

NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS UNITS

Terms defined in the abridged prospectus dated 30 August 2019 ("Abridged Prospectus") issued by Atrium Real Estate Investment Trust ("Atrium REIT") shall have the same meaning when used in this Notice of Provisional Allotment ("NPA"). The provisional allotment of Rights Units are prescribed securities pursuant to Section 14(5) of the Securities Industry (Central Depositories) Act, 1991 as amended from time to time, including Securities Industry (Central Depositories) Amendment Act, 1998 ("SICDA") and therefore, the SICDA and the Rules of Bursa Malaysia Depository Sdn Bhd ("Bursa Depository") ("Rules of Bursa Depository") shall apply in respect of dealings in the Provisional Allotments.



ATRIUM REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted pursuant to the trust deed dated 20 November 2006 (as amended by the supplementary deed dated 25 November 2008, the restated deed dated 24 March 2016 and supplementary deed dated 21 April 2016) under the laws of Malaysia)

RENOUNCEABLE RIGHTS ISSUE OF 58,464,480 NEW UNITS IN ATRIUM REAL ESTATE INVESTMENT TRUST ("ATRIUM REIT") ("RIGHTS UNIT(S)") ON THE BASIS OF 2 RIGHTS UNITS FOR EVERY 5 EXISTING ATRIUM REIT UNITS HELD ("UNIT(S)") AS AT 5.00 P.M. ON 30 AUGUST 2019 AT AN ISSUE PRICE OF RM1.02 PER RIGHTS UNIT ("RIGHTS ISSUE")

Manager

Trustee



ATRIUM REIT MANAGERS SDN BHD
(Company No. 710526-V)



PACIFIC TRUSTEES BERHAD
(Company No. 317001-A)

Principal Adviser and Underwriter



UOB KAY HIAN SECURITIES (M) SDN BHD
(Company No. 194990-K)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

To: Our Entitled Unitholders

Dear Sir / Madam,

Our Board of Directors ("**Board**") has provisionally allotted to you, in accordance with the resolutions passed at the Meeting of Atrium REIT's unitholders held on 3 June 2019 and the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**") vide its letter dated 7 May 2019, the number of Rights Units as indicated below ("**Provisional Rights Units**").

We wish to advise you that the following Provisional Rights Units to you has been confirmed by Bursa Depository and upon acceptance will be credited into your Central Depository System ("**CDS**") account(s), subject to the terms and conditions stated in the Abridged Prospectus and Rights Subscription Form ("**RSF**") issued by Atrium REIT.

Bursa Securities has already prescribed the Units listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Rights Units are prescribed securities and as such, all dealings in the said securities will be by book entries through CDS Account(s) and will be governed by the SICDA and the Rules of Bursa Depository.

ALL RIGHTS UNITS TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE WILL BE ALLOTTED BY WAY OF CREDITING THE UNITS INTO THE CDS ACCOUNTS OF THE ENTITLED UNITHOLDERS AND/OR THEIR TRANSFEREE(S) AND/OR THEIR RENOUNCEE(S) (IF APPLICABLE). NO PHYSICAL UNIT CERTIFICATE WILL BE ISSUED. ACCEPTANCE FOR THE RIGHTS UNITS PROVISIONALLY ALLOTTED AND APPLICATION FOR EXCESS RIGHTS UNITS ARE TO BE MADE BY WAY OF RSF OR BY WAY OF ELECTRONIC SUBSCRIPTION VIA TIH ONLINE ("e-SUBSCRIPTION") IN ACCORDANCE WITH THE TERMS AND CONDITION STATED THEREIN.

It is the intention of our Board to allot the Excess Rights Units as follows:-

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, for allocation to Entitled Unitholders who have applied for Excess Rights Units, on a pro-rata basis and in board lots, calculated based on their respective unitholdings in Atrium REIT as at the Entitlement Date;
- (iii) thirdly, for allocation to Entitled Unitholders who have applied for Excess Rights Units, on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess Application; and
- (iv) fourthly, for allocation to renounee(s) or transferee(s) who have applied for Excess Rights Units, on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess Application.

