

ACCORDIA GOLF TRUST

(Business Trust Registration No. 2014002)
(Constituted under the laws of the Republic of Singapore and
Managed by Accordia Golf Trust Management Pte. Ltd.)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Accordia Golf Trust (“**AGT**”) will be convened and held by way of electronic means on Monday, 14 September 2020 at 10.30 a.m. (Singapore time) (or as soon as practicable immediately following the conclusion or adjournment of the annual general meeting of AGT) for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions (capitalised terms not otherwise defined herein shall bear the meanings ascribed to them in the circular dated 21 August 2020 to Unitholders (the “**Circular**”)):

1. RESOLUTION 1 (ORDINARY RESOLUTION)

THE PROPOSED DIVESTMENT OF AGT’S INTERESTS IN ALL OF ITS GOLF COURSES TO ACCORDIA GOLF

That:

- (i) approval be and is hereby given for the Proposed Divestment, on the terms and conditions set out in the TK Interest Transfer Agreement, and the entry into of the TK Interest Transfer Agreement be and is hereby approved and ratified; and
- (ii) the Trustee-Manager and/or any Director, be and are hereby severally authorised to complete and do all such acts and things (including approving, modifying and executing all such documents as may be required) as the Trustee-Manager or such Director may consider expedient or necessary or in the interests of AGT to give effect to the Proposed Divestment.

2. RESOLUTION 2 (SPECIAL RESOLUTION)

THE PROPOSED WINDING UP

That, contingent on the passing of Resolution 1:

- (i) following completion of the Proposed Divestment, AGT be wound up in accordance with the BTA and the Trust Deed, and the Trustee-Manager be and is hereby authorised to proceed with the winding up of AGT in accordance with the BTA and the Trust Deed; and
- (ii) the Trustee-Manager and/or any Director be and are hereby severally authorised to complete and do all such acts and things (including approving, modifying and executing all such documents as may be required) as the Trustee-Manager or such Director may consider expedient or necessary or in the interest of AGT to give effect to the Winding Up.

By Order of the Board of Accordia Golf Trust Management Pte. Ltd.
(as Trustee-Manager of Accordia Golf Trust)

Tan Lay Hong
Company Secretary
Singapore, 21 August 2020

Important Notice:

1. The EGM is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of this Notice will not be sent to Unitholders. Instead, this Notice will be sent to Unitholders by electronic means via publication on AGT's website at the URL <http://agtrust.com.sg/>. This Notice will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the meeting can be electronically accessed via "live" audio-visual webcast or "live" audio-only stream), submission of questions to the Chairman of the EGM in advance of the EGM, addressing of substantial and relevant questions at the EGM and voting by appointing the Chairman of the EGM as proxy at the EGM, are set out in the Circular. The Circular may be accessed at AGT's website at the URL <http://www.agtrust.com.sg/>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. Unitholders will be able to observe and/or listen to the EGM proceedings through a "live" audio-visual webcast or "live" audio-only stream via their mobile phones, tablets or computers. In order to do so, Unitholders must pre-register at AGT's pre-registration website at the URL <https://globalmeeting.bigbangdesign.co/agtrust/> from 21 August 2020 to 12 September 2020, 10.30 a.m. (Singapore time) ("**Pre-Registration Deadline**") to enable the Trustee-Manager to verify their status as Unitholders.

Following the verification, authenticated Unitholders will receive an email, which will contain user ID and password details as well as instructions on how to access the "live" audio-visual webcast and "live" audio-only stream of the EGM proceedings, by 10.00 a.m. on 13 September 2020. Unitholders who do not receive an email by 10.00 a.m. on 13 September 2020 but have registered by the Pre-Registration Deadline should contact the Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at +65 6230 9768 or srs.teamd@boardroomlimited.com.

4. A Unitholder who pre-registers by the Pre-Registration Deadline to watch the "live" audio-visual webcast or "live" audio-only stream may also submit questions related to the resolutions to be tabled for approval at the EGM. To do so, all questions must be submitted by 10.30 a.m. on 11 September 2020:
 - (a) if submitted electronically, be submitted:
 - (i) via the AGT pre-registration website at the URL <https://globalmeeting.bigbangdesign.co/agtrust/>; or
 - (ii) via email to agmegm@agtrust.com.sg;
 - (b) if submitted by post, be deposited at the office of the Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623.

