



(a real estate investment trust constituted on 28 January 2019
under the laws of the Republic of Singapore)

(Managed by Lendlease Global Commercial Trust Management Pte. Ltd.)

ACQUISITION OF 10.0% OF THE SHARES IN PARKWAY PARADE PARTNERSHIP PTE. LTD.

1. Executive Summary

Lendlease Global Commercial REIT (“**LREIT**”) has acquired 10.0% of the shares (the “**PPP Interest**”) in Parkway Parade Partnership Pte. Ltd. (“**PPP**”), which holds an indirect 100.0% interest in 291 strata lots in Parkway Parade (collectively, the “**Properties**”), representing 77.09% of the total share value of the strata lots in Parkway Parade. Parkway Parade is an integrated office and retail development located at 80 Marine Parade Road, Singapore 449269. The investment advisor of PPP is Lendlease Investment Management Pte. Ltd. (“**LLIM**”), which is an indirect wholly-owned subsidiary of Lendlease Corporation Limited (the “**Sponsor**”).

The purchase consideration for the acquisition of the PPP Interest (the “**Acquisition**”) is based on 10.0% of the net asset value of PPP, taking into account the agreed market value of the Properties at S\$1,380.0 million (the “**Agreed Market Value**”).

The key benefits of the Acquisition to unitholders of LREIT (“**Unitholders**”) include:

- (a) Strategic move for future pipeline – flexibility for LREIT to increase its stake in the Properties over time through pre-emptive rights;
- (b) Distribution per Unit (“**DPU**”) accretion on a *pro forma* basis;
- (c) Greater income diversification with an increased exposure in the resilient suburban retail segment;
- (d) Strengthen LREIT’s presence in well-established and prime strategic location with direct access to major transportation infrastructure; and
- (e) Aligned to the investment strategy of Lendlease Global Commercial Trust

Management Pte. Ltd., in its capacity as manager of LREIT (the “**Manager**”).

2. Introduction

The Manager is pleased to announce that DBS Trustee Limited (in its capacity as trustee of LREIT) (the “**Trustee**”) has, on 5 June 2023, entered into a share purchase agreement (the “**Share Purchase Agreement**”) with Lendlease Asia Investments Pty Limited (the “**Seller**”) to acquire the PPP Interest from the Seller (the “**Acquisition**”). The Seller is a direct wholly-owned subsidiary of the Sponsor. PPP holds an indirect 100.0% interest in the Properties. The Acquisition was completed on the same day. The Share Purchase Agreement contains customary provisions relating to the Acquisition, including representations and warranties and other commercial terms.

3. The Acquisition

3.1 Information on PPP and the Properties

PPP is a private limited company incorporated in Singapore. Quintique Investment Pte. Ltd. (“**QIPL**”) and Prime Asset Holdings Limited (“**PAHL**”) are indirect wholly-owned subsidiaries of PPP. QIPL owns 27 strata lots of office space which represents 4.30% of the total share value of the strata lots in Parkway Parade and five strata lots of retail space which represents 0.46% of the share value of the strata lots in Parkway Parade. PAHL owns 259 strata lots of retail space which represents 72.33% of the total share value of the strata lots in Parkway Parade. PPP’s investment advisor is LLIM, an indirect wholly-owned subsidiary of the Sponsor, and PPP does not invest in any other real estate assets currently save for its indirect interest in the Properties. Following the completion of the Acquisition, the Trustee now holds 10.0% interest in PPP.

The Properties form part of Parkway Parade. Parkway Parade is conveniently located approximately eight kilometres to the east of Singapore’s Central Business District in Marine Parade. Parkway Parade is one of Singapore’s first major and biggest suburban malls, offering the largest range of stores on the East Coast of Singapore with over 250 stores located across seven levels.

Parkway Parade is well-connected to public transportation and easily accessible via major expressways. With the upcoming Marine Parade mass rapid transport (“**MRT**”) station directly connected and anticipated to be launched in 2024, accessibility of Parkway Parade will be greatly improved. This would strengthen its position as a dominant suburban retail mall in the eastern part of Singapore.

