



(A real estate investment trust constituted on 7 September 2018  
under the laws of the Republic of Singapore)  
(Managed by KBS US Prime Property Management Pte. Ltd.)

## ANNUAL GENERAL MEETING TO BE HELD ON 17 JUNE 2020

DBS Bank Ltd. was the sole financial adviser and issue manager for the initial public offering of Prime US REIT.

1. KBS US Prime Property Management Pte. Ltd. (the “**Manager**”), as manager of Prime US REIT, refers to:
  - (a) its announcement of 31 March 2020 on the obtaining of the SGX’s approval for the time extension to hold its annual general meeting (“**AGM**”) by 30 June 2020;
  - (b) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, inter alia, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means; and
  - (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which was gazetted on 13 April 2020, and which sets out the alternative arrangements in respect of, inter alia, general meetings of companies.
2. **Date, time and conduct of AGM.** The Manager is pleased to announce that pursuant to the Order, its AGM will be convened and be held by way of electronic means, on **Wednesday, 17 June 2020 at 9.00 a.m. (Singapore time)**.

The Manager will conduct the proceedings of the AGM broadcasted “live” through an audio-and-video webcast and an audio-only feed and address substantial and relevant questions which Unitholders have submitted in advance.
3. **Notice of AGM and Proxy Form.** The Notice of AGM and Proxy Form will be sent to Unitholders solely by electronic means via publication on SGXNet and Prime US REIT’s website at <http://primeusreit.com/>. Printed copies of these documents will not be sent to unitholders.
4. **No personal attendance at AGM. Due to the current Covid-19 restriction orders in Singapore, unitholders will not be able to attend the AGM in person.**
5. **Participation at the AGM electronically.** Unitholders may participate at the AGM by:
  - (a) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
  - (b) submitting questions in advance of the AGM; and
  - (c) appointing the Chairman of the Meeting (“**Chairman**”) as proxy to attend, speak and vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM are set out in the Appendix to this announcement.

6. **Persons who hold units through relevant intermediaries:**

- (a) Unitholders and investors holding Units through the Central Provident Fund (“**CPF**”) or Supplementary Retirement Scheme (“**SRS**”) (“**CPF/SRS investors**”) who wish to participate in the AGM by (i) observing and/or listening to the AGM proceedings via “live” audio and-visual webcast or “live” audio-only stream; and (ii) submitting questions in advance of the AGM, should follow the steps for pre-registration and pre-submission of questions set out in the Appendix.
- (b) Investors holding Units through relevant intermediaries (“**Investors**”) (other than CPF/SRS investors) who wish to participate in the AGM by (i) observing and/or listening to the AGM proceedings via “live” audio-and-visual webcast or “live” audio-only stream; (ii) submitting questions in advance of the AGM; and/or (iii) appointing the Chairman as proxy to attend, speak and vote on their behalf at the AGM, **should contact the relevant intermediary through which they hold such Units as soon as possible in order to make the necessary arrangements for them to participate in the AGM.**

A “**relevant intermediary**” means:

- (a) a banking corporation licensed under the Banking Act, Chapter 19 of Singapore, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity;
- (b) a person holding a capital market services licence to provide custodial services for securities under the Securities and Futures Act, Chapter 289 of Singapore, and who holds Units in that capacity; or
- (c) the Central Provident Fund Board (“**CPF Board**”) established by the Central Provident Fund Act, Chapter 36 of Singapore, in respect of Units purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
7. **Annual Report 2019 and Letter to Unitholders.** The Annual Report for the financial year ended 31 December 2019, the Notice of AGM and Appendix to the Notice of AGM, Proxy Form and updated Unitholding Statistics as at 19 May 2020 have been published on SGXNet and Prime US REIT’s website at <http://primeusreit.com/>.
8. **Key dates/deadlines.** In summary, the key dates/deadlines which Unitholders should take note of are set out in the table below:

