



# Elevating Workspaces for the Future

ANNUAL REPORT 2024

## VISION

To be the preferred real estate investment trust offering Unitholders the opportunity to invest in a distinctive portfolio of office properties in the United States.

### OVERVIEW

Key Highlights	2
Corporate Profile and Strategic Direction	3
Quality Portfolio in Key Growth Markets	4
Financial Highlights and Quarterly Results	6
Trust Structure	7
Chairman's Statement	8
Corporate Governance at a Glance	12
Board of Directors	14
The Manager	16
Key Developments	17
Investor Relations	18

### OPERATIONS REVIEW

Independent Market Review	20
Property Portfolio	37
— At a Glance	41
• The Plaza Buildings, Bellevue, Washington	44
• Bellevue Technology Center, Bellevue, Washington	45
• The Westpark Portfolio, Redmond, Washington	46
• Great Hills Plaza, Austin, Texas	47
• Westech 360, Austin, Texas	48
• Westmoor Center, Denver, Colorado	49
• 105 Edgeview, Denver, Colorado	50
• Bridge Crossing, Nashville, Tennessee	51
• 1800 West Loop South, Houston, Texas	52
• Bellaire Park, Houston, Texas	53
• One Twenty Five, Dallas, Texas	54
• Maitland Promenade I & II, Orlando, Florida	55
• Iron Point, Sacramento, California	56
Financial Review	57

## MISSION

To deliver sustainable distributions and strong total returns to our Unitholders through investments in high-quality office buildings with a strategic focus on key growth markets in the United States.

### SUSTAINABILITY REPORT

Sustainability Framework and Highlights for 2024	65
Letter to Stakeholders	66
About This Report	68
Approach to Sustainability	69
Environmental Stewardship	78
Responsible Business	86
People and Community	90
GRI Content Index	98

### FINANCIAL STATEMENTS

Report of the Trustee	102
Statement by the Manager	103
Independent Auditor's Report	104
Statements of Financial Position	107
Consolidated Statement of Comprehensive Income	108
Consolidated Distribution Statement	109
Statements of Changes in Unitholders' Funds	110
Consolidated Statement of Cash Flows	112
Consolidated Portfolio Statement	113
Notes to the Financial Statements	114

### GOVERNANCE

Corporate Governance	142
Risk Management	169

### OTHER INFORMATION

Additional Information	172
Unit Price Performance	173
Statistics of Unitholdings	174
Corporate Information	176
Notice of Annual General Meeting	177
Proxy Form	

# **Elevating Workspaces for the Future**

Keppel Pacific Oak US REIT is a distinctive office S-REIT that invests strategically in key growth markets driven by the technology and innovation sectors in the United States. Through the careful curation of choice assets in these markets, we are building a diversified and resilient portfolio, as well as elevating workspaces for the future.

# Key Highlights

STABLE PORTFOLIO COMMITTED OCCUPANCY

90.0%

Leased 938,655 sf of office space in 2024, equivalent to 19.6% of the portfolio net lettable area (NLA).

PORTFOLIO VALUATION

US\$1.33b

Portfolio valuation was stable year-on-year (y-o-y) at US\$1.33 billion. Taking into consideration capital expenditures and tenant improvements spent in FY2024, there was a fair value loss of US\$46.7 million.

LOW TENANT CONCENTRATION RISK

29.2%

KORE’s top 10 tenants occupy only 24.0% of portfolio NLA, accounting for 29.2% of portfolio cash rental income.

AGGREGATE LEVERAGE

43.7%<sup>1</sup>

All-in average cost of debt was 4.45% per annum, with interest coverage ratio at 2.6 times<sup>2</sup>. 100% unsecured debt provides comfortable debt headroom and financial flexibility.

FY2024 ADJUSTED NET PROPERTY INCOME (NPI)

US\$83.4m

Excluding the non-cash adjustments such as amortisation of straight-line rent, lease incentives and amortisation of leasing commissions which have no impact on the income available for distribution, adjusted NPI was 4.7% lower y-o-y at US\$83.4 million. FY2024 NPI decreased by 9.1% y-o-y to US\$78.3 million.

FY2024 INCOME AVAILABLE FOR DISTRIBUTION

US\$47.6m

Income available for distribution of US\$47.6 million for FY2024 was 8.8% lower than FY2023, mainly due to the higher financing costs and lower cash NPI.

No distribution was declared for FY2024 arising from the recapitalisation plan.

## Corporate Profile and Strategic Direction

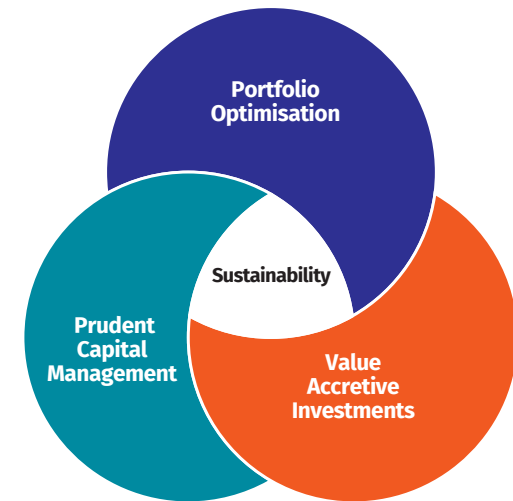
Keppel Pacific Oak US REIT (KORE) is a distinctive office REIT listed on the mainboard of the Singapore Exchange Securities Trading Limited (SGX-ST) on 9 November 2017. KORE aims to be the first choice United States (US) office S-REIT with a focus on the fast-growing technology, advertising, media and information (TAMI), medical and healthcare sectors across key growth markets in the US, providing sustainable distributions and total returns for Unitholders.

KORE invests in a diversified portfolio of income-producing commercial assets and real estate-related assets in key growth markets characterised by positive economic and office fundamentals that generally outpace the US national average, and the average of the gateway cities. These markets include the Super Sun Belt, 18-Hour Cities

and Supernovas<sup>1</sup>, which continue to be the preferred relocation destinations by companies as part of the Great American Move.

As at 31 December 2024, KORE’s portfolio comprised a balanced mix of 13 freehold office buildings and business campuses across eight key growth markets driven by technology and innovation in the US. With a combined asset value of approximately US\$1.33 billion and an aggregate net lettable area of over 4.8 million sf, these properties comprise a diversified high-quality tenant base in the growing and defensive TAMI, medical and healthcare sectors.

KORE is managed by Keppel Pacific Oak US REIT Management Pte. Ltd., which is jointly owned by two Sponsors, Keppel Ltd. and KORE Pacific Advisors.



Keppel Pacific Oak US REIT seeks to be the first choice US office S-REIT offering Unitholders the opportunity to invest in a distinctive portfolio of office properties in key growth markets across the US.

PORTFOLIO OPTIMISATION

- Focused leasing strategy targeting growth and defensive sectors
- Proactive and effective asset management
- Maximise rental rates and capture positive rental reversions

VALUE ACCRETIVE INVESTMENTS

- Pursue growth opportunities to create long-term value
- Target key growth markets, including Super Sun Belt, 18-Hour Cities and Supernovas<sup>1</sup>, with strong macroeconomic growth indicators and positive office fundamentals
- Focus on first-choice submarkets, including those significantly driven by TAMI, medical and healthcare sectors

PRUDENT CAPITAL MANAGEMENT

- Effective hedging to mitigate impact of unfavourable interest rate movements
- Seek funding at optimal costs
- Fortify balance sheet and maintain an optimal capital structure







<sup>1</sup> Aggregate leverage is computed based on gross borrowings over total deposited properties (the Group’s total assets) as stipulated in the Property Funds Appendix in the Code on Collective Investment Schemes (“CIS Code”) issued by the Monetary Authority of Singapore (“MAS”).  
<sup>2</sup> Defined in the CIS Code issued by the MAS as trailing 12 months earnings before interest, tax, depreciation and amortisation (excluding effects of any fair value changes of derivatives and investment properties, and foreign exchange translation), over trailing 12 months interest expense, borrowing-related fees and distributions on hybrid securities.

<sup>1</sup> Source: Emerging trends in real estate 2024 – US & Canada by PwC and the Urban Land Institute. Super Sun Belt Cities include Dallas/Fort Worth and Houston; 18-Hour Cities include Denver; Supernovas include Austin and Nashville.



# Quality Portfolio in Key Growth Markets

Distinctive portfolio of 13 quality freehold office buildings and business campuses across eight key growth markets in the US.

-  Magnet Cities<sup>1</sup>
-  Super Sun Belt Cities<sup>1</sup>
-  18-Hour Cities<sup>1</sup>
-  Supernovas<sup>1</sup>
-  Multitalented Producers<sup>1</sup>
-  Top 20 US Markets to Watch 2024<sup>1,2</sup>

<sup>1</sup> Source: Emerging trends in real estate 2024 – US & Canada by PwC and the Urban Land Institute.  
<sup>2</sup> Ranking based on overall real estate prospects.

## Portfolio Characteristics



Key growth markets with positive economic and office fundamentals



Proximity to prestigious universities and educated talent pools



High-quality lease and financing structures that offer stability



Attractive location and on-site amenities that decision-makers and talent desire



Exposure to the fast-growing TAMI, medical and healthcare sectors



Accessibility to alternative transit options

Bellevue/Redmond, Washington



Denver, Colorado



Sacramento, California

Nashville, Tennessee



Dallas, Texas



Austin, Texas



Houston, Texas



Orlando, Florida



**BELLEVUE/REDMOND, WASHINGTON**

- The Plaza Buildings
- Bellevue Technology Center
- The Westpark Portfolio



**HOUSTON, TEXAS**

- 1800 West Loop South
- Bellaire Park



**AUSTIN, TEXAS**

- Great Hills Plaza
- Westtech 360



**DALLAS, TEXAS**

- One Twenty Five



**DENVER, COLORADO**

- Westmoor Center
- 105 Edgeview



**ORLANDO, FLORIDA**

- Maitland Promenade I & II



**NASHVILLE, TENNESSEE**

- Bridge Crossing



**SACRAMENTO, CALIFORNIA**

- Iron Point

# Financial Highlights and Quarterly Results

## RESULTS HIGHLIGHTS AND RATIOS

for the financial year ended 31 December

	2024 US\$'000	2023 US\$'000	Change %
Gross revenue	146,437	150,757	(2.9)
Net property income	78,290	86,100	(9.1)
Income available for distribution to Unitholders	47,627	52,223	(8.8)
Amount distributed to Unitholders <sup>1</sup>	–	26,112	(100.0)
Distribution per Unit (DPU) (US cents) <sup>2</sup>	–	2.50	(100.0)
Weighted average all-in interest rate (% per annum) <sup>3</sup>	4.45	4.12	33 bps
Interest coverage ratio (times) <sup>4</sup>	2.60	3.10	(16.1)

