



DASIN RETAIL TRUST
大信商用信托

(a business trust constituted on 15 January 2016
under the laws of the Republic of Singapore)

ANNOUNCEMENT

ISSUANCE OF CIRCULAR TO UNITHOLDERS IN RELATION TO:

- (1) **THE PROPOSED ACQUISITION OF SHUNDE METRO MALL AND TANBEI METRO MALL (THE "ACQUISITION")**;
- (2) **THE PROPOSED ISSUE AND PLACEMENT OF UP TO 120.0 MILLION NEW UNITS (THE "PRIVATE PLACEMENT")**; AND
- (3) **THE PROPOSED ISSUE AND PLACEMENT OF UP TO 44.0 MILLION NEW UNITS TO AQUA WEALTH HOLDINGS LIMITED UNDER THE PRIVATE PLACEMENT (THE "AQUA WEALTH PLACEMENT").**

Capitalised terms used herein, but not otherwise defined, shall have the meanings ascribed to them in the announcement of Dasin Retail Trust dated 13 November 2019 titled "The Proposed Acquisition of Shunde Metro Mall and Tanbei Metro Mall as an Interested Person Transaction" (the "Announcement")

Further to the Announcement, Dasin Retail Trust Management Pte. Ltd., as trustee-manager of Dasin Retail Trust (the "**Trustee-Manager**"), is pleased to announce that it has issued a circular to the unitholders of Dasin Retail Trust (the "**Unitholders**") dated 5 December 2019 (the "**Circular**") which contains, among others, details of the resolutions to be tabled at the Extraordinary General Meeting ("**EGM**") together with a notice of the EGM. The EGM is to be held on 20 December 2019 at 10.30 am at Pacific Ballroom 1, Level 1, Pan Pacific Singapore, 7 Raffles Boulevard, Marina Square, Singapore 039595 for the purpose of seeking the approval of the Unitholders for the Acquisition, the Private Placement and the Aqua Wealth Placement.

The Circular will be despatched to Unitholders on or about 5 December 2019. An electronic copy of the Circular is also available on the website of Dasin Retail Trust at www.dasintrust.com and the website of Singapore Exchange Securities Trading Limited at www.sgx.com.

By Order of the Board

Dasin Retail Trust Management Pte. Ltd.

(Company Registration No. 201531845N)

(in its capacity as trustee-manager of Dasin Retail Trust)

5 December 2019

IMPORTANCE NOTICE

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 Trustee-Manager's current view on future events.

This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for units in Dasin Retail Trust (the "**Units**"). The value of Units and the income derived from them may fall as well as rise. Units are not obligations of, deposits in, or guaranteed by, the Trustee-Manager, or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

Investors have no right to request the Trustee-Manager to redeem their Units while the Units are listed. It is intended that Unitholders of Dasin Retail Trust may only deal in their Units through trading on the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

The past performance of Dasin Retail Trust is not necessarily indicative of the future performance of Dasin Retail Trust.

This Announcement is not an offer to sell, or a solicitation of an offer to buy, securities in the United States (including its territories and possessions, any state of the United States and the District of Columbia), European Economic Area, European Union, Canada, Japan, Australia or any other jurisdiction. The securities referred to herein have not been, and will not be, registered under the Securities Act and may not be offered or sold within the United States or to or for the account or benefit of any U.S. person, absent registration pursuant to the Securities Act or pursuant to an applicable exemption under the Securities Act and in compliance with any applicable U.S. state or local securities laws. No public offering of securities of Dasin Retail Trust is being made, or will be made, in the United States.

The information in this Announcement must not be published outside the Republic of Singapore and in particular, but without limitation, must not be published in any United States edition of any publication.

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).