

#### **Frasers Hospitality Trust**

#### Financial Statements Announcement For The Second Quarter Ended 31 March 2015

Frasers Hospitality Trust ("FHT") is a stapled group comprising Frasers Hospitality Real Estate Investment Trust ("FH-REIT") and Frasers Hospitality Business Trust ("FH-BT"). FHT is established with the principal investment strategy of investing on a long-term basis, directly or indirectly, in a diversified portfolio of income-producing real estate located anywhere in the world except Thailand, which is used primarily for hospitality and/or hospitality-related purposes, as well as real estate-related assets in connection to the foregoing.

The portfolio of FHT comprises 12 properties, six hotels (the "Hotels") and six serviced residences (the "Serviced Residences", and together with the Hotels, the "Properties"), with a total of 1,928 hotel rooms and 842 serviced residence units. The Properties are located in Singapore, Australia, the United Kingdom, Japan and Malaysia.

Hotels	Market Segment*	Number of Rooms
InterContinental Singapore	Luxury	406
Novotel Rockford Darling Harbour	Mid-scale	230
Park International London	Mid-scale	171
Best Western Cromwell London	Mid-scale	85
ANA Crowne Plaza Kobe	Upper Upscale	593
The Westin Kuala Lumpur	Upper Upscale	443
Total		1,928

Serviced Residences	Market Segment*	Number of Units
Fraser Suites Singapore	Upper Upscale	255
Fraser Suites Sydney	Upper Upscale	201
Fraser Place Canary Wharf	Upper Upscale	108
Fraser Suites Queens Gate	Upper Upscale	105
Fraser Suites Glasgow	Upper Upscale	98
Fraser Suites Edinburgh	Upper Upscale	75
Total		842

<sup>\*</sup> Based on STR Global Chain Scales

## **Distribution Policy**

Distributions from FHT comprises distributions from FH-REIT and FH-BT.

FH-REIT's distribution policy is to distribute 100.0% of FH-REIT's Distributable Income for the period from the Listing Date to 30 September 2015 and at least 90.0% of its Distributable Income thereafter.

The distribution will be made on a semi-annual basis for the six-month periods ending 31 March, and 30 September. Distributions, when paid, will be in Singapore dollars. FH-REIT's first distribution after the Listing Date will be for the period from the Listing Date to 31 March 2015 and will be paid on or before 29 June 2015.

FH-BT was dormant as at the Listing Date and no distributions will be made during the period that FH-BT remains dormant. In the event that FH-BT becomes active and profitable, FH-BT's distribution policy will be to distribute as much of its income as practicable, and the declaration and payment of distributions by FH-BT will be at the sole discretion of Board of Directors of the Trustee-Manager.

DBS Bank Ltd. is the Sole Global Coordinator and Issue Manager for the initial public offer of stapled securities in FHT (the "Offering"). DBS Bank Ltd., Morgan Stanley Asia (Singapore) Pte., Standard Chartered Securities (Singapore) Pte. Limited and United Overseas Bank Limited are the Joint Bookrunners and Underwriters for the Offering.



# 1 (a) (i) Consolidated Statements of Total Return and Consolidated Statements of Comprehensive Income for the Second Quarter Ended 31 March 2015

		FHT	FH-REIT	FH-BT	FHT	FH-REIT	FH-BT
	Note	1 Jan 201	15 to 31 Ma	r <b>2015<sup>(a)</sup></b>	14 Jul 20	14 to 31 Ma	r 2015 <sup>(a)</sup>
		S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Master lease rental		24,016	24,016	-	74,197	74,197	-
Gross Revenue		24,016	24,016	-	74,197	74,197	-
Property tax		(2,148)	(2,148)	-	(6,194)	(6,194)	-
Property insurance		(242)	(242)	-	(652)	(652)	-
Property management fee		(1,409)	(1,409)	-	(4,199)	(4,199)	-
Other property expenses		(1,255)	(1,255)	-	(2,344)	(2,344)	-
<b>Property Operating Expenses</b>		(5,054)	(5,054)	-	(13,389)	(13,389)	-
Net Property Income		18,962	18,962	-	60,808	60,808	-
REIT Manager's management fee		(2,120)	(2,120)	-	(5,544)	(5,544)	-
Other management fee		(403)	(403)	-	(1,128)	(1,128)	-
Trustees' fee		(94)	(94)	-	(295)	(295)	-
Other expenses	(b)	(570)	(567)	(3)	(5,970)	(5,962)	(8)
Other expenses in relation to Initial Public							
Offering ("IPO")	(c)	130	130	-	(27,133)	(27,133)	-
Other income		-	-	-	254	254	-
Payment Top-Up		330	330		330	330	
Finance income		84	84	-	169	169	-
Amortisation of debt upfront costs		(379)	(379)	-	(1,098)	(1,098)	-
Finance costs		(3,465)	(3,465)	-	(8,981)	(8,981)	-
Total return before foreign exchange differences, fair value changes and taxation		12,475	12,478	(3)	11,412	11,420	(8)
Foreign exchange gain, net Net change in fair value of investment		1,605	1,605	-	2,807	2,807	-
properties  Net change in fair value of derivative	(d)	-	-	-	40,320	40,320	-
financial instruments Realised loss on derivative financial	(e)	(3,328)	(3,328)	-	6,183	6,183	-
instruments	(f)	(584)	(584)	-	(48)	(48)	-
Total return for the Period before tax		10,168	10,171	(3)	60,674	60,682	(8)
Taxation		(973)	(973)	-	(3,360)	(3,360)	-
Total return for the Period after tax		9,195	9,198	(3)	57,314	57,322	(8)
Other comprehensive income Items that may be reclassified subsequently to total return: Currency translation differences Fair value change of cash flow hedge		(1,118) 3,373	(1,118) 3,373	-	(45,434) 4,167	(45,434) 4,167	- -
Total comprehensive income for the Period		11,450	11,453	(3)	16,047	16,055	(8)
		=2,.55	=2, .03	(3)	= 3,0 .7	=5,000	(-)



