

*The Securities and Futures Commission of Hong Kong, Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*



## **Link Real Estate Investment Trust**

*(a collective investment scheme authorised under section 104  
of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong))*  
**(stock code: 823)**

### **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting of the unitholders (the **Unitholders**) of Link Real Estate Investment Trust (**Link**) will be held at Grand Ballroom, 1st Floor, Harbour Grand Kowloon, 20 Tak Fung Street, Hung Hom, Kowloon, Hong Kong on Friday, 30 July 2021 at 10:00 a.m. for the purposes of considering and, if thought fit, passing with or without modifications, the following resolutions:

Words and expressions that are not expressly defined in this notice of annual general meeting shall bear the same meaning as that defined in the circular dated 29 June 2021 of Link (the **Circular**).

1. To note the audited consolidated financial statements of Link for the financial year ended 31 March 2021 together with the independent auditor's report thereon.
2. To note the appointment of auditor of Link and the fixing of its remuneration.

### **ORDINARY RESOLUTIONS**

3. To re-elect, each as a separate Ordinary Resolution, the following directors of Link Asset Management Limited (as manager of Link) (the **Manager**) who retire by rotation pursuant to Articles 125 and 126 of the Articles of Association of the Manager:
  - 3.1. To re-elect Mr Nicholas Charles ALLEN as an independent non-executive director of the Manager;
  - 3.2. To re-elect Mr Christopher John BROOKE as an independent non-executive director of the Manager;
  - 3.3. To re-elect Ms Poh Lee TAN as an independent non-executive director of the Manager; and
  - 3.4. To re-elect Mr Ian Keith GRIFFITHS as a non-executive director of the Manager.

4. As a separate Ordinary Resolution, to elect the following director of the Manager who retires pursuant to Article 121 of the Articles of Association of the Manager:
  - 4.1. To elect Mr Lincoln LEONG Kwok Kuen as an independent non-executive director of the Manager.
5. To consider, and if thought fit, to pass (with or without modifications) the following resolutions as an Ordinary Resolution:

**“THAT:**

- (A) subject to sub-paragraph (B) of this resolution, the exercise by the Manager during the Relevant Period (as defined below) of all the powers of Link to buy back units of Link (the **Units**) on The Stock Exchange of Hong Kong Limited, subject to and in accordance with the trust deed constituting Link (as amended and supplemented by supplemental deeds from time to time) (the **Trust Deed**), the Code on Real Estate Investment Trusts (the **REIT Code**), the circulars and guidelines issued by the Securities and Futures Commission of Hong Kong from time to time, and applicable laws of Hong Kong, be and is hereby generally and unconditionally approved;
- (B) the aggregate number of Units which may be bought back or agreed to be bought back by Link pursuant to the approval in sub-paragraph (A) of this resolution during the Relevant Period (as defined below) shall not exceed ten per cent. (10%) of the total number of Units in issue as at the date of the passing of this resolution, and the authority pursuant to sub-paragraph (A) of this resolution shall be limited accordingly; and
- (C) for the purpose of this resolution, **Relevant Period** means the period from the date of the passing of this resolution until whichever is the earliest of:
  - (i) the conclusion of the next annual general meeting of Unitholders following the passing of this resolution; or
  - (ii) the expiration of the period within which the next annual general meeting of Unitholders as referred to in (i) above is required to be held by the Trust Deed, the REIT Code or any applicable laws; or
  - (iii) the revocation or variation of the authority given under this resolution by the passing of an ordinary resolution of Unitholders in a general meeting of Link.”

## SPECIAL RESOLUTIONS

6. To consider, and if thought fit, to pass (with or without modifications) each of the following resolutions as a Special Resolution:

6.1. Realised losses on the disposal of Relevant Investments, properties and/or disposal of the Special Purpose Vehicle which holds such properties

**“THAT:**

- (A) pursuant to Clause 25.1 of the Trust Deed, approval be and is hereby given for the Distribution Formula Amendments relating to realised losses on the disposal of Relevant Investments, properties and/or disposal of the Special Purpose Vehicle which holds such properties as set out in Part A of Appendix III to the Circular; and
- (B) The Manager, any director of the Manager, the trustee of Link (the **Trustee**) and any duly authorised officer of the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such duly authorised officer of the Trustee, as the case may be, may consider expedient or necessary or in the interests of Link to give effect to the matters resolved upon in sub-paragraph (A) of this resolution.”

