

AN IMPORTANT REMINDER TO FRASERS LOGISTICS & INDUSTRIAL TRUST UNITHOLDERS

Dated 21 February 2020



OVERVIEW

On 2 December 2019, the respective managers of Frasers Logistics & Industrial Trust (“**FLT**”) and Frasers Commercial Trust (“**FCOT**”) jointly announced the proposed merger of FLT and FCOT (the “**Proposed Merger**”).

The Proposed Merger will be effected by way of a trust scheme of arrangement, with Perpetual (Asia) Limited, in its capacity as trustee of FLT acquiring all units of FCOT in exchange for a combination of cash and new units in FLT.

In conjunction with the Proposed Merger, FLT also announced the proposed acquisition of the remaining 50% interest in Farnborough Business Park (“**FBP**”) not held by FCOT from a wholly-owned subsidiary of Frasers Property Limited.

Further details can be found in the circular to unitholders of FLT (“**FLT Unitholders**”) dated 14 February 2020 (the “**Circular**”).



EXTRAORDINARY GENERAL MEETING (“EGM”)



YOUR VOTE COUNTS



PLEASE VOTE IN PERSON OR PROXY

Date and time of EGM	11 March 2020 at 10.00 a.m.
Venue of EGM	Suntec Singapore Convention & Exhibition Centre, Level 3, Summit 2, 1 Raffles Boulevard, Suntec City, Singapore 039593

Resolution 1 (Ordinary Resolution)

The proposed merger of FLT and FCOT by way of a trust scheme of arrangement

Resolution 2 (Ordinary Resolution)

The proposed allotment and issuance of new FLT Units to the FCOT unitholders as part of the consideration for the Proposed Merger

Resolution 3 (Ordinary Resolution)

The proposed acquisition of a 50% interest in FBP

WHO CAN YOU CALL IF YOU NEED HELP?

Financial Adviser to the FLT Manager
BofA Securities
Telephone: +65 6678 0102

IF YOU ARE UNABLE TO ATTEND THE EGM

Please vote by proxy

Last date and time for lodgement of the Proxy Form 8 March 2020 at 10.00 a.m.⁽¹⁾

STEPS TO FILLING IN THE PROXY FORM

1 Locate the Proxy Form

The Proxy Form is enclosed with the Notice of EGM and Notification & Request Form for FLT Unitholders to request for a printed copy of the Circular, as well as the Circular. A copy of the Circular can be obtained from FLT’s Unit Registrar:

Boardroom Corporate & Advisory Services Pte. Ltd.
50 Raffles Place, Singapore Land Tower, #32-01
Singapore 048623

Operating hours: Monday to Friday, 8:30 a.m. to 5:30 p.m.

2 Complete the Proxy Form

- Fill in your name and particulars.
- You may fill in the details of the appointee or leave the section blank. The Chairman of the EGM will be the appointee if the section is left blank.
- If you wish your proxy/proxies to cast all your votes **FOR** or **AGAINST**, tick within the box provided. Alternatively, indicate the number of votes as appropriate. If you wish your proxy/proxies to abstain from voting on the resolution, please tick the **ABSTAIN** box provided. Alternatively, please indicate the number of units that your proxy/proxies is/are directed to abstain from voting. **DO NOT TICK ALL THE BOXES.**
- If you are an individual, you or your attorney **MUST SIGN** and indicate the date. If you are a corporation, the Proxy Form must be executed under your common seal or signed by a duly authorised officer or attorney.
- Indicate the number of FLT Units you hold.

3 Return the completed Proxy Form

Return the completed and signed Proxy Form in the pre-addressed envelope to Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, Singapore Land Tower, #32-01, Singapore 048623, **NO LATER THAN 10.00 a.m. on 8 March 2020.**⁽¹⁾ The envelope is prepaid for posting in Singapore only. Please affix sufficient postage if posting from outside of Singapore.

⁽¹⁾For the avoidance of doubt, Boardroom Corporate & Advisory Services Pte. Ltd.’s office is not open on weekends and/or after operating hours, though FLT Unitholders may deposit their completed proxy form at an on-premise proxy form drop-off point.

Verification for Attendance and Voting

Please be reminded that we will need your/your proxy(ies)' or representative(s)' full name for verification purposes, and your/your proxy(ies)' or representative(s)' NRIC/passport will need to be produced for sighting at registration at the EGM. This is so as to ensure attendance and voting only by verified individuals. We reserve the right to refuse admittance to the EGM if we are unable to verify your/your proxy(ies)' or representative(s)' identity accurately.

Measures to be taken in light of Coronavirus Disease 2019 ("COVID-19")

In view of the COVID-19 situation, the following precautionary measures will be taken at the EGM:

- All attendees will be required to undergo a temperature check and sign a health declaration form before entering the EGM venue.
- Any person who has a fever will not be permitted to attend the EGM. Persons exhibiting flu-like symptoms may also be refused admittance at the FLT Manager's discretion.
- Any person, irrespective of nationality, who has been in Mainland China in the 14-day period prior to the EGM and/or such other countries or time periods as may be required or recommended by any government agencies from time to time, will not be permitted to attend the EGM.
- There will not be any food served at the EGM.

FLT Unitholders who are feeling unwell or have been placed on leave of absence on the date of the EGM are advised not to attend the EGM. FLT Unitholders are also advised to arrive at the meeting venue early, as the measures mentioned above may cause delay in the registration process.

FLT Unitholders who prefer not to attend or are restricted from attending the EGM, may still vote by proxy and are advised to take note of the last date and time for the lodgement of the proxy form.

As the COVID-19 situation continues to evolve, the FLT Manager will closely monitor the situation and reserves the right to take further measures as appropriate in order to minimise any risk to FLT Unitholders and others attending the EGM and to comply with any requirements or recommendations of any government agencies from time to time.

The FLT Manager seeks the understanding and cooperation of all FLT Unitholders to minimise the risk of community spread of COVID-19.

IMPORTANT NOTICE

The information in this reminder letter is qualified in its entirety by, and should be read in conjunction with, the full information contained in the Circular. All capitalised terms not defined herein shall have the same meaning as given to them in the Circular. In the event of any inconsistency or conflict between this reminder letter and the Circular, the Circular shall prevail. Nothing in this reminder letter is intended to be, or shall be taken as, investment or financial advice, a recommendation, an invitation, an offer or a solicitation to FLT Unitholders or any other party of any offer to acquire, purchase or subscribe for FLT Units. If you are in any doubt as to the course of action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

RESPONSIBILITY STATEMENT

The directors of the FLT Manager (including those who may have delegated detailed supervision of this reminder letter) have taken all reasonable care to ensure that the facts stated and opinions expressed in this reminder letter which relate to FLT and/or the FLT Manager are fair and accurate and that there are no other material facts not contained in this reminder letter, the omission of which would make any statement in this reminder letter misleading. The directors of the FLT Manager jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors of the FLT Manager has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this reminder letter.