

**LINK ASSET MANAGEMENT LIMITED**  
**(as manager of Link Real Estate Investment Trust)**

**TERMS OF REFERENCE OF THE FINANCE AND INVESTMENT COMMITTEE**

**Definition**

In these Terms of Reference:

<b>“Board”</b>	means the board of Directors of the Company;
<b>“CEO”</b>	means the Chief Executive Officer of the Company;
<b>“CFO”</b>	means the Chief Financial Officer of the Company;
<b>“Company”</b>	means Link Asset Management Limited;
<b>“Director(s)”</b>	means director(s) of the Company from time to time;
<b>“Executive Director(s)”</b>	means the CEO, the CFO and any other director(s) appointed to the Board who has a service contract in the nature of employment with the Company;
<b>“INED(s)”</b>	means independent non-executive director(s) of the Company;
<b>“Link REIT”</b>	means Link Real Estate Investment Trust of which the Company is the manager;
<b>“Listing Rules”</b>	means the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time);
<b>“NED(s)”</b>	means non-executive director(s) of the Company;
<b>“REIT Code”</b>	means the Code on Real Estate Investment Trusts;
<b>“Terms of Reference”</b>	means the amended and restated terms of reference of the Finance and Investment Committee as herein-below and as amended and updated from time to time;
<b>“Trustee”</b>	means HSBC Institutional Trust Services (Asia) Limited, the trustee of Link REIT; and
<b>“Unitholders”</b>	means the unitholders of Link REIT.

## **Detailed Terms of Reference of the Finance and Investment Committee**

### **1 Objective**

The Finance and Investment Committee shall be accountable to the Board and shall assist the Board in overseeing financial matters of importance to Link REIT. It should oversee Link REIT's financial and investment strategies and policies, together with its portfolio allocation.

### **2 Membership and Meetings**

- 2.1** The Finance and Investment Committee shall comprise at least four members, and with at least one INED, the CEO and the CFO. It should meet at least four times a year.
- 2.2** The Finance and Investment Committee shall report to the Board on its decisions and progress on a regular basis as to be determined by the Finance and Investment Committee and approved by the Board.

### **3 Responsibilities of the Finance and Investment Committee**

#### **3.1 *Finance and Budgeting***

- (a) Set Link REIT's financing objectives and principles.
- (b) Make recommendations to the Board on Link REIT's financing plans, allocation of capital (including total remuneration) and capital structure.
- (c) Review and endorse all major budgets for approval of the Board.
- (d) Review the forecast and annual financial plan of Link REIT.
- (e) Monitor implementation of financing strategies.
- (f) Review and recommend changes to policies in areas such as accounting, taxes, capital management, dividend payout, investment appraisal, to the Board for its approval.
- (g) Monitor gearing levels to ensure compliance with the REIT Code and formulate strategies to address potential breach.
- (h) Review the annual budget and make recommendations to the Board.

#### **3.2 *Investment***

- (a) Develop recommendations for the Board in respect of finance and investment plans or policies in light of dynamic and market conditions.
- (b) Set Link REIT's investment objectives, principles and restrictions.

- (c) Evaluate and make recommendations on proposed acquisitions and/or disposals of assets.
- (d) Review performance of the investment portfolio on an annual basis.
- (e) Recommend assumption or granting of any significant securities.
- (f) Review portfolio strategy and allocation.
- (g) Approve acquisitions and investment decisions on behalf of the Board between meetings of the full Board and report to the Board on a quarterly basis the acquisitions and investment decisions.
- (h) Set and monitor criteria for investing in Relevant Investments (as defined in the REIT Code).

### **3.3** *Financial and Capital Management Policy*

- (a) Act as the first level of review of financial and capital management decisions or recommendations made by the management of the Company.
- (b) Evaluate and approve the risk governance structure with capital management policies, including the investment criteria, to mitigate management and policy risks.

### **3.4** *Others*

- (a) Select, appoint, direct and (if appropriate) terminate the employment of outside experts as the Finance and Investment Committee deems necessary in the performance of its duties.
- (b) Maintain and update these Terms of Reference as the Finance and Investment Committee deems appropriate and/or if instructed by the Board.

(Adopted by the Board on 1 April 2023)