



TOWERreit

Tower Real Estate Investment Trust

NOTICE OF UNITHOLDERS' MEETING

NOTICE IS HEREBY GIVEN that the meeting of unitholders ("**Unitholders' Meeting**") of Tower Real Estate Investment Trust ("**Tower REIT**") will be held at Wau Bulan Ballroom, Level 2, Sofitel Kuala Lumpur Damansara, No. 6, Jalan Damanela, Bukit Damansara, 50490 Kuala Lumpur on Tuesday, 30 June 2020 at 10.00 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing with or without modifications the following resolution:

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY MTRUSTEE BERHAD, ACTING SOLELY IN ITS CAPACITY AS TRUSTEE FOR AND ON BEHALF OF TOWER REIT ("TRUSTEE"), OF AN OFFICE BUILDING KNOWN AS MENARA GUOCO ERECTED ON PART OF THAT PIECE OF FREEHOLD LAND HELD UNDER GERAN 74955, LOT 58303 IN THE MUKIM AND DISTRICT OF KUALA LUMPUR, STATE OF WILAYAH PERSEKUTUAN KUALA LUMPUR ("PROPERTY") FROM DC OFFICES SDN BHD FOR A CASH CONSIDERATION OF RM242.1 MILLION ("PROPOSED ACQUISITION")

"THAT subject to the approvals of all relevant authorities and/or parties having been obtained, where required, approval be and is hereby given to the Board of Directors of GLM REIT Management Sdn Bhd ("**Board**"), the management company of Tower REIT ("**Manager**"), and the Trustee for the proposed acquisition of the Property upon the terms and conditions contained in the conditional sale and purchase agreement ("**SPA**") dated 2 March 2020 entered into between the Trustee and DC Offices Sdn Bhd in relation to the Proposed Acquisition;

AND THAT the Board (save for YBhg Datuk Edmund Kong Woon Jun and Ms Lim Chew Yan) and the Trustee be and are hereby authorised to take all such necessary steps and enter into all deeds, agreements, arrangements, undertakings, transfers and indemnities as they may deem fit, necessary, expedient and/or appropriate and in the best interests of Tower REIT in order to implement, finalise, complete and give full effect to the Proposed Acquisition and the terms and conditions of the SPA with full powers to assent to any conditions, modifications, variations and/or amendments as may be required by any relevant authorities as they may deem fit, appropriate and in the best interests of Tower REIT."

**By Order of the Board of
GLM REIT Management Sdn Bhd**
(The Manager of Tower Real Estate Investment Trust)

Chew Ann Nee (SSM PC No. 201908001413) (MAICSA 7030413)
Company Secretary

Kuala Lumpur
15 June 2020

Notes:

1. For the purpose of determining unitholders' eligibility to attend this meeting, only unitholders whose names appear in the Record of Depositors as at 22 June 2020 shall be entitled to attend this meeting or appoint proxy(ies) to attend and vote on their behalf.
2. Save for unitholder who is an exempt authorised nominee, a unitholder entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy may but need not be a unitholder of Tower REIT. A unitholder who is an authorised nominee may appoint not more than two (2) proxies in respect of each securities it holds. A unitholder who is an exempt authorised nominee for multiple beneficial owners in one securities account ("**Omnibus Account**") may appoint any number of proxies in respect of the Omnibus Account.
3. Where two (2) or more proxies are appointed, the proportions of unitholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which, the appointments shall be invalid.
4. The Form of Proxy must be deposited at the Registered Office of GLM REIT Management Sdn Bhd at Level 10, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur not less than 48 hours before the time appointed for holding of the meeting or adjourned meeting.
5. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to vote by way of a poll.