

PROXY FORM FOR EXTRAORDINARY GENERAL MEETING

IMPORTANT

1. A relevant intermediary may appoint more than two (2) proxies to attend, speak and vote at the Extraordinary General Meeting.
2. This Proxy Form (EGM) is not valid for use by SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. SRS Investors are requested to contact their respective SRS Agent Banks for any queries they may have with regard to their appointment as proxies.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy and/or representative, the A-HTRUST Stapled Securityholder accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 26 September 2019.



ASCENDAS HOSPITALITY TRUST

Comprising

ASCENDAS HOSPITALITY REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted on 13 March 2012 under the laws of the Republic of Singapore)

managed by

Ascendas Hospitality Fund Management Pte. Ltd.

ASCENDAS HOSPITALITY BUSINESS TRUST

(a business trust constituted on 13 March 2012 under the laws of the Republic of Singapore)

managed by

Ascendas Hospitality Trust Management Pte. Ltd.

PROXY FORM EXTRAORDINARY GENERAL MEETING OF ASCENDAS HOSPITALITY TRUST

*I/We _____ (Name) _____ (NRIC/Passport/Company Registration No.)

of _____ (Address)

being a Stapled Securityholder/Stapled Securityholders of Ascendas Hospitality Trust (“A-HTRUST”), hereby appoint:

Name	Address	NRIC/Passport Number	Proportion of A-HTRUST Stapled Securityholdings	
			No. of A-HTRUST Stapled Securities	%

and/or (delete as appropriate)

Name	Address	NRIC/Passport Number	Proportion of A-HTRUST Stapled Securityholdings	
			No. of A-HTRUST Stapled Securities	%

or, both of whom failing, the Chairman of the Extraordinary General Meeting as *my/our proxy/proxies to attend and to vote for *me/us on my/our behalf, at the Extraordinary General Meeting of A-HTRUST to be held at Raffles City Convention Centre, Canning Ballroom, Level 4, 2 Stamford Road, Singapore 178882 on 21 October 2019 at 2.30 p.m. and any adjournment thereof.

*I/We direct my/our proxy/proxies to vote for or against the resolution to be proposed at the Extraordinary General Meeting as indicated hereunder. If no specific direction as to voting is given, the *proxy/proxies will vote or abstain from voting at his/her/their discretion, as *he/she/they may on any other matter arising at the Extraordinary General Meeting (or any adjournment thereof). If no person is named in the above boxes, the Chairman of the Extraordinary General Meeting shall be *my/our proxy/proxies to vote, for or against the resolution to be proposed at the Extraordinary General Meeting, for *me/us and on *my/our behalf at the Extraordinary General Meeting and at any adjournment thereof.

If you wish to exercise all your votes “For” or “Against”, please tick (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate.

Extraordinary Resolution	No. of Votes For	No. of Votes Against
To approve the A-HTRUST Trust Deeds Amendments		

**Delete accordingly*

Dated this _____ day of _____ 2019

Total number of A-HTRUST Stapled Securities held

Signature(s) of A-HTRUST Stapled Securityholder(s)/
Common Seal of Corporate A-HTRUST Stapled Securityholder

IMPORTANT: PLEASE READ THE NOTES TO PROXY FORM ON THE NEXT PAGE

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Ascendas Hospitality Fund Management Pte. Ltd.
(as manager of Ascendas Hospitality Real Estate Investment Trust)

&

Ascendas Hospitality Trust Management Pte. Ltd.
(as trustee-manager of Ascendas Hospitality Business Trust)

c/o **Boardroom Corporate & Advisory Services Pte. Ltd.**
50 Raffles Place
#32-01 Singapore Land Tower
Singapore 048623

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Notes to Proxy Form (EGM):

