ESR-LOGOS REIT
(Constituted in the Republic of Singapore pursuant to a trust deed dated 31 March 2006 (as amended))

Unless otherwise defined, all capitalized terms used and not defined herein shall have the same meaning given to them in the Circular to Unitholder dated 4 April 2023.

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE	**:**	Suntec Singapore Convention & Exhibition Centre, Level 3, Nicoll 1**,** 1 Raffles Boulevard, Singapore 039593
DATE	**:**	Wednesday, 26 April 2023
TIME	**:**	Immediately after the conclusion of the Annual General Meeting of ESR-LOGOS REIT held at 10.00 a.m. on the same day
PRESENT	**:**	Please see Attendance List attached hereto
IN ATTENDANCE	**:**	Please see Attendance List attached hereto
CHAIRPERSON	**:**	Ms Stefanie Yuen Thio

INTRODUCTION

In accordance with the Trust Deed, Perpetual (Asia) Limited, as trustee of ESR-LOGOS REIT (the "**Trustee**") had nominated Ms Stefanie Yuen Thio to preside as Chairperson of the Meeting.

The Chairperson introduced herself, the Chief Executive Officer & Executive Director, and other Directors of the ESR-LOGOS REIT manager ("**Manager**"), the Management team, the Company Secretary, Ernst & Young LLP, the auditors of ESR-LOGOS REIT, PwC Risk Services Pte Ltd, the internal auditors of ESR-LOGOS REIT, Allen & Gledhill LLP, the Legal Adviser for the resolutions, Perpetual (Asia) Limited, the Trustee and the trustee for Viva Trust, a sub-trust of ESR-LOGOS REIT, Deloitte & Touche Corporate Finance Pte Ltd, the Independent Financial Adviser to the Independent Directors of the Manager, the Audit, Risk Management and Compliance Committee of the Manager and to the Trustee and other professionals who were present in the extraordinary general meeting (the "**Meeting**" or "**EGM**").

QUORUM

As a quorum was present, the Chairperson declared the Meeting open at 11.40 a.m..

NOTICE

The notice convening the Meeting was taken as read. The Chairperson explained that the Manager had considered the factors and the assumptions set out in the Independent Financial Advisers Letter, which were attached within the Circular to the Unitholders dated 4 April 2023, and subject to the qualifications set out therein, the Independent Financial Adviser is of the opinion that all the three proposed resolutions were based on normal commercial terms and was not prejudicial to the interests of ESR-LOGOS REIT and its minority unitholders.

Accordingly, the Manager had considered the Independent Financial Advisers' opinion and all the relevant factors and terms of the proposed resolutions, the Independent Directors and the Audit, Risk Management and Compliance Committee of the Manager recommended that Unitholders vote in favour of all the three proposed resolutions.

The Chairperson highlighted that under the SGX Listing Rules, the sponsor, ESR Group Limited, its associates and the Manager had abstained from voting on resolution 3, relating to the entry into the new Singapore Property Management Agreements, as the New Singapore Property Manager is a wholly-owned subsidiary of ESR Group Limited, the Sponsor.

For the purpose of good corporate governance, Mr Jeffrey Perlman, Mr Philip Pearce (alternate Director to Mr Jeffrey Perlman) and Mr Trent Iliffe, as Non-Executive Directors of the Manager, had each abstained from voting on all the three proposed resolutions in respect of units, if any, held by them.

The Manager had also abstained from voting on resolutions 1 and 2 in respect of the units, if any, held by them, leaving all other Unitholders to make an informed decision on all the three resolutions.

PRESENTATION BY THE CHIEF EXECUTIVE OFFICER ("CEO") & EXECUTIVE DIRECTOR

The Chairperson invited Mr Adrian Chui, the CEO and Executive Director to make a presentation on the rationale and the key benefits of the proposed trust deed fee amendments, specifically on the acquisition fee and the broker's commission, as well as the proposed entry into the new Singapore Property Management Agreements as an Interested Party Transaction to be approved by the Unitholders in this Meeting.

