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Spring Real Estate Investment Trust

春泉產業信託

(A Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong))

(Stock code: 01426)

Managed by

Spring Asset Management Limited

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of unitholders (the “**Unitholders**”) of Spring Real Estate Investment Trust (“**Spring REIT**”) will be held at Room 2401-2, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Thursday, 25 May 2017 at 4:00 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

ORDINARY 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 unitholder circular dated 21 March 2017 (the “**Circular**”).

“That:

- (a) the Lease CCTs as more particularly set out in the section headed “Lease CCTs” of the Circular respectively be and are hereby approved; and
- (b) the Manager, and any director of the Manager, each be and is hereby severally authorised to complete and do or cause to be done all such acts and things as the Manager or any director of the Manager, as the case may be, may consider expedient or necessary or in the interest of Spring REIT to give effect to the above approval.”

By Order of the Board
SPRING ASSET MANAGEMENT LIMITED
(as manager of Spring Real Estate Investment Trust)
Mr. Toshihiro Toyoshima
Chairman of the Manager

Hong Kong, 21 March 2017

Registered Office of the Manager:

Room 2801, 28/F, Man Yee Building
68 Des Voeux Road Central
Hong Kong

Notes:

- 1. Unless otherwise defined in this notice or the context requires otherwise, terms defined in the circular of Spring REIT dated 21 March 2017 to the Unitholders shall have the same meanings when used in this notice.
- 2. A Unitholder of Spring REIT entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a Unitholder of Spring REIT. A Unitholder who is the holder of two or more Units of Spring REIT may appoint no more than two proxies to represent him to attend and vote on his behalf. In case of a recognised clearing house (or its nominees(s) and in each case, being a corporation), it may authorise such persons as it thinks fit to act as its representatives at the meeting and vote in its stead.
- 3. A form of proxy for use in connection with the EGM is enclosed with this Circular. To be valid, the form of proxy, and (if required by the Board) the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority must be deposited at the branch unit registrar of Spring REIT in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, 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 adjournment thereof.

4. In the case of joint Unitholders, the vote of the Unitholder who is first-named on the register of Unitholders, whether tendered in person or by proxy, shall be acceptable 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 stand in the register of Unitholders.
5. For the purpose of determining eligibility of Unitholders to attend and vote at the meeting, the register of Unitholders of Spring REIT will be closed from 19 May 2017 to 25 May 2017, both days inclusive, during which period no transfer of units will be effected. In order to qualify to attend and vote at the meeting (or at any adjournment thereof), all transfers of units accompanied by the relevant unit certificates and the duly completed transfer forms must be lodged with the Unit Registrar no later than 4:00 p.m. on Thursday, 18 May 2017.
6. Completion and delivery of the form of proxy will not preclude a Unitholder of Spring REIT from attending and voting in person at the EGM or any adjournment thereof should such Unitholder so wishes, and in such event, the instrument appointing a proxy shall be deemed revoked.
7. The votes at the meeting will be taken by way of poll.
8. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.
9. As at the date of this notice, the executive Directors are Mr. Lau Jin Tin, Don, Mr. Nobumasa Saeki, and Mr. Leung Kwok Hoe, Kevin; the non-executive Directors are Mr. Toshihiro Toyoshima, and Mr. Hideya Ishino; and the independent nonexecutive Directors are Mr. Simon Murray, Mr. Liping Qiu, and Mr. Lam Yiu Kin.