

AQUATIC FOODS GROUP PLC

REGISTERED COMPANY NUMBER 116402

(the Company)

NOTICE IS HEREBY GIVEN that the Second Annual General Meeting of the Company will be held at the offices of **Abchurch Communications Limited, 125 Old Broad Street, London EC2N 1AR** on the **19th day of July 2016** at **12.00 noon** for the purpose of considering and, if thought fit, passing thereat, or at any adjournment thereof, resolutions as to the ordinary business of the Company relating to the directors, auditors and accounts.

You will be asked to consider and vote on the resolutions below.

ORDINARY RESOLUTIONS:

1. To receive the Audited Financial Statements, reports of the directors and auditors in respect of the Company for the period ended 31 December 2015.
2. To receive the statement of the auditors made pursuant to Article 113A of the Companies (Jersey) Law 1991 (as amended).
3. To approve the recommendation of the directors that of 0.7 pence per share final dividend be declared in respect of the period ended 31 December 2015.
4. To re-elect Li Xianzhi who retires in accordance with Article 22.1 of the Company's articles of association and, being eligible, offering himself for reappointment as a director of the Company;
5. To re-elect Mircle Yap Ching Chai who was appointed as director during the period and retires in accordance with Article 22.1 of the Company's articles of association and, being eligible, offering himself for reappointment as a director of the Company;
6. To re-elect Richard Sweet who was appointed as director during the period and retires in accordance with Article 22.1 of the Company's articles of association and, being eligible, offering himself for reappointment as a director of the Company;
7. To re-elect Shaodong Wang who was appointed as director during the period and retires in accordance with Article 22.1 of the Company's articles of association and, being eligible, offering himself for reappointment as a director of the Company;
8. To re-appoint Crowe Clarke Whitehill LLP of St Bride's House, 10 Salisbury Square, London, EC4Y 8EH be and are hereby re-elected as Auditors of the Company.

9. To authorise the Directors to determine the remuneration of the Auditors.

Special Business

10. To grant the directors authority to issue and allot, or to agree and allot before the next AGM of the Company, such number of issued ordinary shares in the Company (**Ordinary Shares**) as in aggregate is equivalent to but not exceeding 10 per cent (10%) of the total number of Ordinary Shares in issue immediately before the Annual General Meeting.

BY ORDER OF THE BOARD

Computershare Company Secretarial Services (Jersey) Limited

Queensway House
Hilgrove Street
St Helier
Jersey
JE1 1ES

DATED this 28th day of June 2016

Notes:

1. In accordance with the Articles of Association of the Company and the Companies (Jersey) Law 1991 (as amended), any member entitled to attend and vote at the AGM is entitled to appoint one or (if holding two or more shares) more proxies to attend and vote on his behalf. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. In the case of joint holders of share in the Company, the vote of the senior who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), seniority being determined by the order in which names stand in the register of members.
3. In order to be valid, the signed form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be lodged with the Company's Registrar, c/o Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY for registration by 08.30 a.m on 15 July 2016 (being 48 "working day" hours before the time appointed for holding the AGM or any adjournment thereof). If a form of proxy is not deposited as specified, it shall be deemed invalid.
4. Completion and return of the form of proxy will not preclude members from attending and voting at the aforesaid meeting.
5. No business shall be transacted unless a quorum is present. The quorum is 2 persons entitled to vote upon the business to be transacted present in person or by proxy. If such quorum is not present within twenty minutes of the commencement of the meeting or, if during such meeting a quorum ceases to be present, the meeting shall stand adjourned until such day as the Chairman shall specify.
6. A resolution put to vote at the meeting shall be decided on by a show of hands unless a poll is demanded. A poll may be demanded:
 - (a) by the chairman; or
 - (b) by at least five members present in person or by proxy having the right to vote on the resolution and;
or
 - (c) by members present in person or by proxy holding not less than one tenth of the total voting rights of all the members having the right to vote on the resolution; or
 - (d) by a member or members present in person or by proxy holding shares conferring a right to vote on the resolution being the shares on which an aggregate sum has been paid up equal to not less than one tenth of the total sum paid up on all the shares conferring that right.

To view or download the Annual Report and Accounts for the year ended 31 December 2015 please visit: www.aquaticfoodsgroupplc.com