



# THE STRAITS TRADING COMPANY LIMITED

(A member of the Tecity Group)  
(Company Registration No.: 188700008D)  
(Incorporated in Singapore)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of The Straits Trading Company Limited ("**Company**") will be held at Straits Ballrooms 2 and 3, Level 2, Rendezvous Grand Hotel Singapore, 9 Bras Basah Road, Singapore 189559 on 28 June 2013 at 10.30 a.m. for the purpose of considering and, if thought fit, passing with or without modification(s), the following ordinary resolution:

### THE PROPOSED TRANSACTION

RESOLVED THAT:

(a) the proposed disposal ("**Proposed Disposal**") of Government Resurvey Lot 457K of Town Subdivision 11 together with the building erected thereon comprising a hotel component known as Rendezvous Grand Hotel Singapore ("**Hotel**") and a retail component known as Rendezvous Gallery, located at 9 Bras Basah Road, Singapore 189559 (the "**Property**") by Hotel Rendezvous Private Limited ("**HRPL**") and Rendezvous Properties Private Limited (collectively, the "**Vendors**"), subsidiaries of the Company, in the following manner:

- (i) the sale by the Vendors and the purchase by DBS Trustee Limited in its capacity as trustee of Far East Hospitality Real Estate Investment Trust ("**DBS Trustee**") of a 70 years lease ("**70 Years Lease**") of the Property, comprising a hotel component known as Rendezvous Grand Hotel Singapore and a retail component known as Rendezvous Gallery, and all plant, machinery, equipment and all component parts located in the Property excluding the furniture, fixtures, furnishings and equipment for use in the operation of the Hotel and equipment leased or loaned from third parties; and
- (ii) the sale by the Vendors and the purchase by Serene Land Pte Ltd ("**SLPL**") of the balance of the State Lease No. 20439 for a leasehold term of 99 years commencing from 30 March 1994, as supplemented by the indenture of supplemental lease dated 5 November 2012 (subject to the 70 Years Lease) and the undertaking in connection with HRPL's business of owning and operating the Hotel including, *inter alia*, the hotel contracts, the furniture, fixtures, furnishings and equipment for use in the operation of the Hotel, and the transfer of HRPL's employees to SLPL,

for an aggregate consideration of S\$285.0 million comprising S\$217.0 million in cash and S\$68.0 million by way of allotment and issuance of stapled securities in Far East Hospitality Trust ("**Consideration Securities**") to the Vendors (or their nominees), upon the terms and conditions set out in the sale and purchase agreements ("**Agreements**") dated 15 April 2013 entered into between, on the one hand, the Vendors and on the other hand, each of DBS Trustee and SLPL relating to the disposal of the entire leasehold interest of each Vendor in the Property, be and is hereby approved; and

- (b) the proposed acquisition ("**Proposed Acquisition**", and together with the Proposed Disposal, the "**Proposed Transaction**") of S\$68.0 million in Consideration Securities to be allotted and issued by Far East Hospitality Trust to the Vendors (or their nominees), being part of the consideration for the Proposed Disposal, be and is hereby approved; and
- (c) the Directors of the Company and each of them be and are/is hereby authorised to perform, complete and do all such acts and things (including approving, amending, modifying, supplementing and executing all such documents including, without limitation, the Agreements, as may be required), as they and/or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to the Proposed Transaction and this Resolution.

BY ORDER OF THE BOARD

Aldric Tan Jee Wei  
Company Secretary  
10 June 2013

### Notes:

1. A member of the Company entitled to attend and vote at the extraordinary general meeting of the Company ("**EGM**") is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf.
3. The instrument appointing a proxy or proxies, together with the power of attorney or other authority (if any) under which it is signed, or notarially certified copy thereof, must be deposited at the registered office of the Company at 9 Battery Road, #28-01, Straits Trading Building, Singapore 049910 not less than 48 hours before the time appointed for the EGM. The sending of a Proxy Form by a member does not preclude him from attending and voting in person at the EGM if he finds that he is able to do so. In such event, the relevant Proxy Forms will be deemed to be revoked and the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the EGM.