

ABERDEEN ASIA-PACIFIC INCOME INVESTMENT COMPANY LIMITED

Report of the Independent Review Committee to Shareholders for the Year Ended October 31, 2018

The Independent Review Committee (the “**IRC**”) of Aberdeen Asia-Pacific Income Investment Company Limited (the “**Company**”) is pleased to submit this annual report to securityholders of the Company under the requirements of National Instrument 81-107 - *Independent Review Committee for Investment Funds* (“**National Instrument 81-107**”).

Unless otherwise indicated, the information in this report relates to the financial year ended October 31, 2018 (the “**Period**”).

1. Members of the Independent Review Committee

Name	Length of Service
Radhika Ajmera	Since June 17, 2015
P. Gerald Malone	Since inception (November 1, 2007)
Richard H. McCoy (Chair)	Since inception (November 1, 2007)

Each of the members of the IRC is an independent director on the Board of Directors of the Company.

The IRC meets regularly with representatives of Aberdeen Asset Management Inc., the administrator of the Company (“**AAMI**”), and also holds meetings without representatives of AAMI being present to discuss matters affecting AAMI’s policies and procedures, standing instructions and conflict of interest matters referred to the IRC. During the Period, the IRC held four meetings with representatives of AAMI. On the occasion of each such meeting the IRC also conducted a portion of the meeting at which representatives of AAMI were not present.

2. Holdings of Securities

(a) Company

As at October 31, 2018, the percentage of ordinary shares of the Company beneficially owned, directly or indirectly, in aggregate, by all members of the IRC did not exceed 1%.

(b) Manager

As at October 31, 2018, no member of the IRC beneficially owned, directly or indirectly, any class or series of voting or equity securities of AAMI.

(c) Service providers

As at October 31, 2018, no member of the IRC beneficially owned, directly or indirectly, any class or series of voting or equity securities of the Company's custodian or its registrar and transfer agent.

3. Compensation and Indemnities

The members of the IRC are entitled to be compensated by the Company and to be indemnified in appropriate circumstances. The aggregate compensation paid by the Company to the IRC for the Period was US\$16,500. No indemnities were paid to the IRC by the Company during the Period.

At least annually, the IRC reviews and determines its own compensation giving consideration to the following:

- (a) AAMI's recommendation, if any;
- (b) the nature and complexity of the Company;
- (c) the nature and extent of the workload of each member of the IRC and his workload as a director, including the commitment of time and energy that is expected; and
- (d) such other factors deemed to be necessary or appropriate.

4. Conflict of Interest Matters

National Instrument 81-107 requires the IRC to review all conflict of interest matters identified and referred to it by AAMI and to give its approval or recommendation, depending on the nature of the conflict of interest matter. In certain cases, the IRC may also issue standing instructions to AAMI in conjunction with the approval or recommendation that allows AAMI to act in the particular conflict of interest matter on a continuing basis. Where standing instructions have been issued, AAMI must request the IRC to review and renew the standing instructions on an annual basis.

- (a) AAMI acting without positive recommendation or approval

The IRC is not aware of any instance in which AAMI acted in a conflict of interest matter referred to the IRC for which the IRC did not give a positive recommendation, or where AAMI acted in a conflict of interest matter but did not meet a condition imposed by the IRC in its recommendation or approval. AAMI has an obligation to notify the IRC of any such instances.

- (b) Standing instructions for matters requiring IRC recommendation or approval

During the fiscal year, the portfolio manager to the Company allocated trades among funds managed by AAMI or its affiliates in reliance on the standing instruction for the allocation of trades approved by the IRC. No other standing instructions approved by the IRC were relied upon during the Period.

Dated this 28th day of January, 2019

Additional information about the Company is available in the Company's management report of fund performance and financial statements. Both of these documents are available at www.sedar.com under the Company's profile. You may request a copy of these documents, and this annual report to securityholders, at no cost, by calling toll free 1-800-992-6341 in Canada, from your dealer or by email at InvestorRelations@aberdeen-asset.com.