

ATRIUM REIT

ATRIUM REAL ESTATE INVESTMENT TRUST

(Established in Malaysia)
(Managed by Atrium REIT Managers Sdn. Bhd. (200501028391) (710526-V))

NOTICE OF THE TWELFTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twelfth Annual General Meeting ("12th AGM") of Atrium Real Estate Investment Trust ("Atrium REIT") will be conducted entirely through live streaming from the broadcast venue at Tricor Business Centre, Manuka 2 & 3, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur ("Broadcast Venue") on 30 April 2024, Tuesday at 11.00 a.m. for the following purpose:-

A. ORDINARY BUSINESS

- To receive the Audited Financial Statements of Atrium REIT for the financial year ended 31 December 2023 together with the Trustee's Report issued by Pacific Trustees Berhad, as Trustee of Atrium REIT and the Manager's Report issued by Atrium REIT Managers Sdn. Bhd., as the Manager of Atrium REIT and the Auditors' Report thereon. **(Please see Note 2)**

B. SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without modifications, the following Ordinary Resolution:-

- PROPOSED UNITHOLDERS' MANDATE TO ISSUE AND ALLOT NEW UNITS OF UP TO 20% OF ITS TOTAL NUMBER OF UNITS ISSUED OF ATRIUM REIT** (Ordinary Resolution 1)

"THAT pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and subject to the approvals from all relevant regulatory authorities and/or parties, where required, the Directors of Atrium REIT Managers Sdn. Bhd., the Manager of Atrium REIT ("the Manager"), be and are hereby authorised to issue and allot new units in Atrium REIT ("New Units") from time to time to such persons and for such purposes as the Directors of the Manager may in their absolute discretion deem fit and in the best interest of Atrium REIT, provided that the aggregate number of New Units to be issued pursuant to this resolution, when aggregated with the number of units in Atrium REIT issued during the preceding 12 months, does not exceed 20% of its total number of units issued of Atrium REIT for the time being ("Proposed Mandate").

THAT such approval shall continue to be in force until:

- the conclusion of the next Annual General Meeting of the unitholders at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
- the expiration of the period within which the next Annual General Meeting of the unitholders is required by law to be held; or
- revoked or varied by resolution passed by the unitholders in a unitholders' meeting, whichever is the earlier.

THAT the New Units to be issued pursuant to the Proposed Mandate shall, upon issuance and allotment, rank pari passu in all respects with the existing units of Atrium REIT, except that the New Units will not be entitled to any income distribution, right, benefit, entitlement and/or any other distributions that may be declared prior to the date of allotment of such New Units.

THAT the Directors of the Manager and Pacific Trustees Berhad ("the Trustee"), acting for and on behalf of Atrium REIT, be and are hereby authorised to give effect to the Proposed Mandate with full powers to assent to any condition, modification, variation and/or amendment as they may deem fit in the best interest of Atrium REIT and/or as may be imposed by the relevant authorities.

AND THAT the Directors of the Manager and the Trustee, acting for and on behalf of Atrium REIT, be and are hereby authorised to take all necessary steps and do all such acts, deeds and things as they may deem necessary or expedient to implement, finalise and to give full effect to the Proposed Mandate."

By Order of the Board
ATRIUM REIT MANAGERS SDN. BHD. (200501028391) (710526-V)
(as the Manager of Atrium Real Estate Investment Trust)

FONG SEAH LIH (MAICSA 7062297) (SSM PC No. 202008000973)
Company Secretary

Kuala Lumpur
6 March 2024

NOTES:-

1. IMPORTANT NOTICE

The Broadcast Venue is strictly for the purpose of complying with Paragraphs 13.20 and 13.21 of the Guidelines on Listed Real Estate Investment Trusts. Unitholders will not be allowed to attend this Unitholders' Meeting in person at the Broadcast Venue on the day of the Unitholders' Meeting.

The Unitholders are only allowed to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at this Unitholders' Meeting via RPV provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIIH Online website at <https://tiah.online>.

Please read these Notes carefully and follow the procedures in the Administrative Guide for the AGM which will be made available on Atrium REIT's website at <http://ir2.chartnexus.com/atriumreit/agm.php> in order to participate remotely via RPV.

