

2 April 2024

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (“EGM”) of the Hong Kong Securities and Investment Institute (“HKSI Institute”) will be held at the HKSI Institute, 17/F Cambridge House, Taikoo Place, 979 King’s Road, Quarry Bay, Hong Kong on Thursday, 25 April 2024, at 5:30pm for the purpose of considering and, if thought fit, the following as Special Resolution:

“THAT the provisions of the draft Articles of Association contained in the document marked “A” attached to this Special Resolution be approved and adopted as the Articles of Association of the HKSI Institute in substitution for and to the exclusion of the existing Articles of Association of the HKSI Institute”.

Background Information for Members

In April 2023, the Companies Ordinance, Cap. 622 of the Laws of Hong Kong has been amended to expressly cater for the scenario of companies holding fully virtual general meetings without the requirement for presence of members at any physical locations; as well as a mixed mode of such virtual general meetings and members attending at physical location(s), i.e. hybrid general meetings.

The existing Articles of Association (“Existing AA”) of the HKSI Institute were adopted in 2018 and do not provide for a fully virtual general meeting. With a view to (i) bringing the Existing AA in line with such update, (ii) making other consequential and housekeeping changes, (iii) streamlining the number of proposers for nomination of candidates for Directors while upholding accountability and credibility in the election process, and (iv) enabling the Board to appoint Directors with diverse experiences and expertise to expand and complement the capabilities and perspectives of the Board, the Board proposes to adopt the new Articles of Association in substitution for, and to the exclusion of, the Existing AA with effect from the date of the passing of the relevant special resolution at the EGM.

The full text of the proposed new Articles of Association (document marked “A”) is available at “About Us > Governance > General Meeting > Extraordinary General Meeting” on the Institute’s website www.hksi.org. If a hard copy of the said proposed new Articles of Association is required, please contact egm@hksi.org, and a hard copy of that will be provided.

By order of the Board

Chairman of the Board

Important Notes:

1. Only Voting Members are entitled to vote. Voting Members include Senior Fellows, Fellow Members, Ordinary Members and Corporate Members (represented by Authorised Representatives).

2. Voting Members can choose to vote via the following means:

a) **Proxy** (Period: Tuesday, 2 April 2024 to Tuesday, 23 April 2024, 6:30pm)

Pursuant to Article 17.6 of the Articles of Association, any Voting Member of the HKSI Institute entitled to attend and vote at the EGM can appoint a **proxy** (need not be a member of the HKSI Institute) to attend and vote on his/her behalf. A Voting Member wishing to vote by proxy must complete the attached proxy form and deliver the original form, in person or by mail using the enclosed business reply envelope, to the HKSI Institute **on or before Tuesday, 23 April 2024, 6:30pm**.

b) **On-site EGM** (Period: Thursday, 25 April 2024, 5:30pm until end of EGM voting proceedings)

Voting Members who would like to attend the EGM in person are highly encouraged to register in advance. Please register at <https://bit.ly/HKSlegmApr2024> **on or before 17 April 2024, 6:00pm**. For Authorised Representatives of Corporate Members, please register by emailing us at egm@hksi.org. Confirmation emails will be sent to successful registrants by 19 April 2024.

3. The English version of this Notice shall prevail in case of any discrepancy or inconsistency between the English version and its Chinese translation.

4. Should you have any queries, please email us at egm@hksi.org.