANIES ORDINANCE (CHAPTER 32)

Company Limited by Guarantee
and not having a Share Capital

MEMORANDUM OF ASSOCIATION
OF
THE HONG KONG HORSE SOCIETY *

1. The name of the Company (hereinafter called "the Society") is "THE HONG KONG HORSE SOCIETY". *

2. The registered office of the Society will be situate in the Colony of Hong Kong.

3. The objects for which the Society is established are:—

(a) To promote the art of equitation in all its branches and to encourage the use and protection of horses and ponies.

(b) To promote and facilitate the acquisition and distribution of the knowledge of the various arts and sciences connected with the horse and pony and the use and management thereof.

(c) As ancillary to the objects set out in the two preceding sub-clauses of this Clause (hereinafter called "the primary

*Name changed on 9th September, 1977.

objects”) but not further or otherwise to exercise all or any of the powers contained in the following paragraphs, but to the extent only that such powers may properly be exercised by a body having exclusively charitable objects:—

- (i) To hold or assist in holding exhibitions, competitions and shows for the purpose of promoting the primary objects.
- (ii) To print, publish and sell periodicals, books or leaflets the contents of which are designed to promote the primary objects and to carry on courses of instruction, lectures or discussions for the purpose of promoting the primary objects.
- (iii) To purchase, acquire, import, sell and deal in horses and ponies for the purpose of promoting the primary objects.
- (iv) Subject to S.17 of the Companies Ordinance (Cap. 32), to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Society may think necessary or convenient for the promotion of the primary objects, and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Society.
- (v) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Society as may be thought expedient with a view to the promotion of the primary objects.
- (vi) To undertake and execute any trusts which may lawfully be undertaken by the Society and may be conducive to the primary objects.

- (vii) To borrow or raise money for the purposes of the Society on such terms and on such security as may be thought fit.
- (viii) To invest the moneys of the Society not immediately required for its purposes in or upon such investments, securities or property as may be thought fit.
- (ix) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purpose in any way connected with the purposes of the Society or calculated to further the primary objects.
- (x) To promote and obtain any charter or licence which may appear desirable for regulating or amending the constitution of the Society, but so that nothing in this paragraph shall authorise any regulation or amendment which would authorise the Society to pursue objects not exclusively charitable.
- (xi) To do all such other lawful things as are incidental or conducive to the attainment of the primary objects.

4. The income and property of the Society, whencesoever derived, shall be applied solely towards the promotion of the objects of the Society as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the Members of the Society. Provided that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Society, or to any Member of the Society, in return for any services actually rendered to the Society or prevent the payment of interest at a rate not

exceeding 12 per cent. per annum on money lent, or reasonable and proper rent for premises, demised or let by any Member to the Society, but so that no Member of the Executive Committee of the Society shall be appointed to any salaried office of the Society or any office of the Society paid by fees, and that no remuneration or other benefit in money or money's worth shall be given by the Society to any Member of such Committee, except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Society, provided that the provision last aforesaid shall not apply to any payment to any company of which a Member of the Executive Committee may be a member, in which such Member shall not hold more than one-hundredth part of the capital, and such Member shall not be bound to account for any share of profits he may receive in respect of any such payment.

5. No addition, alteration or amendment shall be made to or in the regulations contained in this Memorandum or the Articles of Association for the time being in force unless the same have been previously submitted to and approved by the Registrar of Companies in writing.

6. The fourth and fifth paragraphs of this Memorandum contain conditions on which a licence is granted in pursuance of Section 21 of the Companies Ordinance, Chapter 32.

7. The liability of the Members is limited.

8. Every Member of the Society undertakes to contribute to the assets of the Society in the event of its being wound up while he is a Member, or within one year after he ceases to be a Member, for payment of the debts and liabilities of the Society contracted before he ceases to be a Member, and of the costs, charges and expenses of winding-up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding \$100.00.

9. If upon the winding-up or dissolution of the Society there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Society, but shall be given or transferred to some other institution or institutions, having objects similar to the objects of the Society, and which shall prohibit the distribution of its or their income and property amongst its or their Members to an extent at least as great as is imposed on the Society under or by virtue of Clause 4 hereof, such institution or institutions to be determined by the Members of the Society at or before the time of dissolution, and if and so far as effect cannot be given to the aforesaid provision then to some charitable object.

10. True accounts shall be kept of the sums of money received and expended by the Society and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the Society, and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Society for the time being in force, such accounts shall be open to inspection of the Members. Once at least in every year the accounts of the Society shall be examined and the correctness of the balance sheet ascertained by one or more properly qualified Auditor or Auditors.

We, the several persons whose names, addresses and descriptions are hereto subscribed, are desirous of being formed into an Association in pursuance of this Memorandum of Association:—

Names, Addresses and Descriptions of Subscribers

(Sd.) A. R. GRIMSHAW
The Royal Hong Kong Jockey Club,
Bea's River Stables,
Sheung Shui (N.T.)
Hong Kong.
Senior Racing Official

(Sd.) A.M. CAPPON
15, Rhondda Road,
Kowloon.
Company Director

(Sd.) E.L. BARRETT, CAPTAIN RCT.,
414 Pack TPT TU RCT, BFPO1.
Army Officer

(Sd.) GILLIAN AGAR
2, G/F., Harmonic Villa,
Nr. Fanling, N.T.'s
Married Woman

We, the several persons whose names, addresses and descriptions are hereto subscribed, are desirous of being formed into an Association in pursuance of this Memorandum of Association:-

Names, Addresses and Descriptions of Subscribers

(*Sd.*) HELEN A. LO
110 Windsor House,
1st floor,
Hong Kong.
Solicitor

(*Sd.*) DELLA P.H. CHAN
Jardine House,
7th floor,
Hong Kong.
Solicitor

(*Sd.*) ROYCE BEYNON
8 Suffolk Road,
Kowloon Tong,
Hong Kong.
Merchant

Dated the 16th day of August, 1973.

WITNESS to the above signatures:-

(*Sd.*) Job Young
Solicitor
Hong Kong

THE COMPANIES ORDINANCE (CHAPTER 32)

COMPANY INCORPORATED UNDER THE
COMPANIES ORDINANCE AND LIMITED
BY GUARANTEE

NEW ARTICLES OF ASSOCIATION

(Adopted by Special Resolution passed on
the 29th day of January 1991).

OF

THE HONG KONG HORSE SOCIETY*

DEFINITIONS

1. In these Articles, unless the context otherwise requires:—

“the Society” means the company registered as “The Hong Kong Horse Society”;

“these Articles” means the Articles of Association of the Society for the time being in force;

“the Ordinance” means the Companies Ordinance, Chapter 32 of the Laws of Hong Kong, and when any provision of the Ordinance is referred to the reference shall be to such provision as modified or reenacted by any Ordinance from time to time

*Name changed on 9th September, 1977.

in force. Words or expressions in these Articles bear the same meaning as in the Ordinance;

“Member” or “Member of the Society”;

- (a) means a Member of the Society duly elected under Article 17 or admitted under Article 42, and
- (b) includes, except for such of these Articles as relate to ballot, persons who are deemed to be Members under Article 38, and
- (c) includes, for the purposes of Article 56, Articles 62 to 65, both inclusive, Articles 70 to 73, both inclusive, and Article 80, the Honorary Members, Associate Members, Junior Members and Absent Members whose names are entered in the lists maintained under Article 57;

“the Executive Committee” means the Executive Committee of the Society for the time being;

