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SF Real Estate Investment Trust
順豐房地產投資信託基金

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

(Stock Code: 2191)

Managed by
SF REIT Asset Management Limited

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) of unitholders (the “Unitholders”) of SF Real Estate Investment Trust (“SF REIT”) will be held at Centenary Room III, Ground Floor, Marco Polo Hongkong Hotel, 3 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong on Thursday, 25 May 2023 at 10:00 a.m. for the following purposes:

1. To note the audited consolidated financial statements of SF REIT for the year ended 31 December 2022 together with the independent auditor’s report thereon.
2. To note the appointment of auditor of SF REIT and the fixing of its remuneration.

ORDINARY RESOLUTIONS

To consider and, if thought fit, pass with or without modification, the following resolutions as ordinary resolutions:

3. “**THAT** Mr. HO Lap Kee be re-elected as an independent non-executive director of SF REIT Asset Management Limited, the manager of SF REIT.”
4. “**THAT** Mr. KWOK Tun Ho, Chester be re-elected as an independent non-executive director of SF REIT Asset Management Limited, the manager of SF REIT.”

5. **“THAT:**

- (a) subject to paragraph (b) of this resolution, the exercise by SF REIT Asset Management Limited (the “**REIT Manager**”), as manager of SF REIT, during the Relevant Period (as defined below) of all the powers of SF REIT to buy back units of SF REIT (the “**Units**”) on behalf of SF REIT on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), subject to and in accordance with the trust deed constituting SF REIT (the “**Trust Deed**”), the Code on Real Estate Investment Trusts (the “**REIT Code**”), the circulars and guidelines issued by the Securities and Futures Commission of Hong Kong (“**SFC**”) from time to time (including, without limitation, the “Circular to Management Companies of SFC-authorized Real Estate Investment Trusts” issued on 31 January 2008), and applicable rules, regulations and laws of Hong Kong, be generally and unconditionally approved;
- (b) the aggregate number of Units which may be bought back or agreed to be bought back on the Stock Exchange by the REIT Manager on behalf of SF REIT pursuant to the approval in paragraph (a) above during the Relevant Period (as defined below) shall not exceed 10 per cent (10%) of the aggregate number of Units in issue as at the date of the passing of this resolution, and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and
- (c) for the purpose of this resolution, “**Relevant Period**” means the period from the date of the passing of this resolution until the earliest of:
 - (i) the conclusion of the next annual general meeting of Unitholders following the passing of this resolution;
 - (ii) the expiration of the period within which the next annual general meeting of Unitholders is required by the Trust Deed, the REIT Code or any applicable laws to be held; and
 - (iii) the revocation or variation of the authority given under this resolution by the passing of an ordinary resolution by the Unitholders in a general meeting of SF REIT.”

By Order of the Board
SF REIT Asset Management Limited
(as manager of SF Real Estate Investment Trust)
CHING Wai Fong
Company Secretary

Hong Kong, 21 April 2023

Notes:

- (1) Pursuant to the Trust Deed, any Unitholder entitled to attend and vote at the AGM (or any adjournment thereof) is entitled to appoint proxy to attend and vote in his/her/its stead, but the number of proxies appointed by any Unitholder (other than HKSCC Nominees Limited or a recognised clearing house within the meaning of the Securities and Futures Ordinance) shall not exceed two. A proxy need not be a Unitholder.
- (2) In order to be valid, the proxy form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or other authority, must be deposited at the unit registrar of SF REIT, Tricor Investor Services Limited (the “**Unit Registrar**”), at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for holding the AGM (or any adjournment thereof).
- (3) In the case of joint holders of any Unit, the vote of the senior joint holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority shall be determined by the order in which the names of the joint holders stand in the register of Unitholders of SF REIT in respect of the relevant Unit.
- (4) For the purpose of ascertaining entitlement to attend and vote at the AGM (or any adjournment thereof), the register of Unitholders of SF REIT will be closed from Monday, 22 May 2023 to Thursday, 25 May 2023, both days inclusive, during which period no transfer of Units will be effected. In order to be eligible to attend and vote at the AGM (or any adjournment thereof), all transfer documents accompanied by the relevant unit certificates must be lodged with the Unit Registrar (at the address stated in note (2) above) for registration no later than 4:30 p.m. on Friday, 19 May 2023.
- (5) The voting on all the proposed resolutions as set out in this notice shall be taken by poll at the AGM.
- (6) With regard to resolutions numbered 3 and 4 above, the biographical details of Mr. HO Lap Kee and Mr. KWOK Tun Ho, Chester, the two retiring independent non-executive directors of the REIT Manager who will offer themselves for re-election at the AGM, are set out in Appendix I to the circular dated 21 April 2023 of SF REIT containing this notice.
- (7) With regard to resolution numbered 5 above, an explanatory statement providing requisite information on the proposed grant of the general mandate to the REIT Manager to buy back Units is set out in Appendix II to the circular dated 21 April 2023 of SF REIT containing this notice.

- (8) If a Typhoon Signal No. 8 (or above) is hoisted or a Black Rainstorm Warning Signal is in force in Hong Kong at or at any time after 7:00 a.m. on the date of the AGM, the AGM will be rescheduled. The REIT Manager will publish an announcement on SF REIT's website (www.sf-reit.com) and the Stock Exchange's website (www.hkexnews.hk) to notify Unitholders of the date, time and place of the rescheduled meeting. The AGM 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 AGM under bad weather conditions bearing in mind their own situations.
- (9) As at the date of this announcement, the board of directors of the REIT Manager comprises Mr. WANG Wei as Chairman and Non-executive Director; Mr. Hubert CHAK as Executive Director and Chief Executive Officer; Mr. HO Chit, Ms. OOI Bee Ti and Ms. GAN Ling as Non-executive Directors; and Mr. TAN Huay Lim, Mr. HO Lap Kee, MH, JP, Mr. CHAN Ming Tak, Ricky, Mr. KWOK Tun Ho, Chester and Mr. Michael Tjahja SUSANTO as Independent Non-executive Directors.