Nevertheless, our Board reserves the right to allot any Excess Rights Units applied for in such manner as our Board deems fit and expedient in the best interest of Atrium REIT subject always to such allocation being made on a fair and equitable basis, and that the intention of our Board as set out in steps (i) to (iv) above is achieved. Our Board also reserves the right at its absolute discretion to accept in full or in part any application for the Excess Rights Units without assigning any reason thereof.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED UNITHOLDERS

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NUMBER OF ATRIUM REIT UNITS HELD AT 5.00 P.M. ON 30 AUGUST 2019	NUMBER OF RIGHTS UNITS PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM1.02 PER RIGHTS UNIT (RM)

IMPORTANT RELEVANT DATES AND TIMES

Entitlement date	Friday, 30 August 2019 at 5.00 p.m.
Last date and time for:	
Sale of Provisional Allotment of Rights Units	Tuesday, 10 September 2019 at 5.00 p.m.
Transfer of Provisional Allotment of Rights Units	Thursday, 12 September 2019 at 4.30 p.m.
Acceptance and payment	Thursday, 19 September 2019 at 5.00 p.m.
Excess Application and payment	Thursday, 19 September 2019 at 5.00 p.m.

By Order of the Board,

ATRIUM REIT MANAGERS SDN BHD (710526-V)
(as the Manager of Atrium Real Estate Investment Trust)

Wong Wai Foong (MAICSA 7001358)
Fong Seah Lih (MAICSA 7062297)
Company Secretaries

Share Registrar
Tricor Investor & Issuing House Services Sdn Bhd (11324-H)
Unit 32-01, Level 32
Tower A, Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Tel no. : 603 - 2783 9299
Fax no. : 603 - 2783 9222

THIS NOTICE OF PROVISIONAL ALLOTMENT IS DATED 30 AUGUST 2019

NOTES AND INSTRUCTIONS FOR COMPLETION OF THIS RSF

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT.

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately. All enquiries concerning the Rights Issue should be addressed to our Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No.8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively at our Share Registrar's Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No.8, Jalan Kerinchi, 59200 Kuala Lumpur. **YOU SHOULD READ AND UNDERSTAND THE CONTENTS OF THE ABRIDGED PROSPECTUS TO WHICH THIS RSF RELATES TO BEFORE COMPLETING THIS RSF. IN ACCORDANCE WITH THE CAPITAL MARKETS AND SERVICES ACT, 2007, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS DATED 30 AUGUST 2019 ("ABRIDGED PROSPECTUS")**

The Abridged Prospectus, together with the NPA and RSF (collectively, the "Documents"), are only despatched to our Entitled Unitholders whose names appear on our Record of Depositors as at 5.00 p.m. on Friday, 30 August 2019 ("Entitlement Date") at their registered address in Malaysia or who have provided our Share Registrar with a registered address in Malaysia no later than 5.00 p.m. on the Entitlement Date. The Documents are not intended to be and will not be issued, circulated or distributed, and the Rights Issue will not be made or offered or deemed to be made or offered for purchase or subscription, in any country or jurisdiction other than Malaysia or to persons who are or may be subject to the laws of any country or jurisdiction other than the laws of Malaysia. No action has been or will be taken to ensure that the Rights Issue and the Documents comply with the laws of any countries or jurisdictions other than the laws of Malaysia. The Rights Issue to which the Abridged Prospectus relates is only available to persons receiving the Documents electronically or otherwise within Malaysia. The Documents do not constitute an offer, solicitation or invitation to subscribe for the Rights Issue in any jurisdiction other than Malaysia or to any person to whom it may be unlawful to make such an offer, solicitation or invitation. It will be the sole responsibility of the Entitled Unitholders and/or their renounee(s)/transferee(s) (if applicable) who are residents in countries or jurisdictions other than Malaysia to consult their legal and/or other professional adviser as to whether their acceptance or renunciation (as the case may be) of their entitlement to the Rights Issue would result in the contravention of any laws of such countries or jurisdictions. Such unitholders should note the additional terms and restrictions as set out in **Section 11.11** of the Abridged Prospectus. Neither Atrium REIT, UOB Kay Hian Securities (M) Sdn Bhd nor any other advisers to the Rights Issue shall accept any responsibility or liability in the event that any acceptance or sale/renunciation (as the case may be) of the provisional allotment of the Rights Units made by our Entitled Unitholders and/or their renounee(s)/transferee(s) is or will become illegal, unenforceable, voidable or void in any country or jurisdiction in which our Entitled Unitholders and/or their renounee(s)/transferee(s) (if applicable) is a resident.

A copy of the Abridged Prospectus has been registered with the **SC**. The registration of the Abridged Prospectus should not be taken to indicate that the SC recommends the Rights Issue or assumes responsibility for the correctness of any statement made or opinion or report expressed in the Abridged Prospectus. The SC has not, in any way, considered the merits of the securities being offered for investment. A copy each of the Documents has also been lodged with SC who takes no responsibility for the contents of the Documents.

