

MAPLETREE LOGISTICS TRUST

(Constituted in the Republic of Singapore
pursuant to a Trust Deed dated 5 July 2004 (as amended))

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING (“EGM”) of the holders of units of Mapletree Logistics Trust (“MLT”, and the holders of units of MLT, “Unitholders”) will be held at 20 Pasir Panjang Road, Mapletree Business City, Town Hall – Auditorium, Singapore 117439 and by way of electronic means on Monday, 23 November 2020 at 2.30 p.m., for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

ORDINARY RESOLUTIONS

1. THE PROPOSED ACQUISITIONS AS INTERESTED PERSON TRANSACTIONS

That, subject to and contingent upon the passing of Resolution 2 and Resolution 3:

- (i) approval be and is hereby given for the proposed acquisitions of (a) the remaining 50.0% interest in 15 properties and a 100.0% interest in seven properties in the PRC through the acquisition of property holding companies, (b) the Malaysia Property (as defined in the circular to Unitholders dated 2 November 2020 (the “Circular”)) and (c) a 100.0% interest in one property in Vietnam through the acquisition of a property holding company (collectively, the “Acquisitions”), as interested person transactions, in the manner described in the Circular;
- (ii) approval be and is hereby given for the payment of all fees and expenses relating to the Acquisitions; and
- (iii) Mapletree Logistics Trust Management Ltd. (as manager of MLT) (the “Manager”), any director of the Manager (“Director”), and HSBC Institutional Trust Services (Singapore) Limited (as trustee of MLT) (the “Trustee”), be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) (the “Acquisition Documents”) as the Manager, such Director or, as the case may be, the Trustee may consider expedient or necessary or in the interests of MLT to give effect to the Acquisitions and all transactions contemplated under the Acquisition Documents, and in this connection, the board of directors of the Manager (the “Board”) be hereby authorised to delegate such authority to such persons as the Board deems fit.

2. THE PROPOSED ISSUE OF NEW UNITS IN MLT AS PARTIAL CONSIDERATION FOR THE PRC ACQUISITIONS

That, subject to and contingent upon the passing of Resolution 1 and Resolution 3:

- (i) approval be and is hereby given for the issue, in the manner described in the Circular, of such number of Consideration Units (as defined in the Circular) to Mulberry Pte. Ltd. (“Mulberry”) (which was nominated by the Relevant PRC Vendors (as defined in the Circular) to receive the Consideration Units), a subsidiary of Mapletree Investments Pte Ltd (“MIPL”), in relation to the proposed PRC Acquisitions (as defined in the Circular); and
- (ii) the Manager, any Director and the Trustee 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 Manager, such Director or, as the case may be, the Trustee, may consider expedient or necessary or in the interests of MLT to give effect to the issue of Consideration Units and all transactions in connection therewith.

3. THE PROPOSED WHITEWASH RESOLUTION

That subject to the conditions in the SIC Waiver (as defined in the Circular) being fulfilled, Unitholders other than Mulberry, parties acting in concert with Mulberry (“Concert Parties”) and parties which are not independent of Mulberry, hereby (on a poll taken) waive their rights to receive a Mandatory Offer from Mulberry and its Concert Parties for all the remaining issued units in MLT (“Units”) not owned or controlled by Mulberry and its Concert Parties, in the event that they trigger a mandatory bid obligation pursuant to Rule 14 of the Singapore Code on Take-overs and Mergers as a result of the receipt by Mulberry (which has been nominated by the Relevant PRC Vendors to receive the Consideration Units) of the Consideration Units as partial consideration for the PRC Acquisitions.


BY ORDER OF THE BOARD
Mapletree Logistics Trust Management Ltd.
(Company Registration No. 200500947N)
As Manager of Mapletree Logistics Trust

Wan Kwong Weng
Joint Company Secretary

Singapore
2 November 2020

Important Notice:

1. The EGM will be held at 20 Pasir Panjang Road, Mapletree Business City, Town Hall – Auditorium, Singapore 117439 pursuant to the COVID-19 (Temporary Measures) (Control Order) Regulations 2020 (the “**Physical Meeting**”) and by way of 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 (the “**Virtual Meeting**”). Any reference to a time of day is made by reference to Singapore time.
2. Pre-registration Requirements applicable to all Unitholders

Unitholders and CPF and SRS investors can scan the Quick Response (“ QR ”) code to pre-register for the Physical Meeting or the Virtual Meeting	
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All Unitholders and CPF and SRS investors who wish to attend either the Physical Meeting or the Virtual Meeting are required to pre-register at MLT’s website at the URL <https://www.mapletreeoligisticstrust.com> from now till 20 November 2020, 2.30 p.m., to enable the Manager to verify their status as Unitholders.