## BALANCE SHEET HIGHLIGHTS AND RATIOS

as at 31 December

	2024 US\$'000	2023 US\$'000	Change %
Investment properties	1,326,410	1,326,310	–
Total assets <sup>5</sup>	1,387,973	1,393,676	(0.4)
Gross borrowings <sup>5,6</sup>	607,220	601,920	0.9
Total liabilities	671,663	670,472	0.2
Unitholders' funds	716,310	723,204	(1.0)
Units in issue as at balance sheet date ('000)	1,044,450	1,044,450	–
Net Asset Value (NAV) per Unit (US\$)	0.69	0.69	–
Adjusted NAV per Unit, excluding distribution declared (US\$) <sup>1</sup>	0.69	0.69	–
Unit price as at balance sheet date (US\$)	0.205	0.375	(45.3)
Discount to NAV (%) <sup>7</sup>	(70.3)	(45.7)	(24.6 pp)
Aggregate leverage (%) <sup>5</sup>	43.7	43.2	50 bps

	Quarter 1		Quarter 2		Quarter 3		Quarter 4		Full Year
	US\$'000	%	US\$'000	%	US\$'000	%	US\$'000	%	US\$'000
<b>Gross revenue</b>									
2024	37,082	25	37,290	25	37,600	26	34,465	24	146,437
2023	37,053	25	38,858	26	38,385	25	36,461	24	150,757
<b>Net property income</b>									
2024	20,984	27	21,031	27	20,128	26	16,147	20	78,290
2023	21,153	25	22,717	26	22,061	26	20,169	23	86,100
<b>Income available for distribution</b>									
2024 <sup>8</sup>	11,905	25	11,909	25	11,907	25	11,906	25	47,627
2023 <sup>9</sup>	13,057	25	13,055	25	13,055	25	13,056	25	52,223

<sup>1</sup> No distribution declared for the financial year 2024 and for the financial period from 1 July 2023 to 31 December 2023.

<sup>2</sup> No distribution declared for the financial year 2024 and for the financial period from 1 July 2023 to 31 December 2023. DPU for 1H 2023 was calculated based on 1,044,450,254 issued Units as at 30 June 2023.

<sup>3</sup> Weighted average all-in-interest rate includes amortisation of upfront debt financing costs.

<sup>4</sup> Defined in the Code on Collective Investment Schemes ("CIS Code") issued by the Monetary Authority of Singapore ("MAS") as trailing 12 months earnings before interest, tax, depreciation and amortisation (excluding effects of any fair value changes of derivatives and investment properties, and foreign exchange translation), over trailing 12 months interest expenses, borrowing-related fees and distributions on hybrid securities.

<sup>5</sup> Aggregate leverage is computed based on gross borrowings over total deposited properties (the Group's total assets) as stipulated in the Property Funds Appendix in the CIS Code issued by MAS.

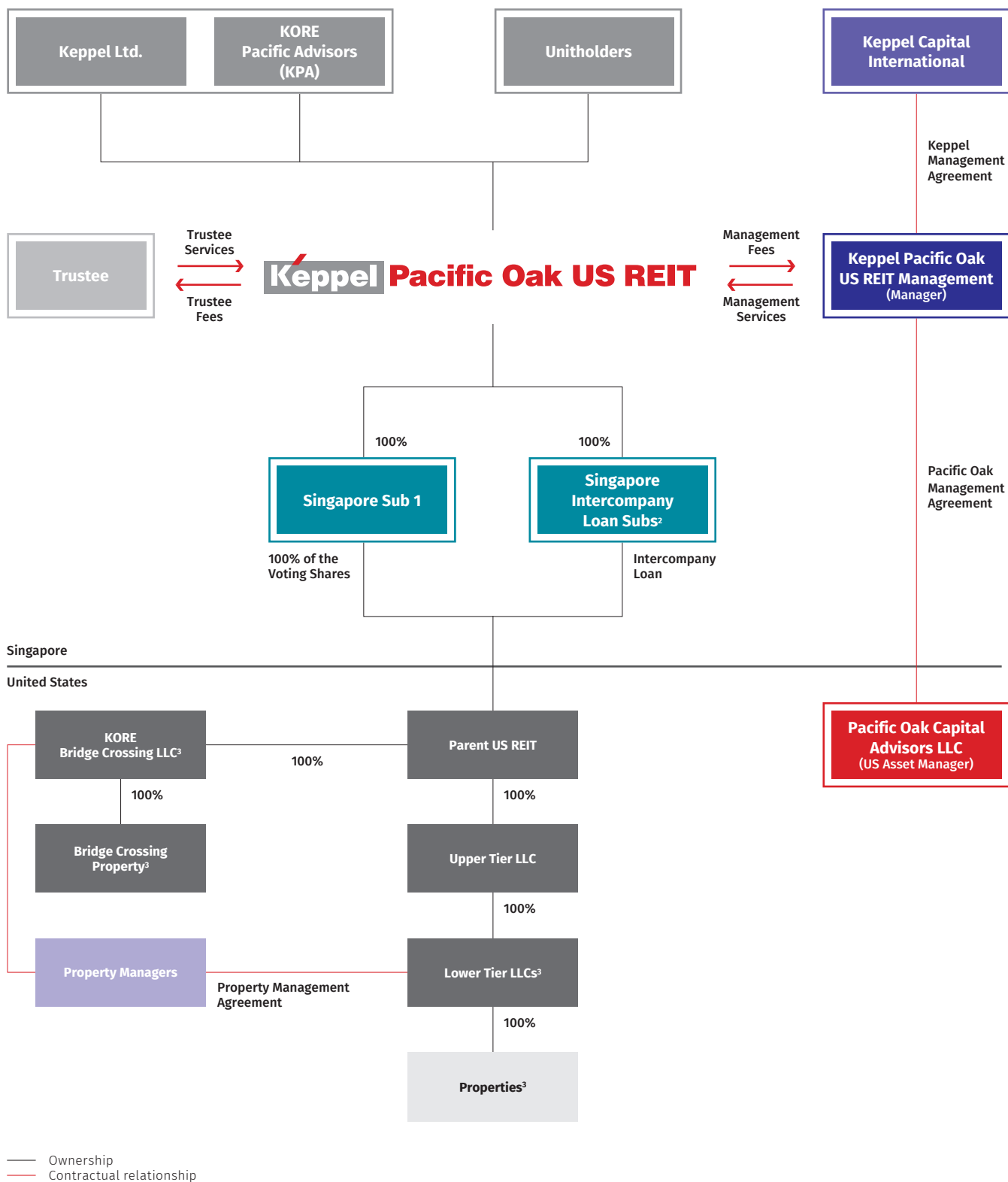
<sup>6</sup> Gross borrowings relates to bank borrowings drawn down from loan facilities.

<sup>7</sup> Based on NAV as at 31 December 2024 and 31 December 2023.

<sup>8</sup> The Manager has elected to receive 100% of its base fee for the financial year 2024 amounting to US\$5,291,881 in cash.

<sup>9</sup> The Manager has elected to receive 100% of its base fee for the financial year 2023 amounting to US\$5,802,619 in cash.

# Trust Structure

Sponsors<sup>1</sup>

<sup>1</sup> Keppel Ltd., through Keppel Capital Investment Holdings Pte. Ltd., holds a deemed 7.1% stake in Keppel Pacific Oak US REIT (KORE). Pacific Oak Strategic Opportunity REIT, Inc. (KPA entity) holds a 6.1% stake in KORE. KPA holds a deemed interest of 1.0% in KORE, for a total of 7.1%.

<sup>2</sup> There are four wholly-owned Singapore Intercompany Loan Subsidiaries extending intercompany loans to the Parent US REIT.

<sup>3</sup> Bridge Crossing Property is held under KORE Bridge Crossing LLC, which in turn is held directly under Parent US REIT. The other properties in the portfolio are held under the various Lower Tier LLCs respectively.

Information as at 31 December 2024. Unitholding in KORE is subject to an ownership restriction of 9.8% of the total Units outstanding.

# Elevating Workspaces for the Future



“The overall US office market has shown encouraging signs of recovery, supported by a broad-based return to office trends and organic demand growth.”

PETER MCMILLAN III, Chairman

## DEAR UNITHOLDERS,

In 2024, Keppel Pacific Oak US REIT (KORE) made the difficult but necessary decision to implement its recapitalisation plan, which included suspending distributions starting with those related to 2H 2023.

While we recognise that many of our Unitholders depend on income from our distributions, we would like to reassure you that this step was taken to protect the long-term interests of KORE and our Unitholders, given the challenging market conditions.

## RECAPITALISATION PLAN NECESSARY FOR FUTURE STABILITY

The global economy in 2024 achieved moderate growth, driven by easing inflation and recoveries in major economies, despite ongoing challenges such as geopolitical tensions and high debt levels. Meanwhile, the United States (US) economy demonstrated resilience amid high interest rates, supported by strong consumer spending<sup>1</sup>, business investment and a resilient labour market which added 2.2 million jobs<sup>2</sup>.

Although inflation remained elevated in the first half of the year, it eased towards the Federal Reserve's 2% target in the latter half, prompting three consecutive rate cuts that brought interest rates down to 4.5% in December 2024<sup>3</sup>. Looking ahead, the Federal Reserve has signalled a more cautious pace of further rate cuts, citing upward revisions to inflation forecasts for 2025.

Tenants have become more selective and efficient in how they utilise space, and working patterns continue to evolve post-pandemic. Given this context, KORE's recapitalisation plan has proved to be a step in the right direction, positioning us strongly for recovery. Utilising the income withheld, KORE is able to maintain

and improve its tenant spaces and amenities to keep its properties attractive for current and potential tenants, which in turn results in better portfolio occupancy.

For instance, in 2024, we took the opportunity to upgrade Building 1150 at Iron Point after a key tenant vacated the space. This allowed us to redesign and relaunch it with an updated 'live-work-play' concept, featuring a modernised lobby, multiple collaborative spaces, a fitness centre and a 'grab-and-go' food and beverage area. With these enhancements, three of the four speculative suites built as part of the upgrade were leased out within the year.

As a result of our proactive and targeted approach to asset management, we have protected the value of our properties and kept our portfolio intact, without having to dispose of assets at deep discounts. As of year-end 2024, we achieved net property income of US\$78.3 million on the back of strong occupancy and healthy leasing momentum.

## BUILDING ON OUR STRONG COMPETITIVE FUNDAMENTALS

KORE's competitive edge lies in our strategic focus on key growth markets across the US, which are distinguished by positive economic and office fundamentals that generally outpace the US national average and the average of gateway cities.

The Super Sun Belt, 18-Hour Cities and Supernovas markets generally continue to rank highly in terms of overall real estate prospects<sup>4</sup>, as the phenomenon known as 'The Great American Move' continues to attract both Americans seeking a more affordable cost of living, better lifestyle and employment opportunities, as well as businesses drawn by more favourable conditions and a growing talent pool. Sun Belt states, including Texas, Florida and

<sup>1</sup> Deloitte, United States economic forecast, December 2024.

<sup>2</sup> Bloomberg, US hiring engine kept humming in 2024 with 2.2 million job gains, January 2025.