#### 1 (a) (ii) Consolidated Distribution Statements

		FHT	FH-REIT	FHT	FH-REIT
Reconciliation of total return to income available for		1 Jan 2		14 Jul 2	014 to
distribution	Note	31 Mar	2015 <sup>(a)</sup>	31 Mar 2015 <sup>(a)</sup>	
distribution		S\$'000	S\$'000	S\$'000	S\$'000
Total return for the period after tax of FH-REIT	(I)	9,198	9,198	57,322	57,322
(Non-taxable) / non-tax deductible items and other adjustments					
Amortisation of debt upfront costs		379	379	1,098	1,098
Foreign exchange gain, net		(1,590)	(1,590)	(2,807)	(2,807)
Goodwill on acquisition of subsidiaries written off		-	-	4,296	4,296
Issuance costs not deductible	(g)	4	4	1,934	1,934
Net change in fair value of investment properties		-	-	(40,320)	(40,320)
Net change in fair value of derivative financial instruments		3,328	3,328	(6,183)	(6,183)
Other management fee payable in Stapled Securities	(h)	329	329	916	916
Property management fee payable in Stapled Securities	(i)	1,395	1,395	4,185	4,185
REIT Manager's management fee payable in Stapled Securities		2,120	2,120	5,544	5,544
Realised (loss)/gain on derivative financial instruments		512	512	(24)	(24)
Stamp duties on acquisition of investment properties		-	-	25,333	25,333
Trustee's fee		55	55	178	178
Other adjustments	(j)	900	900	891	891
Foreign-sourced income from the entities in Japan yet to be					
distributed to FHT	(k)	(2,379)	(2,379)	(7,894)	(7,894)
Net effect of (non-taxable) / non-tax deductible				(40.055)	(40.055)
items and other adjustments		5,053	5,053	(12,853)	(12,853)
Income available for distribution to Stapled Securities holders	(I)	14,251	14,251	44,469	44,469
	1-7	_ 1,202	,	1,100	1 1, 100

#### Footnotes:

- (a) No comparative consolidated statement of total return and consolidated statement of comprehensive income and consolidated distribution statement are presented as FHT was constituted on 20 June 2014 and listed on SGX-ST on 14 July 2014. Accordingly, the results of FHT are for the periods as disclosed above. There was no activity from the date of constitution, 20 June 2014 to 13 July 2014.
- (b) Other expenses include an impairment loss on goodwill of approximately S\$4.3 million which arose from the acquisition of the entities that held ANA Crowne Plaza Kobe.
- (c) The expenses comprise stamp duties paid in relation to the acquisition of the United Kingdom and Australia properties of approximately \$\$25 million and one-off non-capitalisable issuance costs including initial public listing fee, registry fee, advertisements, design & printing of prospectus and roadshow expenses etc.
- (d) The net change in fair value of investment properties relates to the net fair value gains arising from the measurement of the Group's investment properties at fair value based on valuations performed by independent valuers as at 31 December 2014.
- (e) This relates to unrealised (losses)/gains arising from fair valuation of cross currency swap and foreign currency forward contracts
- (f) This relates to realised loss arising from the settlement of foreign currency forward contracts.
- (g) This relates to one-off non-capitalisable issuance costs incurred at listing.
- (h) MIT Manager's management fee are payable in Stapled Securities.
- (i) Property management fee includes serviced residences management fee and trademark licence fee which are payable in Stapled Securities.
- (j) Other adjustments mainly relate to deferred tax.
- (k) Foreign-sourced income from Japan for the financial year ended 31 December 2014 will be remitted after completion of statutory audit and tax filing. This income is expected to be received once every year in May/June to be included for distribution for each financial year ending 30 September. Hence, Japan's results have been excluded from the computation of FHT's Distributable Income ("DI") for the financial period ended 31 March 2015.
- (I) Distribution of FHT represent the aggregate of distributions by FH-REIT and FH-BT. The distributions of FHT for the second quarter ended 31 March 2015 and the period from 14 July 2014 to 31 March 2015 are contributed solely by FH-REIT as FH-BT was dormant during the period. Accordingly, only the income available for distribution of FH-REIT has been included for the purpose of calculating the Distribution per Stapled Security.