- For the purpose of determining who shall be entitled to participate in this AGM via RPV, Atrium REIT shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to Atrium REIT, the **Record of Depositors as at 22 April 2024**. Only a unitholder whose name appears on this Record of Depositors shall be entitled to participate in this AGM via RPV.
- A unitholder who is entitled to participate in this AGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a unitholder of Atrium REIT.
- A unitholder of Atrium REIT who is entitled to attend and vote at a general meeting of Atrium REIT may appoint not more than two (2) proxies to participate instead of the unitholder at the AGM.
- If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- Where a unitholder of Atrium REIT is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint at least one (1) proxy in respect of each securities account it holds in ordinary units of Atrium REIT standing to the credit of the said securities account.
- Where a unitholder of Atrium REIT is an exempt authorised nominee which holds ordinary units in Atrium REIT for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- Where a unitholder appoints more than one (1) proxy, the proportion of unitholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- A unitholder who has appointed a proxy or attorney or authorised representative to participate at AGM via RPV must **request his/her proxy or attorney or authorised representative to register himself/herself for RPV** via TIIH Online website at <https://tiah.online>. Procedures for RPV can be found in the Administrative Guide for the AGM.
- The appointment of a proxy may be made in a hard copy form and the proxy form must be deposited at the office of the Manager at No. 36-2, Jalan 5/101c, Off Jalan Kaskas, Jalan Cheras, 56100 Kuala Lumpur. All proxy form submitted must be received by Atrium REIT not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote.
- Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- Last date and time for lodging the proxy form is **28 April 2024, Sunday at 11.00 a.m.**
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited the office of the Manager at No. 36-2, Jalan 5/101C, Off Jalan Kaskas, Jalan Cheras, 56100 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- For a corporate unitholder who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative at the office of the Manager at No. 36-2, Jalan 5/101C, Off Jalan Kaskas, Jalan Cheras, 56100 Kuala Lumpur. The certificate of appointment of authorised representative should be executed in the following manner:
 - If the corporate unitholder has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate unitholder.
 - If the corporate unitholder does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate unitholder (if any) and executed by:
 - at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

1. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

The Audited Financial Statements is meant for discussion only as the approval of the unitholders is not required pursuant to Paragraph 13.18(b) of the Guidelines on Listed Real Estate Investment Trusts issued by the Securities Commission Malaysia. Hence, this Agenda is not put forward for voting by the unitholders of Atrium REIT.

2. EXPLANATORY NOTES ON SPECIAL BUSINESS

Ordinary Resolution 1 - Proposed Mandate

The proposed Ordinary Resolution 1 is a renewal of a general mandate obtained from the unitholders of Atrium REIT at the previous Annual General Meeting and, if passed, will empower the Manager of Atrium REIT to issue New Units of Atrium REIT from time to time provided that the aggregate number of the New Units to be issued, when aggregated with the number of units issued during the preceding 12 months does not exceed 20% of its total number of units issued of Atrium REIT for the time being.

The Proposed Mandate, unless revoked or varied at a Unitholders' Meeting, will expire at the conclusion of the next Annual General Meeting of Atrium REIT.

As at the date of this Notice, no New Units in Atrium REIT were issued pursuant to the general mandate which was approved at the Eleventh Annual General Meeting of Atrium REIT held on 27 April 2023 and which will lapse at the conclusion of the 12th AGM.

The Proposed Mandate will allow the Manager the flexibility to issue and allot New Units to raise funds to finance future investments, acquisitions and capital expenditure to enhance the value of Atrium REIT and/or to refinance existing debt as well as for working capital purposes, subject to the relevant laws and regulations. With the Proposed Mandate, delays and further costs involved in convening separate general meetings to approve such issue of units to raise funds can be avoided.



ATRIUM REAL ESTATE INVESTMENT TRUST

(Established in Malaysia)

(Managed by Atrium REIT Managers Sdn. Bhd. (200501028391) (710526-V))

ADMINISTRATIVE GUIDE FOR THE TWELFTH ANNUAL GENERAL MEETING (“12TH AGM”)

Day & Date	:	Tuesday, 30 April 2024
Time	:	11.00 a.m.
Meeting Platform	:	https://tiih.online
Broadcast Venue	:	Tricor Business Centre, Manuka 2 & 3, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur

MODE OF MEETING

The 12th AGM will be conducted on a virtual basis through live streaming from the Broadcast Venue and online remote voting using the Remote Participation and Voting (“RPV”) facilities provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) via its TIIH Online website at <https://tiih.online>.

The Broadcast Venue is strictly for the purpose of complying with Paragraphs 13.20 and 13.21 of the Guidelines on Listed Real Estate Investment Trusts. Unitholder(s) or proxy(ies) or attorney(s) or authorised representative(s) WILL NOT BE ALLOWED to attend the 12th AGM in person at the Broadcast Venue on the day of the meeting.

REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

Unitholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the 12th AGM via RPV facilities provided by Tricor.

Please refer to “Procedure for RPV” as set out below for the requirement and procedures.

PROCEDURES FOR RPV

Unitholder(s) or proxy(ies) or authorised representative(s) or attorney(s) who wish to participate in the 12th AGM remotely using the RPV are to follow the requirements and procedures as summarized below:

	Procedure	Action
BEFORE THE AGM DAY		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none">Using your computer, access the website at https://tiih.online. Register as a user under the “e-Services” by selecting the “Sign Up” button followed by “Create Account by Individual Holder”. Refer to the tutorial guide posted on the homepage for assistance.Registration as a user will be approved within one (1) working day and you will be notified via email.If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.

