



## BHG RETAIL REIT

(A real estate investment trust constituted on 18 November 2015  
under the laws of the Republic of Singapore)

### ANNUAL GENERAL MEETING TO BE HELD ON 22 JUNE 2020

1. **Background:** BHG Retail Trust Management Pte. Ltd., the manager of BHG Retail Real Estate Investment Trust (“**BHG Retail REIT**”, and the manager of BHG Retail REIT, the “**Manager**”), refers to:
  - (i) its announcement of 6 April 2020 stating that it had applied to and obtained the approval of Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for an extension of time until 30 June 2020 for BHG Retail REIT to hold its annual general meeting in respect of the financial year ended 31 December 2019 (“**AGM**”);
  - (ii) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed entities in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means; and
  - (iii) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, *inter alia*, general meetings of real estate investment trusts.
2. **Date, time and conduct of AGM:** The Manager is pleased to announce that pursuant to the Order, the AGM will be convened and held by way of electronic means, on **Monday, 22 June 2020 at 11.00 a.m.** (Singapore time).

The Manager’s Chairman, Mr Francis Siu Wai Keung, and Chief Executive Officer, Ms Chan Iz-Lynn, will conduct the proceedings of the AGM. All substantial and relevant questions which holders of units in BHG Retail REIT (“**Units**”, and the holders of Units, the “**Unitholders**”) have submitted in advance will be addressed prior to or during the AGM.
3. **Notice of AGM and proxy form:** The Notice of AGM and proxy form will be sent to Unitholders solely by electronic means via publication on BHG Retail REIT’s corporate website at the URL <http://bhgreit.listedcompany.com/newsroom.html>, and will also be made available on the SGX-ST’s website at the URL <https://www.sgx.com/securities/company-announcements>. Printed copies of these documents will not be sent to unitholders.
4. **No personal attendance at AGM:** Due to the current COVID-19 restriction orders in Singapore, Unitholders will not be able to attend the AGM in person.

## 5. Alternative arrangements for participation at the AGM:

Unitholders may participate at the AGM by:

- (i) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
- (ii) submitting questions in advance of the AGM; and
- (iii) appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM.

Details of the steps are set out hereunder:

<b>Pre-Registration to participate in the AGM</b>
<ol style="list-style-type: none"><li>I. <b>Pre-registration:</b> Unitholders must pre-register at BHG Retail REIT's pre-registration website at <a href="http://bhgreit.listedcompany.com/agm2020/register">http://bhgreit.listedcompany.com/agm2020/register</a> from now till <b>11.00 a.m. on 19 June 2020</b> to enable the Manager to verify their status as Unitholders.</li><li>II. <b>Verification:</b> Following the verification, authenticated Unitholders will receive an email, which will contain user ID and password details as well as instructions on how to access the live audio-visual webcast and live audio-only stream of the AGM proceedings, by <b>11.00 a.m. on 21 June 2020</b>. (the "<b>Confirmation Email</b>").</li><li>III. <b>Confirmation:</b> Unitholders who do not receive the Confirmation Email by 11.00 a.m. on 21 June 2020, but have registered by the 19 June 2020 deadline should contact BHG Retail REIT's Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte. Ltd., at +65 6536 5355, during its operating hours from Monday to Friday at 9.00 a.m. to 5.30 p.m., or via email at <a href="mailto:AGM.TeamE@boardroomlimited.com">AGM.TeamE@boardroomlimited.com</a>.</li></ol>
<b>Pre-Submission of Questions</b>
<ol style="list-style-type: none"><li>I. <b>Submission of questions:</b> Unitholders may submit questions in advance of the AGM.</li><li>II. Questions must be submitted in the following manner by <b>11.00 a.m. on 15 June 2020</b>:<ol style="list-style-type: none"><li>(a) if submitted electronically, be submitted:<ol style="list-style-type: none"><li>i. via the pre-registration website at <a href="http://bhgreit.listedcompany.com/agm2020/register">http://bhgreit.listedcompany.com/agm2020/register</a>; or</li><li>ii. via email to BHG Retail REIT's Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte. Ltd., at <a href="mailto:AGM.TeamE@boardroomlimited.com">AGM.TeamE@boardroomlimited.com</a>; or</li></ol></li><li>(b) if submitted by post, be deposited at the office of BHG Retail REIT's Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623.</li></ol></li><li>III. <b>Information required:</b> Unitholders who submit questions via email or by post to BHG Retail REIT's Unit Registrar must provide the following information:<ol style="list-style-type: none"><li>(a) the Unitholder's full name;</li><li>(b) the Unitholder's address; and</li><li>(c) the manner in which the Unitholder holds Units in BHG Retail REIT (e.g., via CDP, scrip, CPF or SRS).</li></ol></li><li>IV. <b>Addressing questions:</b> The Manager will endeavour to address all substantial and relevant questions submitted in advance of the AGM prior to or during the AGM. The Manager will publish the responses to the substantial and relevant questions which the Manager will not address during the AGM on BHG Retail REIT's corporate website</li></ol>

and on SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements> prior to the AGM. Unitholders will not be able to ask questions at the AGM live during the audio visual-webcast or audio-only stream, and therefore it is important for Unitholders who wish to ask questions to submit their questions in advance of the AGM.

- V. **Minutes:** The Manager will publish the minutes of the AGM on BHG Retail REIT's corporate website and on SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements>, and the minutes will include the responses to the substantial and relevant questions if these questions are addressed during the AGM.

