



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

NOTICE OF BOOKS CLOSURE AND DISTRIBUTION PAYMENT DATE

NOTICE IS HEREBY GIVEN that the Transfer Books and Register of Unitholders of OUE Commercial Real Estate Investment Trust (“**OUE C-REIT**”) will be closed at **5.00 p.m. on Thursday, 20 August 2015** (the “**Books Closure Date**”) for the purpose of determining the entitlement of holders of units in OUE C-REIT (“**Units**” and holders of Units, “**Unitholders**”) to OUE C-REIT’s distribution.

OUE C-REIT has announced a distribution of 2.00 cents per Unit for the period from 1 January 2015 to 30 June 2015 (the “**Distribution**”) comprising:-

- (1) taxable income distribution of 1.48 cents per Unit; and
- (2) capital distribution of 0.52 cents per Unit.

Unitholders whose securities accounts with The Central Depository (Pte) Limited are credited with Units as at the Books Closure Date will be entitled to the Distribution which will be paid on **Tuesday, 15 September 2015**.

DECLARATION FOR SINGAPORE TAX PURPOSES

1. The Distribution will comprise two types of distribution - distribution of taxable income (“**Taxable Income Distribution**”) and distribution of capital (“**Capital Distribution**”).

Standard Chartered Securities (Singapore) Pte. Limited, CIMB Bank Berhad, Singapore Branch and Oversea-Chinese Banking Corporation Limited were the joint global coordinators and issue managers for the initial public offering of OUE Commercial Real Estate Investment Trust.
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2. The Capital Distribution is treated as a return of capital to Unitholders for Singapore income tax purpose and is therefore not subject to Singapore income tax. For Unitholders who are liable to Singapore income tax on profits from sale of Units, the amount of Capital Distribution will be applied to reduce the cost base of their Units for Singapore income tax purposes.
3. Tax will be deducted at source from the Taxable Income Distribution in certain circumstances. The following section describes the circumstances in which tax will or will not be deducted from such distribution.
4. The following categories of Unitholders will receive a gross distribution (i.e. no tax will be deducted from it):-
 - (a) holders who are individuals and who hold the Units either in their sole names or jointly with other individuals;
 - (b) holders which are companies incorporated and tax resident in Singapore;
 - (c) holders which are Singapore branches of foreign companies that have obtained specific approval from the Inland Revenue Authority of Singapore to receive the distribution from OUE C-REIT without deduction of tax; and
 - (d) holders which are non-corporate entities (excluding partnerships) constituted or registered in Singapore.
5. To receive a gross distribution, Unitholders in categories (b) to (d) under Paragraph 4 above must complete a prescribed form – the “Declaration for Singapore Tax Purposes Form” (“**Form A**”).
6. These categories of Unitholders, unless they are exempt from tax because of their own circumstances, will have to pay income tax subsequently at their own applicable tax rates.
7. Unitholders in category (a) under Paragraph 4 above are not required to submit any form. The gross distribution received by these Unitholders (irrespective of their tax residence status) is exempt from tax if it is not derived through a partnership in Singapore or from the carrying on of a trade, business or profession, such Unitholders must declare the distributions received as income in their Singapore income tax returns.

8. Tax at the reduced rate of 10% will be deducted from the distribution made to foreign non-individual Unitholders. A foreign non-individual Unitholder is one (other than an individual) who is not a resident of Singapore for income tax purposes and:-
 - (a) who does not have a permanent establishment in Singapore; or
 - (b) who carries on any operation in Singapore through a permanent establishment in Singapore, where the funds used to acquire Units in OUE C-REIT are not obtained from that operation.
9. To receive the gross distribution net of tax deducted at 10%, foreign non-individual Unitholders are required to complete Form A.
10. Beneficial owners of Units in OUE C-REIT who hold their Units through depository agents will receive:-
 - (a) gross distribution if they are persons described in categories (a) to (d) under Paragraph 4 above; and
 - (b) distribution net of tax deducted at 10% if they are foreign non-individuals described in Paragraph 8 above.
11. To receive gross distribution and distribution net of tax deducted at 10%, depository agents are required to complete the "Declaration by Depository Agents for Singapore Tax Purposes Form" ("**Form B**") and its annexes.
12. Form A and Form B (and its annexes) will be sent to Unitholders and depository agents respectively, by OUE C-REIT's Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (the "**Registrar**") on or around 24 August 2014.
13. Unitholders (Form A) and the depository agents (Form B and its annexes) will have to complete the forms legibly and send it to the Registrar such that they are received by the Registrar by 5.00 p.m. on Wednesday, 2 September 2015. DBS Trustee Limited, as trustee of OUE C-REIT (the "**Trustee**"), and OUE Commercial REIT Management Pte. Ltd., as manager of OUE C-REIT (the "**Manager**"), will rely on the declarations made in Form A and Form B to determine if tax is to be deducted. Failure to comply with any of these requirements will render Form A and Form B invalid and the

Trustee and Manager of OUE C-REIT will be obliged to deduct the appropriate amount of tax from the distribution in respect of which this announcement is made.

14. Unitholders who hold Units under the Central Provident Fund Investment Scheme (“**CPFIS**”) and the Supplementary Retirement Scheme (“**SRS**”) do not have to return the Form as they will receive gross distributions as long as the distributions are paid to their respective CPFIS and SRS accounts.

DECLARATION IN INCOME TAX RETURN

This distribution is considered as income for the year 2015. Beneficial owners of the distribution, other than those who are exempt from tax on the distribution or who are entitled to the reduced tax rate of 10%, are required to declare the gross amount of the distribution as taxable income in their Singapore income tax return for the year of assessment 2016.

IMPORTANT REMINDER

Unitholders and depository agents must complete and return the “Declaration for Singapore Tax Purposes Form A and Form B (and its annexes)” to the Registrar’s office by 5.00 p.m. on Wednesday, 2 September 2015 in order to receive the distribution either at gross or at net (after deduction of tax at 10%) as described above.

IMPORTANT DATES AND TIMES

Date / Deadline	Event
9.00 a.m., Tuesday, 18 August 2015	Units will be traded ex-distribution
5.00 p.m., Thursday, 20 August 2015	Close of OUE C-REIT’s Transfer Books and Register of Unitholders
5.00 p.m., Wednesday, 2 September 2015	Unitholders and depository agents must have completed and returned the <i>“Declaration for Singapore Tax Purposes Form A and Form B”</i> to the Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd
Tuesday, 15 September 2015	Payment of distribution

Should Unitholders have any queries in relation to these procedures, please contact:-

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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)

12 August 2015

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.