

POLARIS TRACKER FUND (H.K.) SERIES (the “Trust”)

Polaris Taiwan Top 50 Tracker Fund (H.K.) (the “Sub-Fund”) (Stock Code: 3002)

Adjourned Extraordinary General Meeting

IMPORTANT: The Stock Exchange of Hong Kong Limited, Hong Kong Securities Clearing Company Limited and the Securities and Futures Commission (the “SFC”), take no responsibility for the contents of this Notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Notice.

This Notice is important and requires your immediate attention. If you are in any doubt about the contents of this Notice, you should consult your stockbroker, bank manager, solicitor, accountant or other financial adviser. Polaris Securities (Hong Kong) Limited accepts responsibility for the information contained in this Notice as being accurate at the date hereof.

Investments involve risks, including the loss of principal. You are advised to consider your investment objectives and circumstances in determining the suitability of an investment in the Trust and the Sub-Fund. An investment in the Trust and the Sub-Fund may not be suitable to everyone.

SFC authorisation is not a recommendation or endorsement of a scheme nor does it guarantee the commercial merits of a scheme or its performance. It does not mean the scheme is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors.

Dear Unitholders,

Polaris Securities (Hong Kong) Limited (the “**Manager**”) notifies Unitholders of the adjourned extraordinary general meeting to seek Unitholders’ approval for the proposed change of manager of the Trust and the Sub-Fund. Investors should exercise caution in dealing with the Units of the Sub-Fund.

We refer to the Notice of Extraordinary General Meeting of Unitholders of the Trust and the Sub-Fund (the “**EGM Notice**”) as enclosed in the Notice to Unitholders dated 24 October 2014 (the “**October Notice**”) in respect of the extraordinary general meeting (the “**EGM**”) of the Trust and the Sub-Fund on 18 November 2014, at which a resolution to approve the appointment of Yuanta Securities (Hong Kong) Company Limited as the new manager of the Trust and the Sub-Fund, in place of the Manager. For further details on the proposal, please refer to the October Notice.

Unless otherwise defined in this notice (the “**Notice**”), capitalised terms used in this Notice shall have the same meaning as defined in the Explanatory Memorandum of the Trust and the Sub-Fund (the “**Explanatory Memorandum**”) dated 3 October 2011 as amended by addenda dated 2 April 2012, 18 April 2012, 6 May 2012, 28 August 2012, 4 October 2012, 26 October 2012, 15 February 2013, 11 June 2013, 29 January 2014, 17 February 2014, 15 April 2014, 30 April 2014 and 31 July 2014, respectively.

Adjourned Extraordinary General Meeting

A quorum was not present at the EGM and as such, the meeting will be adjourned to 18 December 2014 (the “**Adjourned Meeting**”), being a date not less than 15 days from the date of the EGM, and at the Adjourned Meeting the Unitholders present in person or by proxy shall be a quorum.

You will find enclosed a notice of the Adjourned Meeting (the “**Adjourned Meeting Notice**”) which will be held at 23/F, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong at 2:00 pm on 18 December 2014.

The extraordinary resolution set out in the enclosed Adjourned Meeting Notice must be passed by Unitholders holding 75% or more of the total number of votes cast for and against the extraordinary resolution.

Please see below if you wish to attend and/or vote at the Adjourned Meeting personally and/or appoint a representative to attend the Adjourned Meeting to vote on your behalf. For the purpose of determining the beneficial owners of Units in the Sub-Fund which are entitled to vote, the relevant date is 28 November 2014 (the “**Record Date**”).

Recommendation

The Manager considers the Proposal (as defined in the October Notice) to be in the best interest of investors and recommends investors to vote in favour of the extraordinary resolution.

Action to be taken

If you would like to vote and/or to attend the Adjourned Meeting personally and/or appoint a representative to attend the Adjourned Meeting to vote on your behalf, you will need to follow Procedure (A) if you hold an investor participant account with the Central Clearing and Settlement System (“**CCASS**”) and your Units are held in that account as at the Record Date; or Procedure (B) if your Units are held by or through your broker or custodian who is a participant of CCASS as at the Record Date.

