



SUNWAY[®]
REIT

ANNUAL REPORT 2019

**EMBRACING INNOVATION
EXPANDING HORIZON**

Value we create for our unitholders:

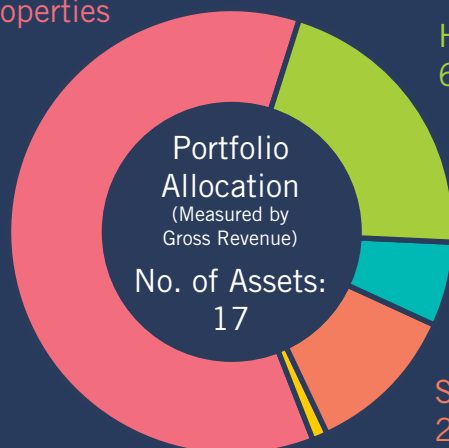
We endeavour to deliver a sustainable DPU over the long-term horizon and are committed to distribute 100% of our distributable income. Our ability to generate sustainable returns is demonstrated through our track record and strong Sponsor.

How we will get there:

- > Diversify
- > Invest in emerging growth sub-sectors
- > Acquire, redevelop, turnaround, divest
- > Property development / Built-to-suit opportunities
- > Embrace ESG

2019 HIGHLIGHTS

Retail 74%
4 Properties



Hotel 14%
6 Properties

Office 6%
4 Properties

Services 5%
2 Properties

Industrial &
Others 1%
1 Property

Gross Revenue
RM580 mil

NPI
RM440 mil

DPU
9.59 sen

Distribution Yield
5.1%

Market Capitalisation
RM5.51 bil

Total Return
10.7%

Property Value
RM8.05 bil

Please refer to the website <http://www.sunwayreit.com/investor-relations/>



Full Version



Abridged Version

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REIT

SUNWAY REAL ESTATE INVESTMENT TRUST

(Established in Malaysia under a deed dated 20 May 2010, a supplemental deed dated 10 June 2010 and an amended and restated deed dated 18 September 2018 entered into between Sunway REIT Management Sdn Bhd and RHB Trustees Berhad, both companies incorporated in Malaysia)

30 August 2019

Dear Unitholders,

We are pleased to enclose printed copies of the key financial highlights for the financial year ended 30 June 2019, Notice of Meeting, Proxy Form and Administrative Details for Sunway Real Estate Investment Trust's ("Sunway REIT") upcoming Seventh Annual General Meeting ("7th AGM") to be held on 2 October 2019.

Following the amendments to the Listing Requirements of Bursa Malaysia Securities Berhad and in line with Sunway REIT's sustainability initiatives on protection of forest and terrestrial ecosystems (UN Sustainable Development Goal 15), we have discontinued the practice of mailing Sunway REIT's Annual Report in CD-ROM as well as Circular to Unitholders in relation to Proposed Renewal of Unitholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Circular").

The Annual Report 2019 ("AR") and the Circular are available to the unitholders on Bursa Malaysia Berhad's website at www.bursamalaysia.com and Sunway REIT's website at the following links from the date of this letter. You will need an internet browser and a PDF reader to view the AR and the Circular:

- (i) AR – <https://ir.chartnexus.com/sunwayreit/docs/ar/2019.pdf>
- (ii) Circular – <http://www.sunwayreit.com/investor-relations/>

If you wish to obtain a printed copy of the AR and the Circular, please complete the Request Form below and return it to us through mail or fax to **(603) 5639 9507**. You may also contact the following representatives of the Share Registration Department or request online at <http://www.sunwayreit.com/contact-us/>:

- | | |
|--|--|
| (1) Mr Eric Tan | (2) Ms Jennie Yip |
| Tel no. : (603) 5639 8841 | Tel no. : (603) 5639 8846 |
| Email : erictkm@sunway.com.my | Email : yipfm@sunway.com.my |

The hardcopy of the AR and the Circular will be posted to you within four (4) market days from the date of receipt of your written request.

Yours faithfully
For and on behalf of
SUNWAY REIT MANAGEMENT SDN BHD
(Manager for Sunway REIT)

TAN KIM AUN (MAICSA 7002988)
ONG WEI LENG (MAICSA 7053539)
Company Secretaries

REQUEST FORM

To: Share Registrar of Sunway Real Estate Investment Trust

Instructions: Please tick accordingly and fill in your details below. We regret that incomplete or improperly completed request forms will not be processed.

