

NOTICE OF ANNUAL GENERAL MEETING



(a real estate investment trust constituted on 1 November 2013 under the laws of the Republic of Singapore (as amended))

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM”) of the holders of units of IREIT Global (“IREIT”, and the holders of units of IREIT, “Unitholders”) will be held at Suntec Singapore Convention & Exhibition Centre, Level 3, Meeting Rooms 324-325, 1 Raffles Boulevard, Singapore 039593 on Thursday, 25 April 2024 at 10.00 a.m. (Singapore Time) to transact the following business:

AS ORDINARY BUSINESS

1. To receive and adopt the Report of DBS Trustee Limited, as trustee of IREIT (the “Trustee”), the Statement by IREIT Global Group Pte. Ltd., as manager of IREIT (the “Manager”) and the Audited Financial Statements of IREIT for the financial year ended 31 December 2023 together with the Auditor’s Report thereon.

(Ordinary Resolution 1)
2. To re-appoint Deloitte & Touche LLP as Independent Auditors of IREIT and to hold office until the conclusion of the next AGM of IREIT and to authorise the Manager to fix their remuneration.

(Ordinary Resolution 2)

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions, with or without any modifications:

3. That authority be and is hereby given to the Manager, to:
 - (a)
 - (i) issue units in IREIT (“Units”) whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, “Instruments”) that might or would require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) securities, warrants, debentures or other instruments convertible into Units,at any time and upon such terms and conditions and for such purposes and to such persons as the Manager may in its absolute discretion deem fit; and
 - (b) issue Units in pursuance of any Instruments made or granted by the Manager while this Resolution was in force (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time such Units are issued),

provided that:

- (1) the aggregate number of Units to be issued pursuant to this Resolution (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed fifty per cent (50%) of the total number of issued Units (excluding treasury Units, if any) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Units to be issued other than on a *pro rata* basis to Unitholders (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed twenty per cent (20%) of the total number of issued Units (excluding treasury Units, if any) (as calculated in accordance with sub-paragraph (2) below);

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- (2) subject to such manner of calculation as may be prescribed by Singapore Exchange Securities Trading Limited (the "SGX-ST") for the purpose of determining the aggregate number of Units that may be issued under subparagraph (1) above, the total number of issued Units (excluding treasury Units, if any) shall be based on the number of issued Units (excluding treasury Units, if any) at the time of the passing of this Resolution, after adjusting for:
- (a) any new Units arising from the conversion or exercise of any Instruments which are outstanding at the time this Resolution is passed; and
 - (b) any subsequent bonus issue, consolidation or subdivision of Units;
- (3) in exercising the authority conferred by this Resolution, the Manager shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the trust deed constituting IREIT (as amended, varied and/or supplemented) (the "Trust Deed") for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore);
- (4) unless revoked or varied by Unitholders in a general meeting of IREIT, the authority conferred by this Resolution shall continue in force until (i) the conclusion of the next AGM of IREIT or (ii) the date by which the next AGM of IREIT is required by the applicable laws and regulations or the Trust Deed to be held, whichever is earlier;
- (5) where the terms of the issue of the Instruments provide for adjustment to the number of Instruments or Units into which the Instruments may be converted in the event of rights, bonus or other capitalisation issues or any other events, the Manager is authorised to issue additional Instruments or Units pursuant to such adjustment notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the Instruments or Units are issued; and
- (6) the Manager and the Trustee, be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager or, as the case may be, the Trustee may consider expedient or necessary or in the interest of IREIT to give effect to the authority conferred by this Resolution.

(Ordinary Resolution 3)

(Please see Explanatory Note)

BY ORDER OF THE BOARD
IREIT GLOBAL GROUP PTE. LTD.
(Company Registration No. 201331623K)
As manager of IREIT Global

Siau Kuei Lian
Company Secretary

Singapore
2 April 2024

Important Notice:

1. The AGM is being convened, and will be held in a **wholly physical format** at Suntec Singapore Convention & Exhibition Centre, Level 3, Meeting Rooms 324-325, 1 Raffles Boulevard, Singapore 039593 on **Thursday, 25 April 2024 at 10.00 a.m. (Singapore Time)**. There will be **no option to participate virtually**.

Printed copies of this Notice will be sent to Unitholders. This Notice will also be made available via publication on the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements> and on IREIT's website at the URL <https://www.ireitglobal.com/>.