1. Please insert the total number of stapled securities in A-HTRUST (“**A-HTRUST Stapled Securities**”) held by you. If you have A-HTRUST Stapled Securities entered against your name in the Depository Register maintained by CDP, you should insert that number of A-HTRUST Stapled Securities. If you have A-HTRUST Stapled Securities registered in your name in the Register of Stapled Securityholders of A-HTRUST, you should insert that number of A-HTRUST Stapled Securities. If you have A-HTRUST Stapled Securities entered against your name in the Depository Register and A-HTRUST Stapled Securities registered in your name in the Register of A-HTRUST Stapled Securityholders, you should insert the aggregate number of A-HTRUST Stapled Securities entered against your name in the Depository Register and registered in your name in the Register of A-HTRUST Stapled Securityholders. If no number is inserted, this Proxy Form (EGM) shall be deemed to relate to all the A-HTRUST Stapled Securities held by you.
2. This Proxy Form (EGM) and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be deposited with the Stapled Security Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 not less than 48 hours before the time appointed for holding the Extraordinary General Meeting or adjourned meeting at which the person(s) named in this Proxy Form (EGM) propose(s) to vote and in default, this Proxy Form (EGM) shall not be treated as valid. No Proxy Form (EGM) shall be valid after the expiration of 12 months from the date named in it as the date of its execution. A person(s) appointed to act as a proxy(ies) need not be A-HTRUST Stapled Securityholders but must attend the Extraordinary General Meeting in person to represent the appointor.
3. An A-HTRUST Stapled Securityholder entitled to attend, speak and vote at the Extraordinary General Meeting is entitled to appoint not more than two (2) proxies to attend, speak and vote in his/her stead. A proxy need not be an A-HTRUST Stapled Securityholder.
4. An A-HTRUST Stapled Securityholder is not entitled to appoint more than two (2) proxies to attend, speak and vote on his/her behalf. Where an A-HTRUST Stapled Securityholder appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her A-HTRUST Stapled Securityholding (expressed as a percentage of the whole) to be represented by each proxy.
5. An A-HTRUST Stapled Securityholder who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote in his/her stead. Where such A-HTRUST Stapled Securityholder appoints more than two (2) proxies, the number and class of A-HTRUST Stapled Securities in relation to which each proxy has been appointed shall be specified in this Proxy Forms (EGM).
“**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 A-HTRUST Stapled Securities in that capacity; or
 - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289 of Singapore) who holds A-HTRUST Stapled Securities in that capacity.

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6. The submission of this Proxy Form (EGM) by an A-HTRUST Stapled Securityholder does not preclude him/her from attending, speaking and voting in person at the Extraordinary General Meeting if he/she finds that he/she is able to do so. Any appointment of a proxy/the proxies shall be deemed to be revoked if an A-HTRUST Stapled Securityholder attends the Extraordinary General Meeting in person, and in such event, the A-HTRUST Managers reserve the right to refuse to admit any person appointed under this Proxy Form (EGM) to the Extraordinary General Meeting.
7. This Proxy Form (EGM) must be executed under the hand of the appointor or by his/her attorney duly authorised in writing. Where this Proxy Form (EGM) is executed by a corporation, it must be executed under its common seal or signed by its duly authorised attorney or officer. Where this Proxy Form (EGM) is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with A-HTRUST) be lodged with this Proxy Form (EGM), failing which this Proxy Form (EGM) may be treated as invalid.
8. A corporation, being an A-HTRUST Stapled Securityholder, may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at the Extraordinary General Meeting and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.
9. Any alteration made in this Proxy Form (EGM) should be initialled by the person who signs it.
10. The A-HTRUST Managers shall be entitled to reject this Proxy Form (EGM) if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this Proxy Form (EGM). In the case of A-HTRUST Stapled Securityholders whose A-HTRUST Stapled Securities are entered against their names in the Depository Register, the A-HTRUST Managers may reject any Proxy Form (EGM) lodged if such A-HTRUST Stapled Securityholders are not shown to have the corresponding number of A-HTRUST Stapled Securities entered against their names in the Depository Register as at 48 hours before the time set for holding the meeting or the adjourned meeting, as appropriate.

PROXY FORM FOR SCHEME MEETING

IMPORTANT

1. This Proxy Form (Scheme Meeting) is not valid for use by SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
2. SRS Investors are requested to contact their respective SRS Agent Banks for any queries they may have with regard to their appointment as proxies.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy and/or representative, the A-HTRUST Stapled Securityholder accepts and agrees to the personal data privacy terms set out in the Notice of Scheme Meeting dated 26 September 2019.



ASCENDAS HOSPITALITY TRUST

Comprising

ASCENDAS HOSPITALITY REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted on 13 March 2012 under the laws of the Republic of Singapore)

managed by

Ascendas Hospitality Fund Management Pte. Ltd.

ASCENDAS HOSPITALITY BUSINESS TRUST

(a business trust constituted on 13 March 2012 under the laws of the Republic of Singapore)

managed by

Ascendas Hospitality Trust Management Pte. Ltd.

PROXY FORM FOR USE AT THE SCHEME MEETING (OR ANY ADJOURNMENT THEREOF) OF THE A-HTRUST STAPLED SECURITYHOLDERS

IN THE HIGH COURT OF THE REPUBLIC OF SINGAPORE

HC/OS 1125/2019

In the Matter of Order 80 of the Rules of Court (Cap. 322, R5, 2014 Rev Ed)

And

In the Matter of ASCENDAS HOSPITALITY TRUST comprising Ascendas Hospitality Real Estate Investment Trust (a real estate investment trust constituted on 13 March 2012 under the laws of the Republic of Singapore) and Ascendas Hospitality Business Trust (a business trust constituted on 13 March 2012 under the laws of the Republic of Singapore)