Please send me a printed copy of AR; and/or

Please send me a printed copy of the Circular.

Name of unitholder : _____

NRIC / Passport No. / Company no. : _____ Telephone / mobile no. : _____

Mailing address : _____

Email address : _____

CDS account no. : _____

Signature : _____ Date : _____

NOTE: PLEASE REFER TO THE PERSONAL DATA PRIVACY TERMS AS SET OUT IN THE NOTICE OF 7TH AGM DATED 30 AUGUST 2019.

PLEASE FOLD HERE

STAMP

SUNWAY REAL ESTATE INVESTMENT TRUST

LEVEL 16, MENARA SUNWAY
JALAN LAGOON TIMUR
BANDAR SUNWAY
47500 SUBANG JAYA
SELANGOR DARUL EHSAN
MALAYSIA

PLEASE FOLD HERE

SUNWAY®

REIT

PURPOSE

- Empowering businesses
- Curating experiences
- Enriching lives

VISION

To be a leading diversified REIT in Malaysia committed to enhancing stakeholder value – Sustainable Growth, Environmental Stewardship and Community Engagement

MISSION

To deliver sustainable income distribution over the long-term through responsible business strategies supported by adaptive innovation solutions, management and sustainability practices

KEY GROWTH STRATEGIES

To shift from retail-focused REIT to diversified REIT

To embark on opportunity-led acquisition, turnaround re-development and divestment

To expand investment exposure into emerging growth sub-sectors to capitalise on global mega trends

To diversify geographically in and out of Malaysia – independently or in collaboration with Sponsor with focus on integrated development

CORE VALUES

INTEGRITY

We believe in doing the right thing at all times:

- We conduct ourselves in an honest and trustworthy manner
- We act professionally, ethically and honourably
- We ensure our actions are consistent with our words

HUMILITY

We believe in being humble, polite and respectful:

- We never stop learning
- We care for and respect people and the environment
- We seek first to understand, then to be understood

EXCELLENCE

We take pride in all that we do:

- We strive to deliver high quality products and services
- We continuously innovate and improve for greater progress
- We seek to inspire others to excel

FINANCIAL HIGHLIGHTS

RINGGIT MALAYSIA (RM)

STATEMENT OF COMPREHENSIVE INCOME - KEY DATA & FINANCIAL RATIOS	FY2019 RM'000	FY2018 RM'000	FY2017 RM'000	FY2016 RM'000	FY2015 RM'000
Gross revenue	580,299	560,406	522,868	507,013	453,454
Net property income	439,695	419,930	388,817	373,851	340,826
Income available for distribution (realised)	282,886	282,394	271,099	270,588	256,577
Earnings per unit (realised) (sen)	9.59	9.57	9.19	8.92	8.25
Distribution per unit (DPU) (sen)	9.59¹	9.57	9.19	9.18	8.73
Distribution Yield (%)	5.1	5.4	5.2	5.5	5.7
Management Expense Ratio (%)	0.86	0.89	0.85	0.88	0.80

STATEMENT OF FINANCIAL POSITION - KEY DATA & FINANCIAL RATIOS	AS AT 30 JUNE 2019 RM'000	AS AT 30 JUNE 2018 RM'000	AS AT 30 JUNE 2017 RM'000	AS AT 30 JUNE 2016 RM'000	AS AT 30 JUNE 2015 RM'000
Investment properties	8,047,410	7,280,225	6,689,200	6,433,000	6,324,000
Other non-current assets	12,517	13,591	9,063	8,698	5,268
Current assets	98,111	230,042	145,170	95,561	100,750
TOTAL ASSET VALUE	8,158,038	7,523,858	6,843,433	6,537,259	6,430,018
Non-current liabilities	(91,859)	(384,165)	(72,149)	(1,487,491)	(1,461,544)
Current liabilities	(3,269,623)	(2,786,457)	(2,559,564)	(998,538)	(986,214)
TOTAL LIABILITIES	(3,361,482)	(3,170,622)	(2,631,713)	(2,486,029)	(2,447,758)
Net Asset Value (NAV)	4,796,556	4,353,236	4,211,720	4,051,230	3,982,260
TOTAL UNITHOLDERS' FUNDS	4,456,839	4,353,236	4,211,720	4,051,230	3,982,260
NAV (before income distribution)	4,456,839	4,353,236	4,211,720	4,051,230	3,982,260
NAV (after income distribution)	4,389,691	4,289,917	4,144,867	3,988,819	3,922,036
NAV per unit (before income distribution) (RM)	1.5133	1.4781	1.4301	1.3761	1.3555
NAV per unit (after income distribution) (RM)	1.4905	1.4566	1.4074	1.3549	1.3350
Lowest NAV during the period (RM)	1.4544	1.4074	1.3547	1.3349	1.2337
Highest NAV during the period (RM)	1.4905	1.4566	1.4074	1.3549	1.3350
Unit Price as at 30 June (RM)	1.87	1.77	1.78	1.66	1.54
Premium to NAV (%)	25.5	21.5	26.5	22.5	15.4