<sup>3</sup> J.P. Morgan, December 2024 Fed meeting: Fed cuts rates by 25 basis points to bolster labor market, triggering market shifts, December 2024.

<sup>4</sup> PwC and the Urban Land Institute, Emerging trends in real estate 2024 – US & Canada.



Chairman’s Statement



KORE continuously invests in its properties to maintain their appeal to current and prospective tenants.

Tennessee continued to rank as the most popular destinations for interstate migration in 2024<sup>1</sup>.

The overall US office market has shown encouraging signs of recovery, supported by a broad-based return-to-office trend and organic demand growth. Leasing momentum improved across regions, with Sun Belt markets surpassing 95% of pre-pandemic activity levels and gateway markets recovering to 76% of pre-pandemic levels by the second half of the year<sup>2</sup>. Additionally, as companies increasingly reinstated office attendance requirements, demand for high-quality office spaces gained traction, driven not just by technology companies including those in the Artificial Intelligence sector but also in finance and legal services, which have stabilised their footprints in most markets and are beginning to expand in places like the Sun Belt and New York<sup>3</sup>. As a result, emerging organic demand could potentially drive gains for the overall market.

As of year-end, KORE’s portfolio occupancy stood at 90.0%, above the US average of 86.2% and the average of 83.4% across gateway cities<sup>3</sup>, reaffirming KORE’s strategy of investing in our key growth markets. 938,655 sf of space was leased through the year, equivalent to 19.6% of portfolio net lettable area.

KORE has also maintained a well-diversified tenant composition with a low tenant concentration risk, with our top 10 tenants contributing only 29.2% of cash rental income. The majority of our top 10 tenants are established companies within the technology, advertising, media and information sectors, located within the rapidly developing technology hubs of Bellevue/Redmond, Denver and Nashville.

Long-term global industry trends continue to be favourable. Global information technology spending is expected to increase by 9.3% to US\$5.74 trillion in 2025, driven

by investments in generative artificial intelligence<sup>4</sup> and global advertising set to surpass US\$1 trillion in revenue for the first time in 2024<sup>5</sup>. As such, we believe that KORE’s strategic exposure to these industries will continue to benefit our portfolio performance moving forward. Additionally, we have also witnessed a growing return-to-office momentum, with major media and technology firms such as Amazon, Disney and Dell Technologies moving to mandate stricter in-office schedules<sup>6</sup>.

**FINANCIAL POSITION**

As of 31 December 2024, KORE’s aggregate leverage stood at 43.7%<sup>7</sup>, with an all-in average cost of debt of 4.45%<sup>8</sup>. The weighted average term to maturity of KORE’s debt was 2.4 years. During the year, KORE leveraged its existing banking relationships and managed to successfully secure early refinancing or extension options for most of its loans expiring in 2024 and 2025. KORE ended the year in a strong position financially through the prudent execution

of the recapitalisation plan. We will continue to engage with prospective lenders and will consider early refinancing, where practicable, to manage our debt profile.

**FOSTERING SUSTAINABILITY**

Sustainability is integral to KORE’s strategy, and we are guided by our three strategic pillars of Environmental Stewardship, Responsible Business, as well as People and Community.

In 2024, KORE conducted a double materiality assessment, which helped us to update and prioritise the most pertinent Environmental, Social, and Governance (ESG) factors for our portfolio and operations. These results will be integral in shaping our future strategy, initiatives and targets.

The Board continues to monitor and review KORE’s material ESG factors periodically, supported by management and feedback from our key stakeholders. Additionally, KORE remains committed to upholding the ethos of good corporate governance, which is essential for our continued strong operational performance and

KORE ended the year in a strong position financially through the prudent execution of the recapitalisation plan.

enhancing the long-term resilience of our business.

As part of our climate transition planning journey, KORE is pleased to share the steps we have taken in governance and strategy, asset and portfolio management, engagement and stewardship, and disclosure. Further details can be found on pages 84 and 85 of our Sustainability Report.

**ACKNOWLEDGEMENTS**

Mr Soong Hee Sang, who served on the Board of Keppel Pacific Oak US REIT Management Pte. Ltd. as Chairman of the Audit and Risk Committee and member of both the Nominating and Remuneration Committee, as well as the ESG Committee, stepped down in August 2024. On behalf of the Board and management, we would like to express our heartfelt appreciation to Mr Soong for his invaluable contributions.

We welcome Mr Roger Tay Puay Cheng to the Board as Chairman of the Audit and Risk Committee, effective 15 November 2024.

In closing, I would like to express my sincere appreciation to our Unitholders for their continued support and trust in KORE. I would like to reiterate that the Manager is working tirelessly towards restarting distributions as early as possible.

Yours sincerely,

*Peter McMillan*

**PETER MCMILLAN III**  
Chairman  
24 February 2025



KORE’s portfolio committed occupancy stood at 90.0% as at end-2024, above the US average and average of gateway cities.

<sup>1</sup> Wall Street Journal, The sanctuary state migrant boom, December 2024.  
<sup>2</sup> JLL Research. U.S. office market dynamics.  
<sup>3</sup> CoStar office report, December 2024.  
<sup>4</sup> Gartner, Gartner forecasts worldwide IT spending to grow 9.3% in 2025, October 2024.  
<sup>5</sup> Financial Times, Advertising revenues set to hit \$1 trillion in market dominated by technology companies, December 2024.  
<sup>6</sup> Hubble, The official list of every company’s back-to-office strategy, February 2025.  
<sup>7</sup> Aggregate leverage is computed based on gross borrowings over total deposited properties (the Group’s total assets) as stipulated in the Property Funds Appendix in the CIS Code issued by MAS.  
<sup>8</sup> Includes amortisation of upfront debt financing costs.

# Corporate Governance at a Glance

The Board and management of Keppel Pacific Oak US REIT Management Pte. Ltd., as manager of Keppel Pacific Oak US REIT, are fully committed to upholding good corporate governance standards.

HIGHLIGHTS

100%

Board meeting attendance

Lead Independent Director appointed since February 2021\*

TENURE

0-3 years

3-6 years

6-9 years

BOARD GENDER DIVERSITY

2 females

4 males

ATTENDANCE TABLE

	Board Meetings Attended	Audit and Risk Committee Meetings Attended	Nominating and Remuneration Committee Meetings Attended	Environmental, Social and Governance Committee Meetings Attended	Unitholders' Meetings Attended
Mr Peter McMillan III	5	4	1	3	1
Mr Lawrence David Sperling <sup>1</sup>	5	4	–	3	1
Mr Soong Hee Sang <sup>2</sup>	3/3	3/3	2	2/2	1
Mr Roger Tay Puay Cheng <sup>3</sup>	1/1	–	–	–	–
Mr Kenneth Tan Jhu Hwa	5	4	2	3	1
Ms Sharon Riley Wortmann	5	4	2	3	1
Ms Bridget Lee Siow Pei <sup>4</sup>	5	4	2	3	1
No. of Meetings held in FY2024	5	4	2	3	1

<sup>1</sup> Mr Lawrence David Sperling was appointed to the Audit and Risk Committee (“ARC”) effective 23 February 2024, and subsequently appointed as Lead Independent Director and also appointed to the Nominating and Remuneration Committee (“NRC”) effective 15 November 2024.

<sup>2</sup> Mr Soong Hee Sang’s cessation as Director was effective 23 August 2024.

<sup>3</sup> Mr Roger Tay Puay Cheng was appointed to the Board, and appointed as Chairman of the ARC, effective 15 November 2024. Accordingly, he attended only one Board meeting in FY2024 and did not attend any Unitholders’ Meetings in FY2024.

<sup>4</sup> Ms Bridget Lee Siow Pei was appointed to the NRC effective 23 August 2024.

\* Mr Soong Hee Sang was the Lead Independent Director from 1 February 2021 to 23 August 2024. Mr Lawrence David Sperling was appointed the Lead Independent Director on 15 November 2024.

BOARD COMPOSITION DASHBOARD

INDEPENDENCE

Independent Directors

66.7%

Non-Independent Directors

33.3%

AGE PROFILE

50-59 years old

50.0%

60-69 years old

50.0%

CORPORATE GOVERNANCE POLICIES

The Manager adopts the Code of Corporate Governance 2018 issued by the Monetary Authority of Singapore on 6 August 2018, as amended from time to time (the “CG Code”) as its benchmark for corporate governance policies and practices. The Manager is pleased to share that Keppel Pacific Oak US REIT has complied with the principles of the CG Code and complied in all material aspects with the provisions and practices in the CG Code. Where there are deviations from the provisions of the CG Code, appropriate explanations have been provided in this Annual Report. Please refer to pages 142 to 168 for more information on Keppel Pacific Oak US REIT and the Manager’s governance policies.

RISK MANAGEMENT AND INTERNAL CONTROLS

Identifying and managing risks is central to the business of Keppel Pacific Oak US REIT and to protecting Unitholders’ interests and value. Keppel Pacific Oak US REIT operates within overall guidelines and specific parameters set by the Board. Responsibility for managing risks lies with the Manager, working within the overall strategy outlined by the Board. The Manager has appointed experienced and well-qualified management to handle its day-to-day operations.

HOW KEPPEL PACIFIC OAK US REIT COMPLIES WITH THE CG CODE

	Page
1. Board Matters	143
2. Remuneration Report	150
3. Accountability and Audit	152
4. Unitholder Rights, Conduct of Unitholder Meetings and Engagement with Unitholders and Stakeholders	156
5. Policies	
Directors’ and Key Management Personnel Remuneration Policy	150
Insider Trading and Dealing in Securities Policies	157
Whistle-Blower Policy	163

12 KEPPEL PACIFIC OAK US REIT

ANNUAL REPORT 2024 13



# Board of Directors



**PETER MCMILLAN III, 67**

**Chairman and  
Non-Executive Director**

**Date of first appointment:**  
19 October 2017

**Date of last endorsement:**  
20 April 2022

**Length of service (as at 31 December 2024):**  
7 years 2 months

**Board Committee(s) served on:**  
Nil

**Academic & Professional Qualification(s):**  
Bachelor of Arts (Honours) in Economics,  
Clark University;  
Master of Business Administration,  
Wharton Graduate School of Business,  
University of Pennsylvania

**Present Directorships (as at 1 January 2025):**  
*Listed companies*  
TCW Strategic Income Fund, Inc.

**Other principal directorships**  
Pacific Oak Strategic Opportunity REIT, Inc;  
TCW Mutual Funds;  
Metwest Mutual Funds

**Major Appointments (other than directorships):**  
Co-founder, Pacific Oak Capital Advisors LLC;  
Co-founder and Managing Partner,  
Willowbrook Capital Group, LLC

**Past Directorships held over the preceding  
5 years (from 1 January 2020 to  
31 December 2024):**  
KBS Real Estate Investment Trust, Inc;  
KBS Real Estate Investment Trust II, Inc;  
KBS Real Estate Investment Trust III, Inc;  
KBS Growth and Income REIT;  
TCW Alternatives Funds;  
Pacific Oak Strategic Opportunity REIT II, Inc