To capitalise on this potential, asset enhancement initiatives (“**AEI**”) have been planned to coincide with the completion of the new MRT station. The proposed MRT linkway through the basement will help to channel the crowd to the mall given direct connectivity. Upon completion of the planned AEI, it will reinvigorate Parkway Parade with new retail and F&B tenants. The mall will continue to enjoy seamless connectivity from Marine Parade Central and the prominent street frontage along Marine Parade Road. Parkway Parade will also continue to receive healthy daily shopper traffic, and offer a vibrant mix of retail and F&B offerings from popular tenants such as Food Republic, FairPrice Xtra, Harvey Norman, Marks & Spencer and Uniqlo, alongside lifestyle amenities and services.

3.2 Purchase Consideration for the Acquisition

The purchase consideration for the Acquisition (the “**Purchase Consideration**”) is approximately S\$88.9 million (which represents 10.0% of the net asset value of PPP and its subsidiaries on a consolidated basis as at 31 March 2023), subject to post-completion adjustments. The Purchase Consideration was arrived at on a willing-buyer and willing-seller basis and takes into account the Agreed Market Value of S\$1,380.0 million for the Properties. The Agreed Market Value takes into account the two independent valuations obtained for the Properties and is determined on the basis of a 100.0% interest in the Properties.

3.3 Valuation

The Trustee has commissioned an independent valuer, Savills Valuation and Professional Services (S) Pte Ltd (“**Savills**”), and the Manager has commissioned an independent valuer, Jones Lang LaSalle Property Consultants Pte Ltd (“**JLL**”), to value the Properties.

Savills in its report stated that the market value of the Properties as at 30 April 2023 is S\$1,351.0 million. In arriving at the open market value, Savills relied on the income capitalisation method and the discounted cash flow analysis.

JLL in its report stated that the market value of the Properties as at 30 April 2023 is S\$1,380.0 million. In arriving at the open market value, JLL relied on the income capitalisation method and the discounted cash flow analysis.

The Agreed Market Value for the Properties of S\$1,380.0 million, which was negotiated on a willing-buyer and willing-seller basis with reference to the independent valuations by Savills and JLL (collectively, the “**Independent Valuers**”), is equivalent to the independent valuation of JLL, being the higher of the two independent valuations of the Properties as at 30 April 2023.

3.4 Estimated Total Transaction Cost

The estimated total cost of the Acquisition (the **"Total Acquisition Cost"**) is approximately S\$90.5 million, comprising:

- (i) the Purchase Consideration of approximately S\$88.9 million, which is subject to post-completion adjustments;
- (ii) the acquisition fee (the **"Acquisition Fee"**)¹ payable in units in LREIT (**"Units"** and the acquisition fee payable in Units, the **"Acquisition Fee Units"**) to the Manager for the Acquisition pursuant to the trust deed dated 28 January 2019 constituting LREIT (as amended, restated and supplemented from time to time) (the **"Trust Deed"**) of approximately S\$0.9 million; and
- (iii) the estimated professional and other fees and expenses incurred or to be incurred by LREIT in connection with the Acquisition of approximately S\$0.7 million (inclusive of approximately S\$0.2 million of stamp duty).

3.5 Payment of Acquisition Fee in Units

The Acquisition Fee² payable to the Manager in respect of the Acquisition will be in the form of Acquisition Fee Units.

3.6 Method of Financing the Acquisition and Financial Effects

The Total Acquisition Cost (excluding the Acquisition Fee which will be paid in the form of Units) has been financed through debt facilities and LREIT's internal resources.

Upon the completion of the Acquisition, the *pro forma* gearing of LREIT as at 31 December 2022 is 40.4%.

4. Rationale for and Key Benefits of the Acquisition

The Manager believes that the Acquisition will bring the following key benefits to Unitholders:

¹ The Acquisition Fee in respect of the Acquisition is 1.0% of the Purchase Consideration.

² Based on the Trust Deed, when the Acquisition Fee is paid in the form of Units, the Manager shall be entitled to receive such number of Units as may be purchased for the relevant amount of the Acquisition Fee at the prevailing market price of a Unit being the volume weighted average price for a Unit for all trades on Singapore Exchange Securities Trading Limited (the **"SGX-ST"**) for the period of 10 business days immediately preceding the relevant business day on which the Acquisition Fee is paid.