¹ Comprising income distributed for the period from 1 July 2018 to 31 March 2019 of 7.31 sen and proposed final income distribution of 2.28 sen

FINANCIAL HIGHLIGHTS

UNITED STATES DOLLAR (USD)

STATEMENT OF COMPREHENSIVE INCOME - KEY DATA & FINANCIAL RATIOS	FY2019 USD'000	FY2018 USD'000	FY2017 USD'000	FY2016 USD'000	FY2015 USD'000
Gross revenue	142,013	134,527	125,606	129,895	129,790
Net property income	107,604	100,805	93,404	95,779	97,553
Income available for distribution (realised)	69,229	67,789	65,125	69,324	73,439
Earnings per unit (realised) (cent)	2.35	2.30	2.21	2.29	2.36
Distribution per unit (DPU) (cent)	2.35	2.30	2.21	2.35	2.50
Distribution Yield (%)	5.1	5.4	5.2	5.5	5.7
Management Expense Ratio (%)	0.86	0.89	0.85	0.88	0.80

STATEMENT OF FINANCIAL POSITION - KEY DATA & FINANCIAL RATIOS	AS AT 30 JUNE 2019 USD'000	AS AT 30 JUNE 2018 USD'000	AS AT 30 JUNE 2017 USD'000	AS AT 30 JUNE 2016 USD'000	AS AT 30 JUNE 2015 USD'000
Investment properties	1,946,169	1,803,152	1,557,802	1,595,684	1,675,232
Other non-current assets	3,027	3,366	2,111	2,158	1,395
Current assets	23,727	56,976	33,808	23,704	26,689
TOTAL ASSET VALUE	1,972,923	1,863,494	1,593,721	1,621,546	1,703,316
Non-current liabilities	(22,215)	(95,149)	(16,802)	(368,967)	(387,164)
Current liabilities	(790,719)	(690,144)	(596,079)	(247,684)	(261,249)
TOTAL LIABILITIES	(812,934)	(785,293)	(612,881)	(616,651)	(648,413)
Net Asset Value (NAV)	1,159,989	1,078,201	980,840	1,004,895	1,054,903
TOTAL UNITHOLDERS' FUNDS	1,077,833	1,078,201	980,840	1,004,895	1,054,903
NAV (before income distribution)	1,077,833	1,078,201	980,838	1,004,894	1,054,903
NAV (after income distribution)	1,061,594	1,062,518	965,269	989,413	1,038,950
NAV per unit (before income distribution) (USD)	0.3660	0.3661	0.3330	0.3413	0.3591
NAV per unit (after income distribution) (USD)	0.3605	0.3608	0.3278	0.3361	0.3537
Lowest NAV during the period (USD)	0.3517	0.3486	0.3155	0.3311	0.3268
Highest NAV during the period (USD)	0.3605	0.3608	0.3278	0.3361	0.3537
Unit Price as at 30 June (USD)	0.45	0.44	0.41	0.41	0.41
Premium to NAV (%)	25.5	21.5	26.5	22.5	15.4

¹ Comprising income distributed for the period from 1 July 2018 to 31 March 2019 of 1.79 cents and proposed final income distribution of 0.56 cents

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ADMINISTRATIVE DETAILS FOR UNITHOLDERS ATTENDING THE 7TH ANNUAL GENERAL MEETING (“AGM” OR THE “MEETING”)

