



CDL HOSPITALITY TRUSTS
A stapled group comprising:

CDL HOSPITALITY REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted on 8 June 2006 under the laws of the Republic of Singapore)

CDL HOSPITALITY BUSINESS TRUST

(a business trust constituted on 12 June 2006 under the laws of the Republic of Singapore)

ANNUAL GENERAL MEETINGS TO BE HELD ON 21 APRIL 2023

1. **Background.** M&C REIT Management Limited, as manager of CDL Hospitality Real Estate Investment Trust (“**H-REIT**”, and the manager of H-REIT, the “**H-REIT Manager**”), and M&C Business Trust Management Limited, as trustee-manager of CDL Hospitality Business Trust (“**HBT**”, and the trustee-manager of HBT, the “**HBT Trustee-Manager**”, and together with the H-REIT Manager, the “**Managers**”, and H-REIT and HBT together, CDL Hospitality Trusts “**CDLHT**”) refer to:
 - (a) the Notice of Annual General Meetings dated 23 March 2023, which is published on CDLHT’s website at <https://investor.cdlht.com/agm-egm.html> and on SGXNet (“**Notice of AGMs**”);
 - (b) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
 - (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”)¹, which sets out the alternative arrangements in respect of, *inter alia*, general meetings of business trusts and unit trusts;
 - (d) the Joint Statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022), read together with the FAQs on “The Holding of General Meetings” dated 23 May 2022 issued by Singapore Exchange Regulation, which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation; and
 - (e) the regulator’s column by Singapore Exchange Regulation of 16 December 2021 which provides guidance for the conduct of general meetings, which takes effect for any notice of general meeting served after 1 January 2022.
2. **Date, time and conduct of AGMs.** The Managers are pleased to announce that pursuant to the Order, the Annual General Meetings (“**AGMs**” or “**Meetings**”) will be convened and held by way of electronic means, on **Friday, 21 April 2023 at 9.30 a.m.**
3. **Notice of AGMs and proxy form.** Printed copies of the Notice of AGMs and proxy form will not be sent to stapled security holders of CDLHT (the “**Stapled Security Holders**”), instead, the Notice of AGMs and proxy form will be made available by electronic means via publication on CDLHT’s website at <https://investor.cdlht.com/agm-egm.html> as well as on the SGX website at <https://www.sgx.com/securities/company-announcements>.
4. **No personal attendance at AGMs.** Stapled Security Holders will not be able to attend the AGMs in person. The AGMs will be conducted virtually. To facilitate engagement with Stapled Security Holders, CDLHT will implement real-time remote electronic voting (live voting) and real-time electronic communications (live Q&A) at the AGMs.

¹ As announced by the Ministry of Law on 15 December 2022, the Order will cease with effect from 1 July 2023.

5. **Alternative arrangements for participation at the AGMs.** Stapled Security Holders may participate at the AGMs by:
- (a) observing and/or listening to the AGMs proceedings via “live” audio-visual webcast or “live” audio-only stream; and/or
 - (b) submitting questions to the Chairman of the Meetings in advance of, or “live” at, the AGMs; and/or
 - (c) voting at the AGMs (i) “live” via electronic means by the Stapled Security Holders themselves or their duly appointed proxy/proxies (other than the Chairman of the Meetings)²; or (ii) by appointing the Chairman of the Meetings as proxy to vote on their behalf.

Details of the steps for pre-registration, submission of questions and voting at the AGMs by Stapled Security Holders, including CPFIS members and SRS investors, are set out in the **Appendix** to this announcement.

In particular, CPFIS members and SRS investors should note that they (i) may vote “live” via electronic means at the AGMs if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or (ii) may appoint the Chairman of the Meetings as proxy to vote on their behalf at the AGMs, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 11 April 2023.

6. **Persons who hold units in H-REIT and HBT (collectively, “Stapled Securities”), through relevant intermediaries.** Persons who hold Stapled Securities through relevant intermediaries (as defined below), other than CPFIS members and SRS investors, and who wish to participate in the AGMs, should (if the relevant intermediary has not already contacted them) contact the relevant intermediary through which they hold such Stapled Securities as soon as possible in order for the necessary arrangements to be made for their participation in the AGMs.

