

MAPLETREE INDUSTRIAL TRUST

(constituted in the Republic of Singapore pursuant to a trust deed dated 29 January 2008 (as amended))

MINUTES OF PROCEEDINGS OF 11th ANNUAL GENERAL MEETING

Date/Time	: Wednesday, 14 July 2021 at 2:30 p.m.
Venue	: Held via electronic means
Present	: Unitholders of Mapletree Industrial Trust (“MIT”) as per attendance records maintained by the Manager (as defined below)
In attendance	: Directors, Management, Joint Company Secretary and lawyers of the Manager and representatives from DBS Trustee Limited (as trustee of MIT) and PricewaterhouseCoopers LLP (the auditor of MIT), as per attendance records maintained by the Manager

Introduction

1. Mr. Wan Kwong Weng, as Joint Company Secretary, announced at 2:30 p.m. that the 11th Annual General Meeting (“AGM” or the “Meeting”) of MIT would commence. He introduced himself as the Joint Company Secretary of Mapletree Industrial Trust Management Ltd., the manager of MIT (the “Manager”), and informed Unitholders that in view of the ongoing COVID-19 situation, MIT was conducting its AGM this year via electronic means pursuant to the COVID-19 (Temporary Measures) Order 2020. He thanked Unitholders for pre-registering for the AGM and submitting questions in advance. He also informed that Unitholders could refer to MIT and SGX’s websites for the Manager’s Responses to the Substantial and Relevant Questions received from Unitholders for the AGM prior to the Meeting. Unitholders were informed that any questions in relation to the resolutions tabled for approval at the AGM could be submitted via the online chat box icon.
2. Mr. Wan Kwong Weng proceeded to introduce the Directors and the executive officers of the Manager who were present in person and via video conference, and added that representatives from DBS Trustee Limited, the trustee of MIT (the “Trustee”) and PricewaterhouseCoopers LLP, the auditor of MIT (the “Auditor”), were also in attendance.
3. Unitholders were informed that in accordance with the trust deed constituting MIT, the Trustee had nominated Mr. Wong Meng Meng, Chairman of the Board of Directors of the Manager, to preside as the Chairman of the Meeting (“Chairman”).

Presentation by Management

4. Before proceeding with the Meeting, Mr. Wan Kwong Weng invited Mr. Tham Kuo Wei, Executive Director and Chief Executive Officer of the Manager, to give the Unitholders an overview on MIT’s performance for the Financial Year 2020/2021 ended 31 March 2021.

Quorum

5. Following the presentation by Mr. Tham Kuo Wei, the conduct of the Meeting was handed back to the Chairman. Chairman welcomed Unitholders to the Meeting on behalf of the Manager. After being informed by the Joint Company Secretary that there was a quorum present at the Meeting, Chairman declared the Meeting open.

Notice

6. Chairman noted that the purpose of the Meeting was to seek the approval of Unitholders for the three resolutions ("**Resolutions**") set out in the Notice of AGM dated 21 June 2021 which was sent by post to Unitholders in printed form and also by electronic means via publication on the websites of MIT and SGX. The Notice of AGM contained two items as the ordinary business of the Meeting and one item as the special business of the Meeting. Chairman noted that each item was an ordinary resolution which had to be carried by the affirmative votes of more than 50% of the total votes cast on the resolution.
7. The Notice of AGM was noted and taken as read.