## 1 (b) (i) Statements of Financial Position

Statements of Financial Position				
		FHT	FH-REIT	FH-BT
	Note	31 Mar	31 Mar	31 Mar
		2015 <sup>(a)</sup>	2015 <sup>(a)</sup>	2015 <sup>(a)</sup>
		S\$'000	S\$'000	S\$'000
Non-current assets				
Investment properties		1,660,763	1,660,763	-
Deferred tax assets		43	43	-
Derivative financial instruments	(b)	10,093	10,093	
		1,670,899	1,670,899	-
Current assets				
Trade and other receivables	(c)	10,716	10,716	-
Prepayments		1,259	1,259	-
Derivative financial instruments		259	259	-
Cash and bank balances		82,754	82,744	10
		94,988	94,978	10
Total assets		1,765,887	1,765,877	10
Current liabilities				
Trade and other payables	(d)	19,220	19,212	8
Deferred income		713	713	-
Derivative financial instruments		2	2	-
Income tax payables		1,868	1,868	-
		21,803	21,795	8
Non-current liabilities		·		
Borrowings (net of transaction costs)		671,399	671,399	-
Rental deposits		14,718	14,718	-
Deferred income		8,723	8,723	-
Deferred tax liabilities		4,922	4,922	-
		699,762	699,762	-
Total Liabilities		721,565	721,557	8
Net assets attributable to Stapled Securities holders		1,044,322	1,044,320	2
Stapled Securities holders' funds				
Stapled Securities in issue		1,049,513	1,049,503	10
Issue costs		(21,238)	(21,238)	-
Retained earnings		57,314	57,322	(8)
Hedging reserves		4,167	4,167	-
Foreign currency translation reserve		(45,434)	(45,434)	-
Stapled Securities holders' funds		1,044,322	1,044,320	2

#### Footnotes:

- (a) No comparative balance sheets are provided as FHT was listed on SGX-ST on 14 July 2014.
- (b) Derivative financial instruments relate to fair value of cross currency swap and interest rate swaps entered to hedge FH-REIT's borrowings.
- (c) This mainly relates to rental income receivable from master lessees and GST receivable from tax authority.
- (d) This mainly relates to trade payables including GST payable, provision of witholding tax and property tax, accruals of interest expense payable to banks, accruals of professional fees and accruals of property management fee.



#### 1 b (ii) Aggregate Amount of Borrowings (as at 31 March 2015)

Amount repayable in one year or less, or on demand

FHT and FH-REIT							
31 Ma	r 2015	31 Dec 2014					
Secured	Unsecured	Secured	Unsecured				
S\$'000	S\$'000	S\$'000	S\$'000				
-	- <sup>(1)</sup>	-	44,599 <sup>(1).</sup>				
35,663 <sup>(2).</sup>	635,736 <sup>(3).</sup>	35,625 <sup>(2).</sup>	634,657 <sup>(3).</sup>				

## Details of borrowings and collateral:

Amount repayable after one year \*

- (1) Short term unsecured facilities drawn from a revolving credit facility of S\$50million. It has been fully repaid during the quarter.
- (2) The secured borrowing was drawn under the MYR95 million Senior Bond and the interest rate on these borrowings is 4.9% p.a. The Senior Bond will mature 5 years from 14 July 2014 and is secured by the property, The Westin Kuala Lumpur.
- (3) The unsecured borrowings were drawn from (i) \$\$615 million of Term Loan Facilities with staggered loan maturities of three-year and five-year terms and (ii) the JPY2.35 billion Kobe Excellence TMK series 1 Bonds maturing 5 years from 14 July 2014.

<sup>\*</sup> net of transaction costs



# 1 (c) Consolidated Cash Flow Statements

		FHT FH-REIT FH-BT			FHT FH-REIT		FH-BT	
		1 Jan 20	15 to 31 Mar	2015 <sup>(a)</sup>	14 Jul 20	014 to 31 Ma	r <b>2015<sup>(a)</sup></b>	
	Note	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	
CASH FLOWS FROM OPERATING ACTIVITIES								
Total return before income tax		10,168	10,171	(3)	60,674	60,682	(8)	
Adjustments for:								
Amortisation of debt upfront costs		379	379	_	1,098	1,098	-	
Finance costs		3,465	3,465	-	8,981	8,981	-	
Finance income		(84)	(84)	-	(169)	(169)	-	
Goodwill on acquisition of subsidiaries written		, ,	, ,		, ,	, ,		
off		-	-	-	4,296	4,296	-	
Net change in fair value of derivative financial							-	
instruments		3,328	3,328	-	(6,183)	(6,183)		
Net change in fair value of change in investment properties				_	(40,320)	(40,320)	-	
Other management fee payable in Stapled		_	-	_	(40,320)	(40,320)		
Securities		329	329	-	916	916	-	
Property management fee payable in Stapled							_	
Securities		1,409	1,409	-	4,199	4,199		
REIT Manager's management fee payable in Stapled Securities		2,120	2,120		5,544	5,544	-	
Unrealised gain on foreign exchange, net		1,248	1,248	-	(28)	(28)	_	
Other expenses in relation to IPO		(130)	(130)	_	27,133	27,133	_	
Cash generated from / (used in) operations		(130)	(130)		27,133	27,133		
before working capital changes		22,232	22,235	(3)	66,141	66,149	(8)	
		,	•	` ,	,	,	` '	
Changes in working capital:		400	400		(4.250)	(4.350)		
Prepayments		408	408	-	(1,259)	(1,259)	-	
Trade and other receivables Trade and other payables		45,631 (1,925)	45,631 (1,928)	3	(9,907) (26,247)	(9,907) (26,255)	8	
Rental deposits		(33)	(33)	-	14,644	14,644	-	
Deferred income		(55)	(55)	_	8,823	8,823	-	
Cash generated from operations		66,258	66,258	_	52,195	52,195	_	
					-	•		
Income tax paid		(65)	(65)	-	(65)	(65)	-	
Net cash generated from operating activities		66,193	66,193	-	52,130	52,130	-	
CASH FLOWS FROM INVESTING ACTIVITIES								
Acquisition costs		-	-	-	(25,333)	(25,333)	-	
Acquisition of investment properties		-	-	-	(1,526,004)	(1,526,004)	-	
Additions to investment properties		(388)	(388)	-	(1,962)	(1,962)	-	
Acquisition of subsidiaries		-	-	-	(107,883)	(107,883)	-	
Net cash used in investing activities		(388)	(388)	-	(1,661,182)	(1,661,182)	-	
CASH FLOWS FROM FINANCING ACTIVITIES								
Finance cost paid		(3,454)	(3,454)	-	(8,896)	(8,896)	-	
Interest income received		84	84	-	169	169	-	
Issuance of new Stapled Securities upon IPO	(b)	-	-	-	1,049,513	1,049,503	10	
Issue expenses		(9,564)	(9,564)	-	(23,247)	(23,247)	-	
Repayment of loan	(c)	(45,976)	(45,976)	-	(45,976)	(45,976)	-	
Proceeds from borrowings, net of debt upfront								
costs		-	-	-	719,673	719,673	-	
Net cash (used in)/generated from financing		(50.010)	(50.010)		1 601 336	1 (01 226	10	
activities		(58,910)	(58,910)	-	1,691,236	1,691,226	10	
Net increase in cash and cash equivalents		6,895	6,895	-	82,184	82,174	10	
Cash and cash equivalents at the beginning of								
the financial Period		76,083	76,073	10	-	-	-	
Effect of exchange rate changes on cash and		/22.43	(22.0)		F70	F-7.0		
cash equivalents  Cash and cash equivalents at the end of the		(224)	(224)	-	570	570	-	
financial Period		82,754	82,744	10	82,754	82,744	10	
iniancial Fellou		32,734	32,777	-10	32,734	32,177	10	



