

MULTIPLE PROPOSALS AMANAH HARTA TANAH PNB ("AHP") PROPOSED CONVERSION OF AHP TO AN UNLISTED REAL ESTATE INVESTMENT TRUST BY WAY OF: (I) PROPOSED SELECTIVE UNIT REDEMPTION EXERCISE; AND (II) PROPOSED AMENDMENTS TO THE FIRST RESTATED DEED OF AHP DATED 13 AUGUST 2015

AMANAH HARTA TANAH PNB

Type	Announcement
Subject	MULTIPLE PROPOSALS
Description	AMANAH HARTA TANAH PNB ("AHP") PROPOSED CONVERSION OF AHP TO AN UNLISTED REAL ESTATE INVESTMENT TRUST BY WAY OF: (I) PROPOSED SELECTIVE UNIT REDEMPTION EXERCISE; AND (II) PROPOSED AMENDMENTS TO THE FIRST RESTATED DEED OF AHP DATED 13 AUGUST 2015

We refer to the announcement dated 18 September 2020 in relation to the receipt of the letter dated 18 September 2020 from Ombak Real Estate Sdn Bhd, a wholly-owned subsidiary company of Permodalan Nasional Berhad ("**PNB**"), as a unit holder of AHP ("**SUR Proposal Letter**"), requesting Pelaburan Hartanah Nasional Berhad ("**Manager**"), as the manager of AHP to undertake the following corporate exercises:

(i) the proposed selective unit redemption exercise by AHP of all units in AHP ("**AHP Units**" or "**Units**") that are held by the unit holders of AHP (save and except for the AHP Units held by ORE, PNB and Amanah Saham Nasional Berhad) for RM1.00 per AHP Unit ("**Proposed SUR**"); and

(ii) proposed amendments to the relevant clauses in the First Restated Deed dated 13 August 2015 and supplemented by the First Supplemental Deed dated 28 November 2019 ("**Deed**") entered into between the Manager, AmanahRaya Trustees Berhad ("**Trustee**") and the several persons therein mentioned, constituting AHP to allow for the following:

(a) the implementation of the Proposed SUR (as defined below) ("**Proposed Amendments for SUR**"); and

(b) the conversion of AHP to an unlisted real estate investment trust ("**Proposed Amendments for Unlisted REIT**").

(the Proposed Amendments for SUR and Proposed Amendments for Unlisted REIT are collectively referred to as the "**Proposed Amendments**")

(the Proposed Amendments and Proposed SUR are collectively referred to as the "**Proposals**").

On behalf of the Board of Directors of the Manager ("**Board**"), MIDF Amanah Investment Bank Berhad wishes to announce that the Board (save for Encik Ahmad Zulqarnain bin Che On, Dato' Johan bin Ariffin, Encik Rizal Rickman bin Ramli and Datuk Mohd Anwar bin Yahya (collectively, the "**Interested Directors**") and Encik Hafidz Atrash Kosai bin Mohd Zihim), had on 12 October 2020, deliberated on the SUR Proposal Letter and had, with the concurrence of the Trustee, resolved to table the Proposals to the non-interested unit

Enter and had, with the concurrence of the Director, received to table the Proposals to the non-interested unit holders of AHP for their consideration.

In addition, in accordance with Paragraph 3.06 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions, the Board, save for the Interested Directors, had appointed Affin Hwang Investment Bank Berhad as the Independent Adviser to provide comments, opinions, information and recommendations to the Board (save for the Interested Directors) and to the non-interested unit holders of AHP in respect of the Proposals.

The details on the Proposals are set out in the attachment below.

This announcement is dated 12 October 2020.

Please refer attachment below.

Attachments

[AHP - Announcement \(12 October 2020\).pdf](#)
890.1 kB

Announcement Info

Company Name	AMANAH HARTA TANAH PNB
Stock Name	AHP
Date Announced	12 Oct 2020
Category	General Announcement for PLC
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