- (i) Strategic Move for Future Pipeline – The Acquisition will provide LREIT with pre-emptive rights, which gives LREIT the right to purchase shares in PPP and protects LREIT's interest in PPP from being diluted. Such a right is accorded to all investors in PPP. This provides flexibility to LREIT to potentially increase its strategic stake in PPP (and indirect interest in the Properties) over time if other investors divest their interests in PPP;
- (ii) DPU Accretion on a *Pro Forma* Basis – As set out in paragraph 6.1 below, it is estimated that Unitholders may enjoy a higher DPU on a *pro forma* basis as a result of the Acquisition being made at a price which is reflective of the cash flows which the PPP Interest is expected to generate, combined with the debt financing plan implemented by the Manager;
- (iii) Greater Income Diversification – The Acquisition aims to benefit LREIT and its Unitholders through further income diversification based on the office and suburban retail components of the Properties with an increased exposure in the resilient suburban retail segment, as well as a mitigation of concentration risk from any single asset or major tenants;
- (iv) Strengthen its presence in well-established and prime strategic location with direct access to major transportation infrastructure – The MRT linkway through the basement of the upcoming Marine Parade MRT station will help to channel the crowd to Parkway Parade given the direct connectivity. This will strengthen its position as a dominant suburban retail mall in the eastern part of Singapore. Upon the completion of the planned AEI, it will reinvigorate Parkway Parade with new retail and F&B tenants. The mall will also continue to enjoy seamless connectivity from Marine Parade Central and the prominent street frontage along Marine Parade Road; and
- (v) Aligned to the Manager's Investment Strategy – The Acquisition is in line with the Manager's principal investment strategy to invest, directly or indirectly, in a diversified portfolio of stabilised income-producing real estate assets located globally that are used primarily for retail and/or office purposes as well as real estate-related assets in connection with the foregoing.

5. Relative Figures under Chapter 10 of the Listing Manual

An acquisition by LREIT may fall into any of the categories set out in Rule 1004 of the listing manual of the SGX-ST (the "**Listing Manual**") depending on the size of the relative figures computed on the following applicable bases of comparison:

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- (i) the net profits attributable to the asset acquired, compared with LREIT's net profits;
- (ii) the aggregate value of the consideration given or received, compared with LREIT's market capitalisation based on the total number of issued Units; and
- (iii) the number of Units issued by LREIT as consideration for an acquisition, compared with the number of Units previously in issue.

Where any of the relative figures computed on the bases set out above exceeds 20.0%, the transaction is classified as a major transaction. The Listing Manual requires that a major transaction involving LREIT be made conditional upon approval by Unitholders in a general meeting. However, a transaction is not subject to Chapter 10 of the Listing Manual if it is in the ordinary course of business of LREIT.

The relative figures for the Acquisition using the aforesaid bases of comparison are set out in the table below.

Comparison of	Acquisition (S\$ million)	LREIT (S\$ million)	Relative Figure (%)
Total return (net profit test under Rule 1006(b))	2.0 ⁽¹⁾	50.3 ⁽²⁾	4.0
Consideration against market capitalisation (market capitalisation test under Rule 1006(c))	88.9	1,550.3 ⁽³⁾	5.7

Notes:

- (1) The figure is based on the estimated net profit from PPP for the relevant six-month period.
- (2) The figure is based on the unaudited net profit before tax and change in fair value of LREIT for the period from 1 July 2022 to 31 December 2022 ("1H FY2023").
- (3) The figure is based on the weighted average traded price of S\$0.667 per Unit on the SGX-ST as at 1 June 2023, being the market day immediately preceding the date of the Share Purchase Agreement.

The Manager is of the view that the Acquisition is in the ordinary course of LREIT's business as the Acquisition is within the investment mandate of LREIT and the Properties are of the same class as LREIT's existing properties and within the same geographical market that LREIT targets. As such, the Acquisition is not subject to Chapter 10 of the Listing Manual.

However, the Manager is making this Announcement in compliance with requirements under Rule 905 of the Listing Manual and paragraph 5.2(a) of the Property Fund Appendix, as elaborated in paragraph 7.1 below.