“**relevant intermediary**” means:

- (i) a banking corporation licensed under the Banking Act 1970 of Singapore, or a wholly owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Stapled Securities in that capacity;
 - (ii) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore, and who holds Stapled Securities in that capacity; or
 - (iii) the Central Provident Fund Board (“**CPF Board**”) established by the Central Provident Fund Act 1953 of Singapore, in respect of Stapled Securities 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 Stapled Securities in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
7. **Annual Report 2022 and Audited Financial Statements of the HBT Trustee-Manager (“MBTM FS”).** The Annual Report 2022 and MBTM FS have been published and may be accessed at CDLHT’s website at <https://investor.cdlht.com/ar.html>.

The above documents may also be accessed on the SGX website at <https://www.sgx.com/securities/company-announcements>. Stapled Security Holders may request for printed copies of these documents by completing and submitting their request(s) through the online Request Form at <https://investor.cdlht.com/ar2022-request-form> by **5 April 2023**.

In line with CDLHT’s environmental sustainability objectives, only limited copies of the Annual Report and MBTM FS will be printed and the availability will be on a first-come-first-served basis.

² For the avoidance of doubt, CPFIS members and SRS investors will not be able to appoint third party proxy/proxies (i.e., persons other than the Chairman of the Meetings) to vote “live” at the AGMs on their behalf.

8. **Key dates/deadlines.** In summary, the key dates/deadlines which Stapled Security Holders should take note of are set out in the table below:

Key dates	Actions
From 9.30 a.m. on 23 March 2023 (Thursday)	Stapled Security Holders and, where applicable, their appointed proxy/proxies, may begin to pre-register at https://conveneagm.sg/cdlhtagm2023 for “live” audio-visual webcast or “live” audio-only stream of the AGMs proceedings.
5.00 p.m. on 10 April 2023 (Monday)	Deadline for Stapled Security Holders to submit questions to be raised at the AGMs in advance.
5.00 p.m. on 11 April 2023 (Tuesday)	Deadline for CPFIS members or SRS investors who wish to appoint the Chairman of the Meetings as their proxy to vote on their behalf at the AGMs, must approach their respective CPFIS Agent Banks or SRS Operators to submit their votes.
9.30 a.m. on 19 April 2023 (Wednesday)	<p>Deadline for Stapled Security Holders to:</p> <ul style="list-style-type: none"> • submit proxy forms; • pre-register for “live” audio-visual webcast or “live” audio-only stream of the AGMs proceedings. <p>Stapled Security Holders who wish to appoint third party proxy/proxies (other than the Chairman of the Meetings) are encouraged to submit their proxy forms early, and should inform their proxy/proxies to pre-register for the “live” audio-visual webcast / “live” audio-only stream of the AGMs proceedings by this deadline.</p>
By 3.00 p.m. on 20 April 2023 (Thursday)	<p>Authenticated Stapled Security Holders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, who have pre-registered via the pre-registration website will receive a confirmation email and will be able to access the “live” audio-visual webcast and the “live” audio-only stream of the AGMs proceedings (the “Confirmation Email”)</p> <p>Stapled Security Holders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, who do not receive the Confirmation Email by 3.00 p.m. on 20 April 2023, but have registered by the 19 April 2023 deadline, should contact the Stapled Security Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at CDLHT@boardroomlimited.com, or alternatively at +65 6536 5355 (between 3.00 p.m. to 5.30 p.m. on 20 April 2023 and between 8.30 a.m. to 9.30 a.m. on 21 April 2023).</p>
Time and date of AGMs 9.30 a.m. on 21 April 2023 (Friday)	<p>Use the login credentials created during pre-registration to access the “live” audio-visual webcast or “live” audio-only stream of the AGMs proceedings.</p> <p>Stapled Security Holders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies must access the AGMs proceedings via the “live” audio-visual webcast or “live” audio-only stream in order to ask questions “live” at the AGMs.</p>

9. **Further information.** For more information, Stapled Security Holders can email us at agm2023@cdlht.com.