Unitholders who submit questions via email or by post to the Unit Registrar must provide the following information:

- (1) the Unitholder's full name;
 - (2) the Unitholder's full NRIC/FIN/Passport Number;
 - (3) the Unitholder's address; and
 - (4) the manner in which the Unitholder holds Units in AGT (e.g., via CDP, scrip or SRS).
5. **A Unitholder will not be able to attend the EGM in person. A Unitholder (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM if such Unitholder wishes to exercise his/her/its voting rights at the EGM.** The accompanying proxy form for the EGM ("Proxy Form") may be accessed at AGT's website at the URL <http://agtrust.com.sg/>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Where a Unitholder (whether individual or corporate) appoints the Chairman of the EGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.

Unitholders who hold their Units through a relevant intermediary (as defined below), other than SRS investors, and who wish to participate in the EGM by (a) observing and/or listening to the EGM proceedings through "live" audio-visual webcast or "live" audio-only stream; (b) submitting questions in advance of the EGM; and/or (c) appointing the Chairman of the EGM as proxy to attend, speak and vote on their behalf at the EGM, should approach their respective relevant intermediary through which they hold such Units as soon as possible in order to make the necessary arrangements for them to participate in the EGM.

SRS investors who wish to appoint the Chairman of the EGM as proxy should approach their SRS operator to submit their votes by 5.00 p.m. (Singapore time) on 2 September 2020, being 7 clear working days before the date of the EGM.

"relevant intermediary" means:

- (i) 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 hold Units in that capacity; or
- (ii) a person holding a capital markets service licence to provide custodial services for securities under the Securities and Futures Act, Chapter 289 of Singapore and who holds Units in that capacity.

6. The Chairman of the EGM, as proxy, need not be a Unitholder of the Trust.
7. The Proxy Form must be submitted in the following manner:
 - (a) if submitted by post, be lodged at the Unit Registrar's office at Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place #32-01 Singapore Land Tower, Singapore 048623; or
 - (b) if submitted electronically, be submitted via email to the Unit Registrar at srs.teamd@boardroomlimited.com,in either case, not later than 10.30 a.m. (Singapore time) on 12 September 2020, being not less than 48 hours before the time fixed for holding the EGM.

A Unitholder who wishes to submit the Proxy Form must first download, 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.

In view of the current COVID-19 restriction orders in Singapore and the related safe distancing 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.

The Proxy Form must be executed under the hand (or if submitted electronically via email, alternatively by way of affixation of an electronic signature) of the appointor or of his or her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand (or if submitted electronically via email, alternatively by way of affixation of an electronic signature) of an officer or attorney duly authorised. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof (failing previous registration with the Trustee-Manager), if the Proxy Form is submitted by post, must be lodged with the Proxy Form (or if submitted electronically via email, be emailed with the Proxy Form), failing which the Proxy Form may be treated as invalid.

The Trustee-Manager shall be entitled to reject a Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the Proxy Form (including any related attachment). In addition, in the case of Units entered in the Depository Register, the Trustee-Manager may reject a Proxy Form if the Unitholder, being the appointor, is not shown to have Units entered against his/her name in the Depository Register as at 48 hours before the time appointed for holding the AGM, as certified by CDP to the Trustee-Manager.

8. The Circular has been uploaded on SGX website on 21 August 2020 at the URL <https://www.sgx.com/securities/company-announcements> and may be accessed at AGT's website at the URL <http://www.agtrust.com.sg/>.

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the EGM as proxy to attend, speak and vote at the EGM and/or any adjournment thereof, a Unitholder consents to the collection, use and disclosure of the Unitholder's personal data by the Trustee-Manager (or its agents or service providers) for the purpose of the processing, administration and analysis by the Trustee-Manager (or its agents or service providers) of the appointment of the Chairman of the EGM as proxy 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 the Trustee-Manager (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.