**Others:**  
Nil



**LAWRENCE DAVID SPERLING, 65**

**Lead Independent Director**

**Date of first appointment:**  
30 June 2022

**Date of last endorsement:**  
19 April 2023

**Length of service (as at 31 December 2024):**  
2 years 6 months

**Board Committee(s) served on:**  
Chairman of Environmental,  
Social and Governance Committee;  
Member of Audit and Risk Committee;  
Member of Nominating and  
Remuneration Committee

**Academic & Professional Qualification(s):**  
Juris Doctor and Master of  
Business Administration Degrees,  
University of North Carolina at Chapel Hill;  
Bachelor of Arts Degree in History,  
University of Virginia;  
Licensed Attorney, The North Carolina State Bar

**Present Directorships (as at 1 January 2025):**  
*Listed companies*  
Nil

**Other principal directorships**  
Meadpoint Pte Ltd

**Major Appointments (other than directorships):**  
Nil

**Past Directorships held over the preceding  
5 years (from 1 January 2020 to  
31 December 2024):**  
Nil

**Others:**  
Nil



**ROGER TAY PUAY CHENG, 56**

**Independent Director**

**Date of first appointment:**  
15 November 2024

**Date of last endorsement:**  
N.A.

**Length of service (as at 31 December 2024):**  
1 month

**Board Committee(s) served on:**  
Chairman of Audit and Risk Committee

**Academic & Professional Qualification(s):**  
Bachelor of Accountancy (Hons),  
National University of Singapore;  
Fellow, Institute of Singapore  
Chartered Accountants;  
Fellow, Insolvency Practitioners  
Association of Singapore

**Present Directorships (as at 1 January 2025):**  
*Listed companies*  
Nil

**Other principal directorships**  
Nil

**Major Appointments (other than directorships):**  
Roger Tay Advisory Pte. Ltd.

**Past Directorships held over the preceding  
5 years (from 1 January 2020 to  
31 December 2024):**  
Nil

**Others:**  
Nil

## Board Committees

**A** Audit and Risk Committee

**N** Nominating and Remuneration Committee

**E** Environmental, Social and Governance Committee



**KENNETH TAN JHU HWA, 51**

**Independent Director**



**Date of first appointment:**  
19 October 2017

**Date of last endorsement:**  
19 April 2023

**Length of service (as at 31 December 2024):**  
7 years 2 months

**Board Committee(s) served on:**  
Chairman of Nominating and Remuneration Committee;  
Member of Audit and Risk Committee;  
Member of Environmental, Social and Governance Committee

**Academic & Professional Qualification(s):**  
Bachelor of Arts in Economics  
(First Class Honours), Cambridge University

**Present Directorships (as at 1 January 2025):**  
*Listed companies*  
Nil

**Other principal directorships**  
Southern Capital Group Private Limited

**Major Appointments (other than directorships):**  
Chief Executive Officer, Southern Capital Group Private Limited

**Past Directorships held over the preceding 5 years (from 1 January 2020 to 31 December 2024):**  
Nil

**Others:**  
Nil



**SHARON RILEY WORTMANN, 63**

**Independent Director**



**Date of first appointment:**  
20 April 2021

**Date of last endorsement:**  
17 April 2024

**Length of service (as at 31 December 2024):**  
3 years 8 months

**Board Committee(s) served on:**  
Member of Audit and Risk Committee;  
Member of Nominating and Remuneration Committee;  
Member of Environmental, Social and Governance Committee

**Academic & Professional Qualification(s):**  
Bachelor of Business Administration  
(Major in Real Estate Finance & Urban Development, Minor in International Business), Georgia State University

**Present Directorships (as at 1 January 2025):**  
*Listed companies*  
Nil

**Other principal directorships**  
NAIOP Inland Empire Chapter; AIR CRE

**Major Appointments (other than directorships):**  
Managing Director, JLL Industrial Services Group; Chairman, Community Service, ICON Conference Committee and CONVERGE Conference Committee of NAIOP Inland Empire Chapter

**Past Directorships held over the preceding 5 years (from 1 January 2020 to 31 December 2024):**  
Nil

**Others:**  
Nil



**BRIDGET LEE SIOW PEI, 53**

**Non-Executive Director**



**Date of first appointment:**  
20 October 2021

**Date of last endorsement:**  
17 April 2024

**Length of service (as at 31 December 2024):**  
3 years 2 months

**Board Committee(s) served on:**  
Member of Nominating and Remuneration Committee

**Academic & Professional Qualification(s):**  
Master of Management, J.L. Kellogg Graduate School of Management, Northwestern University;  
Bachelor of Accountancy, Nanyang Technological University

**Present Directorships (as at 1 January 2025):**  
*Listed companies*  
Nil

**Other principal directorships**  
Keppel Credit Fund Management Pte. Ltd.

**Major Appointments (other than directorships):**  
Chief Investment Officer, Real Estate, Keppel Ltd.

**Past Directorships held over the preceding 5 years (from 1 January 2020 to 31 December 2024):**  
Bridge-M Capital Pte. Ltd.  
(f.k.a. Keppel Capital Four Pte. Ltd.);  
KCIF Investments Pte. Ltd.;  
Keppel Core Infra Fund GP Pte. Ltd.;  
Keppel Infrastructure Holdings Pte Ltd;  
Keppel Capital Alternative Asset Pte. Ltd.

**Others:**  
Nil



# The Manager



**DAVID SNYDER, 54**

**Chief Executive Officer and  
Chief Investment Officer**

Mr Snyder was part of the management team that led the successful listing of Keppel Pacific Oak US REIT and has been the Chief Executive Officer and Chief Investment Officer since its listing on 9 November 2017.

Prior to his current appointment, Mr Snyder was a consultant to KBS Capital Advisors where he managed the AFRT portfolio.

From 2008 to 2015, Mr Snyder was the Chief Financial Officer (CFO) of KBS Capital Advisors and five of its non-traded REITs. In addition to his CFO responsibilities, he led the negotiation for the transfer of the AFRT portfolio, consisting of over 800 properties valued at over US\$1.7 billion. He subsequently managed that portfolio for KBS Real Estate Investment Trust.

From 1998 to 2008, Mr Snyder was the Financial Controller for Nationwide Health Properties, a publicly traded healthcare REIT. Prior to that, he was the Director of Financial Reporting for Regency Health Services.

He started his career as an auditor at Arthur Andersen LLP after graduating from Biola University with a Bachelor of Science in Business Administration.

**Present Directorships (as at 1 January 2025):**  
Keppel Pacific Oak US REIT Management, Inc;  
Various subsidiaries of Keppel Pacific Oak US REIT

**Past Directorships held over the preceding 5 years (from 1 January 2020 to 31 December 2024):**  
Nil



**ANDY GWEЕ, 48**

**Chief Financial Officer**

Mr Gwee has more than 20 years of experience in the accounting, finance and auditing industry. He was part of the management team that led the successful listing of KORE and has been the CFO since its listing on 9 November 2017.

Prior to joining the Manager, Mr Gwee was the Head of Finance of Keppel DC REIT Management Pte. Ltd., the Manager of Keppel DC REIT.

From 2012 to 2015, Mr Gwee was the Senior Finance Manager at Keppel Ltd., where he assisted the Chief Financial Officer and Group Controller in Keppel's financial and reporting functions.

From 2000 to 2012, Mr Gwee was at PricewaterhouseCoopers LLP (PwC) Singapore in an audit function where he was the engagement manager for leading clients and local listed groups.

Mr Gwee graduated with a Bachelor of Accountancy, Second Class Honours (Upper Division), from the Nanyang Technological University of Singapore. He is a Chartered Accountant (Singapore) and is a member of the Institute of Singapore Chartered Accountants.

**Present Directorships (as at 1 January 2025):**  
Keppel Pacific Oak US REIT Management, Inc;  
Various subsidiaries of Keppel Pacific Oak US REIT

**Past Directorships held over the preceding 5 years (from 1 January 2020 to 31 December 2024):**  
Nil



**SEE AI LIN, 35**

**Senior Manager, Finance**

Ms See has more than 10 years of experience in the accounting, finance and auditing industry.

Prior to her appointment to the Manager in 2018, Ms See was an Assistant Manager at Keppel REIT Management Pte. Ltd., the Manager of Keppel REIT, where she was responsible for the financial and management reporting functions.

From 2011 to 2016, she was an Assistant Audit Manager with PwC, where she was involved in the audit of local listed groups and multinational companies including those in real estate and construction.

Ms See graduated with a Bachelor of Commerce from The University of Queensland. She holds a professional qualification from CPA Australia.

**Present Directorships (as at 1 January 2025):**  
Nil

**Past Directorships held over the preceding 5 years (from 1 January 2020 to 31 December 2024):**  
Nil

# Key Developments

## 01 Quarter

Announced on 15 February 2024, KORE's recapitalisation plan included suspending distributions beginning with the distributions relating to 2H 2023, with the goal of re-commencing distributions by FY2026.

Achieved Net Property Income (NPI) of US\$21.0 million for 1Q 2024.

Leased 335,437 sf of space for 1Q 2024, equivalent to 7.0% of portfolio NLA.

Portfolio committed occupancy was 90.1% as at 31 March 2024.

## 02 Quarter

Achieved NPI of US\$21.0 million for 2Q 2024, bringing NPI for 1H 2024 to US\$42.0 million.

2Q 2024 saw total leasing of 199,494 sf of space, equivalent to 4.2% of portfolio NLA. Portfolio committed occupancy was 90.7% as at 30 June 2024.

Income available for distribution was US\$23.8 million for 1H 2024.

No distribution declared for 1H 2024 arising from the recapitalisation plan.

Convened a physical Annual General Meeting on 17 April 2024 and obtained Unitholders' approval for all resolutions.

## 03 Quarter

Achieved NPI of US\$20.1 million for 3Q 2024, bringing NPI for 9M 2024 to US\$62.1 million.

186,461 sf of space was leased in 3Q 2024, equivalent to 3.9% of portfolio NLA. Portfolio committed occupancy was 88.7% as at 30 September 2024.

Successfully negotiated with lenders to early refinance or include extension options for the majority of loans expiring in 2024 and 2025. KORE entered into these new loan facilities in July 2024.

## 04 Quarter

Achieved NPI of US\$16.1 million for 4Q 2024, bringing NPI for 2H 2024 to US\$36.3 million and NPI for FY2024 to US\$78.3 million.

A total of 938,655 sf of space was leased for FY2024. Portfolio committed occupancy was 90.0% as at 31 December 2024.

Achieved income available for distribution of US\$23.8 million for 2H 2024, bringing income available for distribution for FY2024 to US\$47.6 million. No distribution declared for 2H 2024 arising from the recapitalisation plan.

Entered into a new US\$45.0 million uncommitted revolving credit facility in October 2024.

