



KLCC PROPERTY HOLDINGS BERHAD

200401003073 (641576-U)
(Incorporated in Malaysia)

KLCC REAL ESTATE INVESTMENT TRUST

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

NOTIFICATION OF DEFERRED 7TH ANNUAL GENERAL MEETING OF KLCC REAL ESTATE INVESTMENT TRUST AND DEFERRED 17TH ANNUAL GENERAL MEETING OF KLCC PROPERTY HOLDINGS BERHAD

To: Holders of The Stapled Securities,

We refer to our earlier announcements made on 27 February 2020 and 18 March 2020 pertaining to the Notice of the Seventh Annual General Meeting (“7th AGM”) of KLCC Real Estate Investment Trust (“KLCC REIT”) and the Seventeenth Annual General Meeting (“17th AGM”) of KLCC Property Holdings Berhad (the “Company” or “KLCCP”) and the deferment thereof, in response to the implementation of the Movement Control Order (“MCO”) announced by the Government of Malaysia (“Government”) on 16 March 2020.

Subsequently, the MCO was extended to 14 April 2020 and further extended to 28 April 2020 and 12 May 2020 consecutively. On 1 May 2020, the Government announced a Conditional MCO (“CMCO”) which took effect from 4 May 2020 until 12 May 2020 and that the said CMCO is now slated to end on 9 June 2020.

In supporting a global response to Coronavirus Disease (Covid-19) to curb spreading of the virus, the Boards of Directors of KLCC REIT and the Company (“Boards”) wish to inform that the deferred 7th AGM of KLCC REIT and the deferred 17th AGM of the Company (“AGMs”) will be held fully virtual through live streaming from the Broadcast Venue and on the date and time as set out below:

Date : **Tuesday, 23 June 2020**
Time : **10.30 a.m.**
Broadcast Venue : **Room 4003, Level 40, Tower 1, PETRONAS Twin Towers, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia**

The conduct of the AGMs will adhere to the Securities Commission Malaysia Guidance on the Conduct of General Meetings for Listed Issuers dated 18 April 2020 (including any amendment that may be made from time to time) (“SC Guidance”). Pursuant to the SC Guidance and Section 327 (2) of the Companies Act, 2016, the Chairman of the meeting shall present at the Broadcast Venue, the main venue of the AGMs to chair the AGMs.

Holders of the Stapled Securities **WILL NOT BE ALLOWED** to attend the AGMs in person at the Broadcast Venue on the day of the AGMs. However, holders shall register their attendance to the AGMs remotely by using the Remote Participation and Voting Facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn. Bhd via its **TIIH Online** website at <https://tiih.online>.

A holder who has appointed a proxy or authorized representative to attend, participate, speak and vote at the AGMs via RPV must request his/her proxy to register himself/herself for RPV at the said **TIIH Online** website at <https://tiih.online> following the procedures as set out in in the Administrative Details of the AGMs latest by **Sunday, 21 June 2020 at 10.30 a.m.**

The following documents are available for viewing and download at the Company's website at <https://www.klcc.com.my/investor-relations/reports/klccpstapledgroupiar2019.bitesite/index.html>:

1. Integrated Annual Report 2019 (including Errata)
2. Audited Financial Statements of KLCCP and KLCC REIT
3. Sustainability Report 2019
4. Annual Report Requisition Form
5. Notice of Deferred AGMs
6. Proxy Form; and
7. Administrative Details of Deferred AGMs

Should you require a printed copy of the Integrated Annual Report 2019, please request it from our Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd via its website at <https://tiih.online> by selecting "Request for Annual Report / Circular" under the "Investor Services". Alternatively, you may also submit your request by telephone/e-mail to our Share Registrar at the number/e-mail address given below. We will send it to you by ordinary post as soon as possible upon receipt of your request.

If you wish to appoint a proxy to attend and vote on your behalf at the AGMs, you may deposit your proxy form with our Share Registrar, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or by electronic lodgement via **TIIH Online** website at <https://tiih.online> no later than **Sunday, 21 June 2020 at 10.30 a.m.** For electronic lodgement, please follow the procedures as set out in the Administrative Details of AGMs.