Procedure (A)

- If you personally hold an account with CCASS, Hong Kong Securities Clearing Company Limited (“**HKSCC**”) will notify you of the Adjourned Meeting.
- If you wish to vote but do not wish to attend the Adjourned Meeting, you simply need to instruct HKSCC whether you wish to vote in favour of the extraordinary resolution or against it by using the form of proxy enclosed with the Adjourned Meeting Notice on or before the date specified by CCASS. HKSCC will then vote on your behalf according to your wishes.
- If you wish to vote in person or appoint a representative to attend the Adjourned Meeting to vote on your behalf, you need to notify HKSCC that you or your representative (as the case may be) would like to attend and vote at the Adjourned Meeting. You will need to do so on or before the date specified by CCASS. HKSCC will appoint you or your representative (as the case may be) as its corporate representative in respect of your own Units and then provide the Manager and HSBC Institutional Trust Services (Asia) Limited (the “**Trustee**” or “**Registrar**” as the context requires) with a list of corporate representatives who will attend and vote at the Adjourned Meeting. You or your representative (as the case may be) will only be permitted to attend the Adjourned Meeting if your name or your representative’s name (as the case may be) is on HKSCC’s list.

Procedure (B)

- If you hold your Units through a broker or custodian who is a participant of CCASS, HKSCC will only notify your broker or custodian of the Adjourned Meeting.
- Your broker or custodian should then notify you of the Adjourned Meeting. If you do not hear from your broker or custodian about the Adjourned Meeting, please contact your broker or custodian.

- If you wish to vote but do not wish to attend the Adjourned Meeting, you simply need to instruct your broker or custodian whether you wish to vote in favour of the extraordinary resolution or against it by using the form of proxy enclosed with the Adjourned Meeting Notice on or before the deadline as determined by your broker or custodian. Your broker or custodian should then make arrangements with HKSCC to vote on your behalf according to your wishes.
- If you wish to vote in person or appoint a representative to attend the Adjourned Meeting to vote on your behalf you need to notify your broker or custodian that you or your representative (as the case may be) would like to attend and vote at the Adjourned Meeting. You will need to do so on or before the deadline as determined by your broker or custodian. Your broker or custodian should then make arrangements with HKSCC for your name or your representative's name (as the case may be) to be added to the list of corporate representatives who will attend the Adjourned Meeting. HKSCC will then provide the Manager and the Registrar with that list. You or your representative (as the case may be) will only be permitted to attend the Adjourned Meeting if your name or your representative's name (as the case may be) is on HKSCC's list.

Please note that whether you follow Procedure (A) or Procedure (B) your ability or your representative's ability (as the case may be) to attend the Adjourned Meeting will depend on HKSCC being notified of your wish to attend the Adjourned Meeting in person or to appoint a representative to attend the Adjourned Meeting (as the case may be). The list, prepared by HKSCC, of corporate representatives who notified their wish to attend the Adjourned Meeting in person or to appoint a representative to attend the Adjourned Meeting (as the case may be) will be conclusive and persons not named on the list will not be permitted to attend. This means whether or not a person will be admitted to the Adjourned Meeting is beyond the control of the Manager or the Trustee and Registrar.

The extraordinary resolution shall be decided by a poll. On a poll every Unitholder who is present in person or by representative shall have one vote for every unit of which he is the Unitholder.

An announcement informing you of the results of the Adjourned Meeting will be published on the Manager's website at www.polaris.com.hk and HKEx's website shortly after the Adjourned Meeting.

If the extraordinary resolution is passed at the Adjourned Meeting and you do not wish to remain in the Sub-Fund, you may place an order with a broker to sell your Units on the SEHK.

Enquiries

If you have any queries in relation to the contents of this Notice, please direct them to your stockbrokers or financial intermediaries or contact the Manager in person at 23/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong, or by calling (852) 3555 7888, or e-mailing pam@polaris.com.hk, or visiting the Manager's website at www.polaris.com.hk.

The Manager accepts full responsibility for the accuracy of the information contained in this Notice and confirms, having made all reasonable enquiries, that to the best of its knowledge and belief, there are no other facts the omission of which would make any statement misleading.

