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If you are in any doubt as to any aspect of this Circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution licensed to deal in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your units in **Hui Xian REIT**, you should at once hand this Circular, together with the accompanying form of proxy, to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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HUI XIAN REIT
匯賢產業信託

Hui Xian Real Estate Investment Trust

*(a Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance
(Chapter 571 of the Laws of Hong Kong))*

(Stock Code: 87001)

Managed by Hui Xian Asset Management Limited

**CIRCULAR TO UNITHOLDERS IN RELATION TO
GENERAL MANDATE TO BUY BACK UNITS AND
NOTICE OF ANNUAL GENERAL MEETING**

A letter from the Board is set out on pages 1 to 4 of this Circular.

A notice convening the Annual General Meeting of Hui Xian REIT to be held at the Ballroom, 1st Floor, Harbour Grand Kowloon, 20 Tak Fung Street, Whampoa Garden, Hung Hom, Kowloon, Hong Kong on 5 May 2014 (Monday) at 12:00 noon is set out on pages N-1 to N-2 of this Circular. Whether or not you are able to attend and vote at the Annual General Meeting in person, please complete and return the accompanying form of proxy to the Unit Registrar of Hui Xian REIT, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof should you so wish.

31 March 2014

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CORPORATE INFORMATION

Hui Xian Real Estate Investment Trust	A collective investment scheme constituted as a unit trust and authorised under section 104 of the SFO
Manager	Hui Xian Asset Management Limited Unit 303, Cheung Kong Center 2 Queen's Road Central Hong Kong
Directors of the Manager	
<i>Non-executive Directors</i>	Mr. Kam Hing Lam (<i>Chairman</i>) Mr. Ip Tak Chuen, Edmond Mr. Lim Hwee Chiang Mr. Yin Ke (with Mr. Pang Shuen Wai, Nichols as his alternate)
<i>Executive Directors</i>	Mr. Cheung Ling Fung, Tom Mr. Lee Chi Kin, Casey
<i>Independent Non-executive Directors</i>	Mr. Cheng Hoi Chuen, Vincent Professor Lee Chack Fan Dr. Choi Koon Shum, Jonathan
Trustee	DB Trustees (Hong Kong) Limited Level 52 International Commerce Centre 1 Austin Road West Kowloon, Hong Kong
Unit Registrar	Computershare Hong Kong Investor Services Limited 17M Floor, Hopewell Centre 183 Queen's Road East Wanchai Hong Kong

DEFINITIONS

In this Circular, the following expressions shall have the following meanings unless the context otherwise requires:

AGM or Annual General Meeting	the annual general meeting of Unitholders convened by and referred to in the notice of AGM as set out on pages N-1 to N-2 of this Circular
Board	the board of Directors
Buy-back Mandate	the general mandate proposed to be granted to the Manager to allow the Manager to buy back on behalf of Hui Xian REIT up to 10% of the number of Units in issue as at the date of the passing of the resolution approving such mandate in accordance with the terms and conditions as set out in the notice of AGM
Directors	the directors of the Manager
Explanatory Statement	the explanatory statement set out in the appendix to this Circular
Hong Kong	the Hong Kong Special Administrative Region of the People's Republic of China
Hui Xian REIT	Hui Xian Real Estate Investment Trust, a collective investment scheme constituted as a unit trust and authorised under section 104 of the SFO subject to applicable conditions from time to time or Hui Xian Real Estate Investment Trust and the special purpose vehicles controlled by it, as the context requires
Latest Practicable Date	24 March 2014, being the latest practicable date prior to the printing of this Circular for ascertaining certain information contained herein
Listing Rules	the Rules Governing the Listing of Securities on the Stock Exchange as amended, supplemented and/or otherwise modified from time to time
Manager	Hui Xian Asset Management Limited, as manager of Hui Xian REIT
Register	the register of Unitholders
REITs	real estate investment trusts
REIT Code	the Code on Real Estate Investment Trusts issued by the SFC as amended, supplemented and/or otherwise modified from time to time
SFC	the Securities and Futures Commission of Hong Kong

