

# FINANCIAL STATEMENTS ANNOUNCEMENT FOR THE FULL YEAR ENDED 31 DECEMBER 2020

The Directors of ESR Funds Management (S) Limited ("ESR-FM"), as manager of ESR-REIT (the "Manager"), are pleased to announce the unaudited financial results of ESR-REIT and its subsidiaries (the "Group") for the full year ended 31 December 2020 ("FY2020").

ESR-REIT is a Singapore-based real estate investment trust constituted by the Trust Deed entered into on 31 March 2006 between ESR-FM as the Manager of ESR-REIT and RBC Investor Services Trust Singapore Limited as the Trustee of ESR-REIT, as amended and restated. ESR-REIT was listed on the Singapore Exchange Securities Trading Limited ("SGX-ST") on 25 July 2006.

ESR-REIT's distribution policy is to distribute at least 90% of its annual distributable income comprising income from letting of its properties after deduction of allowable expenses. The actual level of distribution will be determined at the Manager's discretion.

On 7 August 2019, PTC Logistics Hub LLP (a joint venture between ESR-REIT and Poh Tiong Choon Logistics Limited) completed the acquisition of 48 Pandan Road at a purchase consideration of S\$225.0 million under a sale-and-leaseback arrangement with Poh Tiong Choon Logistics Limited.

As at 31 December 2020, the Group holds interest in a diversified portfolio of 57 properties (including 48 Pandan Road) located across Singapore with a diversified tenant base of 342 tenants across the following sub sectors: business park, high-specs industrial, logistics/warehouse and general industrial.

The Group's financial results include the consolidated results of its subsidiaries and its share of results of the joint venture, PTC Logistics Hub LLP, using the equity method. The commentaries below are based on the Group's financial results unless otherwise stated.

### Summary of the Group's Results

	FY2020	FY2019	Fav/(Unfav)
	S\$'000	S\$'000	%
Gross revenue	229,924	253,044	(9.1)
Net property income	164,207	187,930	(12.6)
Amount available for distribution	99,127	132,566	(25.2)
- Taxable income	99,127	116,466	(14.9)
- Other gains	-	16,100	(100.0)
Distributable amount available per unit (cents)	2.800	4.011	(30.2)
- Taxable income	2.800	3.529	(20.7)
- Other gains	-	0.482	(100.0)

Breakdown of distributable amount available per unit by quarter

	2020 cents	2019 cents	Fav/(Unfav) %
For the first quarter ended 31 March	0.697	1.007	(30.8)
For the second quarter ended 30 June	0.662	1.004	(34.1)
For the third quarter ended 30 September	0.700	1.000	(30.0)
For the fourth quarter ended 31 December	0.741	1.000	(25.9)
For the year ended 31 December	2.800	4.011	(30.2)

Breakdown of distribution per unit ("DPU") paid or payable by quarter

		2020	2019	Fav/(Unfav)
	Note	cents	cents	%
For the first quarter ended 31 March	(1)	0.500	1.007	(50.3)
For the second quarter ended 30 June		0.662	1.004	(34.1)
For the third quarter ended 30 September	(2)	0.798	1.000	(20.2)
For the fourth quarter ended 31 December	(3)	0.840	1.000	(16.0)
For the year ended 31 December		2.800	4.011	(30.2)

#### Notes:

- (1) Excludes 0.197 cents equivalent to about S\$7.0 million of 1Q2020 distributable income (the "Retained Distribution"), which has been retained for prudent cash flow management in view of COVID-19 uncertainties.
- (2) Includes 0.098 cents, equivalent to about \$\$3.5 million or 50% of the Retained Distribution, which has been paid out as part of 3Q2020 DPU.
- (3) Includes 0.099 cents, equivalent to about S\$3.5 million or 50% of the Retained Distribution, which will be paid out as part of 4Q2020 DPU.

### **Distribution Details for 4Q2020**

Distribution period	1 October 2020 to 31 December 2020
Distribution rate	0.840 cents taxable income per unit
Books closure date	28 January 2021
Payment date	19 March 2021

The Manager has determined that the distribution reinvestment plan ("DRP") <u>will apply</u> to the distribution for the period from 1 October 2020 to 31 December 2020. The issue price of the DRP units will be based on the market price less a discount of 2% to be announced by the Manager on 29 January 2021.

# 1(a) Statement of Total Return, together with comparative statement for the corresponding period of the immediately preceding financial year