BY ORDER OF THE BOARD

M&C REIT Management Limited
(as manager of CDL Hospitality Real Estate
Investment Trust)

Enid Ling Peek Fong
Soo Lai Sun
Company Secretaries

Singapore

23 March 2023

BY ORDER OF THE BOARD

M&C Business Trust Management Limited
(as trustee-manager of CDL Hospitality
Business Trust)

Enid Ling Peek Fong
Soo Lai Sun
Company Secretaries

Singapore

23 March 2023

APPENDIX

Steps for pre-registration, submission of questions and voting at the AGMs

Stapled Security Holders will be able to observe and/or listen to the AGMs proceedings through a “live” audio-visual webcast or “live” audio-only stream via their mobile phones, tablets or computers, submit questions in advance of, or “live” at, the AGMs and vote at the AGMs (i) “live” via electronic means by the Stapled Security Holders themselves or their duly appointed proxy/proxies (other than the Chairman of the Meetings)³; or (ii) by appointing the Chairman of the Meetings as proxy to vote on their behalf.

To do so, Stapled Security Holders will need to complete the following steps:

No.	Steps	Details
1.	Pre-registration	<p>Stapled Security Holders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies must pre-register at the pre-registration website at https://conveneagm.sg/cdlhtagm2023 from 9.30 a.m. on 23 March 2023 till 9.30 a.m. on 19 April 2023, to enable the Managers to verify their status as Stapled Security Holders or the appointed proxy/proxies.</p> <p>Following the verification of the status of Stapled Security Holders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, who have pre-registered will received a Confirmation Email by 3.00 pm on 20 April 2023.</p> <p>Stapled Security Holders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, who do not receive the Confirmation Email by 3.00 p.m. on 20 April 2023, but have registered by the 19 April 2023 deadline, should contact the Stapled Security Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at CDLHT@boardroomlimited.com, or alternatively at +65 6536 5355 (between 3.00 p.m. to 5.30 p.m. on 20 April 2023 and between 8.30 a.m. to 9.30 a.m. on 21 April 2023).</p> <p>Persons who hold Stapled Securities through relevant intermediaries (other than CPFIS members and SRS investors) will not be able to pre-register for the “live” audio-visual webcast or the “live” audio-only stream of the AGMs proceedings. If they wish to participate in the AGMs, they should approach the relevant intermediary through which they hold such Stapled Securities as soon as possible in order for the necessary arrangements to be made for their participation in the AGMs.</p>
2.	Submit questions in advance of, or “live” at the AGMs	<p>Submission of substantial and relevant questions in advance. Stapled Security Holders (including CPFIS members and SRS investors) can submit substantial and relevant questions related to the resolutions to be tabled for approval at the AGMs to the Chairman of the Meetings, in advance of the AGMs, in the following manner:</p> <p>(a) via pre-registration website. Stapled Security Holders who pre-register for the AGMs may submit their questions via the pre-registration website which is accessible at https://conveneagm.sg/cdlhtagm2023;</p> <p>(b) via email. Stapled Security Holders may submit their questions via email to agm2023@cdlht.com; or</p> <p>(c) by post. Stapled Security Holders may also submit their questions by post to CDL Hospitality Trusts, 390 Havelock Road, #02-06 King’s Centre, Singapore 169662.</p>

³ See footnote 2 above.