#### 1 (c) Consolidated Cash Flow Statements (cont'd)

For the purpose of the consolidated cash flow statement, cash and cash equivalents comprise the following at the Balance Sheet date:

**FHT** 

FH-REIT

FH-BT

S\$'000

10

10

31 Mar 2015<sup>(a)</sup> S\$'000 S\$'000 Cash and cash equivalent comprise: Cash and bank balances 31,873 31,863 50,881 50,881 82,754 82,744

Fixed deposits Cash and cash equivalents

#### Footnotes:

- No comparative consolidated cash flow statement are provided as FHT was listed on SGX-ST on 14 (a) July 2014.
- (b) On listing date, 1,192,627,999 stapled securities in FHT were issued at \$\$0.88 each to the public, cornerstone investor, Sponsor, TCC in part satisfaction of the purchase consideration of properties. The amount of \$\$368 million was proceeds received from cornerstone investors and the public.
- Short-term unsecured facilities drawn from revolving credit facility of S\$50 million has been fully (c) repaid during this quarter.



# 1 (d) (i) Consolidated Statements of Changes in Stapled Securities Holders' Funds

	FI	łT	FH-	REIT	FH-BT	
	1 Jan 2015 to 31 Mar 2015 <sup>(a)</sup>	14 Jul 2014 to 31 Mar 2015 <sup>(a)</sup>	1 Jan 2015 to 31 Mar 2015 <sup>(a)</sup>	14 Jul 2014 to 31 Mar 2015 <sup>(a)</sup>	1 Jan 2015 to 31 Mar 2015 <sup>(a)</sup>	14 Jul 2014 to 31 Mar 2015 <sup>(a)</sup>
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Stapled Securities holders' funds						
Stapled Securities in issue						
Balance at beginning of the Period	1,049,513	-	1,049,503	-	10	-
- Issue of new units during the Period	-	1,049,513	-	1,049,503	-	10
Balance at end of the Period	1,049,513	1,049,513	1,049,503	1,049,503	10	10
Issue costs						
Balance at beginning of the Period	(21,238)	-	(21,238)	-	-	-
Movement for the Period	-	(21,238)	-	(21,238)	-	-
Balance at end of the Period	(21,238)	(21,238)	(21,238)	(21,238)	-	-
Retained earnings						
Balance at beginning of the Period	48,119	-	48,124	-	(5)	-
Total return after tax for the Period	9,195	57,314	9,198	57,322	(3)	(8)
Balance at end of the Period	57,314	57,314	57,322	57,322	(8)	(8)
Hedging reserve						
Balance at beginning of the Period	794	-	794	-	-	-
Movement for the Period	3,373	4,167	3,373	4,167	-	-
Balance at end of the Period	4,167	4,167	4,167	4,167	-	-
Foreign currency translation reserve						
Balance at beginning of the Period	(44,316)	-	(44,316)	-	-	-
Movement for the Period	(1,118)	(45,434)	(1,118)	(45,434)	-	-
Balance at end of the Period	(45,434)	(45,434)	(45,434)	(45,434)	-	-
	1,044,322	1,044,322	1,044,320	1,044,320	2	2

## Footnotes:

(a) No comparative figures are provided as FHT was listed on SGX-ST on 14 July 2014.