“the President” means the President of the Executive Committee for the time being or during his absence from Hong Kong the Vice-President elected under Article 89;

“the Secretary” means any person appointed by the Executive Committee to perform the duties of the secretary of the Society from time to time;

“Ordinary Yearly Meeting” means the yearly general meeting of the Members of the Society;

“Extraordinary General Meeting” means a general meeting of the Members of the Society specially summoned under these Articles;

“General Meeting” means a general meeting of the Members of the Society and whether the Ordinary Yearly Meeting or an Extraordinary General Meeting;

“Affiliated Society” means a society, association or club with which the Society has reciprocal arrangements and which is entered on the list of Affiliated Societies maintained under Article 57;

“Registered Address” means the address entered on the lists maintained under Article 57 being the address to which notices of General Meetings and other notices, accounts payable, circulars and other Society notifications are to be delivered or mailed;

“Notice Board of the Society” means the notice board within the premises of the Society designated by the Executive Committee from time to time for the posting up of notices and other notifications under these Articles;

“written consent of the Executive Committee” includes a notification to that effect signed by the Secretary;

“Rules of the Society” means these Articles together with all Bye-laws presently in force or hereafter to be brought into force under Article 114;

words or expressions referred to in writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes or representing or reproducing words in a visible form;

words or expressions importing the masculine gender include the feminine gender and vice versa;

words or expressions importing the singular number include the plural and vice versa.

For the purposes of these Articles a person is "ordinarily resident in Hong Kong" notwithstanding absences for vacations, for business purposes or other temporary absences.

Headings and notes in these Articles and the index, if any, annexed hereto shall not be taken as part thereof or in any manner affect the interpretation or construction of the same.

NUMBERS

2. (a) For the purposes of registration, the Society is declared to consist of two thousand (2,000) Members but the Executive Committee may register an increase of Members, when it deems it fit so to do.

(b) Notwithstanding the foregoing the Executive Committee shall have power from time to time to fix a limit to the number of Members of the Society if the Executive Committee deems it necessary or expedient so to do having regard to the available accommodation, capacity or facilities of the premises of or the services available to Members of the Society and, accordingly, to declare that applicants for membership will not be accepted.

SAVINGS

3. Each person who on the day prior to the day when these Articles came into force was a Life Member, Ordinary Member, Honorary Member, Associate Member, Affiliated Member or Junior Member shall continue as a Life Member, Member, Honorary Member, Associate Member, Affiliated Member or Junior Member, respectively, subject to these Articles.

RIGHTS PERSONAL TO MEMBER

4. The rights and privileges of a Member pursuant to these

Articles are personal to each member; they shall not be transferable by a Member's act or by operation of law and shall cease upon his death or upon his ceasing from any cause to be a Member.

PATRONS AND VICE-PATRONS

5. The Executive Committee may invite any Royal or other distinguished personages who may be pleased to honour the Society by their patronage to become Patrons or Vice-Patrons of the Society. The office of Patron or Vice-Patron shall not of itself constitute the holder a Member of the Society unless the holder shall have signified his pleasure to become a Member. Lady Margaret Maclehoze shall be the first Patron of the Society.

MEMBERSHIP

6. The Executive Committee may from time to time prescribe the qualifications for Members who wish to propose or second candidates for membership of the Society. The Executive Committee may also from time to time prescribe the minimum requirements for eligibility of candidates for membership. Without limiting the generality of the foregoing, the Executive Committee may prescribe a minimum age limit for candidates for Junior Membership. The proposer and seconder shall furnish such information regarding a candidate as the Executive Committee may require including the length of the candidate's residence in Hong Kong and the period during which he is expected to continue resident in Hong Kong. The qualifications for Members to propose or second candidates and the requirements for eligibility of candidates for membership prescribed by the Executive Committee from time to time under this Article shall be in writing and a copy thereof shall be kept by the Secretary and available for inspection by Members.

7. Any Member of the Society who wishes to propose or second a candidate must personally know the candidate. The candidate must comply with such requirements for eligibility for membership as

may from time to time be prescribed by the Executive Committee under Article 6. Unless otherwise prescribed by the Executive Committee under Article 6 no Member of the Society shall propose or second a candidate unless he shall have been a Member of the Society for not less than one (1) year immediately preceding the submission of the application for membership.

8. Every application for membership shall be made in writing in such form as the Executive Committee may from time to time prescribe and shall be signed by the candidate and by the proposer and seconder.

9. If the proposer or seconder of any candidate shall cease to be a Member or cease to be ordinarily resident in Hong Kong before the candidate comes up for election, the candidate shall notify the Secretary in writing of the name of a duly qualified Member willing to act as proposer or seconder in the place of the Member originally so acting accompanied by the written consent of such Member and such substituted proposer or seconder shall assume all the obligations and liabilities which attached to the original proposer or seconder in connection with the nomination of such candidate.

10. After receipt of an application for membership the candidate shall be furnished with a copy of the Memorandum and Articles of Association of the Society and his application will be referred to the Executive Committee for consideration.

BALLOT

11. Pursuant to Article 114 (a) the Executive Committee may make, from time to time, Byelaws to regulate the election of candidates for membership of the Society. On each occasion when there are no such byelaws and there are candidates for membership of the Society the provisions of Articles 12 to 23, both inclusive, shall have application.

12. The Executive Committee shall publish in advance the dates in each calendar month between which the ballot for each candidate shall be open. Subject to Article 19, each ballot shall be open for not less than six (6) days.

13. A copy of the particulars of each candidate shall be furnished to each member of the Executive Committee.

14. It shall be the responsibility of each candidate's proposer and seconder to introduce the candidate to the members of the Executive Committee.

15. If any member of the Executive Committee shall be temporarily absent from Hong Kong during the period when a ballot shall be open the President shall have power to vote on behalf of such member but only in accordance with his express written instructions.

16. A ballot which is open at the date of the Ordinary Yearly Meeting, and whether or not by application of Article 18, shall be completed by the Executive Committee for the year in which the ballot opened notwithstanding the appointment at the Ordinary Yearly Meeting of a new Executive Committee.

17. Not less than two (2) members of the Executive Committee shall open the ballot box, count the votes for and against each candidate, and report in writing to the Executive Committee whether or not the ballot was a valid ballot and, if so, the result of the ballot.

18. A ballot shall be valid if not less than seven (7) members of the Executive Committee shall have cast votes whilst the ballot was open. A candidate shall be elected a Member of the Society if a minimum of five (5) affirmative votes are cast in his favour unless, amongst all of the votes cast, two (2) adverse votes are cast in which event the candidate shall not be elected.

19. A ballot shall be void if less than five (5) members of the

Executive Committee have cast votes PROVIDED THAT in such circumstances the President may direct that the ballot shall remain open for a further period of six (6) days immediately following the original period of the ballot. If less than five (5) members of the Executive Committee shall have recorded their votes within such further period the candidate or candidates shall be deemed not to have been elected.

20. The Secretary shall notify the fact of election to a candidate who is elected to membership informing him of the amount of his entrance fee and his subscription on payment of which (but not before) he shall be entitled to all the rights and privileges of membership.

21. The entrance fee and the subscription of a Member shall be payable within twenty one (21) days from, but excluding, the day on which notification of his election to membership was posted to him. If a candidate liable to pay an entrance fee and/or subscription shall fail to pay the entrance fee and/or the subscription within twenty one (21) days of being notified of his election to membership he shall be deemed to have declined to accept membership PROVIDED THAT the Executive Committee may extend the period of twenty one (21) days for good cause shown if it deems fit.

