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Champion Real Estate Investment Trust

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

(Stock Code: 2778)

Managed by

Eagle Asset Management

Eagle Asset Management (CP) Limited

NOTICE OF 2013 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2013 Annual General Meeting of unitholders (the “**Unitholders**”) of Champion Real Estate Investment Trust (“**Champion REIT**”) will be held at Yat Tung Heen, 2nd Floor, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong on Thursday, 2 May 2013 at 3:30 p.m. for the following purposes:

- (1) To note the audited financial statements of Champion REIT together with the Independent Auditor’s Report for the year ended 31 December 2012.
- (2) To note the payment of distribution for the year ended 31 December 2012.
- (3) To note the appointment of Auditor of Champion REIT and the fixing of their remuneration.
- (4) To consider and, if thought fit, pass with or without modification, the following resolution as an Ordinary Resolution:

“**THAT:**

- (a) a mandate to purchase units be given to Eagle Asset Management (CP) Limited, as the manager (the “**REIT Manager**”) of Champion Real Estate Investment Trust (“**Champion REIT**”), subject to the “Circular to Management Companies of SFC-authorised Real Estate Investment Trusts” issued on 31 January 2008 by the Securities and Futures Commission of Hong Kong (the “**SFC**”), and paragraph (b) below, the exercise by the REIT Manager during the Relevant Period (as defined in paragraph (c) below) of all powers of the REIT Manager to purchase units (“**Units**”, each a “**Unit**”) in Champion REIT on behalf of Champion REIT on The Stock Exchange of Hong Kong Limited, subject to and

in accordance with the Trust Deed (as may be amended and supplemented from time to time), the Code on Real Estate Investment Trusts (the “**REIT Code**”), the guidelines issued by the Securities and Futures Commission of Hong Kong from time to time, applicable rules and regulations, and the laws of Hong Kong, be and the same, is hereby generally and unconditionally approved;

- (b) the aggregate number of Units which may be purchased or agreed to be purchased by the REIT Manager pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 10 per cent. of the aggregate number of issued Units 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 purposes of this resolution, “Relevant Period” means the period from the date of the passing of this resolution until whichever is 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 meeting referred to in (i) above is required to be held under the Trust Deed, the REIT Code or any applicable laws; and
 - (iii) the passing of an ordinary resolution by the Unitholders in a general meeting revoking or varying the authority given to the REIT Manager by this resolution.”

By Order of the Board
EAGLE ASSET MANAGEMENT (CP) LIMITED
(as manager of Champion Real Estate Investment Trust)
LO Ka Shui
Chairman

Hong Kong, 19 March 2013

Registered Office of the REIT Manager:
Suite 3008, 30th Floor
Great Eagle Centre
23 Harbour Road
Wanchai
Hong Kong

Notes:

1. A Unitholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on poll in his/her stead. The person appointed to act as proxy need not be a Unitholder.
2. In order to be valid, the form of proxy, 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 authority, if any, must be deposited at the registered office of the REIT Manager of Suite 3008, 30th Floor, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong, not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof.

Completion and return of the form of proxy will not preclude you from attending and voting in person should you so wish. In the event that you attend the meeting or adjourned meeting (as the case may be) after having lodged a form of proxy, the form of proxy will be deemed to have been revoked.

3. In the case of joint holders of a Unit, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the Register of Unitholders.
4. The Register of Unitholders will be closed from Friday, 26 April 2013 to Thursday, 2 May 2013 (Record Date), both days inclusive, during which period no transfers of Units will be effected. For those Unitholders who are not already on the Register of Unitholders, in order to qualify to attend and vote at the meeting and for the final distribution, all Unit certificates accompanied by the duly completed transfer forms must be lodged with Champion REIT's Unit Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on Thursday, 25 April 2013.
5. On 21 February 2013, the Board of Directors of the REIT Manager has announced a final distribution for the six months ended 31 December 2012 of HK\$0.1074 per Unit, subject to dilution arising from issuance of Units to the REIT Manager for the settlement of the Manager's fee in respect of the six months ended 31 December 2012 and upon receipt of conversion notice, if any, in respect of the convertible bonds issued until the Record Date. Together with the interim distribution for the six months ended 30 June 2012 of HK\$0.1018 per Unit, the total distribution for the year ended 31 December 2012 amounts to HK\$0.2092 per Unit subject to dilution as mentioned above.
6. A form of proxy for use at the meeting is sent to Unitholders together with the Annual Report 2012 on 19 March 2013. The form of proxy is published on the HKExnews website of the Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and can also be downloaded from Champion REIT's website at www.ChampionReit.com.

As at the date of this notice, the Board of Directors of the REIT Manager comprises:

Non-executive Directors:

Dr. Lo Ka Shui (*Chairman*), Mr. Cheng Wai Chee, Christopher, Mr. Ho Shut Kan and Mr. Lo Kai Shui

Executive Director:

Mr. Lee Ching Ming, Adrian (*Chief Executive Officer*)

Independent Non-executive Directors:

Mr. Cha Mou Sing, Payson, Mr. Ip Yuk Keung, Albert and Mr. Shek Lai Him, Abraham