				Gro	up		
	Note	2H2020 S\$'000	2H2019 S\$'000	Fav/(Unfav) %	FY2020 S\$'000	FY2019 S\$'000	Fav/(Unfav) %
Gross revenue	(a)	116,170	124,460	(6.7)	229,924	253,044	(9.1)
Property manager's fees		(5,413)	(5,441)	0.5	(10,631)	(10,674)	0.4
Property tax		(8,344)	(9,130)	8.6	(17,885)	(18,059)	1.0
Other property expenses		(18,434)	(18,370)	(0.3)	(37,201)	(36,381)	(2.3
Property expenses	(a)	(32,191)	(32,941)	2.3	(65,717)	(65,114)	(0.9)
Net property income	(a)	83,979	91,519	(8.2)	164,207	187,930	(12.6
Manager's fees		(7,309)	(7,661)	4.6	(14,639)	(14,926)	1.9
Trust expenses	(b)	(7,118)	(1,128)	(531.0)	(8,653)	(2,578)	(235.6
Interest income		7	7	-	17	15	13.3
Borrowing costs	(c)	(21,805)	(25,175)		(45,246)	(51,161)	11.6
Finance costs on lease liabilities for leasehold land	(d)	(5,853)	(5,411)		(11,575)	(10,799)	(7.2)
Non-property expenses		(42,078)	(39,368)	(6.9)	(80,096)	(79,449)	(0.8)
Net income		41,901	52,151	(19.7)	84,111	108,481	(22.5)
Gain on disposal of investment property		-	(3)	(100.0)	-	48	(100.0)
Change in fair value of financial derivatives	(e)	6,437	(3,146)	304.6	(16,302)	(6,076)	(168.3)
Change in fair value of investment properties	(f)	(13,020)	(91,611)	85.8	(59,704)	(91,611)	34.8
Change in fair value of right-of-use of leasehold land	(d)	800	1,043	(23.3)	1,629	2,091	(22.1)
Share of results of joint venture	(g)	2,175	(1,519)	243.2	3,010	(1,519)	298.2
Impairment loss on investment in joint venture	(j)	-	(1,465)	(100.0)	-	(1,465)	(100.0)
Total return for the period before income tax		38,293	(44,550)	186.0	12,744	9,949	28.1
Income tax expense		(5)	(8)	(37.5)	(12)	(26)	53.8
Total return for the period after income tax		38,288	(44,558)	185.9	12,732	9,923	28.3
Attributable to:							
Unitholders and perpetual securities holders		36,331	(46,485)	178.2	9,689	6,080	59.4
Non-controlling interest	_	1,957	1,927	1.6	3,043	3,843	(20.8)
		38,288	(44,558)	(185.9)	12,732	9,923	28.3
Distribution Statement							
Total return for the period attributable to Unitholders and perpetual securities holders		36,331	(46,485)	178.2	9,689	6,080	59.4
Net effect of non-tax deductible/(chargeable) items and other adjustments	(h)	18,445	108,260	(83.0)	96,357	117,286	(17.8)
		54,776	61,775	(11.3)	106,046	123,366	(14.0)
Amount reserved for distribution to perpetual securities holders		(3,478)	(3,478)	-	(6,919)	(6,900)	(0)
Net income available for distribution for the period	Ī	51,298	58,297	(12.0)	99,127	116,466	(14.9)
Distribution from other gains	(i)	-	10,230	(100.0)	-	16,100	(100.0)
Total amount available for distribution for the period	-	51,298	68,527	(25.1)	99,127		(25.2)

n.m. – not meaningful

### Notes:

(a) The Group recorded gross revenue and net property income of S\$229.9 million and S\$164.2 million respectively in FY2020 and these were lower than FY2019 by 9.1% and 12.6% respectively.

The lower gross revenue and net property income was mainly attributed to (a) lease conversion from single to multi-tenancy for a number of properties where certain property expenses including property tax previously borne by the master tenants are now borne by the Group; (b) non-renewals and downsizing by certain tenants; and (c) rental rebates set aside for and/or given to tenants as part of the Group's measures to support tenants adversely affected by the COVID-19 outbreak, as well as under the Rental Relief Framework pursuant to the COVID-19 (Temporary Measures) Act 2020.

- (b) Trust expenses comprised statutory expenses, professional fees, compliance costs, listing fees and other non-property related expenses. The higher trust expenses for FY2020 were mainly due to S\$4.7 million of abortive costs incurred in relation to the proposed merger of ESR-REIT and Sabana Shari'ah Compliant Industrial Real Estate Investment Trust (the "Proposed Merger"). Such abortive costs are not tax deductible and have no impact on distributable income.
- (c) Borrowing costs comprised interest expenses on loans and interest rate swaps, and amortisation of debt related transaction costs. These costs were lower in FY2020 due to lower average level of debt and lower interest rates during the period.

Please refer to Section 1(b)(ii) for more details on borrowings.

(d) Prior to the adoption of FRS 116 Leases on 1 January 2019, lease payments made for land rent were presented as land rent expenses in arriving at net property income on the Statement of Total Return and formed part of the Group's operating cash flows on the Statement of Cash Flows. Following the adoption of FRS 116, such payments are reflected as finance cost on lease liabilities for leasehold land and fair value change of the right-of-use of leasehold land on the Statement of Total Return and as payments for lease liabilities under financing cash flows on the Statement of Cash Flows.

The amount of finance cost on lease liabilities for leasehold land net of the change in fair value of rightof-use of leasehold land for FY2020 increased to S\$9.9 million (FY2019: S\$8.7 million) mainly due to upward revision in land rent following an annual review of land rent payable.

- (e) The change in fair value of financial derivatives represented the change in fair value of interest rate swaps entered into to hedge against interest rate fluctuations on the floating rate borrowings of the Group. This fair value change is recognised on the Statement of Total Return. It is not tax deductible and has no impact on distributable income.
- (f) Independent valuations for investment properties were undertaken by Knight Frank Pte Ltd and Jones Lang LaSalle Property Consultants Pte Ltd in December 2020. These firms are independent valuers with the appropriate professional qualifications and relevant experience in the location and category of the properties being valued.

The change in fair value of investment properties of approximately S\$59.7 million comprised the following:

- fair value loss of S\$58.8 million based on the independent valuations of the investment properties as at 31 December 2020; and
- adjustments for straight-line rent and marketing commission of S\$0.9 million.

Such fair value change is recognised on the Statement of Total Return. It is non-tax deductible and has no impact on distributable income.

(g) Share of results of joint venture relates to the Group's 49% share of the net income of PTC Logistics Hub LLP.

