



(Constituted in the Republic of Singapore
pursuant to a trust deed dated 31 March 2006 (as amended))

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an **EXTRAORDINARY GENERAL MEETING** of Cambridge Industrial Trust ("CIT") will be held at Raffles Hotel Singapore, Casuarina Suite B, Level 3, 1 Beach Road, Singapore 189673 on 30 October 2009 at 3.00 p.m. (the "EGM") for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

EXTRAORDINARY RESOLUTION

1. THE PROPOSED DISTRIBUTION REINVESTMENT PLAN

That:

- (i) the distribution reinvestment plan to be known as the "Cambridge Industrial Trust Distribution Reinvestment Plan" (the "Distribution Reinvestment Plan"), under which the directors of the manager of CIT (the "Directors") may, whenever the Directors in general meeting have resolved that a distribution (including an interim, final, special or other distribution) be paid or declared on units in CIT ("Units"), resolve that unitholders of CIT ("Unitholders") entitled to such distribution may elect to receive an allotment of new Units each credited as fully paid in lieu of cash in respect of such distribution (further particulars of which are set out in the circular to Unitholders dated 13 October 2009 (the "Circular"), be and is hereby approved;
- (ii) CIT's distribution date, as set out in CIT's trust deed dated 31 March 2006 (as amended) (the "Trust Deed"), be extended from 60 days to 90 days from the end of the applicable financial quarter of CIT;
- (iii) Cambridge Industrial Trust Management Limited, as manager of CIT (the "Manager") and RBC Dexia Trust Services Singapore Limited, as trustee of CIT (the "Trustee") be and are hereby authorised:
 - (a) to establish and administer the Distribution Reinvestment Plan;
 - (b) to modify and/or alter the Distribution Reinvestment Plan from time to time and to do all such acts and things and to enter into all such transactions and arrangements as may be necessary or expedient in order to give full effect to the Distribution Reinvestment Plan; and
 - (c) to allot and issue from time to time such number of new Units as may be required to be allotted and issued pursuant to the Distribution Reinvestment Plan;
- (iv) unless revoked or varied by Unitholders in a general meeting, such authority shall continue in force; and
- (v) 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, or, as the case may be, the Trustee may consider expedient or necessary or in the interest of CIT to give effect to the Distribution Reinvestment Plan.

ORDINARY RESOLUTION

2. THE PROPOSED GENERAL MANDATE FOR THE ISSUE OF NEW UNITS AND/OR CONVERTIBLE SECURITIES (INCLUDING WARRANTS)

That:

- (i) approval be and is hereby given for the issue of new Units and/or convertible securities or other instruments (including but not limited to warrants) which may be convertible into Units ("Convertible Securities") for the 12-month period from 30 October 2009, being the date of the EGM to 29 October 2010 or the date of CIT's annual general meeting in 2010 (whichever is earlier), such that the number of new Units issued (and/or Units into which the Convertible Securities may be converted):
 - (a) by way of renounceable rights issues on a pro rata basis to Unitholders ("Renounceable Rights Issues"), does not exceed 100.0% of the Base Figure (as described below); and
 - (b) by way of unit issues other than Renounceable Rights Issues ("Other Unit Issues"), does not exceed 50.0% of the Base Figure, of which the aggregate number of new Units issued (and/or Units into which the Convertible Securities may be converted), where the Units and/or Convertible Securities are issued other than on a pro rata basis to existing Unitholders, must not be more than 20.0% of the Base Figure, provided further that the Units to be issued under the Renounceable Rights Issues and Other Unit Issues shall not, in aggregate, exceed 100.0% of the Base Figure (the "General Mandate");

Subject to such calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of Units and Convertible Securities that may be issued under (a) and (b) above, the Base Figure shall be based on the number of Units in issue as at 30 October 2009, being the date of the EGM, after adjusting for:

- (i) new Units arising from the conversion or exercise of any Convertible Securities; or
- (ii) any subsequent bonus issue, consolidation or subdivision of Units.
- (ii) pursuant to the General Mandate, the Manager, may issue Units arising from the conversion of the Convertible Securities notwithstanding that the General Mandate may have ceased to be in force at the time the Units are to be issued;
- (iii) where the terms of the issue of the Convertible Securities provide for adjustment to the number of Convertible Securities in the event of rights, bonus or other capitalisation issues or any other events, the Manager may issue additional Convertible Securities notwithstanding that the General Mandate may have ceased to be in force at the time the Convertible Securities are issued; and
- (iv) 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 or, as the case may be, the Trustee may consider expedient or necessary or in the interest of CIT to give effect to the General Mandate.

EXTRAORDINARY RESOLUTION

3. THE PROPOSED UNIT ISSUE SUPPLEMENT

That:

- (i) approval be and is hereby given to amend the Trust Deed with the Unit Issue Supplement (as defined in the Circular) in the manner set out in Appendix B of the Circular; and
- (ii) 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 or, as the case may be, the Trustee may consider expedient or necessary or in the interest of CIT to give effect to the Unit Issue Supplement.

4. THE PROPOSED ACQUISITION FEE AND DISPOSAL FEE SUPPLEMENT

That:

- (i) approval be and is hereby given to amend the Trust Deed with the Acquisition Fee and Disposal Fee Supplement (as defined in the Circular) in the manner set out in Appendix D of the Circular; and
- (ii) 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 or, as the case may be, the Trustee may consider expedient or necessary or in the interest of CIT to give effect to the Acquisition Fee and Disposal Fee Supplement.

5. THE PROPOSED EQUITY FUND RAISING SUPPLEMENT

That:

- (i) approval be and is hereby given to amend the Trust Deed with the Equity Fund Raising Supplement (as defined in the Circular) in the manner set out in Appendix E of the Circular; and
- (ii) 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 or, as the case may be, the Trustee may consider expedient or necessary or in the interest of CIT to give effect to the Equity Fund Raising Supplement.

BY ORDER OF THE BOARD

Cambridge Industrial Trust Management Limited
(Company Registration No. 200512804G, Capital Markets Services licence no.: 100132-1)
As Manager of Cambridge Industrial Trust

Chris Calvert
Chief Executive Officer
Singapore
13 October 2009

Important Notice:

1. A unitholder of CIT entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a unitholder of CIT.
2. The instrument appointing a proxy must be lodged at the Unit Registrar's Office at 63 Cantonment Road, Singapore 089758 not less than 48 hours before the time appointed for the Extraordinary General Meeting.