We would like to thank you for your continued support of the Company. If you have any enquiries, you may contact the following personnel during office hours: -

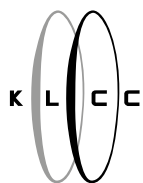
Share Registrar - Tricor Investor & Issuing House Services Sdn Bhd

Telephone : General +603 2783 9299 / Email: is.enquiry@my.tricorglobal.com
: Mr. Alven Lai +603 2783 9283 / Email: Siew.Wai.Lai@my.tricorglobal.com
: Ms. Vivien Khoh +603 2783 9091 / Email: Vivien.Khoh@my.tricorglobal.com

BY ORDER OF THE BOARD

Abd Aziz bin Abd Kadir (SSM PC No. 201908001622) (LS0001718)
Yeap Kok Leong (SSM PC No. 202008001750) (MAICSA 0862549)
Company Secretaries

Kuala Lumpur
22 May 2020



KLCC PROPERTY HOLDINGS BERHAD

200401003073 (641576-U) (Incorporated in Malaysia)

KLCC REAL ESTATE INVESTMENT TRUST

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

NOTICE OF DEFERRED ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the deferred Seventh Annual General Meeting ("7th AGM") of KLCC Real Estate Investment Trust ("KLCC REIT") and the deferred Seventeenth Annual General Meeting ("17th AGM") of KLCC Property Holdings Berhad (the "Company" or "KLCCP") will be conducted concurrently and entirely through live streaming from the broadcast venue at the Room 4003, Level 40, Tower 1, PETRONAS Twin Towers, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia ("Broadcast Venue") on 23 June 2020, Tuesday at 10.30 a.m. for the following purposes:

A. KLCC REIT

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the financial year ended 31 December 2019 of KLCC REIT together with the Reports attached thereon.

(Please refer to Note 12)

AS SPECIAL BUSINESS:

To consider and if thought fit, to pass, with or without modifications, the following resolution:

2. Proposed Unitholders' Mandate to Issue New Units pursuant to Paragraph 6.59 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

"THAT pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approval of the relevant regulatory authorities, where such approval is required and subject to passing of Resolution VI of KLCCP, approval be and is hereby given to the Directors of KLCC REIT Management Sdn Bhd, the manager for KLCC REIT (the "Manager"), to issue new units in KLCC REIT ("New Units") from time to time to such persons and for such purposes and upon such terms and conditions as the Directors of the Manager may in their absolute discretion deem fit, provided that the number of New Units to be issued, when aggregated with the number of units in KLCC REIT issued during the preceding 12 months, must not exceed 10% of the total number of units issued of KLCC REIT for the time being and provided further that such corresponding number of new ordinary shares in KLCCP equal to the number of New Units shall be issued and every one New Unit shall be stapled to one new ordinary share upon issuance to such persons ("Proposed KLCC REIT Mandate") and the Directors of the Manager be and are hereby also empowered to obtain the approval for the listing of and quotation for such new stapled securities comprising ordinary shares in KLCCP stapled together with the units in KLCC REIT ("Stapled Securities") on the Main Market of Bursa Securities.

THAT such approval shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting of the unitholders held after the approval was given;
- (ii) the expiration of the period within which the next Annual General Meeting of the unitholders is required to be held after the approval was given; or
- (iii) revoked or varied by resolution passed by the unitholders in a unitholders' meeting,

whichever is the earlier.

THAT the New Units to be issued pursuant to the Proposed KLCC REIT Mandate shall, upon issue and allotment, rank *pari passu* in all respects with the existing units of KLCC REIT, except that the New Units will not be entitled to any income distribution, right, benefit, entitlement and/or any other distributions, in respect of which the entitlement date is prior to the date of allotment of such New Units.

THAT authority be and is hereby given to the Directors of the Manager and Maybank Trustees Berhad (the "Trustee"), acting for and on behalf of KLCC REIT, to give effect to the Proposed KLCC REIT Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of KLCC REIT and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Manager and the Trustee, acting for and on behalf of KLCC REIT, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed KLCC REIT Mandate."

Resolution 1

B. KLCCP

AS ORDINARY BUSINESS:

3. To receive the Audited Financial Statements for the financial year ended 31 December 2019 of the Company and the Reports of the Directors and Auditors thereon.

(Please refer to Note 14)

4. To re-elect the following Directors who retire pursuant to the Constitution of the Company:

- (i) Datuk Hashim bin Wahir
- (ii) Cik Habibah binti Abdul
- (iii) Dato' Jamaludin bin Osman

Resolution I
Resolution II
Resolution III

5. To approve the payment of the following Directors' fees and benefits payable to Non-Executive Directors with effect from 24 June 2020 until the next Annual General Meeting to be held in 2021 of the Company.

Resolution IV

Category	Non-Executive Chairman	Non-Executive Directors
The Company	(RM per annum)	(RM per annum)
Directors' Retainer Fees	240,000	120,000
Petrol Allowance	6,000	6,000
	(RM per attendance)	(RM per attendance)
Attendance fee/ Tele-Conferencing fee	3,500	3,500
The Manager	(RM per attendance)	(RM per attendance)
Attendance fee/ Tele-Conferencing fee	3,500	3,500

6. To re-appoint Messrs. Ernst & Young as Auditors of the Company and to authorise the Directors to fix the Auditors' remuneration.

