



AL-AQAR HEALTHCARE REIT

(established in Malaysia under the deed dated 27 June 2006 and as amended by the supplementary deed dated 14 May 2009, 27 January 2011 and 9 November 2011, amended and restated by the Restated Deed dated 31 July 2013 and further amended and restated by the Second Restated Deed dated 25 November 2019, entered into between Damansara REIT Managers Sdn Berhad and AmanahRaya Trustees Berhad, both companies incorporated in Malaysia under the laws of Malaysia and the persons who are for the time being registered as holders of the units in Al-Aqar Healthcare REIT)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“EGM”) of the holders of units of Al-Aqar Healthcare REIT (“Al-Aqar”) (“Unitholders”) will be held on a fully virtual basis at the Broadcast Venue: Unit 1-19-02, Block 1, V Square, Jalan Utara, 46200 Petaling Jaya, Selangor, on Thursday, 10 June 2021, at 11:00 a.m. to transact the following businesses:

ORDINARY RESOLUTION 1

PROPOSED LEASE RENEWAL

“THAT approval be and is hereby given to AmanahRaya Trustees Berhad being the trustee for and on behalf of Al-Aqar Healthcare REIT (“Al-Aqar”) (“Trustee” or “Lessor”) and Damansara REIT Managers Sdn Berhad, being the manager of Al-Aqar (“Manager”) to enter into the renewal lease agreements with the following subsidiaries of KPJ Healthcare Berhad (“Subsidiaries”) to renew the lease of the properties held by the Lessor including the Lessor’s fixtures and fittings (as described in the circular to unitholders dated 24 May 2021) in relation to the following hospitals:-

Subsidiaries	Hospital
(i) Ampang Puteri Specialist Hospital Sdn Bhd	KPJ Ampang Puteri Specialist Hospital
(ii) Rawang Specialist Hospital Sdn Bhd	KPJ Damansara Specialist Hospital
(iii) Ipoh Specialist Hospital Sdn Bhd	KPJ Ipoh Specialist Hospital
(iv) Johor Specialist Hospital Sdn Bhd	KPJ Johor Specialist Hospital
(v) Pasir Gudang Specialist Hospital Sdn Bhd	KPJ Puteri Specialist Hospital
(vi) Selangor Specialist Hospital Sdn Bhd	KPJ Selangor Specialist Hospital

AND THAT the Directors of the Manager and the Trustee be and are hereby authorised to do all such acts and things and enter into any arrangements, guarantees, agreements and/or undertakings and, sign, execute and deliver all documents as they deem necessary or expedient in order to implement, finalise and/or give full effect to and complete the Proposed Lease Renewal with full powers to assent to any terms, conditions, modifications, variations and/or amendments as the Directors of the Manager and the Trustee may deem fit, necessary and/or expedient in the interest of Al-Aqar or as may be imposed by any relevant authority or consequent upon the implementation of the said conditions, modifications, variations and/or amendments to implement, finalise and/or give full effect to and complete the Proposed Lease Renewal.”

