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## **HARMONY ASSET LIMITED**

**亨亞有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

(HKEX Stock Code: 428)

(TSX Trading Symbol: HAR)

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of Harmony Asset Limited (the “Company”) will be held at Room 1902, Cheung Kong Centre, 2 Queen’s Road Central, Hong Kong on 31st day, May 2013 at 9:15 a.m. for the purposes of considering and, if thought fit, passing (with or without amendments) the following resolution:

#### **ORDINARY RESOLUTION**

**“THAT:**

- (a) the Investment Management Agreement and the Supplemental Agreement (as defined in the circular dated 10 May 2013 (the “Circular”) despatched to the shareholders of the Company together with this notice of extraordinary general meeting), copies of which has been produced to the meeting marked “A” and “B” respectively and signed by the chairman of the meeting for identification purpose, and the transactions contemplated therein be and are hereby generally and unconditionally approved and the directors of the Company be and are hereby authorized to do such acts and things and deliver all documents under the common seal of the Company, if necessary, as they may consider necessary, desirable or expedient in connection with the transactions contemplated under the Investment Management Agreement and the Supplemental Agreement ; and

\* *For identification purpose only*

- (b) the annual caps for the remuneration payable by the Company to Harmony Asset Management Limited under the Investment Management Agreement and the Supplemental Agreement is limited as follows:

	<b>Management fee (HK\$)</b>	<b>Incentive Fee (HK\$)</b>	<b>Total (HK\$)</b>
For the period from the Renewal Date to 31 December 2103	2,911,523	2,830,502	5,742,025
For the year ended 31 December 2014	5,690,073	4,827,726	10,517,799
For the year ended 31 December 2015	6,414,232	4,827,726	11,241,958
For the period from 1 January 2016 to 31 May 2016	2,769,570	1,991,767	4,761,337

By Order of the Board  
**HARMONY ASSET LIMITED**  
**Lee Fong Lit David**  
*Chairman*

Hong Kong, 10 May 2013

*Notes:*

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and on a poll, vote in his stead. A proxy need not be a member of the Company.
2. In order to be valid, a form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must be deposited with either (i) at Computershare Hong Kong Investor Services Ltd., the share registrar of the Company, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong or (ii) Computershare Investor Services Inc., the branch share registrar of the Company in Canada at 100 University Ave., Toronto, Ontario, M5J 2Y1, not less than 24 hours before the time appointed for holding the meeting or any adjournment thereof.
3. As at the date of this notice, the Board comprises four executive directors, namely, Mr. Lee Fong Lit, David, Dr. Chow Pok Yu, Augustine, Mr. Chan Shuen Chuen, Joseph and Mr. Cheng Ming Shun; and three independent non-executive directors, namely, Mr. Tong Kim Weng, Kelly, Mr. Ho Man Kai, Anthony and Dr. Wong Yun Kuen.