



## AMANAH HARTA TANAH PNB

(a real estate investment trust constituted under the laws of Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting (“**EGM**”) of unit holders of Amanah Harta Tanah PNB (“**AHP**”) will be held at Level 4, PNB Perdana Hotel & Suites on the Park, 10, Jalan Binjai, 50450 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur on Tuesday, 12 November 2019 at 11.00 a.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, to pass the following Majority Resolutions, with or without any modifications:

#### MAJORITY RESOLUTION 1

##### PROPOSED AMENDMENT 1

“**THAT** subject to the approvals being obtained from all relevant authorities and/or parties, where required, approval be and is hereby given to the Manager, Pelaburan Hartanah Nasional Berhad (“**REIT Manager**”) to adopt Proposed Amendment 1 as set out in Section 2 of the Circular dated 21 October 2019 and to modify the First Restated Deed dated 13 August 2015 constituting AHP (“**Deed**”) by amending the existing Clause 36(2)(b)(ii) and including a new sub-Clause 5(A) after Clause 36(5) of the Deed by way of a supplementary deed (“**First Supplemental Deed**”) to align the Deed with Appendix 4A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad updated up to 3 June 2019 **AND THAT** the provisions on the Proposed Amendment 1 will be effective from the date of registration of the First Supplemental Deed with the Securities Commission Malaysia (“**SC**”);

**AND THAT** the board of directors of the REIT Manager (“**Board**”) and AmanahRaya Trustees Berhad, the Trustee of AHP (“**Trustee**”) acting for and on behalf of AHP, be and are hereby authorised and empowered to take all acts and things and to execute all necessary documents, to give full effect and to complete Proposed Amendment 1 with full power to assent to or make any modifications, variations and/or amendments as may be required, or imposed by the relevant authorities or as may be deemed necessary by the Board and to take all steps and actions as may be required by the relevant authorities and as the Board may deem necessary and expedient to finalise, implement and give full effect to complete Proposed Amendment 1.”

#### MAJORITY RESOLUTION 2

##### PROPOSED AMENDMENT 2

“**THAT** subject to the approvals being obtained from all relevant authorities and/or parties, where required, approval be and is hereby given to the REIT Manager to adopt Proposed Amendment 2 as set out in Section 2 of the Circular dated 21 October 2019 and to delete in its entirety and substitute Clause 47 of the Deed by way of the First Supplemental Deed to align the provisions in the Deed with Section 295(4) of the Capital Markets and Services Act 2007 **AND THAT** the provisions on the Proposed Amendment 2 will be effective from the date of registration of the First Supplemental Deed with the SC;

**AND THAT** the Board and the Trustee acting for and on behalf of AHP, be and are hereby authorised and empowered to take all acts and things and to execute all necessary documents, to give full effect and to complete Proposed Amendment 2 with full power to assent to or make any modifications, variations and/or amendments as may be required, or imposed by the relevant authorities or as may be deemed necessary by the Board and to take all steps and actions as may be required by the relevant authorities and as the Board may deem necessary and expedient to finalise, implement and give full effect to complete Proposed Amendment 2.”

#### BY ORDER OF THE BOARD

**Pelaburan Hartanah Nasional Berhad (Company No: 175967-W)**  
**(as the Manager of Amanah Harta Tanah PNB)**

**Adibah Khairiah binti Ismail @ Daud (MIA 13755)**

Company Secretary  
Kuala Lumpur

Dated : 21 October 2019

#### Notes:-

1. A Unit Holder who is entitled to attend the meeting is entitled to appoint up to two (2) proxies to attend instead of him. Where a Unit Holder intends to appoint two proxies, the appointment shall be invalid unless the Unit Holder specifies the proportions of his holdings to be represented by each proxy.
2. Where a Unit Holder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint a proxy in respect of each securities account it holds in units standing to the credit of the said securities account.
3. The instrument appointing a proxy shall be in writing under the hand of the appointer or of its attorney duly authorised in writing or if such appointer is a corporation either under its common seal or under the hand of an officer or attorney so authorised.
4. The instrument appointing proxy shall be deposited at the office of the appointed registrar of AHP, Boardroom Share Registrars Sdn Bhd (formerly known as Symphony Share Registrars Sdn Bhd) at 11th Floor, Menara Symphony, No.5, Jalan Semangat (Jalan Professor Khoo Kay Kim), Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof.
5. Only Unit Holders whose names appear in the Record of Depositors as at 6 November 2019 shall be entitled to attend and speak at the Meeting or appoint proxy(ies) to attend on his behalf.