Unitholders and CPF and SRS investors who have pre-registered by the 20 November 2020 deadline but fail to receive any confirmation email in relation to the Physical Meeting or the Virtual Meeting by 22 November 2020, 2.30 p.m. should immediately contact the Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at +65 6230 9580/586 or at srs.teamd@boardroomlimited.com.

3. Details of the Physical Meeting

Due to the current COVID-19 restriction orders in Singapore, the Manager will restrict the number of in-person attendees at the Physical Meeting by imposing a limit of 30 Unitholders and CPF and SRS investors to be accommodated at the Physical Meeting. It should be noted that this limit for in-person attendees at the Physical Meeting may be subject to change taking into account any regulations, directives, measures or guidelines that may be issued by any government and regulatory agency in light of the COVID-19 situation from time to time.


Successful authenticated Unitholders and CPF and SRS investors: Following the verification by the Manager, authenticated Unitholders and CPF and SRS investors who are successful in the pre-registration for the Physical Meeting will by 22 November 2020, 2.30 p.m. receive:

- a confirmation email for the Physical Meeting containing details as well as instructions on attending the Physical Meeting (the “**Confirmation Email for Physical Meeting**”); and
- a confirmation email for the Virtual Meeting containing unique 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 EGM proceedings and submit questions during the EGM via the online chat box (the “**Confirmation Email for Virtual Meeting**”), which can be used to attend the Virtual Meeting in the event the successful Unitholder or CPF/SRS investor is unable to attend the Physical Meeting for unforeseen reasons (see paragraph 4 below for further details on the Virtual Meeting).

Unitholders and CPF and SRS investors who have received the Confirmation Email for Physical Meeting will be required to bring their original NRIC/Passport for registration on the day of the EGM. Unitholders and CPF and SRS investors who did not receive the Confirmation Email for Physical Meeting will not be allowed entry into the Physical Meeting.

Unsuccessful authenticated Unitholders and CPF and SRS investors: Following the verification by the Manager, authenticated Unitholders and CPF and SRS investors who are unsuccessful in the pre-registration for the Physical Meeting due to excess demand will by 22 November 2020, 2.30 p.m. receive the Confirmation Email for Virtual Meeting.

(See paragraph 5 of the announcement titled “Extraordinary General Meeting to be held on 23 November 2020” (the “**EGM Announcement**”), which can be accessed through the QR code below, for further details on the pre-registration for the Physical Meeting, and the precautionary measures to be taken at the Physical Meeting to ensure the safety of attendees and minimise the risk of community spread of COVID-19.)

Unitholders and CPF and SRS investors can scan the QR code to access the EGM Announcement and the Proxy Form	
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4. Details of the Virtual Meeting

Unitholders and CPF and SRS investors attending the Virtual Meeting will be able to observe and/or listen to the EGM proceedings through a live audio-visual webcast or live audio-only stream via their mobile phones, tablets or computers.

(See paragraph 6 of the EGM Announcement for further details on the pre-registration for the Virtual Meeting.)

5. Question and Answer

Unitholders and CPF and SRS investors who wish to ask questions should note the following:

- (i) if attending the Physical Meeting, Unitholders and CPF and SRS investors will be able to raise questions at the Physical Meeting;
- (ii) if attending the Virtual Meeting, Unitholders and CPF and SRS investors will be able to ask questions at the EGM live during the live audio-visual webcast via the online chat box function; and
- (iii) Unitholders and CPF and SRS investors are also encouraged to submit questions related to the resolutions to be tabled for approval at the EGM to the Chairman of the EGM, in advance of the EGM.

In order for Unitholders and CPF and SRS investors to submit questions in advance of the EGM, the questions must be submitted in the following manner by 20 November 2020, 2.30 p.m.:

- (a) via MLT's website at the URL <https://www.mapletreelogisticstrust.com>; or
- (b) via email to the Manager, at Ask-MapletreeLog@mapletree.com.sg.

