PACIFIC ANDES RESOURCES DEVELOPMENT LIMITED

(Incorporated in Bermuda with limited liability)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a Special General Meeting of Pacific Andes Resources Development Limited (the "**Company**") will be held at Taurus and Leo Room, Level 1, Marina Mandarin Singapore, 6 Raffles Boulevard, Marina Square, Singapore 039594, on Wednesday, 25 March 2015 at 8:30 a.m. (the "**SGM**"), for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolution:

Capitalised terms used in this Notice of SGM which are not defined herein shall have the meanings ascribed to them in the Circular dated 9 March 2015 to Shareholders ("**Circular**").

ORDINARY RESOLUTION

THE PROPOSED PARTICIPATION IN THE RIGHTS ISSUE OF THE COMPANY'S LISTED SUBSIDIARY, CHINA FISHERY GROUP LIMITED

THAT:–

(a) the participation by the Company in the CFGL Rights Issue in the manner described in the Circular be and is hereby approved;

(b) the entry into and execution of the Irrevocable Undertakings by each of the Company, Richtown, Golden Target, Super Investment and Zhonggang Fisheries be and is hereby approved, ratified and confirmed; and

(c) the Directors be and are hereby authorised to prepare, finalise, approve and execute any instruments, filings, notices, announcements, agreements and other documents and do all acts and things which they may in their absolute discretion consider necessary desirable or expedient to give effect to this ordinary resolution.

By Order of the Board

Cheng Soon Keong
Lynn Wan Tiew Leng
Company Secretaries
9 March 2015
Singapore

Notes:

(a) Every Shareholder entitled to attend and vote at the SGM may appoint not more than two proxies to attend and vote in his stead. A proxy need not be a member of the Company.

(b) The instrument appointing a proxy must be deposited at the registered office of the Share Transfer Agent at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 not less than 48 hours before the time appointed for holding the SGM or any postponement or adjournment thereof. Completion and return of the proxy form by a member will not prevent him from attending and voting at the SGM if he so wishes. In such event, the relevant proxy form will be deemed to be revoked.

(c) If a Depositor whose name appears in the Depository Register (as defined in Section 130A of the Companies Act, Chapter 50 of Singapore) wishes to attend and vote at the SGM, he must be shown to have Shares entered against his name in the Depository Register, as certified by CDP, at least forty-eight (48) hours before the time to the SGM. A Depositor which is a corporation and which wishes to attend and vote at the SGM or a Depositor who wishes to nominate a proxy (to be appointed by the CDP) to attend the SGM must complete and deposit the Depositor Proxy Form at the office of the Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 at least forty-eight (48) hours before the time of the SGM.

(d) The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instruction appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of any officer or attorney duly authorised.

(e) A Shareholder or Depositor who appoints or nominate (as applicable) a proxy to vote on his behalf should give clear instructions to the proxy on the direction of voting for all resolutions.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the SGM and/or any adjournment thereof, a member of the Company or a Depositor, as the case may be (i) consents to the collection, use and disclosure of the member or Depositor's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the SGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the SGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member or a Depositor discloses the personal data of the member or Depositor's proxy(ies) and/or representative(s) to the Company (or its agents), the member or Depositor has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member or Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member or Depositor's breach of warranty.