



UNITHOLDERS' MEETING

ADMINISTRATIVE GUIDE

ADMINISTRATIVE GUIDE FOR UNITHOLDERS

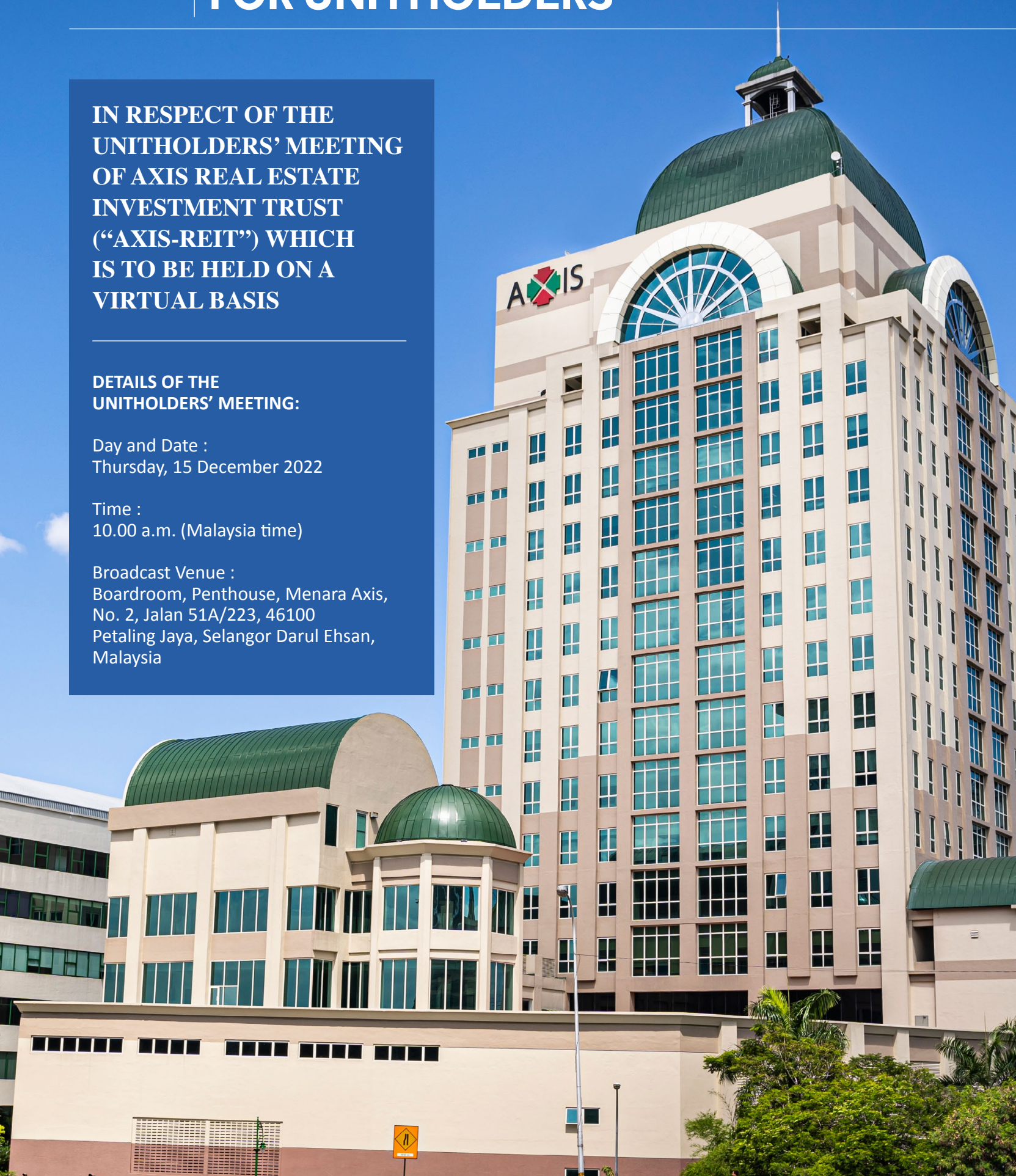
IN RESPECT OF THE UNITHOLDERS' MEETING OF AXIS REAL ESTATE INVESTMENT TRUST ("AXIS-REIT") WHICH IS TO BE HELD ON A VIRTUAL BASIS