Date : Wednesday, 2 October 2019

Time : 3:00 pm

Venue: Grand Congress, Level 12, Sunway Resort Hotel & Spa, Persiaran Lagoon, Bandar Sunway,
47500 Subang Jaya, Selangor Darul Ehsan, Malaysia

PARKING

1. A complimentary parking ticket can be exchanged at the Parking Ticket Redemption Counter for unitholders who park their vehicles in **Sunway Resort Hotel & Spa, Sunway Pyramid Shopping Mall, Sunway Pyramid Hotel or Sunway Clio Hotel** only.
2. Sunway Real Estate Investment Trust (“**Sunway REIT**”) will **NOT** provide cash reimbursements for parking charges incurred by unitholders/proxies who park their vehicles at other car parks, or use the valet parking service at Sunway City.

REGISTRATION

3. Registration will start at **1:00 pm** and will close 20 minutes after commencement of the AGM, or such time as may be determined by the Chairman of the Meeting. The unitholders are requested to be punctual in order not to disrupt the proceeding of the Meeting. Late comers may not be able to vote once the polling process starts.
4. Please produce your **ORIGINAL Identity Card (“I/C”)** or **Passport** (for foreigners) during registration for verification. **No photocopy of I/C or Passport will be accepted.** The registration will be by way of electronic registration, using MyKad device. Please make sure you collect your I/C thereafter.

After registration and signing on the Attendance List, please vacate the registration area. The unitholders are allowed to enter the meeting hall at 2:00 pm.

5. After verification and registration, you will be given an identification wristband. If you are attending the AGM as a unitholder as well as proxy, you will be registered once and will only be given a wristband to enter the meeting hall. No person will be allowed to enter the meeting hall without wearing the wristband.

A voting device will be distributed to you when you enter the meeting hall for electronic voting purposes. Please return the device after the Meeting is over. A penalty of RM150.00 will be imposed for loss of the voting device.

6. Please note that you will not be allowed to register on behalf of another person, even with the original I/C or Passport of that other person.

HELPDESK

7. The registration counters will only handle verification of unitholdings and registration. If you have other queries or need clarification relating to registration, please proceed to the Help Desk.
8. The Help Desk will also handle revocation of proxy appointments.

REFRESHMENT

9. Food can be redeemed after registration at a designated counter. Only non-vegetarian food will be served.

Each unitholder and/or proxy attending the AGM in person will be entitled for only 1 food pack. Where a unitholder and/or proxy is also appointed as proxy for different unitholders to attend the AGM, he/she will only be entitled to 1 food pack regardless of the number of unitholders he/she is representing.

DOOR GIFT

10. There will be no door gift given to unitholders who attend the AGM.

MEETING

11. The Meeting will start promptly at 3:00 pm.
12. Please ensure that all mobile devices, i.e. phones and other sound emitting devices, are switched off or put on silent mode during the AGM to ensure smooth and uninterrupted proceedings of the Meeting.
13. The AGM will be conducted in English.
14. No video recording during the proceedings of the Meeting is allowed.

DRESS CODE

15. Formal or casual. However, slippers and short pants are discouraged.

PERSONAL BELONGINGS

16. Please take care of your personal belongings, the Sunway REIT will not be held responsible for any item that has gone missing.

SUNWAY SMOKE-FREE POLICY

17. Sunway Resort Hotel & Spa is a smoke-free zone. No smoking is allowed.

VOTING PROCEDURE

18. Pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions as set out in the Notice of the 7th AGM will be put to vote by poll.

ENTITLEMENT TO ATTEND AND VOTE AT THE AGM

19. For the purpose of determining the unitholders who shall be entitled to attend the AGM, the Manager will be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors (“**ROD**”) of Sunway REIT as at 23 September 2019.

Only unitholders whose names appear on the ROD as at 23 September 2019 shall be entitled to attend, speak and vote at the AGM, or appoint proxy(ies) to attend and vote on their behalf.

20. If you wish to attend the AGM yourself, please do not submit any Proxy Form for the AGM. You will not be allowed to attend the AGM together with the proxy appointed by you regardless of how many CDS accounts you may have.
21. If you have submitted your Proxy Form prior to the AGM and subsequently decided to attend the AGM yourself, please proceed to the Help Desk to revoke the appointment of your proxy **before registration**.