### (h) Non-tax deductible/(chargeable) items and other adjustments comprises:

			Gro	up		
	2H2020 S\$'000	2H2019 S\$'000	Fav/(Unfav) %	FY2020 S\$'000	FY2019 S\$'000	Fav/(Unfav) %
Manager's fees paid/payable in units	2,250	3,056	(26.4)	5,280	6,491	(18.7
Property Manager's fees paid/payable in units	684	1,541	(55.6)	2,051	2,360	(13.1
Trustee's fees	273	301	(9.3)	544	764	(28.8
Amortisation of transaction costs relating to debt facilities	2,977	3,140	(5.2)	5,947	6,048	(1.7
Impairment loss on investment in joint venture	-	1,465	(100.0)	-	1,465	(100.0
Change in fair value of investment properties	13,020	91,611	(85.8)	59,704	91,611	(34.8
Change in fair value of financial derivatives	(6,437)	3,146	(304.6)	16,302	6,076	168.3
Legal and professional fees	4,781	(38)	) n.m.	4,800	117	n.m.
Adjustment for straight line rent and lease incentives	(551)	353	256.1	(737)	(1,435)	48.6
Share of results of joint venture	(2,175)	1,519	(243.2)	(3,010)	1,519	(298.2)
Distributable income from joint venture	2,449	1,858	31.8	4,798	1,858	158.2
Gain on disposal of investment property	-	3	(100.0)	-	(48)	100.0
Miscellaneous expenses	1,121	305	267.5	1,443	669	115.7
Non-controlling interest share of non-tax deductible items	6	-	n.m.	(812)	-	n.m.
Rollover adjustment from prior years	47	-	n.m.	47	(209)	n.m.
Net effect of non-tax deductible/(chargeable) items and other adjustments	18,445	108,260	(83.0)	96,357	117,286	(17.8)

- (i) Other gains represented partial payout of the gains from disposal of investment properties in prior years and ex-gratia payments received from Singapore Land Authority in connection with the compulsory acquisitions of land in prior years.
- (j) The impairment loss on investment in joint venture in FY2019 was due to the write-off of the acquisition fee paid to the Manager, as well as the legal and professional fees incurred by ESR-REIT for the acquisition of 49% interest in 48 Pandan Road, which is held through PTC Logistics Hub LLP.

		Gro	up	Tru	ıst
	Note	31-12-20 S\$'000	31-12-19 S\$'000	31-12-20 S\$'000	31-12-19 S\$'000
Assets					
Non-current assets					
Investment properties	(a)	2,889,300	2,934,400	1,385,700	1,403,800
Right-of-use of leasehold land	(b)	229,758	227,681	165,637	169,691
Subsidiaries	(c)	-	-	1,406,396	1,455,271
Interest in joint venture	(d)	38,018	39,806	38,017	43,183
		3,157,076	3,201,887	2,995,750	3,071,945
Current assets					
Trade and other receivables	(e)	12,216	11,503	23,492	20,218
Cash and cash equivalents	(f)	18,101	15,662	8,556	8,200
	(g)	30,317	27,165	32,048	28,418
Total assets		3,187,393	3,229,052	3,027,798	3,100,363
Liabilities					
Current liabilities					
Trade and other payables	(h)	62,347	47,206	34,124	25,355
Lease liabilities for leasehold land	(b)	2,770	2,608	2,770	2,608
Interest-bearing borrowings	(i)	190,467	159,926	190,467	159,926
Derivative financial instruments	(k)	3,332	-	3,332	-
Amount due to non-controlling interest	(j)	60,262	61,074	-	-
	(g)	319,178	270,814	230,693	187,889
Non-current liabilities					
Trade and other payables	(h)	19,729	20,000	10,429	10,484
Lease liabilities for leasehold land	(b)	226,988	225,073	162,867	167,083
Interest-bearing borrowings	(i)	988,147	1,031,198	988,147	1,031,198
Derivative financial instruments	(k)	35,246	22,276	35,246	22,276
		1,270,110	1,298,547	1,196,689	1,231,041
Total liabilities		1,589,288	1,569,361	1,427,382	1,418,930
Net assets		1,598,105	1,659,691	1,600,416	1,681,433
Description	-				·
Represented by: Unitholders' funds	(I)	1,446,990	1,508,576	1,449,301	1,530,318
Perpetual securities holders' funds	(n) (m)	1,440,990	151,115	151,115	1,550,518
	()	1,598,105	1,659,691	1,600,416	1,681,433

# 1(b)(i) Statements of Financial Position, together with comparatives as at the end of the immediately preceding financial year

### Notes:

- (a) As at 31 December 2020, the total carrying value of investment properties was S\$2.89 billion based on independent external valuations, which are reported on the basis of material valuation uncertainty due to COVID-19. The decrease in investment properties was due to fair value loss of S\$59.7 million, partially offset by the capital expenditure incurred in 2020.
- (b) The Group is required to pay land rent, whether annually or on an upfront land premium basis, for properties in its portfolio. Following the adoption of FRS 116, the Group recognised right-of-use assets and lease liabilities for these land leases previously classified as operating leases. The right-of-use assets were recognised based on the amount equal to the lease liabilities. Lease liabilities were recognised based on the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.
- (c) At the Trust level, subsidiaries comprise the cost of investments in subsidiaries of S\$792.9 million and interest-bearing loans to subsidiaries of S\$613.5 million.
- (d) Interest in joint venture relates to ESR-REIT's 49% share of the net assets of PTC Logistics Hub LLP, which owns 48 Pandan Road. The Group applies the equity method to account for its interest in PTC Logistics Hub LLP.
- (e) Trade and other receivables increased by S\$0.7 million mainly due to higher trade receivables as certain tenants have been granted deferred payment plans as part of the Group's measures to support tenants adversely affected by the COVID-19 outbreak.
- (f) Please refer to Section 1(c) for more details on cash and cash equivalents.
- (g) Notwithstanding the net current liabilities position, based on the Group's available financial resources and sources of funding, the Manager is of the opinion that the Group will be able to refinance its borrowings and meet its current financial obligations as and when they fall due.
- (h) Trade and other payables increased by S\$14.9 million mainly due to (i) provisions for rental rebates to be given to tenants as part of the Group's measures to support tenants adversely affected by the COVID-19 outbreak, as well as under the Rental Relief Framework pursuant to the COVID-19 (Temporary Measures) Act 2020; (ii) accruals for abortive costs in relation to the Proposed Merger; and (iii) accruals for costs incurred in relation to on-going asset enhancement works.
- (i) Please refer to Section 1(b)(ii) for more details on interest-bearing borrowings.
- (j) The amount due to non-controlling interest represents 20% interest in 7000 AMK LLP that is not owned by the Group.
- (k) Derivative financial instruments represent the fair value of interest rate swaps entered into to hedge against interest rate fluctuations on the Group's floating rate borrowings. The aggregate notional amount of interest rate swaps as at 31 December 2020 was S\$1,005.0 million (31 December 2019: S\$855.0 million).
- (I) Please refer to Section 1(d)(i) for the movements in Unitholders' funds during FY2020.

