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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

DATE OF LAUNCH OF THE PREFERENTIAL OFFERING AND DESPATCH OF INSTRUCTION BOOKLET AND ARE[1] TO ENTITLED STAPLED SECURITYHOLDERS PURSUANT TO THE PREFERENTIAL OFFERING

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*Unless otherwise defined, all terms and references used herein shall bear the same meanings as ascribed to them in the announcement dated 18 November 2015 titled "Launch of Equity Fund Raising to raise gross proceeds of approximately S$110.0 million to partially fund the Acquisitions and receipt of Approval in-Principle" (the "**Launch Announcement**").*

1. INTRODUCTION

Further to the Launch Announcement and announcement dated 18 November 2015 titled "*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*" in relation to the issuance of up to 153,118,200 new stapled securities in VIT (the "**New Stapled Securities**") pursuant to an equity fund raising (the "**Equity Fund Raising**") to raise gross proceeds of approximately S$110.0 million comprising:

(i) a private placement of 52,047,200 New Stapled Securities to institutional and other investors (which include the Vendors[2]) at an issue price of S$0.725 per New Stapled Security to raise gross proceeds of approximately S$37.7 million; and

(ii) a *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 in VIT (the "**Stapled Securities**") held as at 5.00 p.m. on 26 November 2015 (the "**Preferential Offering Books Closure Date**") to Entitled Stapled Securityholders[3] (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 (the "**Preferential Offering**"),

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 collectively with VI-REIT, the stapled group, VIT, and the trustee-manager of VI-BT, the "**Trustee-Manager**", and collectively with the REIT Manager, the "**Managers**") wish to announce that the Preferential Offering will open on **1 December 2015**.

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1 "**ARE**" refers to the acceptance form for New Stapled Securities provisionally allotted to Entitled Stapled Securityholders under the Preferential Offering and application form for Excess New Stapled Securities (as defined herein).

2 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).

3 "**Entitled Stapled Securityholders**" are stapled securityholders of VIT ("**Stapled Securityholders**") with Stapled Securities standing to the credit of their respective securities accounts with The Central Depository (Pte) Limited ("**CDP**") as at 5.00 p.m. on the Preferential Offering Books Closure Date and (a) whose registered addresses with CDP are in Singapore as at the Preferential Offering Books Closure Date or (b) who have, at least three (3) market days prior to the Preferential Offering Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents.

2. DESPATCH OF INSTRUCTION BOOKLET AND ARE

The instruction booklet of VIT in respect of the Preferential Offering (the "**Instruction Booklet**") and the ARE will be despatched to Entitled Stapled Securityholders on **1 December 2015**. The Instruction Booklet and ARE require the immediate attention of Entitled Stapled Securityholders.

Entitled Stapled Securityholders who wish to accept their provisional allotment of New Stapled Securities under the Preferential Offering and if applicable, apply for the Excess New Stapled Securities[4], will need to do so in the manner set out in the Instruction Booklet and ARE by **9 December 2015**.

3. COMMITMENT BY TONG JINQUAN, HO LEE GROUP TRUST AND CHINA ENTERPRISES LIMITED ("CEL")

3.1 Tong Jinquan[5] has demonstrated his support for the Preferential Offering by providing an irrevocable undertaking dated 23 October 2015 pursuant to which he has undertaken to:

(i) accept in full his provisional allotment of New Stapled Securities under the Preferential Offering; and

(ii) subscribe for New Stapled Securities to the extent that they remain unsubscribed after satisfaction of all applications (if any) for Excess New Stapled Securities up to such a sum provided that his total subscription under the Preferential Offering will not exceed S$61.1 million.

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4 "**Excess New Stapled Securities**" are New Stapled Securities represented by the provisional allotments of (i) Entitled Stapled Securityholders who decline or do not accept, whether in full or in part, their provisional allotment of New Stapled Securities under the Preferential Offering (during the period from **1 December 2015** to **9 December 2015**) and (ii) Stapled Securityholders who are not Entitled Stapled Securityholders.

5 As at the Preferential Offering Books Closure Date, Wealthy Fountain Holdings, Inc ("**WFH**") directly holds 334,252,000 Stapled Securities, representing approximately 47.24% of the total number of Stapled Securities in issue. WFH is a wholly-owned subsidiary of Shanghai Summit Pte. Ltd. ("**SSPL**"), which is in turn wholly-owned by Tong Jinquan. Therefore, each of Tong Jinquan and SSPL is deemed to be interested in the Stapled Securities held by WFH.

SSPL owns 62.0% equity interest in Maxi Capital Pte. Ltd., which in turn owns 55.55% equity interest in Viva Investment Management Pte. Ltd. ("**VIMPL**"), which in turn owns 90.0% equity interest in the REIT Manager and 100.0% equity interest in Viva Real Estate Asset Management Pte. Ltd. (the "**Property Manager**"). Therefore, each of Tong Jinquan and SSPL is deemed to be interested in the 13,149,640 Stapled Securities held by the REIT Manager and the Property Manager as at the Preferential Offering Books Closure Date, representing approximately 1.86% of the total number of Stapled Securities in issue.

