

Dear Shareholder

I am pleased to invite you to the Annual General Meeting (“**AGM**”) of Platinum Asia Investments Limited (the “**Company**”), which will take place at **10:00am (AEDT) on Wednesday, 1 November 2017 at Museum of Sydney, corner of Phillip & Bridge Streets, Sydney, NSW.**

Enclosed are the Notice of Meeting, Explanatory Memorandum, important Voting Information and Proxy Form. The Board advises shareholders that there are a number of important resolutions to be considered at the AGM and recommends that shareholders read the Notice of Meeting carefully. In particular, shareholders will be asked to vote on the re-election of Ian Hunter as a Director and adoption of the 2017 Remuneration Report. A summary of the 2017 Remuneration Report is outlined in the Explanatory Memorandum on page 2.

If you decide to attend the meeting, please bring this letter with you to facilitate registration prior to the meeting.

If you are unable to attend the meeting, you may appoint a proxy. You can do so by completing the enclosed Proxy Form and returning it in the enclosed reply paid envelope (for Australian residents only) or faxing it (+612 9287 0309) to the Company’s Share Registrar. Alternatively, you can appoint a proxy online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au). You must appoint your proxy (online or by returning the Proxy Form to the Company’s Share Registrar) so that it can be received no later than **10:00am (AEDT) on Monday, 30 October 2017.**

Corporate shareholders may appoint an individual representative to attend the AGM on the corporate entity’s behalf. Such representatives must bring their authorities of appointment to the AGM. An Appointment of Corporate Representation Form is available from the Company’s Share Registrar or may be printed from: [www.linkmarketservices.com.au/corporate/InvestorServices/Forms](http://www.linkmarketservices.com.au/corporate/InvestorServices/Forms).

You may submit questions in advance of the meeting by emailing [invest@platinum.com.au](mailto:invest@platinum.com.au).

Yours faithfully

Joanne Jefferies  
Company Secretary  
18 September 2017

## Notice of Annual General Meeting 2017

Notice is given that the Annual General Meeting (“AGM”) of Platinum Asia Investments Limited (the “Company”) will be held at the **Museum of Sydney, corner of Phillip & Bridge Streets, Sydney, NSW** on **Wednesday, 1 November 2017** commencing at **10:00am (AEDT)**. The business to be considered at the AGM is set out below. The Notice of Meeting should be read in conjunction with the accompanying Explanatory Memorandum.

### ORDINARY BUSINESS

#### A. Consideration of Financial and Statutory Reports

To consider the Financial Report of the Company, the Directors’ Report and Auditor’s Report for the financial year ended 30 June 2017.

#### B. Re-appointment of Directors

##### Resolution 1: Re-election of Ian Hunter as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

*‘That Ian Hunter, retiring from the office of Director in accordance with rule 53(b) of the Company’s Constitution and being eligible for re-election, be re-elected as a Director of the Company.’*

#### C. Remuneration Report

##### Resolution 2: Adoption of the Remuneration Report

To consider and, if thought fit, to pass the following resolution (which is advisory):

*‘That the Remuneration Report of the Company for the financial year ended 30 June 2017 be adopted.’*

Refer to the Explanatory Memorandum for further information on the resolutions.

### EXPLANATORY MEMORANDUM

#### Introduction

The Explanatory Memorandum is intended to provide shareholders with important background information in relation to each item of business. It should be read in conjunction with the Notice of Meeting.

#### Financial and Statutory Reports (Not voted on)

The Financial Report and the Reports of the Directors and the Auditor for the financial year ended 30 June 2017 will be laid before the AGM, as required by section 317 of the *Corporations Act 2001* (Cth) (the “**Corporations Act**”). The Corporations Act does not require a vote of shareholders on these reports.

The Company’s 2017 Annual Report (which includes the Directors’, Auditor’s and Financial Reports) is available on the Company’s website at: [www.platinum.com.au/our-funds/platinum-asia-investments-limited/#FinancialStatements](http://www.platinum.com.au/our-funds/platinum-asia-investments-limited/#FinancialStatements)

During this item of business, shareholders will be given reasonable opportunity to ask questions and make comments in relation to the financial and statutory reports, the business and management of the Company.

