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SpringREIT

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 of the unitholders (the “**Unitholders**”) of Spring Real Estate Investment Trust (“**Spring REIT**”) will be held at Room 2401-2, Admiralty Centre 1, 18 Harcourt Road, Hong Kong on 29 October 2018 at 4:30 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the resolution below.

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 26 September 2018 (the “**Circular**”).

ORDINARY RESOLUTIONS

1. “**THAT** approval (where relevant, shall include approval by way of ratification) be and is hereby given for the Acquisition and the transactions contemplated under the Share Purchase Deed (including but not limited to the issuance of Consideration Units and the Onshore Loan Transactions) as more particularly described in the Circular and on the terms and conditions set out in the Share Purchase Deed (as more fully described in the Circular);

AND THAT authorisation be granted to the Manager, any director of the Manager, the Purchaser and any authorised signatory of the Purchaser to complete and to do all such acts and things (including executing all such documents as may be required) as the Manager, such director of the Manager, the Purchaser or such authorised signatory of the Purchaser, as the case may be, may consider expedient or necessary or in the interest of Spring REIT to give effect to all matters in relation to the Acquisition and the issuance of Consideration Units generally.”

2. “**THAT**, conditional upon Ordinary Resolution no. 1 above being passed, the Guohua CCTs Waiver and the Annual Caps as more fully described in the Circular be and are hereby approved;

AND THAT 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 all matters in relation to the Guohua CCTs Waiver and the Annual Caps generally.”

By order of the board of Directors of
Spring Asset Management Limited
(as manager of Spring Real Estate Investment Trust)
Mr. Toshihiro Toyoshima
Chairman of the Manager

Hong Kong, 26 September 2018

Registered Office:

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

Notes:

- (a) A Unitholder is entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and, on a poll, vote in his/her stead. The person appointed to act as a proxy need not be a Unitholder.
- (b) In order to be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the registered office of the Unit Registrar, 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 fixed for holding the meeting or any adjournment thereof. Completion and return of the proxy will not preclude you from attending and voting in person should you so wish. In the event that you attend the meeting or adjourned meeting (as the case may be) after having lodged a form of proxy, the form of proxy will be deemed to have been revoked.

- (c) Where there are joint registered Unitholders of a unit, any one of such Unitholders may vote at the meeting either personally or by proxy in respect of such unit as if he/she were solely entitled thereto, but if more than one of such Unitholders is present at the meeting personally or by proxy, that one of such Unitholders so present whose name stands first on the Register of Unitholders in respect of such unit shall alone be entitled to vote in respect thereof.
- (d) In order to determine which Unitholders will qualify to attend and vote at the EGM, the Register of Unitholders will be closed from 24 October 2018 to 29 October 2018, both days inclusive, during which period no transfer of units will be registered. For those Unitholders who are not on the Register of Unitholders, in order to be qualified to attend and vote at the EGM, all unit certificates accompanied by the duly completed transfer forms must be lodged with the 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, for registration not later than 4:30 p.m. on 23 October 2018.

As at the date of this announcement, the Board comprises:

Non-executive Directors:

*Mr. Toshihiro Toyoshima (Chairman) and
Mr. Hideya Ishino*

Executive Directors:

*Mr. Leung Kwok Hoe, Kevin and
Mr. Nobumasa Saeki*

Independent Non-executive Directors:

*Mr. Simon Murray, Mr. Qiu Liping and
Mr. Lam Yiu Kin*