DEFINITIONS

SFC Repurchase Circular	the “Circular to Management Companies of SFC-authorised Real Estate Investment Trusts — On-market Unit Repurchases by SFC-authorised REITs”, issued by the SFC on 31 January 2008
SFO	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
Stock Exchange	The Stock Exchange of Hong Kong Limited
Takeovers Code	the Code on Takeovers and Mergers issued by the SFC as amended, supplemented and/or otherwise modified from time to time
Trust Deed	the trust deed constituting Hui Xian REIT dated 1 April 2011, entered into, inter alia, between the Trustee and the Manager, as amended by a supplemental deed dated 24 May 2013, and as may be supplemented or amended from time to time
Trustee	DB Trustees (Hong Kong) Limited, as trustee of Hui Xian REIT
Unit(s)	the unit(s) of Hui Xian REIT
Unit Registrar	Computershare Hong Kong Investor Services Limited, as unit registrar of Hui Xian REIT
Unitholders	holders of Units

Words importing the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neuter genders. References to persons shall include corporations.

Any reference to a time of day in this Circular shall be a reference to Hong Kong time unless otherwise stated.

LETTER FROM THE BOARD



HUI XIAN REIT
匯賢產業信託

Hui Xian Real Estate Investment Trust

*(a Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance
(Chapter 571 of the Laws of Hong Kong))*

(Stock Code: 87001)

Managed by Hui Xian Asset Management Limited

Directors of the Manager:

Non-executive Directors

Mr. Kam Hing Lam (*Chairman*)
Mr. Ip Tak Chuen, Edmond
Mr. Lim Hwee Chiang
Mr. Yin Ke (with Mr. Pang Shuen Wai, Nichols as his alternate)

Executive Directors

Mr. Cheung Ling Fung, Tom
Mr. Lee Chi Kin, Casey

Independent Non-executive Directors

Mr. Cheng Hoi Chuen,
Vincent Professor Lee Chack Fan
Dr. Choi Koon Shum, Jonathan

Registered Office:

Unit 303,
Cheung Kong Center
2 Queen's Road Central
Hong Kong

31 March 2014

To: Unitholders

Dear Sir/Madam,

CIRCULAR TO UNITHOLDERS IN RELATION TO GENERAL MANDATE TO BUY BACK UNITS AND NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the SFC Repurchase Circular pursuant to which the Manager proposes to seek Unitholders' approval at the AGM to grant a general mandate to the Manager to effect on-market buy-back(s) of Units on behalf of Hui Xian REIT.

The purposes of this Circular are (i) to provide you with information with respect to the grant of the Buy-back Mandate; and (ii) to give you the notice of the Annual General Meeting.

LETTER FROM THE BOARD

(A) GENERAL MANDATE TO BUY BACK UNITS

1. Buy-back Mandate

The Manager wishes to seek the approval of the Unitholders at the AGM to grant the Buy-back Mandate to the Manager for the buy-back of Units on behalf of Hui Xian REIT pursuant to the SFC Repurchase Circular.

The Buy-back Mandate will, if granted, become effective from the date of the passing of the resolution approving the Buy-back Mandate and remain valid until the earlier of:

- (i) the conclusion of the next annual general meeting of Hui Xian REIT following the passing of the resolution to approve the grant of the Buy-back Mandate unless by ordinary resolution passed at that meeting the Buy-back Mandate is renewed, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which the meeting referred to in (i) above is required to be held under the Trust Deed, the REIT Code or any applicable laws; and
- (iii) its revocation or variation by an ordinary resolution of the Unitholders passed at a general meeting of the Unitholders.

Hui Xian REIT shall comply with the restrictions and notification requirements applicable to listed companies purchasing their own shares on the Stock Exchange under Rule 10.06 of the Listing Rules, with necessary changes being made, as if the provisions therein were applicable to REITs. These include, but are not limited to, the dealing restrictions, the restrictions on subsequent issues, the reporting requirements and status of purchased shares.

2. Explanatory Statement

The explanatory statement in connection with the Buy-back Mandate is set out in the Appendix to this Circular, which contains further information on the Buy-back Mandate and sets out the terms and conditions on which the Manager may exercise its power under the Buy-back Mandate, if granted, to effect on-market buy-back(s) of Units on the Stock Exchange on behalf of Hui Xian REIT.

3. Maximum number of Units that may be bought back

Subject to the passing of the proposed ordinary resolution for approving the Buy-back Mandate, the number of Units which may be bought back pursuant to the Buy-back Mandate is up to 10% of the total number of Units in issue as at the date of the passing of the resolution approving the Buy-back Mandate.