#### 1 (d) (ii) Details of Changes in Issued and Issuable Units

		FH	IT
	Nata	1 Jan 2015 to	14 Jul 2014 to
	Note	31 Mar 2015 <sup>(a)</sup>	31 Mar 2015 <sup>(a)</sup>
		No. of Units	No. of Units
Balance at beginning of the Period		1,192,628,000	-
Issue of new Stapled Securities at the date of			
prospectus - 30 June 2014		-	1
Issue of new Stapled Securities on listing date		-	1,192,627,999
Issued units at the end of the Period		1,192,628,000	1,192,628,000
Issuable Stapled Securities			
As payment of REIT Manager's management fee	(b)	2,357,155	6,226,125
As payment of other management fee	(c)	364,952	1,028,464
As payment of property management fee	(b)	1,561,377	4,710,669
Total issued and issuable Stapled Securities		1,196,911,484	1,204,593,258

#### Footnotes:

- (a) No comparative figures are provided as FHT was listed on SGX-ST on 14 July 2014.
- (b) This represents 100% of the REIT Manager's management fee and property management fee payable in Stapled Securities.
- (c) This represents 100% of the MIT Manager's management fee payable in Stapled Securities.
- Whether the figures have been audited, or reviewed and in accordance with which auditing standard or practice.

  The figures have not been audited or reviewed by the auditor.
- Where the figures have been audited or reviewed, the auditor's report (including any qualifications or emphasis of Not applicable.
- 4 Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

FHT has applied the same accounting policies and methods of computation in the preparation of the financial statements for the current reporting period as disclosed in the prospectus dated 30 June 2014 (the "Prospectus").

If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

Not applicable.



# 6 Earnings per Stapled Security unit ("EPU") and Distribution per Stapled Security unit ("DPU") for the financial period ended 31 March 2015

		FHT				
	Note	1 Jan 2015 to	14 Jul 2014 to			
		31 Mar 2015 <sup>(a)</sup>	31 Mar 2015 <sup>(a)</sup>			
Weighted average number of Stapled Securities in	(b)	1,192,628,000	1,192,628,000			
Total return for the Period after tax (S\$'000)		9,195	57,314			
Profit Per Unit based on weighted average number of Stapled						
Securities in issue (cents)		0.77	4.81			
Total number of issued and issuable Stapled Securities at end of	(c)	1,204,593,258	1,204,593,258			
Distribution to Stapled Securities holders (S\$'000)		14,251	44,469			
DPU based on the total number of Stapled Securities entitled to						
distribution (cents)		1.18	3.69			

#### Footnotes:

- (a) No comparative figures are provided as FHT was listed on SGX-ST on 14 July 2014.
- (b) The weighted average number of units is weighted for the period from Listing Date to 31 March 2015. The diluted EPU is the same as basic EPU as no dilutive instruments were in issue during the reported period.
- (c) The computation of DPU for the period from Listing Date to 31 March 2015 is based on the number of units entitled to distribution, being:
  - (i) The number of units in issue as at 31 March 2015 of 1,192,628,000; and
  - (ii) The estimated number of units to be issued to the Asset Manager, MIT Manager and Property Manager as consideration for Asset Manager's management fee, MIT Manager's management fee and property management fee payable for the period from 14 July 2014 to 31 March 2015 is 11,965,258\*\*.
    - \*\* As provided for in the Trust Deed dated 12 June 2014 constituting FH-REIT (the "Trust Deed"), the price of a unit issued shall be computed based on the volume weighted average price of a unit or Stapled Security for the last ten business days immediately preceding the relevant financial period of which the fees accrues.

#### 7 Group net asset value ("NAV") per unit based on existing units in issue and to be issued as at 31 March 2015

		FHT
	Note	31 Mar 2015 <sup>(a)</sup>
Number of Stapled Securities unit issued and issuable at end of period entitled to distribution	(b)	1,204,593,258
Net asset value (S\$'000)		1,044,322
Net asset value per unit (cents)		86.69

#### Footnotes:

- (a) No comparative figures are provided as FHT was listed on SGX-ST on 14 July 2014.
- (b) The number of Stapled Securities used for computation of actual NAV per Stapled Securities as at 31 March 2015 is 1,204,593,258 comprising:
  - (i) The number of units in issue as at 31 March 2015 of 1,192,628,000; and
  - (ii) The estimated number of units to be issued to the Asset Manager, MIT Manager and Property Manager as consideration for Asset Manager's management fee, MIT Manager's management fee and property management fee payable for the period from 14 July 2014 to 31 March 2015 is 11,965,258\*\*.
    - \*\* As provided for in the Trust Deed dated 12 June 2014 constituting FH-REIT (the "Trust Deed"), the price of a unit issued shall be computed based on the volume weighted average price of a unit or Stapled Security for the last ten business days immediately preceding the relevant financial period of which the fees accrues.

#### 8 A review of the performance for the period from 14 July 2014 to 31 March 2015

Please refer to Section 9 for a review of FHT's actual results for the period from 14 July 2014 to 31 March 2015 against the forecast as disclosed in the Prospectus.

FHT was a dormant private trust during the period from 20 June 2014 to 13 July 2014. The acquisition of the portfolio of FHT was only completed on the Listing Date. Consequently, the actual income derived from the Properties for the current period was from the Listing Date to 31 March 2015.