Key Dates	Actions
9.00 a.m. on 5 June 2020 (Friday)	Submission closes for CPF/SRS investors who wish to appoint the Chairman as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
9.00 a.m. on 14 June 2020 (Sunday)	Submission closes for: <ul style="list-style-type: none"> <li>• pre-register at <a href="https://www.primeusreit.com/agm2020">https://www.primeusreit.com/agm2020</a> for “live” audio-and-visual webcast or “live” audio-only stream of the AGM proceedings;</li> <li>• questions in advance; and</li> <li>• Proxy Form.</li> </ul>

<p><b>12.00 p.m. on 16 June 2020 (Tuesday)</b></p>	<p>Authenticated persons who pre-registered for the “live” audio-and-visual webcast or “live” audio-only stream of the AGM proceedings will receive a Confirmation Email which will contain user ID and password details, as well as the link to access the “live” audio-and-visual webcast and a toll-free telephone number to access the “live” audio-only stream of the AGM proceedings.</p> <p>Persons who do not receive the Confirmation Email by 12.00 p.m. on 16 June 2020, but have registered by 9.00 a.m. 14 June 2020 deadline should contact the Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte Ltd, via email at <a href="mailto:SRS.TeamD@boardroomlimited.com">SRS.TeamD@boardroomlimited.com</a> or via telephone at +65 6230 9768 or +65 6230 9580 (Mondays to Fridays, excluding Public Holidays, from 9.00 a.m. to 5.30 p.m.).</p>
<p><b>Date and time of AGM 9.00 a.m. on 17 June 2020 (Wednesday)</b></p>	<p>Click on the link in the Confirmation Email and enter the user ID and password to access the “live” audio-and-visual webcast of the AGM proceedings; or</p> <p>Call the toll-free telephone number in the Confirmation Email and use the login details to access the “live” audio-only stream of the AGM proceedings.</p>

9. Important reminder. Due to the constantly evolving Covid-19 situation in Singapore, we may be required to change our arrangements for the AGM at short notice. Unitholders should check at the URL <https://www.sgx.com/securities/companyannouncements> or <http://primeusreit.com/> for the latest updates on the status of the AGM.
10. Prime US REIT would like to thank all unitholders for their patience and co-operation in enabling us to hold our AGM with the optimum safe distancing measures amidst the current Covid-19 pandemic.

BY ORDER OF THE BOARD

Barbara Cambon  
Chief Executive Officer

**KBS US Prime Property Management Pte. Ltd.**  
(Company Registration No. 201825461R)  
As manager of Prime US REIT  
26 May 2020

**IMPORTANT NOTICE**

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any offer to purchase or subscribe for any securities of Prime US REIT in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever.

The value of units in Prime US REIT (the “Units”) and the income derived from them may fall as well as rise. Units are not obligations of, deposits in, or guaranteed by, the Manager, DBS Trustee Limited (as trustee of Prime US REIT) or any of their affiliates.

An investment in Units is subject to investment risks, including the possible loss of the principal amount invested. Holders of Units (“Unitholder”) have no right to request the Manager to redeem or purchase their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on Singapore Exchange Securities Trading Limited (“SGX-ST”). Listing of the Units on SGX-ST does not guarantee a liquid market for the Units.

This announcement is not to be distributed or circulated outside of Singapore. Any failure to comply with this restriction may constitute a violation of United State securities laws or the laws of any other jurisdiction.

The past performance of Prime US REIT is not necessarily indicative of its future performance.

