

AMANAHRAYA ■ REIT

AMANAHRAYA REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted under the laws of Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting of AmanahRaya Real Estate Investment Trust ("**AmanahRaya REIT**") will be convened and held at Nexus 1, Level 3A, Connexion @ Nexus, Bangsar South City, No. 7, Jalan Kerinchi, 59200 Kuala Lumpur on Thursday, 17 September 2015 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution:-

ORDINARY RESOLUTION

PROPOSED DISPOSAL BY CIMB ISLAMIC TRUSTEE BERHAD FOR AND ON BEHALF OF AMANAHRAYA REAL ESTATE INVESTMENT TRUST ("AMANAHRAYA REIT") OF THE FIFTEEN (15) STOREY PURPOSE-BUILT OFFICE BUILDING WITH TWO (2) BASEMENT LEVELS CONSTRUCTED ON TWO (2) PIECES OF LANDS HELD UNDER PN 25414, LOT 21, SEKSYEN 32 AND PN 25415, LOT 22, SEKSYEN 32 BOTH IN BANDAR KUALA LUMPUR, DAERAH KUALA LUMPUR, NEGERI WILAYAH PERSEKUTUAN KUALA LUMPUR ("WISMA AMANAHRAYA"), TO ANNEX SENTRAL SDN BHD FOR A DISPOSAL CONSIDERATION OF RM78.00 MILLION ("PROPOSED DISPOSAL")

"THAT subject to the requisite approvals being obtained, approval be and is hereby given to CIMB Islamic Trustee Berhad ("**Trustee**"), as Trustee of AmanahRaya REIT, to dispose Wisma AmanahRaya together with the benefit of tenancy in respect of Wisma AmanahRaya and subject to the conditions and restrictions-in-interest expressed or implied in the documents of title to Wisma AmanahRaya but otherwise free from all interests, liens, charges and with possession at a disposal consideration of RM78.00 million to Annex Sentral Sdn Bhd (Company No. 1108472-X) in accordance with the terms and conditions of the sale and purchase agreement dated 23 June 2015 entered into between the Trustee and Annex Sentral Sdn. Bhd.

AND THAT AmanahRaya-REIT Managers Sdn. Bhd., the Manager of AmanahRaya REIT ("**Manager**") and the Trustee be and are hereby authorised to take such steps and enter into all such agreements, power of attorney, arrangements and/or undertakings with any party or parties as it may deem fit, necessary, expedient and/or appropriate and to carry out any other matters as they may deem fit, necessary, expedient and/or appropriate to implement, finalise, give full effect to and complete the Proposed Disposal with full powers to assent to any terms, conditions, modifications, variations and/or amendments as may be agreed to/required by the relevant regulatory authorities or as a consequence of any such requirement or as may be deemed necessary and/or expedient in the best interests of AmanahRaya-REIT".

By Order of the Board of Directors

AMANAHRAYA-REIT MANAGERS SDN. BHD. (856167-A)

Management Company of AmanahRaya Real Estate Investment Trust

AMANAHRAYA ■ REIT

Norhaslinda binti Samin (LS8512)
Jerry Jesudian a/l Joseph Alexander (MAICSA 7019735)
Leong Shiak Wan (MAICSA 7012855)
Companies Secretaries

Kuala Lumpur
2 September 2015

Notes:

- 1. A Unitholder shall be entitled to attend and vote at any meeting of Unitholders and shall be entitled to appoint up to two (2) persons, whether a Unitholder or not, as its proxy to attend and vote.*
- 2. Where a Unitholder is a corporation, its duly authorised representative shall be entitled to attend and vote at the meeting and shall be entitled to appoint up to two (2) persons (whether a Unitholder or not) as its proxy to attend and vote.*
- 3. Where a Unitholder appoints two (2) proxies, the appointment shall be invalid unless it specifies the proportions of its holdings to be represented by each proxy.*
- 4. If the Unitholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("Authorised Nominee"), it may appoint at least one (1) proxy (but not more than two (2)) in respect of each securities account it holds with units of AmanahRaya REIT standing to the credit of the said securities account.*
- 5. If the Unitholder is an exempt Authorised Nominee which holds Units for multiple beneficial owners in one securities account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.*
- 6. Only a depositor whose name appears in the Record of Depositors of AmanahRaya REIT as at 10 September 2015 shall be regarded as a Unitholder and entitled to attend, speak and vote at this meeting of AmanahRaya REIT or appoint proxy(ies) to attend and vote on his/her behalf.*
- 7. The Instrument of Proxy shall be in writing under the hand of the appointor or of its attorney duly authorised in writing or if the appointor is a corporation, the Instrument of Proxy must be executed under the corporation's seal or under the hand of an officer or attorney duly authorised.*
- 8. To be valid, the original Instrument of Proxy duly completed and signed must be deposited with the Manager at **AmanahRaya-REIT Managers Sdn. Bhd. at Level 8, Wisma TAS, No.21, Jalan Melaka, 50100 Kuala Lumpur** not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in the Instrument of Proxy proposes to vote; in default of this provision, the Instrument of Proxy shall not be treated as valid.*