



FRASERS CENTREPOINT LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 196300440G)

CONSENT SOLICITATION AND TENDER OFFER EXERCISE BY FCL TREASURY PTE. LTD. (THE “ISSUER”) IN RESPECT OF THE S\$75,000,000 3.70 PER CENT. NOTES DUE 2019 (ISIN: SG6T92980232) COMPRISED IN SERIES 001 (THE “SERIES 001 NOTES”) AND THE S\$50,000,000 3.80 PER CENT. NOTES DUE 2022 (ISIN: SG6V46982819) COMPRISED IN SERIES 002 (THE “SERIES 002 NOTES” AND, TOGETHER WITH THE SERIES 001 NOTES, THE “NOTES”), IN EACH CASE, ISSUED BY THE ISSUER PURSUANT TO ITS S\$3,000,000,000 MULTICURRENCY DEBT ISSUANCE PROGRAMME, UNCONDITIONALLY AND IRREVOCABLY GUARANTEED BY FRASERS CENTREPOINT LIMITED (THE “COMPANY”)

- RESULTS OF INVITATION BY THE ISSUER IN CONNECTION WITH THE NOTES AS AT THE EXPIRATION DEADLINE

Reference is made to the Company’s announcement on 18 September 2017 (the “**Announcement**”) and the Invitation Memorandum dated 18 September 2017 in relation to the tender offer and consent solicitation exercise by the Issuer. Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meaning set out in the Announcement and the Invitation Memorandum.

The Company wishes to announce that:

- (a) in respect of the Series 001 Notes, as at 3.00 p.m. (Singapore time) on 2 October 2017, S\$67,750,000 in aggregate principal amount of the Series 001 Notes have been validly offered for sale (and not validly withdrawn) pursuant to the Invitation, representing approximately 90.33% of the aggregate principal amount of the Series 001 Notes outstanding; and
- (b) in respect of the Series 002 Notes, as at 3.30 p.m. (Singapore time) on 2 October 2017, S\$47,750,000 in aggregate principal amount of the Series 002 Notes have been validly offered for sale (and not validly withdrawn) pursuant to the Invitation, representing 95.50% of the aggregate principal amount of the Series 002 Notes outstanding.

The Company also wishes to announce that as at the Expiration Deadline:

- (a) in respect of the Series 001 Notes, the holders of S\$68,250,000 in aggregate principal amount of the Series 001 Notes, representing 91.00% of the aggregate principal amount of the Series 001 Notes outstanding; and
- (b) in respect of the Series 002 Notes, the holders of S\$48,250,000 in aggregate principal amount of the Series 002 Notes, representing 96.50% of the aggregate principal amount of the Series 002 Notes outstanding,

have submitted duly completed Voting Instruction Forms or Tender Application Forms (as the case may be) to the Meeting Agent and/or the Tender Agent all of which contain Voting Instructions to have their votes cast at the relevant meeting of the Noteholders to be held on 4 October 2017 at:

- (i) in respect of the Series 001 Notes, 3.00 p.m. (Singapore time); and
- (ii) in respect of the Series 002 Notes, 3.30 p.m. (Singapore time) (or such later time as the meeting in respect of the holders of the Series 001 Notes convened for the same day shall have concluded or adjourned),

for considering the Extraordinary Resolution in respect of such Series of Notes.

Based on the Voting Instructions received as at the Expiration Deadline, it is expected that the quorum required for each Meeting will be met and that the Extraordinary Resolution in respect of each Series of Notes will be passed at the relevant Meeting. Once the Extraordinary Resolution in respect of a Series of Notes is passed and the Supplemental Trust Deed in respect of that relevant Series of Notes is executed, the Issuer may, at its option by giving not less than seven business days' notice, exercise the Call Option, which will give the Issuer the option to redeem all (but not some only) of the Series 001 Notes or, as the case may be, the Series 002 Notes then outstanding (other than Series 001 Notes or, as the case may be, such Series 002 Notes which have already been accepted for purchase by the Issuer pursuant to the Invitation), at (in the case of the Series 001 Notes) 102.85 per cent. of the principal amount of the Series 001 Notes, being S\$257,125 for each S\$250,000 in principal amount of the Series 001 Notes, and (in the case of the Series 002 Notes) 104.60 per cent. of the principal amount of the Series 002 Notes, being S\$261,500 for each S\$250,000 in principal amount of the Series 002 Notes, in each case, together with interest accrued from (and including) the last preceding interest payment date to (but excluding) the date fixed for redemption.

Catherine Yeo
Company Secretary
2 October 2017

NOTE: This announcement does not constitute an invitation to participate in the Invitation. No offer or invitation to issue or redeem any securities is being made pursuant to this release. This announcement must be read in conjunction with the Invitation Memorandum. This announcement does not constitute or form part of, and should not be construed as, an offer for sale or subscription of, or a solicitation of any offer to buy or subscribe for, any securities of the Company or any other entity.