(m) ESR-REIT has issued S\$150 million of subordinated perpetual securities ("Perps") under Series 006 of its S\$750 million Multicurrency Debt Issuance Programme ("Series 006 PS"). The Perps confer a right to receive distribution at a rate of 4.60% per annum, with the first distribution rate reset falling on 3 November 2022 and subsequent resets occurring every 5 years thereafter. The distribution will be payable semiannually in arrears on a discretionary basis and will be non-cumulative in accordance with the terms and conditions of the Perps. Distribution to Unitholders can only be made if distribution to Perps holders has been made.

The Series 006 PS may be redeemed at the option of ESR-REIT in whole, but not in part, on 3 November 2022 or on any distribution payment date thereafter and otherwise upon the occurrence of certain redemption events specified in the conditions of the issuance. The Series 006 PS is classified as equity instruments and recorded as equity in the financial statements.

	Group ar	nd Trust
	31-12-20 S\$'000	31-12-19 S\$'000
Unsecured borrowings		
Amount payable within one year	191,000	160,000
Less: Unamortised debt transaction costs	(533)	(74)
	190,467	159,926
Amount payable after one year	995,000	1,040,000
Less: Unamortised debt transaction costs	(6,853)	(8,802)
	988,147	1,031,198
Total borrowings	1,178,614	1,191,124

### 1(b)(ii) Aggregate amount of borrowings

Details of borrowings and collateral:

#### (a) <u>Unsecured borrowings</u>

The unsecured borrowings of the Group comprise:

- (i) the following note issued under its S\$750 million Multicurrency Debt Issuance Programme:
  - S\$50 million seven-year Singapore Dollar MTN in series 005 (the "Series 005 Notes") issued in May 2016 and maturing in May 2023. The Series 005 Notes have a fixed interest rate of 3.95% per annum payable semi-annually in arrears.
- (ii) Unsecured S\$150 million loan facility from CIMB ("TLF1") consisting of:
  - Facility A: S\$100 million term loan facility maturing in May 2024 at an interest margin plus swap offer rate; and
  - Facility B: S\$50 million revolving credit facility maturing in May 2022 at an interest margin plus swap offer rate.

TLF1 was fully drawn down as at 31 December 2020.

- (iii) 4.75-year unsecured S\$150 million revolving credit facility maturing in June 2021 from HSBC ("TLF2") at an interest margin plus swap offer rate. A total of S\$31 million was drawn down on the TLF2 as at 31 December 2020.
- (iv) Unsecured S\$500 million loan facility from a syndicate of four banks comprising UOB, HSBC, MBB and RHB ("TLF3") consisting of:
  - Facility A: S\$160 million term loan facility maturing in October 2021 at an interest margin plus swap offer rate;
  - Facility B: S\$180 million term loan facility maturing in October 2022 at an interest margin plus swap offer rate; and
  - Facility C: S\$160 million term loan facility maturing in October 2023 at an interest margin plus swap offer rate.

TLF3 was fully drawn down as at 31 December 2020.

- (v) 5-year unsecured S\$100 million term loan facility maturing in October 2023 from BNP ("TLF4") at an interest margin plus swap offer rate. TLF4 was fully drawn down as at 31 December 2020.
- (vi) Unsecured S\$155 million club loan facility from three banks comprising ANZ Singapore Branch, CTBC Bank Singapore Branch, and SCB Singapore Branch ("TLF5") consisting of:
  - Facility A: S\$75 million term loan facility maturing in March 2022 at an interest margin plus swap offer rate; and
  - Facility B: S\$80 million term loan facility maturing in March 2023 at an interest margin plus swap offer rate.

TLF5 was fully drawn down as at 31 December 2020.

- (vii) Unsecured S\$200 million club loan facility from two banks comprising MUFG Bank, Ltd. and Sumitomo Mitsui Banking Corporation, Singapore Branch ("TLF6") consisting of:
  - Facility A: S\$150 million term loan facility maturing in February 2024 at an interest margin plus swap offer rate; and
  - Facility B: S\$50 million revolving credit facility maturing in February 2024 at an interest margin plus swap offer rate.

TLF6 was fully drawn down as at 31 December 2020.

### (b) <u>Unencumbered investment properties</u>

As at 31 December 2020, the Group has 56 unencumbered investment properties with an aggregate carrying value of approximately S\$2.89 billion<sup>1</sup>, representing 100% of the investment properties by value. The above does not include 48 Pandan Road, which has been mortgaged to a bank as security for a term loan facility granted to PTC Logistics Hub LLP.

### (c) <u>Aggregate leverage ratio</u>

		Group		
	Note	31-12-20	31-12-19	
Aggregate leverage ratio	(1)	41.6%	41.5%	

### Notes:

(1) Includes ESR-REIT's 49% share of the borrowings, lease liabilities and total assets of PTC Logistics Hub LLP, but excludes the effects arising from the adoption of FRS 116 which became effective on 1 January 2019 where such effects relate to operating leases that were entered into in the ordinary course of ESR-REIT's business and were in effect before 1 January 2019.

