

REPL::PLACEMENTS::ISSUE OF 156,645,000 NEW UNITS IN SPH REIT PURSUANT TO THE PRIVATE PLACEMENT

Issuer & Securities

Issuer/ Manager

SPH REIT MANAGEMENT PTE. LTD.

Securities

SPH REIT - SG2G02994595 - SK6U

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No

Announcement Details

Announcement Title

Placements

Date & Time of Broadcast

02-Dec-2019 08:06:10

Status

Replacement

Announcement Sub Title

Issue of 156,645,000 New Units in SPH REIT Pursuant to the Private Placement

Announcement Reference

SG1911210THREUE9

Submitted By (Co./ Ind. Name)

Lim Wai Pun

Designation

Company Secretary

Description (Please provide a detailed description of the event in the box below)

Please refer to the attached announcement for details.

Additional Details

Capital Amount-Old

SGD 2,884,319,845

Capital Amount-New

SGD 3,048,797,095

No. of Existing Outstanding Shares

2,598,486,347

New Shares Issued

156,645,000

Offer Price

SGD 1.05

Attachments

[SPH%20REIT%20 Announcement%20on%20Close%20of%20Private%20Placement%20of%20New%20Units%20in%20SPH%20REIT 22%20Nov2019.pdf](#)

[SPH%20REIT%20 Announcement%20on%20Receipt%20of%20AIP 27%20Nov%202019.pdf](#)

[SPH%20REIT%20 Announcement%20on%20Launch%20of%20Private%20Placement%20of%20New%20Units%20in%20SPH%20REIT.pdf](#)

[SPH%20REIT%20 Announcement%20on%20Issue%20of%20New%20Units%20in%20SPH%20REIT 2%20Dec%202019.pdf](#)

Total size =1375K MB

Related Announcements

Related Announcements

[27/11/2019 20:09:02](#)

[22/11/2019 07:43:52](#)

[21/11/2019 08:07:03](#)

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SPH REIT MANAGEMENT PTE. LTD.

(Registration No: 201305497E)

(Incorporated in the Republic of Singapore)

ISSUE OF 156,645,000 NEW UNITS IN SPH REIT PURSUANT TO THE PRIVATE PLACEMENT

Capitalised terms used herein, but not otherwise defined, shall have the meanings ascribed to them in the announcements of SPH REIT dated 21 November 2019 titled “Launch of Private Placement of New Units in SPH REIT” and 22 November 2019 titled “Close of Private Placement of New Units in SPH REIT at an Issue Price of S\$1.050 Per Unit”.

Further to its announcements dated 21 November 2019 and 22 November 2019 in relation to the private placement of 156,645,000 new units in SPH REIT (the “**New Units**”) at an issue price of S\$1.050 per New Unit (the “**Private Placement**”), SPH REIT Management Pte. Ltd., in its capacity as manager of SPH REIT (the “**Manager**”), wishes to announce that 156,645,000 New Units will be issued today pursuant to the Private Placement. With the issue of 156,645,000 New Units pursuant to the Private Placement, the total number of Units in issue will be 2,755,131,347.

The New Units pursuant to the Private Placement will, upon issue, rank *pari passu* in all respects with the existing Units in issue on 1 December 2019 (being the day immediately prior to the date on which the New Units pursuant to the Private Placement are issued), including the right to any distributions which may be paid for the period from 2 December 2019 (being the date on which the New Units pursuant to the Private Placement are issued) to 29 February 2020, as well as all distributions thereafter, but will not be entitled to participate in the distribution prior to their issue, including the Cumulative Distribution.

For the avoidance of doubt, the holders of the New Units to be issued pursuant to the Private Placement will not be entitled to the Cumulative Distribution.

The New Units issued will be listed and quoted on the Main Board of the SGX-ST at 9.00 a.m. today.

Issued by SPH REIT Management Pte. Ltd.

As manager of SPH REIT

2 December 2019

IMPORTANT NOTICE

This announcement is not for distribution, directly or indirectly, in or into the United States and is not an offer of securities for sale in the United States or any other jurisdictions.

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 and the continued availability of financing in the amounts and the terms necessary to support future business.

Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view on future events.

The value of the Units and the income derived from them, if any, may fall or rise. The Units are not obligations of, deposits in, or guaranteed by, the Manager or DBS Trustee Limited, as trustee of SPH REIT. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

This announcement is for information purposes only and does not constitute or form part of an offer for sale, solicitation, or an invitation or offer to acquire, purchase or subscribe for any securities of SPH REIT 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.

This announcement is not to be distributed or circulated outside of Singapore. Any failure to comply with this restriction may constitute a violation of United States securities laws or the laws of any other jurisdiction. The Units referred to herein have not been, and will not be, registered under the Securities Act and may not be offered or sold in the United States except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable state securities laws. No public offering of securities is being made in the United States.

Investors should note that they have no right to request the Manager to redeem their Units while the Units are listed on the Singapore Exchange Securities Trading Limited (the "SGX-ST"). 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.

The past performance of SPH REIT and the Manager is not necessarily indicative of the future performance of SPH REIT and the Manager.

Notification under Section 309B of the Securities and Futures Act, Chapter 289 of Singapore:

The New Units are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).