



(Constituted in the Republic of Singapore  
pursuant to a trust deed dated 9 October 2002 (as amended))

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an EXTRAORDINARY GENERAL MEETING of Ascendas Real Estate Investment Trust ("**A-REIT**") will be held on 28 June 2010 at 3.30 p.m. (or as soon thereafter as the Annual General Meeting of A-REIT to be held at 3.00 p.m. on the same day and at the same place is concluded or adjourned) at Marina Mandarin Singapore, 6 Raffles Boulevard, Marina Square, Singapore 039594; Taurus Room, Level 1, for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

### EXTRAORDINARY RESOLUTION

#### 1. THE PROPOSED DISTRIBUTION REINVESTMENT PLAN

That:

- (i) the distribution reinvestment plan to be known as the "Ascendas Real Estate Investment Trust Distribution Reinvestment Plan" (the "**Distribution Reinvestment Plan**"), under which the directors of the manager of A-REIT (the "**Directors**") may, whenever the Directors have resolved that a distribution (including an interim, final, special or other distribution) be paid or declared on units in A-REIT ("**Units**"), resolve that unitholders of A-REIT ("**Unitholders**") entitled to such distribution may elect to receive an allotment of new Units each credited as fully paid in lieu of cash in respect of such distribution (further particulars of which are set out in the circular to Unitholders dated 3 June 2010 (the "**Circular**"), be and is hereby approved;
- (ii) A-REIT's distribution date, as set out in A-REIT's trust deed dated 9 October 2002 constituting A-REIT (as amended) (the "**Trust Deed**"), be extended from 60 calendar days to 90 calendar days from the end of the applicable financial quarter of A-REIT (the "**DRP Supplement**");
- (iii) Ascendas Funds Management (S) Limited, as manager of A-REIT (the "**Manager**"), and/or HSBC Institutional Trust Services (Singapore) Limited, as trustee of A-REIT (the "**Trustee**"), be and are hereby authorised:
  - (a) to establish and administer the Distribution Reinvestment Plan;
  - (b) to modify and/or alter the Distribution Reinvestment Plan from time to time and to do all such acts and things and to enter into all such transactions and arrangements as may be necessary or expedient in order to give full effect to the Distribution Reinvestment Plan; and
  - (c) to allot and issue from time to time such number of new Units as may be required to be allotted and issued pursuant to the Distribution Reinvestment Plan;
- (iv) unless revoked or varied by Unitholders in a general meeting, such authority shall continue in force; and
- (v) the Manager, any Director and the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager, such Director or, as the case may be, the Trustee may consider expedient or necessary or in the interests of A-REIT to give effect to the Distribution Reinvestment Plan (including the **DRP Supplement**).

## EXTRAORDINARY RESOLUTION

### 2. THE PROPOSED NOTICE SUPPLEMENT TO THE TRUST DEED

That:

- (i) approval be and is hereby given to amend the Trust Deed with the Notice Supplement (as defined in the Circular) in the manner set out in **Appendix C** of the Circular; and
- (ii) the Manager, any Director and the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager, such Director or, as the case may be, the Trustee may consider expedient or necessary or in the interests of A-REIT to give effect to the Notice Supplement.

BY ORDER OF THE BOARD

Ascendas Funds Management (S) Limited  
(Company Registration No. 200201987K)  
As manager of Ascendas Real Estate Investment Trust

Mary Judith De Souza  
Company Secretary  
Singapore  
3 June 2010

#### Important Notice:

- (1) A Unitholder entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a Unitholder.
- (2) The instrument appointing a proxy must be lodged at the Unit Registrar's office at Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place #32-01, Singapore Land Tower, Singapore 048623 not less than 48 hours before the time appointed for the Extraordinary General Meeting.