<sup>&</sup>lt;sup>1</sup> Includes the valuation of 7000 Ang Mo Kio Avenue 5 on a 100% basis of which ESR-REIT holds 80% interest, but excludes (i) the valuation of 48 Pandan Road which is held through a joint venture in which ESR-REIT holds 49% interest; and (ii) the effects arising from the adoption of FRS 116 which became effective on 1 January 2019.

### 1(c) Statement of Cash Flows

		Gro	up	
	2H2020 S\$'000	2H2019 S\$'000	FY2020 S\$'000	FY2019 S\$'000
Cash flows from operating activities				
Total return for the period before income tax and distribution	38,293	(44,550)	12,744	9,949
Adjustments for:				
Interest income	(7)	(7)	(17)	(15
Borrowing costs	21,805	25,175	45,246	51,161
Finance costs on lease liabilities for leasehold land	5,853	5,411	11,575	10,799
Manager's fees paid/payable in units	2,250	3,056	5,280	6,491
Property Manager's fees paid/payable in units	684	1,541	2,051	2,360
Share of results of joint venture	(2,175)	1,519	(3,010)	1,519
Gain on disposal of investment property	-	3	-	(48
Impairment loss on investment in joint venture	-	1,465	-	1,465
Change in fair value of financial derivatives	(6,437)	3,146	16,302	6,076
Change in fair value of investment properties	13,020	91,611	59,704	91,611
Change in fair value of right-of-use of leasehold land	(800)	(1,043)	(1,629)	(2,091
Operating income before working capital changes	72,486	87,327	148,246	179,277
Changes in working capital				
Trade and other receivables	4,201	1,469	(717)	(864
Trade and other payables	3,041	1,756	13,924	57
Cash generated from operating activities	79,728	90,552	161,453	178,470
Income tax paid	(11)	-	(11)	(397
Net cash generated from operating activities	79,717	90,552	161,442	178,073
Cash flows from investing activities				
Capital expenditure on investment properties	(6,594)	(6,407)	(10,939)	(18,425
Proceeds from disposal of investment properties	-	-	-	5,797
Dividend received from joint venture	2,449	1,858	4,798	1,858
Investment in joint venture	-	(44,648)	-	(44,648
Interest received	7	7	17	15
Net cash used in investing activities	(4,138)	(49,190)	(6,124)	(55,403
Cash flows from financing activities				
Proceeds from issuance of new units	-	50,039	-	150,039
Equity issue costs paid	(78)	(3,211)	(374)	(3,211
Borrowing costs paid	(20,060)	(23,986)	(44,769)	(50,723
Proceeds from borrowings	66,000	104,200	361,000	422,200
Repayment of borrowings	(75,000)	(97,769)	(375,000)	(499,769
Payment for lease liabilities for leasehold land	(5,053)	(4,368)	(9,946)	(8,708
Distributions paid to Unitholders	(39,042)	(70,834)	(73,024)	(124,876
Distributions paid to perpetual securities holders	(3,478)	(3,478)	(6,919)	(6,900
Distribution to non-controlling interest	(1,909)	(965)	(3,847)	(2,724
Net cash used in financing activities	(78,620)	(50,372)	(152,879)	(124,672
Net increase/(decrease) in cash and cash equivalents	(3,041)	(9,010)	2,439	(2,002
Cash and cash equivalents at beginning of the period	21,142	24,672	15,662	17,664
Cash and cash equivalents at end of the period	18,101	15,662	18,101	15,662

### 1(d)(i) Statements of Movements in Unitholders' funds

	Grou	qu	Tru	st
	FY2020	FY2019	FY2020	FY2019
	S\$'000	S\$'000	S\$'000	S\$'000
Unitholders' Funds				
Balance at beginning of period	1,508,576	1,479,668	1,530,318	1,751,967
Operations				
Total return/(loss) for the period attributable to	9,689	6,080	(9,742)	(244,477)
Unitholders and perpetual securities holders Amount reserved for distribution to perpetual	(6,919)	(6,900)	(6,919)	(6,900)
securities holders	(0,919)	(0,500)	(0,919)	(0,300)
Net increase/(decrease) in net assets resulting	2,770	(820)	(16,661)	(251,377)
from operations				
Unitholders' transactions				
Issuance of new units pursuant to:				
- Management fees paid/payable in units	8,887	8,380	8,887	8,380
- Distribution Reinvestment Plan	25,972	4,578	25,972	4,578
- Private Placement	-	100,000	-	100,000
- Preferential Offering	-	50,039	-	50,039
Equity costs pursuant to:				
- Distribution Reinvestment Plan	(399)	(103)	(399)	(103)
- Private Placement	15 165	(2,156)	15 165	(2,156)
- Preferential Offering		(1,556)		(1,556)
Distributions paid to Unitholders	(98,996)	(129,454)	(98,996)	(129,454)
Net (decrease)/increase in net assets resulting from Unitholders' transactions	(64,356)	29,728	(64,356)	29,728
Balance at end of period	1,446,990	1,508,576	1,449,301	1,530,318
Perpetual Securities Holders' Funds				
Balance at beginning of period	151,115	151,115	151,115	151,115
Amount reserved for distribution to perpetual	6,919	6,900	6,919	6,900
securities holders	,	· · ·	,	,
Distribution to perpetual securities holders Balance at end of period	(6,919) <b>151,115</b>	(6,900) <b>151,115</b>	(6,919) <b>151,115</b>	(6,900) <b>151,115</b>
balance at enu or periou	151,115	131,113	151,115	131,115
Total	1,598,105	1,659,691	1,600,416	1,681,433