22. Notice shall be given in writing to the proposer and seconder of any candidate who has failed to be elected.

23. A candidate, his proposer or seconder shall not be entitled to call for or receive any person or explanation as to why the candidate was not elected to membership.

24. If at any time after the election of a Member the Executive Committee shall be of the opinion that he has been elected as a result of any misrepresentation or that any material information concerning him has been incorrectly provided or withheld the Executive Committee, upon being satisfied that there was such misrepresentation

or that such material information was incorrectly provided or withheld, may delete the name of such Member from the list of Members maintained under Article 57 and he shall thereupon cease to be a Member of the Society and shall forfeit all rights and privileges of membership and all right to or claim upon the Society or its property or funds.

ABSENT MEMBERS

25. A Member who intends to cease to be ordinarily resident in Hong Kong may be transferred from the list of Members to the list of Absent Members maintained under Article 57 and shall thereupon pay such qualification fee as, from time to time, shall have been approved by the Members in General Meeting pursuant to Article 67. A Member who is about to cease to be ordinarily resident in Hong Kong may give notice in writing to the Secretary of his wish to be transferred from the list of Members to the list of Absent Members and of his intended date of departure from Hong Kong and such Member shall be transferred to the list of Absent Members on the last day of the calendar month in which he ceases to be ordinarily resident in Hong Kong.

26. If an Absent Member again becomes ordinarily resident in Hong Kong, upon giving notice thereof in writing to the Secretary and with the written consent of the Executive Committee he may be restored to the list of Members maintained under Article 57 without paying any entrance fee and thereupon he shall pay the subscription payable by a Member within twenty one (21) days from, but including, the day on which his name is restored to the list of Members.

27. An Absent Member who temporarily visits Hong Kong and wishes to use the premises of the Society and/or its facilities shall give notice thereof in writing to the Secretary and may thereupon use the premises of the Society and its facilities.

28. An Absent Member who temporarily visits Hong Kong for

a total period not exceeding sixty (60) days in a calendar year may use the premises of the Society and/or its facilities during his visit and he shall not be liable to pay the subscription payable by a Member.

29. An Absent Member who temporarily visits Hong Kong for a total period exceeding sixty (60) days in a calendar year who uses the premises of the Society and/or its facilities during any one or more visits shall pay the subscription payable by a Member.

30. An Absent Member entitled to use the premises of the Society and/or its facilities under Article 27 shall be deemed to continue as an Absent Member notwithstanding his temporary presence in Hong Kong and the payment of any subscription.

31. An Absent Member, and whether or not in Hong Kong at the time of posting of a notice of a General Meeting, shall not be entitled to receive notice of General Meetings or to attend thereat and vote.

32. The Executive Committee may cause to be sent by post to any Absent Member a notice addressed to such Absent Member at his Registered Address requesting him to sign and return an acknowledgement confirming his address and if such acknowledgement is not returned within six (6) months from the date of posting of such notice the Absent Member shall cease, at the expiration of the said period of six (6) months, to be an Absent Member but shall be eligible for reinstatement as an Absent Member without paying any entrance fee if the Executive Committee, in its absolute discretion, shall so determine.

HONORARY MEMBERS

33. The Governor of Hong Kong and such other distinguished persons as the Executive Committee may deem fit may be invited by the Executive Committee to become Honorary Members and upon accepting such invitation shall be entitled to all rights and privileges of membership without paying an entrance fee or subscription.

34. An Honorary Member shall not be a Member of the Society for the purposes of the Ordinance or Clause 9 of the Memorandum of Association and he shall not be entitled to receive notice of or attend or vote at General Meetings or to take part in the election of or be qualified to be a Member of the Executive Committee. Subject thereto, he shall be entitled to all the rights and privileges of membership and he shall be subject to all the Rules of the Society.

LIFE MEMBERS

35. The Executive Committee may invite a distinguished Member or any Member of long standing to be a Life Member who upon accepting such invitation shall continue to enjoy all the rights and privileges of membership during his life without paying any subscription.

36. A Member may apply to be enrolled as a Life Member and upon approval thereof by the Executive Committee and payment of such qualification fee as, from time to time, shall have been approved by the Members in General Meeting pursuant to Article 68, he shall thereafter be exempt from paying any subscription.

37. In the construction of these Articles, except such of them as provide for the payment of a subscription and the consequences of non-payment thereof, the term "Member" includes "Life Member".

MEMBERS WITHOUT BALLOT

38. The Chief Justice, the Chief Secretary and such other persons as the Executive Committee may deem fit may be invited by the Executive Committee to become Members of the Society without ballot and upon accepting such invitation shall be deemed to be Members duly elected by ballot with all the rights, privileges and obligations of a Member, including payment of the entrance fee and subscription and shall be subject to all the Rules of the Society.

ASSOCIATE MEMBERS

39. Associate Members shall be such persons as the Executive Committee may admit to Associate Membership, such persons being either:—

- (i) temporarily resident in Hong Kong for a period not exceeding six (6) months; or
- (ii) oversea or foreign residents who are not ordinarily resident in Hong Kong.

40. Associate Members shall not be liable to pay an entrance or qualification fee but shall pay such subscription as, from time to time, the Executive Committee shall determine.

41. An Associate Member shall not be a Member of the Society for the purposes of the Ordinance or Clause 9 of the Memorandum of Association and he shall not be entitled to receive notice of or attend or vote at General Meetings or to take part in the election of or be qualified to be a Member of the Executive Committee. Subject thereto, he shall be entitled to all the rights and privileges of membership and he shall be subject to all the Rules of the Society.

AFFILIATED MEMBERS

42. Affiliated Members shall be such associations or bodies of persons, whether incorporated or unincorporated, as the Executive Committee shall admit to Affiliated Membership.

43. An Affiliated Member shall pay such entrance fee and subscription as, from time to time, the Executive Committee shall determine.

44. An Affiliated Member shall not as such be a Member of the Society but shall enjoy the privileges of membership through

the medium of a representative nominated by it in that behalf and such representative shall by virtue of such nomination, but subject to his consent, be deemed a Member of the Society and shall, on behalf of the Affiliated Member, be entitled to all the rights and privileges and subject to all the obligations of membership.

45. Subject to Article 46, the nomination of such representative shall be effected by instrument in writing signed by or on behalf of the Affiliated Member and delivered to the Society. The Affiliated Member may at any time in like manner remove its representative and make a new appointment.

46. Every appointment of a representative shall be subject to the approval of the Executive Committee which, in its absolute discretion and without obligation to give any reason, may decline to accept the nomination of the individual nominated.

47. If and so often as any Affiliated Member has not nominated a representative, the Executive Committee may treat the secretary or such other officer of the Affiliated Member as the Executive Committee considers appropriate, as being the representative of the Affiliated Member and such secretary or other officer shall thereupon be deemed to have been duly nominated by the Affiliated Member as its representative until one shall have been nominated by it.

48. An Affiliated Member shall be liable to pay all accounts of its representative.

49. Upon an Affiliated Member's representative being expelled from the Society pursuant to these Articles the Executive Committee, in its absolute discretion and without obligation to account for its decision, may determine the membership of the Affiliated Member.

JUNIOR MEMBERS

50. The child of any person ordinarily resident in Hong Kong

may be proposed and seconded for Junior Membership of the Society.

