



## 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 27 APRIL 2023

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) the COVID-19 (Temporary Measures) Act 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;
  - (ii) 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 sets out the alternative arrangements in respect of, *inter alia*, general meetings of real estate investment trusts; and
  - (iii) the Joint Statement by Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022), read together with the FAQs on “The Holding of General Meetings” issued by Singapore Exchange Regulation on 23 May 2022, which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation.
2. **Date, time and conduct of the Annual General Meeting:** The Manager is pleased to announce that pursuant to the Order, the annual general meeting (“**AGM**”) of the holders of units in BHG Retail REIT (“**Units**”, and the holders of Units, the “**Unitholders**”) will be convened and held by way of electronic means, on **Thursday, 27 April 2023 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.
3. **Notice of AGM and Proxy Form:** The Notice of AGM dated 5 April 2023 (the “**Notice of AGM**”) and the instrument of proxy (the “**Proxy Form**”) will be sent to Unitholders 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 the Notice of AGM and the Proxy Form will not be sent to Unitholders.
4. **No personal attendance at AGM:** As the AGM will be convened and held by way of electronic means, Unitholders will not be able to attend the AGM in person.

To facilitate unitholder engagement, BHG Retail REIT will implement real-time remote electronic voting (“live” voting) and real-time electronic communications (“live” Q&A) at the AGM.

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

Alternative arrangements relating to the conduct of the AGM are set out below:

- (i) attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via live audio-visual webcast or live audio-only stream);
- (ii) submission of questions relating to the resolutions to be tabled for approval at the AGM, to the Chairman of the AGM in advance of, or “live” at, the AGM, and addressing of substantial and relevant questions in advance of, or “live” at, the AGM; and
- (iii) voting at the AGM (i) “live” by the Unitholder or his/her/its duly appointed proxy(ies) or corporate representative(s) (where applicable) (other than the Chairman of the AGM) via electronic means, or (ii) by appointing the Chairman of the AGM as proxy to vote on the Unitholder’s behalf at the AGM.

Details of the steps are set out hereunder:

**Pre-Registration to participate in the AGM**

- I. **Pre-registration:** Unitholders, including Central Provident Fund (“CPF”) and Supplementary Retirement Scheme (“SRS”) investors, or, where applicable, their duly appointed proxy(ies) or corporate representative(s), must pre-register at BHG Retail REIT’s pre-registration website at the URL <https://bhgreit.listedcompany.com/agma2023/register> from now till **11.00 a.m. on 25 April 2023** to enable the Manager to verify their status as Unitholders.
- II. **Receipt of Confirmation Email:** Following the verification, authenticated Unitholders, including CPF and SRS investors, or, where applicable, their duly appointed proxy(ies) or corporate representative(s), who have pre-registered, 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 **5.00 p.m. on 26 April 2023** (the “Confirmation Email”).
- III. **If Confirmation Email is not received:** Unitholders, including CPF and SRS investors, or, where applicable, their duly appointed proxy(ies) or corporate representative(s), who do not receive the Confirmation Email by **5.00 p.m. on 26 April 2023**, but have pre-registered by the 11.00 a.m. deadline on 25 April 2023 should contact BHG Retail REIT’s unit registrar (“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).

**Submission of Questions**

- I. Submission of questions:** Unitholders, including CPF and SRS investors, may submit questions relating to the resolutions to be tabled for approval at the AGM, to the Chairman of the AGM, in advance of the AGM. Questions must be submitted in the following manner by **11.00 a.m. on 13 April 2023**:
- (a) if submitted electronically, be submitted:
    - i. via the pre-registration website at the URL <https://bhgreit.listedcompany.com/agm2023/register>; or
    - ii. via email to BHG Retail REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at [AGM.TeamE@boardroomlimited.com](mailto:AGM.TeamE@boardroomlimited.com); or
  - (b) if submitted by post, be deposited at the office of BHG Retail REIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632.
- II. Information required:** Unitholders, including CPF and SRS investors, who submit questions via email or by post to BHG Retail REIT's Unit Registrar must provide the following information:
- (a) the Unitholder's full name;
  - (b) the Unitholder's address; and
  - (c) the manner in which the Unitholder holds Units in BHG Retail REIT (e.g., via The Central Depository (Pte) Limited, scrip, CPF or SRS).
- III. Addressing questions:** The Manager will endeavour to address all substantial and relevant questions submitted in advance of the AGM, prior to or during the AGM, and the Manager will publish the responses to those questions which the Manager will not be addressing during 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> prior to the AGM, latest by **21 April 2023**. Unitholders, including CPF and SRS investors, or where applicable, their duly appointed proxy(ies) or corporate representative(s), may still submit questions during the AGM "live" via the "live" chat function available in the audio visual-webcast platform only<sup>1</sup>. Where substantially similar questions are received, the Manager will consolidate such questions and consequently not all questions may be individually addressed.
- IV. 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.