**By Order of the Board,
DAMANSARA REIT MANAGERS SDN BERHAD
(as Manager of Al-Aqar Healthcare REIT)**

**NURALIZA BINTI A. RAHMAN (MAICSA 7067934)
ROHAYA BINTI JAAFAR (LS 0008376)
Company Secretaries
Johor Bahru**

Dated: 24 May 2021

Notes:-

1. A Unitholder shall be entitled to attend and vote at this EGM, and shall be entitled to appoint another person (whether a Unitholder or not) as its proxy to attend and vote.
2. Where a Unitholder is a corporation, its duly authorised representative shall be entitled to attend and vote at the EGM, and shall be entitled to appoint another person (whether a Unitholder or not) as its proxy to attend and vote.
3. Where the Unitholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with units standing to the credit of the said securities account. Where a Unitholder appoints two (2) proxies, the appointment shall be invalid unless it specifies the proportions of its holdings to be represented by each proxy. Such proxy shall have the same rights as the member to vote whether on a poll or a show of hands, to speak and to be reckoned in a quorum.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or of its attorney duly authorised in writing or if the appointor is a corporation either under its common seal or under the hand of an officer or attorney so authorised.
5. The instrument appointing a proxy must be deposited at the registered office of the Manager at: Level 16, Menara KOMTAR, Johor Bahru City Centre 80000 Johor Bahru, Johor at least twenty-four (24) hours before the time appointed for holding the EGM or any adjournment thereof or e-mail to EGM-support.ALQar@megacorp.com.my.
6. Only Unitholders registered in the Record of Depositors as at 3 June 2021 shall be entitled to attend and speak at the EGM or appoint proxy(ies) to attend on his/her behalf.
7. Unitholders can register online to participate in the EGM via <https://vps.megacorp.com.my/DvfVjb>.
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to vote by way of poll.

IMPORTANT NOTICE:-

In view of the outbreak of COVID-19 which is now a global pandemic, Al-Aqar has in place rules and control for the EGM in order to safeguard the health of attendees at the EGM. You are requested to read and adhere to the Administrative Guide issued which is published in the Al-Aqar’s website at www.alaqar.com.my. Unitholders are also reminded to monitor the Al-Aqar’s website and announcements from time to time for any changes to the EGM arrangement.



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Form of Proxy

I/We* _____
(FULL NAME, NRIC NO./COMPANY NO. IN BLOCK LETTERS)

of _____
(FULL ADDRESS)

with email address _____ mobile phone no _____

being a Unitholder/Unitholders of Al-`Aqar Healthcare REIT, hereby appoint Chairman of the Extraordinary General Meeting ("EGM"), or

(FULL NAME AND NRIC NO.)

of _____
(FULL ADDRESS)

with email address _____ mobile phone no : _____

or, failing him/her _____
(FULL NAME AND NRIC NO.)

of _____
(FULL ADDRESS)

with email address _____ mobile phone no : _____

as my/our* Proxy to vote for me/us* on my/our* behalf at the EGM of the Unitholders of Al-`Aqar Healthcare REIT to be held on a fully virtual basis at the Broadcast Venue: Unit 1-19-02, Block 1, V Square, Jalan Utara, 46200 Petaling Jaya, Selangor, on Thursday, 10 June 2021, at 11.00 a.m. and at any adjournment thereof.

My/Our* proxy is to vote as indicated below:

	FOR	AGAINST
ORDINARY RESOLUTION 1 PROPOSED LEASE RENEWAL		

(Please indicate with an "X" in the space as to how you wish your vote to be cast. If you do not do so, the Proxy will vote or abstain from voting at his/her discretion)

For appointment of two (2) proxies, number of unit and percentage of unit holding to be represented by each proxy		
	No of units	% of unit holding
Proxy 1		
Proxy 2		
Total		

Signature(s) / Common Seal of Company

Dated thisday of..... 2021

NO. OF UNITS HELD	CDS ACCOUNT NO

**Please delete the words "Chairman of the Extraordinary General Meeting" if you wish to appoint some other person(s) to be your proxy.*

Notes:

1. *A Unitholder shall be entitled to attend and vote at this EGM, and shall be entitled to appoint another person (whether a Unitholder or not) as its proxy to attend and vote.*
2. *Where a Unitholder is a corporation, its duly authorised representative shall be entitled to attend and vote at the EGM, and shall be entitled to appoint another person (whether a Unitholder or not) as its proxy to attend and vote.*
3. *Where the Unitholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with units standing to the credit of the said securities account. Where a Unitholder appoints two (2) proxies, the appointment shall be invalid unless it specifies the proportions of its holdings to be represented by each proxy. Such proxy shall have the same rights as the member to vote whether on a poll or a show of hands, to speak and to be reckoned in a quorum.*
4. *The instrument appointing a proxy shall be in writing under the hand of the appointor or of its attorney duly authorised in writing or if the appointor is a corporation either under its common seal or under the hand of an officer or attorney so authorised.*
5. *The instrument appointing a proxy must be deposited at the registered office of the Manager at: Level 16, Menara KOMTAR, Johor Bahru City Centre 80000 Johor Bahru, Johor at least twenty-four (24) hours before the time appointed for holding the EGM or any adjournment thereof or e-mail to **EGM-support.AIAqar@megacorp.com.my**.*
6. *Only Unitholders registered in the Record of Depositors as at 3 June 2021 shall be entitled to attend and speak at the EGM or appoint proxy(ies) to attend on his/her behalf.*
7. *Unitholders can register online to participate in the EGM via **https://vps.megacorp.com.my/DvfVjb**.*
8. *Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.*

