

*This announcement is for information only and is not an offer for sale of the securities in the United States. Neither this announcement nor any copy hereof may be taken into or distributed in the United States. The New Units (as defined below) have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**Securities Act**”), and may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. Any public offering of securities to be made in the United States would be made by means of a prospectus that may be obtained from an issuer and would contain detailed information about such issuer and its management, as well as financial statements. There will be no public offering of the New Units in the United States.*



(Constituted in the Republic of Singapore pursuant to a trust deed dated 5 June 2006 (as amended))

#### **RECEIPT OF APPROVAL IN-PRINCIPLE FOR OFFERING OF NEW UNITS IN FRASERS CENTREPOINT TRUST (“FCT”)**

Further to its announcement dated 29 May 2014, the board of directors of Frasers Centrepoint Asset Management Ltd., in its capacity as manager of FCT (the “**Manager**”), wishes to announce that approval in-principle has been obtained today from Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for the listing of, dealing in and quotation on the Main Board of the SGX-ST of the 88 million new units (“**New Units**”) in FCT which are proposed to be issued pursuant to the private placement of New Units at an issue price of S\$1.835 per New Unit (the “**Private Placement**”).

The SGX-ST’s in-principle approval is subject to the following:

- (i) compliance with the SGX-ST’s listing requirements;
- (ii) independent unitholders’ approval for the Private Placement having been obtained;
- (iii) submission of a written undertaking from FCT that it will comply with Rule 704(30) and Rule 1207(20) of the Listing Manual in relation to the use of the proceeds from the Private Placement and where proceeds are to be used for working capital purposes, it will disclose a breakdown with specific details on the use of proceeds for working capital in FCT’s announcements on use of proceeds and in the annual report;
- (iv) submission of a written undertaking from FCT that it will comply with Listing Rule 803;
- (v) submission of a written undertaking from the placement agents that it will ensure that FCT will comply with Listing Rule 803;
- (vi) submission of a written confirmation from FCT that it will not issue the New Units to persons prohibited under Rule 812(1) of the Listing Manual; and

- (vii) submission of a written confirmation from the placement agents that New Units will not be placed out to persons prohibited under Rule 812(1) of the Listing Manual.

The SGX-ST's approval in-principle is not to be taken as an indication of the merits of the Private Placement, the New Units, FCT and/or its subsidiaries.

Frasers Centrepoint Asset Management Ltd.  
(Company registration no. 200601347G)  
(as Manager of Frasers Centrepoint Trust)

Anthony Cheong Fook Seng / Piya Treruanchachada  
Company Secretaries  
4 June 2014

#### **IMPORTANT NOTICE**

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, governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business.

Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view on future events.

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 have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders 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 announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Units. The past performance of FCT and the Manager is not necessarily indicative of the future performance of FCT and the Manager.