



**EC World**  
运通网城 REIT

## EC WORLD REAL ESTATE INVESTMENT TRUST

(Constituted in the Republic of Singapore pursuant to a trust deed dated 5 August 2015 (as amended))

### NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("AGM") of the holders of units of EC World Real Estate Investment Trust ("EC World REIT", and the holders of units of EC World REIT, the "Unitholders") will be convened and held by way of electronic means on Tuesday, 9 June 2020 at 10.00 a.m. to transact the following business:

#### (A) AS ORDINARY BUSINESS

- To receive and adopt the Report of DBS Trustee Limited, as trustee of EC World REIT (the "Trustee"), the Statement by EC World Asset Management Pte. Ltd., as manager of EC World REIT (the "Manager") and the Audited Financial Statements of EC World REIT for the financial year ended 31 December 2019 together with the Auditors' Report thereon. (Ordinary Resolution 1)
- To re-appoint PricewaterhouseCoopers LLP as Auditors of EC World REIT and to hold office until the conclusion of the next AGM and to authorise the Manager to fix their remuneration. (Ordinary Resolution 2)

#### (B) AS SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without any modifications, the following resolution as an Ordinary Resolution:

- GENERAL MANDATE FOR THE ISSUE OF NEW UNITS AND/OR CONVERTIBLE SECURITIES** (Ordinary Resolution 3)  
That authority be given to the Manager to

- (i) issue units in EC World REIT ("Units") whether by way of rights, bonus or otherwise; and/or
  - (ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) securities, options, warrants, debentures or other instruments convertible into Units, at any time and upon such terms and conditions and for such purposes and to such persons as the Manager may in its absolute discretion deem fit; and
- issue Units in pursuance of any Instrument made or granted by the Manager while this Resolution was in force (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time such Units are issued),

provided that:

- the aggregate number of Units to be issued pursuant to this Resolution (including Units to be issued in pursuance of the Instruments made or granted pursuant to this Resolution) shall not exceed fifty per cent (50.0%) of the total number of issued Units (excluding treasury Units, if any) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Units to be issued other than on a pro rata basis to existing Unitholders (including Units to be issued in pursuance of Instruments to be made or granted pursuant to this Resolution) shall not exceed twenty per cent (20.0%) of the total number of issued Units (excluding treasury Units, if any) (as calculated in accordance with sub-paragraph (2) below);
- subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited (the "SGX-ST"), for the purpose of determining the aggregate number of Units and Instruments that may be issued under sub-paragraph (1) above, the percentage of issued Units and Instruments shall be based on the total number of issued Units (excluding treasury Units, if any) at the time of the passing of this Resolution, after adjusting for:
  - any new Units arising from the conversion or exercise of the Instruments; and
  - any subsequent bonus issue, consolidation or subdivision of Units;
- in exercising the authority conferred by this Resolution, the Manager shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Trust Deed constituting EC World REIT (as amended) ("Trust Deed") for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore);
- unless revoked or varied by Unitholders in a general meeting of EC World REIT, the authority conferred by this Resolution shall continue in force (i) until (a) the conclusion of the next AGM of EC World REIT or (b) the date by which the next AGM of EC World REIT is required by the applicable laws and regulations or the Trust Deed to be held, whichever is earlier or (ii) in the case of Units to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution, until the issuance of such Units in accordance with the terms of the Instruments;
- where the terms of the issue of the Instruments provide for adjustment to the number of Instruments or Units into which the Instruments may be converted in the event of rights, bonus or other capitalisation issues or any other events, the Manager is authorised to issue additional Instruments or Units pursuant to such adjustment notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the Instruments or Units are issued; and
- the Manager 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 or, as the case may be, the Trustee may consider expedient or necessary or in the interest of EC World REIT to give effect to the authority conferred by this Resolution.

(Please see Explanatory Note)

By Order of the Board

EC World Asset Management Pte. Ltd.  
as Manager of EC World REIT  
(Company Registration No. 201523015N)

Josephine Toh  
Company Secretary  
Singapore  
18 May 2020

#### Explanatory Note:

The Ordinary Resolution 3 above, if passed, will empower the Manager from the date of this AGM until (i) the conclusion of the next AGM of the Unitholders of EC World REIT, or (ii) the date by which the next AGM of the Unitholders of EC World REIT is required by the applicable laws and regulations or the Trust Deed to be held, or (iii) such authority is varied or revoked by the Unitholders in a general meeting, whichever is the earliest, to issue Units, make or grant Instruments and to issue Units pursuant to such Instruments, up to a number not exceeding, in total, fifty per cent (50.0%) of the total number of issued Units (excluding treasury Units, if any), with a sub-limit of twenty per cent (20.0%) for issues other than on a pro rata basis to Unitholders.

For the purpose of determining the aggregate number of Units that may be issued, the percentage of issued Units will be calculated based on the total number of issued Units (excluding treasury Units, if any) at the time this Ordinary Resolution is passed, after adjusting for new Units arising from the conversion and any subsequent bonus issue, consolidation or subdivision of Units.

