

DEED OF ASSIGNMENT
(ASSIGNMENT OF ASIA SECURITIES EQUITY OPPORTUNITIES FUND)

THIS DEED OF ASSIGNMENT is made at Colombo on this twenty second (22nd) day of July 2024 by and between:

1. **HATTON NATIONAL BANK PLC**, a banking corporation duly incorporated under the Companies Act No 7 of 2007 bearing registration No. PQ 82 and having its registered office at No. 479, T.B. Jayah Mawatha, Colombo 10 in the said Republic (hereinafter referred to as "**the Assignor**" and which expression shall, unless repugnant to the context or meaning thereof, be deemed to include the said HATTON NATIONAL BANK PLC its successors and permitted assigns)

AND

2. **DEUTSCHE BANK AG, COLOMBO BRANCH**, a banking corporation duly incorporated in the Federal Republic of Germany and having its registered office at 12, Taunusanlage, Frankfurt am Main, Federal Republic of Germany and having a branch office at Level 21, One Galle Face Tower, 1A, Centre Road, Galle Face, Colombo 2, in the Democratic Socialist Republic of Sri Lanka (hereinafter referred to as "**the Assignee**" which expression shall, unless repugnant to the context or meaning thereof, be deemed to include the said DEUTSCHE BANK AG, COLOMBO BRANCH its successors and permitted assigns)

AND

3. **ASIA SECURITIES WEALTH MANAGEMENT (PVT) LTD**, a company incorporated in the Democratic Socialist Republic of Sri Lanka bearing registration PV 130083 and having its registered office at 4th Floor, Lee Hedges Tower, No.349, Galle Road, Colombo 03 in the said Republic (hereinafter referred to as the "**Manager**" and which term or expression hereinafter used shall where the context so requires or admits mean and include the said ASIA SECURITIES WEALTH MANAGEMENT (PVT) LTD and its successors and assigns)

WHEREAS:

- (A) The Manager has appointed the Assignor as the Trustee of the '**Asia Securities Equity Opportunities Fund**' in terms of a Deed of Trust dated 15th September 2023 ("**Trust Deed**") and the Assignor had agreed with the Manager to act under the provisions of the said Trust Deed for the benefit of the Holders;
- (B) The Assignor with the consent of the Manager and the Securities and Exchange Commission of Sri Lanka wishes to transfer and assign its rights, interests and obligations under the said Trust Deed to the Assignee in the manner set out hereinafter;
- (C) The Assignee is agreeable to be appointed as the Trustee of the '**Asia Securities Equity Opportunities Fund**' in terms of Clause 25.2 of the Trust Deed.

NOW THEREFORE THIS DEED OF ASSIGNMENT WITNESSETH and the parties hereto agree and undertake as under.

1. **DEFINITIONS AND INTERPRETATION**

All terms not specifically defined herein shall have the meanings contained in the said Trust Deed.

2. **SUBJECT MATTER**

- 2.1 The Manager hereby appoints the Assignee as the 'Trustee' of the '**Asia Securities Equity Opportunities Fund**' for the Holders with effect from the ~~date of the execution of this Deed~~ ("Effective Date"). 5th August 2024
- 2.2 The Assignor does hereby unconditionally and irrevocably transfer and assign its rights, interest and obligations under the said Trust Deed absolutely and forever to the Assignee, to the end and intent that the Assignee shall hereafter be legally entitled to act as the 'Trustee' in terms of the said Trust Deed, with effect from the Effective Date.
- 2.3 The Assignor has given full and sufficient notice of its intention to resign as the Trustee under the said Trust Deed to the Manager under and in terms of Clause 25.2 thereof and the Manager acknowledges the receipt of such notice.
- 2.4 The Assignee does hereby accept its appointment as a Trustee of the '**Asia Securities Equity Opportunities Fund**' and the transfer and assignment referred to in Clause 2.2 above.
- 2.5 The Assignor shall notwithstanding this transfer and assignment be fully liable for all its obligations under the Trust Deed and applicable laws prior to the Effective Date.
- 2.6 The Assignor shall provide all information, materials, documents and the bank statements pertaining to the Trust to the Assignee.

3. **TRUST ACCOUNT**

Immediately upon the execution of this Deed, all sums of money held in trust by the Assignor in the bank account No. **0030 1055 1247 & 0030 2091 5433** titled "**Asia Securities Equity Opportunities Fund- current account & Asia Securities Equity Opportunities Fund- Savings Account**" maintained at Hatton National Bank, Head Office Branch shall be transferred to bank account Nos. **0046680-007 & 0046680-303** titled "**Asia Securities Equity Opportunities Fund- Operating account & Asia Securities Equity Opportunities Fund - Savings Account & "** and maintained at Deutsche Bank AG Colombo Branch ("**Trust Account**").

