

REPL::EXTRAORDINARY/ SPECIAL GENERAL MEETING::VOLUNTARY

Issuer & Securities

Issuer/ Manager

OUE HOSPITALITY REIT MANAGEMENT PTE. LTD.

Security

OUE HOSPITALITY TRUST - SG2G03994610 - SK7

Announcement Details

Announcement Title

Extraordinary/ Special General Meeting

Date & Time of Broadcast

14-Aug-2019 17:34:04

Status

Replacement

Announcement Reference

SG190710XMETXG0I

Submitted By (Co./ Ind. Name)

Jackie Thia

Designation

Company Secretary,OUE Hospitality REIT Management Pte Ltd & OUE Hospitality Trust Management Pte Ltd

Event Narrative

Narrative Type	Narrative Text
Additional Text	Please refer to the attached for the following documents: 1. Results of Extraordinary General Meeting held on 14 August 2019; and 2. Presentation Slides for Extraordinary General Meeting and Trust Scheme Meeting held on 14 August 2019.

Event Dates

Meeting Date and Time

14/08/2019 15:00:00

Response Deadline Date

12/08/2019 15:00:00

Event Venue(s)

Place

Venue(s)	Venue details
Meeting Venue	Mandarin Orchard Singapore Mandarin Ballroom I, II and III 6th Floor, Main Tower 333 Orchard Road Singapore 238867

Attachments

[QUEHT Results of EGM Announcement.pdf](#)

[QUEHT EGM Trust Scheme Meeting Presentation Slides.pdf](#)

Total size =4004K MB

Related Announcements

Related Announcements

[10/07/2019 07:32:26](#)



Comprising:

OUE HOSPITALITY REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted on 10 July 2013 under the laws of the Republic of Singapore)

managed by

OUE Hospitality REIT Management Pte. Ltd.

(Company Registration No: 201310245G)

OUE HOSPITALITY BUSINESS TRUST

(a business trust constituted on 10 July 2013 under the laws of the Republic of Singapore)

managed by

OUE Hospitality Trust Management Pte. Ltd.

(Company Registration No: 201310246W)

**PROPOSED MERGER OF OUE COMMERCIAL REIT AND OUE HOSPITALITY TRUST
BY WAY OF A TRUST SCHEME OF ARRANGEMENT**

RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 14 AUGUST 2019

1. INTRODUCTION

The respective boards of directors of OUE Hospitality REIT Management Pte. Ltd., in its capacity as manager (the "**H-REIT Manager**") of OUE Hospitality Real Estate Investment Trust ("**H-REIT**") and OUE Hospitality Trust Management Pte. Ltd., in its capacity as trustee-manager (the "**H-BT Trustee-Manager**" and collectively with the H-REIT Manager, the "**H-Trust Managers**") of OUE Hospitality Business Trust ("**H-BT**" and collectively with H-REIT, OUE Hospitality Trust or "**H-Trust**") refer to the scheme document (the "**Scheme Document**") despatched to stapled securityholders of H-Trust (the "**Stapled Securityholders**") on 10 July 2019 in relation to the proposed amendments to the H-Trust Trust Deeds and the proposed merger (the "**Proposed Merger**") of OUE Commercial Real Estate Investment Trust ("**C-REIT**") and H-Trust which is proposed to be effected through the acquisition by DBS Trustee Limited (in its capacity as trustee of C-REIT) of all the issued and paid-up stapled securities (the "**Stapled Securities**") held by the Stapled Securityholders in exchange for a combination of cash and units in C-REIT by way of a trust scheme of arrangement (the "**Trust Scheme**") in compliance with the Singapore Code on Take-overs and Mergers.

Capitalised terms used herein, but not otherwise defined, shall have the meanings ascribed to them in the Scheme Document.