#### Voting during AGM

- I. Voting<sup>2</sup>:** A Unitholder who wishes to exercise his/her/its voting rights at the AGM may:
- (a) (where the Unitholder is an individual) vote "live" via electronic means at the AGM, or (whether the Unitholder is an individual or a corporate) appoint a proxy(ies) (other

<sup>1</sup> Unitholders, including CPF and SRS investors, or, where applicable, their duly appointed proxy(ies) or corporate representative(s), must access the AGM proceedings via the live audio-visual webcast in order to ask questions "live" at the AGM, and will not be able to ask questions "live" at the AGM via the audio-only stream of the AGM proceedings.

<sup>2</sup> Unitholders or, where applicable, their appointed proxy(ies) or corporate representative(s), must access the AGM proceedings via the live audio-visual webcast in order to vote "live" at the AGM, and will not be able to do so via the audio-only stream of the AGM proceedings.

than the Chairman of the AGM) to vote “live” via electronic means at the AGM on his/her/its behalf; or

(b) (where the Unitholder is a corporate) appoint corporate representative(s) to vote “live” via electronic means at the AGM on its behalf; or

(c) (where the Unitholder is an individual or a corporate) appoint the Chairman of the AGM as his/her/its proxy to vote on his/her/its behalf at the AGM.

II. **Specific voting instructions for proxy (if appointed):** Proxy / proxies shall vote for, against, or abstain from the proposed resolutions according to the specific directions stipulated in the Proxy Form. If no specific directions as to voting is given, the proxy / proxies will vote or abstain from voting at his/her/their discretion.

III. **Submission of Proxy Forms:** The Proxy Form must be submitted to BHG Retail REIT’s Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., by **11.00 a.m. on 25 April 2023** 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, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or

(b) if submitted electronically, be submitted via email to BHG Retail REIT’s Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 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.

**Unitholders are strongly encouraged to submit completed Proxy Forms electronically via email.**

IV. **Persons who hold Units through relevant intermediaries, CPF and SRS Investors:** Persons who hold Units through relevant intermediaries (as defined in the Notice of AGM), other than CPF and SRS investors, and who wish to participate in the AGM by (a) observing and/or listening to the AGM proceedings through live audio-visual webcast or live audio-only stream; (b) submitting questions in advance of, or live at, the AGM; and/or (c) voting at the AGM (i) live via electronic means; or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM, should contact the 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. For the avoidance of doubt, CPF and SRS investors who wish to participate in the AGM by (a) observing and/or listening to the AGM proceedings through live audio-visual webcast or live audio-only stream and/or (b) submitting questions in advance of, or live at, the AGM should refer to the steps under “Pre-Registration to participate in the AGM” and “Submission of Questions” above. CPF and SRS investors may vote “live” via electronic means at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators as soon as practicable if they have any queries regarding their appointment as proxies. CPF and SRS investors who wish to appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 17 April 2023**, being seven clear working days before the date of the AGM. For the avoidance of doubt, CPF and SRS investors will not be able to appoint third party

proxy(ies) (*i.e.*, persons other than the Chairman of the AGM) to vote live at the AGM on their behalf.

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

Key dates	Actions
5 April 2023 (Wednesday)	Unitholders, including CPF and SRS investors, or, where applicable, their duly appointed proxy(ies) or corporate representative(s), may begin to pre-register for the live audio-visual webcast or live audio-only stream of the AGM proceedings at the URL <a href="https://bhgreit.listedcompany.com/agm2023/register">https://bhgreit.listedcompany.com/agm2023/register</a> .
11.00 a.m. on 13 April 2023 (Thursday)	Deadline for Unitholders, including CPF and SRS investors, to submit questions in advance of the AGM.
5.00 p.m. on 17 April 2023 (Monday)	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.
11.00 a.m. on 25 April 2023 (Tuesday)	<ul style="list-style-type: none"> <li>▪ Deadline for Unitholders, including CPF and SRS investors, or, where applicable, their duly appointed proxy(ies) or corporate representative(s), to pre-register for the live audio-visual webcast or live audio-only stream of the AGM proceedings; and</li> <li>▪ Deadline for Unitholders to submit Proxy Forms.</li> </ul>
5.00 p.m. on 26 April 2023 (Wednesday)	Authenticated Unitholders, including CPF and SRS investors, or, where applicable, their duly appointed proxy(ies) or corporate representative(s), who have pre-registered, 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).
11.00 a.m. on 27 April 2023 (Thursday)	<p><b>BHG Retail REIT's AGM 2023</b></p> <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 2022:** The Annual Report 2022 may be accessed at BHG Retail REIT's website at the URL <http://bhgreit.listedcompany.com/ar.html> and on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements> by clicking on the link for "Annual Report 2022". Printed copies of the Annual Report 2022 will not be sent to Unitholders.

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:** 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.

**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

5 April 2023

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