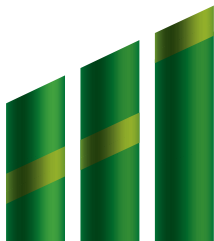


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# 昊天發展集團有限公司

## Hao Tian Development Group Limited

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

**(Stock code: 00474)**

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting of Hao Tian Development Group Limited (“**Company**”) will be held at Room 2702, 27/F., 200 Gloucester Road, Wanchai, Hong Kong on Friday, 26 June 2015 at 10:30 a.m. for the purposes of considering and, if thought fit, passing, with or without modifications, the following resolutions as ordinary resolutions:

#### ORDINARY RESOLUTIONS

1. “**THAT** the Subscription Agreement (as defined in the circular to shareholders of the Company dated 31 May 2015 (the “**Circular**”)) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
2. **THAT** the Warrant Instrument (as defined in the Circular) be and is hereby approved and confirmed;

3. **THAT:**

- (a) the allotment and issue of 588,858,000 Warrant Shares (as defined in the Circular) upon exercise of the Subscription Rights (as defined in the Circular) attached to the Warrants (as defined in the Circular) to the holder(s) of the Warrants be and are hereby approved and confirmed;
- (b) any one director of the Company be and is hereby authorized to allot, issue and deal with the Warrant Shares;

4. **THAT** the director(s) of the Company (“**Director(s)**”) be and are hereby authorised to do all such further acts and things and execute such further documents and take all steps which in their opinion may be necessary, desirable or expedient to implement and/or give effect to the Subscription Agreement, the issue of the Warrants, the grant of the specific mandate for issue of the Warrant Shares upon exercise of the Subscription Rights attaching to the Warrants and all other transactions of the Company which arise following completion of the Subscription Agreement and all other transactions contemplated thereunder with any changes as such Director(s) may consider necessary, desirable or expedient.”

By Order of the Board  
**Hao Tian Development Group Limited**  
**Yick Ting Fai Jeffrey**  
*Company Secretary*

Hong Kong, 31 May 2015

*Principal place of business in Hong Kong:*

Rooms 4917-4932, 49th Floor  
Sun Hung Kai Centre  
30 Harbour Road, Wanchai  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the above meeting (or at any adjournment thereof) is entitled to appoint another person as his proxy to attend and vote in his stead. A proxy need not be a member of the Company.
2. Where there are joint registered holders of any shares, any one of such persons may vote at the above meeting (or at any adjournment thereof), either personally or by proxy, in respect of such shares as if he were solely entitled thereto; but if more than one of such joint holders be present at the above meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
3. In order to be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority (such certification to be made by either a notary public or a solicitor qualified to practise in Hong Kong), must be deposited with the branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the above meeting or any adjournment thereof.
4. Completion and return of the form of proxy will not preclude a member from attending and voting in person at the EGM or any adjourned meeting (as the case may be) should he so wish.
5. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

*As at the date of this notice, the board comprises three executive Directors, namely Mr. Xu Hai Ying, Dr. Zhiliang Ou, JP (Australia), and Mr. Fok Chi Tak and three independent non-executive Directors, namely Mr. Chan Ming Sun Jonathan, Mr. Lam Kwan Sing and Mr. Lee Chi Hwa, Joshua.*