



**Tax ruling in relation to the USD100,000,000 8.25% Perpetual Resettable
Step-up Subordinated Securities (the “Securities”) under the
USD2,000,000,000 Multicurrency Debt Issuance Programme (the
“Programme”)**

ESR Cayman Limited (the “Issuer”) refers to the issue of the Securities on 7 June 2017 under the Programme. The Company wishes to announce that a tax ruling has been obtained from the Inland Revenue Authority of Singapore (“IRAS”) to confirm the classification of the Securities for Singapore income tax purposes and the Singapore tax treatment of the payment of the Distributions.

Based on the tax ruling received from the IRAS:

- a. the Securities will be regarded as “debt securities” for the purpose of Section 43N(4) of the Income Tax Act (Chapter 134) of Singapore (the “ITA”) and Regulation 2 of the Income Tax (Qualifying Debt Securities) Regulations (“QDS Regulations”);
- b. Accordingly, the Distributions due and payable on the Securities (including Arrears of Distributions and any Additional Distribution Amounts) will be regarded as interest payable on indebtedness; and
- c. Subject to satisfying the governing conditions under the QDS Regulations, Section 43N, Section 13(2) and Section 13(16) of the ITA for qualifying debt securities (“QDS”), the Securities will be regarded as QDS and the holders of the Securities will be entitled to the tax concessions and exemptions under Section 43N and Section 13(1)(a) of the ITA respectively.

The tax rulings obtained from the IRAS are based on facts presented to the IRAS and on the IRAS’ current interpretation and application of the existing tax laws.

Holders are advised to consult their own tax advisers on the tax consequences that may be applicable to them, in Singapore or in their own tax jurisdiction.

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