Resolution V

AS SPECIAL BUSINESS:

To consider and if thought fit, to pass the following resolutions:

7. Authority to Issue Shares of the Company pursuant to Sections 75 and 76 of the Companies Act, 2016

"THAT pursuant to Sections 75 and 76 of the Companies Act, 2016, Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approval of the relevant regulatory authorities, where such approval is required and subject to passing of Resolution 1 of KLCC REIT, the Directors of the Company be and are hereby authorised to issue ordinary shares in the capital of the Company ("New Ordinary Shares") from time to time to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the total number of such New Ordinary Shares to be issued, pursuant to this resolution, when aggregated with the total number of any such ordinary shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares of the Company for the time being (excluding any treasury shares) and provided further that such corresponding number of New Units in KLCC REIT equal to the number of New Ordinary Shares shall be issued and every one New Ordinary Share shall be stapled to one New Unit upon issuance to such persons ("Proposed KLCCP Mandate") and that the Directors be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such new Stapled Securities on the Main Market of Bursa Securities.

THAT such approval shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting of the Company held after the approval was given;
- (ii) the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
- (iii) revoked or varied by resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

THAT the New Ordinary Shares to be issued pursuant to the Proposed KLCCP Mandate shall, upon issue and allotment, rank *pari passu* in all respects with the existing ordinary shares of the Company, except that the New Ordinary Shares will not be entitled to any dividend, right, benefit, entitlement and/or any other distributions, in respect of which the entitlement date is prior to the date of allotment of such New Ordinary Shares.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed KLCCP Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed KLCCP Mandate."

Resolution VI

8. To transact any other business for which due notice has been given.

FURTHER NOTICE IS HEREBY GIVEN THAT for the purpose of determining a holder of the Stapled Securities who shall be entitled to attend the deferred 7th AGM of KLCC REIT and the deferred 17th AGM of KLCCP ("AGMs") via Remote Participation and Voting facilities ("RPV"), the Manager and/or the Trustee and KLCCP shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Paragraph 17 of Schedule 1 of the Amended and Restated Trust Deed dated 3 September 2019 entered into between the Manager and the Trustee, Articles 76(1) and 76(2) of KLCCP's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991, to issue a General Meeting Record of Depositors as at 15 June 2020 and only a Depositor whose name appears on such Record of Depositors shall be entitled to attend, speak and vote at the said meetings via RPV.

BY ORDER OF THE BOARD

Abd Aziz bin Abd Kadir (SSM PC No. 201908001622) (LS0001718)
Yeap Kok Leong (SSM PC No. 202008001750) (MAICSA 0862549)
Company Secretaries

Kuala Lumpur
22 May 2020

NOTES

1. IMPORTANT NOTICE

The Broadcast Venue is strictly for the purpose of complying with **Section 327(2) of the Companies Act 2016 and Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia** on 18 April 2020 (including any amendment that may be made from time to time) which require the Chairperson of the meeting to be present at the main venue of the meeting.

Holders of the Stapled Securities (as defined in Note 2 below) **WILL NOT BE ALLOWED** to attend the deferred 7th AGM of KLCC REIT and deferred 17th AGM of KLCCP in person at the Broadcast Venue on the day of the meetings.

Holders of the Stapled Securities are to attend, speak (including posing questions to the Boards of Directors via real time submission of typed texts) and vote (collectively, "participate") remotely at the deferred 7th AGM of KLCC REIT and deferred 17th AGM of KLCCP via the RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its **TIIH Online** website at <https://tiih.online>. **Please follow the Procedures for RPV provided in the Administrative Details for the deferred 7th AGM of KLCC REIT and deferred 17th AGM of KLCCP and read Notes (2) to (11) below in order to participate remotely via RPV.**

2. A holder of the Stapled Securities who is entitled to attend and vote at the meetings via RPV is entitled to appoint not more than 2 proxies to attend and, to vote in his stead. A proxy may but need not be a holder of the Stapled Securities. There shall be no restriction as to the qualification of the proxy. The holders may submit questions to the Board of Directors at <https://tiih.online> to the AGMs or to use the query box to transmit questions to Board of Directors via RPV during live streaming.
3. Where a holder of the Stapled Securities is an authorised nominee, it may appoint at least one proxy but not more than 2 proxies in respect of each securities account it holds with ordinary shares of the Company and units of KLCC REIT standing to the credit of the said securities account.
4. Where a holder of the Stapled Securities is an exempt authorised nominee which holds Stapled Securities 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. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
5. Where a holder of the Stapled Securities or the authorised nominee appoints 2 proxies, or where an exempt authorised nominee appoints 2 or more proxies, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
6. A holder of the Stapled Securities who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at these AGMs via RPV must request his/her proxy to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online>. **Please follow the Procedures for RPV in the Administrative Details for the deferred 7th AGM of KLCC REIT and deferred 17th AGM of KLCCP.**
7. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company and KLCC REIT not less than forty-eight (48) hours before the time appointed for holding the AGMs or adjourned general meeting at which the person named in the appointment proposes to vote:
 - (i) **In hard copy form**

