



(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 8 August 2007)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING of Lippo Malls Indonesia Retail Trust ("**LMIR Trust**") will be held at Leo/Capricorn Ballroom (Level 1), Marina Mandarin Singapore Hotel, 6 Raffles Boulevard, Marina Square, Singapore 039594 on 30 November 2016, Wednesday at 2:00 p.m. (the "**EGM**"), for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

ORDINARY RESOLUTION

THE ACQUISITION AND THE MASTER LEASES

That:

- (i) approval be and is hereby given for the proposed acquisition of the property known as "Lippo Mall Kuta" ("**Lippo Mall Kuta**", and the proposed acquisition of Lippo Mall Kuta, the "**Acquisition**") from PT Pamor Paramita Utama (the "**Vendor**"), based on the terms and conditions as described in the circular dated 10 November 2016 (the "**Circular**") issued by LMIRT Management Ltd., in its capacity as manager of LMIR Trust (the "**Manager**") to unitholders of LMIR Trust ("**Unitholders**"), as well as for the payment of all fees and expenses relating to the Acquisition;
- (ii) approval be and is hereby given for the grant of the Master Leases (as defined in the Circular) to the Master Lessees and for the novation of the remainder of the leases in relation to Lippo Mall Kuta to Kuta IndoCo (as defined in the Circular); and
- (iii) approval be and is hereby given for LMIR Trust, through Kuta IndoCo, to take over the Related Tenancy Agreements (as defined in the Circular) in relation to Lippo Mall Kuta upon the completion of the Acquisition; and
- (iv) the Manager, any Director and HSBC Institutional Trust Services (Singapore) Limited in its capacity as trustee of LMIR Trust (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 LMIR Trust to give effect to the Acquisition and the Master Leases.

BY ORDER OF THE BOARD

LMIRT Management Ltd.
(as manager of Lippo Malls Indonesia Retail Trust)
(Company Registration No. 200707703M)

Lynn Wan Tiew Leng
Company Secretary
Singapore
10 November 2016

Important Notice:

- (1) A unitholder of LMIR Trust who is not a relevant intermediary 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/her stead. A proxy need not be a unitholder of LMIR Trust. Where a unitholder of LMIR Trust 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.
- (2) A unitholder of LMIR Trust who is a relevant intermediary entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint more than one proxy to attend and vote instead of the unitholder, but each proxy must be appointed to exercise the rights attached to a different Unit or Units held by such unitholder. Where such unitholder of LMIR Trust appoints more than one proxy, the appointments shall be invalid unless he/she specifies the number of Units in relation to which each proxy has been appointed.
- (3) The instrument appointing a proxy must be lodged at the Unit Registrar's Office at Boardroom Corporate & Advisory Services Pte Ltd at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not less than 72 hours before the time appointed for the Extraordinary General Meeting.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a Unitholder (i) consents to the collection, use and disclosure of the Unitholder's personal data by the Manager and the Trustee (or their agents) for the purpose of the processing and administration by the Manager and the Trustee (or their agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Manager and the Trustee (or their agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the Unitholder discloses the personal data of the Unitholder's proxy(ies) and/or representative(s) to the Manager and the Trustee (or their agents), the Unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Manager and the Trustee (or their agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the Unitholder will indemnify the Manager and the Trustee in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Unitholder's breach of warranty.