No.	Steps	Details
		<p>When sending in questions, Stapled Security Holders should provide the following details:</p> <ul style="list-style-type: none"> • their full name as it appears on CDP/SRS records; • their NRIC/Passport Number; • their address; • number of Stapled Securities held; and • the manner in which the Stapled Securities are held (e.g., via CDP, CPF or SRS, and/or scrip based). <p>Deadline to submit questions in advance of the AGMs. All questions must reach the Managers by 5.00 p.m. on 10 April 2023.</p> <p>Pre-register to ask substantial and relevant questions “live” at the AGMs. Stapled Security Holders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, can also ask the Chairman of the Meetings substantial and relevant questions related to the resolutions to be tabled for approval at the AGMs, “live” at the AGMs, by typing in and submitting their questions through the “Ask a question” function via the audio-visual webcast and audio-only stream platform.</p> <p>Stapled Security Holders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies who wish to ask questions “live” at the AGMs must first pre-register at the pre-registration website at https://conveneagm.sg/cdlhtagm2023.</p> <p>Addressing questions in advance of the AGMs. The Managers will address substantial and relevant questions (which are related to the Annual Report and other agenda items set out in the Notice of AGMs) received from Stapled Security Holders in advance of the AGMs by publishing the Managers’ responses to such questions on CDLHT’s website at https://investor.cdlht.com/agm-egm.html and on SGX website at https://www.sgx.com/securities/company-announcements before trading hours on 17 April 2023.</p> <p>Addressing questions during the AGMs. The Managers will, during the AGMs, also endeavour to address as many substantial and relevant questions (which are related to the Annual Report and other agenda items set out in the Notice of AGMs) which have not already been addressed prior to the AGMs, as well as those received “live” at the AGMs, as possible. Where similar questions are received, the Managers will consolidate such questions.</p> <p>Minutes of AGMs. The Managers will publish the minutes of the AGMs on CDLHT’s website and on SGXNet.</p>
3.	Voting at the AGMs	<p>Exercise of voting rights at AGMs. Stapled Security Holders who wish to exercise their voting rights at the AGMs may:</p> <p>(a) (where such Stapled Security Holders are individuals) vote “live” via electronic means at the AGMs or (whether such Stapled Security Holders are individuals or corporates) appoint a proxy/proxies (other than the Chairman of the Meetings) to vote “live” via electronic means at the AGMs on their behalf; or</p> <p>(b) (whether such Stapled Security Holders are individuals or corporates) appoint the Chairman of the Meetings as their proxy to vote on their behalf at the AGMs.</p> <p>Stapled Security Holders who wish to appoint a proxy/proxies must submit a proxy form(s) in accordance with the instructions on the proxy form.</p>

No.	Steps	Details
		<p>Pre-register to vote “live” at the AGMs. Stapled Security Holders (including CPFIS members and SRS investors) or, where applicable, their appointed proxy/proxies, who wish to vote “live” via electronic means at the AGM must first pre-register at the pre-registration website at https://conveneagm.sg/cdlhtagm2023.</p> <p>Specific voting instructions should be given. Where Stapled Security Holders (whether individual or corporate) appoint a proxy/proxies, they should give specific instructions as to voting, or abstentions from voting, in respect of each resolution in the proxy form. If no specific direction as to voting is given, their appointed proxy/proxies will vote or abstain from voting at his/her/their discretion.</p> <p>Submission of proxy forms. Stapled Security Holders who wish to submit a proxy form(s) must first do so in the following manner:</p> <p>(a) if submitted by post, the proxy form must be received at the office of the Stapled Security Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or</p> <p>(b) if submitted electronically,</p> <p>(i) via email to the Stapled Security Registrar at CDLHT@boardroomlimited.com; or</p> <p>(ii) via the pre-registration website at https://conveneagm.sg/cdlhtagm2023,</p> <p>in either case, by 9.30 a.m. on 19 April 2023.</p> <p>A Stapled Security Holders who wishes to submit a proxy form by post or via email can download the proxy form at https://investor.cdlht.com/agm-egm.html, and thereafter complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.</p> <p>Appointed proxy/proxies (other than the Chairman of the Meetings) will be prompted via email (within 2 business days after the Managers’ receipt of a validly completed and submitted proxy form) to pre-register at the pre-registration website at https://conveneagm.sg/cdlhtagm2023 in order to access the “live” audio-visual webcast/“live” audio-only stream of the AGMs proceedings. Stapled Security Holders who wish to appoint third party proxy/proxies are encouraged to submit their proxy forms early, and should inform their proxy/proxies to pre-register by 9.30 a.m. on 19 April 2023.</p> <p>CPFIS members and SRS investors. CPFIS members and SRS investors may:</p> <p>(a) vote “live” via electronic means at the AGMs if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or</p> <p>(b) appoint the Chairman of the Meetings as proxy to vote on their behalf at the AGMs, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 11 April 2023.</p>