



SPH REIT MANAGEMENT PTE. LTD.
(Registration No: 201305497E)
(Incorporated in the Republic of Singapore)

SEVENTH ANNUAL GENERAL MEETING TO BE HELD ON 26 NOVEMBER 2020

1. **Background.** SPH REIT Management Pte. Ltd. (the “**Manager**”), the manager of SPH REIT, refers to:
 - (a) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed entities in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
 - (b) 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**”) which sets out the alternative arrangements in respect of, *inter alia*, general meetings of real estate investment trusts; and
 - (c) 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 and 1 October 2020) which provides additional guidance on the conduct of general meetings during the period from 27 March 2020 to 30 June 2021.
2. **Date, time and conduct of Annual General Meeting.** SPH REIT is pleased to announce that pursuant to the Order, its Seventh Annual General Meeting (“**AGM**”) will be convened and held by way of electronic means on **Thursday, 26 November 2020 at 2.30 p.m.** (Singapore time). Our Chairman, Dr Leong Horn Kee, will conduct the proceedings of the AGM.
3. **Notice of AGM and proxy form.** The Notice of AGM and proxy form will be sent to holders of units in SPH REIT (“**Unitholders**”) by electronic means via publication on SPH REIT’s website and on the website of Singapore Exchange Securities Trading Limited (“**SGX-ST**”)¹. Printed copies of these documents will not be sent to Unitholders (but will be made available on request). Please refer to paragraph 9 below on how to make a request for a printed copy of the Notice of AGM and/or proxy form.

¹ The Notice of AGM and proxy form may be accessed on SPH REIT’s website at the URL <http://sphreit.listedcompany.com/agm2020.html> and on the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements>.

4. **No personal attendance at AGM.** Due to the current COVID-19 situation in Singapore, **Unitholders will not be able to attend the AGM in person.**
5. **Alternative arrangements for participation in the AGM.** Unitholders may participate in the AGM by:
 - (a) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
 - (b) submitting questions in advance of the AGM; and/or
 - (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM by Unitholders, including CPF and SRS investors, are set out in the Appendix to this announcement. In addition, CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 17 November 2020**. There will be no live voting or live Q&A at the AGM.

6. **Persons who hold Units through relevant intermediaries.** Persons who hold units in SPH REIT (“Units”) through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), other than CPF and SRS investors, and who wish to participate in the AGM by:
 - (a) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
 - (b) submitting questions in advance of the AGM; and/or
 - (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM,

should contact the relevant intermediary through which they hold such Units as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.

7. **Annual Report 2020.** The Annual Report of SPH REIT for the financial year ended 31 August 2020 (the “Annual Report 2020”) has been published and may be accessed at SPH REIT’s website at the URL <http://sphreit.listedcompany.com/agm2020.html>. The Annual Report 2020 may also be accessed on the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements>. Printed copies of the Annual Report 2020 will be made available to Unitholders upon request. Please refer to paragraph 9 below on how to make a request.
8. **Key dates/deadlines.** In summary, the key dates/deadlines which Unitholders should take note of are set out in the table below:

Key dates	Actions
4 November 2020 (Wednesday)	Unitholders may begin to pre-register at the URL http://sphreit.listedcompany.com/agm2020.html for live audio-visual webcast/live audio-only stream of the AGM proceedings.
5.00 p.m. on 17 November 2020 (Tuesday)	Deadline for CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
2.30 p.m. on 23 November 2020 (Monday)	Deadline for Unitholders to: <ul style="list-style-type: none"> • pre-register for live audio-visual webcast/live audio-only stream of the AGM proceedings; • submit questions in advance; and • submit instruments appointing the Chairman of the Meeting as proxy.
2.30 p.m. on 25 November 2020 (Wednesday)	Authenticated Unitholders will receive an email which will contain unique user credentials and instructions on how to access the live audio-visual webcast or live audio-only stream of the AGM proceedings (the “ Confirmation Email ”). Unitholders who do not receive the Confirmation Email by 2.30 p.m. on 25 November 2020 , but have registered by the 23 November 2020 deadline, should contact our Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at +65 6536 5355 or via email at sphreitagm2020@boardroomlimited.com before 5.00 p.m. on 25 November 2020 or between 9.00 a.m. and 2.00 p.m. on 26 November 2020 .
Date and time of AGM - 2.30 p.m. on 26 November 2020 (Thursday)	<ul style="list-style-type: none"> • Click on the link in the Confirmation Email and follow the instructions to access the live audio-visual webcast of the AGM proceedings; or • Call the toll-free telephone number and follow the instructions in the Confirmation Email to access the live audio-only stream of the AGM proceedings.

9. **Request for hard copies.** A Unitholder may request for a printed copy of the Notice of AGM, the proxy form and/or the Annual Report 2020 by submitting the request to SPH REIT’s Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., via email to sphreitagm2020@boardroomlimited.com or via post to 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623. To be valid, the request must:
- (a) be addressed to SPH REIT Management Pte. Ltd. c/o SPH REIT’s Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd.;

- (b) state the following:
- (i) the document(s) requested (i.e. Notice of AGM, proxy form, Annual Report 2020 or any combination of the aforesaid documents);
 - (ii) the full name of the Unitholder (as per NRIC / Passport);
 - (iii) NRIC / Passport No.;
 - (iv) address;
 - (v) whether the Units are held through CDP Securities Account or CPFIS Account;
and
- (c) be received by SPH REIT's Unit Registrar no later than 12 November 2020.
10. **Further information.** For more information, Unitholders can refer to the FAQs on SPH REIT's website at the URL <http://sphreit.listedcompany.com/agm2020.html> or email us at ir@sphreit.com.sg (please use the subject title "AGM Questions" in the email).
11. **Important reminder.** Due to the constantly evolving COVID-19 situation in Singapore, we may be required to change our arrangements for the AGM at short notice. Unitholders should check SPH REIT's website at the URL <http://sphreit.listedcompany.com/agm2020.html> or the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the AGM.

