

**LONDON ASIA CAPITAL PLC**  
**(COMPANY NUMBER: 03784771)**

**NOTICE OF ANNUAL GENERAL MEETING OF LONDON ASIA CAPITAL PLC**

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NOTICE IS HEREBY GIVEN that the Annual General Meeting of London Asia Capital plc (the "Company") will be held at the Manhattan Suite, Millennium Hotel, 44 Grosvenor Square, London W1K 2HP on Monday 29th June 2015 at 2.00 p.m. to consider, and if thought fit, pass the following resolutions ("Resolutions"), which are to be proposed as ordinary resolutions:

**ORDINARY RESOLUTIONS**

1. **TO** receive and adopt the audited accounts of the Company for the year ended 31 December 2014 and the reports of the directors and auditors therein.
2. **TO** re-appoint Moore Stephens LLP as auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which accounts are laid before the Company.
3. **TO** authorise the directors to agree the remuneration of the auditors.
4. **TO** re-appoint Paul Bobroff as a director who, having been appointed since the last annual general meeting, retires in accordance with article 21(a) of the Company's articles of association and who, being eligible, offers himself for re-appointment.
5. **TO** appoint Li Jiawei as a director in accordance with article 20(a) of the Company's articles of association.

By order of the Board

**Fenton William Higgins**  
*Company Secretary*

*Registered office*

1st Floor  
No. 6, Grosvenor Street  
London  
W1K 4PZ

Dated 28th May 2015

**Notes:****Right to Appoint a Proxy**

1. Members entitled to attend and vote at the Annual General Meeting are entitled to appoint some other person(s) of their choice as their proxy to exercise all or any of their rights to attend, speak and vote (on a show of hands and on a poll) on their behalf at the Annual General Meeting. A proxy need not be a member of the Company, but must attend the meeting to represent you.
2. A member may appoint more than one proxy, provided that each proxy is appointed to exercise the rights attached to different shares. A member may not appoint more than one proxy to exercise rights attached to the same shares.
3. A proxy form, which may be used to make such appointment and give proxy instructions, accompanies this notice. If you do not receive a proxy form and believe that you should have one, please contact David Fordham, on 020 7647 9944 from within the UK or on +44 (0)20 7647 9944 if calling from outside the UK.

**Procedure for Appointing a Proxy**

4. If you wish to appoint multiple proxies, please contact David Fordham using the contact details in note 3 to request additional proxy forms. Alternatively, the enclosed proxy form may be photocopied and completed.
5. To be effective, any proxy form must be completed, signed and received by the Company Secretary, London Asia Capital plc, 1st Floor, No. 6 Grosvenor Street, London, W1K 4PZ either by post or (during normal business hours only) by hand no later than 48 hours before the time for holding the Annual General Meeting (or any adjourned meeting). It should be accompanied by any power of attorney or other authority under which it is signed (or a copy of such power or authority notarially certified or certified in some other way approved by the Company's board of directors).
6. Proxy forms may **not** be submitted via the Company's website or via any e-mail address set out on the Company's website.
7. The return of a completed proxy form will not prevent a member from attending the Annual General Meeting and voting in person.
8. In the case of joint holders, the signature of only one of the joint holders is required on the proxy form, but the names of all joint holders should be stated. The vote (whether in person or by proxy) of the first named on the register of members of the Company will be accepted to the exclusion of the other joint holders.
9. In the case of a corporation, the proxy form must be executed under its common seal or signed on its behalf by a duly authorised officer or an attorney for the corporation.
10. A "Withheld" option is provided on the proxy form to enable you to instruct your proxy not to vote on any particular resolution. However, it should be noted that a "Withheld" in this way is not a vote in law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.

**Corporate Representatives**

11. A member which is a corporation is entitled to appoint one or more persons to act as the corporate representative or representatives at the meeting and to exercise the same powers on behalf of the corporation as the corporation could exercise if it were an individual member.

**Communication**

12. You may not use any electronic address provided either in this Notice or any related documents (including the proxy form) to communicate with the Company for any purposes other than those expressly stated.

**Changing proxy instructions**

13. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.
14. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact David Fordham using the contact details in note 3.
15. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

**Documents on display**

16. A copy of the articles of association of the Company is available for inspection at the offices of the Company, 1st Floor, No. 6 Grosvenor Street, London, W1K 4PZ during usual business hours on any weekday (Saturday, Sunday and public holidays excluded) from the date of this Notice until the Annual General Meeting and will be available for inspection at the place of the Annual General Meeting for at least 15 minutes prior to and during the Annual General Meeting.