POLL VOTING

Ms Stefanie Yuen Thio, in her capacity as Chairperson of the Meeting, called for voting on the extraordinary and ordinary resolutions to be conducted by poll pursuant to Schedule 1 of the Trust Deed. She had explained at the AGM of ESR-LOGOS REIT held earlier on the same day that the poll would be undertaken in a paperless manner using a wireless handheld device and a short video on "How to Vote" was played to the Unitholders as part of the voting process.

The Chairperson had been appointed as proxy by Unitholders who had directed the Chairperson of the Meeting to vote for, against, or abstain from voting on, the extraordinary and ordinary resolutions as set out in the Notice of EGM. Accordingly, she casted all votes as so directed for each resolution.

All valid proxy forms received by the deadline as specified in the Notice of EGM, had been accounted for and had been independently verified by DrewCorp Services Pte Ltd, the appointed scrutineers for the Meeting, and Boardroom Corporate Advisory Services Pte Ltd, the appointed polling agent for the Meeting.

GENERAL QUESTIONS AND ANSWERS ("Q&A")

The Chairperson invited Unitholders present at the Meeting to ask questions via the microphones provided and noted that there were no questions raised during the Meeting.

The Chairperson proceeded to deal with the extraordinary and ordinary resolutions of the EGM after the close of the Q&A session.

EXTRAORDINARY RESOLUTION 1
- **THE PROPOSED ACQUISITION FEE AMENDMENT**

The Extraordinary Resolution 1 was proposed by the Chairperson, the motion was put to vote and the results of the poll for the Extraordinary Resolution 1 were as follows:

Total		For		Against	
Total number of units represented by votes for and against the relevant resolution	As a percentage of total no. of votes for and against the resolution (%)	No. of units	As a percentage of total no. of votes for and against the resolution (%)	No. of units	As a percentage of total no. of votes for and against the resolution (%)
3,465,891,216	**100.00**	3,457,548,454	99.76	8,342,762	0.24

Based on the results of the poll, the motion was declared carried by the Chairperson and it was RESOLVED that:

*(a) approval be and is hereby given to amend the trust deed constituting E-LOG dated 31 March 2006 (as amended, varied or supplemented from time to time) (the "**Trust Deed**") concerning the conditions under which the Manager is entitled to receive an acquisition fee in the manner as described in the circular to Unitholders dated 4 April 2023 (the "**Circular**", and the proposed amendment to the Trust Deed, the "**Proposed Acquisition Fee Amendment**"); and*

*(b) ESR-LOGOS Funds Management (S) Limited (as manager of E-LOG) (the "**Manager**"), any director of the Manager ("**Director**"), and Perpetual (Asia) Limited (in its capacity 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 Proposed Acquisition Fee Amendment and all transactions therewith, 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.*

EXTRAORDINARY RESOLUTION 2
- **THE PROPOSED BROKER'S COMMISSION AMENDMENT**

The Extraordinary Resolution 2 was proposed by the Chairperson, the motion was put to vote and the results of the poll for the Extraordinary Resolution 2 were as follows:

Total		For		Against	
Total number of units represented by votes for and against the relevant resolution	As a percentage of total no. of votes for and against the resolution (%)	No. of units	Total number of units represented by votes for and against the relevant resolution	As a percentage of total no. of votes for and against the resolution (%)	No. of units
3,463,801,440	**100.00**	3,448,497,914	99.56	15,303,526	0.44

Based on the results of the poll, the motion was declared carried by the Chairperson and it was RESOLVED that:

*(a) approval be and is hereby given to amend the Trust Deed to provide for any payment to third-party agents or brokers in connection with any acquisition or divestment of any Real Estate (as defined in the Trust Deed) for E-LOG, regardless of whether it is made in Singapore or outside of Singapore, to be paid out of E-LOG's Deposited Property (as defined in the Trust Deed) in the manner as described in the Circular (the "**Proposed Broker's Commission Amendment**"); and*

