



KIP REAL ESTATE INVESTMENT TRUST

(established in Malaysia under the Trust Deed dated 2 November 2016, an amended and restated deed dated 12 December 2019 and a supplementary deed dated 29 September 2020 between KIP REIT Management Sdn Bhd and Pacific Trustees Berhad)

NOTICE OF SIXTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixth Annual General Meeting of the Unitholders of KIP Real Estate Investment Trust (“KIP REIT”) will be conducted on a virtual basis via live streaming and online voting through Remote Participation Electronic Voting (“RPEV”) facilities to transact the following businesses:

- Online Meeting Platform : <https://meeting.boardroomlimited.my>
(Domain Registration No. with MYNIC - D6A357657)
Provided by Boardroom Share Registrars Sdn. Bhd.
- Day and Date : Thursday, 13 October 2022
Time : 10.30 a.m.
Broadcast Venue : 12th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia

ORDINARY BUSINESS

1. To lay the Audited Financial Statements of KIP REIT for the financial year ended 30 June 2022 together with the Trustee’s Report to the Unitholders issued by Pacific Trustees Berhad, as trustee for KIP REIT and Statement by the Manager issued by KIP REIT Management Sdn.Bhd., as the Manager for KIP REIT and the Auditors’ Report thereon. Please refer to Explanatory Note I

SPECIAL BUSINESS

To consider and, if thought fit, to pass with or without any modification, the following resolution:

2. **PROPOSED AUTHORITY TO ALLOT AND ISSUE NEW UNITS PURSUANT TO PARAGRAPH 6.59 OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSAMALAYSIA SECURITIES BERHAD (“PROPOSED AUTHORITY”)** Ordinary Resolution

“THAT pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approval of the relevant regulatory authorities, where such approval is required, authority be and is hereby given to the Directors of KIP REIT Management Sdn. Bhd. (“**the Manager**”) to allot and issue new units in KIP 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 KIP REIT, provided that the aggregate number of New Units to be allotted and issued pursuant to this resolution, when aggregated with the number of units in KIP REIT issued during the preceding 12 months, must not exceed 20% of the approved fund size of KIP REIT;

THAT the Proposed Authority shall be effective and continue to be in force from the date of receipt of all relevant authorities’ approval or the date the Unitholders pass this resolution, whichever may be the later, until:

- (a) the conclusion of the next annual general meeting (“**AGM**”) of the Unitholders, at which time it shall lapse, unless by a resolution passed at the meeting, the authority is renewed; or
- (b) the expiration of the period within which the next AGM of the Unitholders is required by law to be held; or
- (c) the Proposed Authority is revoked or varied by the Unitholders in a Unitholders’ meeting;

whichever occurs first (“**Validity Period**”);

THAT the New Units to be issued pursuant to the Proposed Authority shall, upon allotment and issuance, rank pari passu in all respects with the existing Units except that the New Units will not be entitled to any distributable income, right, benefit, entitlement and/or any other distributions that may be declared before the date of allotment and issuance of such New Units;

THAT authority be and is hereby given to the Directors of the Manager and the Pacific Trustee Berhad, acting for and on behalf of KIP REIT, to give effect to the aforesaid Proposed Authority with full powers to assent to any conditions, variations, modifications and/or amendments in any manner as the Manager and the Trustee may deem fit and in the best interest of KIP REIT and/or as may be imposed by the relevant authorities, and to deal with all matters relating thereto;

AND THAT authority be and is hereby given to the Directors of the Manager and the Trustee, acting for and on behalf of KIP REIT, to take all such steps and do all acts, deeds and things in any manner (including the execution of such documents as may be required) as they may deem necessary or expedient to implement, finalise, complete and give full effect to the Proposed Authority.”

**By Order of the Board of
KIP REIT Management Sdn. Bhd.**

Registration No. 201501044317 (1169638-M)
(the Manager for KIP REIT)

Foo Siew Loon (MAICSA7006874)
(SSM Practising Certificate No.202008002104)
Company Secretary

Kuala Lumpur
12 September 2022

Notes:

1. The 6th AGM will be conducted on a virtual basis through online meeting platform using Remote Participation Electronic Voting (“RPEV”) facilities. Please follow the procedures provided in the Administrative Guide for the 6th AGM in order to register, participate and vote remotely via RPEV facilities.
2. Unitholder who is entitled to participate the meeting is entitled to appoint not more than 2 proxies to participate instead of him/her. A proxy need not be a Unitholder. Where a Unitholder appoints more than 1 proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her holding (expressed as a percentage of the whole) to be represented by each proxy.
3. Where a Unitholder is a corporation, its duly authorised representative shall be entitled to participate the meeting and shall be entitled to appoint another person (whether a Unitholder or not) as its proxy to participate and vote.
4. Where a Unitholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint not more than 2 proxies in respect of each securities account it holds in units standing to the credit of the said securities account. Where a Unitholder appoints more than 1 proxy, the appointments shall be invalid unless it specifies the proportions of its holdings (expressed as a percentage of the whole) to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of its attorney duly authorised in writing or if such appointor is a corporation either under its common seal or under the hand of an officer or attorney so authorised.
6. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarial certified copy of such power or authority shall be deposited with the Share Registrar, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony No.5, Jalan Prof Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia no later than 12 October 2022 at 10.30 a.m. being 24 hours before the time appointed for holding the meeting or any adjournment thereof. Alternatively, you may choose to submit the proxy appointment via electronic means through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> before the Form of Proxy submission cut-off time as mentioned above.
7. Only Unitholders registered in the Record of Depositors as at 6 October 2022 shall be entitled to participate, vote and speak at the meeting or appoint proxy(ies) to participate and vote on his/her behalf.
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Ordinary Resolution set out in the Notice of 6th AGM will be put to vote by way of a poll.
9. Annual Report 2022 is available on KIP REIT’s website www.kipreit.com.my which Unitholders can view or download at their convenience.

Explanatory Notes:

(I) **Ordinary Business**

The Audited Financial Statements laid at this meeting pursuant to clause 13.18(b) of the Guidelines on Listed Real Estate Investment Trusts (“REITs Guidelines”) are meant for discussion only. The Audited Financial Statements do not require approval of the Unitholders and therefore, shall not be put forward for voting.

(II) **Special Business**

Proposed Authority

The Manager proposes to renew the authority to allot and issue up to 20% of the total number of Units issued in KIP REIT, to facilitate KIP REIT in raising funds via the proposed placement. The Proposed Authority will empower the Directors with the flexibility to allot and issue New Units at any time via the proposed placement to any such persons, upon such terms and conditions as they may, in their absolute discretion, deem fit and in the best interest of KIP REIT, provided that the aggregate number of New Units to be issued pursuant to the Proposed Authority, when aggregated with the number of Units issued during the preceding 12 months, does not exceed 20% of the total number of Units issued in KIP REIT.

When the Proposed Authority, delays and further costs involved in convening separate Unitholders’ meetings to approve such issue of New Units to raise funds can be avoided. The Manager will have the flexibility to raise funds via the proposed placement for KIP REIT, as and when such need arises.

The Directors of the Manager had implemented two tranches of the placement exercise pursuant to the general mandate. As at the date of this Notice, a total of 73,650,000 NEW Units were issued and listed on Bursa Malaysia Securities Berhad. The proceeds raised so far from the placement exercise (after deducting the expenses) will be utilised to part-finance the acquisitions of real estate and capital expenditure. On 15 August 2022, Bursa Malaysia Securities Berhad had granted KIP REIT a further extension of time of 6 months until 25 February 2023 to allot and issue the remaining 27,410,000 New Units subject to the Unitholders’ approval being obtained at the forthcoming AGM for the Proposed Renewal.

The proceeds, after deducting estimated expenses, to be raised from the issuance of the remaining New Units, may be used, to finance future acquisitions of real estate.

Personal Data Notice

In view of the enforcement of Personal Data Protection Act 2010 (“Act”) which regulates the processing of personal data in commercial transactions, the Act applies to us, KIP REIT Management Sdn. Bhd. (“the Manager”), being the management company of KIP REIT. The personal data processed by us may include your name, contact details, and mailing address and any other personal data derived from any documentation. We may use or disclose your personal data to any person we may engage for the purpose of the issuance of the Notice of AGM, processing of the Instrument of Proxy and the convening of the AGM of KIP REIT. As such, it is necessary for us to obtain your personal data in order to carry out the said purposes. Subject to the requirements under the Act, if you would like to make any enquiries of your personal data, please contact us at info@kipreit.com.my.