(b)	Submit your registration for RPV	<ul style="list-style-type: none"> • Registration is open from Wednesday, 6 March 2024 until the day of AGM on Tuesday, 30 April 2024. Unitholder(s) or proxy(ies) or attorney(s) or authorised representative(s) are required to pre-register their attendance for the 12th AGM to ascertain their eligibility to participate at the 12th AGM using the RPV. • Login with your user ID (i.e. e-mail address) and password and select the corporate event: “(REGISTRATION) ATRIUM REIT 12TH AGM” • Read and agree to the Terms & Conditions and confirm the Declaration. • Select “Register for Remote Participation and Voting”. • Review your registration and proceed to register. • System will send an e-mail to notify that your registration for remote participation is received and will be verified. • After verification of your registration against the Record of Depositors dated 22 April 2024, the system will send you an e-mail after 28 April 2024 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV.).</i></p>
ON THE DAY OF THE AGM		
(a)	Login to TIIH Online	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the 12th AGM at any time from 10.00 a.m. i.e. 1 hour before the commencement of the 12th AGM on Tuesday, 30 April 2024 at 11.00 a.m.
(b)	Participate through Live Streaming	<ul style="list-style-type: none"> • Select the corporate event: “(LIVE STREAM MEETING) ATRIUM REIT 12TH AGM” to engage in the proceedings of the AGM remotely. • If you have any question for the Chairman/ Board, you may use the query box to transmit your question. The Chairman/ Board will endeavor to respond to questions submitted by you during the AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
(c)	Online Remote Voting	<ul style="list-style-type: none"> • Voting session commences from 11.00 a.m. on Tuesday, 30 April 2024 until a time when the Chairman announces the end of the session. Select the corporate event: “(REMOTE VOTING) ATRIUM REIT 12TH AGM” or if you are on the live stream meeting page, you can select “GO TO REMOTE VOTING PAGE” button below the Query Box. • Read and agree to the Terms & Conditions and confirm the Declaration. • Select the CDS account that represents your shareholdings. • Indicate your votes for the resolutions that are tabled for voting. • Confirm and submit your votes.
(d)	End of remote participation	<ul style="list-style-type: none"> • Upon the announcement by the Chairman on the closure of the 12th AGM, the live streaming will end.

Note to users of the RPV facilities:

1. Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
3. In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 or e-mail to tiih.online@my.tricorglobal.com for assistance.

GENERAL MEETING OF RECORD OF DEPOSITORS

Only unitholders registered in the Record of Depositors as at 22 April 2024 shall be eligible to participate in the 12th AGM via RPV or appointed proxy(ies) or corporate representative(s) or attorney(s) to participate and/or vote via online remote voting on his/her behalf.

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

Unitholders who appoint proxy(ies) to participate via RPV at the 12th AGM must ensure that the duly executed proxy forms are deposited at the office of the manager of Atrium REIT i.e. Atrium REIT Managers Sdn Bhd at No. 36-2, Jalan 5/101C, Off Jalan Kaskas, Jalan Cheras, 56100 Kuala Lumpur, not later than **28 April 2024 at 11.00 a.m.** being 48 hours before the time appointed for holding the meeting or any adjournment thereof.

A unitholder who has appointed a proxy(ies) or corporate representative(s) or attorney(s) to attend, participate, speak and vote at this 12th AGM via RPV must request his/her proxy(ies) or attorney(s) or authorised representative(s) to register himself/herself for RPV at TIIH Online website at <https://tiih.online>. Please refer to "Procedures for RPV".

POLL VOTING

The voting at the 12th AGM will be conducted by poll. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting (e-voting). Unitholders or proxy(es) or attorney(s) or authorised representative(s) can proceed to voting on the resolutions at any time from 11.00 a.m. on Tuesday, 30 April 2024 but before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (c) of the above Procedures for RPV for guidance on how to vote remotely from TIIH Online website at <https://tiih.online>. Upon completion of the voting session for the AGM, the Scrutineers will verify the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Unitholders may submit questions to the Board in advance of the 12th AGM via Tricor's TIIH Online website at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **Sunday, 28 April 2024 at 11.00 a.m.** The Board will endeavor to answer the questions received at the 12th AGM.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn Bhd

General Line	:	+6 (03) 2783 9299
Fax Number	:	+6 (03) 2783 9222
Email	:	is.enquiry@my.tricorglobal.com
Contact Person		Puan Nor Faeayzah +6 (03) 2783 9274 / nor.faeayzah@my.tricorglobal.com
		Cik Nur Shafikah +6 (03) 2783 9293 / nur.shafikah@my.tricorglobal.com
		Mr Ashvinder Singh +6 (03) 2783 7962 / ashvinder.singh@my.tricorglobal.com