Shareholders will also be given a reasonable opportunity to ask a representative of the Company’s auditor, PricewaterhouseCoopers, questions relevant to the conduct of the audit, the preparation and content of the Auditor’s Report, the accounting policies adopted by the Company in the preparation of financial statements and/or the independence of the auditor in relation to the conduct of the audit.

# Notice of Annual General Meeting 2017 (continued)

## Resolution 1: Retirement and Re-election of Director

Rule 53(a) of the Company's Constitution provides that a Director of the Company may not hold office for a continuous period in excess of three years or past the conclusion of the third annual general meeting following the Director's last election or re-election, whichever is the longer, without submitting for re-election by the Company. Rule 53(b) provides that if no Director is required to submit for election or re-election at the AGM but the Listing Rules require that an election of Directors be held, the Director to retire at the AGM must be the Director who has been longest in office since last being elected or if all Directors were elected on the same day, the Director to retire must be determined by Directors' agreement or in the absence of agreement, by drawing lots.

ASX Listing Rule 14.5 requires the Company to hold an election of Directors at each AGM. This rule applies even if no Director is required to stand for re-election at the AGM under the Company's Constitution.

The Board has agreed that Ian Hunter will stand for re-election at this year's AGM.

Mr Hunter joined the Board as an independent and Non-Executive Director and Chairman of the Audit, Risk & Compliance Committee on 24 June 2015.

Mr Hunter is retiring from office, and in accordance with ASX Listing Rule 14.5 and rule 53(b) of the Company's Constitution, offers himself for re-election. A summary of Mr Hunter's qualifications and experience is detailed below.

### Mr Hunter BA, LLB, MBA

Mr Hunter has been in the finance and investment industry since 1975. Mr Hunter worked at several banks, most recently as a Director and Executive Vice President of Bankers Trust Australia. Mr Hunter has held various directorships of listed companies, including Etrade Australia Limited and Rubik Financial Limited. Mr Hunter is a Director of Ironbark Capital Limited.

## Recommendation

The Directors (other than Mr Hunter) recommend that shareholders vote in favour of Resolution 1.

## Resolution 2: Adoption of Remuneration Report for the year ended 30 June 2017

The Remuneration Report of the Company for the financial year ended 30 June 2017 forms part of the Directors' Report and is set out on pages 19 to 22 of the Company's 2017 Annual Report, which is available on the Company's website at: [www.platinum.com.au/our-funds/platinum-asia-investments-limited/#FinancialStatements](http://www.platinum.com.au/our-funds/platinum-asia-investments-limited/#FinancialStatements).

A summary of the Remuneration Report for the financial year ended 30 June 2017 is as follows:

- The Company has three Directors, and these were the only personnel remunerated by the Company during the year.
- The remuneration paid by the Company to the Chairman was \$65,700 (including superannuation).
- The remuneration paid by the Company to each of the other Non-Executive Directors was \$60,225 (including superannuation).
- The Company does not pay bonuses to any of its Directors.

Shareholders will be given reasonable opportunity at the AGM to ask questions about, and comment on, the Remuneration Report.

A 25% or higher "no" vote on the remuneration report at an AGM triggers a reporting obligation on a listed company to explain in its next Annual Report how shareholders' concerns have been addressed.

The Board encourages shareholders to read the 2017 Remuneration Report and vote on the important resolution.

## Recommendation

The Directors recommend that shareholders vote in favour of Resolution 2.

Key Management Personnel of the Company and their Closely Related Parties (listed in the Voting Information section on the following page) are prohibited from voting on Resolution 2. The Key Management Personnel of the Company are the Directors of the Company.