#### **Submission of Proxy Forms to Vote**

- I. **Appointment of Chairman as proxy:** If a Unitholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM.
- II. **Specific voting instructions to be given:** In appointing the Chairman of the AGM as proxy, a Unitholder must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.
- III. **Submission of proxy forms:** The proxy form must be submitted to BHG Retail REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., in the following manner by **11.00 a.m. on 20 June 2020** being forty-eight (48) hours before the time fixed for the AGM in the following manner:
- (a) if submitted by post, be lodged at the office of BHG Retail REIT's Unit Registrar at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
  - (b) if submitted electronically, be submitted via email to BHG Retail REIT's Unit Registrar at [AGM.TeamE@boardroomlimited.com](mailto:AGM.TeamE@boardroomlimited.com).

A Unitholder who wishes to submit a proxy form must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

**In view of the COVID-19 restriction orders in Singapore and the related safe distancing measures which may make it difficult for Unitholders to submit completed proxy forms by post, Unitholders are strongly encouraged to submit completed proxy forms electronically via email.**

- IV. **Relevant intermediaries:** Persons who hold Units through relevant intermediaries, including CPF and SRS investors, and who wish to participate in the AGM, should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks or SRS Operators) through which they hold such Units as soon as possible in order to make the necessary arrangements for them to participate in the AGM. In addition, CPF and SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 10 June 2020**.

Further details of the alternative arrangements relating to the AGM can be found in the Notice of AGM.

6. **Key dates/deadlines:** The table below sets out the key dates/deadlines for Unitholders to note:

Key dates	Actions
26 May 2020 (Tuesday)	<ul style="list-style-type: none"> <li>Unitholders may begin to pre-register for live audio-visual webcast or live audio-only stream of the AGM proceedings at <a href="http://bhgreit.listedcompany.com/aggm2020/register">http://bhgreit.listedcompany.com/aggm2020/register</a>.</li> </ul>
5.00 p.m. on 10 June 2020 (Wednesday)	<ul style="list-style-type: none"> <li>Deadline for CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.</li> </ul>
11.00 a.m. on 15 June 2020 (Monday)	<ul style="list-style-type: none"> <li>Deadline for Unitholders to submit questions in advance.</li> </ul>
11.00 a.m. on 19 June 2020 (Friday)	<ul style="list-style-type: none"> <li>Deadline for Unitholders to pre-register for live audio-visual webcast or live audio-only stream of the AGM proceedings.</li> </ul>
11.00 a.m. on 20 June 2020 (Saturday)	<ul style="list-style-type: none"> <li>Deadline for Unitholders to submit proxy forms.</li> </ul>
11.00 a.m. on 21 June 2020 (Sunday)	<ul style="list-style-type: none"> <li>Authenticated Unitholders will receive the Confirmation Email (which will contain user ID and password details, as well as instructions on how to access the live audio-visual webcast and a toll-free telephone number to access the live audio-only stream of the AGM proceedings.)</li> <li>Unitholders who do not receive the Confirmation Email by 11.00 a.m. on 21 June 2020, but have registered by the 19 June 2020 deadline should contact BHG Retail REIT's Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte. Ltd., at +65 6536 5355, during its operating hours from Monday to Friday, 9.00 a.m. to 5.30 p.m., or via email at <a href="mailto:AGM.TeamE@boardroomlimited.com">AGM.TeamE@boardroomlimited.com</a>.</li> </ul>
11:00 a.m. on 22 June 2020 (Monday)	<ul style="list-style-type: none"> <li>Click on the link in the Confirmation Email and enter the user ID and password to access the live audio-visual webcast of the AGM proceedings; or</li> <li>Call the toll-free telephone number in the Confirmation Email to access the live audio-only stream of the AGM proceedings.</li> </ul>

7. **Annual Report 2019:** The Annual Report 2019 has been published on BHG Retail REIT's corporate website, and may be accessed at the URL <http://bhgreit.listedcompany.com/ar.html> by clicking on the link for "Annual Report 2019".

8. **Further information:** For more information, Unitholders can refer to BHG Retail REIT's corporate website at the URL <http://bhgreit.listedcompany.com/newsroom.html> or contact BHG Retail REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at +65 6536 5355, during its operating hours from Monday to Friday at 9.00 a.m. to 5.30 p.m., or via email at [AGM.TeamE@boardroomlimited.com](mailto:AGM.TeamE@boardroomlimited.com).

9. **Important reminder:** Due to the constantly evolving COVID-19 situation in Singapore, the Manager may be required to change the arrangements for the AGM at short notice. Unitholders should check BHG Retail REIT's corporate website at the URL <http://bhgreit.listedcompany.com/newsroom.html> for the latest updates on the status of the AGM.

The Manager would like to thank all Unitholders for their patience and co-operation in enabling the Manager to hold its AGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

**BY ORDER OF THE BOARD**

BHG Retail Trust Management Pte. Ltd.  
(as manager of BHG Retail Real Estate Investment Trust)  
(Company Registration No. 201504222D)

Chan Iz-Lynn  
Chief Executive Officer  
26 May 2020

## IMPORTANT NOTICE

This announcement may contain forward-looking statements that involve risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition from similar developments, shifts in expected levels of property rental income, changes in operating expenses, (including employee wages, benefits and training costs), property expenses and governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business.

Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view on future events.

The value of Units and the income derived from them, if any, may fall or rise. Units are not obligations of, deposits in, or guaranteed by, the Manager or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

Investors should note that they have no right to request the Manager to redeem or purchase their Units for so long as the Units are listed on the SGX-ST. It is intended that Unitholders may only deal in their Units through trading on the SGX-ST. The listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Units. The past performance of BHG Retail REIT is not necessarily indicative of the future performance of BHG Retail REIT.

This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States, European Economic Area, Canada, Japan or Australia, and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations.

The Units are not being registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), and may not be offered or sold in the United States unless registered under the Securities Act or pursuant to an exemption from registration under the Securities Act.