Fold this flap for sealing

Then fold here

AFFIX

STAMP

The Company Secretaries

**DAMANSARA REIT MANAGERS SDN BERHAD
(as Manager of Al-Aqar Healthcare REIT)**

Level 16, Menara KOMTAR
Johor Bahru City Centre
80000 Johor Bahru, Johor

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ADMINISTRATIVE GUIDE FOR THE UNITHOLDERS' MEETING

Day and Date	:	Thursday, 10 June 2021
Time	:	11.00 a.m.
Broadcast Venue	:	Unit 1-19-02, Block 1, V Square Jalan Utara 46200 Petaling Jaya Selangor Darul Ehsan

1. Public Health Preventive Measure

- a. In line with the Government's Initiative and the Securities Commission Malaysia Guidance Note, as a precautionary measure amid Covid-19, Al-Aqar will conduct its Unitholders' Meeting on a fully virtual basis via live streaming and online remote voting on 10 June 2021.
- b. The Broadcast Venue of the Unitholders' Meeting is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairman of the meeting to be at the main venue. No Unitholders/Proxy(ies) will be allowed to be physically present at the Broadcast Venue on the day of the Unitholders' Meeting.
- c. Due to the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our Unitholders' Meeting at short notice. Kindly check Al-Aqar's website or announcements for the latest updates on the status of the Unitholders' Meeting.

2. Digital Ballot Form Voting at a Fully Virtual Unitholders' Meeting

- a. As **no unitholder should be physically present at the Broadcast Venue**, unitholders who wish to attend the Unitholders' Meeting of Al-Aqar will therefore have to do so remotely. Pre-registration of attendance is required via the link <https://vps.megacorp.com.my/DyfVjb> (refer to para 5c. for further details). After the registration is validated and accepted, unitholders will be sent an email with a link to grant access to the **Digital Ballot Form ("DBF")**.
- b. With the DBF, you may exercise your rights as a unitholder of Al-Aqar to participate (including to pose questions to the Board/Management of the Company) and vote during the Unitholders' Meeting, at the comfort of your home or from any location.
- c. Unitholders may use the *Questions' Pane* to submit questions in real time during the meeting via the Fully Virtual Unitholders' Meeting session.

3. General Meeting Record of Depositors ("ROD")

- a. Only a depositor/unitholder whose name appears on the ROD as at 3 June 2021 shall be entitled to attend the Unitholders' Meeting or to appoint proxy(ies) to attend and/or vote on his/her behalf.

4. Proxy /Corporate Shareholders/Nominees Accounts

- a. If a unitholder is not able to attend the Fully Virtual Meeting on 10 June 2021, he/she can appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy or email the Form of Proxy with the proxy's **email address and mobile phone number** to the Poll Administrator via email at EGM-support.AIAqar@megacorp.com.my not later than **Wednesday, 9 June 2021 at 11.00 a.m.**
- b. Alternatively, you may submit your Form of Proxy to the Registered Office of the Company situated at Level 16, Menara KOMTAR, Johor Bahru City Centre 80000 Johor Bahru, Johor. The Form of Proxy must be received by the Company Secretary at the Registered Office no later than **Wednesday, 9 June 2021 at 11.00 a.m.** or via email, in order for the Poll Administrator to process and send you the DBF to participate and vote at the meeting.

- c. A corporate unitholder who wishes to participate and vote remotely at the Unitholders' Meeting will be required to provide the following documents to the Registered Office stated at para 4b. Alternatively, the unitholder may e-mail the same to EGM-support.AIAqar@megacorp.com.my. The documents must be received by no later than **Wednesday, 9 June 2021 at 11.00 a.m.** failing which the corporate representative will not be allowed to participate and vote at the Unitholders' Meeting:
- Certificate of appointment of its Corporate Representative under the seal of the corporation;
 - Corporate Representative's NRIC Nos, e-mail address and hand-phone number.