*(b) 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 Proposed Broker's Commission Amendment and all transactions therewith, 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 3
- **THE PROPOSED ENTRY INTO THE NEW SINGAPORE PROPERTY MANAGEMENT AGREEMENTS, AS AN INTERESTED PERSON TRANSACTION**

The Ordinary Resolution 3 was proposed by the Chairperson, the motion was put to vote and the results of the poll for the Ordinary Resolution 3 were as follows:

Total		For		Against	
Total number of units represented by votes for and against the relevant resolution	As a percentage of total no. of votes for and against the resolution (%)	No. of units	Total number of units represented by votes for and against the relevant resolution	As a percentage of total no. of votes for and against the resolution (%)	No. of units
2,932,836,192	**100.00**	2,924,523,474	99.72	8,312,718	0.28

Based on the results of the poll, the motion was declared carried by the Chairperson and it was RESOLVED that:

(a) approval be and is hereby given for the proposed entry into the New Singapore Property Management Agreements (as defined in the Circular);

(b) approval be and is hereby given for the payment of all fees, expenses and reimbursements relating to or arising from the New Singapore Property Management Agreements in the manner as described in the Circular; and

*(c) 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 proposed entry into the New Singapore Property Management Agreements and all transactions therewith, 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.*

CONCLUSION

It was noted that the poll results of all the extraordinary and ordinary resolutions tabled for Unitholders' voting would be released after conclusion of the Meeting via SGX-ST on the same day.

CLOSE OF THE MEETING

There being no other business to transact, the Chairperson declared the Meeting closed at 12.00 p.m. and thanked everyone for their attendance.

Confirmed as True Record of Proceedings held

Ms Stefanie Yuen Thio
Chairperson

ESR-LOGOS FUNDS MANAGEMENT (S) LIMITED
(Company Registration No. 200512804G)
Incorporated in Singapore
(acting in its capacity as manager of ESR-LOGOS REIT)

EXTRAORDINARY GENERAL MEETING
ATTENDANCE LIST

PLACE : Suntec Singapore Convention & Exhibition Centre, Level 3, Nicoll 1, 1 Raffles Boulevard, Singapore 039593

DATE : Wednesday, 26 April 2023

TIME : Immediately after the conclusion of the Annual General Meeting of ESR-LOGOS REIT held at 10.00 a.m. on the same day

S/No.	Name	Position
1.	Stefanie Yuen Thio	Independent Chairperson
2.	Nagaraj Sivaram	Independent Non-Executive Director
3.	Ronald Lim Cheng Aun	Independent Non-Executive Director
4.	Dr Julie Lo Lai Wan	Independent Non-Executive Director
5.	Wilson Ang Poh Seong	Non-Executive Director
6.	Adrian Chui Wai Yin	Chief Executive Officer & Executive Director
7.	Karen Lee Kiah Ling	Deputy Chief Executive Officer
8.	Don Kok Chew Meng	Chief Financial Officer
9.	Charlene-Jayne Chang	Head of Capital Markets and Investor Relations
10.	Nancy Tan	Head of Investment
11.	Loy York Ying	Head of Compliance and Risk Management
12.	Carlvin Chia	Co-Head of Asset Management
13.	Chan Wei Chie	General Manager, Property Management
14.	Chiang Wai Ming	Company Secretary, TMF Singapore H Pte. Ltd.
15.	Perpetual (Asia) Limited	Trustee for ESR-LOGOS REIT and Viva Trust, a sub-trust of ESR-LOGOS REIT
16.	Ernst & Young LLP	External Auditor of ESR-LOGOS REIT
17.	PwC Risk Services Pte Ltd	Internal Auditor of the Manager
18.	Allen & Gledhill LLP	Legal Adviser
19.	Deloitte & Touche Corporate Finance Pte Ltd	Independent Financial Adviser to the Independent Directors of the Manager, the Audit, Risk Management and Compliance Committee of the Manager and to the Trustee of ESR-LOGOS REIT