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Share Registrar of the Company and KLCC REIT at Tricor Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.
 - (ii) **By electronic form**

The proxy form can be electronically lodged with the Share Registrar of the Company and KLCC REIT via **TIIH Online** website at <https://tiih.online> (applicable to individual shareholders only). Kindly refer to Administrative Details on the procedures for electronic lodgement of proxy form via TIIH Online.
8. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

9. Last date and time for lodging the proxy form is Sunday, 21 June 2020 at 10.30 a.m..
10. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company and KLCC REIT at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGMs or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
11. A corporate which is a holder of the Stapled Securities who has appointed a representative, please deposit the ORIGINAL certificate of appointment with the Share Registrar of the Company and KLCC REIT at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia. The certificate of appointment should be executed in the following manner:
 - (i) If the corporate holder of the Stapled Securities has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate holder of the Stapled Securities.
 - (ii) If the corporate holder of the Stapled Securities does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate holder (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate holder is incorporated.

Explanatory Notes for Items on the Agenda

12. Explanatory Note for Item 1

This agenda item is meant for discussion only as in accordance with the provision of Paragraph 13.18(b) of Guidelines on Listed Real Estate Investment Trusts, a formal approval on the Audited Financial Statements of KLCC REIT from the holders of the Stapled Securities is not required. Hence, this item is not put forward to the holders of the Stapled Securities for voting.

13. Explanatory Note for Item 2

Subject to passing of Resolution VI of the Company, the proposed Resolution 1, if passed, will grant a renewed mandate to the Manager of KLCC REIT to issue New Units from time to time provided that the number of the New Units to be issued, when aggregated with the number of units issued during the preceding 12 months, must not exceed 10% of the total number of units issued of KLCC REIT for the time being and provided further that such corresponding number of New Ordinary Shares in the Company equal to the number of New Units shall be issued and every one New Unit shall be stapled to one New Ordinary Share upon issuance. The Proposed KLCC REIT Mandate, unless revoked or varied at a unitholders' meeting, will expire at the conclusion of the next AGM of unitholders of KLCC REIT.

The Proposed KLCC REIT Mandate will allow the Manager the flexibility to issue New Units to raise funds to finance future investments, acquisitions and capital expenditure to enhance the value of KLCC REIT and/or to refinance existing debt as well as for working capital purposes, subject to the relevant laws and regulations. With the Proposed KLCC REIT Mandate, delays and further costs involved in convening separate general meetings to approve such issue of units to raise funds can be avoided.

As at the date of this Notice, no New Units have been issued pursuant to the mandate granted to the Directors of the Manager at the 6th AGM of KLCC REIT.

14. Explanatory Note for Item 3

This agenda item is meant for discussion only as the provision of Sections 248(2) and 340(1) of the Companies Act, 2016 does not require a formal approval of the holders of the Stapled Securities for the Audited Financial Statements of the Company. Hence, this item is not put forward to the holders of the Stapled Securities for voting.

15. Explanatory Note for Item 4

Article 106 of the Company's Constitution provides that one-third of the Directors of the Company for the time being shall retire by rotation at an AGM of the Company provided always that all Directors, shall retire from office once at least in each three years but shall be eligible for re-election at the AGM. A Director retiring at a meeting shall retain office until the conclusion of the meeting.

Article 112 of the Company's Constitution provides, amongst others, that the Board shall have the power to appoint any person to be a Director to fill a casual vacancy or as an addition to the existing Board, and that any Director so appointed shall hold office until the next AGM and shall be eligible for re-election.

The profiles of the retiring Directors are set out in the Profiles of the Board of Directors on pages 154 to 160 of the Integrated Annual Report 2019 of KLCCP Stapled Group.

The Board of Directors of the Company, with the recommendation of Nomination and Remuneration Committee ("NRC"), endorsed that the Directors as named under Resolutions I to III who retire in accordance with Articles 106 and 112 of the Company's Constitution are eligible to stand for re-election.