Polaris Securities (Hong Kong) Limited
as Manager of the Trust and the Sub-Fund
Hong Kong, 25 November 2014

POLARIS TRACKER FUND (H.K.) SERIES (the “Trust”)

Polaris Taiwan Top 50 Tracker Fund (H.K.) (the “Sub-Fund”) (Stock Code: 3002)

NOTICE OF ADJOURNED EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the adjourned extraordinary general meeting (the “**Adjourned Meeting**”) of the Trust and the Sub-Fund will be held at 23/F, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on 18 December 2014 at 2:00pm for the purpose of considering and, if thought fit, passing the following resolution:

EXTRAORDINARY RESOLUTION

THAT the appointment of Yuanta Securities (Hong Kong) Company Limited as the new manager (the “**New Manager**”) of the Trust and the Sub-Fund, in place of Polaris Securities (Hong Kong) Limited (the “**Existing Manager**”), is hereby approved and the Existing Manager is authorised to take all necessary steps to effect the same.

The quorum for passing the extraordinary resolution shall be the Unitholders present in person or by proxy.

The extraordinary resolution must be pass by Unitholders holding 75% or more of the total number of votes cast for and against the extraordinary resolution.

Please refer to the Notice if you wish to attend and/or vote at the Meeting.

Polaris Securities (Hong Kong) Limited
as Manager of the Trust and the Sub-Fund
Hong Kong, 25 November 2014

POLARIS TRACKER FUND (H.K.) SERIES (the “Trust”)
Polaris Taiwan Top 50 Tracker Fund (H.K.) (the “Sub-Fund”) (Stock Code: 3002)

FORM OF PROXY FOR UNITHOLDERS

I/We _____
Please Print Name(s)

of _____
Please Print Address(es)

being (an) unitholder(s) of the Sub-Fund with _____ units respectively hereby appoint
_____ of _____

or failing him/her
_____ of _____

or failing him/her the duly appointed Chairman of the Adjourned Meeting (as defined below) as my/our proxy to vote for me/us and on my/our behalf at the adjourned Extraordinary General Meeting (the “**Adjourned Meeting**”) of the Trust and the Sub-Fund to be held on 18 December 2014 at 2:00pm (HK time) at the offices of Polaris Securities (Hong Kong) Limited (the “**Manager**”), the Manager of the Trust and the Sub-Fund, at 23/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Hong Kong. My proxy is instructed to vote on resolutions in respect of the matters specified in the Adjourned Meeting Notice as indicated below:

Resolution	For	Against
Resolve and approve the appointment of Yuanta Securities (Hong Kong) Company Limited as the new manager (the “ New Manager ”) of the Trust and the Sub-Fund, in place of Polaris Securities (Hong Kong) Limited (the “ Existing Manager ”) and to authorise the Existing Manager to take all necessary steps to effect the same.		

Please tick to indicate your voting preference. If you do not complete this section, your proxy will vote or abstain at his/her discretion, as he/she will on any other business that may be raised at the Meeting.

Dated: _____ 2014

Signed: _____

Name: _____

Notes to the Form of Proxy

- 1 A proxy need not be an unitholder of the Sub-Fund. Please insert the name of the person(s) of your own choice that you wish to be appointed proxy in the space provided, failing which the Chairman of the Adjourned Meeting will be appointed as your proxy.
- 2 If this form is returned without an indication as to how the proxy shall vote, the proxy will exercise his/her discretion as to whether he/she votes and if so how.
- 3 This form of proxy is for use by unitholders only. If the appointer is a corporate entity this form of proxy must either be under its seal or under the hand of some officer or attorney duly authorized for that purpose.
- 4 To be valid, this form must be completed and sent to or deposited (together with any power of attorney or other authority under which it is signed or a notarially certified copy of that power of authority) at the offices of the Manager at 23/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Hong Kong or sent by facsimile to (852) 3555 7717, not less than 36 hours prior to the start of the Adjourned Meeting in accordance with the Trust Deed of the Trust.
- 5 Any alterations made to this form must be initialled by you.
- 6 A proxy may vote on a show of hands or on a poll.