



**MANULIFE US REAL ESTATE INVESTMENT TRUST**

(a real estate investment trust constituted on 27 March 2015 under the laws of the Republic of Singapore)

**ANNUAL GENERAL MEETING TO BE HELD ON 18 MAY 2020**

1. Manulife US Real Estate Management Pte. Ltd., as manager of Manulife US Real Estate Investment Trust (“**Manulife US REIT**”, and as manager of Manulife US REIT, the “**Manager**”), refers to:
  - (a) its announcement of 7 April 2020 on the obtaining of the SGX’s approval for the time extension to hold its annual general meeting (“AGM”) by 30 Jun 2020;
  - (b) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, inter alia, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means; and
  - (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, inter alia, general meetings of companies.

2. **Date, time and conduct of AGM.** The Manager is pleased to announce that pursuant to the Order, its AGM will be convened and held by way of electronic means, on **Monday, 18 May 2020 at 10.00 a.m.** (Singapore time).

The Manager's Chairman, Mr Hsieh Tsun-Yan and Chief Executive Officer, Ms Jill Smith will conduct the proceedings of the AGM and address substantial and relevant questions which unitholders have submitted in advance.

3. **Notice of AGM and proxy form.** The Notice of AGM and proxy form will be sent to unitholders solely by electronic means via publication on Manulife US REIT's website and will also be made available on the SGX website<sup>1</sup>. Printed copies of these documents will not be sent to unitholders.
4. **No personal attendance at AGM. Due to the current Covid-19 restriction orders in Singapore, unitholders will not be able to attend the AGM in person.**
5. **Alternative arrangements for participation at the AGM.** Unitholders may participate at the AGM by:
  - (a) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
  - (b) submitting questions in advance of the AGM; and
  - (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

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<sup>1</sup> The Notice of AGM and proxy form may be accessed on our corporate website at the URL <http://www.manulifeusreit.sg> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM are set out in the Appendix to this announcement.

6. **Annual Report 2019 and Letter to Unitholders.** The Annual Report for the financial year ended 31 December 2019 and the Letter to Unitholders dated 30 April 2020 (in relation to the proposed renewal of the unit buy-back mandate) have been published on Manulife US REIT's website, and may be accessed as follows:

(a) the Annual Report 2019 may be accessed at the URL <http://investor.manulifeusreit.sg/publications.html#ir>; and

(b) the Letter to Unitholders dated 30 April 2020 may be accessed at the URL <http://www.manulifeusreit.sg>.

7. **Key dates/deadlines.** In summary, the key dates/deadlines which unitholders should take note of are set out in the table below:

Key dates	Actions
<b>30 April 2020 (Thursday)</b>	Unitholders may begin to pre-register at the URL <a href="http://www.manulifeusreit.sg">http://www.manulifeusreit.sg</a> for live audio-visual webcast/live audio-only stream of the AGM proceedings.
<b>10.00 a.m. on 6 May 2020 (Tuesday)</b>	Deadline for SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective SRS Operators to submit their votes.
<b>10.00 a.m. on 15 May 2020 (Friday)</b>	Deadline for unitholders to: <ul style="list-style-type: none"> <li>• pre-register for live audio-visual webcast/live audio-only stream of the</li> </ul>

Key dates	Actions
	<p>AGM proceedings;</p> <ul style="list-style-type: none"> <li>• submit proxy forms; and</li> <li>• submit questions in advance.</li> </ul> <p>Unitholders who have registered but have not received an email (the "<b>Pre-Registration Email</b>") by <b>10.00 a.m. on 15 May 2020</b> should contact our Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte Ltd, at <b>+65 6536 5355</b> or <b>MUSTAGM@boardroomlimited.com</b>.</p> <p>Authenticated unitholders will receive an email which contains the user ID and password details, as well as the link to access the live audio-visual webcast and a toll-free telephone number to access the live audio-only stream of the AGM proceedings (the "<b>Confirmation Email</b>").</p> <p>Unitholders who have registered but have not received the Confirmation Email by <b>12.00 p.m. on 17 May 2020</b> should contact our Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte Ltd, at <b>MUSTAGM@boardroomlimited.com</b>.</p>
<p><b>Date and time of AGM - 10.00 a.m. on 18 May 2020 (Monday)</b></p>	<ul style="list-style-type: none"> <li>• Click on the link in the Confirmation Email and enter the user ID and password to access the live audio-visual webcast of the AGM proceedings; or</li> <li>• Call the toll-free telephone number in the Confirmation Email to access the live</li> </ul>

Key dates	Actions
	audio-only stream of the AGM proceedings.

8. **Important reminder.** Due to the constantly evolving Covid-19 situation in Singapore, we may be required to change our arrangements for the AGM at short notice. Unitholders should check at the URL <https://www.sgx.com/securities/company-announcements> or <http://www.manulifeusreit.sg> for the latest updates on the status of the AGM.

Manulife US REIT would like to thank all unitholders for their patience and co-operation in enabling us to hold our AGM with the optimum safe distancing measures amidst the current Covid-19 pandemic.

BY ORDER OF THE BOARD  
 Jill Smith  
 Chief Executive Officer

**Manulife US Real Estate Management Pte. Ltd.**

(Company registration no. 201503253R)  
 (as manager of Manulife US Real Estate Investment Trust)

30 April 2020

## **IMPORTANT NOTICE**

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any offer to purchase or subscribe for any securities of Manulife US REIT in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever.