ANNUAL REPORT 2019

22. The Annual Report 2019 is available on Bursa Malaysia’s website at www.bursamalaysia.com under company announcements of Sunway REIT as well as Sunway REIT’s website at <http://www.sunwayreit.com>.
23. Printed copies are also available for collection at the secretariat counter next to the registration counters on a first come first served basis.

ENQUIRIES

24. If you have any enquiry relating to the AGM, please contact any of the following persons during office hours (9:00 am to 6:00 pm) on Mondays to Fridays:
 - (a) Mr Eric Tan (Tel: 03-5639 8841)
 - (b) Ms Jennie Yip (Tel: 03-5639 8846)
 - (c) Ms Woo Yuen Har (Tel: 03-5639 8832)
25. Location map to Sunway Resort Hotel & Spa is in the last page of the booklet.

NOTICE OF 7TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Seventh Annual General Meeting (“**7th AGM**”) of Sunway Real Estate Investment Trust (“**Sunway REIT**”) will be held at Grand Congress, Level 12, Sunway Resort Hotel & Spa, Persiaran Lagoon, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia on Wednesday, 2 October 2019 at 3:00 pm or at any adjournment thereof, for the following purposes:

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the financial year ended 30 June 2019 of Sunway REIT together with the Reports of Manager, Trustee and Auditors thereon.

AS SPECIAL BUSINESS:

To consider and if thought fit, to pass the following as Ordinary Resolutions:

2. **Proposed Authority to Issue and Allot New Units of up to 20% of the Total Number of Issued Units of Sunway REIT (Resolution 1)**

“**THAT** subject to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Deed dated 20 May 2010, the Supplemental Deed dated 10 June 2010 and the Amended and Restated Deed dated 18 September 2018 entered into between Sunway REIT Management Sdn Bhd (the “**Manager**”) and RHB Trustees Berhad (the “**Trustee**”) constituting Sunway REIT, and the approvals of the relevant regulatory authorities being obtained, authority be and is hereby given to the Directors of the Manager, to issue and allot units in Sunway REIT (“**New Units**”), at any time at such price to any such persons and upon such terms and conditions as the Directors of the Manager may in their absolute discretion, deem fit and expedient in the best interest of Sunway REIT, provided that the aggregate number of New Units to be issued, when aggregated with the total number of units issued during the preceding 12 months, does not exceed 20% of the total number of issued units of Sunway REIT for the time being comprising 2,945,078,000 units (“**Proposed Authority**”);

THAT such authority shall continue to be in force until:

- (i) the conclusion of the next AGM of Sunway REIT at which time this Proposed Authority will lapse, unless by a resolution passed at the next AGM, the authority is renewed;
 - (ii) the expiration of the period within which the next AGM of the unitholders is required by law to be held; or
 - (iii) the Proposed Authority is revoked or varied by a resolution passed by the unitholders in a general meeting of Sunway REIT,
- whichever is earlier;

THAT such New Units to be issued pursuant to the Proposed Authority shall, upon issue and allotment, rank pari passu in all respects with the existing units of Sunway REIT, except that the New Units will not be entitled to any income distributions, rights, benefits, entitlements and/or any other distributions that may be declared prior to the date of issue and allotment of such New Units;

THAT authority be and is hereby given to the Directors of the Manager and the Trustee, acting for and on behalf of Sunway REIT, to give effect to the Proposed Authority including but not limited to the creation of the requisite New Units and with full powers to assent to any conditions, modifications, variations, arrangements and/or amendments as they may deem fit in the best interest of Sunway 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 Sunway REIT, be and are hereby authorised to implement, finalise, complete and do all acts, deeds and things (including executing such documents as may be required) in relation to the Proposed Authority.”