51. The procedures for proposal and for election shall be those set out in Articles 6 to 23, both inclusive. By proposing and seconding a candidate as a Junior Member the proposer and seconder shall be deemed jointly and severally to have undertaken and agreed with the Society to pay the qualification fee (which expression, for the purposes of the application of Article 20, shall be synonymous with the expression "entrance fee") upon the election of their candidate and the subscription for so long as the Junior Member shall continue as a Junior Member.

52. A Junior Member shall cease to be eligible to be a Junior Member on the 1st day of January next following the date on which he attains the age of twenty one (21) years, or, if he was born on the 1st January, then on the 1st January on which he attains that age.

53. On ceasing to be eligible for Junior Membership a Junior Member, in the absolute discretion of the Executive Committee, may be invited to become an Member without payment of a qualification fee but on payment of the subscription from the date of his admission as a Member.

54. A Junior Member shall not be a Member of the Society for the purposes of the Ordinance or Clause 9 of the Memorandum of Association and, accordingly, he shall not be entitled to receive Notice of any General Meeting of the Society and shall not be entitled to attend any General Meeting or vote thereat. Notwithstanding the foregoing, the Executive Committee may invite any particular Junior Member or all Junior Members to attend a General Meeting and the chairman of a General Meeting may invite the Junior Member present to speak. Subject thereto, a Junior Member shall be entitled to all the rights and privileges of membership and he shall be subject to all the Rules of the Society.

SPOUSES

55. The spouse of a Member, unless also a Member, shall not be entitled to enjoy the privileges of membership.

ADDITIONAL PRIVILEGES

56. From time to time the Executive Committee may prescribe that a particular category of Member may be entitled to privileges additional to those to which that category is entitled and whether in common with one or more other categories of membership or exclusively PROVIDED THAT the Executive Committee, in purported reliance on this Article, may not constitute a category of Member not eligible to vote at General Meetings or eligible to stand for election to the Executive Committee eligible so to do.

LISTS OF MEMBERS ETC.

57. The Executive Committee shall cause the Secretary to maintain the lists hereinafter set out:—

- A list of Life Members;
- A list of Members;
- A list of Honorary Members;
- A list of Associate Members;
- A list of Affiliated Members;
- A list of Junior Members;
- A list of Absent Members;
- A list of Affiliated Societies.

A person whose name is entered in any such list shall furnish the Secretary with an address within Hong Kong or elsewhere to which notices of General Meetings and other notices, accounts payable, circulars and other Society notifications are to be delivered or posted. Such lists shall contain such other particulars and be in such form as the Executive Committee may from time to time prescribe and/or as the law may from time to time require.

58. The lists maintained under Article 57 shall be conclusive evidence of the relationship, if any, of each person entered therein with the Society. Any person who is not entered in a list may by notice addressed to the President and delivered to the Secretary apply to the Executive Committee to consider his application to be entered in a specific list. The decision of the Executive Committee as to any such application shall be conclusive and binding on any such applicant.

59. The lists maintained under Article 57 shall be available for inspection upon written application being made to the Secretary who, in accordance with the directions of the President, may appoint the day and time at which any or all of such lists may be inspected. The Executive Committee may determine the charge, if any, to be levied for any such inspection PROVIDED THAT any such charge shall not exceed that permitted by the Ordinance.

RESIGNATION OF MEMBERSHIP

60. A Member wishing to resign may resign on the last day of a calendar month and must give notice thereof in writing to the Secretary in the calendar month preceding the calendar month on the last day of which his resignation is to take effect.

61. A Member who resigns shall not be entitled to a refund in whole or in part of any subscription and/or other moneys already paid by him to the Society and he shall remain liable for payment of all subscriptions and/or other moneys due by him to the Society at the date on which his resignation takes effect.

EXPULSION OF MEMBERS

62. If any Member offends against the Rules of the Society, or if his conduct, behaviour or any act done by him, whether inside or outside the premises of the Society, shall in the opinion of the Executive Committee or of any twenty (20) Members of the Society (who shall certify the same in writing to the Executive Committee)

be injurious or detrimental to the character or reputation of the Society, or to the interests of the Society or its Members, or be derogatory of such Member's station in society, a meeting of the Executive Committee shall be specifically convened to conduct an inquiry into the matter. At least fourteen (14) days before such meeting the Secretary shall give the Member written notice thereof and of the complaint made against him and the Member, before the date of such meeting, may give a written explanation to the Executive Committee, and/or at such meeting he shall have an opportunity of giving orally or in writing any explanation, justification or defence he may think fit. It shall be in the power of the Executive Committee to exclude such Member from the use of the premises of the Society and its facilities until such specifically convened meeting of the Executive Committee shall be held.

63. If the Executive Committee is of the opinion that the Member has been guilty of the complaint made against him and that he has failed to explain or justify it satisfactorily, the Executive Committee may call upon the Member to resign and if he does not resign within seven (7) days the Executive Committee shall expel him and he shall cease to be a Member. A Member expelled under this Article shall have a right of appeal by giving written notice of appeal, supported in writing by at least twenty (20) Members of the Society, to the Secretary within fourteen (14) days of the date of expulsion. Thereupon an Extraordinary General Meeting shall be convened for the purpose of considering and, if thought fit, passing an ordinary resolution rescinding the expulsion and if such meeting shall pass such resolution then the Member shall be reinstated as from the date of such resolution.

64. At all such specially convened meetings of the Executive Committee and Extraordinary General Meetings held under Articles 62 and 63 both the Society and the Member whose conduct is complained of may be legally represented or advised and may adduce such evidence as may be relevant.

65. If the Executive Committee, after conducting an enquiry under Article 62, is of the opinion that the Member was guilty of the complaint made against him and that he has failed to explain or justify it satisfactorily the Executive Committee, instead of calling upon a Member to resign, may suspend the Member from the use of the premises of the Society and its facilities and from all or any of the privileges of membership for a period not exceeding six (6) calendar months.

TERMINATION OF MEMBERSHIP AND PRIVILEGES

66. Any Life Member, Member, Honorary Member, Associate Member, Affiliated Member, Junior Member or Absent Member who is adjudged a bankrupt, or who makes a composition or arrangement with his creditors under the provisions of any Ordinance, or who, being engaged in any profession, shall be permanently prohibited by the disciplinary body of that profession from continuing to practice, or who shall be sentenced to a custodial sentence for a criminal offence whether such sentence is directed to take immediate effect or to be suspended, ipso facto shall cease to be a Life Member, Member, Honorary Member, Associate Member, Affiliated Member, Junior Member or Absent Member, as the case may be, and he shall forfeit all right to or claim upon the Society or its property or funds; but the Executive Committee shall have power, in its absolute discretion, on the written application of such person to reinstate him and restore his name to the relevant list without payment of any entrance fee or qualification fee, as the case may be.

ENTRANCE AND OTHER FEES AND SUBSCRIPTION

67. Upon election each Member shall pay such entrance fee and, thereafter, such subscription and each Absent Member shall pay such qualification fee as, from time to time, shall be determined by the Members in General Meeting.

68. Each person whose application to be enrolled as a Life Member pursuant to Article 36 is approved by the Executive Committee shall pay such qualification fee as, from time to time, shall be determined by the Members in General Meeting.

69. Upon the election of a Junior Member his proposer or seconder shall pay such qualification fee and, thereafter, such subscription as, from time to time, shall be determined by the Members in General Meeting.

70. The subscription payable by each category of Member shall be payable in advance and, in the case of an annual or quarterly subscription, the Members in General Meeting may determine the commencement date of each subscription year or quarter.

71. If a candidate is elected during a subscription year or quarter the full subscription shall be payable. If the subscription is monthly the subscription for the month in which the candidate is elected will be payable.