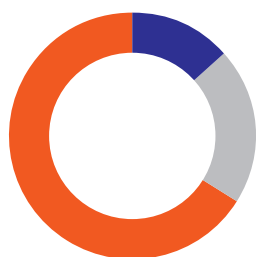
Secured a US\$50.0 million term loan facility in December 2024.



## Investor Relations

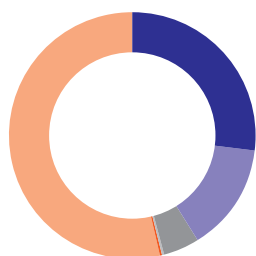
KORE utilises a variety of platforms and communication channels to provide prompt disclosure of its business developments and relevant corporate affairs.

**UNITHOLDING BY INVESTOR TYPE (%)**  
as at 12 February 2025



● Sponsors and related parties	13.5
● Institutional	20.6
● Retail	65.9
<b>Total</b>	<b>100.0</b>

**UNITHOLDING BY GEOGRAPHY<sup>1</sup> (%)**  
as at 12 February 2025



● Singapore	27.1
● North America	14.2
● Asia (excluding Singapore)	4.7
● UK	0.3
● Europe (excluding UK)	0.2
● Others <sup>2</sup>	53.5
<b>Total</b>	<b>100.0</b>

Unitholding in KORE is subject to an ownership restriction of 9.8% of the total Units outstanding.

<sup>1</sup> Excluding sponsors and related parties.

<sup>2</sup> Others comprises the rest of the world, as well as unidentified holdings and holdings below the analysis threshold.

### STRENGTHENING STAKEHOLDER OUTREACH

In 2024, the Manager actively connected and engaged with investors and stakeholders through a combination of in-person and virtual meetings, ensuring regular updates on KORE's business operations. The Manager also regularly engaged the media and members of the investment writing community to provide insights on the evolving United States (US) office market and how KORE's distinctive value propositions position the REIT well moving forward. These initiatives were complemented by timely responses to inquiries from investors and the media.

Throughout the year, the Manager engaged approximately 465 investors and analysts across Singapore, Malaysia, Thailand, Japan and Taiwan. Additionally, the Manager continued to actively engage retail Unitholders through various platforms, as part of its investor education outreach initiatives. These included participating in retail webinars hosted by the Securities Investors Association (Singapore) and Phillip Securities, as well as engaging members of the online financial community, whose content contributes to the development of financial and investment literacy among the retail investment community.

KORE's sixth Annual General Meeting (AGM) was held in-person on 17 April 2024. At the AGM, the Manager reported on KORE's FY2023 performance and addressed questions from Unitholders present. In addition, answers to the relevant and substantial questions from Unitholders that were submitted ahead of the AGM were posted on SGXNet. All AGM resolutions were

polled electronically with an independent scrutineer appointed to count and validate the AGM's votes. All resolutions tabled at the AGM were passed. Results of the AGM, the minutes of the meeting, presentation slides and responses to relevant and substantial questions from Unitholders were subsequently published on SGXNet and KORE's website.

### PROACTIVE COMMUNICATION AND TIMELY DISCLOSURE

KORE utilises a variety of platforms and communication channels to provide prompt disclosure of its business developments and relevant corporate affairs.

In 2024, KORE's half-yearly financial results were presented by management through a 'live' audio webcast accessible to analysts, media representatives, investors and the general public. The presentation by management was followed by an interactive question and answer session. Additionally, analyst teleconferences were conducted after the release of KORE's quarterly business and operational updates. KORE also participated in engagements such as Keppel's REITs and Trust Investor Day in Tokyo, where management engaged in one-on-one meetings with investors and a panel discussion.

All communication materials, including news releases, announcements, half and full year financial statements, key business and operational updates, as well as presentations, are published on SGXNet and KORE's website. Interested parties may also opt-in for email alerts via KORE's website.

The Manager distributes investor packs and updates which contain the instructions and relevant tax forms needed to help both new and existing investors understand their tax obligations as Unitholders of KORE. Tax-related information is also published on KORE's website, along with a hotline and email address for queries.

### ENHANCING GLOBAL INVESTOR ENGAGEMENT

The REIT remains a constituent of multiple indices, including the iEdge S-REIT Index and FTSE ASEAN All-Share Index. Such inclusions continue to enhance KORE's visibility amongst global investors.

As at 31 December 2024, three research houses cover KORE. They are DBS, RHB and UOB Kay Hian.



The Manager actively connects and engages with investors, including at its Annual General Meeting.

### INVESTOR RELATIONS CALENDAR

Financial Year Ended 31 December 2024

#### 1Q

Announced FY2023 results and convened a 'live' audio webcast

Held FY2023 post-results investor engagements

Held FY2023 post-results non-deal roadshow in Bangkok hosted by RHB

Attended the DBS Pulse of Asia Conference

Participated in UOB Kay Hian's ASEAN Conference in Taipei

#### 2Q

Announced 1Q 2024 key business and operational updates and convened analysts' teleconference

Held 1Q 2024 post-updates investor engagement hosted by RHB

Convened KORE's sixth AGM

Attended the REITs Symposium

#### 3Q

Announced 1H 2024 results and convened a 'live' audio webcast

Held 1H 2024 post-results investor engagement hosted by DBS

Participated in 1H 2024 post-results non-deal roadshow in Bangkok hosted by DBS

Participated in Keppel's REITs and Trust Investor Day in Tokyo hosted by Bank of America

#### 4Q

Announced 3Q 2024 key business and operational updates and convened analysts' teleconference

Held 3Q 2024 post-updates investor engagement hosted by UOB Kay Hian

Organised webinar with Phillip Securities for retail investors and trading representatives

Attended a non-deal roadshow in Kuala Lumpur hosted by RHB

### Unitholder Enquiries

For more information, please contact the investor relations team at:

**Telephone**  
(65) 6803 1687

**Email**  
enquiries@koreusreit.com

**Website**  
www.koreusreit.com



# Independent Market Review

By JLL

The United States (US) office market saw leasing activity almost reach pre-pandemic levels in 2024, led by the Sun Belt markets.



## Executive Summary

# 01

**Demand has nearly returned to pre-pandemic levels**

- For three consecutive quarters, office leasing volume has established a new post-pandemic high.
- Q4 2024 leasing volume reflected over 92% of typical pre-pandemic averages.

# 02

**Net absorption flips positive for first quarter since 2021**

- The market experienced its first quarter of positive net absorption since Q4 2021, and the second time since the pandemic began.
- Availability has declined for two consecutive quarters, pointing towards notable declines in vacancy in 2025.

# 03

**Rent momentum remains broadly positive**

- Despite lagging against inflation, same-store asking rents continue to grow.
- Face rates and effective rates on leases signed in 2024 saw an improvement from softening economics in 2023.

# 04

**New supply will become even more scarce in 2025**

- Groundbreakings for the past six quarters have averaged 10% lower than the previous historical low.
- Record volume of inventory continues to be removed for conversion and redevelopment.

# 05

**Hybrid employers still requesting more office attendance**

- Momentum continues for return-to-office, with several major employers establishing or increasing requirements, or announcing new mechanisms of enforcement in Q4 2024.

## ECONOMIC OVERVIEW

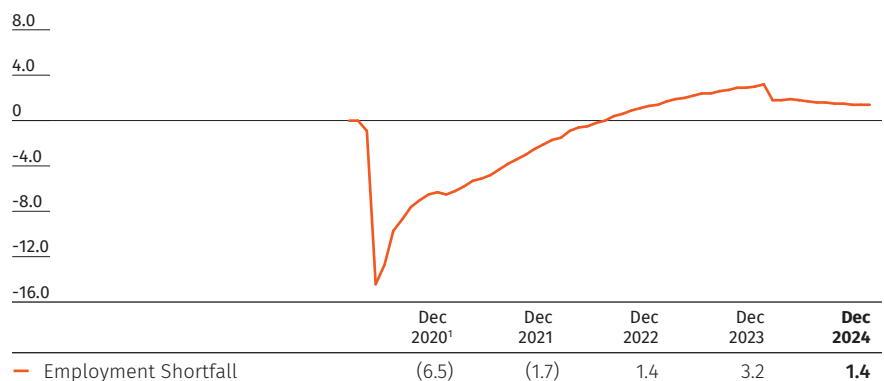
The macroeconomic landscape improved considerably over the course of 2024 but is beginning to experience heightened volatility in the wake of a new presidential administration. Inflation progress has temporarily stalled, with both the consumer price index and personal consumption expenditures showing increases for the past two monthly readings, and 10-year treasuries having risen 74 basis points (bps) over the past three months. Labor markets are softer than recent years but remain resilient: office-using industries added 104,000 jobs in the past quarter and have grown by 615,000 during 2024, down somewhat from 763,000 jobs added in 2023. Corporate earnings have been strong throughout the year, with growth accelerating at year-end: Q4 2024 marked the sixth consecutive quarter of year-over-year (y-o-y) earnings growth in the S&P 500, with the Q4 2024 growth rate of 11.7% representing the highest y-o-y growth since Q4 2021.

After the results of the November presidential election, federal policy is

now anticipated to shift in several consequential ways. The new administration has issued an executive order requiring federal workers to return to offices, potentially spurring more activity in Washington, DC and other federal government enclaves, and potential tax cuts or removal of regulatory burdens is expected to drive faster growth generally. However, policies surrounding

tariffs and immigration have the potential to undercut growth and drive inflation if implemented to their full extent. These expectations have already impacted the interest rate outlook: three months ago, investors were expecting three additional rate cuts in 2024 and four in 2025; after 50 bps of cuts in the last two months, investors now expect only two additional cuts in 2025.

## JOB GROWTH REMAINS POSITIVE BUT SLOWING (%)



<sup>1</sup> Starts from February 2020.



