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# Keppel KBS US REIT

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### COMPLETION OF ACQUISITION OF THE WESTPARK PORTFOLIO AND USE OF PROCEEDS OF RIGHTS ISSUE

#### 1. COMPLETION OF ACQUISITION

Further to the announcement dated 24 September 2018 in relation to the proposed acquisition of the Westpark Portfolio (the "Acquisition"), Keppel-KBS US REIT Management Pte. Ltd., as manager of Keppel-KBS US REIT (the "Manager"), is pleased to announce that the Acquisition has been completed on 30 November 2018.

#### 2. USE OF PROCEEDS FROM THE RIGHTS ISSUE

Further to the announcements dated 22 October 2018, 30 October 2018, 2 November 2018, 21 November 2018 and 27 November 2018 in relation to the underwritten and renounceable rights issue ("**Rights Issue**") of 186,236,224 new units in Keppel-KBS US REIT, the Manager wishes to announce that US\$89.7 million (which is equivalent to 96.3% of the gross proceeds from the Rights Issue) of the gross proceeds from the Rights Issue of approximately US\$93.1 million has been used to partially fund the Acquisition. Such use is in accordance with the stated use and in accordance with the percentage allocated in the launch of Rights Issue announcement dated 22 October 2018.

	Intended use of proceeds	Actual use of proceeds	Balance of proceeds
To partially fund the Acquisition	US\$89.7 million	US\$89.7 million	-
To pay the estimated fees and expenses relating to the Rights Issue	US\$3.4 million	US\$1.4 million	US\$2.0 million
Total	US\$93.1 million	US\$91.1 million	US\$2.0 million

Details of the use of proceeds from the Rights Issue are as follows:

DBS Bank Ltd. was the sole financial adviser and issue manager for the initial public offering of Keppel-KBS US REIT (the "**Offering**"). DBS Bank Ltd., Citigroup Global Markets Singapore Pte. Ltd., Credit Suisse (Singapore) Limited and Merrill Lynch (Singapore) Pte. Ltd. were the joint bookrunners and underwriters for the Offering.

The Manager will make further announcements on the utilisation of the remaining proceeds from the Rights Issue as and when such funds are materially disbursed.

By Order of the Board Keppel-KBS US REIT Management Pte. Ltd. (Company Registration Number: 201719652G) as manager of Keppel-KBS US REIT

Kelvin Chua Company Secretary 3 December 2018

#### **IMPORTANT NOTICE**

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any securities of Keppel-KBS US REIT 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.

Any offering of Rights Units will be made in and accompanied by the Offer Information Statement. A potential investor should read the Offer Information Statement before deciding whether to subscribe for Rights Units under the Rights Issue. The Offer Information Statement may be accessed online at the website of the MAS at <https://eservices.mas.gov.sg/opera>. The MAS assumes no responsibility for the contents of the Offer Information Statement. The availability of the Offer Information Statement on the MAS website does not imply that the Securities and Futures Act, Chapter 289 of Singapore, or any other legal or regulatory requirements, have been complied with. The MAS has not, in any way, considered the investment merits of Keppel-KBS US REIT. This announcement is qualified in its entirety by, and should be read in conjunction with the full text of the Offer Information Statement.

The value of the 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, Perpetual (Asia) Limited, in its capacity as trustee of Keppel-KBS US REIT, Keppel Capital Holdings Pte. Ltd. and KBS Pacific Advisors Pte. Ltd., as the sponsors of Keppel-KBS US REIT, or any of their respective affiliates.

An investment in the Units is subject to investment risks, including the possible loss of the principal amount invested. Unitholders have no right to request that the Manager redeem or purchase their Units while the Units are listed. It is intended that 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. The past performance of Keppel-KBS US REIT is not necessarily indicative of the future performance of Keppel-KBS US REIT.

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

This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States, European Economic Area, Canada, Japan or Australia, and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations. This announcement is not to be distributed or circulated outside of Singapore. Any failure to comply with this restriction may constitute a violation of United States securities laws or the laws of any other jurisdiction.

The securities of Keppel-KBS US REIT have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**") or under the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold within the United States except pursuant to an exemption from, or transactions not subject to, the registration requirements of the Securities Act and in compliance with any applicable state securities laws. The Manager does not intend to conduct a public offering of any securities of Keppel-KBS US REIT in the United States. Neither this announcement nor any part thereof may be (a) used or relied upon by any other party or for any other purpose, (b) copied, photocopied, duplicated or otherwise reproduced in any form or by any means, or (c) forwarded, published, redistributed, passed on or otherwise disseminated or quoted, directly or indirectly, to any other person either in your organisation or elsewhere.

**Notification under Section 309B of the Securities and Futures Act, Chapter 289 of Singapore**: The Units are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).