6.2 Other material non-cash losses

**“THAT:**

- (A) pursuant to Clause 25.1 of the Trust Deed, approval be and is hereby given for the Distribution Formula Amendments relating to other material non-cash losses as set out in Part B of Appendix III to the Circular; and
- (B) The Manager, any director of the Manager, the Trustee and any duly authorised officer of the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such duly authorised officer of the Trustee, as the case may be, may consider expedient or necessary or in the interests of Link to give effect to the matters resolved upon in sub-paragraph (A) of this resolution.”

7. To consider, and if thought fit, to pass (with or without modifications) the following resolution as a Special Resolution:

**“THAT:**

- (A) pursuant to Clauses 25.1 of the Trust Deed, approval be and is hereby given for: (i) the proposed amendments to the investment limit for Property Development and Related Activities as fully described in the Circular; and (ii) the Property Development Trust Deed Amendments as set out in Appendix IV to the Circular; and
- (B) the Manager, any director of the Manager, the Trustee and any duly authorised officer of the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such duly authorised officer of the Trustee, as the case may be, may consider expedient or necessary or in the interests of Link to give effect to the matters resolved upon in sub-paragraph (A) of this resolution.”

8. To consider, and if thought fit, to pass (with or without modifications) the following resolution as a Special Resolution:

**“THAT:**

- (A) pursuant to Clauses 25.1 of the Trust Deed, approval be and is hereby given for the Conduct of General Meeting Amendments as set out in Appendix V to the Circular; and
- (B) the Manager, any director of the Manager, the Trustee and any duly authorised officer of the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such duly authorised officer of the Trustee, as the case may be, may consider expedient or necessary or in the interests of Link to give effect to the matters resolved upon in sub-paragraph (A) of this resolution.”

By order of the Board  
**Link Asset Management Limited**  
**(as manager of Link Real Estate Investment Trust)**  
**Kenneth Tai Lun WONG**  
*Company Secretary*

Hong Kong, 29 June 2021

Notes:

- (a) To safeguard the health and safety of Unitholders and to prevent the spreading of Coronavirus Disease 2019 (**COVID-19**), the following precautionary and security measures will be implemented at the above-mentioned annual general meeting of Link (the **2021 AGM**): (1) Prior online registration will be required should you wish to physically attend the 2021 AGM; (2) There will be compulsory body temperature screenings/checks for all attendees; (3) Attendees will be required to (a) submit a health declaration form (a copy of the form is enclosed with the Circular); and (b) to scan the “LeaveHomeSafe” venue QR code or register contact details in written form; (4) Face masks must be worn at all times; (5) Attendees who are subject to health quarantine prescribed by the HKSAR Government will not be admitted; (6) Each attendee will be assigned to a designated seating area at the time of entrance to ensure social distancing; (7) No refreshments or drinks will be provided; and (8) No souvenirs will be provided. Security measures including, but not limited to bag checks, may be implemented at the Manager’s discretion. Attendees who do not comply with either the precautionary or security measures referred to in (2) to (6) above may be denied entry to the 2021 AGM venue, at the absolute discretion of the Manager or as permitted by law.

These precautionary and security measures take time to complete. Unitholders are advised to arrive earlier in order to enter the meeting venue on time. **The Manager reminds attendees that they should carefully consider the risks of attending the 2021 AGM, taking into account their own personal circumstances.** The Manager will keep the evolving COVID-19 situation under review and may implement additional measures which it will announce closer to the date of the 2021 AGM.

- (b) For the purpose of ascertaining Unitholders’ right to attend the 2021 AGM, the register of Unitholders will be closed from Tuesday, 27 July 2021 to Friday, 30 July 2021, both days inclusive, during which period no transfer of Units will be registered. In order for Unitholders to be eligible to attend and vote at the 2021 AGM, all transfer documents accompanied by the relevant Unit certificates must be lodged with the unit registrar of Link, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on Monday, 26 July 2021.
- (c) Any Unitholder entitled to attend and vote at the 2021 AGM is entitled to appoint one proxy or two separate proxies to attend and vote on poll in his/her stead. A proxy need not be a Unitholder. If more than one proxy is appointed, the relevant proxy form(s) must specify the number of Units in respect of which each such proxy is appointed. In light of COVID-19, Unitholders are encouraged to appoint the chairman of the 2021 AGM as his/her proxy to vote on the resolutions, instead of attending the above meeting in person.
- (d) In the case of joint Unitholders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint Unitholders and for this purpose, seniority shall be determined by the order in which the names of the joint Unitholders stand in the register of Unitholders in respect of the relevant Unit.
- (e) In order to be valid, the instrument appointing a proxy, together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or other authority, if any, must be lodged with the unit registrar of Link, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the 2021 AGM or any adjournment thereof.

