

**FRASERS CENTREPOINT TRUST**

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

**DISCLOSURE PURSUANT TO RULE 704(31) OF THE SGX-ST LISTING MANUAL**

Pursuant to Rule 704(31) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), Frasers Centrepont Asset Management Ltd. (the “**Company**”), as manager of Frasers Centrepont Trust (“**FCT**”), wishes to announce that the following loan facilities contain conditions (“**Relevant Conditions**”) which make reference to controlling unitholders’ interest in FCT or place restrictions on a change of control of the Company.

Loan Facility	Relevant Conditions
<p>S\$188,017,000 term loan facility between (i) HSBC Institutional Trust Services (Singapore) Limited (in its capacity as trustee of FCT), as borrower (the “<b>Borrower</b>”), (ii) the bank and financial institution named in Schedule 1 thereto, as lender and (iii) BNP Paribas (the “<b>Facility Agent</b>”) as facility agent (the “<b>Facility Agreement</b>”).</p>	<ul style="list-style-type: none"> <li>It is a mandatory prepayment event if, (a) the Company, a direct or indirect Subsidiary (as defined in the Facility Agreement) of Frasers Property Limited (“<b>FPL</b>”) or any other person from time to time approved by the Facility Agent (acting on the instructions of the Majority Lenders (as defined in the Facility Agreement)) (the “<b>Manager</b>”) ceases to be the manager of FCT or (b) the Manager ceases to be (directly or indirectly) a Subsidiary of FPL in which FPL holds a 51 per cent effective interest, without the prior written consent of the Majority Lenders provided in each case, no mandatory prepayment event will occur if such cessation is capable of remedy and is remedied within 10 business days of the notice from the Facility Agent to the Borrower of such cessation or the Borrower becoming aware of the same (whichever is earlier).</li> </ul>
<p>S\$188,017,000 term loan facility between (i) the Borrower, as borrower and (ii) DBS Bank Ltd., as lender (the “<b>Bank</b>”) (the “<b>Facility Letter</b>”).</p>	<ul style="list-style-type: none"> <li>It is a condition that: <ul style="list-style-type: none"> <li>(a) the Company shall at all times remain as the manager of FCT, unless with the Bank’s prior written consent;</li> <li>(b) FPL shall hold, directly or indirectly, at least 30 per cent of the ordinary units in FCT at all times; and</li> </ul> </li> </ul>

	(c) the Company shall remain (directly or indirectly) at least 51 per cent effectively owned by FPL, unless with the Bank's prior written consent.
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None of the events described under the Relevant Conditions has occurred and none of the conditions described under the Relevant Conditions has been breached. Assuming an event described under the Relevant Conditions occurs, and a failure to prepay causes a cross default under other borrowings of FCT, the aggregate level of facilities that may be affected is approximately S\$1,201.034 million (excluding interest and exclusive of the facility which is the subject of this announcement) as at the date of this announcement. This does not take into account (i) the amount of the loan facilities which have not been, and which remain available for, drawdown and (ii) future notes issuance under the S\$1,000,000,000 multicurrency medium term note programme of FCT MTN Pte. Ltd. (a wholly-owned subsidiary of FCT) ("**FCT MTN**") and guaranteed by HSBC Institutional Trust Services (Singapore) Limited (in its capacity as trustee of FCT) (the "**Trustee**") and (iii) future notes/perpetual securities issuance under the S\$3,000,000,000 multicurrency debt issuance programme of FCT MTN and guaranteed by the Trustee.

#### **BY ORDER OF THE BOARD**

#### **Frasers Centrepont Asset Management Ltd.**

as manager of Frasers Centrepont Trust  
Company Registration No: 200601347G

Catherine Yeo  
Company Secretary  
29 March 2019

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**Important Notice**

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.