NOTICE OF EXTRAORDINARY GENERAL MEETING

ESR-LOGOS REAL ESTATE INVESTMENT TRUST

(Constituted in the Republic of Singapore pursuant
to a trust deed dated 31 March 2006 as amended and restated)

NOTICE OF EXTRAORDINARY GENERAL MEETING OF UNITHOLDERS OF ESR-LOGOS REIT

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of the unitholders of ESR-LOGOS REIT ("**E-LOG**", and the holders of units of E-LOG, "**Unitholders**") will be convened and held at Jasmine Ballroom, Level 3, Marina Bay Sands Expo and Convention Centre, 10 Bayfront Avenue, Singapore 018956, 9 October 2024 (Wednesday) at 10:00 a.m. (Singapore time), to consider and, if thought fit, to pass, with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1

THE PROPOSED ACQUISITION OF 100.0% TRUST BENEFICIARY INTEREST IN THE NEW JAPAN PROPERTY (AS DEFINED HEREIN) BEING A DISTRIBUTION CENTRE LOCATED IN NAGOYA, JAPAN, AS AN INTERESTED PERSON TRANSACTION

RESOLVED that, subject to and contingent upon the passing of Ordinary Resolution 2 and Ordinary Resolution 3:

(i) approval be and is hereby given for the acquisition of the logistics property known as ESR Yatomi Kisosaki Distribution Centre located at 1- 3-4 chome and others, Shinwa, Kisosaki-cho, Kuwana-gun, Mie-ken (the "**New Japan Property**"), by way of an acquisition of 100% of the trust beneficiary interest in the New Japan Property (the "**Japan Acquisition**");

(ii) the entry into the sale and purchase agreement with Kisosaki TMK (the "**Japan Acquisition Vendor**") to acquire 100% of the trust beneficiary interest in the New Japan Property (the "**Japan Sale and Purchase Agreement**"), and all documents required to be executed or assigned by the parties in order to give effect to the Japan Acquisition, is hereby approved and (as the case may be) ratified;

(iii) approval be and is hereby given for the payment of all fees and expenses relating to the Japan Acquisition; and

(iv) ESR-LOGOS Funds Management (S) Limited, as manager of E-LOG (the "**Manager**"), any director of the Manager ("**Director**"), and Perpetual (Asia) Limited, as trustee of E-LOG (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 E-LOG to give effect to the Japan Acquisition, and all transactions contemplated under the Japan Acquisition, and in this connection, the board of directors of the Manager (the "**Board**") be hereby authorised to delegate such authority to such persons as the Board deems fit.

ORDINARY RESOLUTION 2

THE PROPOSED ACQUISITION OF 51.0% INTEREST IN THE NEW SINGAPORE PROPERTY (AS DEFINED HEREIN) AND THE PROPOSED ISSUANCE OF THE LOGOS CONSIDERATION UNITS (AS DEFINED IN THE CIRCULAR), AS INTERESTED PERSON TRANSACTIONS, AND THE PROPOSED ISSUANCE OF IVANHOE CONSIDERATION UNITS (AS DEFINED IN THE CIRCULAR)

RESOLVED that, subject to and contingent upon the passing of Ordinary Resolution 1 and Ordinary Resolution 3:

(i) approval be and is hereby given for the acquisition of a Singapore property comprising a high-specifications manufacturing facility and newly constructed ramp-up logistics warehouses with modern specifications located at 20 Tuas South Avenue 14, Singapore 637312 (the "**New Singapore Property**"), by way of an acquisition of 51.0% of the shares in LSLV Project 5 Pte Ltd (the "**Singapore TargetCo**"), which indirectly holds the New Singapore Property (the "**Singapore Acquisition**") as described in the circular dated 24 September 2024 (the "**Circular**");

(ii) the entry into the share purchase agreement (the "**Singapore Share Purchase Agreement**") with LOGOS TSA Venture SPV 2 Pte. Ltd., LSAV 1 Portfolio Ltd. and LSLV General Partner to acquire 51.0% of the shares of the of the shares in the Singapore TargetCo, which upon the completion of the Singapore Acquisition, the Singapore TargetCo will hold 100.0% of the shares in Tuas South Avenue Pte. Ltd. (the "**Singapore PropCo**"), which in turn holds the New Singapore Property, and all documents required to be executed or assigned by the parties in order to give effect to the Singapore Acquisition, is hereby approved and (as the case may be) ratified;