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(established in Malaysia under the Trust Deed dated 2 November 2016, an amended and restated deed dated 12 December 2019 and a supplementary deed dated 29 September 2020 between KIP REIT Management Sdn Bhd and Pacific Trustees Berhad)

Administrative Guide for the Sixth Annual General Meeting (“6th AGM”) of the Unitholders of KIP Real Estate Investment Trust (“KIP REIT”)

Online Meeting Platform	:	https://meeting.boardroomlimited.my (Domain Registration No. with MYNIC - D6A357657) Provided by Boardroom Share Registrars Sdn. Bhd.
Date and Date	:	Thursday, 13 October 2022
Time	:	10.30 a.m.
Broadcast Venue	:	12th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia

Dear Unitholders of KIP REIT,

KIP REIT's 6th AGM will be conducted virtually through Online Meeting Platform, using Remote Participation 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”).

In line with the Malaysian Code on Corporate Governance Practice 13.3, conducting a virtual AGM would facilitate greater Unitholders' participation as it facilitates Remote Participation Electronic Voting virtually. With this facility, Unitholders may exercise their rights to participate (including to pose questions to the Board of Directors of the Manager) and vote at the 6th AGM. Alternatively, the Unitholder may also appoint the Chairman of the Meeting as proxy to attend and vote on the Unitholder's behalf.

Kindly ensure that you are connected to the internet at all times in order to participate and vote when the virtual 6th AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the meeting is maintained. Kindly note that the quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the participants.

(1) Digital Copies of Annual General Meeting Documents

As part of our commitment to reduce paper usage, the following documents are available on our website.

- (a) Annual Report 2022 at www.kipreit.com.my
- (b) Notice of the 6th AGM, Form of Proxy and Administrative Guide at www.kipreit.com.my

Should you require a printed copy of the above documents, you may call Ms Natalie Ong at telephone No. +603 6259 1133 or email to info@kipreit.com.my. The requested documents will be forwarded to you by ordinary post within 4 market days from the date of receipt of your request.

(2) Broadcast Venue

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be present at the main venue of the Meeting. No Unitholders / proxies / corporate representatives from the public shall be physically present at the Broadcast Venue on the day of the Meeting

(3) Entitlement to Participate the 6th AGM

In respect of deposited securities, only Unitholders whose names appear on the Record of Depositors on 6 October 2022 shall be eligible to participate the meeting or appoint proxy(ies) to participate and vote on his/her behalf.

(4) Form of Proxy

Unitholders are encouraged to go online, participate and vote at the 6th AGM using RPEV facilities. If you are not able to participate, you can appoint the Chairman of the meeting as your proxy and indicate the voting instructions in the Form of Proxy.

Please ensure that the original form is deposited at the Share Registrar, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony No.5, Jalan Prof Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia no later than 12 October 2022 at 10.30 a.m. being 24 hours before the time appointed for holding the meeting or any adjournment thereof.

Alternatively, you may deposit your Form of Proxy by electronic means through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> to login and deposit your Form of Proxy electronically, also 24 hours before the meeting. (Kindly refer to step 2 under “Virtual Meeting Facilities” below).

(5) Revocation of Proxy

If you have submitted your Form of Proxy and subsequently decide to appoint another person or wish to participate in our virtual AGM by yourself, please write in to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy 24 hours before the meeting.



(6) Voting Procedures

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the annual general meeting will be conducted by poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

(7) Virtual Meeting Facilities

Procedure	Action
Before the day of the AGM	
1. Register Online with Boardroom Smart Investor Portal	<p>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.]</p> <ol style="list-style-type: none"> Access website https://investor.boardroomlimited.com Click <<Login>> and click <<Register>> to sign up as a user. Complete registration and upload softcopy of MyKAD (front and back) or Passport. Please enter a valid email address. Your registration will be verified and approved within one business day and an email notification will be provided.
2. Submit request for remote participation	<p>Registration for remote access will be opened at 10.30 a.m. on 12 September 2022. Please note that the closing time to submit your request is at 10.30 a.m. on 12 October 2022 (24 hours before the commencement of the AGM).</p> <p>Individual Member</p> <ol style="list-style-type: none"> Log into website https://investor.boardroomlimited.com Select “KIP REIT 6TH ANNUAL GENERAL MEETING” from the list of Corporate Meetings and click “Enter”. Click on “Register for RPEV”. Read and accept the General Terms & Conditions and click “Next”. Enter your CDS Account Number and thereafter submit your request. <p>Appointment of Proxy</p> <ol style="list-style-type: none"> Log in to https://investor.boardroomlimited.com using your user ID and password from Step 1 above. Select “KIP REIT 6TH ANNUAL GENERAL MEETING” from the list of Corporate Meetings and click “Enter”. Click on “Submit eProxy Form”. Read and accept the General Terms & Conditions and click “Next”. Enter your CDS Account Number and number of securities held. Select your proxy - either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies). Indicate your voting instructions - FOR or AGAINST, otherwise your proxy will decide your vote. Review and confirm your proxy appointment. Click “Apply”. Download or print the eProxy form as acknowledgement. <p>Corporate Unitholders</p> <ol style="list-style-type: none"> Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy (as the case may be) to submit the request. Please provide a copy of Corporate Representative’s or Proxy’s MyKad (Front and Back) or Passport in JPEG, PNG or PDF format as well as his/her email address.