#### 9 Variance between the forecast and actual results

#### 9 (a) Statement of Net Income and Distribution (Actual vs Forecast)

		FHT					
		1 Jan 20	15 to 31 Mar	· 2015 <sup>(a)</sup> 14 Jul 20		2014 to 31 Mar 2015 <sup>(a)</sup>	
	Note	Actual	Forecast	Inc / (Dec)	Actual	Forecast	Inc / (Dec)
				%			%
Gross revenue (S\$'000)		24,016	23,605	1.74%	74,197	73,836	0.49%
Net property income (S\$'000)		18,962	18,787	0.93%	60,808	59,691	1.87%
Income available for distribution (S\$'000)	(b)	16,630	15,953	4.25%	52,364	49,868	5.00%
Income available for distribution per unit (cents)	(b)	1.38	1.33	3.76%	4.34	4.13	5.08%

#### Footnotes:

- (a) The acquisition of the portfolio of FH-REIT was completed on Listing Date which was the day it was officially listed on the SGX-GT.
- (b) The forecast figures are extracted from the Prospectus and pro-rated for the period from 14 July 2014 to 31 March 2015, except for non-recurring items such as stamp duties and one-off non-capitalised issuance costs incurred at listing.

Foreign-sourced income from Japan will be remitted after completion of statutory audit and tax filing. This income is expected to be received once every year in May/June to be included for distribution for each financial year ending 30 September. The actual figures above are inclusive of income from Japan. Excluding Japan's income, actual income available for distribution would be \$\$14.3million and \$\$44.5million and the income available for distribution per unit would be 1.18 cents and 3.69 cents for the period from 1 January 2015 to 31 March 2015 and 14 July 2014 to 31 March 2015 respectively.

#### 9 (b) A review of the performance (Actual vs Forecast)

**Operational Performance** 

#### 2Q FY2015

During the financial quarter under review, Gross Revenue ("GR") outperformed the forecast by 1.7% at \$24.0 million while Net Property Income ("NPI") also exceeded its forecast by 0.9% at \$19.0 million.

Similarly, Distributable Income ("DI") and Distribution per Unit ("DPU") outperformed by 4.3% at \$16.6 million and at 1.38 cents respectively, compared to forecast. Adjusted DI and DPU for 2Q FY2015 was \$14.3 million and 1.18 cents respectively. Adjusted DI and DPU had excluded foreign-sourced income from Japan which is received once a year in May/June and included for distribution in September each year.

The Singapore property portfolio saw a slight decline in its GR and NPI of 3% and 2% respectively compared to forecast as Fraser Suites Singapore turned in weaker performance with the softening of the rental market. InterContinental Singapore performed well and met its forecast with high occupancies and increases in the number of conferences and events.

The Kuala Lumpur ("KL") market faced headwinds from softer consumer spending and lower corporate travel demand amidst a slower oil and gas industry. In addition, with increased competition from new and refurbished accommodation, occupancy level came under pressure. GR and NPI of The Westin KL dipped 23% and 27% respectively compared to its forecast.

The properties in Japan, Australia and United Kingdom ("UK") outperformed their forecasts. Medical conferences held in Kobe contributed to high occupancies at the Japan property. GR exceeded 22% over forecast at JPY279.3 million while NPI, which included higher common area expenses, exceeded forecast by 6% at JPY185.0 million.

GR and NPI of the Australia properties achieved stellar performance of AUD4.3 million and AUD3.3 million, which were 27% and 34% respectively higher than forecast. Both international and domestic arrivals remained strong and well-supported by the commencement of the ICC (International Cricket Council) Cricket World Cup and Queen Victoria's cruise ship visit.

The UK properties recorded a commendable performance with strong demand from the corporate travel segment which saw GR and NPI outperformed forecast by 9% and 16% at GBP2.6 million and GBP1.9 million respectively.

## 14 July to 31 March 2015

During the financial period under review from listing date 14 July 2014 to 31 March 2015, GR beat forecast by 0.5% at \$74.2 million while NPI also exceeded its forecast by 1.8% at \$60.8 million.

DI for the period was \$52.4 million, which was 5% higher than forecast, translating to a DPU of 4.34 cents. Adjusted DI for the period, which excluded the foreign-sourced income from Japan to be received once a year in May/June and included for distribution in September each year, was \$44.5 million. The adjusted DPU for distribution for the period from 14 July to 31 March 2015 was 3.69 cents, after adjusting for 0.65 cents earned but deferred distribution from the Japan property.



# 10 Commentary on the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

For 2015, the Singapore Tourism Board ("STB") expects tourism arrivals to grow between 0% to 3% and tourism receipts to grow between 0% to 2%. Heightened external competition from other tourism markets on top of increased supply of hotel rooms pose challenges for the Singapore hospitality industry. However, tourism numbers are expected to improve as Singapore celebrates its SG50 Golden Jubilee birthday. To boost tourism arrivals, the STB is launching a new \$\$20 million global campaign encompassing flight, hotel, retail and entertainment offerings to add to the slew of new multifaceted attractions. Besides strengthening attractions in arts and lifestyle, Singapore will be hosting major sporting events such as the South East Asian games and the Sevens World Series Rugby in 2015 and is promoted by Lonely Planet as a top 2015<sup>1</sup> destination.

The KL hospitality landscape is expected to remain challenging with slower economic growth, weaker consumer spending and lower corporate travel demand, amidst increased competition with about 3,500 hotel rooms and 1,700 serviced residence units likely to enter the market from 2015 to 2018<sup>2</sup>. Nevertheless, KL remains a popular MICE destination for high profile conventions and is in 10th position amongst Asia Pacific and Middle East cities voted by International Congress and Convention Association (ICCA) 2013 rankings<sup>3</sup>. The Malaysian government has also launched the MyFest 2015 campaign to target 29.4 million tourist arrivals and MYR89 billion in tourist receipts with a year filled with festivals and events<sup>4</sup>.