16. Explanatory Note for Item 5

The holders of Stapled Securities at the last AGM held on 3 April 2019 approved the Non-Executive Directors' ("NEDs") fees and benefits as per the table disclosed in Item 5 above effective 4 April 2019 until the AGM of the Company to be held in 2020 i.e. 17th AGM ("Directors' Remuneration 2019/2020").

A total of RM1,123,050.00 of Non-Executive Directors' fees and benefits were incurred for the Company for the financial year ended 31 December 2019 and the details of payment are enumerated on page 182 of the Integrated Annual Report 2019 of KLCCP Stapled Group.

NRCs of the Company and the Manager (a wholly-owned subsidiary of the Company) had reviewed the Directors' Remuneration for the NEDs for the period from 24 June 2020 until the next AGM to be held in 2021 and recommended that the said Directors' Remuneration shall remain unchanged as per Directors' Remuneration 2019/2020. The respective Boards of Directors of the Company and the Manager endorsed the respective NRCs' recommendations.

Resolution IV on the proposed Directors' fees and benefits to be approved by the holders of the Stapled Securities is pursuant to Section 230(1)(b) of the Companies Act, 2016.

The members of the Board and Board Committees of the Manager are only remunerated for Attendance/Tele-Conferencing when the meetings of the Manager are held on a different date than the meetings of the Board and Board Committees of the Company.

17. Explanatory Note for Item 7

Subject to passing of Resolution 1 of KLCC REIT, the proposed Resolution VI, if passed, will grant a renewed mandate and provide flexibility for the Company to empower the Directors to issue New Ordinary Shares from time to time, provided that the total number of such New Ordinary Shares to be issued, when aggregated with the total number of any such ordinary shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares of the Company for the time being (excluding any treasury shares) should the need arise and provided further that such corresponding number of New Units equal to the number of New Ordinary Shares shall be issued and every one New Ordinary Share shall be stapled to one New Unit upon issuance.

In order to avoid any delay and costs involved in convening a general meeting to approve such issuance of ordinary shares, the approval is a renewed mandate given to the Directors as the Board is always looking into prospective areas and seeking opportunities to broaden the operating base, increase earnings potential of the Company, raise funds to finance future investments, acquisitions and capital expenditure to enhance the value of the Company and/or to refinance existing debt as well as for working capital purposes which may involve the issue of new ordinary shares. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

As at the date of this Notice, the Company did not issue any New Ordinary Shares pursuant to the mandate granted to the Directors at its 16th AGM.

PROXY FORM



No. of Stapled Securities held	CDS Account No.

KLCC PROPERTY HOLDINGS BERHAD
200401003073 (641576-U)
(Incorporated in Malaysia)

KLCC REAL ESTATE INVESTMENT TRUST
(a real estate investment trust constituted under the laws of Malaysia)

* I/We _____
(Full Name as per NRIC / Certificate of Incorporation)

Company No./NRIC No. (new) _____ (old) _____

of _____

(Full Address)

being a *holder/holders of the Stapled Securities of KLCC PROPERTY HOLDINGS BERHAD (“Company” or “KLCCP”) and KLCC REAL ESTATE INVESTMENT TRUST (“KLCC REIT”), hereby appoint:

1. **PROXY “A”**

Full Name (in block letters)		Proportion of shareholdings	
NRIC / Passport No.		No. of Stapled Securities	%
Address			

* and/or failing him (* delete as appropriate)

2. **PROXY “B”**

Full Name (in block letters)		Proportion of shareholdings	
NRIC / Passport No.		No. of Stapled Securities	%
Address			

or failing him/them, the CHAIRMAN OF THE MEETINGS as *my/our *proxy/proxies to vote for *me/us and on *my/our behalf at the deferred Seventh Annual General Meeting (7th AGM”) of KLCC REIT and the deferred Seventeenth Annual General Meeting (“17th AGM”) of the Company to be conducted concurrently and entirely through live streaming from the broadcast venue at the Room 4003, Level 40, Tower 1, PETRONAS Twin Towers, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia (“Broadcast Venue”) on 23 June 2020, Tuesday at 10.30 a.m. and at any adjournment thereof.

Please indicate with an “X” in the appropriate box against each resolution how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on any resolution, the proxy shall vote as he/she thinks fit, or at his/her discretion, abstain from voting.