(iii) the entry into the shareholders' agreement (the "**Singapore Shareholder Agreement**") with LOGOS TSA Venture SPV 2 Pte. Ltd. with respect to the Singapore TargetCo, and all documents required to be executed or assigned by the parties in order to give effect to the Singapore Acquisition and/or the Singapore Shareholder Agreement (including the amalgamation of the Singapore TargetCo and the Singapore PropCo and its conversion to a limited liability partnership and the entry into the limited liability partnership with LOGOS TSA Venture SPV 2 Pte. Ltd. with respect to the amalgamated entity), is hereby approved and (as the case may be) ratified;

(iv) approval be and is hereby given for the issue, in the manner described in the Circular, such number of Consideration Units (as defined in the Circular) to LOGOS Units No. 1 Ltd and, if applicable, Ivanhoe Cambridge Asia Inc (being the Singapore Acquisition Vendor's nominees) in relation to the Singapore Acquisition;

(v) approval be and is hereby given for the payment of all fees and expenses relating to the Singapore Acquisition; and

(vi) the Manager, any 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 E-LOG to give effect to the Singapore Acquisition and the issue of Consideration Units, and all transactions contemplated under the Singapore Acquisition, and in this connection, the Board be hereby authorised to delegate such authority to such persons as the Board deems fit.

ORDINARY RESOLUTION 3

THE PROPOSED ISSUANCE OF NEW UNITS UNDER THE PREFERENTIAL OFFERING, PURSUANT TO RULE 805(1) AND 816(2) OF THE LISTING MANUAL

RESOLVED that, subject to and contingent upon the passing of Ordinary Resolution 1 and Ordinary Resolution 2:

(i) approval be and is hereby given for the issue of up to 308,196,721 new units in E-LOG ("**Units**") under the non-renounceable preferential offering (the "**Preferential Offering**") at an issue price of S$0.305 per new Unit in the manner described in the Circular; and

(ii) the Manager, any 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 E-LOG to give effect to the Preferential Offering and all transactions therewith, and in this connection, the Board be hereby authorised to delegate such authority to such persons as the Board deems fit.

Unitholders should note that Resolution 1 (the Japan Acquisition), Resolution 2 (the Singapore Acquisition and the proposed issuance of Consideration Units) and Resolution 3 (the proposed issuance of Units under the Preferential Offering at S$0.305 per New Unit) are inter-conditional. In the event that any of Resolutions 1, 2 and 3 is not passed, the Manager will not proceed with the Japan Acquisition and the Singapore Acquisition.

BY ORDER OF THE BOARD

ESR-LOGOS Funds Management (S) Limited
(Company Registration No.: 200512804G, Capital Markets Services Licence No.: CMS 100132)
(as manager of ESR-LOGOS REIT)

Adrian Chui
Chief Executive Officer and Executive Director

24 September 2024

Notes:

1. E-LOG will be conducting the EGM in a wholly physical format at Jasmine Ballroom, Level 3, Marina Bay Sands Expo and Convention Centre, 10 Bayfront Avenue, Singapore 018956 on 9 October 2024 (Wednesday) at 10:00 a.m. (Singapore time). Any reference to a time of day is made by reference to Singapore time.

2. **Submission of Questions:**

   (a) All Unitholders, CPF/SRS investors and Relevant Intermediary Unitholders will be able to submit questions in advance of, or at, the EGM.

   (b) In addition, all Unitholders, CPF/SRS investors and Relevant Intermediary Unitholders can and are strongly encouraged to submit questions relating to the business of the EGM in advance of the EGM up till **1 October 2024 (Tuesday), 5.00 p.m.**, in the following manner:

      (i) Unitholders may submit their questions via email to ir@esr-logosreit.com.sg or by post addressed to Investor Relations at 5 Temasek Boulevard #12-09 Suntec Tower Five Singapore 038985. Submission electronically by email is strongly encouraged; and

      (ii) Relevant Intermediary Unitholders (including CPF/SRS investors) may submit questions through their Relevant Intermediary (including CPF Agent Banks/SRS Operators), who in turn should submit a consolidated list of questions to the Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at srs.teame@boardroomlimited.com.