72. The Executive Committee may direct that, and in lieu of a demand for payment of the subscription by the dispatch of accounts to Members, a demand shall be made by publication of a notice on the Notice Board of the Society and/or by inclusion of an announcement in any publication issued by or on behalf of or with the approval of the Society and the publication of such notice and/or the inclusion of such announcement as aforesaid shall constitute due and adequate demand by the Society to all Members for payment of the subscription.

ACCOUNTS OF MEMBERS AND OTHERS

73. Accounts of all Members and of any Absent Members temporarily visiting Hong Kong shall be made up to the last day of each calendar month and presented for payment on or before the

fifteenth (15th) day of the ensuing calendar month and shall be paid by the person concerned not later than the twenty-fifth (25th) day of such ensuing calendar month and in the case of Absent Members temporarily visiting Hong Kong who are about to depart from Hong Kong such accounts shall be made up, presented for payment and paid before the date of departure.

UNPAID ACCOUNTS

74. If any account remains unpaid at the end of the calendar month in which it is presented or if an annual or quarterly subscription is not paid within thirty (30) days of the commencement of the subscription year or quarter the Executive Committee shall have power to direct the Secretary to post the name of any person whose account remains so unpaid on the Notice Board of the Society and notice of such posting shall be delivered to such person personally or mailed by registered post to his Registered Address. If at the expiration of fourteen (14) days from the date on which his name is so posted the relevant account remains unpaid he shall cease, ipso facto, to be a Life Member, Member, Honorary Member, Associate Member, Affiliated Member, Junior Member or Absent Member, as the case may be.

75. Notwithstanding anything contained in Article 73, the Executive Committee may at any time they see fit present for payment to any Life Member, Member, Honorary Member, Associate Member, Affiliated Member, Junior Member or Absent Member his outstanding account and if the person concerned fails to pay such account within twenty four (24) hours of presentation of such account he shall cease, ipso facto, to be a Life Member, Member, Honorary Member, Associate Member, Affiliated Member, Junior Member or Absent Member, as the case may be.

76. The Executive Committee, at any time it deems fit, may decide that the account of a Life Member, Member, Honorary Member,

Associate Member, Affiliated Member, Junior Member or Absent Member shall be collected weekly and if any such weekly account remains unpaid for a period of three (3) days after presentment thereof the use of the premises of the Society and its facilities shall be withdrawn, ipso facto, from the person concerned until he shall have paid what is due by him and should any such account remain unpaid for a period of fourteen (14) days after the date of presentment then the person concerned shall cease to be a Life Member, Member, Honorary Member, Associate Member, Affiliated Member, Junior Member or Absent Member, as the case may be.

77. Upon the posting of the name of any person pursuant to Article 74, or upon the Executive Committee, pursuant to Article 75, determining to present for payment to such person as is therein mentioned his outstanding account or upon any determination by the Executive Committee, pursuant to Article 76, that the account of any such person as is therein mentioned shall be collected weekly, the privilege of using the premises of the Society and its facilities of such person shall, unless otherwise directed by the Executive Committee, be suspended forthwith, and notwithstanding payment of an account within the prescribed period such suspension shall only be withdrawn upon delivery by the person so suspended of a direct debit authorisation on a bank in an amount equivalent to one-sixth of the aggregate of his accounts with the Society in the previous twelve (12) complete calendar months or if such person has not been a Life Member, Member, Honorary Member, Associate Member, Affiliated Member or Junior Member as the case may be, for a period of twelve (12) months the equivalent to the aggregate of the two (2) highest monthly accounts incurred by him with the Society since he became a Life Member, Member, Honorary Member, Associate Member, Affiliated Member or Junior Member as the case may be.

PRESENTMENT OF ACCOUNTS

78. Presentment of any account may be made by:—

- (a) presenting the account to the person concerned personally and/or
- (b) leaving the account at or posting the same to his Registered Address or last known place of residence or business in Hong Kong PROVIDED THAT where presentment is being made for the purposes of Article 76 or 77, posting of the account shall be effected by registered post.

79. In each case presentment of an account shall be completed on the day when such account is so personally presented or left. Where the account is sent by post presentment shall be completed at the expiration of twenty four (24) hours from the time of such posting.

EFFECT OF, AND LIABILITIES ON EXPULSION ETC.

80. Any Member expelled under these Articles or otherwise ceasing to be a Member of the Society shall forfeit all right to or claim upon the Society or its property or funds. Any Member expelled under these Articles or otherwise ceasing to be a Member of the Society and any person from whom the use of the premises of the Society and its facilities has been withdrawn or suspended under these Articles shall not be discharged from his liabilities to the Society and shall remain liable for payment of all monies that may be due by him to the Society.

REINSTATEMENT AND RESTORATION OF PRIVILEGES

81. (a) The Executive Committee may, in its absolute discretion and for good cause shown:—

- (i) Reinstates any person who, under these Articles, has been expelled or suspended or ceased to be a Life Member, Member, Honorary Member, Associate Member, Affiliated Member, Junior Member or Absent Member;
- (ii) Restore to any person any privileges that have been

suspended or withdrawn under these Articles.

(b) Any determination by the Executive Committee pursuant to Article 81 (a) may, in the absolute discretion of the Executive Committee, be made subject to such person undertaking to conform to such pre-conditions (including, without prejudice to the generality of the foregoing, the execution of a direct debit authorisation on a Bank with respect to his monthly accounts with the Society in such amount as the Executive Committee at such time, in the absolute discretion, may determine) and notwithstanding any immediate compliance with such pre-conditions upon any subsequent breach of any one or more of such pre-conditions he shall cease, ipso facto, to be a Life Member, Member, Honorary Member, Associate Member, Affiliated Member, Junior Member or Absent Member, as the case may be.

EXECUTIVE COMMITTEE

82. (i) The Stewards of The Royal Hong Kong Jockey Club, from time to time, (hereinafter "the Stewards" and "the Club", respectively,) in their unfettered discretion and without obligation to ascribe a reason therefor, shall appoint and shall have the right to remove and substitute one (1) of their number and one (1) employee of the Club to serve as members of the Executive Committee (hereinafter, individually, "an Appointee" or, collectively, "the Appointees") and each Appointee shall serve as a member of the Executive Committee until his appointment is revoked by them. The appointment, removal and/or substitution of an Appointee shall be effected by resolution of the Stewards and a copy of an extract from the minutes of their meeting at which such appointment, removal and/or substitution was resolved, certified under the hand of The Secretary, from time to time, of the Club as a true and correct extract shall, in the absence of any manifest error, constitute verification of the appointment, removal and/or substitution so resolved.

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(ii) The Executive Committee shall consist of no more than seven (7) nor less than three (3) elected Members (hereinafter "the Elected Members") together with the Appointees.

83. At the Ordinary Yearly Meeting one-third of the Elected Members shall retire from office. If the number of such retirees is not three (3) or a multiple of three (3), then the number to retire shall be the number nearest to one-third of the total number of Elected Members.

84. Those Elected Members who are to retire at an Ordinary Yearly Meeting pursuant to Article 83 shall be those who have been longest in office since their last election but as between those who became Elected Members on the same day those to retire, unless it shall be otherwise agreed, shall be determined by lot.

85. A retiring member of the Executive Committee shall be eligible for re-election.

86. Any two (2) Members of the Society at least seven (7) days prior to the Ordinary Yearly Meeting may nominate Members to serve on the Executive Committee (having previously received their assent), such nominations to be in writing and delivered to the Secretary who shall cause the same to be exhibited on the Notice Board of the Society.