2. RESULTS OF EXTRAORDINARY GENERAL MEETING

The H-Trust Managers are pleased to announce that, at the Extraordinary General Meeting ("**EGM**") of H-Trust held at 3.00 p.m. today at Mandarin Orchard Singapore, Mandarin Ballroom I, II and III, 6th Floor, Main Tower, 333 Orchard Road, Singapore 238867, the Extraordinary Resolution relating to the Trust Deeds Amendments as set out in the Notice of EGM dated 10 July 2019 has been duly passed.

The information as required under Rule 704(16) of the Listing Manual of the Singapore Exchange Securities is set out below:

(a) Breakdown of all valid votes cast at the EGM

Extraordinary Resolution	Total number of Stapled Securities represented by votes for and against the resolution	For		Against	
		Number of Stapled Securities	As a percentage of total number of votes for and against the resolution (%)	Number of Stapled Securities	As a percentage of total number of votes for and against the resolution (%)
To approve the Trust Deeds Amendments	1,077,969,589	1,061,104,617	98.44	16,864,972	1.56

Please refer to the Notice of EGM dated 10 July 2019 for the full details of the Extraordinary Resolution. As 75% or more of votes were cast in favour of the Extraordinary Resolution, the above Extraordinary Resolution was duly passed at the EGM.

(b) Details of parties who are required to abstain from voting on any resolution(s), including the number of Stapled Securities held and the individual resolution(s) on which they are required to abstain from voting

No party was required to abstain from voting on the Extraordinary Resolution.

(c) Name of firm and/or person appointed as scrutineer

DrewCorp Services Pte Ltd was appointed as the scrutineer of the EGM.

3. RESPONSIBILITY STATEMENT

The directors of the H-Trust Managers (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Announcement which relate to H-Trust and/or the H-Trust Managers (excluding information relating to C-REIT and/or the C-REIT Manager) are fair and accurate and that there are no other material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading. The directors of the H-Trust Managers jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from C-REIT and/or the C-REIT Manager, the sole responsibility of the directors of the H-Trust Managers has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement. The directors of the H-Trust Managers do not accept any responsibility for any information relating to C-REIT and/or the C-REIT Manager or any opinion expressed by C-REIT and/or the C-REIT Manager.

By Order of the Board

OUE Hospitality REIT Management Pte. Ltd.

(Company Registration No. 201310245G)

As manager of OUE Hospitality Real Estate Investment Trust

OUE Hospitality Trust Management Pte. Ltd.

(Company Registration No. 201310246W)

As trustee-manager of OUE Hospitality Business Trust

14 August 2019

Any inquiries relating to this Announcement, the Proposed Merger or the Trust Scheme should be directed during office hours to:

OUE Hospitality REIT Management Pte. Ltd.

OUE Hospitality Trust Management Pte. Ltd.

BofA Merrill Lynch

Tel: +65 6678 0102

IMPORTANT NOTICE

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any offer to purchase or subscribe for any Stapled Securities of H-Trust in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever.

The value of the Stapled Securities and the income derived from them may fall as well as rise. The Stapled Securities are not obligations of, deposits in, or guaranteed by, the H-Trust Managers, the H-REIT Trustee, or any of their respective affiliates.

An investment in the Stapled Securities is subject to investment risks, including the possible loss of the principal amount invested. Stapled Securityholders have no right to request that the H-Trust Managers redeem or purchase their Stapled Securities while the Stapled Securities are listed. It is intended that Stapled Securityholders may only deal in their Stapled Securities through trading on the SGX-ST. Listing of the Stapled Securities on the SGX-ST does not guarantee a liquid market for the Stapled Securities.

This announcement may contain forward-looking statements that involve assumptions, 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. Predictions, projections or forecasts of the economy or economic trends of the markets are not necessarily indicative of the future or likely performance of H-Trust. The forecast financial performance of H-Trust is not guaranteed. A potential investor is cautioned not to place undue reliance on these forward-looking statements, which are based on the H-Trust Managers' current view of future events.