1. **ASCENDAS HOSPITALITY FUND MANAGEMENT PTE. LTD. (in its capacity as manager of Ascendas Hospitality Real Estate Investment Trust)** (Company Registration Number: 201133966D)
2. **ASCENDAS HOSPITALITY TRUST MANAGEMENT PTE. LTD. (in its capacity as trustee-manager of Ascendas Hospitality Business Trust)** (Company Registration Number: 201135524E)
3. **PERPETUAL (ASIA) LIMITED (in its capacity as trustee of Ascendas Hospitality Real Estate Investment Trust)** (Company Registration Number: 200518022M)

... Applicants

PROXY FORM FOR SCHEME MEETING

TRUST SCHEME OF ARRANGEMENT

Between

Ascendas Hospitality Fund Management Pte. Ltd.
(in its capacity as manager of Ascendas Hospitality Real Estate Investment Trust)

Ascendas Hospitality Trust Management Pte. Ltd.
(in its capacity as trustee-manager of Ascendas Hospitality Business Trust)

Perpetual (Asia) Limited
(in its capacity as trustee of Ascendas Hospitality Real Estate Investment Trust)

And

A-HTRUST Stapled Securityholders

And

Ascott Residence Trust Management Limited
(in its capacity as manager of Ascott Residence Trust)

And

DBS Trustee Limited (in its capacity as trustee of Ascott Residence Trust)

PROXY FORM FOR SCHEME MEETING

*I/We _____ (Name) _____ (NRIC/Passport/Company Registration No.)
of _____ (Address)
being a Stapled Securityholder/Stapled Securityholders of Ascendas Hospitality Trust (“A-HTRUST”), hereby appoint:

Name	Address	NRIC/Passport Number

or failing *him/her, the Chairman of the Scheme Meeting as *my/our proxy to attend, speak and to vote for *me/us and on *my/our behalf at the Scheme Meeting to be held at Raffles City Convention Centre, Canning Ballroom, Level 4, 2 Stamford Road, Singapore 178882 on 21 October 2019 at 3.30 p.m. (or as soon thereafter following the conclusion of the extraordinary general meeting of the A-HTRUST Stapled Securityholders to be held at 2.30 p.m. on the same day and at the same venue, whichever is later) and at any adjournment thereof.

*I/We direct *my/our proxy to vote for or against the A-HTRUST Scheme to be proposed at the Scheme Meeting as indicated hereunder. If no specific direction as to voting is given, the proxy will vote or abstain from voting at *his/her discretion, as *he/she will on any other matter arising at the Scheme Meeting (or any adjournment thereof). If no person is named in the above boxes, the Chairman of the Scheme Meeting shall be *my/our proxy to vote, for or against the A-HTRUST Scheme to be proposed at the Scheme Meeting, for *me/us and on *my/our behalf at the Scheme Meeting and at any adjournment thereof.

If you wish to vote “FOR” the A-HTRUST Scheme to be proposed at the Scheme Meeting, please indicate with a tick (✓) in the box marked “FOR” as set out below. If you wish to vote “AGAINST” the Scheme to be proposed at the Scheme Meeting, please indicate with a tick (✓) in box marked “AGAINST” as set out below. **DO NOT TICK BOTH BOXES.**

Resolution	For	Against
To approve the proposed A-HTRUST Scheme		

**Delete accordingly*

Dated this _____ day of _____ 2019

Total number of A-HTRUST Stapled Securities held

Signature(s) of A-HTRUST Stapled Securityholder(s)/
Common Seal of Corporate A-HTRUST Stapled Securityholder

IMPORTANT: PLEASE READ NOTES ON NEXT PAGE

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Ascendas Hospitality Fund Management Pte. Ltd.
(as manager of Ascendas Hospitality Real Estate Investment Trust)

&

Ascendas Hospitality Trust Management Pte. Ltd.
(as trustee-manager of Ascendas Hospitality Business Trust)

c/o **Boardroom Corporate & Advisory Services Pte. Ltd.**
50 Raffles Place
#32-01 Singapore Land Tower
Singapore 048623

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Notes to Proxy Form (Scheme Meeting):