87. If the number of Members nominated does not exceed the number of vacancies those nominated may be elected by resolution. If the number of Members nominated exceeds the number of vacancies then balloting lists of the names of the Members so nominated shall be circulated at the meeting and each Member shall hand in his list with the number of names equal to the number of vacancies unerasd.

88. The Executive Committee shall have power to nominate additional Members to bring the number of those nominated to the number of vacancies and, from time to time during a year, to appoint

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a Member to fill any casual vacancy on the Executive Committee until the next Ordinary Yearly Meeting.

89. The Executive Committee shall elect the President and Vice-President from amongst its number.

90. The office of a member of the Executive Committee shall ipso facto be vacated if:-

- (a) for any reason he ceases to be a member of the Society.
- (b) he becomes bankrupt or suspends payment or compounds with his creditors.
- (c) he is found or becomes of unsound mind.
- (d) by notice in writing to the Society he resigns his office.
- (e) he becomes prohibited from being a member of the Society by reason of any order made under Section 223 of the Ordinance.
- (f) he is removed from office by a resolution duly passed by a three-quarters majority at a meeting of the Executive Committee.
- (g) if his membership of the Executive Committee was effected pursuant to Article 82(i) and his appointment is revoked by resolution of the Stewards of the Club.

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MEETINGS OF THE EXECUTIVE COMMITTEE

91. The Executive Committee shall hold a meeting once in each calendar quarter.

92. Meetings of the Executive Committee may be convened by the President or by any two (2) members of the Executive Committee.

93. The Secretary on the requisition of the President or any two (2) members of the Executive Committee at any time shall summon a meeting of the Executive Committee by giving not less than seven (7) days' notice in writing to all the members for the time being of the Executive Committee and specifying the Agenda. Notice of such a meeting need not be given to any member for the time being absent from Hong Kong and the accidental failure or omission to give notice to or the non-receipt of notice by any member in Hong Kong at the time of the meeting, and whether or not in Hong Kong at the time of dispatch of the notice, shall not invalidate the proceedings at the meeting.

94. Three (3) members of the Executive Committee personally present shall constitute a quorum. A meeting of the Executive Committee at which it is proposed to consider a proposal to amend, delete or substitute all or any part or parts of Article 82 and/or Article 83 and/or Article 90(g) and/or this Article 94 and/or Article 97 shall require that the Appointees are given not less than 30 days notice of such a meeting.

95. The President, and failing him the Vice-President, shall preside as chairman of the Executive Committee and in their absence the Executive Committee may appoint some or other member of the Executive Committee to act as chairman of such meeting.

96. If the votes on any resolution before the Executive Committee shall be equal the chairman of the meeting shall have a second or casting vote.

97. A resolution in writing signed by all the members of the Executive Committee for the time being in Hong Kong (not being less than the number required to constitute a quorum) shall be valid and effectual as if it had been passed at a meeting of the Executive Committee duly convened and held. Any such resolution purporting to recommend the amendment, deletion or substitution of all or any

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part or parts of Article 82 and/or Article 83 and/or Article 90(g) and/or Article 94 and/or this Article 97 shall require the affirmative signature of both Appointees, and notwithstanding they are for the time being absent from Hong Kong, and in default thereof any such proposed resolution shall be deemed not to have been approved.

98. A member of the Executive Committee shall not act as a member of the Executive Committee at any meeting at which his own conduct is the subject matter of an inquiry, or at any meeting held to inquire into any case in which he is a complainant.

99. The continuing members of the Executive Committee may act notwithstanding any vacancy in their body but if and if so long their number is reduced below the number fixed by or pursuant to the regulations of the Society as the necessary quorum of members, the continuing members of the Executive Committee may act for the purpose of filling vacancies or of convening a General Meeting, but for no other purpose.

100. A member of the Executive Committee may not receive any salary or remuneration but he shall be indemnified out of the funds of the Society in respect of travelling and other expenses properly incurred in and about the affairs of the Society. The Executive Committee may also vote out of the funds of the Society a payment to a Member or other person who undertakes voluntary services, duties or work for and/or on behalf of the Society in reimbursement of his time and all costs and/or expenses incurred by such Member or person and without need for such Member or person to justify the quantum of any costs and/or expenses allegedly incurred.

101. All acts done by any meeting of the Executive Committee, Executive Committee or of any Sub-Committee, or by any person acting as a member thereof shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any member of the Executive Committee, Executive Committee or such Sub-Committee or such person acting as aforesaid, or that they or any

of them were disqualified, be as if every such person had been duly appointed and was qualified to be a member of the Executive Committee, the Executive Committee or sub Sub-Committee.

102. The Executive Committee shall cause proper minutes to be made and books provided for the purpose:—

- (a) of all appointments of Sub-Committees made by the Executive Committee,
- (b) of the names of the members present at each meeting of the Executive Committee and of any Sub-Committee thereof,
- (c) of all resolutions and proceedings at all meetings of the Society and of the Executive Committee and of Sub-Committees of the Executive Committee.

POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

103. The Executive Committee shall have power to effect and carry out any of the objects set forth in the Memorandum of Association of the Society.

104. The management of the affairs of the Society and the funds and the property belonging to the Society or under its control shall be vested in the Executive Committee. All mandates issued to the Society's bankers shall require that all cheques and negotiable instruments are signed and all other transactions authorised, under the hand of two members of the Executive Committee.

105. The Executive Committee may exercise all such powers of the Society as are not by the Ordinance or by these Articles required to be exercised by the Members of the Society in General Meeting, but no resolution passed by the Members of the Society in General Meeting shall invalidate any prior act of the Executive Committee which would have been valid if such resolution had not been passed.

106. The Executive Committee shall have power to appoint, pay, control and dismiss managers, a Secretary and such paid or unpaid agents or servants as the Executive Committee, in its absolute discretion, shall think necessary for the efficient running of the Society and the carrying on of its activities. The appointment and termination of employment of such persons as are hereinbefore mentioned shall be upon such terms and conditions as the Executive Committee shall in its absolute discretion deem fit.

SUB-COMMITTEES

107. The Executive Committee shall have power to appoint Sub-Committees with such terms of reference and powers as the Executive Committee may from time to time prescribe.

108. Each Sub-Committee shall consist of not less than three (3) Members of the Society. The Executive Committee shall nominate one (1) of the members appointed to a Sub-Committee to act as the convenor thereof.

109. Meetings of a Sub-Committee shall be convened by its convenor and if the convenor shall not be present within fifteen (15) minutes after the time appointed for holding the meeting the members of the Sub-Committee may stand the meeting adjourned or may elect one (1) of the members present to act as convenor of that meeting in which event the meeting shall proceed.

110. A quorum of each Sub-Committee shall be such number of its members as the Executive Committee may prescribe but, in any event, at least two (2) of its members.

111. A resolution in writing signed by all the members of a Sub-Committee for the time being in Hong Kong (not being less than the number required to constitute a quorum) shall be an effective resolution of such Sub-Committee for all purposes.

112. Provided its terms of reference so permit, a Sub-Committee shall have power to co-opt other Members to its body from amongst the Members, excluding Honorary Members, Associate Members and Junior Members and such co-opted members of the Sub-Committee shall hold office for such period as the Sub-Committee shall from time to time determine.

BYELAWS

113. The Byelaws of the Society existing on the day when these Articles come into force shall remain the Byelaws of the Society until altered, added to, repealed or replaced by the Executive Committee in accordance with these Articles.

