

ATRIUM REIT

ATRIUM REAL ESTATE INVESTMENT TRUST (a real estate investment trust constituted under the laws of Malaysia)

NOTICE OF GENERAL MEETING OF UNITHOLDERS

NOTICE IS HEREBY GIVEN THAT the General Meeting of Unitholders ("**Unitholders' Meeting**") of Atrium Real Estate Investment Trust ("**Atrium REIT**") will be conducted on a virtual basis through live streaming and online remote voting using Remote Participation and Voting ("**RPV**") facilities 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 on Thursday, 27 October 2022 at 11.00 a.m., or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification, the following resolution:-

ORDINARY RESOLUTION

PROPOSED SPECIAL ISSUANCE OF UP TO 20,000,000 UNITS IN ATRIUM REIT ("ATRIUM REIT UNIT(S)" OR "UNIT(S)") ("PLACEMENT UNIT(S)") TO CHAN KAM TUCK ("CKT"), A MAJOR UNITHOLDER OF ATRIUM REIT, AT AN ISSUE PRICE OF RM1.40 PER PLACEMENT UNIT ("PROPOSED SPECIAL ISSUANCE")

"**THAT**, subject to the approvals of all relevant authorities and/or parties (if required) being obtained for the Proposed Special Issuance:-

- (i) approval be and is hereby given to Atrium REIT Managers Sdn Bhd ("**Manager**") to place, and pursuant thereto for the board of directors of the Manager ("**Board**") to allot and issue up to 20,000,000 Placement Units to CKT, representing up to approximately 8.14% of the total number of issued Atrium REIT Units as at 19 September 2022, at an issue price of RM1.40 per Placement Unit. The actual allocation of the Placement Units pursuant to the Proposed Special Issuance shall be at the Manager's absolute discretion provided that the aggregate number of Placement Units to be issued to CKT shall not exceed 20,000,000 Placement Units;
- (ii) the Placement Units shall, upon allotment and issuance, rank equally in all respects with the existing Atrium REIT Units, save and except that the holders of the Placement Units will not be entitled to any distribution income, rights, entitlement and/or any other distributions that may be declared, made or paid where the entitlement date precedes the date of allotment and issuance of the Placement Units; and
- (iii) approval and authority be and are given to the Board and Pacific Trustees Berhad ("**Trustee**") (acting for and on behalf of Atrium REIT) to do all such acts and things as they may consider necessary or expedient in the best interests of Atrium REIT with full power to assent to any condition, modification, variation and/or amendment that may be required, or that may be imposed by any regulatory authority, and to issue and execute all declarations, confirmations, agreements, instruments and such other documents and arrangements as may be necessary or expedient to give full effect to, implement and complete the Proposed Special Issuance."

By order of the Board,
ATRIUM REIT MANAGERS SDN BHD (Registration No. 200501028391 (710526-V))
(as the Manager of Atrium Real Estate Investment Trust)

WONG WAI FOONG (MAICSA 7001358) (SSM PC No. 202008001472)
FONG SEAH LIH (MAICSA 7062297) (SSM PC No. 202008000973)
Company Secretaries

Kuala Lumpur
29 September 2022

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.

*Unitholders are 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 the Remote Participation and Voting facilities ("**RPV**") provided by Tricor Investor & Issuing House Services Sdn Bhd ("**Tricor**") via its **TIIH Online** website at <https://tiih.online>.*

Please read these Notes carefully and follow the procedures in the Administrative Guide for the Unitholders' Meeting 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.

2. *For the purpose of determining who shall be entitled to participate in this Unitholders' Meeting via RPV, Atrium REIT shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to Atrium REIT, the **Record of Depositors as at 19 October 2022**. Only a unitholder whose name appears on this Record of Depositors shall be entitled to participate in this Unitholders' Meeting via RPV.*
3. *A unitholder who is entitled to participate in this Unitholders' Meeting 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.*
4. *A unitholder of Atrium REIT who is entitled to attend and vote at the Unitholders' Meeting may appoint not more than two (2) proxies to participate instead of the unitholder at the Unitholders' Meeting.*
5. *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.*
6. *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.*
7. *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.*
8. *A unitholder who has appointed a proxy or attorney or authorised representative to participate at the Unitholders' Meeting via RPV **must request his/her proxy or attorney or authorised representative to register himself/herself for RPV** via TIIH Online website at <https://tiih.online>. Procedures for RPV can be found in the Administrative Guide for the Unitholders' Meeting.*
9. *The appointment of a proxy may be made in a hard copy form and the Form of 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 Form of Proxy submitted must be received by Atrium REIT not less than forty-eight (48) hours before the time appointed for holding the Unitholders' Meeting or adjourned general meeting at which the person named in the appointment proposes to vote.*
10. *Please ensure ALL the particulars as required in the Form of Proxy are completed, signed and dated accordingly.*
11. *Last date and time for lodging the Form of Proxy is **25 October 2022 at 11.00 a.m.***
12. *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 Unitholders' Meeting 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.*
13. *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:*
 - (i) *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.*
 - (ii) *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:*
 - (a) *at least two (2) authorised officers, of whom one shall be a director; or*
 - (b) *any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.*