

The Securities and Futures Commission of Hong Kong, Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



FORTUNE 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: 778)

Managed by



ARA Asset Management (Fortune) Limited

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING of the Unitholders (the "**Unitholders**") of Fortune Real Estate Investment Trust ("**Fortune REIT**") will be held at 24th Floor, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Friday, 10 January 2020 at 10:00 a.m. (the "**EGM**") for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

EXTRAORDINARY RESOLUTIONS

Words and expressions that are not expressly defined in this notice of EGM shall bear the same meaning as that defined in the unitholder circular dated 16 December 2019 (the "**Circular**").

1. Extraordinary Resolution No. 1

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to the provisions applicable to Singapore Property Funds as set out in Section 1 of Appendix A to the Circular; and

- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 1.

2. Extraordinary Resolution No. 2

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to the calculation of the General Mandate Threshold for non-pro rata issue of Units as set out in Section 2 of Appendix A to the Circular; and
- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 2.

3. Extraordinary Resolution No. 3

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to the insurance of Investments as set out in Section 3 of Appendix A to the Circular; and
- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 3.

4. Extraordinary Resolution No. 4

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the Trustee's Additional Fee and the proposed Trust Deed Amendments relating to the Trustee's Additional Fee as set out in Section 4 of Appendix A to the Circular; and
- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 4.

5. Extraordinary Resolution No. 5

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to the Manager's duties as set out in Section 5 of Appendix A to the Circular; and
- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 5.

6. Extraordinary Resolution No. 6

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to the removal of the Manager as set out in Section 6 of Appendix A to the Circular; and

- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 6.

7. Extraordinary Resolution No. 7

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to advertisements as set out in Section 7 of Appendix A to the Circular; and
- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 7.

8. Extraordinary Resolution No. 8

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to the termination of Fortune REIT as set out in Section 8 of Appendix A to the Circular; and
- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 8.

9. Extraordinary Resolution No. 9

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to voting at general meetings as set out in Section 9 of Appendix A to the Circular; and
- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 9.

10. Extraordinary Resolution No. 10

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to the maximum number of proxies as set out in Section 10 of Appendix A to the Circular; and
- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 10.

11. Extraordinary Resolution No. 11

- a. Pursuant to Clause 28 of the Trust Deed, approval be and is hereby given for the proposed Trust Deed Amendments relating to the conflicting provision as set out in Section 11 of Appendix A to the Circular; and

- b. the Manager, any director of the Manager, the Trustee and any authorised signatory of 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 amending and restating Trust Deed and all other documents as may be required) as the Manager, such director of the Manager, the Trustee or such authorised signatory of the Trustee, as the case may be, may consider expedient or necessary or in the interest of Fortune REIT to give effect to the matters resolved upon in sub-paragraph (a) of this resolution no. 11.

By order of the board of directors of
ARA Asset Management (Fortune) Limited
(in its capacity as manager of Fortune Real Estate Investment Trust)
Chiu Yu, Justina
Chief Executive Officer

Hong Kong, 16 December 2019

Singapore registered address:

5 Temasek Boulevard
#12-01 Suntec Tower Five
Singapore 038985

Hong Kong office:

Unit 901, Fortune Metropolis
6 Metropolis Drive, Hung Hom
Hong Kong

Notes:

1. The Register of Unitholders will be closed from Tuesday, 7 January 2020 to Friday, 10 January 2020, both days inclusive, to determine which Unitholders will qualify to attend and vote at the EGM, during which period no transfers of Units will be effected. For those Unitholders who are not already on the Register of Unitholders, in order to qualify to attend and vote at the meeting convened by the above notice, all Unit certificates accompanied by the duly completed transfers must be lodged with the unit registrar of Fortune REIT, Computershare Hong Kong Investor Services Limited at shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration by 4:30 p.m. on Monday, 6 January 2020.

2. A Unitholder entitled to attend and vote at the meeting convened by the above notice 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 to be a Unitholder.
3. 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 unit registrar of Fortune 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 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.
4. 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 of Fortune REIT in respect of such Unit shall alone be entitled to vote in respect thereof.
5. Personal data privacy: By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a Unitholder (i) consents to the collection, use and disclosure of the Unitholder's personal data by the Manager and the Trustee (or their agents) for the purpose of the processing and administration by the Manager and the Trustee (or their agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Manager and the Trustee (or their agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the Unitholder discloses the personal data of the Unitholder's proxy(ies) and/or representative(s) to the Manager and the Trustee (or their agents), the Unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Manager and the Trustee (or their agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the Unitholder will indemnify the Manager and the Trustee in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Unitholder's breach of warranty.

The Directors of the Manager as at the date of this announcement are Mr. Chui Sing Loi (alias Tsui Sing Loi) as Chairman and Independent Non-executive Director; Dr. Chiu Kwok Hung, Justin, Mr. Lim Hwee Chiang, Ms. Yeung, Eirene and Mr. Ma Lai Chee, Gerald as Non-executive Directors; Ms. Chiu Yu, Justina as Executive Director; Ms. Cheng Ai Phing, Ms. Yeo Annie (alias Yeo May Ann) and Ms. Koh Poh Wah as Independent Non-executive Directors.