For Japan, international tourist arrivals are expected to remain strong in 2015 after hitting a record 13.4 million arrivals in 2014<sup>5</sup>. Increase in international arrivals and recovery of its domestic economy is expected to drive average daily rate growth of hotels in 2015<sup>6</sup>. Kobe, a popular Meetings, Incentives, Conferences and Exhibitions ("MICE") city, is expected to ride on the growth in corporate and leisure travel.

As the strongest performing market in Australia in 2014<sup>7</sup>,outlook for Sydney in 2015 remains positive and should continue to lead room rate growth along with Melbourne city<sup>8</sup>. A weaker Australian dollar, the continued strength of the cruise line industry and a full events line-up are expected to support international and domestic travel to Sydney<sup>9</sup>.

Tourist arrivals to the UK is forecasted to reach 35.1 million in 2015, with visitor spending of GBP22.2 billion, an increase of 2.5% in volume and 4.5% in value compared to 2014<sup>10</sup>. In terms of occupancy level, the outlook for London and the surrounding regions in 2015 is projected to grow 1.5% and 1.6% respectively<sup>11</sup>.

http://www.channelnewsasia.com/news/business/singapore/stb-to-launch-s-20m2

<sup>&</sup>lt;sup>2</sup> JLL, Hotel Intelligence Malaysia, Feb 2015

<sup>&</sup>lt;sup>3</sup> JLL, Hotel Intelligence Malaysia, Feb 2015

<sup>&</sup>lt;sup>4</sup> Ttgasia.com

<sup>&</sup>lt;sup>5</sup> Japan National Tourism Agency

<sup>&</sup>lt;sup>6</sup> Horwath HTL, Hotel Yearbook 2015 Asia

<sup>&</sup>lt;sup>7</sup> Dransfield Hotels and Resorts, Hotel Futures 2015

<sup>&</sup>lt;sup>8</sup> Deloitte Access Economics, Tourism and Hotel Market Outlook 2015

<sup>&</sup>lt;sup>9</sup> Dransfield Hotels and Resorts, Hotel Futures 2015

<sup>10</sup> www.visitbritain.com

<sup>&</sup>lt;sup>11</sup> Horwath HTL, Hotel Yearbook 2015 EMEA



## 11 Distributions

## 11 (a) Current financial period

current initialiciai perioa	
Any distribution declared for the current	Yes
Name of Distribution	Distribution for 14 July 2014 to 31 March 2015
Distribution Type	<ul><li>(a) Taxable income</li><li>(b) Tax-exempt income</li><li>(c) Capital distribution</li></ul>
Distribution Rate	<ul><li>(a) Taxable income distribution - 1.5 cents per unit</li><li>(b) Tax-exempt income distribution - 0.02 cents per unit</li><li>(c) Capital distribution - 2.17 cents per unit</li></ul>
Tax Rate	Taxable income distribution
	Qualifying investors and individuals (other than those who held their stapled securities through a partnership) will receive pretax distributions. These distributions are exempted from tax in the hands of individuals unless such distributions are derived through a Singapore partnership or from the carrying on of a trade, business or profession.
	Qualifying foreign non-individual investors will receive their distributions after deduction of tax at the rate of 10%.
	All other investors will receive their distributions after deduction of tax at the rate of 17%.
	Tax-exempt income distribution  Tax-exempt income distribution is exempt from tax in the hands of all Stapled Securityholders, regardless of their nationality, corporate identity or tax residence status. No tax will be deducted at source from such distribution. The tax-exempt income relates to the net taxed income top-up received by FH-REIT.
	Capital distribution  The Capital Distribution represents a return of capital to Stapled Securityholders for Singapore income tax purposes and is therefore not subject to Singapore income tax. For Stapled Securityholders who are liable to Singapore income tax on profits from sale of Stapled Securities, the amount of Capital Distribution will be applied to reduce the cost base of their Stapled Securities for Singapore income tax purposes.

# 11 (b) Corresponding period of the immediately preceding financial year

Any distribution declared for the corresponding period of the immediately preceding financial period? Not applicable.

# 11 (c) Date payable

29 June 2015

## 11 (d) Books closure date

11 May 2015



#### 12 If no dividend has been declared/recommended, a statement to that effect

Not applicable.

13 If the Group has obtained a general mandate from holders for Interested Party Transactions ("IPT"), the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, please make a statement to that effect.

FHT did not obtain a general mandate from Stapled Securities holders for IPTs.

#### 14 Directors' Confirmation

Confirmation by Directors pursuant to clause 705(5) of the Listing Manual of SGX-ST

We confirm that to the best of our knowledge, nothing has come to the attention of the Board of Directors of Frasers Hospitality Asset Management Pte. Ltd. ("FHAMPL") (as Manager of FH-REIT) and Frasers Hospitality Trust Management Pte. Ltd. ("FHTMPL") (as Trustee Manager of FH-BT) which may render these financial results for the second quarter ended 31 March 2015 to be false or misleading, in any material respect.

#### For and on behalf of the Board of Directors of

Frasers Hospitality Asset Management Pte. Ltd.
Frasers Hospitality Trust Management Pte. Ltd.
We refer the requirement under Rule 705(5) of the Listing Manual.