(B) APPROVAL REQUIRED

Pursuant to the SFC Repurchase Circular, the Manager proposes to seek Unitholders' approval by way of an ordinary resolution at the AGM to grant a general mandate to the Manager to buy back Units on the Stock Exchange on behalf of Hui Xian REIT.

Pursuant to Paragraph 3.3 of Schedule 1 to the Trust Deed, at any meeting a resolution put to the vote of the meeting shall be decided on a poll and the result of the poll shall be deemed to be the resolution of the meeting.

LETTER FROM THE BOARD

The proposed ordinary resolution in relation to the grant of the Buy-back Mandate to the Manager will be decided on a poll at the AGM and the result of the poll shall be deemed to be the resolution of the meeting.

(C) RESTRICTIONS ON VOTING

The Note under 8.11 of the REIT Code provides that where a unitholder has a material interest in a connected party transaction tabled for approval at a general meeting, and that interest is different from that of all other unitholders, such unitholder shall abstain from voting at the general meeting.

Further, under paragraph 3.2 of Schedule 1 to the Trust Deed, where a Unitholder has a material interest in the transaction tabled for approval at a general meeting of Hui Xian REIT, and that interest is different from the interests of other Unitholders, such Unitholder shall be prohibited from voting its Units at, or being counted in the quorum for, the general meeting.

With respect to the proposed ordinary resolution relating to the Buy-back Mandate, the Manager is unaware of any Unitholders that are required to abstain from voting on such ordinary resolution.

(D) OPINION OF THE BOARD

The Directors are of the opinion that the Buy-back Mandate is in the interests of Hui Xian REIT and the Unitholders as a whole.

(E) DIRECTORS' RECOMMENDATIONS

The Directors are of the opinion that the Buy-back Mandate is in the interests of Hui Xian REIT and the Unitholders as a whole and accordingly recommend the Unitholders to vote in favour of the ordinary resolution with respect to the Buy-back Mandate to be proposed at the AGM.

(F) ANNUAL GENERAL MEETING

The AGM will be held at the Ballroom, 1st Floor, Harbour Grand Kowloon, 20 Tak Fung Street, Whampoa Garden, Hung Hom, Kowloon, Hong Kong on 5 May 2014 (Monday) at 12:00 noon, for the purpose of, among others, considering and, if thought fit, passing, with or without modifications, the ordinary resolution set out in the notice of AGM, which is set out on pages N-1 to N-2 of this Circular.

For the purposes of determining entitlements to attend and vote at the AGM, the Register will be closed from 29 April 2014 (Tuesday) to 5 May 2014 (Monday), both days inclusive, during which period no transfers of Units will be effected. For those Unitholders who are not already on the Register, in order to qualify to attend and vote at the AGM, all Unit certificates accompanied by the duly completed transfer forms must be lodged with the Unit Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on 28 April 2014 (Monday).

You can vote at the AGM if you are a Unitholder on 5 May 2014 (Monday). You will find enclosed with this Circular the notice of AGM (see pages N-1 to N-2 of this Circular) and a form of proxy for use for the AGM.

LETTER FROM THE BOARD

Please complete, sign and date the enclosed form of proxy, whether or not you are able to attend the AGM in person, in accordance with the instructions printed on the form of proxy, and return it to the Unit Registrar of Hui Xian REIT, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. The form of proxy should be completed and returned as soon as possible but in any event not less than 48 hours before the time appointed for holding the AGM. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you wish.

(G) MATERIAL ADVERSE CHANGE

As at the Latest Practicable Date, none of the Directors was aware of any material adverse change in the financial or trading position of Hui Xian REIT since 31 December 2013 (being the date to which the latest published audited financial statements of Hui Xian REIT have been made up).

(H) RESPONSIBILITY STATEMENT

The Manager and the Directors, collectively and individually, accept full responsibility for the accuracy of the information contained in this Circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement in this Circular misleading.

Yours faithfully,
By order of the board of directors of
Hui Xian Asset Management Limited
(as manager of Hui Xian Real Estate Investment Trust)
Kam Hing Lam
Chairman of the Manager

This is the explanatory statement as required by the SFC Repurchase Circular to provide requisite information to enable you to make an informed decision on whether to vote for or against the ordinary resolution to approve the grant of the Buy-back Mandate to the Manager.

