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# ChampionREIT

## 冠君產業信託

### 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 EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (“**EGM**”) of unitholders (“Unitholders”) of Champion Real Estate Investment Trust (“**Champion REIT**”) will be held at 32nd Floor, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong on Thursday, 24 November 2022 at 4:00 p.m. for the purposes of considering and, if thought fit, passing with or without modifications, the following resolutions:

### ORDINARY RESOLUTIONS

Words and expressions that are not expressly defined in this notice of extraordinary general meeting shall bear the same meaning as that defined in the unitholder circular dated 8 November 2022 (“**Circular**”).

#### 1. THAT:

- (a) the Revenue Transactions Framework Agreement, the Revenue Transactions and the Revenue Transactions Annual Caps be and are hereby approved, confirmed and ratified; and
- (b) authorisation be granted to the REIT Manager, any director of the REIT Manager, the Trustee and any authorised signatory of the Trustee (“**Authorised Person**”) to do all such acts and things (including executing all such documents as may be required) as such Authorised Person may consider expedient or necessary or in the interest of Champion REIT to give effect to the matters resolved upon in paragraph (a) of this resolution.

**2. THAT:**

- (a) the Expense Transactions Framework Agreement, the Expense Transactions and the Expense Transactions Annual Caps be and are hereby approved, confirmed and ratified; and
- (b) authorisation be granted to the REIT Manager, any director of the REIT Manager, the Trustee and any authorised signatory of the Trustee (“**Authorised Person**”) to do all such acts and things (including executing all such documents as may be required) as such Authorised Person may consider expedient or necessary or in the interest of Champion REIT to give effect to the matters resolved upon in paragraph (a) of 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, 8 November 2022

*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 EGM 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. **To safeguard the health and safety of the Unitholders and to prevent the spreading of the COVID-19, Unitholders are strongly encouraged to cast their votes by submitting a proxy form appointing the Chairman of the EGM as their proxy.**
- 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 at 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 EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude Unitholders from attending and voting in person should they so wish. In the event that Unitholders attend the EGM 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. For the purposes of determining entitlements to attend and vote at the EGM, the Register of Unitholders will be closed from Tuesday, 22 November 2022 to Thursday, 24 November 2022, 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 EGM, 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, 17<sup>th</sup> Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration not later than 4:30pm on Monday, 21 November 2022.
5. In compliance with the Trust Deed and the REIT Code, Dr Lo Ka Shui and his controlled entities (including Great Eagle Group) shall abstain from voting on the Ordinary Resolutions. Dr Lo Ka Shui has agreed that he will abstain, and will procure each of his controlled entities (including Great Eagle Group) to abstain, from voting at the EGM on the Ordinary Resolutions to approve the Framework Agreements, the Continuing Connected Party Transactions and the New Annual Caps, except pursuant to a proxy given by Independent Unitholders where a specific direction as to voting is given.
6. A form of proxy for use at the EGM is sent to the Unitholders together with the Circular on Tuesday, 8 November 2022. The form of proxy is published on the website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and can also be downloaded from Champion REIT's website at [www.ChampionReit.com](http://www.ChampionReit.com).
7. If a black rainstorm warning signal or a tropical cyclone warning signal no. 8 or above is in force in Hong Kong at 2 p.m. on Thursday, 24 November 2022, the EGM will be rescheduled. The REIT Manager will publish an announcement on the website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and Champion REIT's website at [www.ChampionReit.com](http://www.ChampionReit.com) to notify Unitholders of the date, time and venue of the rescheduled meeting.
8. The EGM venue has wheelchair access. Anyone accompanying a Unitholder in need of assistance will be admitted to the EGM. If any member with a disability has a question regarding attendance, please contact the Company Secretarial Division of the REIT Manager by email at [ChampionReit.ecom@eam.com.hk](mailto:ChampionReit.ecom@eam.com.hk).
9. **To protect the attending Unitholders, staff and stakeholders from the risk of infection of COVID-19, Champion REIT will implement the following precautionary and control measures at the EGM against the pandemic:**
  - (i) **Compulsory body temperature check;**
  - (ii) **Compulsory wearing of surgical facial masks;**
  - (iii) **Mandatory health declaration;**
  - (iv) **Maintaining a safe distance between seats;**
  - (v) **No provision of refreshments or beverages; and**
  - (vi) **No distribution of coupons for subsequent consumption.**

**Should anyone seeking to attend the EGM decline to submit to these requirements or be found to be suffering from a fever (i.e. having a body temperature of over 37.5 degrees Celsius) or otherwise unwell, Champion REIT reserves the right to refuse such person's admission to the EGM.**
10. **Subject to the development of COVID-19, Champion REIT may change the EGM arrangements at short notice and may issue further announcement as appropriate. Unitholders should check the Champion REIT's website ([www.ChampionReit.com](http://www.ChampionReit.com)) for updates on the latest arrangement of the EGM.**

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

*Non-executive Directors:*

Dr Lo Ka Shui (*Chairman*) and Ms Wong Mei Ling, Marina

*Executive Directors:*

Ms Hau Shun, Christina (*Chief Executive Officer*) and Mr Kwong Chi Kwong

*Independent Non-executive Directors:*

Mr Cheng Wai Chee, Christopher, Mr Ho Shut Kan, Mr Ip Yuk Keung, Albert and Mr Shek Lai Him, Abraham