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SUNLIGHT REIT

Sunlight Real Estate Investment Trust

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

(Stock Code : 435)

Managed by Henderson Sunlight Asset Management Limited

恒基陽光資產管理有限公司

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of the unitholders (“Unitholders”) of Sunlight Real Estate Investment Trust (“Sunlight REIT”) will be held at The Ballroom, 18th Floor, The Mira Hong Kong, 118 Nathan Road, Tsim Sha Tsui, Kowloon, Hong Kong on Wednesday, 29 May 2024 at 10:45 a.m. (or if later, immediately after the conclusion or the adjournment of the annual general meeting of Unitholders convened for the same place and day) for considering and, if thought fit, passing, with or without modifications, the following resolution as an ordinary resolution :

ORDINARY RESOLUTION

“**THAT :**

- (a) the Property Management Transactions (as defined and described in the Circular, and for identification purpose, a copy of each of the Sixth Supplemental Agreement, the Renewed Master Services Agreement and the Connected Deeds of Mutual Covenant has been produced to this meeting and marked “*” and signed by the chairman of the EGM), and the New Caps (as defined and described in the Circular) be and are hereby approved, confirmed and ratified; and
- (b) the Manager, any director of the Manager and the Trustee and any duly authorized officer of the Trustee each be and is hereby authorized to do and procure to be done all such acts and things (including executing all such documents as may be required) as the Manager, such director of the Manager or the Trustee (as the case may be) may consider desirable, expedient, necessary or in the interests of Sunlight REIT to implement or give effect to the matters resolved upon in paragraph (a) above.”

By order of the Board
HENDERSON SUNLIGHT ASSET MANAGEMENT LIMITED

恒基陽光資產管理有限公司

(as manager of Sunlight Real Estate Investment Trust)

CHUNG Siu Wah

Company Secretary

Hong Kong, 7 May 2024

Notes :

- (a) Unless otherwise defined in this notice or the context requires otherwise, terms defined in the circular of Sunlight REIT dated 7 May 2024 to Unitholders (the “Circular”) shall have the same meanings when used in this notice.
 - (b) Pursuant to the Trust Deed, any Unitholder is entitled to appoint proxy to attend and vote in his/her stead at the meeting (or any adjournment or postponement thereof), but the number of proxies appointed by any Unitholder (other than HKSCC Nominees Limited or a recognized clearing house within the meaning of the Securities and Futures Ordinance) shall not exceed two. A proxy need not be a Unitholder.
 - (c) 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 returned to the unit registrar of Sunlight REIT, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (the “Unit Registrar”) as soon as possible but in any events not less than 48 hours before the time appointed for holding of the EGM, or any adjourned or postponed meeting (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting (or any adjournment or postponement thereof) or at the poll concerned should you so wish. In the event that you attend the meeting or adjourned or postponed meeting (as the case may be) after having lodged a form of proxy, the form of proxy will be deemed to have been revoked.
 - (d) In the case of joint Unitholders, the vote of 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 other joint Unitholders. For this purpose, seniority shall be determined by the order in which the names stand in the register of Unitholders.
 - (e) For the purpose of determining entitlements to attend and vote at the meeting (or any adjournment or postponement thereof), the register of Unitholders will be closed from Friday, 24 May 2024 to Wednesday, 29 May 2024, both days inclusive, during which period no transfer of Units will be effected. In order to be eligible to attend and vote at the meeting (or any adjournment or postponement thereof), all transfer documents accompanied by the relevant unit certificates must be lodged for registration with the Unit Registrar no later than 4:30 p.m. on Thursday, 23 May 2024.
 - (f) The voting of the resolutions proposed at the meeting as set out in this notice shall be taken by way of a poll.
 - (g) If a Typhoon Signal No. 8 (or above), or ‘extreme conditions caused by a super typhoon’, or a Black Rainstorm Warning Signal is in force at or at any time after 7:00 a.m. on the date of the meeting, the meeting will be rescheduled. The Manager will publish an announcement on the websites of Sunlight REIT at www.sunlightreit.com and HKEXnews at www.hkexnews.hk to notify Unitholders of the arrangement on the rescheduled meeting.
- The EGM will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Unitholders should decide on their own whether they would attend the meeting under bad weather conditions bearing in mind their own situation.
- (h) Please indicate in advance, not less than one week before the time appointed for holding the meeting, if Unitholders, because of disabilities, need special arrangements to participate in the meeting. Any such request should be made in writing to the Unit Registrar by post or by email at Sunlightreit-ecom@hk.tricorglobal.com. The Manager will endeavour to make the necessary arrangements unless there is unjustifiable hardship in arranging for them.
 - (i) The translation of this notice into Chinese language is for reference only. In case of any inconsistency, the English version of this notice shall prevail.

At the date of this notice, the board of directors of the Manager comprises : (1) Chairman and Non-Executive Director : Mr. AU Siu Kee, Alexander; (2) Chief Executive Officer and Executive Director : Mr. WU Shiu Kee, Keith; (3) Non-Executive Director : Mr. KWOK Ping Ho; and (4) Independent Non-Executive Directors : Mr. KWAN Kai Cheong, Dr. TSE Kwok Sang, Mr. KWOK Tun Ho, Chester and Ms. Helen ZEE.