The information provided must be complete before the request can be processed. Subject to the specified timeline, upon receipt and verification of such documents, the Corporate Representative will be sent an email providing a link to generate the DBF which will allow the Corporate Representative to participate at the Unitholders' Meeting.

- d. A beneficiary who holds shares of Al-Aqar under a Nominee Company's Central Depository System ("CDS") account, and who wishes to participate in the Unitholders' Meeting must request his/her Nominee Company to appoint him/her as a proxy. In this respect, the Nominee Company will be required to execute the proxy form to appoint the beneficiary as its proxy and the proxy form must be sent to the Registered Office stated in para 4b. or e-mail the same to EGM-support.AIAqar@megacorp.com.my no later than **Wednesday, 9 June 2021 at 11.00 a.m.** failing which the appointment shall be considered as invalid and the beneficiary will not be allowed to participate at the Unitholders' Meeting:

Subject to the specified timeline, upon receipt and successful verification of the proxy form, the proxy will be sent an email providing a link to generate the DBF which will allow the proxy to participate in the Unitholders' Meeting.

- e. A unitholder who has submitted proxy form appointing another person as his/her proxy may revoke the appointment if he/she should decide to personally participate at the Unitholders' Meeting remotely. Should revocation is required, please contact Mega Corporate Services Sdn Bhd at telephone number +60 (3) 26924271 no later than **Wednesday, 9 June 2021 at 11.00 a.m.** to request for revocation. If any unitholder should need clarification on revocation of proxy, he/she can email to EGM-support.AIAqar@megacorp.com.my.

5. Poll Voting

- a. The voting of the Unitholders' Meeting will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements. Al-Aqar has appointed Mega Corporate Services Sdn. Bhd. ("MegaCorp") as Poll Administrator to conduct the poll by way of electronic voting and Cygnus Technology Solutions Sdn Bhd as Scrutineers to verify the poll results.

For the purpose of this Unitholders' Meeting, e-voting will be carried out via your internet-enabled device (e.g. Computer / Mobile Phone).

- b. Unitholders can proceed to vote on the resolutions and submit your votes during the voting period as stipulated in the DBF. Upon completion of the voting session at the Unitholders' Meeting, the Scrutineers will verify the poll results after which the Chairman will announce the results of the resolutions.
- c. The procedures for unitholders to register and to obtain the DBF are as follows:

• **Step 1**

Open this link <https://vps.megacorp.com.my/DyfVjb> and submit all details requested at least twenty-four (24) hours before the meeting day, i.e. no later than **11.00 a.m.** on **9 June 2021**. Only depositor / unitholder is allowed to register his / her details online. Kindly ensure that the details are accurate and match the details on the ROD or the proxy form. Any discrepancy in details may result in the depositor / unitholder in not receiving the Webinar Meeting Link and DBF for Voting.

• **Step 2**

A unitholder who has successfully registered himself / herself via the link in Step 1 will receive an email from the Poll Administrator, Mega Corporate Services Sdn. Bhd., who will email the DBF to the respective unitholder / proxy. If your registration is successful and you do not receive an email from the Poll Administrator within 24 hours, please contact the hotline of Mega Corporate Services Sdn. Bhd. at telephone number +60 (3) 26924271. Alternatively, you may email to EGM-support.AIAqar@megacorp.com.my with your details.

- d. Upon successful registration, you will receive 2 emails:-
- i. Meeting Link from *Webinar Master*
 - ii. DBF from MegaCorp

6. NO DOOR GIFT OR FOOD VOUCHER

There will be no distribution of door gifts or food vouchers during the Unitholders' Meeting.

7. ENQUIRY

If you have any enquiry prior to the Unitholders' Meeting, please contact Mega Corporate Services Sdn. Bhd. at their hotline number +60 (3) 26924271. Alternatively, you can email your queries, with full details of your particulars to: EGM-support.AIAqar@megacorp.com.my.