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VIVA INDUSTRIAL TRUST

Comprising:

VIVA INDUSTRIAL REAL ESTATE INVESTMENT TRUST	**VIVA INDUSTRIAL BUSINESS TRUST**
(a real estate investment trust constituted on 23 August 2013 under the laws of the Republic of Singapore) managed by	(a business trust constituted on 14 October 2013 under the laws of the Republic of Singapore) managed by
Viva Industrial Trust Management Pte. Ltd.	**Viva Asset Management Pte. Ltd.**

ANNOUNCEMENT

CLOSE OF PRIVATE PLACEMENT OF 52,047,200 NEW STAPLED SECURITIES IN VIVA INDUSTRIAL TRUST ("VIT") AT AN ISSUE PRICE OF S$0.725 PER STAPLED SECURITY

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*Capitalised terms used herein, if not otherwise defined, shall have the meaning ascribed to them in the announcement dated 18 November 2015 (the "**Announcement**").*

1. INTRODUCTION

Viva Industrial Trust Management Pte. Ltd., in its capacity as manager of Viva Industrial Real Estate Investment Trust ("**VI-REIT**", and the manager of VI-REIT, the "**REIT Manager**") and Viva Asset Management Pte. Ltd., in its capacity as trustee-manager of Viva Industrial Business Trust ("**VI-BT**", and the trustee-manager of VI-BT, the "**Trustee-Manager**", and collectively with the REIT Manager, the "**Managers**") refer to the Announcement in relation to the proposed issuance of up to 153,118,200 new stapled securities in VIT ("**New Stapled Securities**") pursuant to the Equity Fund Raising to raise gross proceeds of approximately S$110.0 million by way of (i) the Private Placement of up to 52,047,200 New Stapled Securities to institutional and other investors (which include the Vendors[1]) at an issue price of S$0.725 per New Stapled Security to raise gross proceeds of approximately S$37.7 million and (ii) the *pro-rata* and non-renounceable Preferential Offering of 101,071,000 New Stapled Securities on the basis of one (1) New Stapled Security for every seven (7) existing Stapled Securities held as at 5.00 p.m. on 26 November 2015 to Entitled Stapled Securityholders[2] (fractions of a new Stapled Security to be disregarded) at an issue price of S$0.715 per New Stapled Security to raise gross proceeds of approximately S$72.3 million.

Further to the Announcement, the Managers wish to announce that Oversea-Chinese Banking Corporation Limited as the sole financial adviser, lead manager and placement agent in relation to the Equity Fund Raising, in consultation with the Managers, has closed the order book for the Private Placement.

A total of 52,047,200 New Stapled Securities will be issued pursuant to the Private Placement at an issue price of S$0.725 per New Stapled Security. The gross proceeds from the Private Placement amount to approximately S$37.7 million.

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1 The "**Vendors**" refer to Home-Fix D.I.Y Pte Ltd (as vendor of the property located at 19 Tai Seng Avenue, Singapore 534054) and Meiban Investment Pte Ltd (as vendor of the property located at 11 Ubi Road 1, Singapore 408723).

2 Stapled Securityholders as at the Preferential Offering Books Closure Date other than those whose registered addresses with The Central Depository (Pte) Limited ("**CDP**") are outside Singapore, and who have not, at least three market days (being a day on which Singapore Exchange Securities Trading Limited (the "**SGX-ST**") is open for trading in securities) prior to the Preferential Offering Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents.

The holders of the New Stapled Securities issued pursuant to the Private Placement are not entitled to participate in the Preferential Offering and will not be considered Entitled Stapled Securityholders for the purposes of the Preferential Offering.

2. STATUS OF THE NEW STAPLED SECURITIES

2.1 Entitlement to Advanced Distribution

VIT's policy is to distribute its distributable income on a quarterly basis to Stapled Securityholders.[3]

However, in connection with the Private Placement, the Managers intend to declare an advanced distribution for the period from 1 October 2015 to 26 November 2015 (the "**Advanced Distribution**"). The Advanced Distribution will only be distributed in respect of the Stapled Securities in issue on the day immediately prior to the date on which the New Stapled Securities are issued pursuant to the Private Placement (the "**Existing Stapled Securities**").

The next distribution following the Advanced Distribution will comprise VIT's distributable income for the period from 27 November 2015 to 31 December 2015 (the "**Relevant Period Distribution**"). Quarterly distributions will resume thereafter.

The Advanced Distribution is estimated to range from 0.977 Singapore cents to 1.079 Singapore cents per Stapled Security.[4] A further announcement on the actual amount of the Advanced Distribution (which may differ from the estimate above) will be made by the Managers in due course after the management accounts of VIT for the relevant period have been finalised.

2.2 Status of the New Stapled Securities issued under the Private Placement

The New Stapled Securities issued pursuant to the Private Placement will, upon issue, rank *pari passu* in all respects with the Existing Stapled Securities, including the right to VIT's distributable income from the day of issuance of the New Stapled Securities pursuant to the Private Placement as well as all distributions thereafter, other than in respect of the Advanced Distribution and the eligibility to participate in the Preferential Offering.

For the avoidance of doubt, the holders of the New Stapled Securities to be issued pursuant to the Private Placement will not be entitled to the Advanced Distribution or be eligible to participate in the Preferential Offering.

3. LISTING OF, DEALING IN AND QUOTATION OF THE NEW STAPLED SECURITIES

The trading of the 52,047,200 New Stapled Securities on the SGX-ST is currently expected to commence at 9.00 a.m. on Friday, 27 November 2015.

3 The total distributions available to the Stapled Securityholders are an aggregate of the distributions from VI-REIT and VI-BT. VI-BT is currently dormant and will not make any distributions for so long as it remains dormant.

4 This range is an estimate only based on information currently available to the Managers and the Managers' estimate of VIT's revenue and expenses, and the actual Advanced Distribution may differ.

By Order of the Board
Wilson Ang Poh Seong
Chief Executive Officer and Executive Director

Viva Industrial Trust Management Pte. Ltd.
(Company Registration No. 201204203W)
As manager of Viva Industrial Real Estate Investment Trust

Viva Asset Management Pte. Ltd.
(Company Registration No. 201316690M)
As trustee-manager of Viva Industrial Business Trust

18 November 2015

IMPORTANT NOTICE

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any offer to purchase or subscribe for any Stapled Securities of Viva Industrial Trust in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever.

The value of the Stapled Securities and the income derived from them may fall as well as rise. The Stapled Securities are not obligations of, deposits in, or guaranteed by, the REIT Manager and/or the Trustee-Manager (collectively, the "**Managers**"), The Trust Company (Asia) Limited, as trustee of VI-REIT or any of their respective affiliates.

An investment in the Stapled Securities is subject to investment risks, including the possible loss of the principal amount invested. Stapled Securityholders have no right to request that the Managers redeem or purchase their Stapled Securities while the Stapled Securities are listed. It is intended that Stapled Securityholders may only deal in their Stapled Securities through trading on SGX-ST. Listing of the Stapled Securities on the SGX-ST does not guarantee a liquid market for the Stapled Securities.

This announcement may contain forward-looking statements that involve assumptions, 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. Predictions, projections or forecasts of the economy or economic trends of the markets are not necessarily indicative of the future or likely performance of VIT. The forecast financial performance of VIT is not guaranteed. A potential investor is cautioned not to place undue reliance on these forward-looking statements, which are based on the Managers' current view of future events.