NOT FOR DISTRIBUTION IN OR INTO THE UNITED STATES, EU MEMBER STATES, CANADA OR JAPAN. NOTHING IN THIS ANNOUNCEMENT CONSTITUTES AN OFFER TO BUY, OR A SOLICITATION OF AN OFFER TO SELL, SECURITIES IN THE UNITED STATES OR ANY OTHER JURISDICTION IN WHICH SUCH OFFER OR SOLICITATION WOULD BE UNLAWFUL. SECURITIES MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES ABSENT REGISTRATION PURSUANT TO THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"), OR AN EXEMPTION FROM REGISTRATION. ACCORDINGLY, THE SECURITIES REFERRED TO IN THIS ANNOUNCEMENT WILL BE OFFERED AND SOLD (I) OUTSIDE THE UNITED STATES ONLY IN "OFFSHORE TRANSACTIONS" (AS DEFINED IN REGULATION S UNDER THE SECURITIES ACT ("REGULATION S") IN ACCORDANCE WITH REGULATION S AND (II) WITHIN THE UNITED STATES ONLY TO ENTITLED QIBS (AS DEFINED HEREIN) PURSUANT TO SECTION 4(A)(2) OF THE SECURITIES ACT.



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## **ANNOUNCEMENT**

## ISSUE AND LISTING OF 241,988,877 NEW UNITS PURSUANT TO THE PREFERENTIAL OFFERING

Capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed to them in the announcement of Keppel DC REIT dated 17 October 2016 in relation to the launch of the preferential offering (the "Launch Announcement") and/or the announcement of Keppel DC REIT dated 9 November 2016 in relation to the results of the preferential offering (the "Results Announcement").

Further to the Launch Announcement and the Results Announcement in relation to the fully underwritten, pro-rata and non-renounceable preferential offering of new units in Keppel DC REIT (the "New Units") on the basis of 274 New Units for every 1,000 existing units in Keppel DC REIT ("Units") held as at the Preferential Offering Books Closure Date (the "Preferential Offering"), Keppel DC REIT Management Pte. Ltd., in its capacity as manager of Keppel DC REIT (the "Manager"), wishes to announce that it has today issued 241,988,877 New Units at an issue price of S\$1.155 per New Unit pursuant to the Preferential Offering.

DBS Bank Ltd. and Standard Chartered Securities (Singapore) Pte. Limited are the Joint Financial Advisers and Issue Managers to the initial public offering of Keppel DC REIT (the "Offering"). DBS Bank Ltd., Standard Chartered Securities (Singapore) Pte. Limited and Credit Suisse (Singapore) Limited are the Joint Global Coordinators to the Offering. DBS Bank Ltd., Standard Chartered Securities (Singapore) Pte. Limited, Credit Suisse (Singapore) Limited, Deutsche Bank AG, Singapore Branch and Goldman Sachs (Singapore) Pte. are the Joint Bookrunners and Underwriters to the Offering (collectively, the "Joint Bookrunners").

The Joint Bookrunners for the Offering assume no responsibility for the contents of this announcement.

The New Units issued pursuant to the Preferential Offering will be listed and quoted on the Main Board of Singapore Exchange Securities Trading Limited (the "SGX-ST") with effect from 9.00 a.m. on 15 November 2016.

The New Units issued pursuant to the Preferential Offering will, upon issue and listing, rank *pari passu* in all respects with the Units in issue on the day immediately prior to the date on which the New Units are issued pursuant to the Preferential Offering, including the right to Keppel DC REIT's distributable income from 1 July 2016 up to the day immediately prior to the date on which the New Units are issued pursuant to the Preferential Offering, as well as all distributions thereafter.

With the issuance of 241,988,877 New Units pursuant to the Preferential Offering, the total number of Units in issue is 1,125,209,991 Units as at the date of this announcement.

By Order of the Board Keppel DC REIT Management Pte. Ltd. (Company Registration No. 199508930C) (as manager of Keppel DC REIT)

Kelvin Chua / Maritz bin Mansor Joint Company Secretaries 14 November 2016

## Important Notice:

This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for Units.

This announcement may contain forward-looking statements that involve risks and uncertainties. Actual future performance, outcomes and results may differ 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 other companies and venues for the sale or distribution of goods and services, shifts in customer demands, customers and partners, changes in operating expenses (including employee wages, benefits and training costs), 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 view of future events. The past performance of Keppel DC REIT and the Manager are not necessarily indicative of the future performance of any of them.

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 Singapore Exchange Securities Trading Limited ("SGX-ST"). Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

Before deciding to invest in the Units, prospective investors should seek professional advice from their relevant advisers about their particular circumstances. None of the Joint Lead Managers or Underwriters will be liable for any loss suffered from investing in the Units.