Responses to Key Questions Received from Unitholders

8. Chairman proceeded to address the key relevant questions submitted via the online chat box by Unitholders participating through the live audio-visual webcast.
9. Unitholder Mr. Teo Jun Jie had two queries:
 - (i) The first query was why Chairman had not increased his unitholdings in MIT since the initial public offering. Chairman noted that this question was asked prior to the AGM as well. He concurred with the Manager's view that this was a personal question which was not appropriate to be addressed during the AGM.
 - (ii) The second query was whether MIT would enter into co-development projects in the data centre space with the Sponsor or with third parties. Chairman replied that MIT would remain open to consider exploring co-development projects in the data centre space with the Sponsor or third parties should any suitable opportunities arise in the future.
10. Unitholder Mr. Tan Yew Aik had two queries:
 - (i) The first query was on the outlook for borrowing cost in the near future. Chairman explained that there were many considerations that would affect the cost of borrowing including the aggregate leverage level, which could be found in item 22 of the Manager's Responses to the Substantial and Relevant Questions (published on SGXNET).
 - (ii) The second query was whether MIT would ultimately dispose all Flatted Factories to become a data centre-focused real estate investment trust. Chairman replied that there were no current plans to divest all Flatted Factories. As MIT continued its growth, the representation of data centres could be up to 67% of MIT's portfolio.
11. Unitholder Mr. Tan Wee Beng had two queries:

- (i) The first query was the expected completion for the acquisition of 29 data centres in the United States of America (the “**United States**”). Mr. Tham Kuo Wei replied that the expected completion date would be around third quarter of 2021.
 - (ii) The second query was the expected timeframe for data centres to comprise 67% of MIT’s portfolio. Chairman replied that there was no firm timeframe as it would depend on any suitable opportunities in the future as well as the market conditions and economic recovery from the ongoing COVID-19 pandemic.
12. Unitholder Ms. Tan Li Mei queried whether there would be a delay in the construction for the redevelopment at Kallang Way and what would be the potential impact. Mr. Tham Kuo Wei replied that the Manager had delayed the awarding of the construction contract for the third industrial building, which was awarded only in May 2021 and slated for a later completion in the first half of 2023. He added that the construction progress for the other two industrial buildings, including the first block (161 Kallang Way) for the build-to-suit tenant, remained on track for completion in the second half of 2022.
13. Unitholder Mr. Tan Lee Wee Eng queried about the expected distribution per unit (“**DPU**”) contribution from the acquisition of 29 data centres in the United States. Mr. Tham Kuo Wei replied that the expected completion date would be around the third quarter of 2021 with DPU contribution commencing after completion.

Conduct of Voting

14. Chairman informed Unitholders that, in accordance with the COVID-19 (Temporary Measures) Act 2020 and the related order on the conduct of alternative arrangements for general meetings, all votes on the resolutions tabled at this AGM would be by proxy and only the Chairman of the Meeting may be appointed as a proxy. Chairman added that he had been appointed as proxy by a number of Unitholders and would vote in accordance with their specific instructions.
15. Chairman explained that all resolutions tabled at the AGM would be voted by poll based on the proxy forms that had been submitted to the Manager at least 72 hours before the AGM. Chairman also informed that RHT, Governance, Risk & Compliance (Singapore) Pte. Ltd. has been appointed as scrutineer (the “**Scrutineer**”) for the conduct of the poll and the poll results have already been verified by the Scrutineer. The tabulated poll results would be declared after the passing of the motions.

As Ordinary Business

16. Chairman then proceeded to introduce each of the Resolutions.
17. Resolution 1 was to receive and adopt the Report of the DBS Trustee Limited as trustee of MIT, the Statement by the Manager and the Audited Financial Statements of MIT for the financial year ended 31 March 2021 together with the Auditor’s Report thereon. Chairman proceeded to propose and put the motion to a vote and cast his votes in accordance with the voting instructions received. Based on the Scrutineer’s report, the voting results for Resolution 1 were as follows:

Votes FOR the resolution:	1,479,462,408 (effectively 100%)
Votes AGAINST the resolution:	66,600 (effectively 0%)

Based on the results of the poll, Chairman declared Resolution 1 carried as an ordinary resolution.

18. **It was resolved as an Ordinary Resolution that** the Report of the Trustee, the Statement by the Manager and the Audited Financial Statements of MIT for the financial year ended 31 March 2021 and the Auditor's Report thereon, be received and adopted.

19. Resolution 2 was to re-appoint PricewaterhouseCoopers LLP as auditor of MIT to hold office from the conclusion of the Meeting until the conclusion of the next AGM of MIT and to authorise the Manager to fix their remuneration. Chairman proceeded to propose and put the motion to a vote and cast his votes in accordance with the voting instructions received. Based on the Scrutineer's report, the voting results for Resolution 2 were as follows:

Votes FOR the resolution:	1,445,430,180 (97.62%)
Votes AGAINST the resolution:	35,285,393 (2.38%)

Based on the results of the poll, Chairman declared Resolution 2 carried as an ordinary resolution.