(A) ISSUED UNITS

As at the Latest Practicable Date, 5,181,369,574 Units were in issue. Such number of Units included the 16,844,078 Units issued to the Manager as payment of part of the base fee and the variable fee to the Manager by way of Units as disclosed in the announcement of Hui Xian REIT dated 20 March 2014. Subject to the passing of the ordinary resolution as referred to in the Letter from the Board in this Circular and as set out in the notice of AGM in respect of the Buy-back Mandate, the Manager will be allowed under the Buy-back Mandate to buy back up to 10% of the number of Units in issue as at the date of the resolution approving the Buy-back Mandate, which, if no additional Units will be issued prior to the AGM, would be equivalent to a maximum of 518,136,957 Units. The number of Units in issue as at the date of the passing of the resolution approving the Buy-back Mandate is expected to be larger than the number of Units in issue as at the Latest Practicable Date, as a result of scrip units expected to be issued on or about 30 April 2014 pursuant to the distribution reinvestment arrangement (details of which were disclosed in the announcement of Hui Xian REIT dated 20 March 2014). As at the Latest Practicable Date, the Manager had no present intention to buy back Units pursuant to the Buy-back Mandate.

(B) REASONS FOR THE BUY-BACK

The Manager believes that it is in the best interests of Hui Xian REIT and the Unitholders as a whole to seek the Buy-back Mandate. Unit buy-backs may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Unit and/or earnings per Unit and will only be made when the Manager believes that such buy-back will benefit Hui Xian REIT and the Unitholders as a whole.

(C) FUNDING OF BUY-BACKS

For the purposes of any buy-backs, the Manager will only use funds legally available for such purposes in accordance with the Trust Deed, the REIT Code, the guidelines issued by the SFC from time to time and the applicable laws of Hong Kong.

If the Buy-back Mandate is exercised in full at any time during the proposed buy-back period, it may have a material adverse effect on the working capital and gearing position of Hui Xian REIT as compared with the position disclosed in its most recent published audited financial statements. The Manager does not propose to exercise the Buy-back Mandate to such an extent as would, in the circumstances, have any material adverse impact on the working capital or gearing position of Hui Xian REIT (as compared with the position disclosed in its most recent published audited financial statements).

(D) UNIT PRICES

The highest and lowest prices at which the Units have traded on the Stock Exchange in each of the previous twelve months were as follows:

	Highest <i>RMB</i>	Lowest <i>RMB</i>
March 2013	4.27	4.06
April 2013	4.10	3.97
May 2013	4.32	4.05
June 2013	4.19	3.76
July 2013	4.07	3.90
August 2013	4.09	3.85
September 2013	3.90	3.70
October 2013	3.90	3.78
November 2013	3.95	3.87
December 2013	3.89	3.83
January 2014	3.88	3.70
February 2014	3.81	3.68
From 1 March 2014 up to the Latest Practicable Date	3.80	3.35

(E) UNITS BOUGHT-BACK

The Manager has not bought back any Units on behalf of Hui Xian REIT (whether on the Stock Exchange or otherwise) in the six months preceding the date of this Circular.

(F) STATUS OF BOUGHT-BACK UNITS

The listing of all Units which are bought back by the Manager pursuant to the Buy-back Mandate shall be automatically cancelled upon purchase. The Manager will ensure that the documents of title of purchased Units are cancelled and destroyed as soon as reasonably practicable following settlement of any such purchase.

(G) DIRECTORS' UNDERTAKING

The Directors have undertaken to the SFC that when the Manager exercises the power to make purchases of the Units pursuant to the Buy-back Mandate, it will exercise the power in accordance with the provisions of the Trust Deed, the laws of Hong Kong, the REIT Code and the guidelines issued by the SFC from time to time.

(H) DISCLOSURE OF INTERESTS

None of the Directors or, to the best of their knowledge, having made all reasonable enquiries, their associates, have any present intention to sell to the Manager on behalf of Hui Xian REIT any of the Units if the Buy-back Mandate is approved at the AGM.

As at the Latest Practicable Date, no connected person (as defined in the REIT Code) of Hui Xian REIT has notified the Manager that he/she/it has a present intention to sell any Units nor has such connected person (as defined in the REIT Code) undertaken not to sell any of the Units held by him/her/it to the Manager on behalf of Hui Xian REIT in the event that the Buy-back Mandate is granted.