2. Unitholders, including CPF/SRS investors, and (where applicable) their duly appointed proxy(ies) will be able to attend the AGM in person. They will first need to register personally at the registration counter(s) outside the AGM venue on the day of the event, and should bring along their NRIC/passport to enable the Manager to verify their identity for entry to, and (where applicable) be provided with a handheld device for electronic voting at, the AGM.

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Registration will commence at **9.30 a.m. on Thursday, 25 April 2024**. Unitholders are advised not to attend the AGM if they are feeling unwell.

3. A Unitholder who is not a relevant intermediary entitled to attend, speak and vote at the AGM is entitled to appoint not more than two proxies to attend, speak and vote in the Unitholder's stead. A proxy need not be a Unitholder.
4. Where a Unitholder appoints more than one proxy, the appointments shall be invalid unless the Unitholder specifies in the proxy form the proportion of the Unitholder's holdings (expressed as a percentage of the whole) to be represented by each proxy.
5. A Unitholder who is a relevant intermediary entitled to attend, speak and vote at the AGM is entitled to appoint more than two proxies to attend, speak and vote instead of the Unitholder, but each proxy must be appointed to exercise the rights attached to a different Unit or Units held by such Unitholder. Where such Unitholder appoints more than one proxy, the appointments shall be invalid unless the Unitholder specifies the number of Units in relation to which each proxy has been appointed.

"relevant intermediary" means:

- (a) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity;
 - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds Units in that capacity; or
 - (c) the Central Provident Fund Board ("**CPF Board**") established by the Central Provident Fund Act 1953 of Singapore, in respect of Units purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
6. Unitholders, including CPF/SRS investors, may submit questions related to the resolutions to be tabled for approval at the AGM in advance of, or live at, the AGM. In order for Unitholders to submit questions in advance of the AGM, the questions must be submitted in the following manner by 10.00 a.m. on Tuesday, 16 April 2024 (Singapore Time):
 - (a) If submitted by post, be deposited at the registered office of the Manager at 1 Wallich Street #15-03 Guoco Tower Singapore 078881; or
 - (b) if submitted electronically, be submitted via email to IREIT's Unit Registrar at IREITGlobalAGM2024@boardroomlimited.com.

Unitholders, including CPF/SRS investors, who submit questions via post or email must provide the following information for authentication: (a) the Unitholder's full name; (b) the Unitholder's address, contact number and email; and (c) the manner in which the Unitholder holds the Units (e.g., via CDP, CPF or SRS).

All questions submitted in advance of the AGM via any of the above channels must reach the Manager by 10.00 a.m. on Tuesday, 16 April 2024, in order for the Manager to provide its responses to such questions by Thursday, 18 April 2024. This will give Unitholders ample time and opportunity to consider the Manager's responses before the deadline for the submission of the proxy form for the AGM ("**Proxy Form**") by 10.00 a.m. on Tuesday, 23 April 2024.

The Manager will endeavour to address all substantial and relevant questions (which are related to the resolutions to be tabled for approval at the AGM) submitted in advance of the AGM and received by 10.00 a.m. on Tuesday, 16 April 2024 (Singapore Time), by Thursday, 18 April 2024. This will give Unitholders ample time and opportunity to consider the Manager's responses before the deadline for the submission of Proxy Forms by 10.00 a.m. on Tuesday, 23 April 2024 (Singapore Time). The Manager will publish the responses to those questions which the Manager will not be addressing during the AGM, on the SGX-ST website and on IREIT's website prior to the AGM. Where substantially similar questions are received, the Manager will consolidate such questions and consequently not all questions may be individually addressed. Questions which are received by the Manager after 10.00 a.m. on Tuesday, 16 April 2024 will be consolidated and addressed at the AGM itself. Unitholders, including CPF/SRS investors, and, where applicable, their duly appointed proxy(ies) may also ask questions at the AGM.

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The Manager will publish the minutes of the AGM within one month after the AGM on the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements> and on IREIT's website at the URL <https://www.ireitglobal.com/>, and the minutes will include the responses to the substantial and relevant questions from Unitholders which are addressed during the AGM.

7. Unitholders can vote at the AGM themselves or through their duly appointed proxy(ies).

Upon their registration at the AGM venue, Unitholders, including CPF/SRS investors, or where applicable, their duly appointed proxy(ies), will be provided with a handheld device for electronic voting at the AGM.

As an alternative to the above, Unitholders may also vote at the AGM by appointing the Chairman of the AGM as their proxy to vote on their behalf. Please refer to paragraph 8 below for the manner of submission of the Proxy Form.