	Resolution	PROXY “A”		PROXY “B”	
		For	Against	For	Against
<u>KLCC REIT</u>					
Proposed unitholders’ mandate to issue new units pursuant to Paragraph 6.59 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad	1				
<u>KLCCP</u>					
Re-election of Datuk Hashim bin Wahir	I				
Re-election of Cik Habibah binti Abdul	II				
Re-election of Dato’ Jamaludin bin Osman	III				
Directors’ fees and benefits payable to Non-Executive Directors with effect from 24 June 2020 until the next Annual General Meeting to be held in 2021 of the Company	IV				
Re-appointment of Messrs Ernst & Young as Auditors and to authorise the Directors to fix the Auditors’ remuneration	V				
Authority to issue shares of the Company pursuant to Sections 75 and 76 of the Companies Act, 2016	VI				

Contact Number: _____

Signature of holder(s) of the Stapled Securities or Common Seal

Dated : _____

* Strike out whichever is not desired.

Notes:

1. **IMPORTANT NOTICE**

The Broadcast Venue is **strictly for the purpose of complying with Section 327(2) of the Companies Act 2016** and Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 (including any amendment that may be made from time to time) which require the Chairperson of the meeting to be present at the main venue of the meeting.

Holders of the Stapled Securities (as defined in Note 2 below) **WILL NOT BE ALLOWED** to attend the deferred 7th AGM of KLCC REIT and deferred 17th AGM of KLCCP (“AGMs”) in person at the Broadcast Venue on the day of the meetings.

Holders of the Stapled Securities are to attend, speak (including posing questions to the Boards of Directors via real time submission of typed texts) and vote (collectively, “participate”) remotely at the deferred 7th AGM of KLCC REIT and deferred 17th AGM of KLCCP via the Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its **TIIH Online** website at <https://tiih.online>. **Please follow the Procedures for RPV provided in the Administrative Details for the deferred 7th AGM of KLCC REIT and deferred 17th AGM of KLCCP and read Notes (2) to (12) below in order to participate remotely via RPV.**

2. A holder of the stapled securities comprising ordinary shares in the Company stapled together with the units in KLCC REIT (“Stapled Securities”) who is entitled to attend and vote at the meetings via RPV is entitled to appoint not more than 2 proxies to attend and, to vote in his stead. A proxy may but need not be a holder of the Stapled Securities. There shall be no restriction as to the qualification of the proxy. The holders may submit questions to the Board of Directors at <https://tiih.online> to the AGMs or to use the query box to transmit questions to Board of Directors via RPV during live streaming.
3. Where a holder of the Stapled Securities is an authorised nominee, it may appoint at least one proxy but not more than 2 proxies in respect of each securities account it holds with ordinary shares of the Company and units of KLCC REIT standing to the credit of the said securities account.
4. Where a holder of the Stapled Securities is an exempt authorised nominee which holds Stapled Securities 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. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”) which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
5. Where a holder of the Stapled Securities or the authorised nominee appoints 2 proxies, or where an exempt authorised nominee appoints 2 or more proxies, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
6. A holder of the Stapled Securities who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at these AGMs via RPV must request his/her proxy to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online>. **Please follow the Procedures for RPV in the Administrative Details for the deferred 7th AGM of KLCC REIT and deferred 17th AGM of KLCCP.**
7. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company and KLCC REIT not less than forty-eight (48) hours before the time appointed for holding the AGMs or adjourned general meeting at which the person named in the appointment proposes to vote:
 - (i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Share Registrar of the Company and KLCC REIT at Tricor Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.
 - (ii) By electronic form

The proxy form can be electronically lodged with the Share Registrar of the Company and KLCC REIT via **TIIH Online** website at <https://tiih.online> (applicable to individual shareholders only). Kindly refer to the Administrative Details on the procedures for electronic lodgement of proxy form via **TIIH Online**.
8. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
9. Last date and time for lodging the proxy form is **Sunday, 21 June 2020 at 10.30 a.m.**
10. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company and KLCC REIT at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGMs or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
11. A corporate which is a holder of the Stapled Securities who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company and KLCC REIT at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia. The certificate of appointment should be executed in the following manner:

- (i) If the corporate holder of the Stapled Securities has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate holder of the Stapled Securities.
- (ii) If the corporate holder of the Stapled Securities does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate holder (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate holder is incorporated.

12. For the purpose of determining a holder of the Stapled Securities who shall be entitled to attend the deferred 7th AGM of KLCC REIT and the deferred 17th AGM of the Company via RPV, KLCC REIT Management Sdn Bhd (“Manager”) and/or Maybank Trustees Berhad (“Trustee”) and the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Paragraph 17 of Schedule 1 of the Amended and Restated Trust Deed dated 3 September 2019 entered into between the Manager and the Trustee, Articles 76(1) and 76(2) of the Company’s Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991, to issue a General Meeting Record of Depositors as at **15 June 2020** and only a Depositor whose name appears on such Record of Depositors shall be entitled to attend, speak and vote at the said meetings.