## VOTING INFORMATION

### Entitlement to attend and vote at the AGM

The Company has determined that for the purposes of ascertaining entitlements to attend and vote at the AGM, the shares in the Company on issue as at **7:00pm (AEDT) on Monday, 30 October 2017** will be taken, for the purpose of the AGM, to be held by the persons who hold them as registered members ("**Shareholders**") at that time.

### Voting Exclusion Statement

The Company will disregard any votes cast on Resolution 2 by Key Management Personnel of the Company whose remuneration details are included in the Remuneration Report ("**KMP**"), or by a Closely Related Party of any such person ("**CRP**"), including any votes cast by a proxy holder for KMP or their CRPs.

However, the Company need not disregard a vote if:

- it is cast by a KMP (including the Chair of the AGM) or their CRPs as proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form; or
- it is cast by the Chair of the AGM as proxy for a person who is entitled to vote (other than KMP or their CRPs), and the proxy appointment expressly authorises the Chair to exercise the proxy as the Chair decides.

The **Key Management Personnel** of the Company are those persons having authority and responsibility for planning, directing and controlling the activities of the Company either directly or indirectly, including any director of the Company (whether executive or otherwise). The Key Management Personnel of the Company are its current Directors.

A **Closely Related Party** of a member of the Key Management Personnel means:

- a spouse or child of the member;
- a child of the member's spouse;
- a dependent of the member or of the member's spouse;
- anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the Company; or
- a company that the member controls.

A summary of the voting exclusions are set out in the table below.

Resolution	Who is excluded from voting on the Resolution?		
	As a shareholder	As holder of a directed proxy	As holder of an undirected proxy
1. Re-appointment of Ian Hunter as a Director.	No exclusions.	No exclusions.	No exclusions.
2. Adoption of the Remuneration Report.	KMP and their CRPs.	Proxy holder for KMP and their CRPs.	Proxy holder for KMP and their CRPs.  KMP and their CRPs as proxy holders for shareholders BUT Chair is not excluded if appointed and authorised by a shareholder (who is not a KMP or one of their CRPs) to vote as the Chair decides.

### Proxies

A shareholder, who is entitled to attend and vote at the AGM, may appoint a proxy to attend and vote at the AGM on the shareholder's behalf. A proxy may be an individual or body corporate and is not required to be a shareholder of the Company. A shareholder, who is entitled to cast two or more votes at the AGM, may appoint two proxies and may specify the percentage or number of votes each proxy is appointed to exercise. Where a shareholder appoints two proxies but does not specify the percentage or number of votes each proxy may exercise, each proxy may exercise half of the appointing shareholder's votes. Fractions of votes will be disregarded.

A shareholder may direct the shareholder's proxy on how to vote on the proposed resolutions by following the instructions on the Proxy Form that accompanies this Notice of Meeting. If the shareholder appointing the proxy directs the proxy on how to vote on a proposed resolution, then the proxy may only vote in the way directed. If the shareholder does not direct the proxy on how to vote on a proposed resolution, then the proxy may vote on that resolution as the proxy thinks fit subject to the voting exclusions outlined above.

# Notice of Annual General Meeting 2017 (continued)

Under the Corporations Act, the Chair of the AGM is able to vote undirected proxies on the Remuneration Report resolution (**Resolution 2**) if:

- the vote is not cast on behalf of a member of the KMP whose remuneration details are included in the Remuneration Report, or a CRP of such a member; and
- the proxy appointment expressly authorises the Chair to exercise the proxy as the Chair decides.

If you appoint any other member of the Board of Directors or their CRPs as your proxy, they will not be able to vote on Resolution 2, unless you have directed them how to vote.

If you wish to appoint a proxy, you must complete the Proxy Form accompanying this Notice of Meeting and lodge your proxy using one of the following methods:

By Mail: Link Market Services Limited  
(using the reply paid Locked Bag A14  
envelope for Australian Sydney South NSW 1235  
residents only)

By Fax: Link Market Services Limited  
+61 2 9287 0309

In Person: Link Market Services Limited  
Level 12, 680 George Street  
Sydney NSW 2000

Online: Vote online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) by following the instructions. You will need your Securityholder Reference Number ("SRN") or Holder Identification Number ("HIN"), which is set out on the enclosed Proxy Form.

