



AMP CAPITAL 

**AIMS AMP CAPITAL INDUSTRIAL REIT
MANAGEMENT LIMITED**

As Manager of AIMS AMP Capital Industrial REIT
One George Street, #23-03
Singapore 049145

AIMS AMP CAPITAL INDUSTRIAL REIT

(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 5 December 2006 (as amended))

ANNOUNCEMENT

DISCLOSURE PURSUANT TO RULE 704(31) OF THE LISTING MANUAL

Pursuant to Rule 704(31) of the Listing Manual of Singapore Exchange Securities Trading Limited, AIMS AMP Capital Industrial REIT Management Limited, as manager of AIMS AMP Capital Industrial REIT (“**AACI REIT**”, and the manager of AACI REIT, the “**Manager**”) wishes to announce that in connection with the acquisition of AACI REIT’s 49.0% interest in Optus Centre, AMP Capital AA REIT Investments (Australia) Pty Limited in its capacity as trustee of AA REIT Macquarie Park Investment Trust (an indirect wholly-owned subsidiary of AACI REIT) (the “**Borrower**”) has today entered into a A\$110,655,000 syndicated facility agreement with Australia and New Zealand Banking Group Limited and Commonwealth Bank of Australia (the “**Syndicated Facility Agreement**”).

Pursuant to Rule 704(31) of the Listing Manual, the Manager wishes to announce that the Syndicated Facility Agreement contains conditions which make reference to the shareholding interest of its controlling shareholder or places restrictions on a change of control of the Manager. A description of the relevant conditions and the aggregate level of the facilities that may be affected by a breach of such conditions are set out in the Appendix to this announcement.

As at the date of this Announcement, there has not been any breach of the conditions.

BY ORDER OF THE BOARD

AIMS AMP Capital Industrial REIT Management Limited
(Company Registration No. 200615904N)
(as Manager of AIMS AMP Capital Industrial REIT)

Koh Wee Lih
Chief Executive Officer

7 February 2014

I.	Relevant Condition
	<p>Under the terms of the Syndicated Facility Agreement, the financiers under the Syndicated Facility Agreement (the “Financiers”) may require the Borrower to repay all amounts due under the Syndicated Facility Agreement in the event (a) any of the following (collectively, the “Review Events”, and each, a “Review Event”) occurs and (b) the Borrower and the facility agent (“Agent”) (acting on the instructions of the Majority Financiers (as defined in the Syndicated Facility Agreement) or, if there are only two Financiers at that time, all Financiers) fail to agree on the appropriate amendments to the Transaction Documents (as defined in the Syndicated Facility Agreement) within 30 days of the Borrower’s receipt of notice from the Agent that the Review Event is unacceptable:</p> <p>(i) a person or single/related entity other than AIMS Financial Holding Limited (“AIMS”) or a wholly owned subsidiary of AMP Capital Holdings Limited (“AMP”) acquires or holds more than 50% of AACI REIT;</p> <p>(ii) without the prior written consent of all the Financiers (acting reasonably), AIMS AMP Capital Industrial REIT Management Limited (Company Registration Number 200615904N) ceases to be the manager of AACI REIT or there is any other change of the Manager; or</p> <p>(iii) without the prior written consent of all the Financiers, either AIMS (or any of its wholly-owned subsidiaries) or AMP (or any of its wholly-owned subsidiaries), independently, cease to have effective control over any of the following in respect of the Manager, either directly or indirectly:</p> <ul style="list-style-type: none"> • 50% or more of the votes eligible to be cast in the election of directors or a similar matter; or • the right to appoint or remove directors (or member of the governing body having similar functions to the board of directors) representing 50% or more of the votes exercisable by the directors (or other persons having similar functions).
II.	Aggregate level of facilities that may be affected by a breach of Relevant Condition
	<p>None of the Review Events has occurred. Assuming that the full amounts of the facilities of AACI REIT and its subsidiaries under the Syndicated Facility Agreement and other loan facilities are fully drawn and based on S\$130.0 million notes issued to-date (out of the S\$500.0 million Medium Term Note Programme established on 25 July 2012) (collectively, the “Facilities”) and a Review Event occurs and there is a breach of the Relevant Condition, these may trigger cross defaults of the Facilities and the aggregate level of facilities that may be affected is estimated to be approximately S\$622.9 million¹ (excluding interest) as of 7 February 2014.</p> <p>As at 7 February 2014, the aggregate amount that has been drawn down or issued (as the case may be) under the Facilities is S\$516.4 million¹.</p>
III.	Additional Information
	<p>As of 7 February 2014, AIMS and AMP each holds a 50.0% stake in the Manager, either directly or indirectly. In addition, as at 7 February 2014, AIMS and AMP hold in aggregate directly or indirectly 11.1% of the total number of Units in issue.</p>

¹ Based on the exchange rate of A\$1 = S\$1.1106.