DETAILS OF THE UNITHOLDERS' MEETING:

Day and Date :
Thursday, 15 December 2022

Time :
10.00 a.m. (Malaysia time)

Broadcast Venue :
Boardroom, Penthouse, Menara Axis,
No. 2, Jalan 51A/223, 46100
Petaling Jaya, Selangor Darul Ehsan,
Malaysia



1. Message to the Unitholders

The Unitholders' Meeting, scheduled to be held on Thursday, 15 December 2022, will be a virtual event, to be conducted via remote participation and electronic voting ("RPEV") facilities, in accordance with the Guidance Note on the Conduct of General Meetings for Listed Issuers ("Guidance") issued by the Securities Commission Malaysia ("SC").

All Unitholders are invited to participate in the Unitholders' Meeting of Axis-REIT via remote participation and cast their votes through electronic voting facilities, procedures of which are detailed in the ensuing pages of this Administrative Guide.

The venue as stated above will be the broadcast venue where the Chairman of the meeting will preside, as prescribed by the SC pursuant to its Guidance, which complies with the provisions of the SC's Guidelines on Listed Real Estate Investment Trusts. Premised on the same, the Unitholders' Meeting also complies with the Fourth Principal Deed dated 17 January 2020 of Axis-REIT.

2. Purpose of the Unitholders' Meeting

The Unitholders' Meeting is convened for the purpose of seeking the approval of Axis-REIT's Unitholders for the proposed allotment of new Units in Axis-REIT to the major Unitholders namely Employees Provident Fund Board, Kumpulan Wang Persaraan (Diperbadankan) and/or persons connected with them ("Proposed Allotment to EPF and/or KWAP"). The details on the Proposed Allotment to EPF and/or KWAP are contained in the Circular to Unitholders.

3. Documents available online

Unitholders may access <https://www.axis-reit.com.my/investor/meeting.php> to view and/or download the following documents in digital format:

- Circular to Unitholders
- Notice of Unitholders' Meeting
- Instrument of Proxy

Any Unitholder who wishes for a printed copy of any of the documents listed above, should submit their request online by emailing to the Investor Relations Department of Axis REIT Managers Berhad, the management company of Axis-REIT ("Manager") at info@axis-reit.com.my and must provide all required information accurately i.e. (i) full name of Unitholder; (ii) NRIC/Passport/Registration number; (iii) CDS account number; (iv) full mailing address; and (v) contact/mobile number. You are strongly encouraged to save paper and go digital in preserving our environment, before making any request for printed copies.

4. Unitholders' Entitlement to Participate and Vote

Only a depositor whose name appears in the Record of Depositors ("ROD") of Axis-REIT as at **8 December 2022** shall be regarded as a Unitholder and entitled to attend, speak and vote at the Unitholders' Meeting or appoint proxy(ies) to attend and vote on his/her behalf.

In accordance with the SC's Guidance, there will only be a limited number of essential individuals, including the Chairman of the meeting, who will be physically present at the broadcast venue in order to facilitate the conduct of the virtual meeting.

All other Unitholders and authorised participants will need to leverage the RPEV facilities in order to participate in the Unitholders' Meeting, view a live webcast of the Unitholders' Meeting, ask questions online (in the form of real-time submission of typed-texts) and cast their votes on real time basis, without being physically present at the Unitholders' Meeting.

For those Unitholders who wish to submit their questions in relation to the Agenda of the Unitholders' Meeting, may do so by emailing to meeting2022@axis-reit.com.my (which will be opened from 1 December 2022 until the cut-off on Tuesday, 13 December 2022 at 10.00 a.m. (Malaysia time)). The responses to the questions will be addressed at the Unitholders' Meeting itself. In order for us to process your questions, you are required to furnish the required information accurately i.e. (i) full name of Unitholder; (ii) NRIC/Passport/Registration number; (iii) CDS account number; and (iv) contact/mobile number, in your email along with your questions.

5. Submission of Instrument of Proxy

Unitholders who are unable to participate in the Unitholders' Meeting via the RPEV facilities, may appoint proxy(ies) to attend and vote on their behalf. The proxy instructions are clearly indicated in the notes to the Notice of the Unitholders' Meeting and the Instrument of Proxy. You are required to read the proxy instructions carefully before executing the Instrument of Proxy.