4. **INSUFFICIENCY OF DOCUMENTATION**

The Assignor undertakes and agrees with the Assignee that in the event of this Deed of Assignment being found by the Assignee to be insufficient, imperfect or inadequate in respect of the resignation of the Assignor as the 'Trustee' and the appointment of the Assignee as the new 'Trustee' under the said Trust Deed and the performance of the rights, interest and obligations of the 'Trustee' thereunder by the Assignee, the Assignor shall execute and register (if required) further or other documentation to give effect thereto.

5. **FURTHER AUTHORIZATION AND ASSISTANCE**

The Assignor hereby unconditionally and irrevocably grants the Assignee further authorization to execute and deliver all such other deeds and documents and writings as may be required by the Assignee in order to act as the Trustee under the said Trust Deed.

6. **SUCCESSION**

The rights and obligations herein shall be binding upon the respective successors of the parties hereto.

7. **NOTICES**

9.1 Any notice, document or communication to be given by either party to the other may be given by post, facsimile, email or by personal delivery at the address of that party mentioned herein below:

- (i) If notice is to be given to the Assignor the same shall be given at the following address:

HATTON NATIONAL BANK PLC

Address : No. 479, T.B. Jayah Mawatha, Colombo 10
Fax No. : 112682659
Attention : Mr. Tytone Hannan
Email : Tyrone.Hannan@hnb.lk

- (ii) If a notice is to be given to the Assignee the same shall be given at the following address:

DEUTSCHE BANK AG, COLOMBO BRANCH

Address : Level 21, One Galle Face Tower, 1A, Centre Road,
Galle Face, Colombo 02
Fax No. : 112343336
Attention : Mr. Anton Joseph
Email : anton.joseph.@db.com

- (ii) If a notice is to be given to the Manager the same shall be given at the following address:

ASIA SECURITIES WEALTH MANAGEMENT (PVT) LTD

Address : 4th Floor, Lee Hedges Tower, No.349, Galle Road,
Colombo 03
Fax No. : 112576390
Attention : Mr. Avancka Herat
Email : avancka@asiasecurites.lk

9.2 A notice, communication or document if sent by a party to the other party shall be deemed to have been received by the other party, when given by registered post, upon expiration of three (3) days after the same shall have been delivered to the post office, when provided via email upon receipt thereof and if personally delivered, when so delivered.

9.3 In calculating any period of days specified in this Deed, the date of receipt of any document by the Assignee and the date of dispatch of any notice to the Assignee shall be excluded.

11. **GOVERNING LAW AND JURISDICTION**

This Agreement shall be governed by the laws of Sri Lanka and any dispute there under shall be resolved by the Courts of Sri Lanka.

[Execution Page to Follow]

IN WITNESS WHEREOF We, the Authorised Signatories of the said Assignor and Assignee have placed their respective hands and the Manager has affixed its Common Seal hereunto and to two others of the same tenor and date as these Presents at Colombo on the date first above written.

Signed by M V D S Nadeeshani and)
L H Wijesuriya being)
the Authorised Signatories of **HATTON**)
NATIONAL BANK PLC in the presence of)

HATTON NATIONAL BANK PLC

[Signature] Authorized Signatory
[Signature] Authorized Signatory

Witnesses

1. [Signature] M. N. RanaSinghearacheli 955190670V
2. [Signature] M. J. C. N. Munasinghe 956370086V

Signed by Dhobshitha Senecondra)
and Prabath Sanindra)
being the Authorised Signatories of **DEUTSCHE**)
BANK AG, COLOMBO BRANCH in the presence)
of)
Attorney) Attorney

Witnesses

DEUTSCHE BANK AG
Colombo Branch

1. Dilan Iscanderson (843510337V)
2. Anton Joseph (842090984V)

For and on behalf of
DEUTSCHE BANK AG.
COLOMBO BRANCH
[Signature]
Attorney

The Common Seal of **ASIA SECURITIES**)
WEALTH MANAGEMENT (PVT) LTD was)
affixed hereto in the presence of)
Dumith Hemantha Fernando (Chairman))
and Harold Arachch Herat)
(Director) who do hereby attest the sealing thereof.)

ASIA SECURITIES WEALTH MANAGEMENT (PVT) LTD

[Signature] Director
[Signature] Director

Witnesses

1. K. P. Teeraratne [Signature]
675032408V
2. R. Nanayakkara [Signature]
901530305V