

K-REITasia

(Constituted in the Republic of Singapore pursuant to a trust deed dated 28 November 2005 (as amended))
Managed by K-REIT Asia Management Limited (Co Reg No: 200411357K)

Notice of Extraordinary General Meeting

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING of K-REIT Asia will be held at InterContinental Singapore, Ballrooms 1 & 2 (2nd Level), 80 Middle Road, Singapore 188966 on 31 March 2008 at 10.00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

EXTRAORDINARY RESOLUTION

1. THE PROPOSED RIGHTS ISSUE

That:

- (a) approval be and is hereby given for the issue of units in K-REIT Asia ("**Rights Units**") under a renounceable rights issue (the "**Rights Issue**") so as to raise gross proceeds of up to S\$700.0 million in the manner described in the circular to unitholders of K-REIT Asia ("**Unitholders**") dated 13 March 2008 (the "**Circular**") issued by K-REIT Asia Management Limited, as manager of K-REIT Asia (the "**Manager**"), on the terms of and subject to the conditions set out below and/or otherwise on such terms and conditions as the Manager may think fit:
 - (i) that the provisional allotments of the Rights Units shall be made on a renounceable basis to Unitholders with units in K-REIT Asia ("**Units**") standing to the credit of their securities accounts with The Central Depository (Pte) Limited ("**CDP**") and (aa) whose registered addresses with CDP are in Singapore as at a time and date to be determined by the directors of the Manager ("**Directors**") for the purpose of determining Unitholders' entitlements under the Rights Issue ("**Rights Issue Books Closure Date**") or who have, at least five market days prior to the Rights Issue Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents and who are not U.S. persons or acting for the account or benefit of U.S. persons, or (bb) who the Manager considers, in its sole discretion, may be offered Rights Units without breaching applicable securities laws ("**Eligible Unitholders**");
 - (ii) no provisional allotment of Rights Units shall be made in favour of Unitholders other than Eligible Unitholders;
 - (iii) the provisional allotments of Rights Units not taken up or allotted for any reason shall be used to satisfy applications for excess Rights Units (if any) as the Manager may, in its discretion, deem fit;
 - (iv) the Rights Units, when allotted and issued, will rank *pari passu* in all respects with the then existing Units save for any rights, allotments or other distributions, the record date for which falls before the date of issue of the Rights Units;
 - (v) not more than 420,000,000 Rights Units are issued under the Rights Issue; and
 - (vi) the Manager, any Director and RBC Dexia Trust Services Singapore Limited, in its capacity as trustee of K-REIT Asia (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 K-REIT Asia to give effect to the Rights Issue.

ORDINARY RESOLUTION

2. THE PROPOSED GENERAL MANDATE FOR THE ISSUE OF NEW UNITS AND/OR CONVERTIBLE SECURITIES

That:

- (a) approval be and is hereby given for the issue of additional Units, and/or convertible securities which may be converted into Units ("**Convertible Securities**"), in the financial year ending 31 December 2008, such that the number of additional Units (and/or Units into which the Convertible Securities may be converted) does not exceed 50.0% of the Base Figure as defined below, of which the aggregate number of additional Units (and/or Units into which the Convertible Securities may be converted), where the Units and/or the Convertible Securities are issued other than on a pro-rata basis to existing Unitholders, shall not be more than 20.0% of the Base Figure (the "**General Mandate**");
- (b) the Base Figure is the number of Units in issue (i) immediately upon the completion of the Rights Issue (subject to compliance with the conditions set out in the Circular) or (ii) (in the event that Resolution 1 is not passed or the Rights Issue is not completed) as at 31 December 2007;
- (c) pursuant to the General Mandate, the Manager may issue Units arising from the conversion of the Convertible Securities notwithstanding that the General Mandate may have ceased to be in force at the time the Units are to be issued;
- (d) where the terms of the issue of the Convertible Securities provide for adjustment to the number of Convertible Securities in the event of rights, bonus or other capitalisation issues, the Manager may issue additional Convertible Securities notwithstanding that the General Mandate may have ceased to be in force at the time the Convertible Securities are issued; and
- (e) 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 K-REIT Asia to give effect to the General Mandate.

BY ORDER OF THE BOARD
K-REIT Asia Management Limited
Company Registration No. 200411357K
(as manager of K-REIT Asia)

Choo Chin Teck/Jacqueline Ng
Joint Company Secretaries

Singapore, 13 March 2008

Important Notice

- (1) A Unitholder entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a unitholder of K-REIT Asia.
- (2) The instrument appointing a proxy must be lodged at the Manager's registered office at 1 HarbourFront Avenue, #18-01 Keppel Bay Tower, Singapore 098632 not less than 48 hours before the time appointed for the Extraordinary General Meeting.