

# **COURAGE INVESTMENT GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*

(the “Company”)

MINUTES OF THE SPECIAL GENERAL MEETING OF THE COMPANY HELD WITH A COMBINATION OF AN IN-ROOM MEETING AT ROOM 2113, 21ST FLOOR, GREAT EAGLE CENTRE, 23 HARBOUR ROAD, WANCHAI, HONG KONG AND AN ONLINE VIRTUAL MEETING VIA ELECTRONIC FACILITIES AT 11:00 A.M. ON THURSDAY, 28 APRIL 2022

---

Directors Present : As per attendance sheet  
Shareholders Present : As per attendance sheet  
In Attendance : As per attendance sheet

## 1. CHAIRMAN

Mr. Sue Ka Lok was elected Chairman of the meeting (the “Meeting”) in accordance with Bye-law 62 of the Bye-laws of the Company (the “Bye-laws”).

## 2. MEETING PROCEEDINGS

References were made to the circular of the Company dated 31 March 2022 (the “Circular”) and the notice of special general meeting of the Company dated the same date included therein. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

The Chairman reported that a quorum was present. The Chairman then declared that the Meeting was duly convened and constituted. The Chairman explained the procedures for demanding a poll by the Shareholders of the Company in accordance with Appendix 14 “Corporate Governance Code” to the Listing Rules. The Chairman explained that (i) pursuant to Rule 13.39(4) of the Listing Rules, all votes of the Shareholders at the general meetings must be taken by poll save for purely procedural or administrative matters; (ii) he would therefore demand a poll for the resolution put to the vote of the Meeting pursuant to Bye-law 65 of the Bye-laws; and (iii) the Company had appointed Tricor Investor Services Limited, its Hong Kong branch share registrar and transfer office, to conduct the poll and act as the scrutineer at the Meeting. The Chairman reported that due notice of the Meeting (the “Notice”) had been given to all the Shareholders and the Notice was taken as read.

The Chairman explained that due to the COVID situation in Hong Kong and Singapore, the proceedings of the Meeting would be conducted through a combination of an in-room meeting and an online virtual meeting via the e-Meeting System provided by Tricor Investor Services Limited, the Company’s Hong Kong branch share registrar and transfer office. Shareholders would be able to watch the Meeting proceedings through the e-Meeting System and submit questions via mobile phone, tablet or computer device. Shareholders in Hong Kong would cast their votes through the e-Meeting System, and Shareholders or Depositors in Singapore would cast their votes by submitting completed and signed voting slips to Boardroom Corporate & Advisory Services Pte. Ltd. within 2 hours upon the close of the Meeting.

The Chairman reported that in his capacity as Chairman of the Meeting, he had been appointed as a proxy for certain Shareholders, including Shareholders and/or Depositors in Singapore and that he had voted in accordance with their instructions, which had been accounted for in the polling for the resolution to be voted at the Meeting.

3. MAJOR TRANSACTION – DISPOSAL OF PROPERTY

IT WAS RESOLVED THAT the following resolution was duly passed as an ordinary resolution:

“THAT:

- (i) the disposal (“Disposal”) of the property located at Unit 1801 on 18th Floor of West Tower, Shun Tak Centre, Nos. 168-200 Connaught Road Central, Hong Kong for a consideration of HK\$68,300,000 (equivalent to approximately US\$8,756,000), as contemplated under the conditional provisional agreement for sale and purchase dated 9 February 2022 (the “Provisional Agreement”) and the conditional formal agreement for sale and purchase dated 14 March 2022 (the “Formal Agreement”) entered into between Courage Marine Property Investment Limited, an indirect wholly-owned subsidiary of the Company, as vendor and Mutual Champion Investment Limited as purchaser (a copy of the Provisional Agreement and the Formal Agreement were tabled at the meeting and marked “A” and “B” respectively, and signed by the Chairman of the meeting for identification purpose), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (ii) the directors of the Company be and are hereby authorised to implement and take all such necessary steps and do all such acts and things and execute all such documents (including under seal, where applicable) which they consider necessary, desirable or expedient to give effect to the Disposal and to agree with such variation, amendment or waiver with respect to the Provisional Agreement and/or the Formal Agreement as, in the opinion of the directors, in the interests of the Company and its shareholders as a whole.”

4. CLOSE OF MEETING

There being no further business, the Chairman declared the Meeting closed.

Confirmed as true record of proceedings held

Sue Ka Lok  
Chairman