

ATRIUM REAL ESTATE INVESTMENT TRUST

(Established in Malaysia)

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

Minutes of the General Meeting of Unitholders of Atrium Real Estate Investment Trust (“Atrium REIT”) 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, Gemilang Room, Unit 29-02, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, on 6 February 2024, Tuesday at 11.00 a.m.

| | | | |
|---------------|---|---|--|
| Present | : | Dato’ Dr Ir Mohamad Khir bin Harun [Chairman of the Meeting/Atrium REIT Managers Sdn Bhd (“the Manager”)] | |
| | | Others as per attendance list | |
| By Invitation | : | Ms Wong Sui Ee Ms Lydia Foong Wai Leng Mr Chng Boon Huat Mr Chan Wan Seong Mr Patrick Ho Hock Heng | } Directors of the Manager |
| | | Mr Chan Kum Chong | - Chief Executive Officer of the Manager (“CEO”) |
| | | Mr Mark Lee Hooi Hoong | - Chief Financial Officer of the Manager (“CFO”) |
| | | Ms Ng Bee Eng | - Chief Operations Officer of the Manager (“COO”) |
| | | Mr Tan Heng Hooi Ms Miko Foong Yee Xuan Ms Jean Cheong Qinni | } Representatives of UOB Kay Hian Securities (M) Sdn Bhd (“UOBKH”) |
| | | Mr Ng Woon Lit Mr Tan Dai Liang | } Representatives of Strategic Capital Advisory Sdn Bhd (“SCA”) |
| In Attendance | : | Ms Shirley Fong Seah Lih | - Company Secretary |
| | | Ms Thong Kar Mun Ms Tan Xuen Min | } Representatives of Tricor Corporate Services Sdn Bhd |

1. **CHAIRMAN OF MEETING**

Dato’ Dr Ir Mohamad Khir bin Harun presided as the Chairman of the meeting. On behalf of the Board of the Manager, the Chairman welcomed and thanked the unitholders and authorised representatives for participating remotely from various locations through live streaming.

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The Chairman then introduced his fellow Board members, the CEO, the CFO, the COO, the Company Secretary, Mr Tan Heng Hooi (the representative of UOBKH – Principal Adviser) and Mr Ng Woon Lit (the representative of SCA – Independent Adviser) who were with him at the broadcast venue.

2. QUORUM AND NOTICE OF MEETING

There being no objection, the notice convening the meeting dated 16 January 2024, having been circulated to all the unitholders of Atrium REIT within the statutory period, was taken as read.

Upon confirming a quorum pursuant to Schedule 2 of the Second Restated Deed of Atrium REIT by the Secretary, the Chairman called the meeting to order at 11.00 a.m.

Thereafter, the Chairman informed the meeting that the resolution set out in the notice of meeting would be voted by poll, which would be conducted electronically via the RPV facility provided by Tricor Investor & Issuing House Services Sdn Bhd (“TIIH”) in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and that Atrium REIT was required to appoint at least one scrutineer to validate the votes cast at the general meeting.

The Chairman then announced Asia Securities Sdn Berhad as the scrutineer for the poll.

The unitholders were informed that the voting on the resolutions could be done anytime throughout the meeting until the closure of the voting session.

TIIH then explained the remote voting procedure through the RPV facility.

3. PRESENTATION BY UOBKH

The Chairman invited Mr Tan Heng Hooi, the representative of UOBKH, to present the salient terms of the Proposed Acquisition (defined herein below).

4. PRESENTATION BY SCA

The Chairman invited Mr Ng Woon Lit, the representative of SCA, to present the Independent Advice pursuant to the Proposed Acquisition.

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5. ORDINARY RESOLUTION

PROPOSED ACQUISITION BY PACIFIC TRUSTEES BERHAD, ACTING AS THE TRUSTEE OF ATRIUM REIT, OF A LEASEHOLD LAND HELD UNDER TITLE NO. H.S.(D) 324738, PT -, TEMPAT INDUSTRIAL SITE AT BATU TIGA, MUKIM DAMANSARA, DAERAH PETALING, NEGERI SELANGOR DARUL EHSAN MEASURING 24,295.208 SQUARE METRES TOGETHER WITH ALL THE BUILDINGS AND STRUCTURES ERECTED THEREON FROM A RELATED PARTY, AMAZING BLITZ SDN BHD, FOR A TOTAL CASH CONSIDERATION OF RM41.00 MILLION (“PROPOSED ACQUISITION”)

The meeting continued to consider the Proposed Acquisition.

The Chairman informed that the full text and the details of the proposed resolution were set out in the notice of meeting and the Circular to Unitholders dated 16 January 2024.

There being no objection, the Proposed Acquisition as contained in the notice of meeting was taken as read.

The meeting was informed that Atrium REIT Managers Sdn Bhd, being the Manager of Atrium REIT and its related corporations, namely Glory Blitz Industries Sdn Bhd, Sparkle Skyline Sdn Bhd and Realco Sdn Bhd, would abstain from voting in respect of their unitholdings in Atrium REIT on the Proposed Acquisition.