In addition, as at the Preferential Offering Books Closure Date, Tong Jinquan himself directly holds 52,890,000 Stapled Securities, representing approximately 7.48% of the total number of Stapled Securities in issue. Taking into account his direct interest in the Stapled Securities and his deemed interest (through SSPL) in the Stapled Securities held by WFH, the REIT Manager and the Property Manager, as at the Preferential Offering Books Closure Date, Tong Jinquan has an aggregate interest in 400,291,640 Stapled Securities, representing approximately 56.58% of the total number of Stapled Securities in issue.

3.2 The Trust Company (Asia) Limited, in its capacity as trustee of Ho Lee Group Trust (the "**HLGT Trustee**")[6] has demonstrated its support for the Preferential Offering by providing an irrevocable undertaking dated 23 October 2015 pursuant to which, HLGT Trustee has undertaken to accept in full its provisional allotment of New Stapled Securities under the Preferential Offering up to such a sum provided that its total subscription under the Preferential Offering will not exceed S$5.724 million.

3.3 CEL[7] has demonstrated its support for the Preferential Offering by providing an irrevocable undertaking dated 23 October 2015 pursuant to which, CEL has undertaken to accept in full its provisional allotment of New Stapled Securities under the Preferential Offering up to such a sum provided that its total subscription under the Preferential Offering will not exceed S$3.180 million.

4. INDICATIVE TIMETABLE

The Preferential Offering will close on (i) **9 December 2015** at **5.00 p.m.** for acceptances of provisional allotments of New Stapled Securities and (if applicable) applications for Excess New Stapled Securities effected via the ARE, or (ii) **9 December 2015** at **9.30 p.m.** for acceptances of provisional allotments of New Stapled Securities and (if applicable) applications for Excess New Stapled Securities effected through the automated teller machines of the Participating Banks (as defined in the Instruction Booklet).

The trading of the New Stapled Securities to be issued pursuant to the Preferential Offering on Singapore Exchange Securities Trading Limited (the "**SGX-ST**") is currently expected to commence at **9.00 a.m.** on **17 December 2015**.

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6 As at the Preferential Offering Books Closure Date, HLGT Trustee directly holds 57,699,050 Stapled Securities, representing approximately 8.16% of the total number of Stapled Securities in issue. Each of Tan Thuan Teck, Tan Hai Seng Benjamin, Tan Hai Peng Micheal, Ong Yew Lee, Tan Yong Hiang Priscilla, Seow Whye Pheng, Seow Hwye Min, Seow Whye Teck, Seow Hwye Tiong and Loh Guik Kiang is a beneficiary of Ho Lee Group Trust and is therefore, deemed to be interested in the Stapled Securities held by HLGT Trustee.

In addition, as at the Preferential Offering Books Closure Date, each of Tan Thuan Teck, Tan Hai Seng Benjamin and Tan Hai Peng Micheal owns not less than 20.0% equity interest in Teck Lee Holdings Pte. Ltd., which in turn owns 81.25% equity interest in Ho Lee Group Pte. Ltd. ("**HLGPL**"). HLGPL owns 27.78% equity interest in VIMPL, which in turn owns 90.0% equity interest in the REIT Manager and 100.0% equity interest in the Property Manager. Therefore, each of Tan Thuan Teck, Tan Hai Seng Benjamin and Tan Hai Peng Micheal is also deemed to be interested in the 13,149,640 Stapled Securities held by the REIT Manager and the Property Manager. In addition, Tan Hai Peng Micheal is currently a director of the Managers.

7 As at the Preferential Offering Books Closure Date, CEL directly holds 32,051,025 Stapled Securities, representing approximately 4.53% of the total number of Stapled Securities in issue. Each of Tan Kim Seng, Tan Fuh Gih, Tan Hoo Lang and Tan Wei Min owns a 25.0% equity interest in CEL and is therefore deemed to be interested in the Stapled Securities held by CEL.

In addition, Tan Kim Seng and his siblings control Kim Seng Holdings Pte. Ltd., which owns 16.67% equity interest in VIMPL, which in turn owns 90.0% equity interest in the REIT Manager and 100.0% equity interest in the Property Manager, and Tan Kim Seng is currently a director of the Managers.

Entitled Stapled Securityholders should note the expected dates and times of the following key events in relation to the Preferential Offering as set out below:

Preferential Offering Books Closure Date	:	Thursday, 26 November 2015 at 5.00 p.m.
Opening date and time for the Preferential Offering	:	Tuesday, 1 December 2015 at 9.00 a.m. (9.00 a.m. for Electronic Applications)
Last date and time for acceptance, application (if applicable) and payment for provisional allotments of New Stapled Securities and Excess New Stapled Securities	:	Wednesday, 9 December 2015 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Expected date for crediting of New Stapled Securities	:	Thursday, 17 December 2015
Expected date and time for trading of the New Stapled Securities pursuant to the Preferential Offering	:	Thursday, 17 December 2015 at 9.00 a.m.
Expected date for refund of unsuccessful applications (if made through CDP)	:	Thursday, 17 December 2015

The above timetable (other than the Preferential Offering Books Closure Date) is indicative only and is subject to change. As at the date of this announcement, the Managers do not expect the timetable to be modified. However, the Managers may, with the approval of the SGX-ST, modify the timetable subject to any limitation under any applicable law.

The Managers will publicly announce any change to the above timetable through a SGXNET announcement to be posted on the SGX-ST's website at http://www.sgx.com.

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

30 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 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 the 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.