The value of units in Manulife US REIT (“Units”) and the income derived from them may fall as well as rise. The Units are not obligations of, deposits in, or guaranteed by the Manager, DBS Trustee Limited (as trustee of Manulife US REIT) or any of their respective affiliates.

An investment in the Units is subject to investment risks, including the possible loss of the principal amount invested. Holders of Units (“Unitholders”) have no right to request that the Manager redeem or purchase their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on Singapore Exchange Securities Trading Limited (the “SGX-ST”). Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units. The past performance of Manulife US REIT is not necessarily indicative of the future performance of Manulife US REIT.

## APPENDIX

### Steps for pre-registration, pre-submission of questions and voting at the AGM:

Unitholders will be able to observe and/or listen to the AGM proceedings through a live audio-video webcast or live audio-only stream via their mobile phones, tablets or computers, submit questions in advance of the AGM and vote by appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	Pre-registration	<p><b>Unitholders must pre-register at the pre-registration website at the URL <a href="http://www.manulifeusreit.sg">http://www.manulifeusreit.sg</a> from now till 10.00 a.m. on 15 May 2020 to enable Manulife US REIT to verify their status as unitholders.</b></p> <p>Unitholders who have registered but have not received the Pre-Registration Email by <b>10.00 a.m. on 15 May 2020</b> should contact our Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte. Ltd., at <b>+65 6536 5355</b> or <b>MUSTAGM@boardroomlimited.com</b>.</p> <p>Following the verification, authenticated unitholders will receive the Confirmation Email with the user ID and password details.</p> <p>Unitholders who are have registered but</p>

No.	Steps	Details
		<p>have not received the Confirmation Email by <b>12 p.m. on 17 May 2020</b> should contact our Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte Ltd, at <b>MUSTAGM@boardroomlimited.com.</b></p>
2.	<p><b>Submit questions in advance</b></p>	<p><b>Unitholders will not be able to ask questions at the AGM live during the webcast or audio-stream, and therefore it is important for unitholders to pre-register and submit their questions in advance of the AGM.</b></p> <p><b>Submission of questions.</b> Unitholders can submit questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner:</p> <p><b>(a) Via pre-registration website.</b> Unitholders who pre-register to observe and/or listen to the AGM proceedings may submit their questions via the pre-registration website at the URL <a href="http://www.manulifeusreit.sg">http://www.manulifeusreit.sg</a>.</p> <p><b>(b) By post.</b> Unitholders may also submit their questions by post to Manulife US Real Estate Management Pte. Ltd. (as</p>



No.	Steps	Details
		<p>Manager of Manulife US Real Estate Investment Trust) c/o Boardroom Corporate &amp; Advisory Services Pte. Ltd. 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623.</p> <p>When sending in your questions by post, please also provide us with the following details:</p> <ul style="list-style-type: none"> <li>• your full name;</li> <li>• your address; and</li> <li>• the manner in which you hold Units in Manulife US REIT (e.g., via CDP or SRS).</li> </ul> <p><b>(c) By email to:</b>  <b>MUSTAGM@boardroomlimited.com</b>  with your details as set out in (b) above.</p> <p><b>Deadline to submit questions.</b> All questions must be submitted and received by <b>10.00 a.m. on 15 May 2020</b>.</p> <p><b>Addressing substantial and relevant questions.</b> We will endeavour to address all substantial and relevant questions received from unitholders during the AGM through live audio-visual webcast and live audio-only stream. <b>However, as there may not be sufficient time to address all substantial and relevant questions during the AGM itself, we will publish our responses to those</b></p>

No.	Steps	Details
		<p><b>questions which we are unable to address during the AGM, on our corporate website and on SGXNET prior to the AGM.</b></p> <p><b>Minutes of AGM.</b> We will publish the minutes of the AGM on our corporate website and on SGXNet, and the minutes will include the responses to substantial and relevant questions from unitholders which are addressed during the AGM.</p>
3.	<b>Submit proxy forms to vote</b>	<p><b>Appointment of Chairman of the Meeting as proxy.</b> Unitholders (whether individual or corporate) who pre-register to observe and/or listen to the AGM proceedings and wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the AGM, in accordance with the instructions on the proxy form.</p> <p><b>Specific voting instructions to be given.</b> Where unitholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.</p>

No.	Steps	Details
		<p><b>Submission of proxy forms.</b> Proxy forms must be submitted in the following manner:</p> <p>(a) if submitted by post, be lodged with Manulife US REIT's Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or</p> <p>(b) if submitted electronically, be submitted via email to Manulife US REIT's Unit Registrar at <a href="mailto:MUSTAGM@boardroomlimited.com">MUSTAGM@boardroomlimited.com</a></p> <p>in either case, by <b>10.00 a.m. on 15 May 2020.</b></p> <p>A unitholder who wishes to submit a proxy form must first download, 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.</p> <p><b>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</b></p>

No.	Steps	Details
		<p><b>encouraged to submit completed proxy forms electronically via email.</b></p> <p>SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective SRS Operators to submit their votes by <b>10.00 a.m. on 5 May 2020.</b></p>