3	Email notification	<p>a. You will receive notification(s) from Boardroom that your request(s) has/have been received and is/are being verified.</p> <p>b. Upon system verification against the General Meeting Record of Depositories as at 6 October 2022, you will receive an email from Boardroom either approving or rejecting your registration for remote participation. If your registration for remote participation is approved, you will receive an email notification from Boardroom with the Meeting ID together with your remote access user ID and password.</p>
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On the day of the AGM		
4.	Login to Meeting Platform	<p>a. The Meeting Platform will be open for login one (1) hour before the commencement of the AGM.</p> <p>b. The Meeting Platform can be accessed via one of the following:</p> <ul style="list-style-type: none"> - Scan the QR Code provided in the email notification; - Navigate to the website at https://meeting.boardroomlimited.my <p>c. Insert the Meeting ID and sign in with the user ID and password provided to you via the email notification in Step 3.</p>
5.	Participate	<p>[Note: Please follow the User Guides 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. All question and messages will be presented with the full name and identity of the participant raising the question.]</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 AGM, select the messaging icon. </p> <p>c. Type your message within the chat box, once completed click the send button.</p>
6.	Voting	<p>a. Once voting has been opened, the polling icon will appear with the resolution(s) and your voting choices until the Chairman declares the end of the voting session.</p> <p>b. 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>c. To change your vote, simply select another voting direction.</p> <p>d. If you wish to cancel your vote, please press "Cancel".</p>
7.	End of Participation	Upon the announcement by the Chairman on the closure of the AGM, the live webcast will end and the Messaging window will be disabled.

(8) No Distribution of Door Gifts, Food and Beverages

There will be no distribution of food voucher or door gift to Unitholders.

(9) Enquiry

If you have any enquiries on the virtual 6th AGM facilities (technical assistance) prior to the meeting, please contact the following during office hours from Mondays to Fridays (8.30 a.m. to 5.30 a.m.):

Boardroom Share Registrars Sdn. Bhd.
Address : 11th Floor, Menara Symphony
No. 5 Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia
General Line : 603-7890 4700
Fax Number : 603-7890 4670
Email : bsr.helpdesk@boardroomlimited.com

(10) Mode of Communication of the virtual 6th AGM

- (a) Typed text in the Meeting Platform
- (b) Email questions to ir@kipreit.com.my prior to the meeting
- (c) Unitholders may submit questions by logging into the Boardroom Smart Investor Portal at <http://investor.boardroomlimited.com> prior to the meeting.

(11) Personal Data Privacy

By registering for the RPEV meeting and/or submitting the instrument appointing proxy(ies) and/or representative(s), the Unitholder has consented to the use of such data for purposes of processing and administration by KIP REIT (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The Unitholder agrees that he/she will indemnify KIP REIT in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Unitholder's breach of warranty.

(12) Communication Guidance

We may be required to change the arrangements of our 6th AGM at short notice. Kindly check the website or announcements of KIP REIT for the latest updates on the status of the 6th AGM.

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Notes:

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4. Where a Unitholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint not more than 2 proxies in respect of each securities account it holds in units standing to the credit of the said securities account. Where a Unitholder appoints more than 1 proxy, the appointments shall be invalid unless it specifies the proportions of its holdings (expressed as a percentage of the whole) to be represented by each proxy.
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9. Annual Report 2022 is available on KIP REIT's website www.kipreit.com.my which Unitholders can view or download at their convenience.

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**AFFIX
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BOARDROOM SHARE REGISTRARS SDN. BHD.
(The Share Registrar for KIP Real Estate Investment Trust)
11th Floor, Menara Symphony
No. 5, Jalan Prof Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan, Malaysia

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