

AMANAHRAYA ■ REIT

AMANAHRAYA REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted under the laws of Malaysia)
(Managed by AmanahRaya-Kenedix REIT Manager Sdn Bhd (formerly known as AmanahRaya-REIT Managers Sdn Bhd))

NOTICE OF UNITHOLDERS' MEETING

NOTICE IS HEREBY GIVEN THAT the Unitholders' Meeting of AmanahRaya Real Estate Investment Trust ("ARREIT") will be convened and held at Nusantara Ballroom 2 & 3, Level 2, Sheraton Imperial Kuala Lumpur Hotel, Jalan Sultan Ismail, 50250 Kuala Lumpur on Tuesday, 12 December 2017 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution with or without modification:

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY CIMB ISLAMIC TRUSTEE BERHAD ("TRUSTEE"), ACTING SOLELY IN ITS CAPACITY AS THE TRUSTEE FOR AND ON BEHALF OF ARREIT, OF THE BUILDING KNOWN AS VISTA TOWER, BEARING THE POSTAL ADDRESS OF VISTA TOWER, THE INTERMARK, NO. 348, JALAN TUN RAZAK, 50400 KUALA LUMPUR HELD UNDER STRATA TITLE GERAN 75638/M1/B5/3, LOT 20000 SEKSYEN 43, BANDAR KUALA LUMPUR, WILAYAH PERSEKUTUAN KUALA LUMPUR TOGETHER WITH 280 ACCESSORY PARCELS ("VISTA TOWER") FOR A PURCHASE CONSIDERATION OF RM455 MILLION ("PROPOSED ACQUISITION")

"**THAT** subject to the requisite approvals being obtained, approval be and is hereby given to the Trustee to acquire Vista Tower together with the benefit of tenancy in respect of Vista Tower at a purchase consideration of RM455 million from The Intermark Sdn Bhd in accordance with the terms and conditions of the sale and purchase agreement dated 7 September 2017 entered into between the Trustee and The Intermark Sdn Bhd.

AND THAT AmanahRaya-Kenedix REIT Manager Sdn Bhd (formerly known as AmanahRaya-REIT Managers Sdn Bhd) ("**Manager**"), the directors of the 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 Acquisition 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 interest of ARREIT."

By Order of the Board of Directors

AMANAHRAYA-KENEDIX REIT MANAGER SDN BHD (856167-A)

(formerly known as AmanahRaya-REIT Managers Sdn Bhd)

Management Company of ARREIT

Jerry Jesudian a/l Joseph Alexander (MAICSA 7019735)

Leong Shiak Wan (MAICSA 7012855)

Company Secretaries

Kuala Lumpur
24 November 2017

Notes:

1. A unitholder of ARREIT ("**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 ARREIT 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 ARREIT as at 6 December 2017 shall be regarded as a Unitholder and entitled to attend, speak and vote at this meeting of ARREIT 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 Level 11, Wisma AmanahRaya, No. 2, Jalan Ampang, 50508 Kuala Lumpur no later than 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.