

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)

NOTICE OF EIGHTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Eighth Annual General Meeting of AmanahRaya Real Estate Investment Trust (“**ARREIT**”) will be convened and held on a fully virtual basis at the broadcast venue, Board Room, 15th Floor, Wisma AmanahRaya, No. 2, Jalan Ampang, 50508 Kuala Lumpur on Thursday, 25 June 2020 at 10.00 a.m. to consider the following items of business:-

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2019 of ARREIT together with the Reports attached thereon. (Please refer to Note 1 of the Explanatory Notes)

SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without modification, the following Ordinary Resolution:-

2. **PROPOSED RENEWAL OF THE AUTHORITY TO ALLOT AND ISSUE NEW UNITS PURSUANT TO PARAGRAPH 6.59 OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD (“PROPOSED RENEWAL OF AUTHORITY”)** Ordinary Resolution (Please refer to Note 2 of the Explanatory Notes)
“THAT pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and subject to the approvals from the relevant regulatory authorities, where such approval is required, the Directors of AmanahRaya-Kenedix REIT Manager Sdn Bhd, the Manager of ARREIT (“the Manager”), be and are hereby authorised to allot and issue new units in ARREIT (“New Units”) at any time to any such persons, and upon such terms and conditions as the Directors of the Manager may in their absolute discretion, deem fit and in the best interest of ARREIT, provided that the aggregate number of the New Units to be allotted and issued pursuant to this resolution, when the aggregate number of units issued during the preceding twelve (12) months, does not exceed 20% of the issued fund size of ARREIT.

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THAT such authority shall continue to be in force until:-

- i. the conclusion of the next Annual General Meeting ("AGM") of ARREIT at which time it shall lapse, unless by a resolution passed at the meeting, the authority is renewed;
- ii. the expiration of the period within which the next AGM of the Unitholders is required by law to be held; or
- iii. the Proposed Renewal of Authority is revoked or varied by the Unitholders in a Unitholders' meeting.

whichever is the earliest;

THAT such New Units to be issued pursuant to the Proposed Renewal of Authority shall, upon allotment and issuance, rank equally in all respects with the existing Units except that the New Units will not be entitled to any distributable income, right, benefit, entitlement and/or any other distributions that may be declared, made or paid before the date of allotment and issuance of the New Units;

AND THAT authority be and is hereby given to the Directors of the Manager and Pacific Trustees Berhad ("the Trustee") (acting for and on behalf of ARREIT), to give effect to the Proposed Renewal of Authority with full power to assent to any conditions, variations, modifications, arrangements and/or amendments in relation to the Proposed Renewal of Authority as they may deem fit in the best interests of the Unitholders 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 ARREIT) to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Renewal of Authority."

AS OTHER BUSINESS

3. To transact any other business for which due notice shall have been given in accordance with the Deed of Trust constituting ARREIT.

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By Order of the Board of Directors

AMANAHRAYA-KENEDIX REIT MANAGER SDN BHD
REGISTRATION NO. 200901013113 (856167-A)

Management Company of ARREIT

Jerry Jesudian a/l Joseph Alexander (MAICSA 7019735) (SSM PC No. 201908003018)

Rizana binti Ahmad Rithauddeen (f) (LS 3339663) (SSM PC No. 20191224000019)

Leong Shiak Wan (f) (MAICSA 7012855) (SSM PC No. 202008002757)

Company Secretaries

Kuala Lumpur

3 June 2020

NOTES:

Proxy

- (1) A unitholder of ARREIT ("**Unitholders**") 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. As the 8th AGM will be conducted on a fully virtual basis, an individual Unitholder who is unable to attend and vote via the remote participation and electronic voting facilities at the AGM, can appoint the Chairman of the meeting as his/her proxy.
- (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 16 June 2020 shall be regarded as a Unitholder and entitled to attend, speak and vote at this Eighth AGM 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 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-Kenedix REIT Manager Sdn. Bhd. at Level 2, Wisma AmanahRaya, No. 2 Jalan Ampang, 50508 Kuala Lumpur** no later 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.

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Remote Participation and Voting

- (1) Please refer to the Administrative Guide for Unitholders which is available on the corporate website of ARREIT at <http://amanahrayareit.com.my/> for more details of the fully virtual 8th AGM.
- (2) The Instrument of Proxy issued on 3 June 2020 is available for download from the same link above and it shall supersede the Instrument of Proxy contained in the Integrated Annual Report 2019 circulated on 28 February 2020 ("Initial Instrument of Proxy").
- (3) If you have deposited the Initial Instrument of Proxy at the Registered Office prior to the postponement of the 8th AGM, you will need to execute and deposit the Instrument of Proxy issued on 3 June 2020 in order to appoint proxy(ies).

EXPLANATORY NOTES:

(1) Ordinary Business

There shall be no voting on the aforesaid Ordinary Business given that the laying of the Audited Financial Statements for the financial year ended 31 December 2019 of ARREIT together with the Reports attached thereon ("the Accounts"), before the Unitholders at the Eighth AGM is meant for discussion only, in accordance with Paragraph 13.18(b) of Guidelines on Listed Real Estate Investment Trust issued by the Securities Commission Malaysia.

The Accounts of ARREIT are contained in the 2019 Annual Report of ARREIT issued to all Unitholders of ARREIT on 28 February 2020 pursuant to Paragraph 9.45(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

If any Unitholder does not have a copy of the 2019 Annual Report, you may download from the corporate website of ARREIT at <http://www.amanahrayareit.com.my/> or request via telephone requisition at +603-2078 0898 from the principal place of business of the Manager.

(2) Special Business

The Proposed Authority, if passed, will give a mandate to the Manager to issue units of ARREIT from time to time provided that the aggregate number of the new units to be issued, when aggregated with the number of units issued during the preceding 12 months must not exceed 20% of the approved fund size of ARREIT for the time being. The Proposed Authority, unless revoked or varied at a unitholder's meeting, will expire at the conclusion of the next Annual General Meeting of ARREIT.

This is a new mandate to be obtained from the Unitholders at the forthcoming Annual General Meeting.

The purpose of this Proposed Authority is for the possible fund raising exercises including but not limited to further placement of units for purpose of funding current and/or future investment projects, working capital and/or acquisitions of investment assets.