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*(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: 00405)**

**Managed by**



## **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting of the unitholders of Yuexiu Real Estate Investment Trust (“**Yuexiu REIT**”) will be held at Plaza 3 & 4, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Wednesday, 17 May 2017 at 10:30 a.m. for the following purposes:

1. To note the audited consolidated financial statements of Yuexiu REIT together with the Auditors’ Report for the year ended 31 December 2016.
2. To note the appointment of Auditors of Yuexiu REIT and the fixing of their remuneration.
3. To consider and, if thought fit, pass each of the following resolutions as an Ordinary Resolution:
  - A. That unitholder approval (where relevant, shall include approval by way of ratification) by Ordinary Resolution for: (i) the re-election of Mr. Chen Xiaou as an independent non-executive Director of the Manager and a member of the Finance and Investment Committee; and (ii) authorisation be granted to the Manager, any director of the Manager and the Trustee and any authorised signatory of the Trustee to do all such acts and things (including executing all such documents as may be required) as the Manager, or such director of the Manager may consider expedient or necessary or in the interests of Yuexiu REIT to give effect to all matters resolved upon in this resolution.
  - B. That unitholder approval (where relevant, shall include approval by way of ratification) by Ordinary Resolution for: (i) the re-election of Mr. Chan Chi Fai, Brian as an independent non-executive Director, the chairman of the Audit Committee, a member of the Finance and Investment Committee and the Remuneration and

Nomination Committee of the Manager; and (ii) authorisation be granted to the Manager, any director of the Manager and the Trustee and any authorised signatory of the Trustee to do all such acts and things (including executing all such documents as may be required) as the Manager, or such director of the Manager may consider expedient or necessary or in the interests of Yuexiu REIT to give effect to all matters resolved upon in this resolution.

Words and expressions that are not expressly defined in this notice of annual general meeting shall bear the same meaning as that defined in the unitholder circular dated 12 April 2017.

Yours faithfully,  
By order of the board of Directors of  
**Yuexiu REIT Asset Management Limited**  
(as manager of Yuexiu Real Estate Investment Trust)  
**YU Tat Fung**  
*Company Secretary*

Hong Kong, 12 April 2017

*Notes:*

- (a) A unitholder of Yuexiu REIT (“**Unitholder**”) entitled to attend and vote at the annual general meeting of Yuexiu REIT 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 of Yuexiu REIT, Tricor Investor Services Limited of Level 22, Hopewell Centre, 183 Queen’s Road East, 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) The Register of Unitholders will be closed from Friday, 12 May 2017 to Wednesday, 17 May 2017, 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 annual general meeting of Yuexiu REIT, all unit certificates accompanied by the duly completed transfers must be lodged with the unit registrar of Yuexiu REIT, Tricor Investor Services Limited of Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, for registration not later than 4:30 p.m. on Thursday, 11 May 2017.

*As at the date of this notice, the board of Directors of the Manager is comprised as follows:*

*Executive Directors:*

*Mr. Lin Deliang and Mr. Cheng Jiuzhou*

*Non-executive Directors:*

*Mr. Lin Zhaoyuan (Chairman) and Mr. Li Feng*

*Independent Non-executive Directors:*

*Mr. Chan Chi On, Derek, Mr. Chan Chi Fai, Brian, Mr. Cheung Yuk Tong and Mr. Chen Xiaouu.*