

Hermes Pacific Investments plc

(Incorporated and registered in England and Wales with No: 05239281)

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Hermes Pacific Investments plc (the "Company") will be held at the offices of 22 Great James Street, London WC1N 3ES, at 11 am on 30 October 2013 at for the purpose of considering and, if thought fit, passing the following resolutions, of which Resolutions 1 to 4 will each be proposed as an ordinary resolution and Resolution 5 will be proposed as a special resolution.

ORDINARY RESOLUTIONS

- 1 To receive the report and accounts of the Company for the period to 31 March 2013.
- 2 To re-appoint BSG Valentine Associates as auditors and to authorise the Directors to fix their remuneration.
- 3 To re-elect John Richard Berry as a Director of the Company.
- 4 To authorise the Directors, pursuant to and in accordance with section 551 of the Companies Act 2006 (the "Act") to exercise all powers of the Company to allot ordinary shares in the capital of the Company and grant rights to subscribe for or convert any security into ordinary shares up to a maximum aggregate nominal value of £5,000,000 provided that such authority shall expire on the fifth anniversary of the date of this resolution, except that the Directors may, before such expiry, make offers or agreements which would or might require ordinary shares to be allotted or rights to be granted after such expiry and allot ordinary shares or grant rights in pursuance of such offers or agreements.

SPECIAL RESOLUTIONS

5. To authorise the Directors, pursuant to and in accordance with section 570 and 573 of the Act, to allot equity securities (as defined in section 560 of the Act) for cash as if sub-section 561 of the Act did not apply to the allotment of equity securities pursuant to the authority conferred on them under section 551 of the Act up to the aggregate nominal value of £5,000,000, such power to expire on the fifth anniversary of the date of this resolution (but so as to enable the Company, before the expiry of such power, to make offers or agreements which would or might require equity securities to be allotted after such expiry and to enable them to allot equity securities for cash pursuant to such offers or agreements as if the power conferred thereby had not expired).

By Order of the Board

Haresh Kanabar

Non-Executive Chairman

Registered Office:

22 Great James Street,
London WC1N 3ES

1. Only holders of ordinary shares, or their duly appointed representatives, are entitled to attend, vote and speak at the meeting.

2. A member entitled to attend, speak and vote at the above meeting is entitled to appoint one or more proxies to attend, speak and vote instead of him. A proxy need not also be a member of the Company. You may appoint more than one proxy provided each proxy is appointed to exercise rights attaching to different shares.
 3. A form of proxy is enclosed¹. To be valid forms of proxy (together with any power of attorney or other authority under which it is signed or a certified copy of such power of attorney) must be deposited with the Company, by 11 am on 28 October 2013. Completion of the proxy does not preclude members from subsequently attending and voting at the meeting in person if they should so wish.
 4. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Register of Members of the Company as at the close of business on the day which is two days before the date of the meeting (or, if the meeting is adjourned, those members registered on the Register of Members of the Company as at the close of business on the day which is two days before the date of the adjourned meeting) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. Subsequent changes to entries on the register after this time shall be disregarded in determining the rights of any persons to attend and/or vote at the meeting.
 5. In the case of joint holders, the signature of only one of the joint holders is required on the form of proxy, but the vote of the first named on the Register of Members of the Company will be accepted to the exclusion of other joint holders.
 6. In the case of a corporation, the form of proxy must be executed under its common seal or signed on its behalf by a duly authorised attorney or duly authorised officer of the corporation.
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