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COURAGE INVESTMENT GROUP LIMITED 勇利投資集團有限公司

(Incorporated in Bermuda with limited liability)
(Hong Kong Stock Code: 1145)
(Singapore Stock Code: CIN)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the "SGM") of Courage Investment Group Limited (the "Company") will be held at Room 1804A, 18/F., Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong and via video conference at Wangz Business Centre, 7 Temasek Boulevard, The Penthouse #44-01, Suntec Tower One, Singapore 038987 on Tuesday, 19 February 2019 at 2:30 p.m., for the purpose of considering and, if thought fit, passing, with or without amendment(s), the following resolution as an ordinary resolution:

"THAT:

(a) the sale and purchase agreement dated 16 November 2018 and a supplemental agreement dated 16 January 2019 (together the "Agreement") between Peak Prospect Global Limited, as purchaser and Mr. Suen Cho Hung, Paul (the "Vendor"), as vendor in relation to the acquisition of (i) the entire issued share capital of Polyworld Marine Corp. (the "Target") and (ii) the shareholder's loan owing by the Target to the Vendor as at the completion of the Agreement (a copy of which was tabled at the meeting marked "A" and signed by the Chairperson of the meeting for the purpose of identification) at the maximum consideration of US\$11,500,000 and the transactions contemplated thereunder, and the reimbursement to the Vendor in the maximum amount of US\$50,000 under the Agreement be and are hereby confirmed and approved; and

(b) the directors of the Company be and are hereby authorised to complete and do all such acts and things including, without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents as he/she or they may consider necessary, desirable or expedient to give full effect to this resolution."

By Order of the Board

Courage Investment Group Limited

Sue Ka Lok

Chairman

Hong Kong and Singapore, 29 January 2019

Principal place of business in Hong Kong: Suite 1510, 15th Floor Great Eagle Centre 23 Harbour Road Wanchai

Hong Kong

Registered Office: Clarendon House 2 Church Street Hamilton HM 11

Bermuda

Notes:

- 1. A shareholder entitled to attend and vote at the SGM and who holds two or more shares is entitled to appoint no more than two proxies to attend and vote on his/her/its behalf provided that if the shareholder is The Central Depository (Pte) Limited ("CDP") or a clearing house (or its nominee(s)), CDP or the clearing house (or its nominee(s)) (as the case may be) may appoint more than two proxies to attend and vote at the SGM and each proxy shall be entitled to exercise the same powers on behalf of CDP or the clearing house (or its nominees) could exercise. A proxy need not be a shareholder of the Company. The appointment of a proxy by a shareholder does not preclude him/her/it from attending and voting in person at the SGM or any adjourned meeting thereof (as the case may be) if he/she/it so wishes and in such event, the instrument appointing the proxy shall be deemed to be revoked.
- 2. A shareholder in Hong Kong who wishes to appoint a proxy should complete the Hong Kong Proxy Form as enclosed with the circular of the Company dated 29 January 2019 (the "Hong Kong Proxy Form"). Thereafter, the Hong Kong Proxy Form must be lodged at the office of the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding of the SGM or any adjourned meeting thereof (as the case may be).
- 3. A shareholder in Singapore who wishes to appoint a proxy should complete the Singapore Proxy Form as enclosed with the circular of the Company dated 29 January 2019 (the "Singapore Proxy Form"). Thereafter, the Singapore Proxy Form must be lodged at the office of the Company's Singapore share transfer agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not less than 48 hours before the time appointed for holding of the SGM or any adjourned meeting thereof (as the case may be).
- 4. For the avoidance of doubt, the Singapore Proxy Form should not be used by depositors who hold shares through an account with the CDP (the "Depositor(s)"). Depositors who wish to attend and vote at the SGM should refer to paragraphs 5 and 6 below.

- 5. (i) A Depositor which is a corporation and who wishes to attend and vote at the SGM or (ii) an individual Depositor who is unable to attend personally but wishes to appoint a person(s) to attend and vote on his/her/its behalf, should complete, sign and return the attached Depositor Proxy Form in accordance with the instructions printed thereon as soon as possible and in any event, so as to arrive the office of the Company's Singapore share transfer agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not less than 48 hours before the time appointed for holding of the SGM or any adjourned meeting thereof (as the case may be).
- 6. A Depositor (other than Depositors which are corporations) holding shares through the CDP and whose name appears in the Depository Register (as defined in Section 81SF of the Securities and Futures Act of Singapore) as at a time not earlier than 48 hours before the time appointed for holding of the SGM or any adjourned meeting thereof (as the case may be) and who wishes to attend and vote at the SGM may do so as CDP's proxy without having to complete or return any form of proxy.
- 7. The instrument appointing a proxy shall be in writing under the hand of the appointor or by his/her/its attorney duly authorised in writing. If a shareholder or Depositor is a corporation, the instrument appointing a proxy must be executed under seal or the hand of its duly authorised officer or attorney.
- 8. For shareholders in Hong Kong, in order to be eligible to attend and vote at the SGM, all unregistered holders of the shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 12 February 2019.
- 9. Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share(s) as if he/she/it was solely entitled thereto, but if more than one of such joint holders are present at the SGM, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members in respect of the share(s) shall be accepted to the exclusion of the votes of the other registered holders.
- 10. In the event of inconsistency, the English text of this notice shall prevail over the Chinese text.

As at the date of this announcement, the Board of Directors of the Company comprises one Non-executive Director, namely, Mr. Sue Ka Lok (Chairman), three Executive Directors, namely, Mr. Zhang Liang (Chief Executive Officer), Ms. Wang Yu and Ms. Wan Jia; and three Independent Non-executive Directors, namely Mr. Zhou Qijin, Mr. To Yan Ming, Edmond and Mr. Pau Shiu Ming.