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Prosperity 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: 808)

Managed by

ESR Asset Management (Prosperity) Limited

AMENDMENTS TO THE TRUST DEED

The Board wishes to announce that amendments have been made to the Trust Deed mainly to: (i) incorporate the Treasury Units Amendments; (ii) align with the regulatory changes that allow trading during severe weather conditions; and (iii) implement miscellaneous amendments of an editorial or immaterial nature.

The Trust Deed Amendments became effective on 1 April 2026.

INTRODUCTION

The Board wishes to announce that on 1 April 2026, the REIT Manager entered into the Seventh Supplemental Deed with the Trustee to amend the Trust Deed. The main purposes of the Trust Deed Amendments are to: (i) incorporate the Treasury Units Amendments; (ii) align with the regulatory changes that allow trading during severe weather conditions; and (iii) implement miscellaneous amendments of an editorial or immaterial nature.

TRUST DEED AMENDMENTS

The key Trust Deed Amendments are as follows:

(i) insert the definition of Treasury Units and specify that they shall be held, resold, transferred or otherwise managed in the manner permitted by the REIT Code, the Listing Rules and the Takeovers Code, and any published guidelines, policies, practice statements or other guidance issued by the SFC from time to time;

(ii) amend the definitions of "Business Day" and "Business Hours" as well as provisions regarding the inspection and closure of the register of Unitholders; and

(iii) implement certain miscellaneous amendments of an editorial or immaterial nature.

The Trustee has certified pursuant to clause 26 of the Trust Deed and 9.6 of the REIT Code that, in its opinion, the Trust Deed Amendments: (i) are necessary in order to comply with applicable fiscal, statutory or official requirements (whether or not having the force of law); or (ii) do not materially prejudice the interests of the Unitholders, do not operate to release to any material extent the Trustee or the REIT Manager from any liability to the Unitholders and do not increase the costs and charges payable from the Deposited Property; or (iii) are necessary to correct a manifest error.

The REIT Manager hereby gives notice of the Trust Deed Amendments to the Unitholders pursuant to clause 26 of the Trust Deed. In compliance with the Trust Deed and the REIT Code, the Trust Deed Amendments do not require specific approval from the Unitholders.

A copy of the Trust Deed (including the Seventh Supplemental Deed) is available for inspection at the place of business of the REIT Manager in Hong Kong at all times from 9:00 a.m. to 5:00 p.m. (Hong Kong time) on any Business Day that is not a Bad Weather Day in accordance with the provisions of the Trust Deed.

DEFINITIONS

In this announcement, the following definitions apply throughout unless otherwise stated.

Bad Weather Day	A day on which a No. 8 typhoon warning signal or above, a black rainstorm warning signal and/or "extreme conditions" is announced by the Hong Kong government.
Board	The board of directors of the REIT Manager.
Business Day	Any day on which the Hong Kong Stock Exchange is open for the business of dealing in securities.
CCASS	the Central Clearing and Settlement System operated by Hong Kong Securities Clearing Company Limited or any successor system operated by Hong Kong Securities Clearing Company Limited or any successor thereto.
Deposited Property	All the assets of Prosperity REIT.
Hong Kong	The Hong Kong Special Administrative Region of the People's Republic of China.
Hong Kong Stock Exchange	The Stock Exchange of Hong Kong Limited.
Listing Rules	The Rules Governing the Listing of Securities on Hong Kong Stock Exchange as amended, supplemented or otherwise modified from time to time.

Prosperity REIT	Prosperity Real Estate Investment Trust, a collective investment scheme constituted as a unit trust and authorised under section 104 of the SFO subject to applicable conditions from time to time.
REIT Code	The Code on Real Estate Investment Trusts published by the SFC as amended, supplemented or otherwise modified from time to time.
REIT Manager	ESR Asset Management (Prosperity) Limited, in its capacity as manager of Prosperity REIT (unless otherwise stated).
Seventh Supplemental Deed	The seventh supplemental deed dated 1 April 2026 amending the Trust Deed.
SFC	The Securities and Futures Commission of Hong Kong.
SFO	The Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).
subsidiary	Has the meaning ascribed to it under the REIT Code.
Takeovers Code	The Codes on Takeovers and Mergers and Share Buy-backs published by the SFC as amended, supplemented or otherwise modified from time to time.
Treasury Units	The Units repurchased and held by Prosperity REIT in treasury as authorised by the Trust Deed or in accordance with the REIT Code, the Listing Rules, the Takeovers Code and other relevant codes and guidelines issued by the SFC from time to time and applicable laws and regulations. Treasury Units include Units repurchased by Prosperity REIT and held or deposited in CCASS for sale on The Stock Exchange of Hong Kong Limited (in each case whether through the REIT Manager or otherwise).
Treasury Units Amendments	the amendments to the Listing Rules, which took effect on 11 June 2024, allowing the holding and the resale of treasury shares, as modified and supplemented by the circular published by the SFC on 24 May 2024 regarding "Treasury units of SFC-authorised REITs".
Trust Deed	The trust deed entered into between the Trustee and the REIT Manager constituting Prosperity REIT, dated 29 November 2005 as amended, supplemented and/or restated from time to time.
Trust Deed Amendments	The amendments to the Trust Deed pursuant to the Seventh Supplemental Deed.
Trustee	HSBC Institutional Trust Services (Asia) Limited, in its capacity as trustee of Prosperity REIT.

Unit(s)	Unit(s) of Prosperity REIT.
Unitholder(s)	Holder(s) of Unit(s).

By order of the Board
ESR Asset Management (Prosperity) Limited
(as manager of Prosperity Real Estate Investment Trust)
Wong Lai Hung
Executive Director and Chief Executive Officer

Hong Kong, 1 April 2026

The directors of the REIT Manager as at the date of this announcement are Dr. Chiu Kwok Hung, Justin (Chairman), Mr. Ma Lai Chee, Gerald and Mr. Shen Jinchu as Non-executive Directors; Ms. Wong Lai Hung as Executive Director; Dr. Lan Hong Tsung, David, Mrs. Sng Sow-Mei (alias Poon Sow Mei), Mr. Wong Kwai Lam and Ms. Ng Shieu Yeing, Christina as Independent Non-executive Directors.