



HOSPITALITY
TRUST

OUE HOSPITALITY REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted on
10 July 2013 under the laws of
the Republic of Singapore)
managed by

OUE Hospitality REIT Management Pte. Ltd.

(Company Registration No. 201310245G)

OUE HOSPITALITY BUSINESS TRUST

(a business trust constituted on
10 July 2013 under the laws of
the Republic of Singapore)
managed by

OUE Hospitality Trust Management Pte. Ltd.

(Company Registration No. 201310246W)

AN IMPORTANT REMINDER TO OUE HOSPITALITY TRUST STAPLED SECURITYHOLDERS

Dated 16 July 2019

OVERVIEW

On 8 April 2019, the respective managers of OUE Commercial Real Estate Investment Trust ("C-REIT") and OUE Hospitality Trust ("H-Trust") jointly announced the proposed merger of C-REIT and H-Trust (the "Merger").

The Merger shall be effected through the acquisition by the C-REIT Trustee of all the issued and paid-up Stapled Securities held by the Stapled Securityholders of H-Trust in exchange for a combination of cash and C-REIT Units by way of a trust scheme of arrangement in compliance with the Singapore Code on Take-overs and Mergers.

YOUR VOTE COUNTS

Please vote in person or by proxy



Date and time of EGM	14 August 2019 at 3.00 p.m.
Date and time of Trust Scheme Meeting	14 August 2019 at 4.00 p.m. or as soon thereafter following the conclusion of the EGM to be held
Venue of EGM and Trust Scheme Meeting	Mandarin Orchard Singapore Mandarin Ballroom I, II and III 6th Floor, Main Tower, 333 Orchard Road Singapore 238867

EXTRAORDINARY GENERAL MEETING

TRUST DEEDS AMENDMENTS RESOLUTION THE PROPOSED TRUST DEEDS AMENDMENTS TO THE H-TRUST TRUST DEEDS

TRUST SCHEME MEETING

TRUST SCHEME RESOLUTION THE PROPOSED MERGER OF C-REIT AND H-TRUST BY WAY OF A TRUST SCHEME OF ARRANGEMENT

SCHEME CONSIDERATION



S\$0.04075 IN CASH
per Stapled Security; and



1.3583 new C-REIT UNITS
per Stapled Security

By way of illustration, if the Trust Scheme becomes effective in accordance with its terms, a Stapled Securityholder will receive S\$40.75 in cash and 1,358 Consideration Units for every 1,000 Stapled Securities held as at the Books Closure Date

WHO CAN YOU CALL IF YOU NEED HELP?

BofA Merrill Lynch
Telephone: +65 6678 0102

Lead Merger Coordinator and Sole Financial Adviser to
the H-Trust Managers

IF YOU ARE UNABLE TO ATTEND THE EGM AND TRUST SCHEME MEETING

Please vote by proxy

Last date and time for lodgement of Proxy Form (EGM)	12 August 2019 at 3.00 p.m.
Last date and time for lodgement of Proxy Form (Trust Scheme Meeting)	12 August 2019 at 4.00 p.m.

STEPS TO FILLING IN THE PROXY FORMS

1 Locate **both** the Proxy Form (EGM) (blue-coloured proxy form) and Proxy Form (Trust Scheme Meeting) (green-coloured proxy form)

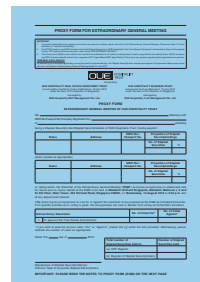
The Proxy Form (EGM) and Proxy Form (Trust Scheme Meeting) are enclosed in the Scheme Document. If Stapled Securityholders have not received a copy of the Scheme Document, they can obtain a copy from:

Boardroom Corporate & Advisory Services Pte. Ltd.
50 Raffles Place, #32-01 Singapore Land Tower,
Singapore 048623

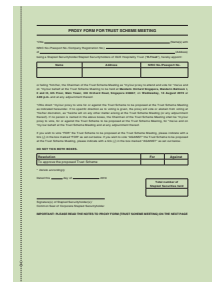
Operating hours: Monday to Friday, 8.30 a.m. to 5.30 p.m.

2 Complete **both** the Proxy Form (EGM) and Proxy Form (Trust Scheme Meeting)

Proxy Form (EGM) (Blue)



Proxy Form (Trust Scheme Meeting) (Green)



- Fill in your name and particulars on both forms.
- For each form, you may fill in the details of the appointee or leave the section blank. The Chairman of the EGM / Trust Scheme Meeting will be the appointee if the section is left blank.
- For the Proxy Form (EGM), if you wish to exercise all your votes FOR or AGAINST, tick within the box provided. Alternatively, indicate the number of votes as appropriate.
- For the Proxy Form (Trust Scheme Meeting), indicate your vote by ticking in the box labelled **FOR** or **AGAINST**. DO NOT TICK BOTH BOXES.
- If you are an individual, you or your attorney MUST SIGN and indicate the date. If you are a corporation, the Proxy Forms must be executed under your common seal or signed by a duly authorised officer or attorney.
- Indicate the number of Stapled Securities you hold.

3 Return **both** the completed Proxy Form (EGM) and Proxy Form (Trust Scheme Meeting)

Return both the completed and signed Proxy Form (EGM) and Proxy Form (Trust Scheme Meeting) in the endorsed pre-addressed envelope so that they both arrive at Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, by **NO LATER THAN 3.00 p.m. and 4.00 p.m. on 12 August 2019, Monday respectively**. The envelope is prepared for posting in Singapore only. Please affix sufficient postage if posting from outside of Singapore.

If the requisite majority is reached and the Trust Scheme is approved and becomes effective in accordance with its terms, all Stapled Securityholders are bound by the terms of the Trust Scheme regardless of whether they attended or voted at the Trust Scheme Meeting.

All capitalised terms not otherwise defined herein shall have the meanings ascribed to them in the Scheme Document dated 10 July 2019.

IMPORTANT NOTICE

The information in this reminder letter is qualified by, and should be read in conjunction with, the full information contained in the Scheme Document dated 10 July 2019. If there should be any inconsistency or conflict between this reminder letter and the Scheme Document, the terms set out in the Scheme Document shall prevail. Nothing in this reminder letter is intended to be, or shall be taken as, advice, a recommendation or a solicitation to the Stapled Securityholders or any other party.

Stapled Securityholders are advised to exercise caution when dealing in their Stapled Securities and refrain from taking any action in relation to their Stapled Securities which may be prejudicial to their interests.

RESPONSIBILITY STATEMENT

The directors of OUE Hospitality REIT Management Pte. Ltd. and OUE Hospitality Trust Management Pte. Ltd. (the "H-Trust Managers") (including those who may have delegated detailed supervision of this reminder letter) have taken all reasonable care to ensure that the facts stated and opinions expressed in this reminder letter are fair and accurate and that there are no other material facts not contained in this reminder letter, the omission of which would make any statement in this reminder letter misleading. The directors of the H-Trust Managers jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from C-REIT and/or OUE Commercial REIT Management Pte. Ltd., the sole responsibility of the directors of the H-Trust Managers has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this reminder letter.