NOTICE is hereby given that the 2020 Annual General Meeting of the Company will be held at Function Room No. 1, Level 3, Core E, Cyberport 3, 100 Cyberport Road, Hong Kong on 15th May 2020 at 6:30 pm.

The agenda of the meeting is as follows:

(1) Chairman’s Address

(2) To receive, consider and adopt the Audited Financial Statements and Directors’ and Auditors’ reports of the Company for the year ended 31st December 2019.

(3) To consider the re-appointment of KPMG to provide year-end audit, tax computation and return and ancillary services to the Company and its subsidiary for the year 2020 at a fee of HK$276,000.

(4) To elect one (1) Director for the Demand Class and one (1) Director for the Supply Class.

(5) As special business, to consider and, if thought fit, pass the following resolution as a special resolution:-

"THAT the Articles of Association of the Company be amended as follows:-

   (1) THAT the definition of "person" in Article 1 shall be altered and substituted as:-

        "means such persons as defined in the Interpretation and General Clauses Ordinance (Cap 1), associations, organisations or bodies ordinarily residing in Hong Kong, having a place of business or registered office in Hong Kong or otherwise registered in Hong Kong."

   (2) THAT the definition of "Service Partner" in Article 1 shall be altered and substituted as:-

        "means a person who is a reseller of any of the Registrars accredited by the Company."
(3) THAT Article 21 shall be altered and substituted as:-

"All business shall be deemed special that is transacted at an extraordinary general meeting and all that is transacted at an annual general meeting except for consideration of the accounts, balance sheets and the reports of the Directors and of the auditors, the election of the Directors in place of those retiring and appointing and fixing or authorizing the Directors to fix the remuneration of the auditors".

Dated the 23rd day of April 2020.

By Order of the Board

Wilson WONG Ka-wai
Chief Executive Officer

Notes:

1. At the Annual General Meeting, the Chairman of the meeting will exercise his power under Article 25 of the Company's Articles of Association to put the ordinary resolutions relating to items (2) and (3), and special resolution relating to item (5) to the vote by poll.

2. Prof. HUANG Erwin Steve elected by the Demand Class shall retire at the Annual General Meeting. Members of the Demand Class will elect one new Director for Demand Class at the Annual General Meeting.

3. Mr PANG Tsz Kit, Gabriel elected by the Supply Class shall retire at the Annual General Meeting. Members of the Supply Class will elect one new Director for Supply Class at the Annual General Meeting.

4. The following Directors of the Company will continue to be in office for the year 2020/2021:-
   a. Mr. CHAN Sai Ming, Simon (appointed by the HKSAR Government)
   b. Prof. CHIN Yuk Lun, Francis (appointed by the HKSAR Government)
   c. Mr. HO Wai Chung, Stephen (appointed by the HKSAR Government)
   d. Mr. KAN Kin Leung, Leo (appointed by the HKSAR Government)
   e. Dr. LEE Woon Ming, Wendy (elected by members of the Demand Class)
   f. Mr. LI Ming Pan, Ben (elected by members of Supply Class)

5. A member may appoint a proxy (whether a member or not) to attend, speak and vote at the Annual General Meeting. The proxy form must be sent to Patrick Wong C.P.A. Limited, the independent auditors by email, fax or deposited at the registered office of the independent auditors not less than 24 hours before the time appointed for holding the meeting (or the adjourned meeting as the case may be).
6. In respect of item (5), it is proposed to be adopted to clarify the definition of “person”, alter the definition of “Service Partner” to include resellers of registrars and follow the common market practice to authorize the directors to fix the remuneration of the auditors.

(In the event of any discrepancy between the English and Chinese versions of this document, the English version shall prevail.)
香港互聯網註冊管理有限公司（下稱「本公司」）

二零二零年度週年大會通知

兹通告本公司謹定於二零二零年五月十五日（星期五）下午六時三十八分假座香港數碼港 100 號數碼港 3 座 E 區 3 樓 1 號會議廳召開週年大會。

大會議程如下:

1. 主席致辭。

2. 省覽、考慮及接納截至二零一九年十二月三十一日止之經審核財務報表、董事報告及核數師報告。

3. 考慮以港幣二十七萬六千元正任命 KPMG 為公司及其附屬公司提供二零二零年度之年度核數、相關稅務計算、稅務申報服務及相關服務。

4. 選出一位公司董事代表服務提供者界別及一位公司董事代表使用者界別。

5. 作為特別事項，考慮並酌情通過以下特別決議案：

「動議：

本公司之組織章程細則將作以下修改：

(1) 組織章程第 1 項有關 "person" 的定義更改為：

"means such persons as defined in the Interpretation and General Clauses Ordinance (Cap 1), associations, organisations or bodies ordinarily residing in Hong Kong, having a place of business or registered office in Hong Kong or otherwise registered in Hong Kong."

(2) 組織章程第 1 項有關 "service partner" 的定義更改為：

"means a person who is a reseller of any of the Registrars accredited by the Company."
(3) 組織章程第 21 項更改為：
“All business shall be deemed special that is transacted at an extraordinary general meeting and all that is transacted at an annual general meeting except for consideration of the accounts, balance sheets and the reports of the Directors and of the auditors, the election of the Directors in place of those retiring and appointing and fixing or authorizing the Directors to fix the remuneration of the auditors.”

日期：二零二零年四月二十三日

承董事局命

行政總裁
黃家偉

附註：
(一) 於週年大會上，大會主席將行使本公司組織章程第二十五條下之權力，將上述事項 2 及 3 之普通決議案以投票表決方式投票及上述事項 5 特別決議案以投票表決方式投票。

(二) 代表使用者界別的黃岳永教授會於今屆週年大會卸任。使用者界別的會員將於週年大會上選出一位新公司董事代表使用者界別。

(三) 代表服務提供者界別的彭子傑先生會於今屆週年大會卸任。服務提供者界別的會員將於週年大會上選出一位新公司董事代表服務提供者界別。

(四) 2020/2021 年度續任的公司董事如下：
甲. 陳細明先生(由政府委任)
乙. 錢玉麟教授(由政府委任)
丙. 何偉中先生(由政府委任)
丁. 簡堅良先生(由政府委任)
戊. 李煥明博士 (由使用者界別選出)
己. 李銘斌先生 (由服務提供者界別選出)

(五) 會員可委派代表出席、發言及投票。代表人毋須為本公司會員。會員最遲須於大會或其延會指定舉行時間 24 小時前將代表委託書電郵、傳真或送達獨立核數師黃龍德會計師事務所有限公司的辦事處，方為有效。

(六) 本公司建議採納議程第 (5) 項所述，將闡明「人員(person)」的定義、修改「合作夥伴 (Service Partner)」的定義以包含註冊服務商的轉售商、及根據市場慣例授權董事釐定核數師的報酬。

(若本文件的英文及中文版本有任何抵觸或不相符之處，一概以英文版本為準。)