



(Constituted in the Republic of Singapore pursuant to a trust deed dated 8 August 2007 (as amended))

## ANNOUNCEMENT

### ELECTION TO NOT PAY DISTRIBUTIONS ON THE S\$120,000,000 6.60 PER CENT. PERPETUAL SECURITIES ISSUED ON 19 JUNE 2017

LMIRT Management Ltd. (the “**Manager**”) refers to the optional payment notice released today. Terms used and not defined in this announcement are used with the same meanings ascribed thereto in the optional payment notice.

As disclosed in Lippo Malls Indonesia Retail Trust’s (“**LMIR Trust**”) 3Q 2020 Financial Results Announcement dated 2 November 2020, under the US\$250.0 million 7.25% Guaranteed Senior Notes (the “**US\$ Notes**”) issued by its wholly owned subsidiary LMIRT Capital Pte. Ltd. in June 2019 and due in 2024, LMIR Trust is restricted to make any distributions (in the form of distributions on perpetual securities or dividends) unless (i) its aggregate leverage is below the MAS gearing limit as prescribed under the Property Funds Appendix (currently 50%) and (ii) the aggregate of distributable income less any distributions made to holders of Perpetual Securities and Unitholders since the issuance of the US\$ Notes, is greater than zero. If such aggregate number is zero, LMIR Trust is only permitted to make distributions of up to US\$5.0 million for the remaining life of the US\$ Notes. Any further distributions, beyond this US\$5.0 million limit, to either holders of Perpetual Securities or Unitholders is subject to (i) US\$ Noteholders' consent or (ii) new equity injection. As at 30 September 2020, LMIR Trust's aggregate distributable income less any distributions made to holders of perpetual securities and Unitholders since Note issuance is zero, and the US\$5.0 million limit has been fully utilized, being S\$4.9 million of distributions on perpetual securities distributed in September 2020 and S\$2.0 million in dividends declared to Unitholders for 3Q 2020.

As set out in the optional payment notice, notice has been given to the holders of the S\$120,000,000 6.60 per cent. Perpetual Securities (the “**Perpetual Securities**”) that Perpetual (Asia) Limited (in its capacity as trustee of Lippo Malls Indonesia Retail Trust) (the “**Issuer**”) has elected not to pay the Distribution that was scheduled to be paid on 19 December 2020 (the “**December 2020 Distribution**”). Accordingly, the Issuer has no obligation to pay the December 2020 Distribution and the unpaid December 2020 Distribution is non-cumulative and does not accrue distribution.

As a result of the exercise of this discretion, the dividend stopper provisions under the Perpetual Securities are applicable. Under Condition 4(j)(iv), the Issuer shall not:

- (A) declare or pay any dividends, distributions or make any other payment on, and will procure that no dividend, distribution or other payment is made on the Units or (except on a pro rata basis) the S\$140,000,000 7.00 per cent. Perpetual Securities issued on 27 September 2016 (ISIN No. SG74H8000008) (the “**2016 Perpetual Securities**”); or
- (B) redeem, reduce, cancel, buy-back or acquire for any consideration any of the Units or (except on a pro rata basis) any of the 2016 Perpetual Securities,

unless and until a redemption of all the outstanding Perpetual Securities has occurred, the next scheduled Distribution has been paid in full, or an Optional Distribution equal to the amount of a Distribution payable with respect to the most recent Distribution Period that was unpaid in full or in

part, has been paid in full; or the Issuer is permitted to do so by an Extraordinary Resolution of the Perpetual Securityholders.

As set out in the optional payment notice, at present, the Issuer intends to make an Optional Distribution in respect of the full sum of the December 2020 Distribution after the completion of a rights issue by LMIR Trust. If that were to happen, the Issuer will give notice to the holders of the Perpetual Securities in accordance with the terms of the Perpetual Securities and the dividend stopper provisions would cease to be applicable.

LMIRT MANAGEMENT LTD.

(As manager of Lippo Malls Indonesia Retail Trust)

(UEN/Company registration number: 200707703M)

Liew Chee Seng James  
Executive Director and Chief Executive Officer  
14 December 2020

## **IMPORTANT NOTICE**

This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for Units.

The value of Units and the income derived from them, if any, may fall or rise. 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. The past performance of LMIR Trust is not necessarily indicative of the future performance of LMIR Trust.

Investors have no right to request the Manager to redeem or purchase their Units for so long as the Units are listed on the SGX-ST. It is intended that holders of Units may only deal in their Units through trading on the SGX-ST. The listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

This announcement 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. 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.