Additional Note:

The Proxy Form issued together with the Notice of the deferred 7th AGM of KLCC REIT and the deferred 17th AGM of the Company dated 22 May 2020 (“Latter Proxy Form”) shall **SUPERSEDE** the Form of Proxy circulated together with the Notice of 7th AGM of KLCC REIT and the 17th AGM of the Company dated 28 February 2020 (“Former Proxy Form”), if KLCC REIT and KLCCP receive both the Former Proxy Form and the Latter Proxy Form.

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Share Registrar

Tricor Investor & Issuing House Sdn Bhd
Registration No. 197101000970 (11324-H)
Unit 32-01, Level 32,
Tower A, Vertical Business Suite,
No. 8, Jalan Kerinchi,
59200 Kuala Lumpur

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KLCC PROPERTY HOLDINGS BERHAD

200401003073 (641576-U)
(Incorporated in Malaysia)

KLCC REAL ESTATE INVESTMENT TRUST

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

ADMINISTRATIVE DETAILS

DEFERRED 7TH ANNUAL GENERAL MEETING OF KLCC REAL ESTATE INVESTMENT TRUST AND DEFERRED 17TH ANNUAL GENERAL MEETING OF KLCC PROPERTY HOLDINGS BERHAD

Date : Tuesday, 23 June 2020
Time : 10.30 a.m.
Broadcast Venue : Room 4003, Level 40, Tower 1, PETRONAS Twin Towers, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia

MODE OF MEETING

In view of the COVID-19 outbreak and as part of the safety measures, the deferred Seventh Annual General Meeting (“7th AGM”) of KLCC Real Estate Investment Trust (“KLCC REIT”) and the deferred Seventeenth Annual General Meeting (“17th AGM”) of KLCC Property Holdings Berhad (the “Company” or “KLCCP”) (“AGMs”) will be conducted entirely through live streaming from the Broadcast Venue. This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020.

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairperson of the meeting shall be present at the main venue of the AGMs. Holders of the Stapled Securities **WILL NOT BE ALLOWED** to attend the AGMs in person at the Broadcast Venue on the day of the AGMs.

REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

Holders of the Stapled Securities are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the AGMs using RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) via its ***TIIH Online*** website at <https://tiih.online>.

Holders of the Stapled Securities who appoint proxies to participate via RPV in the AGMs must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor no later than **Sunday, 21 June 2020 at 10.30 a.m.**

Corporate representatives of corporate members must deposit their original certificate of appointment of corporate representative to Tricor not later than **Sunday, 21 June 2020 at 10.30 a.m.** to participate via RPV in the AGMs.

Attorneys appointed by power of attorney are to deposit their power of attorney with Tricor not later than **Sunday, 21 June 2020 at 10.30 a.m.** to participate via RPV in the AGMs.

A holder of the Stapled Securities who has appointed a proxy or attorney or authorised representative to participate at these AGMs via RPV must request his/her proxy to register himself/herself for RPV at TIH Online website at <https://tiah.online>.

As the deferred 7th AGM of KLCC REIT and deferred 17th AGM of KLCCP are fully virtual AGMs, holders of the Stapled Securities who are unable to participate in these AGMs may appoint the Chairman of the meetings as his/her proxy and indicate the voting instructions in the proxy form.

PROCEDURES FOR RPV

Holders of the Stapled Securities/proxies/corporate representatives/attorneys who wish to participate the AGMs remotely using the RPV are to follow the requirements and procedures as summarised below:

	Procedure	Action
BEFORE THE DAY OF AGMS		
(a)	Register as a user with TIH Online	<ul style="list-style-type: none"> Using your computer, access the website at https://tiah.online. Register as a user under the “e-Services”. Refer to the tutorial guide posted on the homepage for assistance. If you are already a user with TIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIH Online.
(b)	Submit your request	<ul style="list-style-type: none"> Registration is open from 10.00 a.m. Friday, 22 May 2020 up to 10.30 a.m. Sunday, 21 June 2020. Login with your user ID and password and select the corporate event: “(REGISTRATION) KLCC REIT AND KLCCP AGMS”. Read and agree to the Terms & Conditions and confirm the Declaration. Select “Register for Remote Participation and Voting”. Review your registration and proceed to register. System will send an e-mail to notify that your registration for remote participation is received and will be verified. After verification of your registration against the General Meeting Record of Depositors as at 15 June 2020, the system will send you an e-mail to approve or reject your registration for remote participation.
ON THE DAY OF THE AGMS (23 JUNE 2020)		
(c)	Login to TIH Online	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the AGMs at any time from 10.10 a.m. i.e. 20 minutes before the commencement of the AGMs on Tuesday, 23 June 2020 at 10.30 a.m.
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: “(LIVE STREAM MEETING) KLCC REIT AND KLCCP AGMS” to engage in the proceedings of the AGMs remotely. If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will endeavor to respond to questions submitted by remote participants during the AGMs.

