



Trust Management (Suntec) Limited

Suntec Real Estate Investment Trust
("Suntec REIT")

Manager of



ADJUSTMENT TO THE CONVERSION PRICE OF S\$300,000,000 1.75 PER CENT. COUPON CONVERTIBLE BONDS DUE 2024

The Board of Directors of ARA Trust Management (Suntec) Limited, in its capacity as manager of Suntec REIT (the "**Manager**"), acting through HSBC Institutional Trust Services (Singapore) Limited as trustee of Suntec REIT (the "**Suntec REIT Trustee**"), refers to the S\$300,000,000 1.75 per cent. coupon convertible bonds due 2024 (the "**Convertible Bonds**") issued by Suntec REIT acting through the Suntec REIT Trustee.

The Manager wishes to announce that Suntec REIT has today declared the payment of a distribution of S\$0.0259 per unit of Suntec REIT ("**Unit**") for the period of 1 October 2018 to 31 December 2018 to all entitled holders of Units (the "**Unitholders**"). Such distribution has resulted in an Excess Distribution of S\$0.038 per Unit in accordance with Condition 5.6(d) of the Convertible Bonds.

In accordance with Condition 5.5(c) of the Convertible Bonds, such Excess Distribution will result in an adjustment to the Conversion Price. The current Conversion price is S\$2.189 (the "**Current Conversion Price**"). The adjusted Conversion Price will be S\$2.14 (the "**Adjusted Conversion Price**").

The Manager is pleased to set out below, a summary of the adjustment to the Conversion Price based on the formula in Condition 5.5(c) of the terms and conditions:

$$\text{Adjusted Conversion Price} = \frac{A - B}{A} \times \text{Current Conversion Price}$$

Where:

- Current Conversion Price:** S\$2.189 per Conversion Unit
- A:** S\$1.847 being the Current Market Price¹ of one Unit on the last Trading Day preceding the date on which the Excess Distribution is publicly announced
- B:** S\$0.038 being the Fair Market Value² on the date of such announcement of the Excess Distribution, attributable to one Unit.

¹ **Current Market Price** means the average of the closing market price quoted by the SGX-ST for the 15 consecutive Trading Days that ended on 22 January 2019.

² **Fair Market Value** means the amount of cash distribution per Unit determined by the Suntec REIT Trustee as at the date of announcement of such distribution.

The Adjusted Conversion Price is effective as of 28 February 2019. Any exercise of Conversion Rights prior to that date will be based on the Current Conversion Price.

The register of Unitholders will be closed at 9:00am (Singapore time) from 30 January 2019 to 5:00pm (Singapore time) 31 January 2019 to establish the distribution to be paid out and the record date for the distribution is 31 January 2019.

By Order of the Board
ARA Trust Management (Suntec) Limited
(Company registration no. 200410976R)
(as manager of Suntec Real Estate Investment Trust)

Chong Kee Hiong
Director
23 January 2019

ABOUT SUNTEC REIT

Listed on 9 December 2004, Suntec REIT holds properties in Suntec City, Singapore's largest integrated commercial development (including one of Singapore's largest shopping mall), a 60.8% interest in Suntec Singapore Convention & Exhibition Centre, a one-third interest in One Raffles Quay, a one-third interest in Marina Bay Financial Centre Towers 1 and 2 and the Marina Bay Link Mall and a 30.0% interest in 9 Penang Road. Suntec REIT holds a 100% interest in a commercial building located at 177 Pacific Highway, Sydney, a 50.0% interest in Southgate complex, Melbourne and a 50.0% interest in a commercial building to be developed located at Olderfleet 477 Collins Street, Melbourne, Australia. Its aim is to invest in income-producing real estate which is primarily used for office and/or retail purposes. Suntec REIT is managed by an external manager, ARA Trust Management (Suntec) Limited. For more details, please visit www.suntecreit.com.

ABOUT ARA TRUST MANAGEMENT (SUNTEC) LIMITED

Suntec REIT is managed by ARA Trust Management (Suntec) Limited, a wholly-owned subsidiary of ARA Asset Management Limited ("**ARA**" or the "**Group**").

ARA is a premier global integrated real assets fund manager. As at 30 June 2018, the Gross Assets Managed by ARA Group³ and its Associates is approximately S\$78.2 billion across 62 cities in 20 countries.

Driven by a vision to be the best-in-class real assets fund management company, ARA Group and its Associates' businesses include:

- (a) **REITs** – ARA is one of the largest REIT managers in Asia. The Group directly manages Fortune REIT, dual-listed in Singapore and Hong Kong; Suntec REIT and Cache Logistics Trust, listed in Singapore; and Hui Xian REIT and Prosperity REIT, listed in Hong Kong. It also indirectly manages REITs in Japan and Australia through its associate companies.
- (b) **Private real estate funds** – The Group manages private funds providing investment opportunities in diverse real estate sectors and geographies that cater to different investor risk appetites.
- (c) **Infrastructure** – ARA Infrastructure was established in 2018 to cater to strong investor demand for global infrastructure investment in line with the increasing opportunities in this asset class.
- (d) **Country desks** – ARA operates country desks in China, Korea, Japan, Malaysia, Australia and Europe. The country desks employ a strong understanding of each local market to facilitate the flow of inbound and outbound capital and cross-country collaborations. In Korea, ARA manages six private REITs; In Japan, ARA holds a strategic stake in Kenedix, Inc.; In Europe, ARA's platform is extended through its strategic partnership with Australia-based Cromwell Property Group.
- (e) **Real estate management services** – As part of the Group's investor-operator philosophy, its dedicated property management teams actively work the ground to manage its assets around the world.

Its multi-platform, multi-product global fund management strategy, combined with its dedicated teams with in-depth local knowledge enables the Group to offer enduring value to its investors. Built on a foundation of strong corporate governance and business integrity, ARA counts some of the world's largest pension funds, sovereign wealth funds, financial institutions, endowments and family offices as its investors.

IMPORTANT NOTICE

This announcement is for information purposes only and does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to subscribe for or acquire, units in Suntec REIT (the "**Units**") in any jurisdiction in which such an offer or solicitation is unlawful.

The value of Units and the income derived from them may fall as well as rise. Units are not obligations of, deposits in, or guaranteed by, the Manager or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested. Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on the SGX-ST. Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units. The past performance of Suntec REIT is not necessarily indicative of the future performance of Suntec REIT.

³ ARA Asset Management Holdings Pte. Ltd. and the Group of companies