3. **Proposed Renewal of Unitholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (Resolution 2)**

“**THAT** approval be and is hereby given for Sunway REIT to enter into recurrent related party transactions of a revenue or trading nature with the related parties (“**Recurrent Related Party Transactions**”) as set out in Section 2.3 of the Circular to Unitholders dated 30 August 2019, subject to the following (“**Proposed Mandate**”):

- (a) the Recurrent Related Party Transactions are entered into in the ordinary course of business which are necessary for day-to-day operations and are on Sunway REIT’s normal commercial terms which are not more favourable to the related parties than those generally available to the public, and the Recurrent Related Party Transactions are undertaken on an arm’s length basis which are not detrimental to the minority unitholders of Sunway REIT; and

NOTICE OF 7TH ANNUAL GENERAL MEETING

- (b) the unitholders' mandate is subject to annual renewal and this unitholders' mandate shall only continue to be in force until:
 - (i) the conclusion of the next AGM of Sunway REIT at which time this Proposed Mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed;
 - (ii) the expiration of the period within which the next AGM of Sunway REIT is required by law to be held; or
 - (iii) the Proposed Mandate is revoked or varied by a resolution passed by the unitholders in a general meeting of Sunway REIT, whichever is earlier;

AND THAT the Directors of the Manager and the Trustee be and are hereby authorised to do all acts, deeds and things and execute all necessary documents as they may consider necessary or expedient in the best interest of Sunway REIT with full power to assent to any conditions, variations, modifications, arrangements and/or amendments in any manner as may be required or permitted under relevant authorities and to deal with all matters in relation thereto and to take such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Recurrent Related Party Transactions contemplated and/or authorised by this ordinary resolution."

**By Order of the Board of
SUNWAY REIT MANAGEMENT SDN BHD**
(Manager for Sunway REIT)

TAN KIM AUN (MAICSA 7002988)
ONG WEI LENG (MAICSA 7053539)
Company Secretaries

Bandar Sunway
30 August 2019

Notes:

- (1) A unitholder who is entitled to attend and vote at the meeting may appoint a proxy or proxies (not more than 2 proxies) to attend and vote on his/her behalf. A proxy may but need not be a unitholder of Sunway REIT.
- (2) Where a unitholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint not more than 2 proxies in respect of each securities account it holds with units standing to the credit of the said securities account.
- (3) Where a member is an exempt authorised nominee as defined under the SICDA, who holds units in Sunway 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 with units standing to the credit of the said Omnibus Account.
- (4) Where a unitholder or the authorised nominee appoints 2 proxies, or where an exempt authorised nominee appoints 2 or more proxies, the appointments shall be invalid unless he or it specifies the proportions of his or its holdings to be represented by each proxy.
- (5) If a unitholder has appointed a proxy or proxies (not more than 2 proxies) to attend the 7th AGM and subsequently he attends the meeting in person, the appointment of such proxy shall be null and void, and his proxy shall not be entitled to attend the 7th AGM.
- (6) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing, or if such appointer is a corporation, either under its common seal or under the hand of its officer or attorney duly authorised.
- (7) The instrument for the appointment of a proxy must be completed and deposited at the registered office of the Manager, Sunway REIT Management Sdn Bhd at Level 16, Menara Sunway, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia, not less than 24 hours before the time appointed for holding the 7th AGM or any adjournment thereof, either by hand, post, electronic mail or fax to (603) 5639 9507, and in default, the instrument of proxy shall not be treated as valid. In the case where the unitholder is a corporation and the proxy form is delivered by fax or electronic mail, the original proxy form shall also be deposited at the registered office of the Manager, either by hand or post not less than 24 hours before the time appointed for holding the 7th AGM or any adjournment thereof.
- (8) If no name is inserted in the space for the name of your proxy, the Chairman of the meeting will act as your proxy.
- (9) Only a depositor whose name appears in the Record of Depositors of Sunway REIT as at 23 September 2019 shall be regarded as a unitholder and entitled to attend, speak and vote at the 7th AGM or appoint proxies to attend and/or vote on his or its behalf.

NOTICE OF 7TH ANNUAL GENERAL MEETING

Audited Financial Statements for the financial year ended 30 June 2019 of Sunway REIT together with the Reports of Manager, Trustee and Auditors thereon

- (10) The audited financial statements under Agenda 1 are laid before the unitholders for discussion only as under the paragraph 13.18(b) of the Guidelines on Listed Real Estate Investment Trusts issued by the Securities Commission Malaysia, the audited financial statements do not require a formal approval of the unitholders and hence, the matter is not put forward for voting.