### 1(d)(i) Statements of Movements in Unitholders' funds (cont'd)

	Grou	q	Tru	st
	2H2020 S\$'000	2H2019 S\$'000	2H2020 S\$'000	2H2019 S\$'000
Unitholders' Funds				
Balance at beginning of period	1,448,721	1,545,673	1,489,912	1,817,683
<u>Operations</u> Total return/(loss) for the period attributable to Unitholders and perpetual securities holders	36,331	(46,485)	(2,549)	(296,753)
Amount reserved for distribution to perpetual securities holders	(3,478)	(3,478)	(3,478)	(3,478)
Net increase/(decrease) in net assets resulting from operations	32,853	(49,963)	(6,027)	(300,231)
<u>Unitholders' transactions</u> Issuance of new units pursuant to:				
- Management fees paid/payable in units - Distribution Reinvestment Plan	4,381 12.607	5,242	4,381 12,607	5,242
- Preferential Offering	-	- 50,039	-	- 50,039
Equity costs pursuant to:				
- Distribution Reinvestment Plan	(195)	(22)	(195)	(22)
- Private Placement - Preferential Offering	26 246	(94) (1,556)	26 246	(94)
5		( . ,		(1,556)
Distributions paid to Unitholders Net (decrease)/increase in net assets resulting	(51,649) (34,584)	(40,743) <b>12,866</b>	(51,649) (34,584)	(40,743) <b>12,866</b>
from Unitholders' transactions	(04,004)	12,000	(04,004)	12,000
Balance at end of period	1,446,990	1,508,576	1,449,301	1,530,318
Demotual Securities Holders' Funda				
Perpetual Securities Holders' Funds Balance at beginning of period	151,115	151,115	151,115	151,115
Amount reserved for distribution to perpetual	3,478	3,478	3,478	3,478
securities holders		,	,	,
Distribution to perpetual securities holders Balance at end of period	(3,478) <b>151,115</b>	(3,478) <b>151,115</b>	(3,478) <b>151,115</b>	(3,478) <b>151,115</b>
	101,110	101,110	101,110	101,110
Total	1,598,105	1,659,691	1,600,416	1,681,433

### 1(d)(ii) Details of any changes in the number of issued units

		Trust				
	Note	2H2020 Units	2H2019 Units	FY2020 Units	FY2019 Units	
Issued units at beginning of the period		3,530,945,472	3,379,353,443	3,487,315,971	3,170,172,725	
Issuance of new units pursuant to:						
- Management fees paid in units		11,080,358	9,845,345	23,096,788	15,915,230	
- Distribution Reinvestment Plan		34,336,296	-	65,949,367	8,936,833	
- Private Placement	(1)	-	-	-	194,174,000	
- Preferential Offering	(2)	-	98,117,183	-	98,117,183	
Issued units at end of the period		3,576,362,126	3,487,315,971	3,576,362,126	3,487,315,971	

#### Notes:

- (1) The new units were issued on 26 June 2019 at an issue price of S\$0.515 per unit.
- (2) The new units were issued on 14 October 2019 at an issue price of S\$0.510 per unit.

### 1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period, and as at the end of the immediately preceding year.

The total number of issued units, excluding treasury units, as at the end of the current and the comparative financial period are disclosed in Section 1(d)(ii). There were no treasury units acquired since the date of listing of ESR-REIT on 25 July 2006.

### 1(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

Not applicable.

### 2 Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

The figures have not been audited or reviewed by the auditors.

### 3 Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of matter).

Not applicable.

### 4 Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

The Group has applied the same accounting policies and methods of computation in the preparation of the financial statements for the current financial period, which are consistent with those described in the audited financial statements for the financial year ended 31 December 2019, except that in the current financial period, the Group has adopted all the new and revised standards that are effective for annual periods beginning on or after 1 January 2020. The adoption of these standards did not have any material effect on the financial performance or position of the Group.

5 If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

Please refer to item 4 above.

### 6 Earnings per unit ("EPU") and distributable amount available per unit for the period

			Group				
		Note	2H2020	2H2019	FY2020	FY2019	
<b>EPU</b> Total return/ (loss) after income tax before distribution for the period	(S\$'000)		32,851	(49,963)	2,770	(820)	
Weighted average number of units	('000)		3,502,600	3,179,080	3,522,580	3,303,551	
Basic and diluted EPU	(cents)	(a)	0.938	(1.572)	0.079	(0.025)	
Distributable amount available per unit			54 000	C0 507	00 407	400 500	
Total amount available for distribution for the period	(S\$'000)		51,298	68,527	99,127	132,566	
Applicable number of units	('000)		3,559,889	3,426,350	3,540,250	3,305,061	
Distributable amount available per unit	(cents)	(b)	1.441	2.000	2.800	4.011	

#### Notes:

- (a) The basic EPU was calculated using total return after income tax before distribution for the period and the weighted average number of units in issue during the period. The basic and diluted EPU were the same as there were no dilutive instruments in issue during the period.
- (b) Distributable amount available per unit was calculated using the total amount available for distribution and the number of units entitled to such distributable amount for the period.

## 7 Net asset value ("NAV") / Net tangible asset ("NTA") per unit based on units issued at the end of the period

		Group		Trust	
	Note	31-12-20	31-12-19	31-12-20	31-12-19
NAV / NTA per unit (cents)	(a)	40.5	43.3	40.5	43.9

### Note:

(a) NAV / NTA per unit was calculated based on the number of units issued as at the end of the respective periods.

### 8 Review of the performance

The review of the performance is set out in Section 1(a) – Statements of Total Return and Distribution Statements and Section 1(b)(i) – Statements of Financial Position.

### 9 Review of the performance against Forecast/Prospect Statement

The Group has not disclosed any forecast to the market.

# 10 Commentary on the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

Based on advance estimates released by the Ministry of Trade and Industry ("MTI") on 4 January 2021, the Singapore economy contracted by 5.8% in 2020. In 4Q2020, Singapore's Gross Domestic Product ("GDP") contracted by 3.8% on a year-on-year basis, an improvement from the 5.6% contraction seen in 3Q2020. On a quarter-on-quarter seasonally-adjusted basis, the economy grew by 2.1%, slowing down from the 9.5% expansion in 3Q2020. The Singapore economy's full year contraction of 5.8% is slightly better than the official forecast for a contraction of between 6.0% to 6.5%.