1. Please insert the total number of stapled securities in A-HTRUST ("A-HTRUST Stapled Securities") held by you. If you have A-HTRUST Stapled Securities entered against your name in the Depository Register maintained by CDP, you should insert that number of A-HTRUST Stapled Securities. If you have A-HTRUST Stapled Securities registered in your name in the Register of A-HTRUST Stapled Securityholders, you should insert that number of A-HTRUST Stapled Securities. If you have A-HTRUST Stapled Securities entered against your name in the Depository Register and A-HTRUST Stapled Securities registered in your name in the Register of A-HTRUST Stapled Securityholders, you should insert the aggregate number of A-HTRUST Stapled Securities entered against your name in the Depository Register and registered in your name in the Register of A-HTRUST Stapled Securityholders. If no number is inserted, this Proxy Form (Scheme Meeting) shall be deemed to relate to all the A-HTRUST Stapled Securities held by you.
2. This Proxy Form (Scheme Meeting) and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be deposited with the Stapled Security Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 not less than 48 hours before the time appointed for the Scheme Meeting or adjourned meeting at which the person named in this Proxy Form (Scheme Meeting) proposes to vote and in default, this Proxy Form (Scheme Meeting) shall not be treated as valid. No Proxy Form (Scheme Meeting) shall be valid after the expiration of 12 months from the date named in it as the date of its execution. A person appointed to act as a proxy need not be an A-HTRUST Stapled Securityholder but must attend the Scheme Meeting in person to represent the appointor.
3. An A-HTRUST Stapled Securityholder may only cast all the votes it uses at the Scheme Meeting in one (1) way, namely, either for or against the resolution to be proposed at the Scheme Meeting.
4. An A-HTRUST Stapled Securityholder may appoint one (1) (and not more than one (1)) proxy to attend, speak and vote at the Scheme Meeting, PROVIDED THAT if the A-HTRUST Stapled Securityholder is a depositor, the A-HTRUST Managers shall be entitled and bound:
 - (a) to reject any Proxy Form (Scheme Meeting) lodged if the depositor is not shown to have any A-HTRUST Stapled Securities entered against his name in the Depository Register as at 48 hours before the time of the Scheme Meeting as certified by the Depository to the A-HTRUST Managers; and
 - (b) to accept as the maximum number of votes which the proxy appointed by the depositor is able to cast on a poll a number which is the number of A-HTRUST Stapled Securities entered against the name of that depositor in the Depository Register as at 48 hours before the time of the Scheme Meeting as certified by the Depository to the A-HTRUST Managers, whether that number is greater or smaller than the number specified in any Proxy Form (Scheme Meeting) executed by or on behalf of that depositor.
5. The submission of this Proxy Form (Scheme Meeting) by an A-HTRUST Stapled Securityholder does not preclude him/her from attending, speaking and voting in person at the Scheme Meeting if he/she finds that he/she is able to do so. Any appointment of a proxy shall be deemed to be revoked if an A-HTRUST Stapled Securityholder attends the Scheme Meeting in person, and in such event, the A-HTRUST Managers reserve the right to refuse to admit any person appointed under this Proxy Form (Scheme Meeting) to the Scheme Meeting.

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6. This Proxy Form (Scheme Meeting) must be executed under the hand of the appointor or his/her attorney duly authorised in writing. Where this Proxy Form (Scheme Meeting) is executed by a corporation, it must be executed either under its common seal or signed by its duly authorised attorney or officer. Where this Proxy Form (Scheme Meeting) is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with A-HTRUST) be lodged with this Proxy Form (Scheme Meeting), failing which this Proxy Form (Scheme Meeting) may be treated as invalid.
7. A corporation, being an A-HTRUST Stapled Securityholder, may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at the Scheme Meeting and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.
8. An A-HTRUST Stapled Securityholder voting by proxy shall be included in the count of A-HTRUST Stapled Securityholders present and voting at the Scheme Meeting as if that A-HTRUST Stapled Securityholder was voting in person, such that the votes of a proxy who has been appointed to represent more than one (1) A-HTRUST Stapled Securityholder at the Scheme Meeting shall be counted as the votes of the number of appointing A-HTRUST Stapled Securityholders.
9. In the case of joint A-HTRUST Stapled Securityholders, any one (1) of such persons may vote, but if more than one (1) of such persons is present at the Scheme Meeting, the person whose name stands first in the Register of Stapled Securityholders of A-HTRUST or the Depository Register, as the case may be, shall alone be entitled to vote.
10. Any alteration made to this Proxy Form (Scheme Meeting) should be initialled by the person who signs it.
11. The A-HTRUST Managers shall be entitled to reject this Proxy Form (Scheme Meeting) if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this Proxy Form (Scheme Meeting). In the case of A-HTRUST Stapled Securityholders whose A-HTRUST Stapled Securities are entered against their names in the Depository Register, the A-HTRUST Managers may reject any Proxy Form (Scheme Meeting) lodged if such A-HTRUST Stapled Securityholders are not shown to have the corresponding number of A-HTRUST Stapled Securities entered against their names in the Depository Register as at 48 hours before the time set for holding the meeting or the adjourned meeting, as appropriate.
12. Agent banks acting on the request of the SRS Investors who wish to attend the Scheme Meeting as observers are requested to submit in writing, a list with details of the investors' names, NRIC/Passport numbers, addresses and number of A-HTRUST Stapled Securities held. The list, signed by an authorised signatory of the agent bank, should reach the A-HTRUST Stapled Security Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not less than 48 hours before the time appointed for holding the Scheme Meeting.