EXPLANATORY NOTES ON SPECIAL BUSINESSES

(11) Ordinary Resolution 1 - Proposed Authority

The proposed ordinary resolution, if passed, will give a mandate to the Directors of the Manager to issue and allot units in Sunway REIT from time to time provided that the aggregate number of the New Units to be issued, when aggregated with the total number of units issued during the preceding 12 months, does not exceed 20% of the total number of issued units of Sunway REIT for the time being. The Proposed Authority, unless revoked or varied by a resolution passed by the unitholders in a general meeting of Sunway REIT, will expire at the conclusion of the next AGM of Sunway REIT.

As at the date of this notice, Sunway REIT has not issued any units under the mandate which was approved at the 6th AGM held on 26 September 2018 and which will lapse at the conclusion of the 7th AGM.

With this Proposed Authority, Sunway REIT will have the flexibility to issue and allot New Units to raise funds to finance future investments, acquisitions and capital expenditure project(s) to enhance the value of Sunway REIT and/or to refinance existing debt as well as for working capital purposes without convening a general meeting, which may delay the capital raising initiatives and incur relevant costs in organising the required general meeting.

(12) Ordinary Resolution 2 - Proposed Mandate

The details on the proposed renewal of unitholders' mandate for recurrent related party transactions of a revenue or trading nature are set out in the Circular to Unitholders dated 30 August 2019.

ABSTENTION FROM VOTING

- (13) The interested Director of the Manager who is a unitholder of Sunway REIT will abstain from voting on Ordinary Resolution 2 concerning the Proposed Mandate. In addition, the interested Director will ensure that person connected with her will abstain from voting on Ordinary Resolution 2 concerning the Proposed Mandate.

PERSONAL DATA PRIVACY

- (14) By lodging of a completed Proxy Form to Sunway REIT for appointing a proxy(ies) and/or representative(s) to attend and vote in person at the 7th AGM and any adjournment thereof, a unitholder of Sunway REIT is hereby:
- (i) consenting to the collection, use and disclosure of the member's personal data by Sunway REIT (or its agents) for the purpose of the processing and administration by Sunway REIT (or its agents) of proxies and representatives appointed for the 7th AGM (including any adjournment thereof) and the preparation and compilation of the attendance list, minutes and other documents relating to the 7th AGM (including any adjournment thereof), and in order for Sunway REIT (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**");
 - (ii) warranting that where the member discloses the personal data of the unitholder's proxy(ies) and/or representative(s) to Sunway REIT (or its agents), the unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by Sunway REIT (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes ("**Warranty**"); and
 - (iii) agreeing that the member will indemnify Sunway REIT in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the unitholder's breach of the Warranty.

For the purposes of this paragraph, "personal data" shall have the same meaning given in section 4 of the Personal Data Protection Act 2010.

SUNWAY®

REIT

SUNWAY REAL ESTATE INVESTMENT TRUST

(Established in Malaysia under a deed dated 20 May 2010, a supplemental deed dated 10 June 2010 and an amended and restated deed dated 18 September 2018 entered into between Sunway REIT Management Sdn Bhd and RHB Trustees Berhad, both companies incorporated in Malaysia)

PROXY FORM 7TH ANNUAL GENERAL MEETING

SUNWAY REIT MANAGEMENT SDN BHD (Company No. 806330-X)
Manager for Sunway Real Estate Investment Trust

Registered Office:
Level 16, Menara Sunway, Jalan Lagoon Timur
Bandar Sunway, 47500 Subang Jaya
Selangor Darul Ehsan, Malaysia
Tel: (603) 5639 8889 / 8841
Fax: (603) 5639 9507

Number of Units Held	
CDS Account No.	

*I/We (Full Name) *NRIC No./Passport No./Company No.....
Tel./Mobile No.....of.....
being a unitholder of SUNWAY REAL ESTATE INVESTMENT TRUST ("Sunway REIT") and entitled to vote hereby appoint:-

1ST PROXY 'A'

Full Name	Tel./Mobile No.	Proportion of unitholdings represented	
Address	NRIC No./Passport No.	No. of Units	%

and/or failing *him/her,

2ND PROXY 'B'

Full Name	Tel./Mobile No.	Proportion of unitholdings represented	
Address	NRIC No./Passport No.	No. of Units	%

100%

or failing *him/her, the Chairman of the Meeting as *my/our proxy to attend and vote for *me/us on *my/our behalf at the 7th Annual General Meeting of Sunway REIT to be held at Grand Congress, Level 12, Sunway Resort Hotel & Spa, Persiaran Lagoon, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia on Wednesday, 2 October 2019 at 3:00 pm or at any adjournment thereof.