According to MTI, similar to 3Q2020, growth was mostly bolstered by the manufacturing sector, which expanded by 9.5% in 4Q2020, leading to an overall 7.1% growth for the full year. This was supported primarily by output expansions in electronics, biomedical manufacturing and precision engineering clusters, and these outweighed output declines in the transport engineering and general manufacturing clusters.

Singapore Purchasing Managers' Index ("PMI") for December 2020 posted a marginal increase of 0.1 point from November 2020 to record an expansion at 50.5. This is the sixth consecutive month of expansion for the overall manufacturing sector. The Electronics Sector PMI posted a marginal increase of 0.1 point from the previous month to record an expansion at 51.2. This is the fifth month of expansion for the electronics sector, and is the highest reading since September 2018 when the reading was 51.4.

Despite the better-than-expected contraction of the Singapore economy, driven primarily by the manufacturing sector, most economists are projecting a long and uneven recovery which will hinge on the effectiveness of the vaccine rollout. Business sentiment remains downbeat, according to official surveys, while external final demand from the US and Europe could face downside risks from new waves of COVID-19 infection.

According to JTC's market report for 3Q2020, the occupancy rate of the overall industrial property market rose slightly by 0.2% on a quarter-on-quarter basis and 0.3% on a year-on-year basis. The increase was driven by surge in demand for storage amid a delay in new completions. In 3Q2020, only 24,000 sqm of new industrial spaces were completed, the lowest quarterly completion with the significant reduction from the average quarterly completion of around 270,000 sqm in the past 3 years. Price index of industrial space fell by 2.2% from the previous quarter and 3.9% as compared to a year ago. The rental index fell 0.9% from the previous quarter and fell by 1.6% as compared to a year ago. The drop in the price and rental indices are larger as compared to the previous quarter. As at September 2020, approximately 0.6 million sqm of new industrial space is expected to come on-stream in 4Q2020. This is a sharp reduction from the originally expected to be completed new industrial space of 1.3 million sqm reported in 2Q2020. New industrial spaces of 0.7 million sqm have been delayed to 2021 and 2022 due to the impact of COVID-19 measures on the construction sector activities. We can expect further delays in completion in some building projects as building owners and contractors need to adjust to BCA's Safe Restart requirements.

During 4Q2020, the Manager secured new leases and renewed existing leases totalling approximately 1.1 million sqft across the various sub-sectors, bringing the total to approximately 3.9 million sqft of space secured in FY2020, of which new leases accounted for approximately 42.5% or 1.6 million sqft. Amid the continued economic and business uncertainty outlook, many firms are shelving their expansion or relocation plans, preferring to renew their existing leases and/or consolidating their space needs. While the government stockpiling has eased off, leasing demand was stable for logistics and warehousing, supported by e-commerce, food logistics and third-party logistics players and the pharmaceutical, advanced manufacturing and precision engineering clusters continue to support the high-specs segment.

Overall, with the continued business uncertainties and the projected supply in 2021 and 2022, the Manager expects the industrial market rents and prices to remain soft in the coming quarters as global demand conditions and growth recovery are very much dependent on the COVID-19 situation and vaccination progress, both domestically and globally. The Manager will continue to focus on organic growth initiatives by rejuvenating its portfolio to position our assets to stay relevant to industrialists' space needs and implementing operational cost-saving measures.

### 11 Distributions

### (a) Current financial period

Any distributions declared for the current financial period:	Yes
Name of distribution:	61st distribution for the period from 1 October 2020 to 31 December 2020
Distribution Type:	Taxable income
Distribution Rate:	0.840 cents per unit
Par value of units:	Not meaningful
Tax Rate:	<u>Taxable income distribution</u> The distribution is made out of ESR-REIT's taxable income. Unitholders receiving distributions will be subject to Singapore income tax on the distributions received except for individuals where the distribution is exempt from tax (unless they hold their units through partnership or as trading assets).
Books closure date:	28 January 2021
Date payable:	19 March 2021

The Manager has determined that the DRP <u>will apply</u> to the distribution for the period from 1 October 2020 to 31 December 2020.

### (b) Corresponding period of the immediately preceding year

Any distributions declared for the previous corresponding financial period:	Yes
Name of distribution:	57th distribution for the period from 14 October 2019 to 31 December 2019
	(Note: An advanced distribution for the period from 1 October 2019 to 13 October 2019 of 0.145 cents per unit was paid on 8 November 2019)
Distribution Type:	Taxable income/Other gains
Distribution Rate:	0.855 cents per unit comprising: (a) Taxable income 0.719 cents per unit (b) Other gains 0.136 cents per unit
Par value of units:	Not meaningful
Tax Rate:	<u>Taxable income distribution</u> The distribution is made out of ESR-REIT's taxable income. Unitholders receiving distributions will be subject to Singapore income tax on the distributions received except for individuals where the distribution is exempt from tax (unless they hold their units through partnership or as trading assets). <u>Other gains distribution</u>
	The distribution from other gains is not a taxable distribution

The distribution from other gains is not a taxable distribution to the Unitholders.

### 12 If no distribution has been declared/recommended, a statement to that effect

Not applicable.

13 If the Group has obtained a general mandate from unitholders for IPTs, the aggregate value of each transaction as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Group has not obtained any IPT general mandate from the Unitholders.

