



Constituted in the Republic of Singapore
pursuant to a trust deed dated 28 November 2005 (as amended)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING of K-REIT Asia (“K-REIT”) will be held on 8, December 2010 at 2:30 p.m. at Four Seasons Hotel, Four Seasons Ballroom (Level 2), 190 Orchard Boulevard, Singapore 248646, for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

ORDINARY RESOLUTION

THE PROPOSED ACQUISITION OF ONE-THIRD INTEREST IN MARINA BAY FINANCIAL CENTRE TOWERS 1 & 2 AND MARINA BAY LINK MALL AND THE PROPOSED DIVESTMENT OF KEPPEL TOWERS AND GE TOWER

That:

- (1) approval be and is hereby given for the acquisition (the “**MBFC Acquisition**”) of one-third of the issued share capital of BFC Development Pte. Ltd. (“**BFC**”), which holds Marina Bay Financial Centre Towers 1 & 2 and Marina Bay Link Mall, from Bayfront Development Pte. Ltd. (the “**MBFC Vendor**”), on the terms and conditions set out in the share purchase agreement dated 11 October 2010 made between RBC Dexia Trust Services Singapore Limited, as trustee of K-REIT (the “**Trustee**”), the MBFC Vendor, and Keppel Land Properties Pte Ltd (“**KLP**”);
- (2) approval be and is hereby given for the entry into of the restated shareholders’ agreement with the other shareholders of BFC and their parent entities relating to the governance of their relationship as direct and indirect shareholders of BFC;
- (3) approval be and is hereby given for the entry into of the undertaking deed with KLP and the MBFC Vendor to ensure that all rights, benefits, obligations and liabilities relating to Marina Bay Residences Pte. Ltd. shall be excluded from the MBFC Acquisition;
- (4) approval be and is hereby given for all fees and charges payable under the asset management agreement entered into between BFC and Raffles Quay Asset Management Pte Ltd;
- (5) approval be and is hereby given for the divestment of Keppel Towers and GE Tower (the “**KTGE Divestment**”) to Mansfield Developments Pte. Ltd. (the “**KTGE Purchaser**”), on the terms and conditions set out in sale and purchase agreement dated 11 October 2010 made between the Trustee and the KTGE Purchaser; and

- (6) the Manager, any director of the Manager, 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 of the Manager or, as the case may be, the Trustee may consider expedient or necessary or in the interests of K-REIT to give effect to the MBFC Acquisition and the KTGE Divestment.

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
8 November 2010

Important Notice:

- (1) A unitholder of K-REIT entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint one or two proxies to attend and vote in his/her stead. A proxy need not be a unitholder of K-REIT.
- (2) Where a unitholder of K-REIT appoints more than one proxy, the appointments shall be invalid unless he/she specifies the proportion of his/her holding (expressed as a percentage of the whole) to be represented by each proxy.
- (3) 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.

IMPORTANT NOTICE

The value of Units and the income from them may fall as well as rise. Units are not obligations of, deposits, or guaranteed by, the Manager or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on the 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 K-REIT is not necessarily indicative of the future performance of K-REIT.