6. **Pro Forma Financial Effects**

FOR ILLUSTRATIVE PURPOSES ONLY: The *pro forma* financial effects of the Acquisition presented below are strictly for illustrative purposes only and do not reflect the actual financial results or the future financial performance and condition of the LREIT Group following completion of the Acquisition. They are prepared based on LREIT Group's latest audited financial statements for the financial year beginning 1 July 2021 and ended 30 June 2022 ("FY2022" and the audited financial statements for FY2022, the "**FY2022 Audited Financial Statements**"). The following assumptions were made in computing the *pro forma* financial effects:

- (i) the effect of the Acquisition on LREIT Group's DPU for FY2022 is based on the assumption that the Acquisition had been effected at the beginning of the reporting period on 1 July 2021;
- (ii) the effect of the Acquisition on LREIT Group's NAV per Unit for FY2022 is based on the assumption that the Acquisition had been effected at the end of FY2022;
- (iii) approximately 1.3 million Acquisition Fee Units are issued;
- (iv) no new Units are issued (other than the Acquisition Fee Units); and
- (v) debt facilities and LREIT's internal resources are used to finance the transaction, including paying the estimated professional and other fees and expenses incurred or to be incurred by LREIT in connection with the Acquisition.

6.1 **Pro Forma DPU**

FOR ILLUSTRATIVE PURPOSES ONLY

The following tables set out the *pro forma* financial effects of the Acquisition on LREIT's DPU for FY2022, as if the Acquisition was completed on 1 July 2021 for FY2022 and 1 July 2022 for 1H FY2023, and LREIT held the Properties through to 30 June 2022 or 31 December 2022 (as the case may be):

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Pro forma effects of the Acquisition for FY2022	Effects of the Acquisition	
	Before the Acquisition	After the Acquisition
Profit before tax and change in fair value (S\$ million)	83.7	83.1
Distributable Income (S\$ million)⁽¹⁾	71.5	72.4
Number of Units in issue (million)	2,277.1	2,278.5
DPU (cents)⁽²⁾	4.85	4.89

Note:

- (1) Distributable Income has been adjusted for non-tax chargeable and deductible acquisition-related items which do not affect income available for distribution.
- (2) Includes the additional issuance of Units during the financial period due to payment of management fees to the Manager and property management fees to Lendlease Retail Pte. Ltd. in Units, and assumes the additional Acquisition Fee Units are issued at the beginning of the reporting period on 1 July 2021.

Pro forma effects of the Acquisition for 1H FY2023	Effects of the Acquisition	
	Before the Acquisition	After the Acquisition
Profit before tax and change in fair value (S\$ million)	50.3	49.2
Distributable Income (S\$ million)⁽¹⁾	56.0	56.5
Number of Units in issue (million)	2,287.0	2,288.3
DPU (cents)⁽²⁾	2.45	2.47

Note:

- (1) Distributable Income has been adjusted for non-tax chargeable and deductible acquisition-related items which do not affect income available for distribution.
- (2) Includes the additional issuance of Units during the financial period due to payment of management fees to the Manager and property management fees to Lendlease Retail Pte. Ltd. in Units, and assumes the additional Acquisition Fee Units are issued at the beginning of the reporting period on 1 July 2022.

6.2 Pro Forma Consolidated NAV

The following table sets out the *pro forma* financial effects of the Acquisition on the NAV per Unit as at 30 June 2022 and 31 December 2022, as if LREIT had completed the Acquisition on those dates:

Pro forma effects of the Acquisition as at 30 June 2022	Effects of the Acquisition	
	Before the Acquisition	After the Acquisition
NAV (S\$ million) ⁽¹⁾	1,775.4	1,775.7
Units in issue (million)	2,277.1	2,278.5
NAV per Unit (S\$)	0.78	0.78

Note:

(1) Based on the net asset value attributable to Unitholders' funds only.

Pro forma effects of the Acquisition as at 31 December 2022	Effects of the Acquisition	
	Before the Acquisition	After the Acquisition
NAV (S\$ million) ⁽¹⁾	1,794.8	1,794.5
Units in issue (million)	2,287.0	2,288.3
NAV per Unit (S\$)	0.78	0.78

Note:

(1) Based on the net asset value attributable to Unitholders' funds only.