SPH REIT would like to thank all Unitholders for their patience and co-operation in enabling us to hold our AGM with the optimum safe management measures amidst the current COVID-19 pandemic.

Issued by SPH REIT Management Pte. Ltd.

As manager of SPH REIT

4 November 2020

APPENDIX

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

Unitholders will be able to observe and/or listen to the AGM proceedings through a live audio-visual webcast or live audio-only stream via their mobile phones, tablets or computers, submit questions in advance of the AGM and vote by appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	Pre-registration	<p>Unitholders, including CPF and SRS investors, can pre-register at SPH REIT's website at the URL http://sphreit.listedcompany.com/agm2020.html from 4 November 2020 up to 2.30 p.m. on 23 November 2020 to enable SPH REIT to verify their status as Unitholders.</p> <p>Following the verification, authenticated Unitholders will receive an email by 2.30 p.m. on 25 November 2020. The email will contain unique user credentials and instructions on how to access the live audio-visual webcast or live audio-only stream of the AGM proceedings.</p> <p>Unitholders who do not receive an email by 2.30 p.m. on 25 November 2020, but have registered by the 23 November 2020 deadline, should contact our Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at +65 6536 5355 or via email at sphreitagm2020@boardroomlimited.com before 5.00 p.m. on 25 November 2020 or between 9.00 a.m. and 2.00 p.m. on 26 November 2020.</p>
2.	Submit questions in advance	<p>Unitholders will not be able to ask questions at the AGM live during the webcast or audio-stream, and therefore it is important for Unitholders to pre-register and submit their questions in advance of the AGM.</p> <p>Submission of questions. Unitholders, including CPF and SRS investors, can submit questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner:</p> <p>(a) Via SPH REIT's website. Unitholders who pre-register to observe and/or listen to the AGM proceedings may submit their questions via SPH REIT's website at the URL http://sphreit.listedcompany.com/agm2020.html.</p>

		<p>(b) Via email. Unitholders may submit their questions via email to ir@sphreit.com.sg (with subject title “AGM Questions”).</p> <p>(c) By post. Unitholders may submit their questions by post to the office of the Manager at 1000 Toa Payoh North, News Centre, Singapore 318994. Please address and attention the letter as follows:</p> <p style="padding-left: 40px;">SPH REIT Management Pte Ltd 1000 Toa Payoh North News Centre Singapore 318994 Attention: Investor Relations Department (SPH REIT AGM 2020)</p> <p>When sending in your questions via email or by post, please also provide us with the following details:</p> <ul style="list-style-type: none"> • your full name; • your address; and • whether the Units are held through CDP Securities Account or CPFIS Account. <p>Deadline to submit questions. All questions must be submitted by 2.30 p.m. on 23 November 2020.</p> <p>Addressing questions. We will endeavour to address all substantial and relevant questions received from Unitholders prior to the abovementioned submission deadline by publishing our responses to such questions on our corporate website at the URL http://sphreit.listedcompany.com/agm2020.html and on SGXNet prior to the AGM. If we are unable to do so, we will address those substantial and relevant questions which have not already been addressed prior to the AGM, during the AGM itself through the live audio-visual webcast and live audio-only stream.</p> <p>Minutes of AGM. We will publish the minutes of the AGM on SPH REIT’s website and on SGXNet, and the minutes will include the responses to substantial and relevant questions from Unitholders which are addressed prior to and/or during the AGM.</p>
3.	Submit instruments appointing a proxy to vote	<p>Unitholders will not be able to vote at the AGM live during the webcast or audio-stream. Unitholders (whether individual or corporate) who pre-register to observe and/or listen to the AGM proceedings and wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the AGM, in accordance with the instructions on the instrument appointing a proxy.</p>

		<p>Specific voting instructions to be given. Where Unitholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the instrument appointing a proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.</p> <p>Submission of instruments of proxy. The instrument appointing the Chairman of the Meeting as proxy must be submitted in the following manner:</p> <p>(a) if submitted by post, be lodged at the office of SPH REIT’s Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or</p> <p>(b) if submitted electronically:</p> <p>(i) be submitted via email to SPH REIT’s Unit Registrar at sphreitagm2020@boardroomlimited.com; or</p> <p>(ii) be uploaded via SPH REIT’s website at http://sphreit.listedcompany.com/agm2020.html,</p> <p>in each case, by 2.30 p.m. on 23 November 2020.</p> <p>A Unitholder who wishes to submit an instrument appointing a proxy must 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 or uploading it onto SPH REIT’s website at the URL provided above.</p> <p>Due to the current COVID-19 situation in Singapore, Unitholders are strongly encouraged to submit completed instruments appointing a proxy electronically.</p> <p>CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 17 November 2020.</p>
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IMPORTANT NOTICE

This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for Units.

The value of Units and the income derived from them, if any, may fall or rise. Units are not obligations of, deposits in, or guaranteed by the Manager or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

Investors should note that they will have no right to request the Manager to redeem or purchase their Units for so long as the Units are listed on Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). It is intended that Unitholders may only deal in their Units through trading on the SGX-ST. The listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.