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## **The Link Real Estate Investment Trust**

*(a collective investment scheme authorised under section 104  
of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong))*  
**(stock code: 823)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of the unitholders (the “**Unitholders**”) of The Link Real Estate Investment Trust (“**The Link REIT**”) will be held at Salon 5 and 6, JW Marriott Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Tuesday, 18 February 2014 at 10:00 a.m. for the purposes of considering and, if thought fit, passing with or without modifications, each of the following resolutions as a Special Resolution:

Words and expressions that are not expressly defined in this notice of extraordinary general meeting shall bear the same meaning as that defined in the circular dated 17 January 2014 of The Link REIT (the “**Circular**”).

### **SPECIAL RESOLUTIONS**

1. “**THAT:**

- (A) pursuant to Clause 20.2.7 of the trust deed constituting The Link REIT (the “**Trust Deed**”) and subject to the passing of Special Resolution no. 2 as set out in this notice, approval be and is hereby given for the Expanded Geographical Investment Scope as set out in the Circular, a copy of which marked A and signed by the chairman of meeting for identification purposes is presented to the meeting; and
- (B) The Link Management Limited (as manager of The Link REIT) (the “**Manager**”), any director of the Manager and the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager or the Trustee, as the case may be, may consider expedient or necessary or in the interests of The Link REIT to give effect to the matters resolved upon in sub-paragraph (A) of this resolution no. 1.”

2. **“THAT:**

- (A) subject to the passing of Special Resolution no. 1 as set out in this notice and pursuant to Clause 25.1 of the Trust Deed, approval be and is hereby given for the Investment Scope Trust Deed Amendments, as specifically set out in Part A of Appendix I to the Circular; and
- (B) the Manager, any director of the Manager and the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager or the Trustee, as the case may be, may consider expedient or necessary or in the interests of The Link REIT to give effect to the matters resolved upon in sub-paragraph (A) of this resolution no. 2.”

3. **“THAT:**

- (A) pursuant to Clause 25.1 of the Trust Deed, approval be and is hereby given for the Trust Deed amendments relating to The Link REIT’s authorised investments and related activities, as specifically set out in Part B of Appendix I to the Circular; and
- (B) the Manager, any director of the Manager and the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager or the Trustee, as the case may be, may consider expedient or necessary or in the interests of The Link REIT to give effect to the matters resolved upon in sub-paragraph (A) of this resolution no. 3.”

4. **“THAT:**

- (A) pursuant to Clause 25.1 of the Trust Deed, approval be and is hereby given for the Trust Deed amendments relating to The Link REIT’s issuance of units and/or convertible instruments to a connected person (as defined in the REIT Code) and other matters relating to issue of Units as specifically set out in Part C of Appendix I to the Circular; and
- (B) the Manager, any director of the Manager and the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager or the Trustee, as the case may be, may consider expedient or necessary or in the interests of The Link REIT to give effect to the matters resolved upon in sub-paragraph (A) of this resolution no. 4.”

5. **“THAT:**

- (A) pursuant to Clause 25.1 of the Trust Deed, approval be and is hereby given for the Trust Deed amendments relating to the Manager’s and the Trustee’s ability to borrow or raise money for The Link REIT, as specifically set out in Part D of Appendix I to the Circular; and
- (B) the Manager, any director of the Manager and the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager or the Trustee, as the case may be, may consider expedient or necessary or in the interests of The Link REIT to give effect to the matters resolved upon in sub-paragraph (A) of this resolution no. 5.”

6. **“THAT:**

- (A) pursuant to Clause 25.1 of the Trust Deed, approval be and is hereby given for the Trust Deed amendments relating to voting by a show of hands, as specifically set out in Part E of Appendix I to the Circular; and
- (B) the Manager, any director of the Manager and the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager or the Trustee, as the case may be, may consider expedient or necessary or in the interests of The Link REIT to give effect to the matters resolved upon in sub-paragraph (A) of this resolution no. 6.”

7. **“THAT:**

- (A) pursuant to Clause 25.1 of the Trust Deed, approval be and is hereby given for the Trust Deed amendments relating to other miscellaneous amendments, as specifically set out in Part F of Appendix I to the Circular; and
- (B) the Manager, any director of the Manager and the Trustee each be and is hereby severally authorised to complete and do or cause to be done all such acts and things (including without limitation executing such supplemental deed to the Trust Deed and all other documents as may be required) as the Manager, such director of the Manager

or the Trustee, as the case may be, may consider expedient or necessary or in the interests of The Link REIT to give effect to the matters resolved upon in sub-paragraph (A) of this resolution no. 7.”

By order of the board of directors of  
**The Link Management Limited**  
**(as manager of The Link Real Estate Investment Trust)**  
**Ricky CHAN Ming Tak**  
*Company Secretary*

Hong Kong, 17 January 2014

Notes:

- (a) For the purpose of ascertaining Unitholders’ right to attend the above extraordinary general meeting (“**EGM**”), the register of Unitholders will be closed from Thursday, 13 February 2014 to Tuesday, 18 February 2014, both days inclusive, during which period no transfer of units of The Link REIT (the “**Units**”) will be registered. In order to be eligible to attend and vote at the EGM, all transfer documents accompanied by the relevant unit certificates must be lodged with the unit registrar of The Link REIT, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 12 February 2014.
- (b) Any Unitholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on poll in his/her stead. A proxy need not be a Unitholder. If more than one proxy is appointed, the relevant proxy form(s) must specify the number of Units in respect of which each such proxy is appointed.
- (c) In the case of joint Unitholders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint Unitholders and for this purpose, seniority shall be determined by the order in which the names of the joint Unitholders stand in the register of Unitholders in respect of the relevant Unit.
- (d) In order to be valid, the instrument appointing a proxy, together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or other authority, if any, must be lodged with the unit registrar of The Link REIT, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjourned meeting thereof.
- (e) With regard to the proposed Special Resolutions nos. 2 to 7, please note that the Trust Deed is available in English only and the Chinese translation of any provisions of the Trust Deed provided in the Chinese versions of this notice and Appendix I to the Circular are for reference only. In case of any discrepancy, the English version shall prevail.
- (f) The voting of all the proposed resolutions at the EGM will be taken by poll.
- (g) As at the date of this notice, the board of directors of the Manager comprises Mr. Nicholas Robert SALLNOW-SMITH as the Chairman and also an Independent Non-Executive Director; Mr. George Kwok Lung HONGCHOY (Chief Executive Officer) and Mr. Andy CHEUNG Lee Ming (Chief Financial Officer) as Executive Directors; Mr. Ian Keith GRIFFITHS as Non-Executive Director; and Mr. William CHAN Chak Cheung, Mr. Anthony CHOW Wing Kin, Dr. Patrick FUNG Yuk Bun, Mr. Stanley KO Kam Chuen, Ms. May Siew Boi TAN, Mr. David Charles WATT, Professor Richard WONG Yue Chim and Ms. Elaine Carole YOUNG as Independent Non-Executive Directors.