



(a real estate investment trust on 5 June 2006 under the laws of the Republic of Singapore)
Sponsored by Frasers Centrepoint Limited, a wholly-owned subsidiary of Fraser and Neave, Limited

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING of Frasers Centrepoint Trust (“**FCT**”) will be held at Level 2, Alexandra Point, 438 Alexandra Road, Singapore 119958 on 12 September 2011 at 5.00 p.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

ORDINARY RESOLUTION

1. THE PROPOSED ACQUISITION OF BEDOK POINT

That:

- (i) approval be and is hereby given for the acquisition of Bedok Point (as defined in the circular dated 24 August 2011 (the “**Circular**”) issued by Frasers Centrepoint Asset Management Ltd., as manager of FCT (the “**Manager**”), to unitholders of FCT (the “**Unitholders**”) from Woodlands Complex Pte. Ltd. (the “**Vendor**”) (a direct wholly-owned subsidiary of Frasers Centrepoint Limited) for an aggregate purchase consideration of S\$127.0 million (the “**Acquisition**”), on the terms and subject to the conditions set out in the conditional sale and purchase agreement entered into between the Vendor and HSBC Institutional Trust Services (Singapore) Limited, as trustee of FCT (the “**Trustee**”), in respect of the sale and purchase of Bedok Point (the “**Conditional Sale and Purchase Agreement**”);
- (ii) approval be and is hereby given for Frasers Centrepoint Property Management Services Pte. Ltd. (the “**Property Manager**”) to provide services on the completion of the Acquisition pursuant to and in accordance with the terms of the property management agreement entered into between the Trustee, the Manager and the Property Manager in respect of Bedok Point on 29 July 2011; and
- (iii) 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 FCT to give effect to the Acquisition.

ORDINARY RESOLUTION

2. THE PROPOSED ISSUE OF UP TO 55.0 MILLION NEW UNITS UNDER THE PRIVATE PLACEMENT

That subject to and contingent upon the passing of Resolution 1:

- (i) approval be and is hereby given for the issue of up to 55.0 million new units in FCT (“**New Units**”) under a private placement (the “**Private Placement**”) in the manner described in the Circular; and
- (ii) 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 FCT to give effect to the Private Placement.

ORDINARY RESOLUTION

3. THE PROPOSED SUBSCRIPTION OF NEW UNITS BY THE FCL GROUP UNDER THE PRIVATE PLACEMENT

That subject to and contingent upon the passing of Resolution 1 and Resolution 2:

- (i) approval be and is hereby given for the placement of up to such number of New Units under the Private Placement to Frasers Centrepoint Limited and its subsidiaries (the “**FCL Group**”) in the manner described in the Circular; and
- (ii) 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 FCT to give effect to such placement of New Units to the FCL Group.

BY ORDER OF THE BOARD

Frasers Centrepoint Asset Management Ltd.
(Company Registration No. 200601347G)
As manager of Frasers Centrepoint Trust

Anthony Cheong Fook Seng
Company Secretary
24 August 2011

Important Notice

A unitholder of FCT entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint not more than two proxies to attend and vote instead of him. A proxy need not be a unitholder of FCT. The instrument appointing a proxy or proxies (a form is enclosed) must be deposited with the Company Secretary of the Manager at the registered office of the Manager at 438 Alexandra Road, #21-00 Alexandra Point, Singapore 119958, not less than 48 hours before the time appointed for the Extraordinary General Meeting.