(I) TRUSTEE'S OPINION AND CONSENT

DB Trustees (Hong Kong) Limited, the Trustee of Hui Xian REIT, is of the opinion that the granting of the Buy-back Mandate complies with the Trust Deed, and has given its consent to the Manager to proceed with any proposed buy-backs pursuant to the Buy-back Mandate.

(J) RULE 10.06 OF THE LISTING RULES

Hui Xian REIT shall comply with the restrictions and notification requirements applicable to listed companies purchasing their own shares on the Stock Exchange under Rule 10.06 of the Listing Rules, with necessary changes being made, as if the provisions therein were applicable to REITs. These include, but are not limited to, the dealing restrictions, the restrictions on subsequent issues, the reporting requirements and status of purchased units.

(K) DIRECTORS' RECOMMENDATION

The Directors are of the opinion that the Buy-back Mandate is in the interests of Hui Xian REIT and the Unitholders as a whole and accordingly recommend the Unitholders to vote in favour of the ordinary resolution approving the Buy-back Mandate to be proposed at the AGM.

(L) RESPONSIBILITY STATEMENT

The Manager and the Directors, collectively and individually, accept full responsibility for the accuracy of the information contained in this Explanatory Statement and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement in this Circular misleading.

(M) EFFECT OF TAKEOVERS CODE

If, on exercise of the power to buy back Units pursuant to the Buy-back Mandate, a Unitholder's proportionate interest in the voting rights of Hui Xian REIT increases, pursuant to Rule 32 of the Takeovers Code such increase will be treated as an acquisition of voting rights for purposes of the Takeovers Code. As a result, a Unitholder, or group of Unitholders acting in concert, could obtain or consolidate control of Hui Xian REIT and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code, unless a waiver is available.

As at the Latest Practicable Date and so far as the Manager is aware, Hui Xian Holdings Limited ("**Hui Xian Holdings**") directly held 60,000,000 Units (representing approximately 1.16% of the Units in issue) and its wholly-owned subsidiary, Hui Xian (Cayman Islands) Limited ("**Hui Xian Cayman**"), directly held 2,190,000,000 Units (representing approximately 42.27% of the Units in issue). As at the same date and so far as the Manager is aware, Hui Xian Holdings, Hui Xian Cayman together with parties which are or presumed to be acting in concert with them held a total of more than 50% of the Units in issue.

Further, as at the Latest Practicable Date, the Manager (in its own capacity) held 10,621,949 Units (representing approximately 0.21% of the Units in issue).

Should the Buy-back Mandate be exercised in full, assuming that the number of Units currently held by Hui Xian Holdings, Hui Xian Cayman and parties which are or presumed to be acting in concert with them remain unchanged, the aggregate percentage unitholding of such group would be increased proportionately from the current level of above 50%. On the above basis, the Manager anticipates that such proportionate increase will not give rise to an obligation to make a mandatory general offer under Rule 26 of the Takeovers Code. In any event, the Manager does not intend to exercise the Buy-back Mandate to such extent as to give rise to an obligation to make a mandatory general offer under Rule 26 of the Takeovers Code.

NOTICE OF ANNUAL GENERAL MEETING



HUI XIAN REIT
匯賢產業信託

Hui Xian Real Estate Investment Trust

*(a Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance
(Chapter 571 of the Laws of Hong Kong))*

(Stock Code: 87001)

Managed by Hui Xian Asset Management Limited

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting of the unitholders (the “**Unitholders**”) of Hui Xian Real Estate Investment Trust (“**Hui Xian REIT**”) will be held at the Ballroom, 1st Floor, Harbour Grand Kowloon, 20 Tak Fung Street, Whampoa Garden, Hunghom, Kowloon, Hong Kong on Monday, 5 May 2014 at 12:00 noon for the following purposes:

- (1) To note the audited consolidated financial statements of Hui Xian REIT together with the Independent Auditor’s Report for the year ended 31 December 2013;
- (2) To note the appointment of the Auditor of Hui Xian REIT and the fixing of its remuneration;
- (3) To consider and, if thought fit, pass, with or without modification, the following resolution as an ordinary resolution:

“**THAT** a mandate to purchase units in Hui Xian REIT (the “**Units**”) be given to Hui Xian Asset Management Limited, as the manager of Hui Xian Real Estate Investment Trust (“**Hui Xian REIT**”) (the “**Manager**”):

