



PERENNIAL REAL ESTATE HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No.: 200210338M)

**ACQUISITION OF 10% EQUITY INTEREST IN
PERENNIAL CHINA RETAIL TRUST MANAGEMENT PTE LTD**

1. The Board of Directors (the “**Board**”) of Perennial Real Estate Holdings Limited (“**PREHL**” or the “**Company**”) wishes to announce that the Company and Perennial Real Estate Pte Ltd (“**PREPL**” or the “**Purchaser**”), a subsidiary of the Company, has today entered into a conditional sale and purchase agreement (the “**SPA**”) with Asdew Acquisitions Pte Ltd (the “**Vendor**”) in which the Purchaser shall acquire 13,000 ordinary shares (the “**Sale Shares**”) in Perennial China Retail Trust Management Pte. Ltd. (“**PCRTMPL**”) from the Vendor. PCRTMPL is an existing subsidiary of PREHL and the Sale Shares represent 10 per cent. of the current issued shares of PCRTMPL. On completion of the SPA, all the issued shares of PCRTMPL will be wholly-owned by PREPL.
2. Pursuant to the terms of the SPA, the Purchaser will acquire the Sale Shares for a consideration of approximately S\$3.9 million, to be satisfied ultimately by the issuance of 2,932,433 new shares of PREHL (the “**Consideration Shares**”) fully paid to the Vendor at the issue price of S\$1.3353 for each share. The Company will be issuing the Consideration Shares pursuant to the general mandate obtained at the annual general meeting of the Company on 21 October 2014, which authorised the directors of the Company to issue new shares not exceeding 20 per cent. of the Enlarged Share Capital¹ of the Company. The Consideration Shares represent approximately 0.18 per cent. of the Enlarged Share Capital of the Company and is within the limit imposed under the general mandate. Completion of the SPA is subject to the Company obtaining the approval of the SGX-ST for the listing and quotation of such Consideration Shares on the Mainboard of the SGX-ST upon its allotment and issue.
3. The consideration for the Sale Shares was arrived at on a willing buyer-willing seller basis, after taking into account *inter alia* (i) the net book value of PCRTMPL; (ii) the last available valuation of the business of PCRTMPL commissioned by the Company and dated 15 August 2014, in which the enterprise value of PCRTMPL was valued at S\$34.5 million (on a 100% basis) and (iii) the fact that the Vendor had waived its entitlement to acquire, on a pro-rata basis, the 15,600 shares of PCRTMPL which had been transferred by Ace Best Holdings Limited to the Purchaser.

¹ For the purposes of the resolution, the Enlarged Share Capital means the issued share capital of the Company as at 21 October 2014 (being 7,657,381 shares after the Proposed Share Consolidation), and adjusting for (i) the issue of 1,214,156,677 shares pursuant to the Proposed Acquisition; (ii) the issue of 954,837 (after adjusting for the Proposed Share Consolidation) shares to the financial adviser to the Company; (iii) the issue of 429,767,125 shares pursuant to the Voluntary Offer for PCRT; and (iv) the Proposed Share Consolidation. Capitalised terms referred to herein shall have the meaning set out in the 2014 annual report of the Company which set out the resolutions passed at the annual general meeting of the Company on 21 October 2014.

4. The book value and net tangible asset value of the Sale Shares as at 31 July 2015 is S\$9.8 million, based on the management accounts of PCRTMPL as at 31 July 2015.
5. Based on the relative figures computed pursuant to Rule 1006 of the Listing Manual, the acquisition constitutes a non-discloseable transaction and this announcement is made in compliance with Rule 704(17)(d) of the Listing Manual.
6. The SPA will be available for inspection during normal business hours at the registered office of the Company for a period of 3 months from the date of this announcement.

BY ORDER OF THE BOARD

Pua Seck Guan

Chief Executive Officer

2 September 2015

Singapore

DBS Bank and Standard Chartered Bank acted as Joint Financial Advisers in relation to the reverse take-over of the Company which was completed on 27 October 2014.
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This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

About Perennial Real Estate Holdings Limited (www.perennialrealestate.com.sg)

Perennial Real Estate Holdings Limited (the "**Group**") is an integrated real estate owner, developer and manager listed on the Mainboard of the Singapore Exchange. Headquartered in Singapore, the Group focuses strategically on large scale mixed-use developments and has an extensive presence in the People's Republic of China ("**PRC**"), Malaysia, Ghana and Singapore with a combined portfolio measuring over 45 million square feet in gross floor area. The Group's business also extends into healthcare in the PRC, with an established joint-venture to acquire, develop and manage hospital/medical services.

The Group is a dominant commercial developer with sizeable integrated developments in the PRC, of which two are the largest high speed railway commercial hubs in the country, being Chengdu East High Speed Railway Integrated Development and Xi'an North High Speed Railway Integrated Development. Other landmark projects in the Group's portfolio include the Beijing Tongzhou Integrated Development, the Shenyang Longemont Integrated Development and the Zhuhai Hengqin Integrated Development.

In Singapore, the Group is invested in and manages prime and iconic properties located predominantly in the Downtown Civic District, Central Business District and Orchard Road precinct, such as CHIJMES, Capitol Singapore, TripleOne Somerset, AXA Tower and the House of Tan Yeok Nee. The Group also holds stakes in and manages 112 Katong mall and Chinatown Point mall.