Approval for the Rights Issue has been obtained from the unitholders of Atrium REIT at the meeting of unitholders convened on 3 June 2019. Approval has been obtained from Bursa Malaysia Securities Berhad ("**Bursa Securities**") vide its letter dated 7 May 2019 for the listing of and quotation for the Rights Units on the Main Market of Bursa Securities. However, this is not an indication that Bursa Securities recommends the Rights Issue. The listing of and quotation for the Rights Units on the Main Market of Bursa Securities are in no way reflective of the merits of the Rights Issue. The listing of and quotation for the Rights Units on the Main Market of Bursa Securities will commence after, amongst others, receipt of confirmation from Bursa Depository that all the CDS Account(s) of the successful Entitled Unitholders and/or their renounee(s)/transferee(s) (if applicable) have been duly credited and notices of allotment have been despatched to them.

Our Board has seen and approved all the documentation relating to the Rights Issue. They collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable enquiries, and to the best of their knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make any statement in the Documents false or misleading.

Unless otherwise stated, the unit of currency used in this RSF is RM and sen.

INSTRUCTIONS:-

(i) LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT

This RSF is valid for acceptance until **5.00 p.m. on Thursday, 19 September 2019**.

(ii) FULL OR PART ACCEPTANCE OF THE RIGHTS UNITS

The Rights Issue is renounceable in full or in part. If you wish to accept the Rights Units provisionally allotted to you either in full or in part, please complete Parts I(a) and II of this RSF in accordance with the notes and instructions contained in the RSF. Each completed and signed RSF together with the relevant payment must be sent to our Share Registrar in the envelope provided (at your own risk) by **ORDINARY POST** or **DELIVERED BY HAND** or **BY COURIER** to the following address:

Tricor Investor & Issuing House Services Sdn Bhd (11324-H)
Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur

or alternatively at

Customer Service Centre
Unit G-3, Ground Floor, Vertical Podium
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur

so as to arrive no later than **5.00 p.m. on Thursday, 19 September 2019**, being the last time and date for acceptance of and payment.

If the acceptance of and payment for the Rights Units provisionally allotted to you is not received by our Share Registrar by **5.00 p.m. on Thursday, 19 September 2019**, such provisional entitlement to you or remainder thereof (as the case may be) will be deemed to have been declined and will be cancelled.

Each completed RSF must be accompanied by the appropriate remittance in RM for the full amount payable for the Rights Units accepted in the form of Banker's Draft(s) or Cashier's Order(s) or Money Order(s) or Postal Order(s) drawn on a bank or post office in Malaysia and made payable to "**ATRIUM REIT RIGHTS ISSUE ACCOUNT**", crossed "**ACCOUNT PAYEE ONLY**" and endorsed on the reverse side with your name, contact number, address and your CDS Account number in block letters. Applications accompanied by payments other than in the manner stated above or with excess or insufficient remittances may or may not be accepted at the absolute discretion of our Board. Details of the remittances must be filled in the appropriate boxes provided in the RSF.

In respect of unsuccessful or partially accepted applications, the full amount or the surplus application monies, as the case may be, will be refunded without interest and will be despatched to you by ordinary post to the address as shown in our record of depositors at your own risk within fifteen (15) market days from the last day for acceptance of and payment for the Rights Units.

(iii) EXCESS RIGHTS UNITS APPLICATION

If you wish to apply for additional Rights Units in excess of your entitlement, you may do so by completing Part I(B) of this RSF (in addition to Parts I(A) and II) and forwarding it with a separate remittance made in RM for the full amount payable in respect of the Excess Rights Units applied for in the form of Banker's Draft(s) or Cashier's Order(s) or Money Order(s) or Postal Order(s) drawn on a bank or post office in Malaysia must be made payable to "**ATRIUM REIT EXCESS RIGHTS UNITS ACCOUNT**", crossed "**ACCOUNT PAYEE ONLY**" and endorsed on the reverse side with your name in block letters and your CDS account number, to our Share Registrar no later than **5.00 p.m. on Thursday, 19 September 2019**, being the last time and date for acceptance and payment.

The payment must be made in the exact amount payable for the Excess Rights Units applied for. Any application accompanied by excess or insufficient payment may be rejected at the absolute discretion of our Board. Cheques or other mode(s) of payment not prescribed herein are not acceptable.

No acknowledgment for the receipt of this RSF or application monies in respect of the Excess Rights Units application will be issued by Atrium REIT or our Share Registrar. However, if your application is successful, the rights units will be allotted and a notice of allotment will be despatched to you by ordinary post to the address as shown in our record of depositors at your own risk within eight (8) market days from the last date for acceptance of and payment for the Excess Rights Units or such other period as may be prescribed by Bursa Securities.