20. **It was resolved as an Ordinary Resolution that** PricewaterhouseCoopers LLP be re-appointed as the Auditor of MIT to hold office from the conclusion of the Meeting until the conclusion of the next annual general meeting of MIT, and that the Manager be authorised to fix their remuneration.

As Special Business

21. Resolution 3 was to approve a general mandate to be given to the Manager to:
- (a) (i) issue new units in MIT ("**Units**") whether by way of rights, bonus or otherwise, and/or
- (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) securities, warrants, debentures or other instruments convertible into Units,

at any time and upon such terms and conditions and for such purposes and to such persons as the Manager may in its absolute discretion deem fit; and

- (b) issue Units in pursuance of any Instruments made or granted by the Manager while this Resolution was in force (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time such Units are issued),

provided that the conditions set out in the Notice of AGM are met.

22. Chairman proceeded to propose and put the motion to a vote and cast his votes in accordance with the voting instructions received. Based on the Scrutineer's report, the voting results for Resolution 3 were as follows:

Votes FOR the resolution:	1,357,048,247 (91.65%)
Votes AGAINST the resolution:	123,652,293 (8.35%)

Based on the results of the poll, Chairman declared Resolution 3 carried as an ordinary resolution.

23. **It was resolved as an Ordinary Resolution that** approval be and is hereby given to the Manager to:

- (a) (i) issue units in MIT (“**Units**”) whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) securities, warrants, debentures or other instruments convertible into Units,

at any time and upon such terms and conditions and for such purposes and to such persons as the Manager may in its absolute discretion deem fit; and

- (b) issue Units in pursuance of any Instruments made or granted by the Manager while this Resolution was in force (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time such Units are issued),

provided that:

- (1) the aggregate number of Units to be issued pursuant to this Resolution (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed fifty per cent. (50%) of the total number of issued Units (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Units to be issued other than on a pro rata basis to Unitholders (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed twenty per cent. (20%) of the total number of issued Units (as calculated in accordance with sub-paragraph (2) below);
- (2) subject to such manner of calculation as may be prescribed by Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for the purpose of determining the aggregate number of Units that may be issued under sub-paragraph (1) above, the total number of issued Units shall be based on the total number of issued Units at the time this Resolution is passed, after adjusting for:
 - (a) any new Units arising from the conversion or exercise of any Instruments which are outstanding or subsisting at the time this Resolution is passed; and
 - (b) any subsequent bonus issue, consolidation or subdivision of Units;
- (3) in exercising the authority conferred by this Resolution, the Manager shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the trust deed constituting MIT (as amended)

- (the “**Trust Deed**”) for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore);
- (4) (unless revoked or varied by Unitholders in a general meeting) the authority conferred by this Resolution shall continue in force until (i) the conclusion of the next Annual General Meeting of MIT or (ii) the date by which the next Annual General Meeting of MIT is required by applicable regulations to be held, whichever is earlier;
 - (5) where the terms of the issue of the Instruments provide for adjustment to the number of Instruments or Units into which the Instruments may be converted in the event of rights, bonus or other capitalisation issues or any other events, the Manager is authorised to issue additional Instruments or Units pursuant to such adjustment notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the Instruments or Units are issued; and
 - (6) 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 or, as the case may be, the Trustee may consider expedient or necessary or in the interest of MIT to give effect to the authority conferred by this Resolution.

Close of Meeting

24. As there was no other matter to be transacted at the Meeting, the Chairman declared the Meeting closed at 3:05 p.m.

CONFIRMED AS A TRUE RECORD OF THE PROCEEDINGS HELD

WONG MENG MENG
CHAIRMAN
BOARD OF DIRECTORS
MAPLETREE INDUSTRIAL TRUST MANAGEMENT LTD.