Law Song Keng Choe Peng Sum Director Director

#### 15 Use of proceeds

Following the announcement made on 29 January 2015, the remaining proceeds from the initial public offering ("IPO") have been fully disbursed towards payment of professionals fees.

#### 16 Additional information - FHT's interests in Australian Urban Land Trust Estate

An Australian Urban Land Trust Estate ("AULTE") is a unit trust estate where the value of its total assets comprising interests in Australian urban land exceeds 50.0% of the value of its total assets.

Investors who are "foreign persons" that acquire Stapled Securities are required under the Australian Foreign Acquisitions and Takeovers Act 1975 ("FATA") or the Australian Government's Foreign Investment Policy to notify and receive a prior statement of no objection ("FIRB Clearance") of their investment in FHT under Australia's foreign investment regime from the Australian Treasurer through the Foreign Investment Review Board if any of the circumstances set out below apply at the time Stapled Securities are acquired:

- (a) if either FH-REIT or FH-BT is considered to be an AULTE at the time of acquisition, all foreign persons acquiring Stapled Securities (including existing holders of Stapled Securities acquiring additional Stapled Securities) will require FIRB Clearance;
- (b) if FHT has gross Australian assets in excess of a specified threshold prescribed under FATA (as at the date of this announcement, the threshold prescribed under FATA is AUD252.0 million) at the time of acquisition, all investors (i) who are foreign persons and (ii) who are acquiring a Substantial Interest<sup>1</sup> in FHT or have a Substantial Interest and increase their holding, will require FIRB Clearance; or
- (c) any investor that is a Foreign Government Investor<sup>2</sup> making a 'direct investment'<sup>3</sup> in FHT will require FIRB Clearance at the time of acquisition, regardless of whether FH-REIT or FH-BT is considered to be an AULTE or whether FHT has gross Australian assets in excess of AUD252.0 million.



#### 16 Additional information - FHT's interests in Australian Urban Land Trust Estate (cont'd)

In August 2013, an administrative exemption for certain 'passive investments' by foreign persons (other than Foreign Government Investors) in an AULTE was announced under the previous Australian Government. Relevantly, the exemption was to apply to acquisitions of interests of less than 10% in a listed trust that was an AULTE with predominantly non-residential properties.

FHT understands that the administrative exemption remains operative as at the date of this announcement on the basis that the administrative exemption remains published on FIRB's website and no announcement has been made that it has been revoked. However, there is no definitive clarity at this point as to the continued availability or terms of any such exemption in the future.

As at 31 March 2015, the value of the Australian assets comprised in FH-REIT's portfolio is 10.66% of the total asset value of FH-REIT. FH-BT was dormant as at 31 March 2015. Consequently, FHT is not considered an AULTE

As at 31 March 2015, FHT has gross Australian assets of approximately AUD176.8 million, which is below AUD252.0 million.

Any investor acquiring Stapled Securities on the secondary market should seek their own advice on the FIRB requirements as they pertain to their specific circumstances.

<sup>1. &</sup>quot;Substantial Interest" means: (i) control of 15% or more of the actual or potential voting power or issued shares in a target by a single foreign person (together with associates); or (ii) control of 40% or more of the actual or potential voting power or issued shares in a target by more than one foreign person (together with associates).

<sup>&</sup>lt;sup>2.</sup> A Foreign Government Investor is:

<sup>•</sup> a foreign government, their agency or related entity (for example, state-owned enterprises and sovereign wealth funds) ("Foreign Government"):

<sup>•</sup> a corporation in which a single Foreign Government has an interest (direct or indirect) of 15% or more;

<sup>•</sup> a corporation in which two or more Foreign Governments have an aggregate interest (direct or indirect) of 40% or more; or

<sup>•</sup> an entity that is otherwise controlled by a Foreign Government.

<sup>&</sup>lt;sup>3.</sup> A "Direct Investment" is an investment by a Foreign Government Investor that provides an element of influence or control over the target, including all investments of 10% or more.



#### **IMPORTANT NOTICE**

This announcement may contain forward-looking statements that involve risks and uncertainties. Actual future performance, outcomes and results may differs materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition from similar developments, shifts in expected levels of average daily room rates and occupancy, changes in operating expenses (including employee wages, benefits and training costs), property expenses, governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business.

Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view on future events.

The value of the Stapled Securities and the income derived from them, may fall as well as rise. Stapled Securities are not obligations of, deposits in, or guaranteed by, the REIT Manager, the Trustee-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 that the Managers redeem or purchase their Stapled Securities while the Stapled Securities are listed. It is intended that holders of Stapled Securities may only deal in their Stapled Securities through trading on SGX-ST. Listing of the Stapled Securities on the SGX-ST does not guarantee a liquid market for the Stapled Securities.

The past performance of FHT is not necessarily indicative of the future performance of FHT.

Any discrepancies in the tables included in this announcement between the listed amounts and total thereof are due to rounding.

#### BY ORDER OF THE BOARD

Frasers Hospitality Asset Management Pte. Ltd.

(Company registration no. 201331351D)
As Manager of Frasers Hospitality Real Estate Investment Trust

Frasers Hospitality Trust Management Pte. Ltd.

(Company registration no. 201401270M)
As Trustee Manager of Frasers Hospitality Business Trust

Piya Treruangrachada Company Secretary 30 April 2015