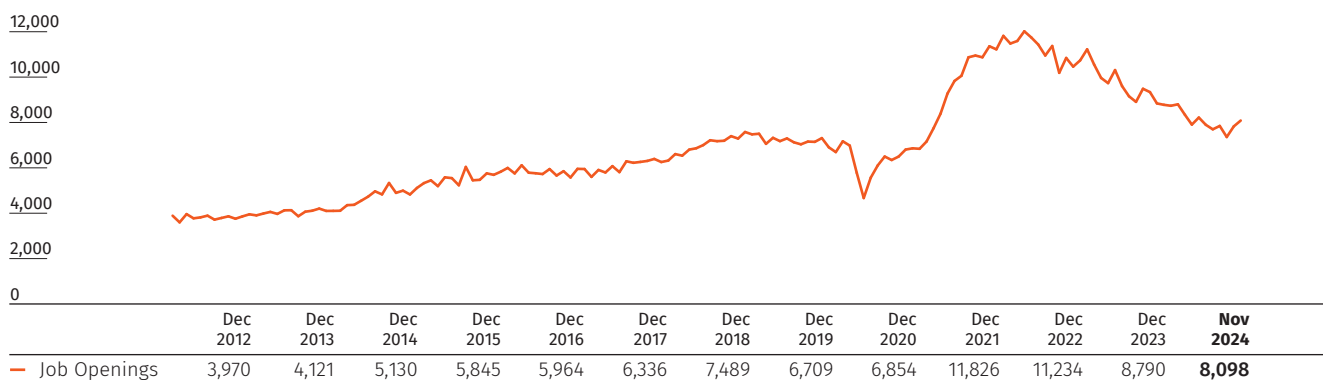
## Independent Market Review

By JLL

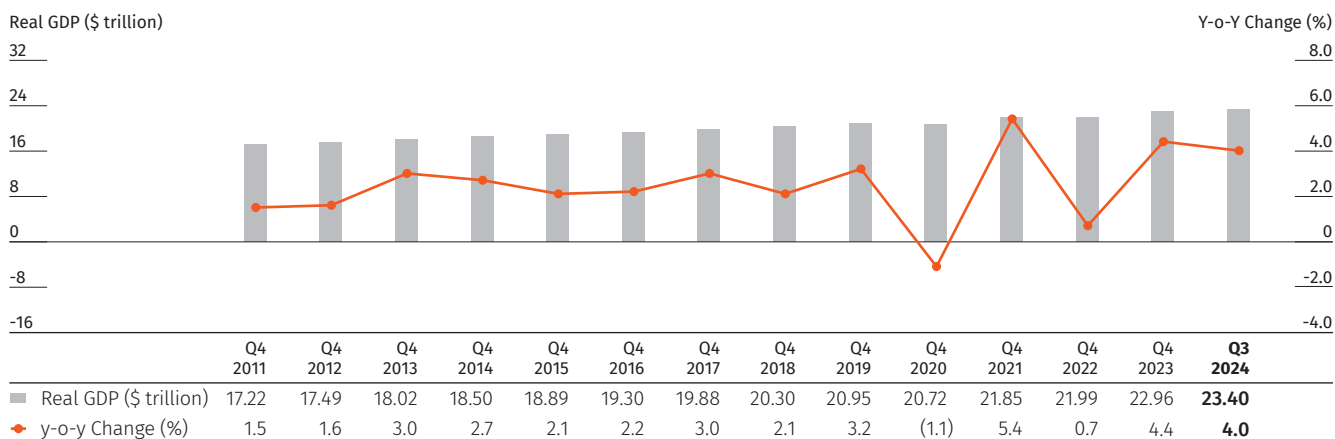


The US office leasing market saw rising demand in tandem with continuing momentum for return-to-office.

## STEADY DECLINE IN JOB OPENINGS REFLECTS SLIGHT SOFTENING ('000)

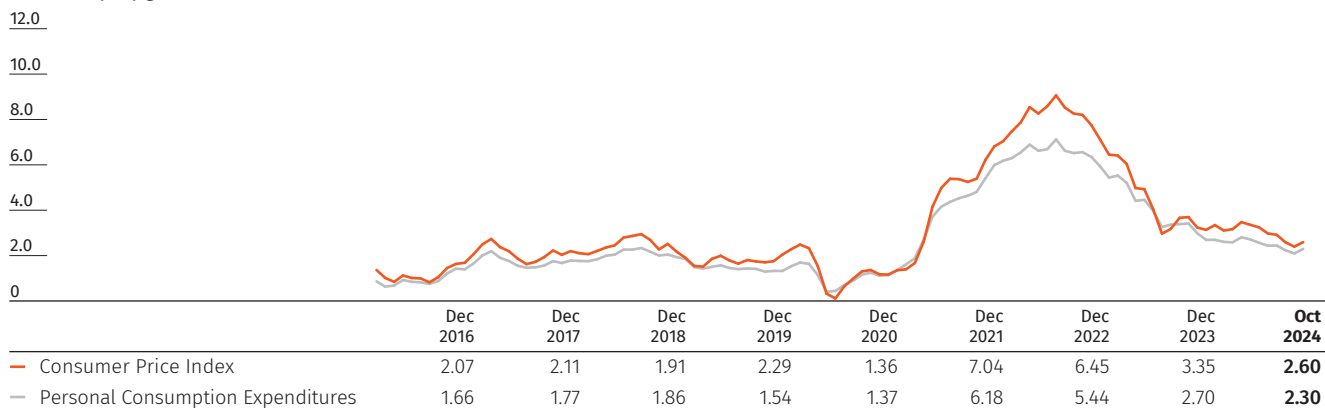


## ECONOMIC GROWTH REMAINED STRONG IN 2024



## INFLATION IS APPROACHING TARGETS, BUT PROGRESS SLOWING (%)

Price index y-o-y growth



## US OFFICE OVERVIEW

US office occupiers had their most active quarter since the pandemic onset, leasing a total of 52.9 million sf, a post-pandemic high for the third straight quarter. This reflected 4.9% growth quarter-over-quarter (q-o-q) and 17.6% growth y-o-y, with Q4 2024 volume surpassing 92% of pre-pandemic averages. Geographic variance is narrowing as the recovery spreads more broadly. Sun Belt markets lead leasing activity with over 95% of pre-pandemic activity over the last six months, while gateway markets have recovered to 76% of pre-pandemic activity in the second half of the year.

Leasing strategies reflect the shift from a low-rate environment with a robust development pipeline to the current higher rate environment with diminishing high-end options. First-generation new leases and

relocations comprised less than 6% of leasing volume in 2024, while renewals and extensions generated a larger share. Effective rents in first-generation space grew nearly 17% y-o-y, rebounding from 2023 softening. Second-generation leases and renewals both grew roughly 7% y-o-y. Asking rates continue to marginally increase, with same-asset rents growing 0.2% in the past year.

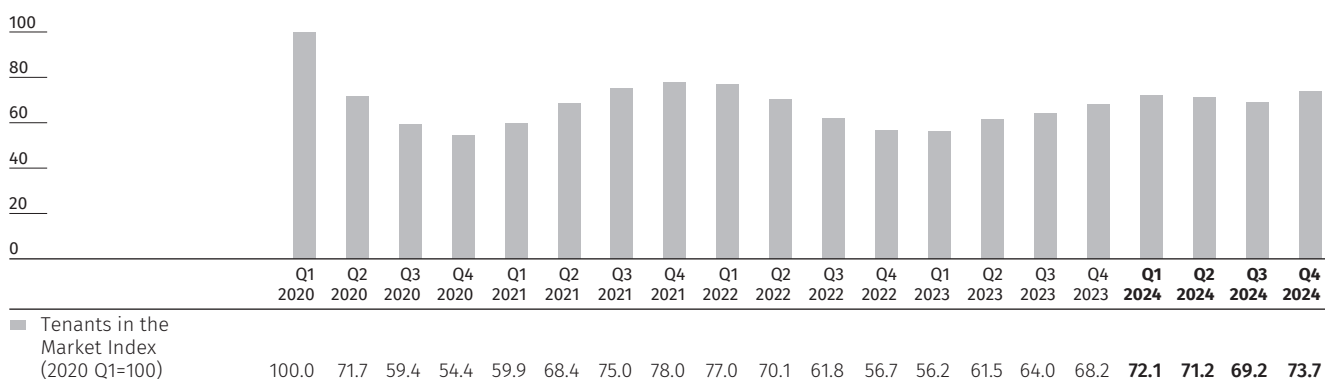
The sublease market showed steady improvement throughout 2024. New additions declined 26% y-o-y, with four of the last five months seeing fewer sublease additions than the monthly average since 2020.

Backfills grew 11% y-o-y even as availability levels declined. Sublease vacancy levels have decreased for five consecutive quarters, returning to mid-2022 levels.

Downsizing activity has declined over the past nine months. In 2024, tenants over 25,000 sf who acted upon a lease expiration cut their footprints by 7.9% on average, the most substantial y-o-y improvement since the pandemic began. Q4 2024 saw the lowest downsizing rate to date, with expiring tenants associated with just over 200,000 sf in footprint reduction on nearly 7 million sf of leases. 63% of large tenants with expiring leases in 2024 either maintained their footprint or expanded, the largest share in recent years.

The US experienced 276,400 sf of positive net absorption in Q4 2024, reversing the significant occupancy loss over the past 20 quarters. Despite this, vacancy rates rose by 9 bps amid a slight uptick in construction deliveries. Availability declined for the second consecutive

## ACTIVE OFFICE REQUIREMENTS CONTINUE TO CLIMB UPWARDS





Independent Market Review  
By JLL



Highly amenitized buildings in CBD markets have gained nearly two million sf of occupancy in 2024.

quarter by 7.8 million sf, suggesting a continued positive outlook for absorption and vacancy rates.

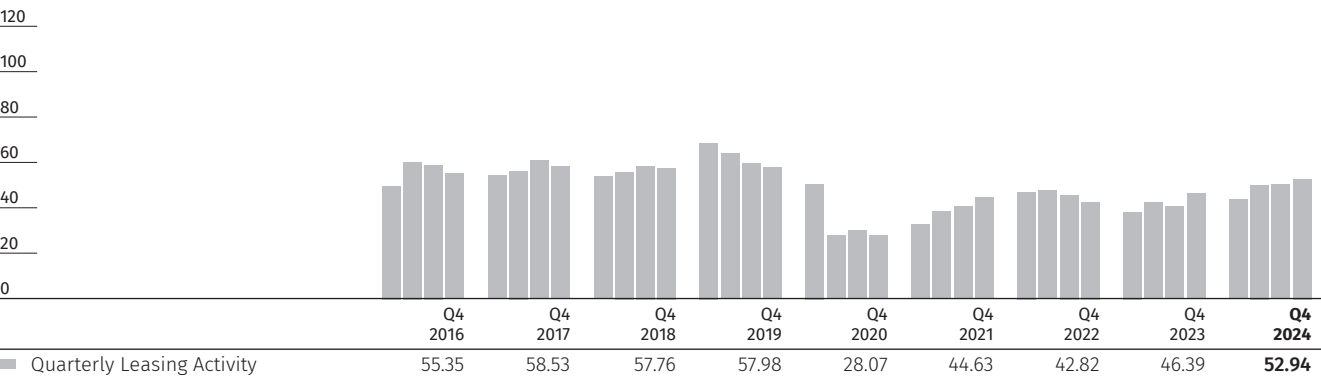
Occupancy losses are highly concentrated. In Q4 2024, just 11.4% of buildings experienced an increase in vacancy rate, the lowest share in the past ten years. This is

partly due to an intense flight to quality. Older buildings have lost over 400 million sf of occupancy since 2020, while newer buildings constructed in the past decade have gained nearly 150 million sf.

As development slows, vacancy rates in new supply are declining

swiftly in most markets. 38 of the 53 office markets tracked by JLL have lower vacancy rates in new supply than the broader market, and national vacancy is more than 400 bps lower in newer product. Available supply in newer buildings has declined 25% from the peak levels in 2022.

LEASING ACTIVITY SETS POST-PANDEMIC HIGH (million sf)



## The US experienced positive net absorption in Q4 2024, reversing the significant occupancy loss over the past 20 quarters.

