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

CLOSE OF PLACEMENT OF 233,281,400 NEW UNITS IN OUE COMMERCIAL REAL ESTATE INVESTMENT TRUST AT AN ISSUE PRICE OF S$0.643 PER NEW UNIT

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1. INTRODUCTION

Further to the announcement dated 8 March 2017 (the "**Announcement**") in relation to the private placement of new units ("**New Units**") at an issue price of S$0.643 per New Unit (the "**Private Placement**"), OUE Commercial REIT Management Pte. Ltd., as manager of OUE Commercial Real Estate Investment Trust ("**OUE C-REIT**", and as manager of OUE C-REIT, the "**Manager**"), is pleased to announce that UBS AG, Singapore Branch, as placement agent (the "**Placement Agent**"), in consultation with the Manager, have closed the order book for the Private Placement.

The placement attracted strong demand, with expressions of interest coming from institutional and local investors and the Upsize Option has been exercised (as defined in the Announcement).

A total of 233,281,400 New Units (including the Upsize Option) will be issued pursuant to the Private Placement. The gross proceeds from the Private Placement (including the Upsize Option) amount to approximately S$150.0 million. The net proceeds from the Private Placement, after deducting the estimated fees and expenses (including professional fees and expenses, incurred or to be incurred in connection with the Private Placement), amount to approximately S$148.5 million.

Capitalised terms used herein, unless otherwise defined, shall have the meaning ascribed to them in the Announcement.

2. USE OF PROCEEDS

Subject to relevant laws and regulations, the Manager intends to use the gross proceeds of approximately S$150.0 million from the Private Placement in the following manner:

(i) approximately S$148.5 million to partially repay OUE C-REIT's existing borrowings; and

(ii) approximately S$1.5 million to pay the Placement Commission[1] as well as the other fees and expenses, including professional fees and expenses, incurred or to be incurred by OUE C-REIT in connection with the Private Placement.

Notwithstanding its current intention, the Manager may, subject to relevant laws and regulations, use the net proceeds from the Private Placement at its absolute discretion for other purposes, including without limitation, for working capital requirements.

Pending the deployment of the net proceeds from the Private Placement, the net proceeds from the Private Placement may, subject to relevant laws and regulations, be deposited with banks and/or financial institutions or for any other purpose on a short-term basis as the Manager may, in its absolute discretion, deem fit.

The Manager will make periodic announcements on the utilisation of the net proceeds of the Private Placement via SGXNET as and when such funds are materially utilised and whether such a use is in accordance with the stated use and in accordance with the percentage allocated. Where there is any material deviation from the stated use of proceeds, the Manager will announce the reasons for such deviation.

3. AUTHORITY TO ISSUE NEW UNITS

The New Units will be issued pursuant to a general mandate given by Unitholders to the Manager obtained at the annual general meeting of OUE C-REIT on 19 April 2016 ("**General Mandate**"), pursuant to which the Manager may issue new Units and/or make or grant offers, agreements or options that might or require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Units ("**Convertible Securities**") such that the aggregate number of new Units to be issued (and/or Units into which the Convertible Securities may be converted) does not exceed 50.0% of the number of Units in issue as at 19 April 2016 (excluding treasury Units, if any) (the "**Base Figure**"), of which the aggregate number of new Units (and/or Units into which the Convertible Securities may be converted) to be issued other than on a pro rata basis to existing Unitholders, shall not be more than 20.0% of the Base Figure.

As at 19 April 2016, the number of Units in issue was 1,289,451,569 (i.e. the Base Figure).

Taking into account the 13,146,631 Units which have been issued since 19 April 2016 to date under the General Mandate, the 233,281,400 New Units to be issued is within the number of Units that can be issued pursuant to the General Mandate on a non *pro rata* basis. Accordingly, prior approval of the Unitholders is not required for the issue of the New Units under the Private Placement.

4. LISTING OF, DEALING INAND QUOTATION OF THE NEW UNITS

The Manager will make a formal application to the SGX-ST for the listing of, dealing in, and quotation of, the New Units on the Main Board of the SGX-ST. An appropriate announcement will be made upon the receipt of such in-principle approval from the SGX-ST.

The trading of the New Units on the SGX-ST pursuant to the Private Placement is currently

1 "**Placement Commission**" refers to the placement commission payable to the Placement Agent of 0.5% of the gross proceeds of the Private Placement in respect of the New Units which the Placement Agent has procured subscription for, on a best efforts basis, together with any goods and services tax payable thereon.

expected to commence at 9.00 a.m. on 17 March 2017.

By Order of the Board
Ng Ngai
Company Secretary

OUE Commercial REIT Management Pte. Ltd.
(Registration Number: 201327018E)
(as manager of OUE Commercial Real Estate Investment Trust)

9 March 2017

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. The past performance of OUE C-REIT is not necessarily indicative of the future performance of OUE C-REIT.

Investors have no right to request the Manager to redeem or purchase their Units for so long as the Units are listed on the SGX-ST. It is intended that holders of Units may only deal in their Units through trading on the SGX-ST. The listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

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 and governmental and public policy changes. You are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view of future events.

This announcement is not an offer of securities for sale in the United States or in any other jurisdiction. The Units have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the **U.S. Securities Act**), and may not be offered or sold in the United States absent registration or an exemption from registration. There will be no public offering of the Units in the United States.