114. The Executive Committee shall have power, from time to time, to make, alter, add to and repeal all such Byelaws as it may deem necessary or expedient or convenient for the efficient running of the Society and for the proper conduct and management of its affairs, for the regulation of the conduct of Members and other persons entitled to use the premises of the Society and its facilities and in particular, but without limiting the generality of the foregoing, the Executive Committee may make Byelaws:—

- (a) as to the terms and conditions regulating all competitions conducted by the Society;
- (b) as to the terms and conditions under which individual or team show jumping competitions will take place;
- (c) as to the terms and conditions under which individual or team dressage competitions will take place;
- (d) as to the terms and conditions under which individual or team one (1), two (2) or three (3) day eventing competitions will take place;

- (e) as to the eligibility of judges for individual or team competitions;
- (f) as to the qualification of persons for appointment as judges for individual and/or team competitions;
- (g) as to the admission of Guests and children and the control and conduct of Guests and children on the premises of the Society and attending competitions organised by the Society;
- (h) as to the conduct and dress of Members and others participating in competitions sanctioned or organised by the Society and as to the conduct and dress of Members and others admitted to the use of the premises of the Society and its facilities;
- (i) as to the times of opening and closing of the premises of the Society, or any part thereof;
- (j) as to the setting aside of the whole or any part or parts of the premises of the Society for Members or others using the premises of the Society at any particular time or times or for any particular purpose or purposes;
- (k) as to the terms and conditions upon which any services or property of the Society may be supplied, lent, hired or let to any person;
- (l) as to the rules to be observed and prizes or stakes to be competed for by Members of the Society taking part in any events organised by the Society;
- (m) as to the prohibition of particular competitions on the premises of the Society entirely or at any particular time or times;

- (ii) as to arrangements with any other societies, associations or clubs for reciprocal concession or otherwise;
- (o) as to the procedures to be adopted to regulate the election of candidates for membership of the Society;
- (p) and generally as to all such matters as are commonly the subject matter of society byelaws or rules.

115. No Byelaw shall be inconsistent with, or shall affect or repeal, anything contained in the Memorandum and Articles of Association of the Society and any Byelaw may be set aside by a special resolution passed at a General Meeting.

116. The Executive Committee shall adopt such means as it deems sufficient to bring to the notice of Members and other persons admitted to the use of the premises of the Society and its facilities all Byelaws, alterations and additions thereto and repeals thereof. Copies of all Byelaws shall be kept by the Secretary and shall be open to inspection by Members and such other persons as aforesaid. All such Byelaws, so long as they shall be in force, shall be binding upon all Members and such other persons as aforesaid.

117. Any alteration, addition to or repeal of any existing Byelaws, or any new Byelaw and any alteration or addition thereto or repeal thereof shall come into force at the expiration of seven (7) clear days from the date of the same first being exhibited on the Notice Board of the Society or such other date as the Executive Committee may decide.

GENERAL MEETINGS

118. The Ordinary Yearly Meeting shall be held in each year in January, or as soon thereafter as possible, and at such time and place as the Executive Committee may determine.

119. At the Ordinary Yearly Meeting the following business shall be conducted:—

- (a) To consider and, if approved, to adopt the annual Report of the Executive Committee and of the Auditors and the audited Balance Sheet and Income and Expenditure Account for the preceding financial year.
- (b) To elect the Executive Committee.
- (c) To appoint the Auditors and to fix their remuneration.
- (d) To deal with any resolution in respect of special business of which due notice has been given under Article 120.

120. All other business transacted at an Ordinary Yearly Meeting and all business transacted at an Extraordinary General Meeting shall be deemed special and no resolution shall be submitted in respect of such special business unless the notice convening the meeting indicates the general nature of the special business to be considered PROVIDED HOWEVER that the absence of notice of any special business shall not preclude the discussion at any Ordinary Yearly Meeting of any matter relating to the affairs of the Society.

121. The Executive Committee, whenever it deems it necessary or advisable so to do, may convene an Extraordinary General Meeting, and the Executive Committee, upon a requisition made in writing by any twenty five (25) or more Members, shall convene an Extraordinary General Meeting and in the case of such requisition the provisions of Section 113 of the Ordinance shall have effect.

122. The notice convening an Extraordinary General Meeting shall specify the purpose for which the same is called and in the case of a meeting called upon the requisition of Members such requisition shall be exhibited on the Notice Board of the Society together with the notice convening the meeting.

123. Such entrance and other fees and subscriptions which require to be determined by the Members in General Meeting pursuant to these Article may be determined or revised at any Ordinary Yearly Meeting or Extraordinary General Meeting provided that notification of such business shall have been given in the notice convening such meeting in accordance with Article 122.

124. When it is proposed to pass a special or extraordinary resolution twenty one (21) clear days' notice of the place, day and hour of the General Meeting shall be given to Members.

125. In all other cases fourteen (14) clear days' notice specifying the place, day and hour of the General Meeting and in the case of special business the general nature of such business shall be given to Members.

126. Notice of every General Meeting and any Balance Sheet, Income and Expenditure Account and any Report of the Executive Committee and of the Auditors relative to an Ordinary Yearly Meeting (save as provided under Article 127) shall be sent by post to each Member at his Registered Address and to the Auditors for the time being of the Society. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and to have been effected at the expiration of twenty four (24) hours after the letter containing the same is posted.

127. Any Member whose Registered Address is not within Hong Kong shall not be entitled to receive notice of General Meetings but after such meetings have been held such Member shall be entitled to receive a copy of the notice, any Balance Sheet, Income and Expenditure Account, any Report of the Executive Committee and of the Auditors and a copy of the Minutes of the meeting and such documents shall be sent to his Registered Address by surface mail or, at the discretion of the Executive Committee, by airmail.

128. The accidental omission to give notice of a General Meeting to, or the non-receipt of notice of a General Meeting by, any Member shall not invalidate the proceedings at that General Meeting or any resolution passed thereat.

129. Save as otherwise provided in these Articles, ten (10) Members present in person shall be a quorum for a General Meeting. No business shall be transacted at any General Meeting unless the requisite quorum of Members is present at the time when the meeting proceeds to business.

130. The President, and failing him the Vice-President, shall preside as chairman at every General Meeting. If there is no such chairman, or if he is not present within fifteen (15) minutes after the time appointed for the holding of the meeting, or if he is unwilling to act, or if he shall have previously notified the Secretary of his intention not to attend the meeting, the members of the Executive Committee present shall elect another member of the Executive Committee to be chairman of the meeting. If no member of the Executive Committee is willing to act as chairman the Members present shall choose any one of their number to be chairman of the meeting.

131. If within fifteen (15) minutes after the time appointed for any General Meeting a quorum of members is not present the meeting, if convened upon the requisition of Members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week, at the same time and place, or to such other day and at such other time and place as the Executive Committee may determine and if at the adjourned General Meeting a quorum of members is not present within fifteen (15) minutes after the time appointed for the holding of the meeting the Members present in person shall be a quorum.

132. The chairman of a General Meeting may, with the consent of the Members present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned General Meeting other

than the business left unfinished at the meeting from which the adjournment took place.

133. The Secretary and any other servant or agent of the Society may be present at a General Meeting if the Executive Committee so decides.

134. At a General Meeting a resolution put to the vote of the Meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the show of hands) demanded by the chairman of the meeting or by at least three (3) Members present in person and entitled to vote at the meeting or by any Member or members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the Members having the right to vote at the meeting.