6.3 Pro Forma Capitalisation and Gearing

FOR ILLUSTRATIVE PURPOSES ONLY: The following table sets out the *pro forma* capitalisation and gearing of LREIT as at 30 June 2022 and 31 December 2022, as if LREIT had completed the Acquisition on those dates:

Pro forma effects of the Acquisition as at 30 June 2022	Effects of the Acquisition	
	Before the Acquisition	After the Acquisition
Gross borrowings (S\$ million)	1,480.1	1,552.3
Unitholders' funds (S\$ million) ⁽¹⁾	1,775.4	1,775.7
Total Capitalisation (S\$ million) ⁽²⁾	3,658.8	3,731.2
Gearing (%) ⁽³⁾	40.0%	41.1%

Notes:

- (1) Excludes NAV attributable to perpetual securities holders and other non-controlling interests.
- (2) Computed as the sum of gross borrowings, perpetual securities, Unitholders' funds and non-controlling interests.
- (3) Computed as gross borrowings over total assets.

Pro forma effects of the Acquisition as at 31 December 2022	Effects of the Acquisition	
	Before the Acquisition	After the Acquisition
Gross borrowings (S\$ million)	1,451.3	1,523.4
Unitholders' funds (S\$ million) ⁽¹⁾	1,794.8	1,794.5
Total Capitalisation (S\$ million) ⁽²⁾	3,647.9	3,719.8
Gearing (%) ⁽³⁾	39.2%	40.4%

Notes:

- (1) Excludes NAV attributable to perpetual securities holders and other non-controlling interests.
- (2) Computed as the sum of gross borrowings, perpetual securities, Unitholders' funds and non-controlling interests.
- (3) Computed as gross borrowings over total assets.

7. Other Information

7.1 Interested Person Transaction and Interested Party Transaction (collectively, "Related Party Transactions")

As at the date of this Announcement, the Sponsor holds an indirect interest of 625,333,898 Units, which is equivalent to approximately 26.9% of the total number of Units in issue as at the date of this Announcement, and is therefore regarded as a "controlling unitholder" of

LREIT for the purposes of both the Listing Manual and the Property Funds Appendix. In addition, as the Manager is an indirect wholly-owned subsidiary of the Sponsor, the Sponsor is therefore regarded as a “controlling shareholder” of the Manager for the purposes of both the Listing Manual and the Property Funds Appendix.

As the Vendor is a subsidiary of the Sponsor, for the purposes of Chapter 9 of the Listing Manual and paragraph 5 of the Property Funds Appendix, the Vendor (being a subsidiary of a “controlling unitholder” of LREIT and a subsidiary of a “controlling shareholder” of the Manager) is (for the purposes of the Listing Manual) an “interested person” of LREIT and (for the purposes of the Property Funds Appendix) an “interested party” of LREIT.

Therefore, the entry by the Trustee into the Share Purchase Agreement constitutes an “interested person transaction” under Chapter 9 of the Listing Manual, as well as an “interested party transaction” under the Property Funds Appendix.

However, as the value of the Purchase Consideration, when aggregated with other transactions entered into with the same interested person during the same financial year (excluding transactions with a value below S\$100,000), of approximately S\$89.4 million (which is 4.1% of both the latest audited net tangible assets (“NTA”) and the NAV of LREIT as at 30 June 2022) is more than 3.0% of LREIT’s latest audited NTA but less than 5.0% of LREIT’s latest audited NTA, the entry into of the Acquisition is not subject to the requirement of approval of Unitholders.

7.2 Statement of the Audit and Risk Committee

The Manager has appointed Deloitte & Touche Corporate Finance Pte Ltd as the independent financial adviser (the “IFA”) to advise the audit and risk committee of the Manager (the “**Audit and Risk Committee**”), the independent directors of the Manager (the “**Independent Directors**”) and the Trustee, as to whether the Acquisition is on normal commercial terms and is not prejudicial to the interests of LREIT and its minority Unitholders.

The IFA is of the opinion that the Acquisition is on normal commercial terms and is not prejudicial to the interests of LREIT and its minority Unitholders.