Important Notice

The value of Units and the income derived from them may fall as well as rise. The Units are not obligations of, deposits in, or guaranteed by, the Manager, or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that unitholders of AACI REIT may only deal in their Units through trading on the SGX-ST. Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

This document is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Units. The past performance of AACI REIT is not necessarily indicative of the future performance of AACI REIT.

This document 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.

About AIMS AMP Capital Industrial REIT

Managed by AIMS AMP Capital Industrial REIT Management Limited, AACI REIT was established with the principal investment objective of owning and investing in a diversified portfolio of income-producing industrial real estate assets in Singapore and Asia. The principal sponsors of AACI REIT are the AIMS Financial Group and AMP Capital Investors International Holdings Limited, part of the AMP Group, one of Australia's largest retail and corporate pension providers and one of the region's most significant investment managers. AACI REIT consists of 25 industrial properties located throughout Singapore with an appraised total value of S\$1.09 billion based on valuations obtained as at 30 September 2013.

About AIMS Financial Group ("AIMS")

Established in 1991, AIMS Financial Group (AIMS) is a diversified financial services and investment group with a solid track record and enviable reputation in the mortgage lending, fund management and securitisation markets in Australia, active in the areas of lending, securitisation, investment banking, funds management, property investment and high-tech investment. AIMS also 100% owns Asia Pacific Stock Exchange (APX).

Since 1999, AIMS has raised approximately A\$4.0 billion in funds from the capital markets. Of this, AIMS has issued approximately A\$3.0 billion residential mortgage-backed securities, with most of them rated AAA by both Standard & Poors and Fitch Ratings, and has originated over A\$5.0 billion of high quality prime home loans since 1997.

AIMS has actively introduced a number of international investors into the Australian markets and to date has also attracted over A\$1.0 billion of investments into Australia from overseas investors.

AIMS is also the investment manager for AIMS' funds, which amount to approximately A\$1.5 billion fund as at 31 December 2012.

AIMS' head office is in Sydney, Australia, and it has businesses across Australia, China, Hong Kong and Singapore. Our highly qualified, professional and experienced cross-cultural teams enable AIMS to bridge the gap between Australia and China across various sectors.

About AMP Capital

AMP Capital is one of Asia Pacific's largest investment managers with over A\$131 billion in funds under management (as at 30 June 2013). Ranked a Top 5 real estate investment manager in Asia by ANREV 2013, AMP Capital has over A\$21 billion in global direct and listed real estate funds under management (as at 30 June 2013), and over 50 years of investment experience.

AMP Capital's team of specialists operate across direct and listed real estate and infrastructure, fixed income, equities and diversified funds. AMP Capital is proud to support the AIMS AMP Capital Industrial REIT with specialist expertise across industrial development, industrial asset management and debt management. The

team also has access to AMP Capital's structuring and operating professionals with legal, tax, fund accounting and investor relations capabilities.

AMP Capital has established operations in Australia, Bahrain, China, Hong Kong, India, Japan, Luxembourg, New Zealand, Singapore, the United Kingdom and the United States. AMP Capital's ongoing commitment to the Asian region is exemplified through their strategic partnerships in the region. In 2011 AMP Capital entered a strategic business and capital alliance with Mitsubishi UFJ Trust and Banking Corporation (MUTB), a leading Japanese trust bank which provides services to institutions and retail clients, across retail and corporate banking, trust assets, real estate and global markets. In September 2013 AMP Capital formed a joint venture with China Life Insurance (Group) Company to create China Life AMP Asset Management Company Limited, which will offer retail and institutional investors in China access to investment solutions.

AMP Capital's on the ground resources and extensive network of carefully selected regional investment partners means AMP Capital can source competitive investment opportunities catering to the varied needs of its clients.