



REAL ESTATE INVESTMENT TRUST

The background features a large, multi-layered, concentric square pattern in the center, creating a tunnel-like effect. Surrounding this central pattern are four triangular cutouts, each showing a different building. The top cutout shows a tall, multi-story building with a green dome. The bottom-left cutout shows a modern building with a curved facade and a blue sky. The bottom-right cutout shows a modern building with a glass facade and a blue sky. The bottom cutout shows a modern building with a glass facade and a blue sky.

8TH ANNUAL GENERAL MEETING

ADMINISTRATIVE GUIDE

ADMINISTRATIVE GUIDE FOR UNITHOLDERS

IN RESPECT OF THE EIGHTH ANNUAL GENERAL MEETING (“8TH AGM”) OF AXIS REAL ESTATE INVESTMENT TRUST (“AXIS-REIT”) WHICH IS TO BE HELD FULLY VIRTUAL

DETAILS OF THE 8TH AGM:

Day and date : Wednesday, 17 June 2020

Time (Malaysia time) : 10.00 a.m.

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



1. Message to the Unitholders

The 8th AGM of Axis-REIT, originally scheduled for Thursday, 23 April 2020, was postponed due to the implementation of the movement control order ("MCO") by the Government of Malaysia which disallows mass gatherings as one of the measures to curb the spread of the Coronavirus disease (Covid-19). The Securities Commission Malaysia ("SC") vide a joint media release with Bursa Malaysia Berhad dated 17 March 2020, had granted a 2-month extension of time for management companies of listed real estate investment trusts ("REITs") with a financial year end of 31 December 2019, to hold their respective AGMs by 30 June 2020.

In this respect, we have issued a revised notice for the 8th AGM for the day, date and time as stated above and the 8th AGM will be held on a fully virtual basis. This arrangement ensures that the AGM can still proceed without further delays and that the Unitholders' rights such as casting votes can be upheld in the event the conditional MCO were to be further extended beyond the current 9 June 2020 deadline. The fully virtual meeting option is in accordance with the SC's 'Guidance and FAQs on the Conduct of General Meetings for Listed Issuers' ("Guidance").

All Unitholders are invited to participate in the 8th AGM of Axis-REIT via remote participation and cast their votes through electronic voting facilities, procedures of which are detailed in the ensuing pages.

The venue as stated above will be the broadcast venue as prescribed by the SC pursuant to its Guidance, which complies with the provisions of the SC's Guidelines on Listed REITs. Premised on the same, Axis-REIT's 8th AGM also complies with the Fourth Principal Deed dated 17 January 2020.

The 8th AGM Notice of Axis-REIT has been announced to Bursa Malaysia Securities Berhad ("Bursa Securities") on 22 May 2020 and is available on the Bursa Securities' website at <https://www.bursamalaysia.com>.

2. Documents available online

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

- Integrated Annual Report 2019
- 8th AGM Notice (revised)
- Instrument of Proxy (revised)

The Integrated Annual Report 2019 had been issued and circulated to all Unitholders on 28 February 2020 in compliance with the applicable rules. There will be no further circulation of the said Report. Unitholders are encouraged to visit the website link above to view and/or download the Integrated Annual Report 2019.

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 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.

3. Unitholders' Entitlement to Participate and Vote

Only a depositor whose name appears in the Record of Depositors ("ROD") of Axis-REIT as at **10 June 2020** shall be regarded as a Unitholder and entitled to attend, speak and vote at the 8th AGM 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 allowed to 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 remote participation and electronic voting ("RPV") facilities in order to participate in the 8th AGM, view a live webcast of the AGM, ask questions online and cast their votes on real time basis, without being physically present at the AGM.

For those Unitholders who wish to submit their questions in relation to the Agenda of the 8th AGM, may do so by emailing to agm2020@axis-reit.com.my (which will be opened from 22 May 2020 until the cut-off on Monday, 15 June 2020 at 10.00 a.m.). The responses to the questions will be addressed at the 8th AGM 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; and (iii) CDS account number, in your email along with your questions.

4. Submission of Instrument of Proxy

Unitholders who are unable to participate in the 8th AGM via the RPV 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 8th AGM 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 AGM.

The **original** Instrument of Proxy duly completed and signed must be deposited at the registered office of Axis REIT Managers Berhad, the management company of Axis-REIT ("Manager"), at **Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur**, not less than 48 hours before the time fixed for the 8th AGM i.e. on or before **Monday, 15 June 2020**. Please take note that facsimile copy of Instrument of Proxy will be disregarded.

