

**MANDATORY CONDITIONAL CASH OFFER**



and



for and on behalf of

**AELIOS PTE. LTD.**  
(Company Registration No.: 202433087E)  
(Incorporated in the Republic of Singapore)

to acquire all the issued and outstanding units in

**SUNTEC REAL ESTATE INVESTMENT TRUST**  
(a real estate investment trust constituted on 1 November 2004  
under the laws of the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired  
by the Offeror and its Concert Parties

Any enquiries relating to this Notification or the Offer should be  
directed during office hours to the following:

**United Overseas Bank Limited**  
Tel: +65 6539 7066

**DBS Bank Ltd.**  
Tel: +65 6878 6347

23 December 2024

To: The Unitholders of Suntec Real Estate Investment Trust

**Dear Unitholder,**

**NOTIFICATION OF ELECTRONIC DISSEMINATION OF OFFER DOCUMENT AND RELATED DOCUMENTS (THE “NOTIFICATION”)**

Unless otherwise defined herein, capitalised terms used in this Notification shall have the same meanings as defined in the Offer Document (as defined herein).

**1. Introduction**

United Overseas Bank Limited (“**UOB**”) and DBS Bank Ltd. (“**DBS**”, and together with UOB, the “**Joint Financial Advisers**”) refers to:

- (a) the offer announcement dated 5 December 2024 (the “**Offer Announcement**”) in relation to the mandatory conditional cash offer (the “**Offer**”) by the Joint Financial Advisers, for and on behalf of Aelios Pte. Ltd. (the “**Offeror**”), for all the issued and outstanding units (the “**Units**”) in the capital of Suntec Real Estate Investment Trust (“**Suntec REIT**”), other than those already owned, controlled or agreed to be acquired by the Offeror and its Concert Parties (being Mr. Tang Yigang @ Gordon Tang, Ms. Chen Huaidan, Ms. Yang Chanzhen @ Janet Yeo, Mr. Tang Jialin, Ms. Tang Jialei, and Mr. Tang Jiaze);
- (b) the formal offer document dated 23 December 2024 (the “**Offer Document**”) issued by the Joint Financial Advisers, for and on behalf of the Offeror, in relation to the Offer; and
- (c) the announcement dated 23 December 2024 in relation to the electronic dissemination of the Offer Document and related documents.

**2. Electronic dissemination of Offer Document and related documents**

The Joint Financial Advisers have today issued the Offer Document and its related documents for and on behalf of the Offeror. Pursuant to the Securities Industry Council’s Public Statement on the Further Extension of the Temporary Measure to Allow for Electronic Despatch of Take-over Documents under The Singapore Code on Take-overs and Mergers issued on 29 June 2021, the Offeror has opted to electronically disseminate the Offer Document. **Accordingly, please note that no printed copies of the Offer Document will be despatched to Unitholders. However, a printed copy of the relevant Acceptance Form(s) (as defined below) for acceptance of the Offer is enclosed with this Notification, as stated in paragraph 5 below.**

**3. Access, view and download the Offer Document and its related documents from the SGX-ST’s website**

To access the electronic version of the Offer Document and its related documents on the SGX-ST’s website:

You may access the website of the SGX-ST at <https://www.sgx.com>:

- (a) select the section “**Securities**”, select “**Company Information**” and then “**Company Announcements**” from the drop-down menu list; and

- (b) type in: “**Suntec Real Estate Inv Trust**” in the box titled “**Filter by Company/Security Name**”. Suntec Real Estate Inv Trust will appear as a drop-down item below the filter box.

**Please select the announcement dated 23 December 2024 titled “Mandatory Conditional Cash Offer – Electronic Dissemination of Offer Document”. The Offer Document and its related documents can be accessed by clicking on the link under the section titled “Attachments” at the bottom of the announcement.**

**4. Access, view and download the Offer Document and its related documents from Suntec REIT’s website**

You may access the electronic version of the Offer Document and its related documents on Suntec REIT’s website at <https://suntecreit.listedcompany.com/newsroom.html>, where the Offer Document and its related documents can be accessed by clicking on the respective download links on the webpage.

