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# 越秀房地產投資信託基金

**YUEXIU REAL ESTATE INVESTMENT TRUST**

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

**(Stock Code: 00405)**

**Managed by**



## 越秀房託資產管理有限公司

**YUEXIU REIT ASSET MANAGEMENT LIMITED**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of the Unitholders (“**Unitholders**”) of Yuexiu Real Estate Investment Trust (“**Yuexiu REIT**”) will be held at Plaza 1-4, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on 27 May 2021 at 11:00 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the resolutions below as special resolutions.

Words and expressions that are not expressly defined in this notice of extraordinary general meeting shall bear the same meaning as that defined in the circular to Unitholders dated 27 April 2021 (the “**Circular**”).

### **SPECIAL RESOLUTIONS**

**1. THAT**

- (a) Pursuant to clause 19.2(e) of the Trust Deed, approval (where relevant, shall include approval by way of ratification) be and is hereby given for the proposed Geographical Scope Amendments as more fully described in Appendix I to the Circular; and
- (b) authorisation be granted to the Manager, any director of the Manager, the Trustee and any authorised signatory of the Trustee to complete and to do all such acts and things (including executing all such documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Yuexiu REIT to give effect to all matters in relation to the proposed Geographical Scope Amendments of this resolution no. 1.

**(Special Resolution no. 1)**

2. **THAT**

- (a) Pursuant to clause 19.2(e) of the Trust Deed, approval (where relevant, shall include approval by way of ratification) be and is hereby given for the proposed Property Development Amendments as more fully described in Appendix II to the Circular; and
- (b) authorisation be granted to the Manager, any director of the Manager, the Trustee and any authorised signatory of the Trustee to complete and to do all such acts and things (including executing all such documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Yuexiu REIT to give effect to all matters in relation to the proposed Property Development Amendments of this resolution no. 2.

**(Special Resolution no. 2)**

3. **THAT**

- (a) Pursuant to clause 19.2(e) of the Trust Deed, approval (where relevant, shall include approval by way of ratification) be and is hereby given for the proposed Relevant Investments Amendments as more fully described in Appendix III to the Circular; and
- (b) authorisation be granted to the Manager, any director of the Manager, the Trustee and any authorised signatory of the Trustee to complete and to do all such acts and things (including executing all such documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Yuexiu REIT to give effect to all matters in relation to the proposed Relevant Investments Amendments of this resolution no. 3.

**(Special Resolution no. 3)**

Yours faithfully,

By Order of the Board

**Yuexiu REIT Asset Management Limited**

(as manager of Yuexiu Real Estate Investment Trust)

**YU Tat Fung**

*Company Secretary*

Hong Kong, 27 April 2021

*Registered Office:*

17B, Yue Xiu Building

160 Lockhart Road

Wanchai, Hong Kong

*Notes:*

- (a) A Holder is entitled to attend and vote at the extraordinary general meeting and is entitled to appoint one or more proxies to attend and, on a poll, vote in his/her stead. The person appointed to act as a proxy need not be a Holder.
- (b) In order to be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the registered office of the unit registrar of Yuexiu REIT, Tricor Investor Services Limited of Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof. Completion and return of the proxy will not preclude you from attending and voting in person should you so wish. In the event that you attend the meeting or adjourned meeting (as the case may be) after having lodged a form of proxy, the form of proxy will be deemed to have been revoked.
- (c) Where there are joint registered Unitholders of a unit, any one of such Unitholders may vote at the meeting either personally or by proxy in respect of such unit as if he/she were solely entitled thereto, but if more than one of such Unitholders is present at the meeting personally or by proxy, that one of such Unitholders so present whose name stands first on the register of Unitholders of Yuexiu REIT in respect of such unit shall alone be entitled to vote in respect thereof.
- (d) In order to determine which Unitholders will qualify to attend and vote at the extraordinary general Meeting, the register of Unitholders of Yuexiu REIT will be closed from 24 May 2021 to 27 May 2021, both days inclusive, during which period no transfer of units will be registered. For those Unitholders who are not on the Register of Unitholders, in order to be qualified to attend and vote at the extraordinary general meeting of Yuexiu REIT, all unit certificates accompanied by the duly completed transfer forms must be lodged with the unit registrar of Yuexiu REIT, Tricor Investor Services Limited of Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on 21 May 2021.
- (e) In view of the coronavirus disease 2019 and recent recommendations for prevention and control of its spread, the Manager will implement certain precautionary measures at the extraordinary general meeting of Yuexiu REIT to protect attending Unitholders, staff and other persons from the risk of infection. For further details, please refer to the circular of Yuexiu REIT dated 27 April 2021.

*As at the date of this notice, the board of Directors of the Manager is comprised as follows:*

*Executive Directors:*

*Mr. Lin Deliang (Chairman) and  
Ms. Ou Haijing*

*Non-executive Directors:*

*Mr. Li Feng and Mr. Zeng Zhizhao*

*Independent Non-executive Directors:*

*Mr. Chan Chi On, Derek,  
Mr. Chan Chi Fai, Brian,  
Mr. Cheung Yuk Tong and  
Mr. Chen Xiaoou*