

NOTICE OF ANNUAL GENERAL MEETING



A stapled group comprising:

**FAR EAST HOSPITALITY
REAL ESTATE INVESTMENT TRUST**

(a real estate investment trust constituted on 1 August 2012 under the laws of the Republic of Singapore)

managed by

FEO Hospitality Asset Management Pte. Ltd.

**FAR EAST HOSPITALITY
BUSINESS TRUST**

(a business trust constituted on 1 August 2012 under the laws of the Republic of Singapore)

managed by

FEO Hospitality Trust Management Pte. Ltd.

Important Notes

1. The annual general meeting ("**AGM**") is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of this Notice will be sent to the holders of stapled securities ("**Stapled Securityholders**") in Far East Hospitality Trust ("**Far East H-Trust**") and will be made available by electronic means via publication on Far East H-Trust's website at the URL <http://feht.listedcompany.com/home.html> and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
2. The Annual Report 2020 and the proxy form may be accessed at Far East H-Trust's website at the URL <http://feht.listedcompany.com/home.html> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

NOTICE IS HEREBY GIVEN that the 9th Annual General Meeting of the Stapled Securityholders of Far East H-Trust will be convened and held by electronic means on **Thursday, 22 April 2021** at **3.00 p.m.** (Singapore time)¹ to transact the following businesses:

Ordinary Business

Ordinary Resolution 1 :

To receive and adopt the audited Financial Statements of Far East H-Trust for the financial year ended 31 December 2020, comprising the audited Financial Statements of Far East Hospitality Real Estate Investment Trust ("**Far East H-REIT**") and the audited Financial Statements of Far East Hospitality Business Trust ("**Far East H-BT**"), the Report of DBS Trustee Limited, as the trustee of Far East H-REIT (the "**REIT Trustee**"), the Report of FEO Hospitality Asset Management Pte. Ltd., as the manager of Far East H-REIT (the "**REIT Manager**"), the Report of FEO Hospitality Trust Management Pte. Ltd., as the trustee-manager of Far East H-BT (the "**Trustee-Manager**"), the Statement by the Chief Executive Officer of the Trustee-Manager, together with the Auditor's Report thereon.

Ordinary Resolution 2 :

To re-appoint Ernst & Young LLP as auditors of Far East H-Trust comprising Far East H-REIT and Far East H-BT to hold office until the conclusion of the next annual general meeting of Far East H-Trust and to authorise the REIT Manager and the Trustee-Manager to determine their remuneration.

¹ Any reference to a time of day is made by reference to Singapore time.

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Special Business

To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

Ordinary Resolution 3 :

THAT authority be and is hereby given to the REIT Manager and the Trustee-Manager, to

- (a) (1) issue new units in Far East H-REIT ("**Far East H-REIT Units**") and new units in Far East H-BT ("**Far East H-BT Units**", together the "**Stapled Securities**") whether by way of rights or otherwise; and/or
- (2) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Stapled Securities 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 Stapled Securities,

at any time and upon such terms and conditions and for such purposes and to such persons as the REIT Manager and the Trustee-Manager may in their absolute discretion deem fit; and

- (b) issue Stapled Securities in pursuance of any Instrument made or granted by the REIT Manager and the Trustee-Manager while this Resolution is in force (notwithstanding that the authority conferred by this Resolution may have ceased to be in force), provided that:

- (1) the aggregate number of Stapled Securities to be issued pursuant to this Resolution (including Stapled Securities 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 Stapled Securities (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Stapled Securities to be issued other than on a *pro rata* basis to Stapled Securityholders shall not exceed twenty per cent (20%) of the total number of issued Stapled Securities (as calculated in accordance with sub-paragraph (2) below);

- (2) subject to such manner of calculation as may be prescribed by The Singapore Exchange Securities Trading Limited ("**SGX-ST**") for the purpose of determining the aggregate number of Stapled Securities that may be issued under sub-paragraph (1) above, the total number of issued Stapled Securities shall be based on the number of issued Stapled Securities at the time this Resolution is passed, after adjusting for:

- (i) any new Stapled Securities arising from the conversion or exercise of any Instruments which are outstanding at the time this Resolution is passed; and
- (ii) any subsequent bonus issue, consolidation or subdivision of Stapled Securities;

- (3) in exercising the authority conferred by this Resolution, the REIT Manager and the Trustee-Manager shall comply with the provisions of the Listing Manual of SGX-ST for the time being in force (unless such compliance has been waived by SGX-ST), the Business Trusts Act, Chapter 31A of Singapore for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore), the trust deed constituting Far East H-REIT (as amended) (the "**REIT Trust Deed**") for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore), the trust deed constituting Far East H-BT (as amended) (the "**BT Trust Deed**") for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore) and the stapling deed stapling Far East H-REIT and Far East H-BT (as amended) for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore) (the "**Stapling Deed**");