## APPENDIX

### Steps for pre-registration, pre-submission of questions and voting at the Annual General Meeting (“AGM”):

Unitholders will be able to observe and/or listen to the AGM proceedings through a “live” audio-and video webcast or “live” audio-only stream by pre-registering, submit questions in advance of the AGM and vote by appointing the Chairman of the AGM (“**Chairman**”) as proxy to attend, speak and vote on their behalf at the AGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1	Pre-Registration	<p>Unitholders and CPF/SRS investors must pre-register at the pre-registration website at <a href="https://www.primeusreit.com/agm2020">https://www.primeusreit.com/agm2020</a> from now till <b>9.00 a.m. on 14 June 2020</b> to enable the Manager to verify their status as Unitholders.</p> <p>Following the verification, authenticated persons will receive an email which will contain user ID and password details, as well as the link to access the “live” audio-and-visual webcast and a toll-free telephone number to access the live “live” audio-only stream of the AGM proceedings (“<b>Confirmation Email</b>”).</p> <p>Persons who do not receive the Confirmation Email by 12.00 pm on 16 June 2020, but have registered by 9.00 a.m. on 14 June 2020 deadline should contact the Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte Ltd, via email at <a href="mailto:SRS.TeamD@boardroomlimited.com">SRS.TeamD@boardroomlimited.com</a> or via telephone at +65 6230 9768 or 6230 9580 (Mondays to Fridays, excluding Public Holidays, from 9.00 a.m. to 5.30 p.m.).</p> <p>Investors holding Units through relevant intermediaries (other than CPF/SRS investors) will not be able to pre-register at <a href="https://www.primeusreit.com/agm2020">https://www.primeusreit.com/agm2020</a> for the “live” broadcast of the AGM.</p> <p>Such investors who wish to participate in the “live” broadcast of the AGM should instead approach his/her relevant intermediary as soon as possible in order to make the necessary arrangements.</p>

No.	Steps	Details
2	Pre-Submission of Questions	<p><b>Unitholders will not be able to ask questions “live” at the AGM during the webcast or audio stream, and therefore it is important for Unitholders to pre-register and submit their questions in advance of the AGM.</b></p> <p><b>Submission of questions:</b> Unitholders may submit questions relating to the business of the AGM in advance of the AGM, in the following manner:</p> <ul style="list-style-type: none"> <li>i. via the pre-registration website at <a href="https://www.primeusreit.com/agm2020">https://www.primeusreit.com/agm2020</a>;</li> <li>ii. by email to <a href="mailto:SRS.TeamD@boardroomlimited.com">SRS.TeamD@boardroomlimited.com</a>; or</li> <li>iii. by post to the Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte Ltd, at 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623.</li> </ul> <p><b>In view of the current Covid-19 situation and the related safe distancing measures which may make it difficult to submit questions by post, Unitholders are strongly encouraged to submit their questions via the pre-registration website or by email.</b></p> <p><b>Deadline to submit questions:</b> All questions must be submitted by <b>9.00 a.m. on 14 June 2020.</b></p> <p><b>Addressing questions:</b> The Manager will endeavour to answer all substantial and relevant questions during the AGM through the “live” audio-and-visual webcast or “live” audio-only stream.</p> <p><b>Minutes of AGM:</b> The Manager will publish the minutes of the AGM on SGXNet and Prime US REIT’s website, and the minutes will include the responses to substantial and relevant questions from Unitholders which are addressed during the AGM.</p>

No.	Steps	Details
3	<b>Submission of Proxy Form</b>	<p><b>Appointment of Chairman as proxy:</b> Unitholders (whether individual or corporate) who wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman as their proxy to attend, speak and vote on their behalf at the AGM, in accordance with the instructions on the Proxy Form.</p> <p><b>Specific voting instructions to be given:</b> Where Unitholders (whether individual or corporate) appoint the Chairman as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman as proxy for that resolution will be treated as invalid.</p> <p><b>Submission of Proxy Forms:</b> Proxy Forms must be submitted in the following manner:</p> <ul style="list-style-type: none"> <li>i. if submitted by post, be lodged with the Unit Registrar, Boardroom Corporate &amp; Advisory Services Pte Ltd, at 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623; or</li> <li>ii. if submitted electronically, be submitted via email to <a href="mailto:SRS.TeamD@boardroomlimited.com">SRS.TeamD@boardroomlimited.com</a>,</li> </ul> <p>in either case, by <b>9.00 a.m. on 14 June 2020</b>.</p> <p>A Unitholder who wishes to submit a Proxy Form via email must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.</p> <p>In view of the current Covid-19 situation and the related safe distancing measures which may make it difficult for Unitholders to submit completed Proxy Forms by post, <b>Unitholders are strongly encouraged to submit completed Proxy Forms electronically via email.</b></p> <p>CPF/SRS investors who wish to appoint the Chairman as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 9.00 a.m. on 5 June 2020. Other persons holding Units through other relevant intermediaries who wish to vote should approach his/her relevant intermediary as soon as possible to specify voting instructions.</p>