



EC WORLD REAL ESTATE INVESTMENT TRUST

(Constituted in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING of EC World Real Estate Investment Trust ("**EC World REIT**") will be held at Stephen Riady Auditorium @ NTUC Centre, Level 7, One Marina Boulevard, Singapore 018989 on Wednesday, 19 June 2019, at 10.00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution (capitalised terms not otherwise defined herein shall bear the meanings ascribed to them in the circular to Unitholders dated 4 June 2019):

THE PROPOSED ACQUISITIONS AND MASTER LEASE AGREEMENTS OF FUZHOU E-COMMERCE WHICH CONSTITUTE AN INTERESTED PERSON TRANSACTION (ORDINARY RESOLUTION)

RESOLVED that:

1. approval be and is hereby given for the acquisition of the entire issued share capital of the BVI Holdco which holds a 34.02% equity interest in the PRC Holdco, the sole legal and beneficial land user and owner of the Property, on the terms and subject to the conditions set out in the BVI Share Purchase Agreement dated 10 May 2019 entered into between the Trustee and the BVI Vendor;
2. approval be and is hereby given for the acquisition of the 65.98% equity interest in the PRC Holdco, the sole legal and beneficial land user and owner of the Property, on the terms and subject to the conditions set out in the PRC Share Purchase Agreement dated 10 May 2019 entered into between Wuhan Fute, an indirectly wholly-owned subsidiary of the Trustee, and the PRC Vendor;
3. approval be and is hereby given for the entry into the Master Lease Agreements between Zhejiang Fuzhou E-commerce Co., Ltd. (as master lessor) and Hangzhou Fuyang Yuntong E-Commerce Co., Ltd (as master lessee) in relation to the grant of a master lease over the Warehouse, and between Zhejiang Fuzhou E-commerce Co., Ltd. (as master lessor) and Zhejiang Yuntong E-Commerce Co., Ltd. (as master lessee), in relation to the grant of a master lease over the Office and Support Buildings;
4. approval be and is hereby given for the proposed issue of new units in EC World REIT for the payment of the acquisition fee to EC World Asset Management Pte. Ltd., as manager of EC World REIT (the "**Manager**"), for the proposed Acquisitions;
5. approval be and is hereby given for the payment of all fees and expenses relating to the proposed Acquisitions (including the Master Lease Agreements); and
6. the Manager, any director of the Manager ("**Director**") and the Trustee, be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager, such Director or, as the case may be, the Trustee may consider expedient or necessary or in the interests of EC World REIT to give effect to the proposed Acquisitions, the Share Purchase Agreements, the entry into the Master Lease Agreements and all transactions in connection therewith.

BY ORDER OF THE BOARD

EC World Asset Management Pte. Ltd.

(as manager of EC World Real Estate Investment Trust)

(Company Registration No. 201523015N)

Victor Lai
Josephine Toh
Company Secretaries

Singapore
4 June 2019

Important Notice:

- (1) A Unitholder who is not a relevant intermediary and entitled to attend and vote at the Extraordinary General Meeting ("**EGM**") is entitled to appoint one or two proxies to attend and vote in his or her stead. A proxy need not be a Unitholder. Where a Unitholder appoints more than one proxy, the appointments shall be invalid unless he or she specifies the proportion of his or her holding (expressed as a percentage of the whole) to be represented by each proxy.
- (2) A Unitholder who is a relevant intermediary entitled to attend and vote at the EGM is entitled to appoint more than two proxies to attend and vote instead of the Unitholder, but each proxy must be appointed to exercise the rights attached to a different Unit or Units held by such Unitholder. Where such Unitholder appoints more than one proxy, the appointment shall be invalid unless the Unitholder specifies the number of Units in relation to which each proxy has been appointed in the Proxy Form (defined below).

"**Relevant intermediary**" means:

- (a) a banking corporation licensed under the Banking Act, Chapter 19 of Singapore, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity;
 - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act, Chapter 289 of Singapore, and who holds Units in that capacity; or
 - (c) the Central Provident Fund Board ("**CPF Board**") established by the Central Provident Fund Act, Chapter 36 of Singapore, in respect of Units purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
- (3) The instrument appointing a proxy or proxies (the "**Proxy Form**") must be deposited at the Unit Registrar's Office at Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 not less than seventy-two (72) hours before the time appointed for holding the EGM.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a Unitholder (i) consents to the collection, use and disclosure of the Unitholder's personal data by EC World REIT (or its agents) for the purpose of the processing and administration by EC World REIT (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for EC World REIT (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the Unitholder discloses the personal data of the Unitholder's proxy(ies) and/or representative(s) to EC World REIT (or its agents), the Unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by EC World REIT (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the Unitholder will indemnify EC World REIT in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Unitholder's breach of warranty.