- (f) Unitholders not attending the 2021 AGM in person may view a live webcast of the 2021 AGM proceedings through [linkreit.com/webcast/2021AGM](http://linkreit.com/webcast/2021AGM). The webcast will be open for Unitholders to log in approximately 10 minutes prior to the commencement of the 2021 AGM and can be accessed from any location with access to the internet with a smart phone, tablet device or computer. Registered Unitholders will receive the designated login name and password from the Manager on or about 29 June 2021. Please however note that in accordance with the Trust Deed of Link, registered Unitholders joining the webcast will not be counted towards a quorum nor will they be able to cast their vote online.

Non-registered Unitholders who wish to view a live webcast of the 2021 AGM proceedings should (1) contact and instruct their banks, brokers, custodians, nominees or HKSCC Nominees Limited through which their Units are held (together, “**Intermediary**”) to appoint themselves as proxy or corporate representative to attend the 2021 AGM and (2) provide their e-mail address to their Intermediary before the time limit required by the relevant Intermediary. Details regarding the 2021 AGM arrangements including login details for the webcast will then be sent by the unit registrar of Link to the e-mail addresses of the non-registered Unitholders provided by the Intermediary.

Please keep the login name and password in safe custody for use on the day of the 2021 AGM and do not disclose it to any other person. **The use of login name and password is strictly limited to Unitholders and Link reserves the right to take any prosecutive actions on any misuse of the login name and password and/or unauthorised access to the webcast.** In this regard, Link will also be posting a User Guide for the webcast on Link’s corporate website at [linkreit.com](http://linkreit.com) on Friday, 16 July 2021.

- (g) Registered Unitholders will not be able to raise questions relevant to the proposed resolutions online during the webcast. Questions can be sent by email from Thursday, 22 July 2021 (9:00 a.m.) to Monday, 26 July 2021 (6:00 p.m.) to [2021AGM@linkreit.com](mailto:2021AGM@linkreit.com). The required login name for registered Unitholders to submit questions has been provided in the letter to the registered Unitholders dated 29 June 2021.
- (h) With regard to agenda no. 3 and no. 4, biographies of the five retiring directors offering for election or re-election at the 2021 AGM are set out in Appendix I to the Circular.
- (i) With regard to agenda no. 5, an explanatory statement providing further information on the proposed grant of the general mandate to buy back Units is set out in Appendix II to the Circular.
- (j) With regard to agenda no. 6, no. 7 and no. 8, the proposed changes to the Trust Deed are set out in Appendix III, Appendix IV and Appendix V, respectively, to the Circular. Please note that the Trust Deed is available in English only.
- (k) The voting on all the proposed resolutions as set out in this notice will be taken by poll at the 2021 AGM.
- (l) If a Typhoon Signal No. 8 (or above) or a Black Rainstorm Warning is hoisted or remains hoisted on or after 6:00 a.m. on the date of the 2021 AGM, the meeting will be postponed or adjourned. Link will post an announcement on Hong Kong Exchanges and Clearing Limited’s website ([www.hkexnews.hk](http://www.hkexnews.hk)) and Link’s corporate website ([linkreit.com](http://linkreit.com)) to notify Unitholders of the date, time and place of the rescheduled meeting.

The 2021 AGM will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Unitholders should decide independently whether they would attend the meeting under bad weather condition bearing in mind their own situations.

- (m) As at the date of this notice, the board of directors of the Manager comprises Mr Nicholas Charles ALLEN as the Chairman and also an Independent Non-Executive Director; Mr George Kwok Lung HONGCHOY (Chief Executive Officer) and Mr NG Kok Siong (Chief Financial Officer) as Executive Directors; Mr Ian Keith GRIFFITHS as Non-Executive Director; and Mr Christopher John BROOKE, Mr Ed CHAN Yiu Cheong, Mr Lincoln LEONG Kwok Kuen, Mr Blair Chilton PICKERELL, Ms Poh Lee TAN, Ms May Siew Boi TAN, Mr Peter TSE Pak Wing, Ms Nancy TSE Sau Ling and Ms Elaine Carole YOUNG as Independent Non-Executive Directors.
- (n) In the event of any inconsistency, the English version of this notice shall prevail over the Chinese version.