135. At any General Meeting, unless a poll is demanded, a declaration by the chairman of the Meeting that a resolution has on a show of hands been carried, or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minute book of General Meetings of the Society shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against the resolution.

136. Upon a show of hands every Member present in person and entitled to vote shall have one (1) vote.

137. If a poll is duly demanded it shall be taken at such time and place and in such manner as the chairman of the meeting directs and either at once or after an interval or adjournment, or otherwise, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn. In case of any dispute as to the admission or rejection of a vote the chairman of the Meeting shall determine the same and such determination shall be final and conclusive.

138. In the case of equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.

139. The demand for a poll shall not prevent the continuance of a General Meeting for the transaction of any business other than the question on which a poll has been demanded. No poll shall be demanded on the election of a chairman of a meeting and a poll demanded on a question of adjournment shall be taken forthwith at the meeting without adjournment.

140. On a poll every Member shall have one (1) vote. On a poll votes may be given either personally or by proxy. A proxy need not be a Member of the Society. On a poll the proxy may cast his personal vote and one (1) vote for each person for whom he is a proxy.

141. The instrument appointing a proxy shall be in writing under the hands of the appointor and shall be deemed to confer authority to demand or join in demanding a poll.

142. An instrument appointing a proxy shall be in the following form or form as near thereto as circumstances admit or in such other form or to such other effect as the President shall from time to time or for any particular meeting approve:—

FORM OF PROXY

THE HONG KONG HORSE SOCIETY

I, _____, being a Member of The Hong Kong Horse Society, hereby appoint _____ of _____, or, failing him, _____ of _____ as my proxy to vote for me and on my behalf at the [Ordinary Yearly] [Extraordinary] General Meeting of the Society to be held on the

day of _____, 19____ and at any adjournment thereof.

Dated the _____ day of _____ 19____ ;

Name in Full :

Address :

Signature :

- Notes :
1. This form to be completed in block letters and signed.
 2. A proxy need not be a member of the Society (Article 140).
 3. A proxy to be valid must be deposited with the Secretary not less than forty eight (48) hours before the time appointed for holding the General Meeting or any adjournment thereof (Article 144).

143. Where it is desired to afford Members an opportunity of voting for or against a resolution to be submitted to the meeting at which the poll is to take place, a note in the following form, or in such other form as the President may approve, shall be appended to the instrument of proxy:—

“This form is to be used *in favour of/*against the resolution. Unless otherwise directed, the proxy will vote, or abstain from voting, on the resolution as he thinks fit.

* Delete whichever is inapplicable.”

144. The instrument appointing a proxy shall be deposited with the Secretary not less than forty eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which

the person named in such instrument proposed to vote or for the taking of a poll, as the case may be, and in default the instrument of proxy shall not be treated as valid.

145. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death of the principal or revocation of the proxy if no intimation in writing of such death or revocation shall have been received by the Secretary before the commencement of the meeting or adjourned meeting to which the proxy relates.

ACCOUNTS OF THE SOCIETY

146. The Executive Committee shall cause proper accounts to be kept of the moneys received and expended by the Society and of the assets and liabilities of the Society.

147. The accounts shall be made up to and closed on the 31st day of August in each year or on such other date as the Executive Committee shall decide from time to time and a Balance Sheet containing a summary of the assets and liabilities of the Society and an Income and Expenditure account shall be prepared and audited by the Auditors appointed by the Society at the Ordinary Yearly Meeting for the preceding year and shall be signed by at least two (2) members of the Executive Committee and the Auditors' report shall be attached thereto.

148. Not less than fourteen (14) days before each Ordinary Yearly Meeting a printed copy of the Balance Sheet, Income and Expenditure Account, Report of the Executive Committee and of the Auditors shall be posted in accordance with Article 126 to every Member entitled to receive notice.

149. The books of account shall be kept at the Office or at such other place or places as the Executive Committee may think fit, and shall be open to the inspection of members of the Executive Committee during usual office hours of the Society.

150. The Society in General Meeting may from time to time make reasonable conditions and regulations as to the time and manner of the inspection by members of the Society (other than members of the Executive Committee) of the accounts and books of the Society or any of them, and subject to such conditions and regulations the accounts and books of the Society shall be open to inspection by members of the Society at all reasonable times during normal business hours.

THE SEAL

151. The Executive Committee shall provide, from time to time, for the safe custody and use of the Seal of the Society. All documents requiring the Seal to be affixed thereto shall be signed by two (2) members of the Executive Committee and countersigned by the Secretary or such other person as may be appointed by the Executive Committee for that purpose.

WINDING UP

152. If at any time the number of Members falls below fifty (50) the Executive Committee shall summon an Extraordinary General Meeting and such may by an extraordinary resolution declare that the Society ought to be wound up whereupon the Society shall be wound up.

RESTRICTIONS

153. The income and property of the Society whencesoever derived shall be applied solely towards the promotion of the objects of the Society as set forth in its Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the persons who at any time are or have been Members of the Society or any of them PROVIDED THAT nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants

of the Society or to any Member or any other person in return for services actually rendered.

DISTRIBUTION OF PROPERTY

154. If, on the winding up or dissolution of the Society, there remains, after the satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Society but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Society, which institution or institutions shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as is imposed by the Society by virtue of Clause 4 of the Memorandum of Association of the Society and Article 153, such institution or institutions to be determined by the Members of the Society at or before the time of dissolution or in default thereof by such Court of Justice as may have jurisdiction in the matter and in so far as effect cannot be given to the aforesaid provisions then to some charitable object or objects in such manner as the Members of the Society shall determine.

INDEMNITY

155. Every member of the Executive Committee, the Executive Committee, and any Sub-Committee appointed under these Articles, the Secretary and every officer, servant or agent of the Society shall be indemnified out of the assets of the Society against all costs, losses, expenses and liabilities which any such member as aforesaid or the Secretary or other such officer, servant or agent may incur or become liable to by reason of any contract entered into or act or deed done by him as such member, the Secretary or other officer, servant or agent and in connection with which such member, the Secretary or other officer, servant or agent has not been guilty of any negligence default, breach of trust or breach of duty, or by reason of any liability incurred by such member, the Secretary or other office, or, servant or agent of

the Society in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application under the Ordinance in which relief is granted to him by the Court and the amount for which such indemnity is provided shall immediately attach as a lien on the property of the Society and shall as between the Members of the Society have priority over all other claims.

Names, Addresses and Descriptions of Subscribers

(Sd.) A. R. GRIMSHAW
The Royal Hong Kong Jockey Club,
Bea's River Stables,
Sheung Shui (N.T.)
Hong Kong.
Senior Racing Official

(Sd.) A.M. CAPPON
15, Rhondda Road,
Kowloon.
Company Director

(Sd.) E.L. BARRETT, CAPTAIN RCT.,
414 Pack TPT TU RCT, BFP01.
Army Officer

(Sd.) GILLIAN AGAR
2. G/F., Harmonic Villa,
Nr. Fanling, N.T.'s
Married Woman

Names, Addresses and Descriptions of Subscribers

(Sd.) HELEN A. LO
110 Windsor House,
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Solicitor

(Sd.) DELLA P.H. CHAN
Jardine House,
7th floor,
Hong Kong.
Solicitor

(Sd.) ROYCE BEYNON
8 Suffolk Road,
Kowloon Tong,
Hong Kong.
Merchant

Dated the 16th day of August, 1973.

WITNESS to the above signatures:—

(Sd.) Job Young
Solicitor
Hong Kong