   (c) Unitholders, CPF/SRS investors and Relevant Intermediary Unitholders who submit questions in advance of the EGM should provide the following information to the Manager (or, in the case of Relevant Intermediary Unitholders, their Relevant Intermediary) for verification purposes:

      (i) your full name;

      (ii) your address, contact number and email; and

      (iii) the manner in which you hold Units (if you hold Units directly, please provide your CDP account number; otherwise, please state if you hold your Units through CPF or SRS, or are a Relevant Intermediary Unitholder).

   (d) The Manager will address all substantial and relevant questions received in advance, via an announcement on SGXNET via the SGX-ST's website at https://www.sgx.com/securities/company-announcements and E-LOG's website at https://esr-logosreit.listedcompany.com/meetings.html by **4 October 2024 (Friday), 10.00 a.m.** (being 48 hours prior to the closing date and time for the lodgement of proxy forms (the "**Proxy Form**")).

   (e) Any substantial and relevant questions or follow-up questions received after the submission deadline which have not already been addressed prior to the EGM, as well as those substantial and relevant questions received at the EGM itself, will be addressed during the EGM.

   (f) Where substantially similar questions are received, the Manager will consolidate such questions and consequently, not all questions may be individually addressed.

   (g) The Manager will publish the minutes of the EGM on E-LOG's website and on SGXNET within one month after the EGM, and the minutes will include the substantial and relevant comments or queries from the Unitholders relating to the agenda of the EGM, and responses from the Manager.

3. **Voting by Unitholders**

   Unitholders who wish to exercise their voting rights at the EGM may:

   (i) (where the Unitholder is an individual) attend, speak and vote at the EGM in person;

   (ii) (where the Unitholder is an individual or a corporate) appoint proxy(ies) (other than the Chairman of the EGM) to attend, speak and vote at the EGM on their behalf; and

   (iii) (where the Unitholder is an individual or a corporate) appoint the Chairman of the EGM as proxy to vote on their behalf.

   Live voting will be conducted during the EGM.

   Unitholders who wish to appoint proxy(ies) (other than the Chairman of the EGM) to attend, speak and vote at the EGM on their behalf must complete and submit the Proxy Form in accordance with the instructions below.

   Duly completed Proxy Forms must be deposited with E-LOG:

   (i) via post to the office of the Unit Registrar of E-LOG at 1 Harbourfront Avenue #14-07 Keppel Bay Tower, Singapore 098632; or

   (ii) via email to srs.proxy@boardroomlimited.com (by enclosing a clear, scanned, completed and signed Proxy Form in PDF).

Note: Please refer to the Notes to the Proxy Form for additional documentary requirements in the event the Proxy Form is signed by an attorney or duly authorised officer or executor(s) on behalf of a deceased individual's estate.

Proxy Forms must be received by E-LOG by 6 October 2024 (Sunday), 10.00 a.m. (being 72 hours before the time appointed for the holding of the EGM). Proxy Forms can be downloaded from E-LOG's website at https://esr-logosreit.listedcompany.com/meetings.html or the SGX-ST's website https://www.sgx.com/securities/company-announcements. In the Proxy Form, a Unitholder should specifically direct the proxy on how he/she is to vote for, vote against, or abstain from voting on, each of the resolution to be tabled at the EGM. All valid votes cast via proxy on each resolution will be counted. If no specific direction as to voting is given, the proxy (including the Chairman of the EGM) may vote or abstain from voting at his/her discretion.

Completion and submission of the Proxy Form shall not preclude a Unitholder from attending, speaking and voting at the EGM. Any appointment of a proxy or proxies (including the Chairman of the EGM) shall be deemed to be revoked if a Unitholder attends the EGM, and in such event, the Manager reserves the right to refuse to admit any person or persons appointed under the Proxy Form to the EGM.

A Unitholder (who is not a Relevant Intermediary) is entitled to appoint one or two proxies to attend and vote in his/her/its stead. A proxy need not be a Unitholder. Where a Unitholder appoints more than one proxy, the appointments shall be invalid unless he/she/it specifies the number of Units to be represented by each proxy.