(e)	Online Remote Voting	<ul style="list-style-type: none"> • Voting session commences from 10.30 a.m. on Tuesday, 23 June 2020 until a time when the Chairman announces the completion of the voting session of the AGMs. • Select the corporate event: “(REMOTE VOTING) KLCC REIT AND KLCCP AGMS”. • Read and agree to the Terms & Conditions and confirm the Declaration. • Select the CDS account that represents your shareholdings. • Indicate your votes for the resolutions that are tabled for voting. • Confirm and submit your votes.
(f)	End of remote participation	<ul style="list-style-type: none"> • Upon the announcement by the Chairman on the closure of the AGMs, the Live Streaming will end.

Note to users of the RPV:

1. Should your application to join the AGMs be approved, we will make available to you the rights to join the live streamed meetings and to vote remotely. Your login to **TIIH Online** on the day of meetings will indicate your presence at the virtual meetings.
2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
3. In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

NO DOOR GIFT/GIFT VOUCHER

There will be **no distribution** of door gifts or gift vouchers for the AGMs since the meeting is being conducted on a fully virtual basis.

We would like to thank our Holders of the Stapled Securities for your kind co-operation and understanding in these challenging times.

GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

- Only a depositor whose name appears on the ROD as at **15 June 2020** shall be entitled to attend, speak and vote at the AGMs or appoint proxies to attend and/or vote on his/her behalf.

PROXY

- The AGMs will be conducted via virtual meeting, if you are unable to attend the meetings via RPV on 23 June 2020, you may appoint the Chairman of the meetings as proxy and indicate the voting instructions in the Proxy Form.
- You may submit your Proxy Form to the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) by fax at 03-2783 9222 or e-mail to is.enquiry@my.tricorglobal.com. However, please ensure that the **Original Proxy Form** is deposited at Tricor’s office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Counter at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the AGMs or any adjournment thereof, otherwise the Proxy Form shall not be treated as valid.

- You may also submit the Proxy Form electronically via **TIIH Online** website at <https://tiih.online> no later than **Sunday, 21 June 2020 at 10.30 a.m.** Please do read and follow the procedures to submit Proxy Form electronically below.

Poll Voting

- The Voting at the AGMs will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements.
- Shareholders can proceed to vote on the resolutions at any time from the commencement of the AGMs at 10.30 a.m but before the end of the voting session which will be announced by the Chairman of the Meeting. Kindly refer to item (e) of the above Procedures for RPV for guidance on how to vote remotely from **TIIH Online** website at <https://tiih.online>.
- Upon completion of the voting session for the AGMs, the Scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

Annual Report 2019

- The Company’s Annual Report 2019 is available at the Company’s website at <https://www.klcc.com.my/investor-relations/reports/klccpstapledgroupiar2019.bitesite/index.html>.
- You may request for a printed copy of the Annual Report 2019 at <https://tiih.online> by selecting “Request for Annual Report / Circular” under the “Investor Services”. Nevertheless, we hope you would consider the environment before you decide to request for the printed copy.

ELECTRONIC LODGEMENT OF PROXY FORM

The procedures to lodge your proxy form electronically via Tricor’s **TIIH Online** website are summarised below:

	Procedure	Action
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> Using your computer, please access the website at https://tiih.online. Register as a user under the “e-Services”. Please do refer to the tutorial guide posted on the homepage for assistance. If you are already a user with TIIH Online, you are not required to register again.
(b)	Proceed with submission of Proxy Form	<ul style="list-style-type: none"> After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. Select the corporate event: “Submission of Proxy Form”. Read and agree to the Terms & Conditions and confirm the Declaration. Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. Review and confirm your proxy(s) appointment. Print proxy form for your record.

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Holders of the Stapled Securities may submit questions for the Boards in advance of the AGMs via Tricor's TIIH Online website at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **Sunday, 21 June 2020 at 10.30 a.m.**. The Boards will endeavor to answer the questions received at the AGMs.

RECORDING OR PHOTOGRAPHY

Strictly **No** unauthorized recording or photography of the proceedings of the AGMs are allowed.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line :+603-2783 9299

Fax Number :+603-2783 9222

Email : is.enquiry@my.tricorglobal.com

Contact persons : Mr. Alven Lai : +603-2783 9283 / Email : Siew.Wai.Lai@my.tricorglobal.com
: Ms. Vivien Khoh : +603-2783 9291 / Email : Vivien.Khoh@my.tricorglobal.com