



(a business trust constituted on 29 July 2011 and registered on 25 September 2012  
under the laws of the Republic of Singapore)  
managed by

**RHT Health Trust Manager Pte. Ltd.**

**COMMENCEMENT OF CONSENT SOLICITATION EXERCISE BY RHT HEALTH TRUST MANAGER PTE. LTD. (IN ITS CAPACITY AS TRUSTEE-MANAGER OF RHT HEALTH TRUST) (THE "COMPANY") IN CONNECTION WITH THE S\$120,000,000 4.50 PER CENT. NOTES DUE 2019 (ISIN: SG6YE8000009) COMPRISED IN SERIES 001 (THE "NOTES") ISSUED BY THE COMPANY PURSUANT TO ITS S\$500,000,000 MULTICURRENCY MEDIUM TERM NOTE PROGRAMME ESTABLISHED ON 5 DECEMBER 2014 (THE "PROGRAMME")**

Reference is made to:

- (a) the Programme;
- (b) the Notes;
- (c) the trust deed dated 5 December 2014 made between (1) the Company, as issuer and (2) DB International Trust (Singapore) Limited, as trustee, as supplemented by the supplemental trust deed dated 22 August 2017 and as further supplemented by the second supplemental trust deed dated 3 May 2018 made between the same parties, and as further amended, varied or supplemented from time to time, relating to the Programme and constituting the Series 001 Notes (the "**Trust Deed**"); and
- (d) the announcements released by the Company on 15 November 2017, 15 January 2018, 1 February 2018, 13 February 2018, 24 May 2018, 24 August 2018, 29 August 2018 and 31 December 2018 in relation to the Disposal.

Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meanings as set out in the consent solicitation statement dated 4 January 2019 (the "**Consent Solicitation Statement**") issued by the Company.

The Company wishes to announce that it has today commenced a consent solicitation process to seek the approval of the holders (the "**Noteholders**") of the Series 001 Notes (the "**Consent Solicitation**"), by way of an extraordinary resolution, to *inter alia* (i) extend the maturity date of the Notes for six months whereby the Notes then outstanding shall be redeemed by the Company on 22 July 2019 at 100.45 per cent. of the principal amount of such Notes, together with interest accrued, but unpaid, thereon, (ii) waive the occurrence of any Event(s) of Default (as defined in the Conditions) or (as the case may be) Potential Event(s) of Default (as defined in the Trust Deed) pursuant to Conditions 9(a) and/or 9(b) which may or will occur as a result of (1) breach by the Company of certain obligations under the Agency Agreement (as defined in the Trust Deed) in relation to the failure to make deposit of the redemption monies prior to the Original Extended Maturity Date in accordance with the Agency Agreement, and/or (2) (in the case of an adjourned Meeting) failure to make payment of the redemption monies on 22 January 2019, and (iii) waive the non-compliance with certain provisions of the Trust Deed (including the Conditions) and occurrence of certain Event(s) of Default or (as the case may be) Potential Event(s) of Default which has occurred or will occur as a result of the Cross-Default Events (the "**Extraordinary Resolution**"), all as more fully described in the section of the Consent Solicitation Statement entitled "**The Proposal**".

Subject to the fulfilment of the Settlement Conditions, Noteholders who deliver, or arrange to have delivered on their behalf, valid Voting Instructions on or prior to the Expiration Time to Deutsche Bank AG, Singapore Branch, as meeting agent in connection with the Consent Solicitation (the "**Meeting Agent**") to have their votes cast in favour of the Extraordinary Resolution at the Meeting (and such Voting Instructions are not revoked) will be eligible to receive a Consent Fee of 1.00 per cent. in principal amount of the Notes in respect of which such votes have been cast (less any bank charges, which shall be borne by such Noteholders).

Apart from the Consent Solicitation Statement, the Company has also prepared a disclosure memorandum dated 4 January 2019 (the "**Disclosure Memorandum**") which accompanies the Consent Solicitation Statement and which has to be read in conjunction with the Consent Solicitation Statement. The Disclosure Memorandum sets out, *inter alia*, the recent developments relating to the Group and details on the Proposal.

***Noteholders should carefully consider all of the information set forth in the Consent Solicitation Statement and the Disclosure Memorandum. In particular, Noteholders should also carefully consider the risk factors set out in the Disclosure Memorandum.***

DBS Bank Ltd. and United Overseas Bank Limited have been appointed as joint solicitation agents in connection with the Consent Solicitation. Further details on the Consent Solicitation can be found in the notice of meeting published in *The Business Times* and announced via SGXNET on 4 January 2019, the Consent Solicitation Statement and the Disclosure Memorandum.

A copy of the Consent Solicitation Statement and the Disclosure Memorandum is attached and broadcasted via SGXNET. The Consent Solicitation Statement and the Disclosure Memorandum will be mailed to the Direct Participants with an address in Singapore. In order to avoid any violation of laws applicable in countries other than Singapore, the Consent Solicitation Statement and the Disclosure Memorandum have not been and will not be mailed to Noteholders who do not presently have an address in Singapore ("**Foreign Noteholders**"). Foreign Noteholders who wish to obtain a copy of the Consent Solicitation Statement and the Disclosure Memorandum should provide in writing such address in Singapore to the Meeting Agent, not later than five (5) business days before the Expiration Time.

In addition, Noteholders may collect copies of the Consent Solicitation Statement and the Disclosure Memorandum from the office of the Meeting Agent, at One Raffles Quay, #16-00 South Tower, Singapore 048583 from 7 January 2019, between 9.00 a.m. to 5.00 p.m. (Singapore time) from Mondays to Fridays (excluding public holidays), up to 10.00 a.m. (Singapore time) on 17 January 2019. Noteholders are required to make an appointment with the Meeting Agent prior to making any collection at its office.

By Order of the Board

Gurpreet Singh Dhillon  
Executive Director and Chief Executive Officer  
**RHT Health Trust Manager Pte. Ltd.**  
(Registration Number: 201117555K)  
(as trustee-manager of RHT Health Trust)

4 January 2019