Kindly ensure timely deposit of the Instrument of Proxy **by 10.00 a.m. on Monday, 15 June 2020**, failing which, we will not be able to process your Instrument of Proxy.

5. Voting Procedures

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

5.2 For the purposes of this 8th AGM, e-Voting will be carried out via the following voting devices:

- Personal mobile phones;
- Tablets; **or**
- Laptops.

5.3 There are 3 methods for Unitholders and proxies who wish to use their personal voting device to vote.

The methods are:

- Download the free **Lumi AGM** from Apple App Store or Google Play Store prior to the meeting; **or**
- Using QR Scanner Code given in the email which you received upon registration; **or**
- Using website URL <https://web.lumiagm.com/>

5.4 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.

5.5 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.

6. Remote Participation and Electronic Voting

Please note that the RPV facilities are available to:

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

for purposes of participating and voting at the 8th AGM remotely.

You will also be able to view a live webcast of the AGM proceedings, ask questions during the Q&A session and submit your votes in real time whilst the meeting is in progress.

Unitholders who are unable to participate in the 8th AGM remotely, are encouraged to appoint the Chairman of the meeting to vote on their behalf.

Kindly refer to the following steps on how to access and use the RPV facilities:

<p>STEP 1</p>	<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"> Access website https://boardroomlimited.my 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 and wait for Boardroom's email verification. Your registration will be verified and approved within one (1) business day and an email notification will be provided.
<p>STEP 2</p>	<p>Submit Request for Remote Participation User ID and Password</p> <p><i>[Note: The registration for remote access will be opened on 22 May 2020]</i></p> <p>Individual Unitholders:</p> <ul style="list-style-type: none"> Login to https://boardroomlimited.my using your user ID and password above. Select "Hybrid /Virtual Meeting" from main menu and select the correct Corporate Event "Axis-REIT 8th Virtual AGM". Enter your CDS Account Number. Read and agree to the terms and conditions and thereafter submit your request. <p>Corporate Unitholders:</p> <ul style="list-style-type: none"> 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. 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. <p>Authorised Nominees and Exempt Authorised Nominees:</p> <ul style="list-style-type: none"> 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. 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. <p><u>Upon successful submission:</u></p> <ol style="list-style-type: none"> You will receive a notification from Boardroom that your request has been received and is being verified. Upon system verification against the AGM's ROD, you will receive an email from Boardroom either approving or rejecting your registration for remote participation. You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved. Please note that the closing time to submit your request is at 10:00 a.m. on 15 June 2020 (48 hours before the AGM).

STEP 3	<p>Login to Virtual Meeting Portal</p> <p><i>[Please note that the quality of the connectivity to Virtual Meeting Portal for live web cast 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> <ol style="list-style-type: none"> The Virtual Meeting Portal will be open for login starting an hour (1 hour) before the commencement of AGM at 9:00 a.m. on 17 June 2020. Follow the steps given to you in the email along with your remote access user ID and password to login to the Virtual Meeting Portal. <i>(Refer to Step 2 above)</i> The steps will also guide you on how to view live web cast, ask questions and vote. Once the Chairman of the meeting announces the closure of the AGM, the live web cast will end and the Messaging window will be disabled. You can then logout from Virtual Meeting Portal.
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7. Additional Information

7.1 Door Gifts

Since the 8th AGM of Axis-REIT will be conducted fully virtual, there will be no door gift(s) for Unitholders/Corporate Representatives/Proxies who participate in the AGM via the RPV facilities.

7.2 Participation in the Q&A Session at the meeting

Unitholders, having logged in using the RPV facilities, can participate in the 8th AGM by submitting their questions which are related to the Agenda of the meeting. Follow the steps in the Virtual Meeting Portal when you wish to pose a question.

7.3 During the AGM proceedings

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

7.4 Enquiry(ies)

For any enquiries regarding the virtual 8th AGM of Axis-REIT, you may, during office hours, contact:

(a) Boardroom Share Registrars Sdn Bhd

- **For Unitholders'/proxies' enquiries**
- **For assistance relating to the RPV 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

7.5 Personal Data Privacy

By registering for the RPV facilities and/or submitting the Instrument of Proxy appointing a proxy(ies) and/or representative(s), the Unitholder is regarded as having consented to the use of such data provided/submitted for the purposes of processing and administration by the Manager on behalf of Axis-REIT (or the appointed agents of Axis-REIT); in compliance with any laws, listing rules, regulations and/or guidelines applicable to the 8th AGM of Axis-REIT.

7.6 Communication Guidance

Unitholders are advised to monitor the announcement(s) of Axis-REIT on Bursa Securities website for changes/updates to the fully virtual 8th AGM arrangements (if any).