

**NOT FOR DISTRIBUTION IN THE UNITED STATES.** Nothing in this announcement (“Announcement”) constitutes an offer to buy, or a solicitation of an offer to sell, securities in the United States or any other jurisdiction in which such offer or solicitation would be unlawful. Securities may not be offered or sold in the United States absent registration pursuant to the U.S. Securities Act of 1933, as amended (the “Securities Act”), or an exemption from registration under the Securities Act. There will be no public offering of securities in the United States.



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

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**NOTICE OF EXTRAORDINARY GENERAL MEETING OF UNITHOLDERS OF OUE  
COMMERCIAL REAL ESTATE INVESTMENT TRUST AND THE ISSUE AND DESPATCH  
OF THE UNITHOLDERS' CIRCULAR**

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Further to the announcement dated 10 September 2018 on the proposed acquisition by OUE Commercial Real Estate Investment Trust (“**OUE C-REIT**”) of the office components of OUE Downtown (the “**Acquisition**”), the proposed underwritten and renounceable rights issue (the “**Rights Issue**”) and the proposed payment of the sub-underwriting commission in relation to the proposed Rights Issue (the “**Payment of the Sub-Underwriting Commission**”), OUE Commercial REIT Management Pte. Ltd. (in its capacity as manager of OUE C-REIT) (the “**Manager**”) wishes to announce that it has today issued a circular to unitholders of OUE C-REIT (the “**Unitholders**”) dated 10 September 2018 (the “**Unitholders' Circular**”) setting out the details of and other relevant information pertaining to, *inter alia*, the proposed Acquisition, the proposed Rights Issue and the proposed Payment of the Sub-Underwriting Commission, together with a notice of the Extraordinary General Meeting of the Unitholders (the “**EGM**”) for the purpose of seeking the Unitholders' approval for the proposed Acquisition, the proposed Rights Issue and the proposed Payment of the Sub-Underwriting Commission.

The Unitholders' Circular will be despatched to the Unitholders on or about 13 September 2018. The EGM will be held on Friday, 28 September 2018 at 10.00 a.m. at Raffles City Convention Centre, Stamford Ballroom, Level 4 Fairmont Singapore, 80 Bras Basah Road, Singapore 189560.

An electronic copy of the Unitholders' Circular is also available on the website of OUE C-REIT at [www.ouect.com](http://www.ouect.com) and the website of Singapore Exchange Securities Trading Limited at [www.sgx.com](http://www.sgx.com).

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)

10 September 2018

**IMPORTANT NOTICE**

This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for units in OUE C-REIT (“Units”). This Announcement is qualified in its entirety by, and should be read in conjunction with the full text of the Unitholders' Circular and its appendices as well as the offer information statement in connection with the Rights Issue when it is lodged with the Monetary Authority of Singapore.

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 for sale of securities in the United States or elsewhere. The Rights Entitlements and Rights Units (each as defined in the Unitholders' Circular) are not being registered under the Securities Act, and may not be offered or sold in the United States unless registered under the Securities Act or pursuant to an exemption from registration under the Securities Act. There will be no public offering of securities in the United States.**