In respect of unsuccessful or partially successful Excess Rights Units applications, the full amount or the surplus application monies, as the case may be, will be refunded without interest and will be despatched to you by ordinary post to the address as shown in our record of depositors at your own risk within fifteen (15) market days from the last date of application and payment for the Excess Rights Units.

It is the intention of our Board to allot the Excess Rights Units, if any, on a fair and equitable basis and in the following priority:

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, for allocation to Entitled Unitholders who have applied for Excess Rights Units, on a pro-rata basis and in board lots, calculated based on their respective unitholdings in Atrium REIT as at the Entitlement Date;
- (iii) thirdly, for allocation to Entitled Unitholders who have applied for Excess Rights Units, on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess Application; and
- (iv) fourthly, for allocation to renounee(s) or transferee(s) who have applied for Excess Rights Units, on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess Application.

Nevertheless, our Board reserves the right to allot any Excess Rights Units applied for under Part I (b) of the RSF in such manner as our Board deems fit and expedient in the best interest of Atrium REIT subject always to such allocation being made on a fair and equitable basis, and that the intention of our Board as set out in steps (i) to (iv) above is achieved. Our Board also reserves the right at its absolute discretion to accept in full or in part any application for the Excess Rights Units without assigning any reason thereof.

(iv) SALE OR TRANSFER OF PROVISIONAL ALLOTMENTS

The provisional allotment of Rights Units is renounceable. If you wish to sell or transfer all or part of your entitlement of the provisional allotment of Rights Units to one or more persons, you may do so through your stockbroker without first having to request for a split of the provisionally allotted Rights Units standing to the credit of your CDS Account(s). To sell or transfer all or part of your provisionally allotted Rights Units, you may sell such entitlements in the open market or transfer such entitlement to such persons as may be allowed pursuant to the Rules of Bursa Depository for the period up to the last date and time for the sale/transfer of the provisionally allotted Rights Units.

In selling or transferring all or part of your provisionally allotted Rights Units, you need not deliver the RSF or any document to your stockbroker. **You are however advised to ensure that there is sufficient provisionally allotted Rights Units standing to the credit of your CDS Account(s) before selling or transferring.**

Renounee(s)/transferee(s) who wish to accept the provisionally allotted Rights Units may obtain a copy of the Abridged Prospectus and this RSF from their stockbrokers, our Share Registrar or our Registered Office or the website of Bursa Securities (<http://www.bursamalaysia.com>).

If you and/or your renounee(s)/transferee(s) (if applicable) have sold or transferred only part of your provisionally allotted Rights Units, you may still accept the balance of the entitlements of the Rights Units by completing Parts I(a) and II of this RSF.

If you sell or transfer all or part of your entitlement to the provisionally allotted Rights Units, you will automatically be selling or transferring your entitlement to all or part of your Rights Units.

(v) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- (b) A Malaysian Revenue Stamp (NOT POSTAGE STAMP) of RM10.00 must be affixed on the RSF.
- (c) The Rights Units subscribed by the Entitled Unitholders and/or their transferee(s) and/or their renounee(s) (if applicable) will be credited into their respective CDS accounts as stated in this RSF or the exact account(s) appearing on Bursa Depository's record of depositors.
- (d) Any interest or other benefit accruing on or arising from or in connection with any application monies shall be for the benefit of Atrium REIT and Atrium REIT shall not be under any obligation to account for such interest or other benefit to you.
- (e) The contract arising from the acceptance of the Provisional Rights Units by you shall be governed by and construed in accordance with the laws of Malaysia, and you shall be deemed to have irrevocably and unconditionally submitted to the exclusive jurisdiction of the courts of Malaysia in respect of any matter in connection with this RSF and the contract arising therefrom.
- (f) Atrium REIT reserves the right to accept or reject any acceptance and/or application if the instructions above are not strictly adhered to or which are illegible.
- (g) Entitled Unitholders and/or their transferee(s) and/or their renounee(s) should note that any RSF and remittances lodged with Atrium REIT's Share Registrar shall be irrevocable and shall not be subsequently withdrawn.

(vi) e-SUBSCRIPTION VIA TIH ONLINE

You are no longer required to complete and lodge the physical RSF to Share Registrar's office if you have successfully lodged the electronic RSF ("**e-RSF**") on the acceptances for the Rights Units provisionally allotted and the application for excess Rights Units by way of e-Subscription. e-Subscription is only available to individual unitholders. Corporation or institutional unitholders will have to complete the physical RSF for the acceptance of Rights Units and application of Excess Rights Units. Please refer to Section 11 of the Abridged Prospectus for further details on instructions on acceptance, payment, sale/transfer and excess application for the Rights Issue by way of RSF and e-Subscription.