8. Unitholders who wish to submit an instrument of proxy for his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM must do so in accordance with the instructions on the Proxy Form. The Proxy Form may be downloaded from the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements> and from IREIT's website at the URL <https://www.ireitglobal.com/>. For convenience, printed copies of the Proxy Form will also be sent by post to Unitholders. Additional printed copies of the Proxy Form, if required, can be requested from IREIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., by calling +65 6536 5355 (during office hours) or via email at IREITGlobalAGM2024@boardroomlimited.com. Requests for printed copies of the Proxy Form should be made by Wednesday, 17 April 2024.

The Proxy Form must be submitted to the Manager c/o IREIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., in the following manner:

- (a) if submitted by post, be lodged at the registered office of IREIT's Unit Registrar at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
- (b) if submitted electronically, be submitted via email to IREIT's Unit Registrar at IREITGlobalAGM2024@boardroomlimited.com,

in either case, not later than **10.00 a.m. (Singapore Time) on Tuesday, 23 April 2024**, being not less than 48 hours before the time fixed for the AGM.

Completion and submission of an instrument appointing a proxy(ies) by a Unitholder will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of a proxy(ies) for the AGM shall be deemed to be revoked if the Unitholder attends the AGM, and in such event, the Manager reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.

9. Unitholders who hold their Units through a relevant intermediary, other than CPF/SRS investors, and who wish to participate in the AGM by:
- (a) attending the AGM in person;
 - (b) submitting questions to the Chairman of the AGM in advance of, or at, the AGM; and/or
 - (c) voting at the AGM (i) themselves; or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf,

should approach their respective relevant intermediary through which they hold such Units as soon as possible in order to make the necessary arrangements for them to participate in the AGM.

CPF and SRS investors who wish to vote at the AGM should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 10.00 a.m. (Singapore Time) on Monday, 15 April 2024, being seven working days before the date of the AGM.

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10. The annual report for the financial year ended 31 December 2023 (“**Annual Report**”) may be viewed and downloaded from the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements> and from IREIT’s website at the URL <https://www.ireitglobal.com/>. Printed copies of the Annual Report will not be sent to Unitholders.

Printed copies of the request form will be sent to Unitholders for Unitholders to request for a printed copy of the Annual Report (the “**Request Form**”). Requests for a physical copy of the Annual Report should be made by submitting the Request Form to IREIT’s Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., in the following manner:

- (a) if submitted by post, be lodged at the registered office of IREIT’s Unit Registrar at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
- (b) if submitted electronically, be submitted via email to IREIT’s Unit Registrar at IREITGlobalAGM2024@boardroomlimited.com,

in either case, by no later than Wednesday, 17 April 2024.

11. The Manager may be required to change the arrangements for the AGM at short notice. Unitholders should check IREIT’s website at the URL <https://www.ireitglobal.com/> for the latest updates on the status of the AGM.
12. Any reference to a time of day is made by reference to Singapore time.

EXPLANATORY NOTE:

Ordinary Resolution 3

Ordinary Resolution 3 above, if passed, will empower the Manager from the date of this AGM until (i) the conclusion of the next AGM of IREIT, (ii) the date by which the next AGM of IREIT is required by the applicable laws and regulations or the Trust Deed to be held, or (iii) such authority is varied or revoked by the Unitholders in a general meeting of IREIT, whichever is the earliest, to issue Units, make or grant Instruments and to issue Units pursuant to such Instruments, up to a number not exceeding fifty per cent (50%) of the total number of issued Units (excluding treasury Units, if any), of which up to twenty per cent (20%) may be issued other than on a *pro rata* basis to Unitholders (excluding treasury Units, if any).

For the purpose of determining the aggregate number of Units that may be issued, the percentage of issued Units will be calculated based on the total number of issued Units (excluding treasury Units, if any) at the time this Ordinary Resolution 3 above is passed, after adjusting for (a) new Units arising from the conversion or exercise of any Instruments which were issued and outstanding or subsisting at the time of the passing of this Ordinary Resolution 3 and (b) any subsequent bonus issue, consolidation or subdivision of Units.

Fund raising by issuance of new Units may be required in instances of property acquisition or debt repayments. In any event, if the approval of Unitholders is required under the Listing Manual of the SGX-ST and the Trust Deed or any applicable laws and regulations in such instances, the Manager will then obtain the approval of Unitholders accordingly.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof and/or submitting any question to the Chairman of the AGM in advance of the AGM in accordance with this Notice of AGM, 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 or service providers) for the purpose of the processing and administration by the Manager and the Trustee (or their agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Manager and the Trustee (or their agents or service providers) 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 or service providers), 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 or service providers) 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 (or their agents or service providers) in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Unitholder’s breach of warranty.

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