**5. Acceptance Forms enclosed with this Notification**

This Notification should also be accompanied by:

- (a) the Form of Acceptance and Authorisation for Offer Units (“**FAA**”) for Depositors who wish to accept the Offer in respect of all or part of the Offer Units standing to the credit of the “Free Balance” of their Securities Account; or
- (b) the Form of Acceptance and Transfer for Offer Units (“**FAT**” and together with the FAA, the “**Acceptance Forms**”) for Unitholders who wish to accept the Offer in respect of all or part of their Offer Units which are not deposited with The Central Depository (Pte) Limited (“**CDP**”); and
- (c) a pre-addressed envelope.

If you are a Unitholder and do not receive the relevant Acceptance Form, please contact CDP (if you hold Offer Units deposited with CDP) or Boardroom Corporate & Advisory Services Pte. Ltd. (if you hold Offer Units in the form of confirmation note(s)), as the case may be, immediately at the email address, address and/or telephone number set out below, during normal business hours:

**The Central Depository  
(Pte) Limited**  
Tel: +65 6535 7511  
Email: [asksgx@sgx.com](mailto:asksgx@sgx.com)

**Boardroom Corporate & Advisory  
Services Pte. Ltd.**  
1 Harbourfront Avenue  
#14-07 Keppel Bay Tower  
Singapore 098632

Electronic copies of the Acceptance Forms may also be obtained on the website of the SGX-ST or Suntec REIT by following the instructions on locating the Offer Document and its related documents set out in paragraphs 3 and 4 of this Notification.

**6. Procedures for Acceptance**

If you wish to accept the Offer in respect of all or part of your Offer Units:

- (a) if you hold Offer Units deposited with CDP, please ensure that you complete and return the FAA:
  - (i) **by post**, in the enclosed pre-addressed envelope at your own risk, to Aelios Pte. Ltd. c/o The Central Depository (Pte) Limited, Robinson Road Post Office, P.O. Box 1984, Singapore 903934; or

- (ii) **in electronic form**, via SGX-ST's Investor Portal at investors.sgx.com (in respect of individual and joint-alt account holders only). Depositors who are corporations or joint-and account holders **cannot** submit their FAA in electronic form and should sign the enclosed FAA per its/their signing mandate and where appropriate, affix its common seal to the FAA in accordance with its constitution or relevant constitutive documents.

You may also access the SGX-ST's Investor Portal by scanning the following QR code:



- (b) if you hold Offer Units in the form of confirmation note(s), please ensure that you complete and return the completed and signed FAT in its entirety, the confirmation note(s), other document(s) of title and/or other relevant document(s) required by the Offeror and/or the Registrar relating to the Offer Units in respect of which you accept the Offer:
- (i) **by hand**, to Aelios Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
- (ii) **by post**, at your own risk, to Aelios Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632,

**in each case so as to arrive not later than 5.30 p.m. (Singapore time) on 20 January 2025 or such later date(s) as may be announced from time to time by or on behalf of the Offeror (the "Closing Date").**

If the completed FAA is to be delivered by post to the Offeror, please use the pre-addressed envelope which is enclosed with the FAA which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore.

The procedures for acceptance of the Offer are set out in further detail in Appendix 2 to the Offer Document and in the relevant Acceptance Form.

CPFIS Investors and SRS Investors will receive further information on how to accept the Offer from their respective CPF Agent Banks or SRS Agent Banks directly.

## **7. General**

The views of the directors of ESR Trust Management (Suntec) Limited (the "**REIT Manager**") who are considered independent for the purposes of the Offer ("**Independent Directors**") and the independent financial adviser to the Independent Directors on the Offer will be made available to Unitholders in due course. The Independent Directors are required under the Code to advise Unitholders of their views of the Offer within 14 days after the dissemination of the Offer Document. Unitholders may wish to consider their advice before taking any action in relation to the Offer.

If you are in doubt as to the action you should take, you should immediately seek your own advice from your relevant financial, legal, tax adviser or other independent professional adviser.

## **8. Responsibility Statement**

The directors of the Offeror (including those who may have delegated detailed supervision of this Notification) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notification are fair and accurate and that no material facts have been omitted from this Notification, the omission of which would make any statement in this Notification misleading. The directors of the Offeror jointly and severally accept full responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including without limitation, in relation to the REIT Manager, Suntec REIT and its subsidiaries), the sole responsibility of the directors of the Offeror have been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Notification.

Issued by  
**United Overseas Bank Limited and DBS Bank Ltd.**

For and on behalf of  
**Aelios Pte. Ltd.**  
23 December 2024

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