### 14 CONFIRMATION PURSUANT TO RULE 720(1) OF THE LISTING MANUAL

The Manager confirms that it has procured undertakings from all Directors and Executive Officers (in the format set out in Appendix 7.7) pursuant to Rule 720(1) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

### 15 Use of Proceeds raised from Offerings pursuant to Chapter 8 of the Listing Manual

Gross proceeds of S\$150.0 million raised pursuant to the private placement of 194,174,000 new units completed on 26 June 2019 and the pro rata and non-renounceable preferential offering of 98,117,183 new units completed on 14 October 2019 (together, the "Equity Fund Raising") has been used in the following manner:

Intended Use of Proceeds	Amount Allocated (S\$ million)	Aggregate Amount Utilised to Date (S\$ million)	Balance Proceeds Pending Utilisation (S\$ million)
To fully finance the total acquisition costs for 48 Pandan Road	44.4	44.4	-
To fully finance the proposed asset enhancements at 7000 Ang Mo Kio Avenue 5 and UE BizHub East	45.7	4.5	41.2
To repay existing indebtedness	56.8	56.8	-
To pay for the transaction related expenses including the underwriting and selling commission and expenses related to the Equity Fund Raising	3.1	3.1	-
Total	150.0	108.8	41.2

The use of proceeds from the Equity Fund Raising set out above is in accordance with the stated use and in accordance with the percentage of the gross proceeds of the Equity Fund Raising allocated to such use as set out in the announcement dated 17 June 2019 titled "Launch of Equity Fund Raising to Raise Gross Proceeds of Up To Approximately S\$150.0 Million".

### ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

16 Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited financial statements, with comparative information for the immediately preceding year.

No business segment information has been presented as all the properties are used predominantly for industrial purposes and are located in Singapore.

17 In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.

Not applicable.

### 18 Breakdown of revenue

	FY2020 S\$'000	FY2019 S\$'000	Fav/ (Unfav) %
(a) Gross revenue reported for first half year	113,754	128,584	(11.5)
(b) Total (loss)/return after tax before distribution for first half year	(25,556)	54,481	(146.9)
(c) Gross revenue reported for second half year	116,170	124,460	(6.7)
(d) Total return/(loss) after tax before distribution for second half year	38,288	(44,558)	185.9

### 19 Breakdown of the total distributions for the financial year ended 31 December 2020

	FY2020	FY2019
	S\$'000	S\$'000
01-07-2020 to 30-09-2020	28,274	-
01-04-2020 to 30-06-2020	23,375	-
01-01-2020 to 31-03-2020	17,530	-
14-10-2019 to 31-12-2019	29,817	-
01-07-2019 to 13-10-2019	-	38,739
01-04-2019 to 30-06-2019	-	32,094
01-01-2019 to 31-03-2019	-	31,960
16-10-2018 to 31-12-2018	-	26,661
Total distributions to Unitholders	98,996	129,454

### 20 Confirmation pursuant to Rule 704(13) of the Listing Manual

Pursuant to Rule 704(13) of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Board of Directors of ESR Funds Management (S) Limited (the "Company"), as manager of ESR-REIT, confirms that there are no persons occupying managerial positions in the Company or any of its principal subsidiaries who are relatives of a Director or the Chief Executive Officer or substantial Unitholders of ESR-REIT.

### 21 Interested Person Transactions ("IPTs")

Name of Entity	20	)20	2	2019		
	Aggregate	Aggregate	Aggregate	Aggregate		
	value of all	value of all	value of all	value of all		
	IPTs during	IPTs under	IPTs during	IPTs under the		
	the financial	the IPT	the financial	IPT mandate		
	year under	mandate or	year under	or		
	review	shareholders'	review	shareholders'		
	Note (a)	mandate for	Note (a)	mandate for		
		IPTs under		IPTs under		
		Rule 920		Rule 920		
		during the		during the		
		financial year		financial year		
		under review		under review		
		- 41	- 44	- 41		
	S\$'000	S\$'000	S\$'000	S\$'000		
ESR Funds Management (S) Limited						
(the "Manager")						
Management fees paid and payable						
-in cash	9,358	-	8,435	-		
-in units	5,281	-	6,491	-		
Acquisition fees paid in relation to the						
acquisition of investment properties						
-in cash	_	_	1,103	_		
			1,105			
Divestment fees paid in relation to the						
divestment of investment properties						
-in cash	-	-	29	-		

### 21 Interested Person Transactions ("IPTs") (continued)

Name of Entity	20	)20	2	019
	Aggregate Aggregate		Aggregate	Aggregate
	value of all	value of all	value of all	value of all
	IPTs during	IPTs under	IPTs during	IPTs under the
	the financial	the IPT	the financial	IPT mandate
	year under	mandate or	year under	or
	review	shareholders'	review	shareholders'
	Note (a)	mandate for	Note (a)	mandate for
		IPTs under		IPTs under
		Rule 920		Rule 920
		during the		during the
		financial year		financial year
		under review		under review
	S\$'000	S\$'000	S\$'000	S\$'000
ESR Property Management (S) Pte Ltd (Subsidiary of immediate holding company of the Manager)				
Property manager's fees paid and payable				
-in cash	4,660	-	5,044	-
-in units	2,051	-	2,360	-
Lease marketing services commissions paid and payable	4,951	-	2,556	-
Project management fees paid and payable	158	-	58	-
Site staff cost recovery	817	-	725	-
RBC Investor Services Trust Singapore Limited (the "Trustee")				
Trustee fees paid and payable	355	-	574	-
Perpetual (Asia) Limited (the "Sub-trust Trustee")				
Trustee fees paid and payable	188	-	190	-

### Note:

(a) Except as disclosed, these IPTs exclude transactions of less than S\$100,000 each.

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. 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 occupancy or property rental income, changes in operating expenses, governmental and public policy changes and the continued availability of financing in amounts and on terms necessary to support ESR-REIT's future business. You are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view of future events.

Any discrepancies in the tables included in this announcement between the listed amounts and total thereof are due to rounding.

### BY ORDER OF THE BOARD

**ESR Funds Management (S) Limited** As Manager of ESR-REIT (Company Registration No. 200512804G, Capital Markets Services Licence No. 100132)

Adrian Chui Chief Executive Officer and Executive Director 20 January 2021

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