#### Important Notice:

- A Unitholder will not be able to attend the AGM in person. If a Unitholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the Meeting, he/she/it must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM.
- A Unitholder who is a relevant intermediary entitled to vote at the AGM must appoint the Chairman of the Meeting to attend and vote instead of the Unitholder.

"Relevant intermediary" means:

- 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;
- 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
- 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.

- The Chairman of the Meeting, as proxy, need not be a unitholder of EC World REIT.
- The instrument appointing the Chairman of the Meeting as proxy (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** or sent by email to [agmfy2019@ecwreit.com](mailto:agmfy2019@ecwreit.com) not less than seventy-two (72) hours before the time appointed for holding the AGM.

#### Personal data privacy:

By (a) submitting an instrument appointing the Chairman of the Meeting as a proxy to vote at the AGM and/or any adjournment thereof, or (b) completing the Pre-registration in accordance with this Notice, or (c) submitting any question prior to the AGM in accordance with this Notice, a Unitholder of EC World REIT consents to the collection, use and disclosure of the Unitholder's personal data by EC World REIT (or its agents or service providers) for the following purposes:

- the processing and administration by EC World REIT (or its agents or service providers) of proxy forms appointing the Chairman of the Meeting as a proxy for the AGM (including any adjournment thereof);
- the processing of the Pre-registration for purposes of providing access to Unitholders (or their corporate representatives in the case of members which are legal entities) to the live webcast or live audio feed of the AGM proceedings and providing them with any technical assistance where necessary;
- addressing relevant and substantial questions from members received before the AGM and if necessary, following up with the relevant Unitholders in relation to such questions;
- the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof); and
- enabling EC World REIT (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.

#### Participation in the AGM of EC World REIT ("the AGM") via "live" webcast or "live" audio feed

- As the AGM will be held by way of electronic means, Unitholders will **NOT** be able to attend the AGM in person. All Unitholders or their corporate representatives (in the case of Unitholders which are legal entities) will be able to participate in the AGM proceedings by accessing a "live" webcast or listening to a "live" audio feed. To do so, Unitholders are required to pre-register their participation in the AGM ("Pre-registration") at this link: <http://ecwreit.listedcompany.com/agm2020.html> ("AGM Registration and Q&A Link") by **10.00 a.m. on 6 June 2020 ("Registration Deadline")** for verification of their status as Unitholders (or the corporate representatives of such Unitholders).
- Upon successful verification, each such Unitholder or its corporate representative will receive an email by **2.00 p.m. on 8 June 2020**. The email will contain instructions to access the "live" webcast or "live" audio feed of the AGM proceedings. Unitholders or their corporate representatives must not forward the email to other persons who are not Unitholders and who are not entitled to participate in the AGM proceedings. Unitholders or their corporate representatives who have pre-registered by the Registration Deadline in accordance with paragraph 1 above but do not receive an email by **2.00 p.m. on 8 June 2020** may contact the Unit Registrar for assistance at 6536 5355.

#### Voting by proxy

- Unitholders may only exercise their voting rights at the AGM via proxy voting (see paragraphs 4 to 7 below).
- Unitholders who wish to vote on any or all of the resolutions at the AGM must appoint the Chairman of the Meeting as their proxy to do so on their behalf, indicating how the Unitholder wished to vote for or vote against or abstain from voting on each resolution.
- The duly executed proxy form must be deposited at the office of the **Unit Registrar's Office at Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623** or sent by email to [agmfy2019@ecwreit.com](mailto:agmfy2019@ecwreit.com) not less than 72 hours before the time appointed for the holding of the AGM.
- CPF or SRS investors who wish to vote should approach their respective CPF Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by **10:00 a.m. on 2 June 2020**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf by the cut-off date.
- Please note that Unitholders will not be able to vote through the "live" webcast and can only vote with their proxy forms which are required to be submitted in accordance with the foregoing paragraphs.

#### Submission of questions prior to the AGM

- Unitholders may submit questions related to the resolutions to be tabled at the AGM during Pre-registration via the AGM Registration and Q&A Link so that they may be addressed before or during the AGM proceedings. All questions must be submitted by **10.00 a.m. on 2 June 2020**.
- The Manager shall only address relevant and substantial questions (as may be determined by the Manager in its sole discretion) received in advance of the AGM either before or during the AGM. The Manager will publish the minutes of the AGM on SGXNET and the Manager's website within one month after the date of AGM.
- Please note that Unitholders will not be able to ask questions at the AGM "live" during the webcast and the audio feed, and therefore it is important for Unitholders to pre-register their participation in order to be able to submit their questions in advance of the AGM.

#### Important reminder

- Due to the constantly evolving COVID-19 situation, the Manager of EC World REIT may be required to change its AGM arrangements at short notice. Unitholders are advised to regularly check the Manager's website or announcements released on SGXNET for updates on the AGM. Further, in light of the current COVID-19 measures, which may make it difficult for Unitholders to submit completed proxy forms by post, Unitholders are strongly encouraged to submit completed proxy forms electronically via email.**