- (a) subject to the “Circular to Management Companies of SFC-authorised Real Estate Investment Trusts — On-market Unit Repurchases by SFC-authorised REITs” issued by the Securities and Futures Commission (the “**SFC**”) on 31 January 2008 and paragraph (b) below, the exercise by the Manager during the Relevant Period (as defined in paragraph (c) below) of all powers of the Manager to purchase Units on The Stock Exchange of Hong Kong Limited in accordance with the trust deed constituting Hui Xian REIT (as may be amended and supplemented from time to time) (the “**Trust Deed**”), the Code on Real Estate Investment Trusts (the “**REIT Code**”), the applicable provisions of The Codes on Takeovers and Mergers and Share Buy-backs, the guidelines issued by the SFC from time to time, applicable rules and regulations and the laws of Hong Kong, be and is hereby generally and unconditionally approved;
- (b) the aggregate number of Units which may be purchased or agreed to be purchased by the Manager pursuant to the approval in paragraph (a) above during the Relevant Period (as defined below) shall not exceed 10% of the aggregate number of Units in issue as at the date of the passing of this resolution and the authority pursuant to paragraph (a) above shall be limited accordingly; and

NOTICE OF ANNUAL GENERAL MEETING

- (c) for the purposes of this resolution, “Relevant Period” means the period from the date of the passing of this resolution until whichever is the earliest of:
- (i) the conclusion of the next annual general meeting of the unitholders of Hui Xian REIT following the passing of this resolution;
 - (ii) the expiration of the period within which the next annual general meeting as referred to in (i) above is required to be held under the Trust Deed, the REIT Code or any applicable laws; and
 - (iii) the revocation or variation of the authority given to the Manager under this resolution by an ordinary resolution passed at a general meeting of the unitholders of Hui Xian REIT.”

By order of the board of directors of
Hui Xian Asset Management Limited
(as manager of Hui Xian Real Estate Investment Trust)
Mak Sum Wun, Simmy
Company Secretary

Hong Kong, 31 March 2014

Notes:

1. A Unitholder entitled to attend and vote at the Annual General Meeting (or at any adjournment thereof) is entitled to appoint a proxy to attend in its/his/her stead. Any Unitholder being a corporation may by resolution of its directors (or other governing body) authorise any person to act as its representative at any meeting of Unitholders and a person so authorised shall at such meeting be entitled to exercise the same powers on behalf of the corporation as the corporation could exercise if it were an individual Unitholder. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised in accordance with its constitutional documents. The person appointed to act as proxy or corporate representative need not be a Unitholder.
2. In order to be valid, an instrument of proxy, together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at Hui Xian REIT’s Unit Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof. Delivery of an instrument appointing a proxy shall not preclude Unitholders from attending and voting at the meeting or any adjourned meeting (as the case may be) and, in such event, the instrument appointing the proxy shall be deemed to be revoked.
3. Where there are joint registered Unitholders of a Unit, the vote of the senior who tenders a vote (whether in person or by proxy) shall be accepted to the exclusion of the votes of the other joint registered Unitholders and for this purpose, seniority shall be determined by the order in which the name stands in the Register of Unitholders in respect of such Unit.
4. The Register of Unitholders of Hui Xian REIT will be closed from 29 April 2014 (Tuesday) to 5 May 2014 (Monday), both days inclusive, during which period no transfer of Units will be effected. In order to qualify for attending and voting at the Annual General Meeting, all unit certificates with completed transfer forms must be lodged with Hui Xian REIT’s Unit Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on 28 April 2014 (Monday).
5. The voting of the above ordinary resolution at the Annual General Meeting will be taken by way of poll. On a poll, votes may be given either personally or by proxy and every Unitholder who is present in person, by corporate representative or proxy shall have one vote for every Unit of which he is the Unitholder.

As at the date of this notice, the Directors of the Manager are Mr. Kam Hing Lam (Chairman and non-executive Director); Mr. Cheung Ling Fung, Tom and Mr. Lee Chi Kin, Casey (executive Directors); Mr. Ip Tak Chuen, Edmond, Mr. Lim Hwee Chiang and Mr. Yin Ke (with Mr. Pang Shuen Wai, Nichols as his alternate) (non-executive Directors); and Mr. Cheng Hoi Chuen, Vincent, Professor Lee Chack Fan and Dr. Choi Koon Shum, Jonathan (independent non-executive Directors).