A Unitholder who is a Relevant Intermediary is entitled to appoint more than two proxies, 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 two or more proxies, the appointments shall be invalid unless such Unitholder specifies the number of Units to be represented by each proxy.

In this Notice of EGM, "**Relevant Intermediary**" means:

(i) a banking corporation licensed under the Banking Act 1970 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;

(ii) a person holding a capital markets services licence to provide custodial services under the Securities and Futures Act 2001 and who holds Units in that capacity; or

(iii) the Central Provident Fund Board ("**CPF Board**") established by the Central Provident Fund Act 1953, 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.

Unitholders are strongly encouraged to submit completed Proxy Forms via email. Please refer to the Proxy Form for further information.

4. **Voting by Relevant Intermediary Unitholders and CPF/SRS Investors:**

Relevant Intermediary Unitholders and CPF/SRS investors who wish to vote at the EGM should approach their respective Relevant Intermediaries/CPF Agent Banks/SRS Operators as soon as possible. In the case of CPF/SRS investors, they must do so at least **seven working days** before the EGM (i.e. by **27 September 2024 (Friday), 5.00 p.m.**).

Relevant Intermediary Unitholders and CPF/SRS investors may:

(i) attend, speak and vote at the EGM, if they are appointed as proxies by their respective Relevant Intermediaries/CPF Agent Banks/SRS Operators; and

(ii) specify their voting instructions to/arrange for their votes to be submitted with their respective Relevant Intermediaries/ CPF Agent Banks/SRS Operators (in the case of CPF/SRS investors, by the date specified above).

Documents and information relating to the EGM (including this Notice of EGM, Circular to Unitholders and the Proxy Form) are available on E-LOG's website at https://esr-logosreit.listedcompany.com/meetings.html, and on the SGX-ST's website at https://www.sgx.com/securities/company-announcements. Unitholders and CPF/SRS investors can scan the QR Code below to access E-LOG's Circular to Unitholders and the Proxy Form.

For Unitholders' convenience, printed copies of this Notice of EGM, the Proxy Form and the Request Form for Unitholders to request for a printed copy of the Circular (the "Request Form") have been despatched to Unitholders.

Printed copies of the Circular will not be despatched to Unitholders, unless otherwise requested and have been published on E-LOG's website at https://esr-logosreit.listedcompany.com/meetings.html.

Unitholders may request for printed copies of the Circular by completing and returning the Request Form to the Manager by 2 October 2024 (Wednesday), 5:00 p.m..

Unitholders should note that the manner of conduct of the EGM may be subject to further changes at short notice. Unitholders are advised to check E-LOG's website at https://esr-logosreit.listedcompany.com/meetings.html and SGXNET regularly for updates. Alternatively, Unitholders may sign up for email alerts at https://esr-logosreit.listedcompany.com/email_alerts.html to receive the latest updates.

PERSONAL DATA PRIVACY

By (a) submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, (b) registering for the EGM in accordance with this Notice of EGM, and/or (c) submitting any question relating to the business of the EGM in advance of the EGM in accordance with this Notice of EGM, a Unitholder (i) consents to the collection, use and disclosure of the Unitholder's personal data by the Manager and/or the Trustee (or their agents or service providers) for the following purposes (collectively, the "**Purposes**"), (ii) warrants that where the Unitholder discloses the personal data of the Unitholder's proxy(ies) and/or representative(s) to the Manager and/or the Trustee (or their agents or service providers), the Unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Manager and/or the Trustee (or their agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, (iii) agrees to provide the Manager and/or the Trustee with written evidence of such prior consent upon reasonable request, and (iv) agrees that the Unitholder will indemnify E-LOG, the Manager and the Trustee (or their agents or service providers) in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Unitholder's breach of warranty:

1 the processing, administration and analysis by the Manager and/or the Trustee (or their agents or service providers) of instruments appointing a proxy(ies) and/or representative(s) for the EGM (including any adjournment thereof);

2 the processing of the registration for purposes of verifying the status of Unitholders, granting access to Unitholders (or their duly appointed proxy(ies)) to the EGM and providing them with any technical assistance where necessary;

3 the addressing of relevant and substantial questions received from Unitholders in advance of the EGM and, if necessary, the following up with the relevant Unitholders in relation to such questions;

4 the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof); and

5 in order for the Manager and the Trustee (or their agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.