The Audit and Risk Committee, after having considered the opinion of the IFA and the rationale and key benefits of the Acquisition, is of the view that the Acquisition is on normal commercial terms and is not prejudicial to the interests of LREIT and its minority Unitholders.

7.3 Interests of Directors and Substantial Unitholders

As at the date of this Announcement, the interests of the directors of the Manager (the “**Directors**”) in the Acquisition are as follows:

- (i) Ms Ng Hsueh Ling, the Chairperson and Non-Independent Non-Executive Director of the Manager, is also Managing Director and Country Head, Singapore of Lendlease. She is also a director of Lendlease Retail Pte. Ltd., Lendlease Singapore Pte. Ltd., LLIM, all of which are related corporations of the Sponsor. She is also a director of PPP and its subsidiaries Parkway Parade Partnership Limited, Lendlease PP Office Pte. Ltd., Lendlease PP Retail Pte. Ltd., QIPL and PAHL;
- (ii) Mr Simon John Perrott, an Independent Non-Executive Director of the Manager, is also an independent non-executive director of Lendlease Real Estate Investments Limited, which is a wholly-owned subsidiary of the Sponsor; and
- (iii) Mr Justin Marco Gabbani, a Non-Independent Non-Executive Director of the Manager, is also Chief Executive Officer, Asia of Lendlease. He is also a director of LLIM and Lendlease Asia Holdings Pte. Ltd., which are related corporations of the Sponsor.

Based on the Register of Directors’ unitholdings in LREIT (“**Unitholdings**”) maintained by the Manager, the direct and deemed interests of the Directors in the Units as at the date of this Announcement are as follows:

Name of Director	Direct Interest		Deemed Interest		Total no. of Units held	% ⁽¹⁾
	No. of Units held	% ⁽¹⁾	No. of Units held	% ⁽¹⁾		
Ms Ng Hsueh Ling	2,509,050	0.11	0	0	2,509,050	0.11
Dr Tsui Kai Chong	668,278	0.03	0	0	668,278	0.03
Mrs Lee Ai Ming	645,000	0.03	0	0	645,000	0.03

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Name of Director	Direct Interest		Deemed Interest		Total no. of Units held	% ⁽¹⁾
	No. of Units held	% ⁽¹⁾	No. of Units held	% ⁽¹⁾		
Mr Simon John Perrott	118,787	0.01	0	0	118,787	0.01
Mr Justin Marco Gabbani	568,890	0.02	0	0	568,890	0.02

Note:

(1) The percentage is based on 2,323,661,727 Units in issue as at the date of this Announcement. Any discrepancies are due to rounding. For the purpose of disclosures of the percentage interests of the Directors, percentages are rounded to two decimal places.

Based on the Register of Substantial Unitholders' Unitholdings maintained by the Manager, the Substantial Unitholders and their interests in the Units as at the date of this Announcement are as follows:

Name of Substantial Unitholder ⁽¹⁾	Direct Interest No. of Units	% ⁽²⁾	Deemed Interest No. of Units	% ⁽²⁾
Lendlease SREIT Pty Limited (in its capacity as trustee of Lendlease SREIT Sub Trust)	546,788,462	23.53	0	0
Lendlease LLT Holdings Pty Limited (in its capacity as trustee of Lendlease LLT Holdings Sub Trust) ⁽³⁾	0	0	546,788,462	23.53
Lendlease Responsible Entity Limited (in its capacity as trustee of	0	0	546,788,462	23.53

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Name of Substantial Unitholder ⁽¹⁾	Direct Interest No. of Units	% ⁽²⁾	Deemed Interest No. of Units	% ⁽²⁾
Lendlease Trust ⁽⁴⁾				
Lendlease Corporation Limited ⁽⁴⁾	0	0	625,333,898	26.91

Notes:

- (1) "Substantial Unitholder" means a person with an interest in Units constituting not less than 5.0% of the total number of Units in issue.
- (2) The percentage is based on 2,323,661,727 Units in issue as at the date of this Announcement. Any discrepancies are due to rounding. For the purpose of disclosures of the percentage interests of the Substantial Unitholders, percentages are rounded to two decimal places.
- (3) Lendlease LLT Holdings Pty Limited (in its capacity as trustee of Lendlease LLT Holdings Sub Trust) holds all of the units of Lendlease SREIT Sub Trust ("LLT Sub-Trust"). Lendlease LLT Holdings Sub Trust is therefore deemed to have an interest in all the Units which LLT Sub-Trust holds.
- (4) Lendlease Responsible Entity Limited (in its capacity as trustee of Lendlease Trust) ("LLT") holds all of the units of Lendlease LLT Holdings Sub Trust. LLT is therefore deemed to have an interest in the unitholdings in which Lendlease LLT Holdings Sub Trust holds.
- (5) Lendlease Responsible Entity Limited is a wholly-owned subsidiary of the Sponsor. The Sponsor is therefore deemed interested in LLT's deemed interest of 546,788,462 Units. The Sponsor is also deemed interested in 38,696,844 Units which are held directly by its indirect wholly-owned subsidiary, Lendlease GCR Investment Holding Pte. Ltd., and 39,848,592 Units which are held directly by the Manager, which is also an indirect wholly-owned subsidiary of the Sponsor.

Save as otherwise disclosed in this Announcement and based on information available to the Manager as at the date of this Announcement, none of the Directors or the Substantial Unitholders has an interest, direct or indirect, in the Acquisition.

7.4 Directors' Service Contracts

No person is proposed to be appointed as a Director in connection with the Acquisition or any other transactions contemplated in relation to the Acquisition.

7.5 Existing Related Party Transactions

For the information of Unitholders, as at the date of this announcement, save for the Acquisition and those transactions which have been specifically approved by Unitholders

upon purchase of the Units during the initial public offering and listing of LREIT³, transactions with a value below S\$100,000⁴, the value of all existing Related Party Transactions:

- (a) entered into between the Trustee and the Manager with the Sponsor or its respective subsidiaries and associates during the course of the current financial year from 1 July 2022 to the date of this Announcement is approximately S\$0.5 million; and
- (b) entered into between the Trustee and the Manager and all interested persons or interested parties during the course of the current financial year from 1 July 2022 to the date of this Announcement is approximately S\$0.5 million.

8. Documents for Inspection

Copies of the following documents are available for inspection⁵ during normal business hours at the registered office of the Manager located at 2 Tanjong Katong Road, #05-01 PLQ 3, Paya Lebar Quarter, Singapore 437161, from the date of this Announcement up to and including the date falling three months after the date of this Announcement:

- (a) the Share Purchase Agreement;
- (b) the valuation report issued by Savills in respect of the Properties;
- (c) the valuation report issued by JLL in respect of the Properties; and
- (d) the FY2022 Audited Financial Statements.

The Trust Deed will also be available for inspection at the registered office of the Manager for so long as LREIT is in existence.

³ The Trustee has entered into certain ongoing interested person transactions which are exempted from Rules 905 and 906 of the Listing Manual, having been specifically approved by Unitholders upon purchase of the Units during the initial public offering and listing of LREIT, to the extent that there is no subsequent change to the rates and/or bases of the fees charged thereunder which will adversely affect LREIT.

⁴ Rules 905(1), 905(2) and 906(1) of the Listing Manual do not apply to any transaction below S\$100,000.

⁵ Prior appointment with the Manager (telephone number: +65 6671 7374) is required.

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By Order of the Board
Kelvin Chow
Chief Executive Officer

Lendlease Global Commercial Trust Management Pte. Ltd.
(Registration Number: 201902535N)
(in its capacity as manager of Lendlease Global Commercial REIT)

5 June 2023

IMPORTANT NOTICE

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 similar developments, shifts in expected levels of property rental income, changes in operating expenses, (including employee wages, benefits and training costs), property expenses and 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 Units and the income derived from them, if any, may fall or rise. The Units are not obligations of, deposits in, or guaranteed by, the Manager or DBS Trustee Limited, in its capacity as trustee of LREIT. An investment in the Units is subject to investment risks, including the possible loss of the principal amount invested.

Investors should note that they have no right to request the Manager to redeem their Units while the Units are listed. It is intended that the Unitholders may only deal in their Units through trading on SGX-ST. Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units. This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Units. The past performance of LREIT and the Manager is not necessarily indicative of the future performance of LREIT and the Manager.