Mobile: By scanning the QR code on the attached Proxy Form. To scan the QR code you will need a QR code reader application, which can be downloaded for free on your mobile device. You will also need your SRN or HIN.

The Proxy Form must be received by Link Market Services by no later than **10:00am (AEDT) on Monday, 30 October 2017**. Proxies received after that time will not be effective for the AGM.

## Attending the meeting in person

Eligible shareholders may attend the meeting and vote in person.

You do not need to submit a Proxy Form, if you are attending the meeting in person.

You may still attend the meeting and vote in person even if you have appointed a proxy. You will be provided with a voting card on the day. If you have previously submitted a Proxy Form, your attendance will cancel your proxy vote/appointment (unless you instruct the Company or Link Market Services otherwise) whilst you are present at the AGM.

Please bring your personalised Proxy Form with you as it will help you to register your attendance at the AGM. If you do not bring your Proxy Form with you, you can still attend the AGM but representatives from Link Market Services will need to verify your identity.

## Corporate Representatives

A body corporate, which is a shareholder or has been appointed as a proxy of a shareholder, may appoint an individual to act as its representative at the AGM. The appointment must comply with the requirements of section 250D of the Corporations Act. An Appointment of Corporate Representation Form is available from the Company's Share Registrar (phone 1300 554 474 or +61 2 8280 7100) or online at [www.linkmarketservices.com.au/corporate/InvestorServices/Forms](http://www.linkmarketservices.com.au/corporate/InvestorServices/Forms).

The representative must bring to the AGM the completed form or evidence of his or her appointment (including the authority under which the appointment is signed).

## Shareholder Questions

Questions that are relevant to the business of the AGM (as outlined in this Notice of Meeting) and to be addressed at the AGM can be emailed to [invest@platinum.com.au](mailto:invest@platinum.com.au).

By the order of the Board of Directors

Joanne Jefferies  
Company Secretary  
18 September 2017

**LODGE YOUR VOTE**

 **ONLINE**  
[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

 **BY MAIL**  
Platinum Asia Investments Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235 Australia

 **BY FAX**  
+61 2 9287 0309

 **BY HAND**  
Link Market Services Limited  
Level 12, 680 George Street,  
Sydney NSW 2000

 **ALL ENQUIRIES TO**  
Telephone: +61 1300 554 474



**X99999999999**

**PROXY FORM**

I/We being a member(s) of Platinum Asia Investments Limited and entitled to attend and vote hereby appoint:

**APPOINT A PROXY**

**the Chairman of the Meeting (mark box)**

**OR** if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate you are appointing as your proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **10:00am on Wednesday, 1 November 2017 at Museum of Sydney, corner of Phillip and Bridge Streets, Sydney NSW (the Meeting)** and at any postponement or adjournment of the Meeting.

**Important for Resolution 2:** If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolution 2, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

**The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.**

**VOTING DIRECTIONS**

**Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an .**

**Resolutions**

	For	Against	Abstain*
1 Re-election of Ian Hunter as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

 \* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

**SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED**

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).



## HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

### YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

### APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

### DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolution is connected directly or indirectly with the remuneration of KMP.

### VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- return both forms together.

### SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

**Individual:** where the holding is in one name, the holder must sign.

**Joint Holding:** where the holding is in more than one name, either shareholder may sign.

**Power of Attorney:** to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

### CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au).

### LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am on Monday, 30 October 2017**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



#### ONLINE

[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form).



#### BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

#### QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



#### BY MAIL

Platinum Asia Investments Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235  
Australia



#### BY FAX

+61 2 9287 0309



#### BY HAND

delivering it to Link Market Services Limited\*  
Level 12  
680 George Street  
Sydney NSW 2000

\* During business hours (Monday to Friday, 9:00am–5:00pm)

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.  
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**