* Strike out whichever not applicable

My/our proxy/proxies shall vote as follows:-

Please indicate with an "X" in the space below to show how you wish your votes to be cast. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting on the resolution at his/her/their discretion.

NO.	ORDINARY RESOLUTIONS	1 ST PROXY 'A'		2 ND PROXY 'B'	
		FOR	AGAINST	FOR	AGAINST
1.	Proposed Authority to Issue and Allot New Units of up to 20% of the Total Number of Issued Units of Sunway REIT				
2.	Proposed Renewal of Unitholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature				

Dated this.....day of.....2019

Signature of Unitholder.....



Notes:

- (1) A unitholder who is entitled to attend and vote at the meeting may appoint a proxy or proxies (not more than 2 proxies) to attend and vote on his/her behalf. A proxy may but need not be a unitholder of Sunway REIT.
- (2) Where a unitholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint not more than 2 proxies in respect of each securities account it holds with units standing to the credit of the said securities account.
- (3) Where a member is an exempt authorised nominee as defined under the SICDA, who holds units in Sunway 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 with units standing to the credit of the said Omnibus Account.
- (4) Where a unitholder or the authorised nominee appoints 2 proxies, or where an exempt authorised nominee appoints 2 or more proxies, the appointments shall be invalid unless he or it specifies the proportions of his or its holdings to be represented by each proxy.
- (5) If a unitholder has appointed a proxy or proxies (not more than 2 proxies) to attend the 7th AGM and subsequently he attends the meeting in person, the appointment of such proxy shall be null and void, and his proxy shall not be entitled to attend the 7th AGM.
- (6) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing, or if such appointer is a corporation, either under its common seal or under the hand of its officer or attorney duly authorised.
- (7) The instrument for the appointment of a proxy must be completed and deposited at the registered office of the Manager, Sunway REIT Management Sdn Bhd at Level 16, Menara Sunway, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia, not less than 24 hours before the time appointed for holding the 7th AGM or any adjournment thereof, either by hand, post, electronic mail or fax to (603) 5639 9507, and in default, the instrument of proxy shall not be treated as valid. In the case where the unitholder is a corporation and the proxy form is delivered by fax or electronic mail, the original proxy form shall also be deposited at the registered office of the Manager, either by hand or post not less than 24 hours before the time appointed for holding the 7th AGM or any adjournment thereof.
- (8) If no name is inserted in the space for the name of your proxy, the Chairman of the meeting will act as your proxy.
- (9) Only a depositor whose name appears in the Record of Depositors of Sunway REIT as at 23 September 2019 shall be regarded as a unitholder and entitled to attend, speak and vote at the 7th AGM or appoint proxies to attend and/or vote on his or its behalf.
- (10) By lodging of a completed Proxy Form to Sunway REIT for appointing a proxy(ies) and/or representative(s) to attend and vote in person at the 7th AGM and any adjournment thereof, the unitholder accepts and agrees to the personal data privacy terms as set out in the Notice of 7th AGM dated 30 August 2019.

PLEASE FOLD HERE

STAMP

SUNWAY REAL ESTATE INVESTMENT TRUST

LEVEL 16, MENARA SUNWAY
JALAN LAGOON TIMUR
BANDAR SUNWAY
47500 SUBANG JAYA
SELANGOR DARUL EHSAN
MALAYSIA

PLEASE FOLD HERE

LOCATION MAP TO SUNWAY RESORT HOTEL & SPA





SUNWAY REIT MANAGEMENT SDN BHD (Company No. 806330-X)

Manager for Sunway REIT

Level 16, Menara Sunway, Jalan Lagoon Timur, Bandar Sunway,
47500 Subang Jaya, Selangor Darul Ehsan, Malaysia.

Tel : (603) 5639 8889
Fax : (603) 5639 9507
Website : <http://www.sunwayreit.com>
E-mail : irsunreit@sunway.com.my