Unitholders and CPF and SRS investors who submit questions via email must provide the following information for authentication:

- (1) the Unitholder's full name;
- (2) the Unitholder's address; and
- (3) the manner in which the Unitholder holds Units in MLT (e.g., via CDP, CPF or SRS).

The Manager's Chairman, Mr Lee Chong Kwee, the Lead Independent Director, Mr Tarun Kataria, the Chairman of the Audit and Risk Committee, Mr Lim Joo Boon, together with the senior management of the Manager, will conduct the proceedings of the EGM. The Manager will endeavour to address all substantial and relevant questions submitted in advance of the EGM, prior to or during the EGM, and the Manager will publish the responses to those questions which the Manager will not be addressing during the EGM, on MLT's website and on SGXNET prior to the EGM. The Manager will publish the minutes of the EGM on MLT's website and on SGXNET, and the minutes will include the responses to the substantial and relevant questions which are addressed during the EGM.

6. Voting by Proxy only

A Unitholder (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM if such Unitholder wishes to exercise his/her/its voting rights at the EGM, and there will not be real-time remote electronic voting at the Physical Meeting.

Where a Unitholder (whether individual or corporate) appoints the Chairman of the EGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstention from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.

The Proxy Form must be submitted in the following manner:

- (a) if submitted by post, be lodged at the Unit Registrar's office at Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
- (b) if submitted electronically, be submitted via email to the Unit Registrar at srs.teamd@boardroomlimited.com,

in either case, by not later than 20 November 2020, 2.30 p.m., being 72 hours before the time fixed for the EGM.

A Unitholder who wishes to submit an instrument of proxy 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 and the related safe distancing measures which may make it difficult for Unitholders to submit completed Proxy Forms by post, Unitholders are strongly encouraged to submit completed Proxy Forms electronically via email.

7. Relevant Intermediaries

Persons who hold Units through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50 of Singapore), and who wish to participate in the EGM by (a) attending the Physical Meeting; (b) observing and/or listening to the EGM proceedings through live audio-visual webcast or live audio-only stream; (c) submitting questions in advance of the EGM; (d) submitting questions during the EGM via the online chat box and/or (e) appointing the Chairman of the EGM as proxy to attend, speak and vote on their behalf at the EGM, 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 EGM.

In addition, CPF and SRS investors who wish to appoint the Chairman of the EGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 11 November 2020, 5.00 p.m., being 7 working days before the date of the EGM.

8. Other details

- (a) The Chairman of the EGM, as proxy, need not be a Unitholder of MLT.
- (b) The Circular may be accessed at MLT's website at the URL <https://www.mapletreelogisticstrust.com>.
- (c) Due to the COVID-19 situation in Singapore, the Manager may be required to change the arrangements for the EGM at short notice. Unitholders should check MLT's website at the URL <https://www.mapletreelogisticstrust.com> for the latest updates on the status of the EGM.

Personal Data Privacy:

By (a) submitting an instrument appointing the Chairman of the EGM as proxy to attend, speak and vote at the EGM and/or any adjournment thereof, (b) completing the pre-registration for the Physical Meeting or the Virtual Meeting in accordance with this Notice, or (c) submitting any question prior to the EGM in accordance with this Notice, a Unitholder consents to the collection, use and disclosure of the Unitholder's personal data by the Manager and the Trustee (or their agents) for the following purposes:

- (i) the processing and administration by the Manager and the Trustee (or their agents) of proxy forms appointing the Chairman of the EGM as a proxy for the EGM (including any adjournment thereof);
- (ii) the processing of the pre-registration for purposes of granting access to Unitholders (or their corporate representatives in the case of Unitholders which are legal entities) to the Physical Meeting or the Virtual Meeting, and providing them with any technical assistance where necessary;
- (iii) addressing relevant and substantial questions from Unitholders and CPF and SRS investors received before the EGM and if necessary, following up with the relevant Unitholders and CPF and SRS investors in relation to such questions;
- (iv) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof); and
- (v) in order for the Manager and the Trustee (or their agents) to comply with any applicable laws, listing rules, regulations and/or guidelines.