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- (4) (unless revoked or varied by the Stapled Securityholders in a general meeting) the authority conferred by this Resolution shall continue in force until (i) the conclusion of the next annual general meeting of Far East H-Trust or (ii) the date by which the next annual general meeting of Far East H-Trust is required by law 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 Stapled Securities into which the Instruments may be converted, in the event of rights, bonus or other capitalisation issues or any other events, the REIT Manager and the Trustee-Manager are authorised to issue additional Instruments or Stapled Securities pursuant to such adjustment notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the Instruments are issued; and
- (6) the REIT Manager, the REIT Trustee and the Trustee-Manager 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 REIT Manager, the REIT Trustee or, as the case may be, the Trustee-Manager may consider expedient or necessary or in the interest of Far East H-REIT, Far East H-BT and Far East H-Trust as a whole to give effect to the authority conferred by this Resolution.

(Please see Explanatory Note below)

By Order of the Board

Lin Moi Heyang

Company Secretary
FEO Hospitality Asset Management Pte. Ltd.
(Company Registration No. 201102629K)
25 March 2021

By Order of the Board

Lin Moi Heyang

Company Secretary
FEO Hospitality Trust Management Pte. Ltd.
(Company Registration No. 201210698W)
25 March 2021

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Important Notice:

Participation in the AGM via “live” audio-visual webcast or “live” audio-only stream

1. This AGM is being convened, and will be held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Stapled Securityholders and Supplementary Retirement Scheme (“SRS”) investors will be able to observe and/or listen to the AGM proceedings through a “live” audio-visual webcast or “live” audio-only stream via their mobile phones, tablets or computers. In order to do so, Stapled Securityholders and SRS investors must pre-register at Far East H-Trust’s pre-registration website at the URL <http://feht.listedcompany.com/home.html> from now till **3.00 p.m. on 19 April 2021** to enable the REIT Manager and Trustee-Manager to verify their status as Stapled Securityholders.
2. Following the verification, authenticated Stapled Securityholders and SRS investors 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 **3.00 p.m. on 21 April 2021**. Stapled Securityholders and SRS investors who do not receive an email by **3.00 p.m. on 21 April 2021** but have registered by the **3.00 p.m. on 19 April 2021** deadline should contact Far East H-Trust’s Stapled Security Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., via email at srs.teamc@boardroomlimited.com or call +65 6536-5355 between **10:00 a.m. to 4:00 p.m.**

Submission of questions in advance

3. Stapled Securityholders and investors may submit questions relating to the business of this AGM no later than **3.00 p.m. on 18 April 2021** so that they may be addressed during the AGM proceedings. Questions are to be submitted:
 - via the pre-registration website at the URL <http://feht.listedcompany.com/home.html>;
 - by email to Far East H-Trust’s Stapled Security Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at srs.teamc@boardroomlimited.com; or
 - by post and deposited at the office of Far East H-Trust’s Stapled Security Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623.

Stapled Securityholders who submit questions by email or post to Far East H-Trust’s Stapled Security Registrar must provide the following information:

- Stapled Securityholder’s full name (as in NRIC);
- Stapled Securityholder’s NRIC number; and
- The manner in which the Stapled Securityholder holds the Stapled Securities (e.g. via The Central Depository (Pte) Limited or SRS).

The Chairman of the REIT Manager and Trustee-Manager, Mr Wee Kheng Jin, Lead Independent Director, Mr Willie Cheng Jue Hiang, and Chief Executive Officer, Mr Gerald Lee Hwee Keong, will conduct the proceedings of the AGM. The REIT Manager and Trustee-Manager will endeavour to address all substantial and relevant questions received from Stapled Securityholders during the AGM through the “live” audio-visual webcast and “live” audio-only stream. The REIT Manager and Trustee-Manager will publish the minutes of the AGM on Far East H-Trust’s website and on SGXNET, which will include responses to substantial and relevant questions addressed during the AGM. Stapled Securityholders will not be able to ask questions at the AGM during the “live” audio-visual webcast and “live” audio-only stream, and therefore it is important for Stapled Securityholders who wish to ask questions to submit their questions in advance of the AGM.

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Proxy Voting

4. Stapled Securityholders will not be able to vote online on the resolutions to be tabled for approval at the AGM. If a Stapled Securityholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM. In addition to the printed copies of the proxy form for the AGM which will be sent to Stapled Securityholders, the proxy form is available on Far East H-Trust's website at the URL <http://feht.listedcompany.com/home.html> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. In appointing the Chairman of the Meeting as proxy, a Stapled Securityholder 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 Meeting as proxy for that resolution will be treated as invalid.
5. The proxy form appointing the Chairman of the Meeting as proxy must be submitted to the Managers in the following manner:
 - (a) if submitted by post, be lodged at the office of Far East H-Trust's Stapled Security Registrar at Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
 - (b) if submitted electronically, be submitted via email to srs.teamc@boardroomlimited.com,

in either case, by **3.00 p.m.** on **20 April 2021**, being 48 hours before the time set for holding this AGM.