Individual Unitholders can appoint the Chairman of the meeting as their proxy to cast their votes on their behalf, if they anticipate that they will be unable to participate remotely at the Unitholders' Meeting.

The **original** Instrument of Proxy, duly completed and signed, must be deposited at the office of the Registrars at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, not less than 48 hours before the time fixed for the Unitholders' Meeting i.e. **on or before 10.00 a.m. (Malaysia time) on Tuesday, 13 December 2022**. Please take note that facsimile or soft copy of the Instrument of Proxy will be disregarded.

Kindly ensure timely deposit of the Instrument of Proxy **latest by 10.00 a.m. (Malaysia time) on Tuesday, 13 December 2022**, failing which, we will not be able to process your Instrument of Proxy.

6. Voting Procedures

6.1 The voting will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"). Boardroom Share Registrars Sdn Bhd is the appointed Poll Administrator to conduct the poll by way of electronic voting ("e-Voting") and KPMG PLT will be the Independent Scrutineers to verify the poll results.

6.2 For the purposes of this Unitholders' Meeting, e-Voting will be carried out via the following voting devices:

- Mobile phones;
- Tablets; **or**
- Laptops.

6.3 There are 2 methods for Unitholders and proxies who wish to use their personal device to vote.

The methods are:

- Using QR Scanner Code given in the email which you received upon registration; **or**
- Using website URL <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC - D6A357657).

6.4 During the proceedings, the Chairman of the meeting will invite the Poll Administrator to brief on the e-Voting rules. The polling will then commence upon the Chairman having announced for it to be open and until such time when the Chairman announces the closure of the poll.

6.5 Upon conclusion of the polling session, the Independent Scrutineers will verify and announce the poll results. Thereafter, the Chairman will declare whether the resolutions put to vote at the meeting were successfully carried or not.

7. Remote Participation and Electronic Voting

Please note that the RPEV facilities are available to the following for the purposes of participating and voting at the Unitholders' Meeting remotely:

- Individual Unitholders;
- Corporate Unitholders;
- Authorised Nominees; and
- Exempt Authorised Nominees.

Unitholders and proxies will also be able to view a live webcast of the Unitholders' Meeting proceedings, ask questions (in the form of real-time submission of typed-texts) during the Q&A session and submit votes in real-time whilst the meeting is in progress.

Unitholders who are unable to participate in the Unitholders' Meeting remotely, are encouraged to appoint the Chairman of the meeting to vote on their behalf.

Kindy refer to the following steps on how to access and use the RPEV facilities:

STEP 1	<p>Register Online with Boardroom Smart Investor Portal (for first time registration only)</p> <p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 - Submit Request for Remote Participation User ID and Password]</i></p> <ol style="list-style-type: none"> a. Access website https://investor.boardroomlimited.com b. Click <<Login>> and click <<Register>> to sign up as a user. c. Complete registration and upload softcopy of MyKAD (front and back) or Passport. d. Please enter a valid email address and wait for Boardroom's email verification. e. Your registration will be verified and approved within 1 business day and an email notification will be provided.
STEP 2	<p>Submit Request for Remote Participation User ID and Password</p> <p><i>[Note: The registration for remote access will be opened on 1 December 2022]</i></p> <p>Individual Unitholders:</p> <ul style="list-style-type: none"> • Login to https://investor.boardroomlimited.com using your user ID and password above. • Select "Virtual Meeting" from main menu and select the correct Corporate Event "AXIS REAL ESTATE INVESTMENT TRUST VIRTUAL UNITHOLDERS' MEETING". • Enter your CDS Account Number. • Read and agree to the terms and conditions and thereafter submit your request.

STEP 2

Corporate Unitholders:




- Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Unitholder, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or executed Instrument of Proxy to submit the request. *Important note: the original Instrument of Proxy must also be deposited at the office of the Registrars in order to be valid.*
- Corporate Unitholder must also provide a copy of the Corporate Representative's MyKAD (front and back) as well as his/her email address.
- Read and agree to the terms and conditions and thereafter submit your request.

Authorised Nominees and Exempt Authorised Nominees:

- Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Unitholder, CDS Account Number accompanied with the executed Instrument of Proxy to submit the request. *Important note: the original Instrument of Proxy must also be deposited at the office of the Registrars in order to be valid.*
- Authorised nominee and exempt authorised nominee must also provide a copy of the Proxy Holder's MyKAD (front and back) as well as his/her email address (if Chairman is not the appointed proxy).
- Read and agree to the terms and conditions and thereafter submit your request.

