

THE LAW SOCIETY OF HONG KONG

2022 ANNUAL GENERAL MEETING

Tuesday, 23 August 2022 at 6:15 p.m.

Rules of Meeting & Voting Arrangement for Council Election

1. **Members may not make audio, video or electronic recordings, or recordings of any other kind during this AGM.**
2. A transcript of the meeting proceedings will be made available on the Members' Zone of The Law Society website as soon as practicable after the meeting.
3. All electronic devices must be switched off or turned to silent mode to avoid any disturbance to the meeting.
4. Attendance of the AGM is strictly confined to the Law Society's members. Members will each be issued and given a Law Society sticker after they have completed the attendance registration process as evidence of their entitlement to attend the meeting. **Members MUST wear the Law Society stickers at all times during the meeting.** Members who fail to produce the Law Society stickers upon request and those who wish to leave the meeting and return later would necessitate a re-registration process for verification of their identities.
5. Before leaving the AGM venue, **members MUST return any unused voting papers they have already collected to Tricor Investor Services Limited ("Tricor")**, our appointed Scrutineers, at the designated counters located next to the exit area. They can collect the AGM papers at the designated counters upon re-entry.
6. To comply with the relevant Government Regulation and COVID-19 preventive measures relating to the AGM, and also for the well-being of those attending the meeting:
 - (a) members should take the rapid antigen test (RAT) within 24 hours of the AGM. No person will be allowed access to the AGM venue if he/she has been tested positive;

- (b) those who cannot comply with the LeaveHomeSafe and Vaccine Pass Requirements; and/or holds a “Red Code” or “Amber Code”*; and/or with a body temperature of 37.5 degrees Celsius or above, who have any flu-like or respiratory symptoms, are subject to any Hong Kong Government prescribed quarantine, or have had close contact with any person under quarantine should not attend the meeting. Infrared thermometer(s)/monitors(s) will be installed at the entrance to the AGM venue. If a body temperature of 37.5 degrees Celsius is detected, further temperature check by hand held thermometers will be arranged.

*In view of the latest announcement of the Government about the addition of the Red Code and Amber Code into the Vaccine Pass to differentiate persons with higher risk of infection, members are reminded to install the most updated version or update to the latest version of the “LeaveHomeSafe” mobile application (version 3.4.0 or above).

- (c) under the relevant Government regulations and measures, all attendees are required to, at all times when attending the meeting,
- (i) remain seated and maintain appropriate social distance with each other. In this regard, it should be noted that under the relevant Government measures and the requirements of the Hong Kong Convention and Exhibition Centre, no more than 8 consecutive seats in the same row may be occupied;
 - (ii) note that there is general prohibition on public gathering in the sense that save as mentioned in (b)(i), not more than 8 people or the number of people living in the same household, whichever is more, is allowed in each group of guests or participants, except when they are participating in a photo-taking session and wearing a mask;
 - (iii) wear surgical masks; and
 - (iv) observe good personal hygiene.

Opportunity to Speak

7. Members will be given an opportunity to express their views on any or all of the three resolutions during a single Q&A session, before voting takes place in respect of the resolutions.

8. Around 20 minutes will be allocated in aggregate for members to speak.
9. Members will receive a Q&A name card upon attendance registration. Those who would like to ask questions with respect to the resolutions placed before the meeting are invited to fill in their names on the Q&A name card and put the completed card into one of the boxes placed at the AGM venue for the Q&A session prior to the time allocated for members to speak. **Each member is entitled to submit one card only and he or she can put it in any of the boxes.**
10. When the Chairman opens the question session to the floor, he/she will draw a name from the box or invite a representative to do so. Each member can only speak once.
11. The Chairman will discard a name drawn from the box if the same member has already had the chance to speak once. A member given the opportunity to speak may decline to speak but he/she cannot transfer the opportunity to speak to another member.
12. When a member's name is called, he/she should go to the nearest stand microphone and identify himself/herself before he/she speaks.
13. The Chairman may, in the interests of the efficiency of the meeting, direct a speaker:
 - (a) to indicate concisely, if he or she wishes, that they agree with a previous speaker, in order not to repeat the same points;
 - (b) to confine the content of his or her question to matters relevant to the resolutions before the meeting;
 - (c) to stop if the time allocated for each speaker is up.

Rules for Voting Arrangements for Council Election

14. Members who have registered their attendance but who do not wish to stay for the entirety of the meeting may cast their ballots for item 3 on the Agenda at the indicated ballot boxes after the Chairman has declared the ballot boxes open for voting for Council election.

15. There are six vacancies on the Council to be filled at this AGM and we have seven candidates.
16. As there are more candidates than the number of vacancies to be filled, Article 15(e)(ii) and Article 15AA of the Society's Articles of Association will apply, i.e. the election shall be by ballot.
17. The election statements of the candidates have been circulated to all members and both the election statements and election videos of the candidates have also been posted on the Members' Zone of our website.
18. When the ballot boxes are declared open, members can vote if they have already made up their minds.
19. For the purpose of ballot voting for item 3 on the Agenda:
 - (a) each member present in person or by proxy has been distributed "ballot paper(s)";
 - (b) each member present in person has been given a ballot paper for use by him or her to vote in person on the election of Council members;
 - (c) for those who have been appointed as proxies by others, unless the appointer has also submitted a postal ballot paper and/or has recalled the proxy appointment, they will also have been given an additional ballot paper at the AGM for them to vote as proxies. If a member is acting as proxy for more than one member, he/she will have been given more than one additional ballot paper;
 - (d) members should not indicate more than 6 names on the ballot paper, otherwise the ballot paper will be disqualified;
 - (e) for proxies:
 - (i) where a member has not given any voting or abstention instructions on his or her proxy appointment form, the ballot paper given to the appointed proxy will be left blank for the proxy to complete as he or she thinks fit;

- (ii) where a member has given voting or abstention instructions on his or her proxy appointment form, the ballot paper provided for voting as proxies will have the voting or abstention instructions of the appointing member being pre-printed on the ballot paper. In voting as proxy, the proxy must follow the instructions of the appointor and shall not change any pre-printed voting or abstention instructions on the ballot paper;
 - (iii) where the appointor has not indicated that he or she wishes to vote or abstain from voting for all of the 7 candidates, but, for example, has indicated a vote for 2 candidates only, the proxy will be entitled to exercise his or her discretion to vote “for” the remaining candidates up to the total of 6 candidates. Voting for more than 6 candidates will invalidate the vote;
- (f) **Members who have already properly completed and returned a postal ballot paper or an appointment of proxy form need not complete and cast a further ballot paper at the meeting, as doing so will countermand his or her postal vote or appointment of proxy. However, if any member physically attends the meeting and wishes to change his or her vote as previously indicated in his or her postal ballot paper or appointment of proxy form, he or she may do so by completing a further ballot paper today and lodging it into one of the voting boxes.**
- (g) members do not need to sign on the ballot papers; and
 - (h) votes must be cast personally at the time when voting takes place. Members therefore cannot leave early and entrust others to physically lodge voting papers on their behalves.
20. When the Chairman declares that voting has been closed, Tricor will close the voting boxes and remove them to count the votes.
21. The meeting will be adjourned to allow Tricor to count the votes and it will be resumed for the announcement of the voting results as soon as they are ready. Members wishing to leave the meeting during the meeting adjournment should

note that any re-entry to the meeting place will necessitate a re-registration process for verification of identity.

22. The voting results will also be announced by way of a press statement to be issued to the press and posted on the Law Society's website.