Spillover demand is benefitting similar pockets of the market across multiple geographies, with tenants targeting buildings in top-tier locations or upgraded buildings. Second-generation new construction and renovated buildings have seen their share of leasing volume growing since early 2022. Highly amenitized buildings in CBD markets have gained nearly two million sf of occupancy in 2024, regardless of their original development year.

Office development declined to unprecedented levels in 2024. Just under 500,000 sf of construction broke ground in Q4 2024, dominated by small-scale, pre-committed developments. The remaining pipeline declined by almost 40% y-o-y and has fallen by nearly 80% since 2019. Nearly 30 million sf

delivered in 2024 – that will decline by about 20% in 2025 and then by almost 75% annually for two consecutive years.

Conversions and redevelopments have been growing over a 20% annual growth rate since 2020, establishing record inventory removal levels for each of the past four years. In 2024, more than 37 million sf was taken offline or planned for removal, mostly comprising office-to-residential conversion projects. 13 of the 20 largest office markets in the US have created new incentives for office redevelopments since 2020.

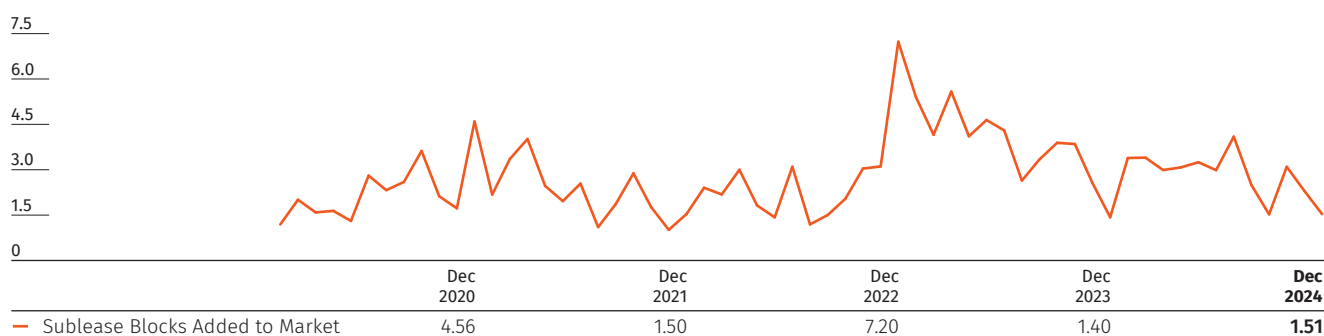
The capital markets recovery has been methodical. Overall office investment volume increased by roughly 30% y-o-y, but single-asset traditional office sales increased by

only 10% y-o-y, matching 2010 levels of liquidity. Open-ended diversified core funds' capital expenditure reporting shows more capex deployed on building improvements in the last 12 months than any period on record other than Q2 2019 – Q1 2020.

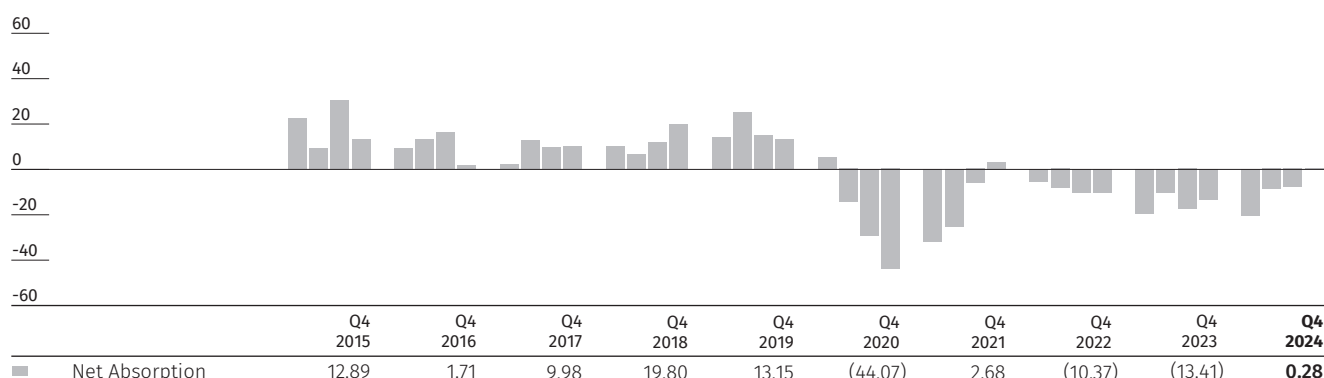
The distress pipeline has not yet shown meaningful signs of a plateau. Office commercial mortgage-backed securities delinquency rates rose more than 250 bps since Q3 2024. Distress-driven transactions were more frequent in 2024 and appear to be slated to grow in 2025, but strategies from new ownership may evolve.

At the close of the year, the vast majority of large employers have established office attendance requirements. In the Fortune 100,

### GROSS SUBLEASE ADDITIONS OVER 20,000 SF (million sf)



### NET ABSORPTION FLIPPED marginally POSITIVE IN Q4 2024 (million sf)



## Independent Market Review

By JLL



Fortune 100 companies led the change, shaping the return-to-office trend.

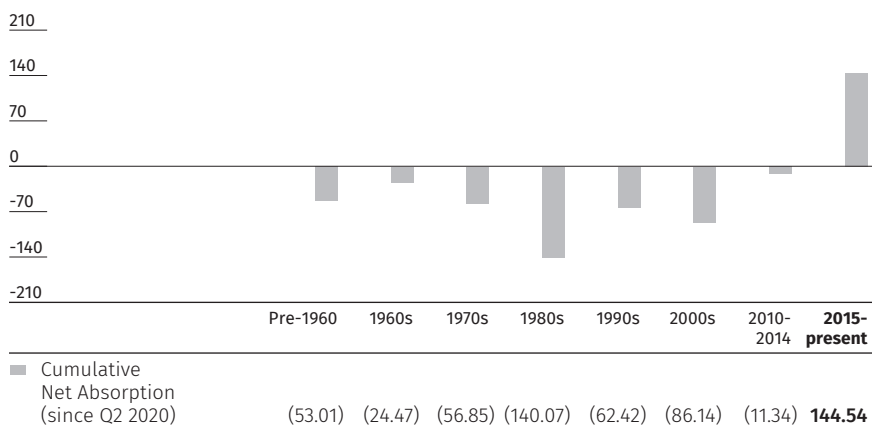
21% of employees are required to attend the office five days per week, 74% have hybrid policies requiring one to four days per week, 4% have other variations of hybrid, and just 1% of employees are fully remote. More companies are expected to gradually establish attendance requirements or incrementally increase them until office attendance largely resembles pre-pandemic norms, eventually settling on an average requirement of 3.5 to 4.0 days.

Although the fourth quarter was the culmination of a strong year of progress in stabilizing the US office market, pressures remain. Leasing activity may experience some choppiness in the first half of 2025 amid a volatile policy outlook, but active tenant requirements continue to trend upwards. Leasing volume is expected to grow by nearly 10% y-o-y in 2025. Leasing activity will continue to skew towards renewals as availabilities in new buildings disappear.

Two consecutive quarters of meaningful reductions in availability are creating more certainty that vacancy rates will decline in 2025, likely by the first or second quarter of the year. Net absorption may fluctuate during the first half of the year but is positioned to improve considerably in 2025 and reach marginally positive totals for the full year.

Despite the improvement of occupier markets in the past year, tenants are ultimately depending on improved capital flows to alleviate some of the pressures in the market. Most markets remain undersupplied with well-amenitized, high-quality workspaces, despite high vacancy levels in commodity office space. Improvements in liquidity will allow suitable assets to transfer to new ownership that is positioned to deploy capital to upgrade properties and help fill the supply gap that is widening amid the lack of development activity.

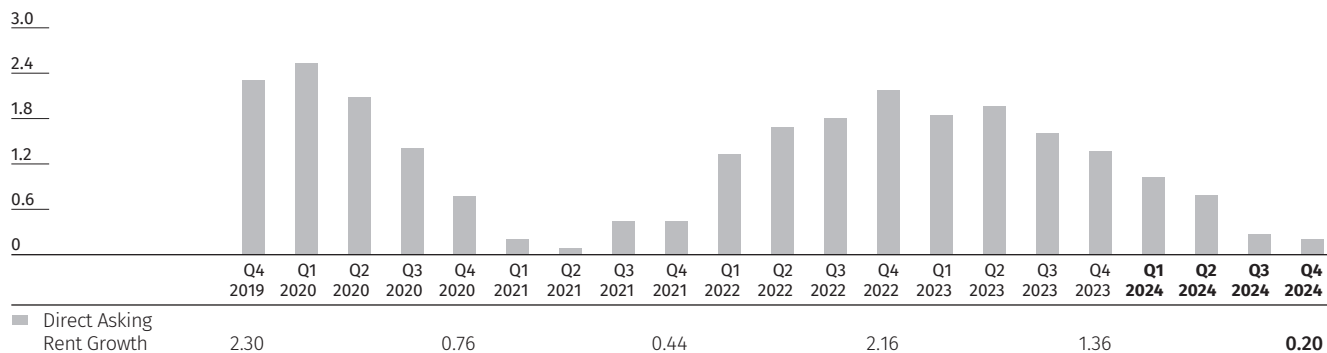
## NET ABSORPTION BY BUILDING VINTAGE (million sf)



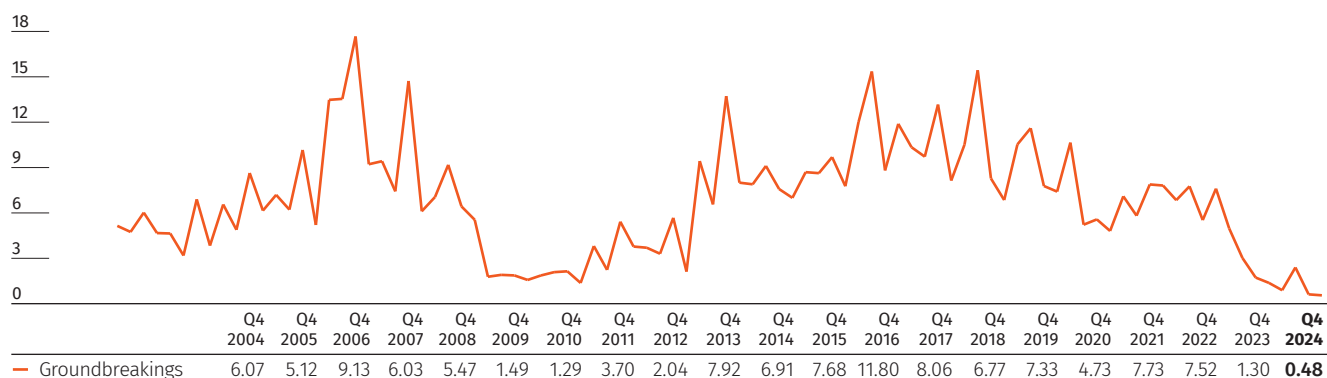


## Office supply declined by unprecedented levels in 2024, with just under 500,000 sf of developments breaking ground over the year.