Upon successful submission:

- a. You will receive a notification from Boardroom that your request has been received and is being verified.
- b. Upon system verification against the ROD of Unitholders' Meeting, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
- c. You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved.
- d. **Please note that the closing time to submit your request is at 10.00 a.m. (Malaysia time) on 13 December 2022 (48 hours before the Unitholders' Meeting).**

STEP 3	<p>Access the Virtual Meeting Portal</p> <p><i>[Please note that the quality of the connectivity to Virtual Meeting Portal for live webcast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users]</i></p> <p>a. The Virtual Meeting Portal will be opened 1 hour before the commencement of the Unitholders' Meeting at 9.00 a.m. (Malaysia time) on 15 December 2022 which can be accessed via one of the following methods:-</p> <ul style="list-style-type: none"> • Scan the QR Code provided in the email notification; or • Navigate to the website at https://meeting.boardroomlimited.my (Domain Registration No. with MYNIC - D6A357657). <p>b. Insert the Meeting ID and sign in with the user ID and password provided to you via the email notification in Step 2 above.</p>
STEP 4	<p>Participate in the Unitholders' Meeting</p> <p><i>[Note: Please follow the User Guide provided in the confirmation email above to view the live webcast, submit questions and vote. Questions submitted online will be moderated before being sent to the Chairman to avoid repetition.]</i></p> <p>a. If you would like to view the live webcast, select the broadcast icon. </p> <p>b. If you would like to ask a question during the Unitholders' Meeting, select the messaging icon. </p> <p>c. Type your message within the chat box. Once completed click the send button.</p>
STEP 5	<p>Online Remote Voting</p> <p>Once voting has been opened, the polling icon will appear with the resolutions and your voting choices. </p> <p>To vote simply select your voting direction from the options provided. A confirmation message will appear to show your vote has been received.</p> <p>To change your vote, simply select another voting direction.</p> <p>If you wish to cancel your vote, please press "Cancel".</p>

STEP 6	<p>End of Participation</p> <p>a. Upon the announcement by the Chairman on the closure of the meeting, the live webcast will end and the Messaging window will be disabled.</p> <p>b. You can now logout from the virtual meeting platform.</p>
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8. Additional Information

8.1 Door Gifts

There will be no door gift(s) for Unitholders/Corporate Representatives/Proxies who participate in the Unitholders' Meeting via the RPEV facilities.

8.2 Participation in the Q&A Session at the meeting

Unitholders, having logged in using the RPEV facilities, can participate in the Unitholders' Meeting by submitting their questions (in the form of real-time submission of typed-texts) which are related to the Agenda of the meeting. Please refer to STEP 4 above.

8.3 During the Unitholders' Meeting proceedings

No recording or photography of any form is allowed at and during the entire proceedings of the virtual Unitholders' Meeting.

8.4 Enquiry(ies)

For any enquiries regarding the virtual Unitholders' Meeting of Axis-REIT, you may, during office hours, contact:

- (a) **Boardroom Share Registrars Sdn Bhd**
- ***For Unitholders'/proxies' enquiries***
 - ***For assistance relating to the RPEV facilities***

Tel No. : 603 7890 4700

Fax No. : 603 7890 4670

Email : BSR.Helpdesk@boardroomlimited.com

**(b) Axis REIT Managers Berhad
(Investor Relations Department)
- For Unitholders' enquiries**

Tel No. : 603 7958 4882
Fax No. : 603 7957 6881
Email : info@axis-reit.com.my

8.5 Personal Data Privacy

By registering for the RPEV facilities and/or submitting the Instrument of Proxy appointing a proxy(ies) and/or representative(s), the Unitholder is deemed to have consented to the use of such data provided/submitted for the purposes of processing and administration by the Manager (or the appointed agents of Axis-REIT); in compliance with any laws, listing rules, regulations and/or guidelines applicable to the Unitholders' Meeting of Axis-REIT.

8.6 Communication Guidance

Unitholders are advised to monitor the announcement(s) of Axis-REIT on Bursa Securities website or Axis-REIT corporate website at www.axis-reit.com.my for changes/updates to the virtual Unitholders' Meeting arrangements (if any).