The major unitholder, Mr Chan Kam Tuck, was deemed interested in the Proposed Acquisition by virtue of him being the substantial shareholder of the Manager via his indirect interest of 59.00% through Glory Blitz Industries Sdn Bhd and the Director of Amazing Blitz Sdn Bhd. In addition, Mr Chan Kum Chong, the Interested CEO, was deemed interested in the Proposed Acquisition in view of him being a person connected with Mr Chan Kam Tuck, who is his brother. As such, they abstained from voting in respect of their direct and/or indirect unitholdings in Atrium REIT on the Proposed Acquisition.

They also undertook to ensure that all persons connected to them abstain from voting in respect of their direct and/or indirect interest, if any, on the Proposed Acquisition.

The Chairman then informed the unitholders or proxies to leave their questions in the query box, and the Board and Management team would address the questions during the Question-and-Answer session later.

6. QUESTIONS & ANSWERS SESSION

The Chairman addressed the questions received from the unitholders, which were submitted through TIIH's online platform via the online query box during the meeting.

7. POLLING AND RESULTS OF POLL

After dealing with all the business on the Agenda, the meeting proceeded to poll voting.

The meeting was adjourned for 18 minutes for the submission and verification of votes.

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Upon completion of the verification of votes by poll, the Chairman called the meeting to order and the poll results were announced as follows:-

ORDINARY RESOLUTION – PROPOSED ACQUISITION BY PACIFIC TRUSTEES BERHAD, ACTING AS THE TRUSTEE OF ATRIUM REIT, OF A LEASEHOLD LAND HELD UNDER TITLE NO. H.S.(D) 324738, PT -, TEMPAT INDUSTRIAL SITE AT BATU TIGA, MUKIM DAMANSARA, DAERAH PETALING, NEGERI SELANGOR DARUL EHSAN MEASURING 24,295.208 SQUARE METRES TOGETHER WITH ALL THE BUILDINGS AND STRUCTURES ERECTED THEREON FROM A RELATED PARTY, AMAZING BLITZ SDN BHD, FOR A TOTAL CASH CONSIDERATION OF RM41.00 MILLION

| Result On Voting By Poll | | | | | | | |
|--------------------------|----------|---------------------------------|----------|--------------|--------|------------------------------|---------|
| Vote For | | | | Vote Against | | | |
| No. of Units | % | No. of Proxy/ Unitholders | % | No. of Units | % | No. of Proxy/ Unitholders | % |
| 25,541,526 | 99.9653 | 58 | 75.3247 | 8,876 | 0.0347 | 19 | 24.6753 |
| Total Votes | | | | | | | |
| No. of Units | % | No. of Proxy/ Unitholders | % | | | | |
| 25,550,402 | 100.0000 | 77 | 100.0000 | | | | |

Based on the poll result, the Chairman declared the following motion carried:-

“**THAT**, subject to the approvals of all relevant authorities and/or parties (if required) being obtained, approval be and is hereby given to the Trustee, for and on behalf of Atrium REIT, to undertake the Proposed Acquisition (details of which are set out in the circular to the Unitholders dated 16 January 2024 (“**Circular**”)) in accordance with the terms and conditions as stipulated in the conditional sale and purchase agreement dated 2 November 2023 entered into between the Trustee and ABSB (salient terms of which are set out in **Appendix I** of the Circular) (“**SPA**”), and on such other terms and conditions as the parties to the SPA may mutually agree upon in writing or which are imposed by the relevant authorities;

AND THAT approval be and is hereby given to the Board of Directors of Atrium REIT Managers Sdn Bhd (“**Manager**”) (“**Board**”) and the Trustee, on behalf of Atrium REIT, to give effect to the Proposed Acquisition with full powers and authority to:-

- (i) enter into any arrangement, transaction, agreement and/or undertaking and to execute, sign and deliver for and on behalf of Atrium REIT, all such agreements, instruments, documents and/or deeds as the Board may from time to time deem necessary, expedient or appropriate for or in connection with the Proposed Acquisition;
- (ii) assent and/or give effect to any condition, variation, modification, addition and/or amendment in respect of the Proposed Acquisition and/or any provision, term and condition thereof as may be required or permitted by any relevant authorities and to deal with matters relating thereto and/or as the Board may in its absolute discretion deem necessary, expedient or appropriate for or in connection with the Proposed Acquisition in the best interest of Atrium REIT; and

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- (iii) take all such steps and do all such acts, deeds and things including giving undertakings as the Board may from time to time deem necessary, expedient or appropriate in order to implement, finalise, give full effect to and complete all transactions contemplated under the Proposed Acquisition.”

8. CLOSURE

There being no further business, the meeting closed at 11.50 a.m. with a vote of thanks to the Chair.

Dated: 4 March 2024

CONFIRMED AS CORRECT RECORD



CHAIRMAN OF THE MEETING

VK:SF:TKM:TXM

Minutes re: General Meeting of Unitholders of Atrium REIT