GENERAL ANNOUNCEMENT::NOTICE OF BOOKS CLOSURE AND DISTRIBUTION PAYMENT DATE

Issuer & Securities

Issuer/ Manager

SPH REIT MANAGEMENT PTE. LTD.

Securities

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Notice of Books Closure and Distribution Payment Date

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Submitted By (Co./ Ind. Name)

Tay Zheng Yu

Designation

Company Secretary

Description (Please provide a detailed description of the event in the box below)

Please see attached announcement.

Attachments

Notice of BCD Announcement_Final 4 Feb 22.pdf

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SPH REIT MANAGEMENT PTE. LTD.
(Registration No: 201305497E)
(Incorporated in the Republic of Singapore)

NOTICE OF BOOKS CLOSURE AND DISTRIBUTION PAYMENT DATE

INTRODUCTION

The board of directors (the "**Board**") of SPH REIT Management Pte. Ltd., as manager of SPH REIT (the "**Manager**"), refers to:

(i) the update announcement dated 7 January 2022 in respect of SPH REIT's distribution payment for the first quarter financial period from 1 September 2021 to 30 November 2021 (the "**1Q FY2022 Distribution**", and the announcement, the "**Update Announcement**"); and

(ii) the announcement dated 4 February 2022 in respect of the appointment by the Manager of the independent financial adviser ("**IFA**") to advise the directors of the Manager who are considered independent for the purposes of the possible chain offer for SPH REIT (the "**Appointment of IFA Announcement**").

Further to the Update Announcement and the Appointment of IFA Announcement, the Board wishes to inform Unitholders (as defined below) that the IFA and auditor of SPH REIT are undertaking their review of SPH REIT's 1Q FY2022 Distribution in connection with Rule 25 of the Singapore Code on Take-overs and Mergers (the "**Take-Over Code**").

NOTICE OF BOOKS CLOSURE AND DISTRIBUTION PAYMENT DATE

NOTICE IS HEREBY GIVEN THAT the Transfer Books and Register of Unitholders of SPH REIT will be closed on **14 February 2022 at 5.00 p.m.** (the "**Record Date**") for the purpose of determining the entitlements of holders of units in SPH REIT ("**Units**" and holder of Units, "**Unitholders**") to SPH REIT's distribution for the period from **1 September 2021 to 30 November 2021** ("**Distribution**").

Unitholders whose securities accounts with The Central Depository (Pte) Limited are credited with Units as at the Record Date will be entitled to the Distribution to be paid on **28 February 2022**.

The actual quantum of the distribution per Unit (including the quantum of the taxable income distribution and tax exempt income distribution components) in respect of the Distribution will

be announced by the Manager in due course prior to the Record Date, after the IFA and SPH REIT's auditor have completed their respective reports on SPH REIT's 1Q FY2022 Distribution in connection with Rule 25 of the Take-Over Code.

DECLARATION FOR SINGAPORE TAX PURPOSES

The Distribution will comprise tax-exempt income and taxable income distribution.

A. Tax-exempt income

The tax-exempt income component of the distribution is exempt from tax in the hands of all Unitholders. No tax will be deducted at source for this component.

B. Taxable income

Tax will be deducted at source from the taxable income component in certain circumstances. The following sections describe the circumstances in which tax will or will not be deducted from such distribution.

Individuals

Unitholders who are individuals and who hold Units in their sole names or jointly with other individuals are not required to submit any forms and will receive a gross Distribution, i.e. no tax will be deducted at source. The Distribution received by individuals (whether Singapore tax resident or not) is exempt from tax if it is not derived through a partnership in Singapore or from the carrying on of a trade, business or profession in Singapore. Such individual Unitholders, i.e. to whom the exemption will not apply, must declare the Distribution received as income in their tax returns.

Qualifying Unitholders (other than individuals)

A Qualifying Unitholder (excluding individuals) refers to:

(a) A company incorporated and tax resident in Singapore;
(b) A Singapore branch of a foreign company;
(c) Non-corporate entities (excluding partnerships) constituted or registered in Singapore, including a charity registered under the Charities Act (Cap. 37) or established by any written law, a town council, a statutory board, a co-operative society registered under the Co-operative Societies Act (Cap. 62) or a trade union registered under the Trade Unions Act (Cap. 333);
(d) An international organisation that is exempt from tax on such distributions by reason of an order made under the International Organisations (Immunities and Privileges) Act (Cap. 145); and
(e) A real estate investment trust exchange-traded fund ("**REIT ETF**") which has been accorded the tax transparency treatment.