A Stapled Securityholder who wishes to submit the proxy form must first 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 current COVID-19 situation in Singapore, Stapled Securityholders are strongly encouraged to submit completed proxy forms electronically via email.

6. Persons who hold Stapled Securities through relevant intermediaries (as defined below) 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 the AGM; and/or (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM. In addition, SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective SRS Operators to submit their votes by **5.00 p.m.** on **13 April 2021**, being 7 working days before the date of the AGM.

In this Notice, a "**relevant intermediary**" means:

- (a) a banking corporation licensed under the Banking Act, Chapter 19 of Singapore, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Stapled Securities in that capacity;
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act, Chapter 289 of Singapore, and who holds Stapled Securities in that capacity;
or
- (c) the Central Provident Fund Board ("**CPF Board**") established by the Central Provident Fund Act, Chapter 36 of Singapore, in respect of Stapled Securities 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 Stapled Securities in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

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7. The Chairman of the Meeting, as proxy, need not be a Stapled Securityholder.
8. All documents (including Far East H-Trust's Proxy Form and this Notice) and information relating to the business of this AGM have been, or will be, published on SGXNet and/or Far East H-Trust's website at the URL <http://feht.listedcompany.com/home.html>. For convenience, printed copies of the documents will be despatched to Stapled Securityholders. Stapled Securityholders and investors are advised to check SGXNet and/or Far East H-Trust's website regularly for the latest updates on the status of the AGM.

Explanatory Note on Ordinary Resolution 3

The Ordinary Resolution 3 above, if passed, will empower the REIT Manager and the Trustee-Manager to issue Stapled Securities and to make or grant instruments (such as warrants, debentures or other securities) convertible into Stapled Securities and issue Stapled Securities pursuant to such instruments from the date of the Annual General Meeting until the date of the next Annual General Meeting of Far East H-Trust. The aggregate number of Stapled Securities which the REIT Manager and the Trustee-Manager may issue (including Stapled Securities to be issued pursuant to convertibles) under this Resolution must not exceed fifty per cent. (50%) of the total number of issued Stapled Securities of which up to twenty per cent. (20%) of the total number of issued Stapled Securities may be issued other than on a *pro rata* basis to Stapled Securityholders.

The Ordinary Resolution 3 above, if passed, will empower the REIT Manager and the Trustee-Manager from the date of the Annual General Meeting until the date of the next annual general meeting of Far East H-Trust, to issue Stapled Securities as either partial or full payment of the fees which the REIT Manager and the Trustee-Manager are entitled to receive for their own accounts pursuant to the REIT Trust Deed and BT Trust Deed respectively.

For the purpose of determining the aggregate number of Stapled Securities that may be issued, the percentage of issued Stapled Securities will be calculated based on the total number of issued Stapled Securities at the time that Ordinary Resolution 3 above is passed, after adjusting for (i) new Stapled Securities arising from the conversion or exercise of any Instruments which are outstanding at the time this Resolution is passed and (ii) any subsequent bonus issue, consolidation or subdivision of Stapled Securities.

Fund raising by issuance of new Stapled Securities may be required in instances of property acquisitions or debt repayments. In any event, if the approval of Stapled Securityholders is required under the Listing Manual of SGX-ST, the REIT Trust Deed, the BT Trust Deed and the Stapling Deed or any relevant laws and regulations in such instances, the REIT Manager and the Trustee-Manager will then obtain the approval of Stapled Securityholders accordingly.

Important Reminder: In view of the constantly evolving COVID-19 situation in Singapore, we may be required to change the arrangements for the AGM at short notice. Stapled Securityholders and investors are advised to check SGXNet and/or Far East H-Trust's website at the URL <http://feht.listedcompany.com/home.html> for the latest updates on the status of the AGM.

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Personal Data Privacy

By submitting the proxy form appointing the Chairman to attend, speak and vote at the AGM and/or any adjournment thereof, a Stapled Securityholder consents to the collection, use and disclosure of the Stapled Securityholder's personal data by the REIT Manager, the Trustee-Manager and the REIT Trustee (or their agents) for the purpose of the processing, administration and analysis by the REIT Manager, the Trustee-Manager and the REIT Trustee (or their agents) of the appointment of the Chairman as proxy 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 REIT Manager, the Trustee-Manager and the REIT Trustee (or their agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"). In the case of a Stapled Securityholder who is a relevant intermediary, by submitting a consolidated list of participants for the "live" broadcast of the AGM, the Stapled Securityholder (i) warrants that the Stapled Securityholder has obtained the prior consent of such participant(s) for the collection, use and disclosure by the REIT Manager, the Trustee-Manager and the REIT Trustee (or their agents) of the personal data of such participant(s) for the Purposes of the "live" broadcast of the AGM (including any adjournment thereof) (ii) and agrees that the Stapled Securityholder will indemnify the REIT Manager, the Trustee-Manager and the REIT Trustee (or their agents) in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Stapled Securityholder's breach of warranty.

