

# Notice of Annual and Special Meeting of Unitholders

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “*Meeting*”) of the holders (the “*Unitholders*”) of units (the “*Units*”) of Allied Properties Real Estate Investment Trust (“*Allied*”) will be held on Monday, May 10, 2021 at 2:00 p.m. (Toronto time). The Meeting will be held in a virtual meeting format only via live audio webcast online at [www.virtualshareholdermeeting.com/ALLIED2021](http://www.virtualshareholdermeeting.com/ALLIED2021) for the following purposes:

1. to receive the audited financial statements of Allied for the financial year ended December 31, 2020, together with the report of the auditor thereon;
2. to consider and, if thought advisable, to pass, with or without variation, a resolution approving certain amendments to the declaration of trust of Allied, as more fully described in the accompanying management information circular;
3. to elect the trustees of Allied;
4. to appoint Deloitte LLP, Chartered Professional Accountants, as auditor of Allied for the ensuing year and to authorize the trustees of Allied to fix its remuneration;
5. to consider and, if thought advisable, to approve the non-binding advisory resolution on the approach to executive compensation, as more fully described in the accompanying management information circular; and
6. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The record date for the determination of those Unitholders entitled to the Notice of Annual and Special Meeting and to vote at the Meeting is the close of business on March 22, 2021 (the “*Record Date*”).

Accompanying this Notice of Annual and Special Meeting is a management information circular dated March 29, 2021 (the “*Circular*”) and a form of proxy or voting instruction form.

In light of COVID-19 and in consideration of the health and safety of our Unitholders, colleagues and the broader community, this year's Meeting will be held in a virtual meeting format only via live audio webcast online at [www.virtualshareholdermeeting.com/ALLIED2021](http://www.virtualshareholdermeeting.com/ALLIED2021). Unitholders and duly appointed proxyholders will be able to attend the Meeting, submit questions and vote by online ballot, provided they are connected to the internet, log in using a control number or appointee identification number, and follow the instructions in the attached Circular. Non-registered unitholders who have not duly appointed themselves as proxyholder will be able to attend the Meeting with their control number and ask questions, but will not be able to vote at the Meeting. Online check-in will begin 15 minutes prior, at 1:45 p.m. (Toronto time). You should allow ample time for online check-in procedures.

#### **VOTING**

A Unitholder wishing to be represented by proxy at the Meeting or any adjournment thereof can vote (a) by internet at [www.proxyvote.com](http://www.proxyvote.com), (b) by telephone toll free in Canada at 1-800-474-7493 (English) or 1-800-474-7501 (French), or toll free in the United States at 1-800-454-8683, or (c) by delivering the completed proxy or voting instruction form by mail to Broadridge, Attn: Data Processing Centre, P.O. Box 3700 STN Industrial Park, Markham, Ontario, L3R 9Z9 in the prepaid addressed envelope provided for that purpose. The proxy voting deadline is 2:00 p.m. (Toronto time) on Thursday, May 6, 2021 or if the Meeting is adjourned, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for any reconvened meeting at which the proxy is to be used.

Unitholders who wish to appoint a person other than the management nominees identified in the form of proxy or voting instruction form (including a non-registered unitholder who wishes to appoint themselves to attend and vote at the Meeting), must carefully follow the instructions in the attached Circular and on their form of proxy or voting instruction form.

#### **QUESTIONS**

If you have any questions or require assistance with voting, please contact our proxy solicitation agent and unitholder communications advisor, Laurel Hill Advisory Group, at 1-877-452-7184 (Toll Free), or 416-304-0211 (outside North America), or by email at [assistance@laurelhill.com](mailto:assistance@laurelhill.com).

Dated the 29<sup>th</sup> day of March, 2021.

By Order of the Board of Trustees



**ANNE E. MIATELLO**

*Senior Vice President, General Counsel and Corporate Secretary*

**ALLIED PROPERTIES REAL ESTATE INVESTMENT TRUST**

134 PETER STREET, SUITE 1700 TORONTO, ONTARIO M5V 2H2 [alliedreit.com](http://alliedreit.com)