Qualifying Unitholders will receive a gross Distribution, but will have to pay income tax subsequently at their own applicable tax rates unless they are exempt from tax because of their own circumstances. Qualifying Unitholders must complete a prescribed form to declare their Singapore tax residence status – the "Declaration for Singapore Tax Purposes Form" ("**Form A**"). They will receive Form A from the Unit Registrar of SPH REIT, Boardroom Corporate & Advisory Services Pte. Ltd., and will have to complete and return Form A to Boardroom Corporate & Advisory Services Pte. Ltd. If a Qualifying Unitholder fails to return Form A or fails to properly complete Form A, DBS Trustee Limited, as trustee of SPH REIT (the "**Trustee**"), and SPH REIT Management Pte. Ltd., as manager of SPH REIT (the "**Manager**"), will be obliged to deduct tax at the rate of 17% from the Distribution to such Qualifying Unitholder.

CPFIS / SRS Funds

Unitholders who hold Units under the Central Provident Fund Investment Scheme ("**CPFIS**") or Supplementary Retirement Scheme ("**SRS**") will receive a gross Distribution paid to their respective SPFIS or SRS accounts, which is tax-exempt. There is no need for such Unitholders to complete any forms.

Foreign (non-individual) Unitholders / Foreign Funds

Foreign non-individual investors and foreign funds (i.e. a non-resident fund that qualifies for tax exemption under Section 13CA, 13X or 13Y of the Singapore Income Tax Act) will receive their Distribution net of 10% tax. A foreign non-individual investor or a foreign fund is one who is not a resident of Singapore for income tax purposes and:-

(a) who does not have a permanent establishment in Singapore (other than a fund manager in Singapore); or
(b) who carries on any operation in Singapore through a permanent establishment in Singapore (other than a fund manager in Singapore), where the funds used to acquire the Units are not obtained from that operation.

Such Unitholders must complete Form A to declare their status in relation to these conditions. They will receive Form A from the Unit Registrar of SPH REIT, Boardroom Corporate & Advisory Services Pte. Ltd., and will have to complete and return Form A to Boardroom Corporate & Advisory Services Pte. Ltd. The Trustee and Manager will be obliged to deduct tax at the rate of 17% from the Distribution if Form A is not returned within the stipulated time limit or is not properly completed.

Nominee Unitholders

Nominees who hold their Units for the benefit of individuals and Qualifying Unitholders will receive a gross Distribution. Nominees who hold their Units for the benefit of qualifying foreign (non-individual) investors or foreign funds will receive a Distribution net of 10% tax. This is

provided the nominees furnish certain particulars of the beneficiaries to the Trustee and Manager. These particulars are to be provided together with a declaration by the nominees of the status of the beneficiaries.

Nominees will receive the "Declaration by Depository Agents for Singapore Tax Purposes Form" ("**Form B**") from the Unit Registrar of SPH REIT, Boardroom Corporate & Advisory Services Pte. Ltd., and will have to complete and return Form B to Boardroom Corporate & Advisory Services Pte. Ltd. The Trustee and Manager will be obliged to deduct tax at the rate of 17% from the Distribution if Form B is not returned within the stipulated time limit or is not properly completed.

Joint Unitholders and All Other Unitholders

Unitholders who hold their Units jointly (other than those held jointly by individuals) as well as Unitholders who do not fall within the categories described above will receive their Distribution net of 17% tax. These Unitholders do not need to return any forms.

Last Date and Time for Return of Forms

The Unit Registrar of SPH REIT, Boardroom Corporate & Advisory Services Pte, Ltd., will despatch Form A and Form B to Unitholders and nominees respectively, on or around **15 February 2022**.

Unitholders (Form A) and nominees (Form B and its annexes) will have to complete the forms legibly and send it to Boardroom Corporate & Advisory Services Pte, Ltd. such that the forms are received by **18 February 2022 at 5.00 p.m.** in order to receive a gross Distribution or a Distribution net of 10% tax, as the case may be.

DECLARATION IN INCOME TAX RETURN

The Distribution is considered as income for the year 2022:

Distribution for the period from	Income for the year	Year of Assessment
1 September 2021 to 30 November 2021	2022	2023

Beneficial owners of the Distribution, other than those who are exempt from tax on the Distribution or who are entitled to the reduced tax rate of 10%, are required to declare the gross Distribution as taxable income for the periods stated above in their Singapore income tax return for the Year of Assessment 2023.

IMPORTANT DATES AND TIMES

Date / Deadline	Event
14 February 2022 at 5.00 p.m.	Closure of the Transfer Books and Register of Unitholders of SPH REIT (Record Date)
18 February 2022 at 5.00 p.m.	Unitholders and depository agents must have completed and returned Form A or Form B, as applicable, to the Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd.
28 February 2022	Payment of Distribution

RESPONSIBILITY STATEMENT

The directors of the Manager (including those who have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement (the omission of which would render any statement in this Announcement misleading in any material aspect), and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors of the Manager has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

Issued by SPH REIT Management Pte. Ltd.
As manager of SPH REIT
4 February 2022

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.

Investors should note that they will have no right to request the Manager to redeem or purchase their Units for so long as the Units are listed on the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). It is intended that Unitholders 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.