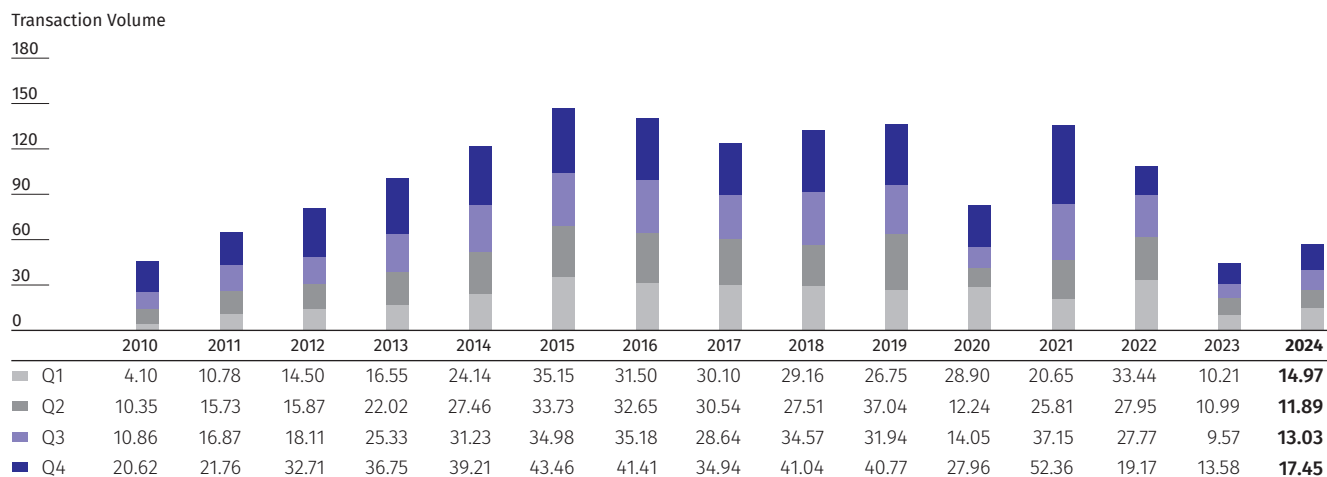
### DIRECT ASKING RENT GROWTH (FOUR QUARTER TRAILING AVERAGE) (%)



### Groundbreakings Descend to 20-Year Low (million sf)



### SALES MARKET REMAINS HAMPERED BY HIGH COST OF DEBT (US\$ billion)

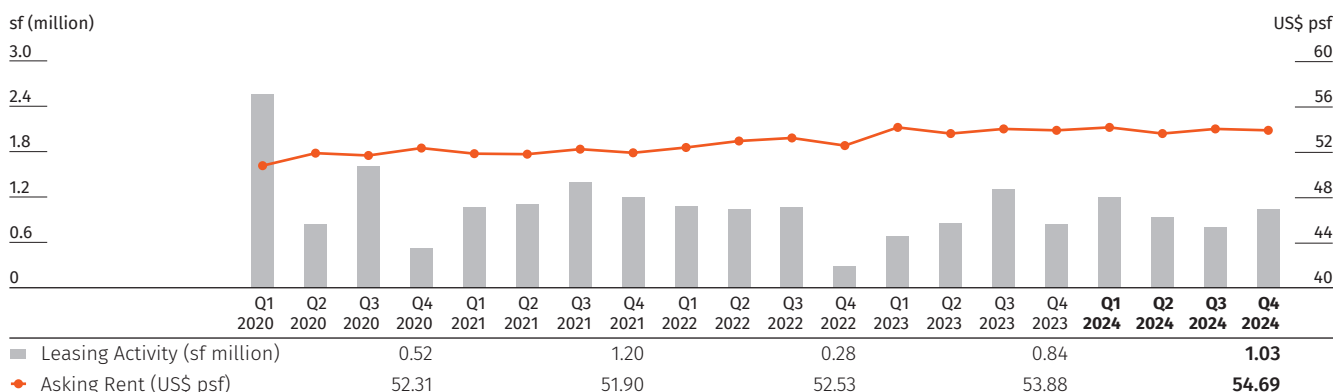




## Independent Market Review

By JLL

## SEATTLE, WASHINGTON – PUGET SOUND EASTSIDE LEASING ACTIVITY AND CLASS A DIRECT ASKING RENT



## SEATTLE, WASHINGTON

The Seattle/Puget Sound office market began to stabilize in 2024, with availability holding steady at 23.0% and touring activity rebounding. Annual leasing volume grew for the second consecutive year, reaching 3.9 million sf in 2024, an 8.1% increase y-o-y but still 53% from pre-pandemic averages. The average new deal size grew to over 14,000 sf, reflecting increased confidence in long-term space needs among larger tenants. High-quality space was preferred, with six of the year's 10 largest new leases in properties built since 2019.

Total market-wide availability remained at 34.2 million sf, while sublease availability decreased by 120 bps from 2023, reaching its lowest point since Q3 2022. This was due to expired subleases reverting to direct landlord control and select withdrawals. Construction activity reached its lowest point since 2015, with 3.3 million sf delivered in 2024, of which 1.4 million sf remains available. Notable completions include University District Station Building (44.7% available) and 35 Stone in Ballard/U District (fully leased to Brooks). The office development pipeline dropped to 2.1 million sf following those deliveries and minimal groundbreakings over the past two years.

With no new groundbreakings expected soon, no new supply will be delivered until at least 2028. Approximately 34 million sf of lease expirations are anticipated over the next three years.

## Outlook

Leasing velocity is expected to gradually rise as more stringent return-to-office policies take effect in 2025. While recovery remains a long-term process, the region's economy is forecasted to have the third-highest growth among major metros through 2029. New, well-amenitized products will continue to be favored through 2025. However, with 4.9 million sf

available in buildings constructed in the past 10 years or in the pipeline, renewal rates in Seattle will likely be lower than the US average.

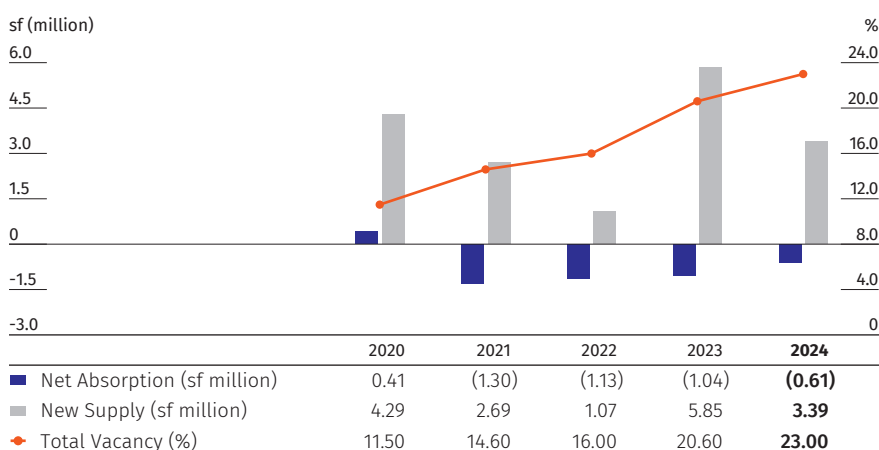
## AUSTIN, TEXAS

Austin's total vacancy stabilized in Q4 2024, increasing just 0.1% for the second consecutive quarter. This provides relief following a two-year period of 1% average quarterly

## SEATTLE, WASHINGTON – PUGET SOUND EASTSIDE OFFICE MARKET FUNDAMENTALS

	Q4 2024	Forecast
YTD Net Absorption (sf)	-612,357	▼
Total Vacancy (%)	23.00	▲
Class A Direct Asking Rent (psf)	US\$54.69	▼
Overall Direct Asking Rent (psf)	US\$49.46	▼
Concessions	Stable	—
Under Construction (sf)	2,113,406	▼
Pre-leased (%)	77.30	—

## SEATTLE, WASHINGTON – PUGET SOUND EASTSIDE HISTORICAL SUPPLY AND DEMAND TRENDS





With its booming tech scene, Austin's office market continues to attract businesses and professionals seeking dynamic environments.

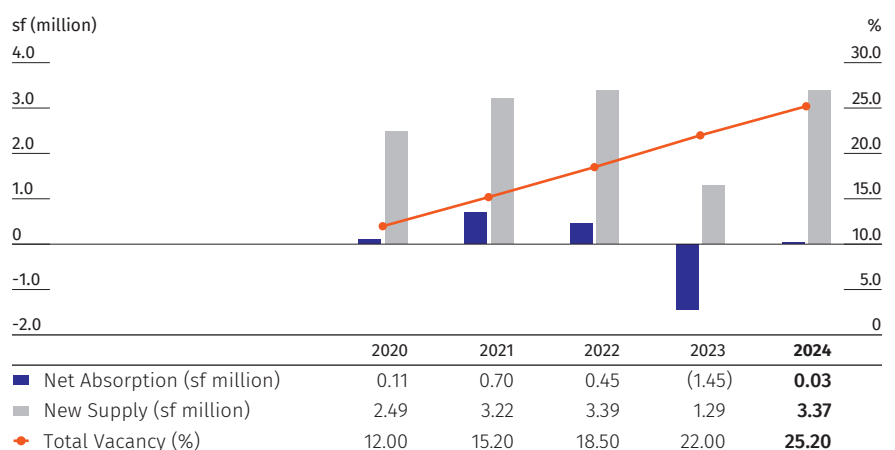
increases amid record deliveries and reduced demand. The slight vacancy increase from Q3 2024 was due to 232,568 sf of vacant space delivered across two completed projects. Total net absorption was positive with 187,159 sf of occupancy gains, highlighted by Tokyo Electron's 98,761 sf move-in at River South.

Direct availability decreased for the first time since Q1 2022, falling 0.5% to 24%, while sublease availability remained stable at 6.5%. Sublease levels are expected to decline in 2025 as larger backfill activity is taking place and lower-quality listings are set to expire to direct availabilities. Higher-quality spaces like Meta's sublease in the Domain have seen greater attention, with IBM signing a 320,000 sf lease to replace a build-to-suit development that will no longer be built. Quarterly leasing activity totaled 1.1 million sf, predominantly in Class A space. Notable leases include Action Behaviors Center's 93,353 sf at Dimensional Place II, Wise's 60,682 sf expansion at Domain Tower 2, and US Money Reserve's

#### AUSTIN, TEXAS OFFICE MARKET FUNDAMENTALS

	Q4 2024	Forecast
YTD Net Absorption (sf)	26,994	↘
Total Vacancy (%)	25.20	↗
Class A Direct Asking Rent (psf)	US\$57.83	—
Overall Direct Asking Rent (psf)	US\$51.92	↘
Concessions	Rising	↗
Under Construction (sf)	2,928,815	↘
Pre-leased (%)	52.00	↗

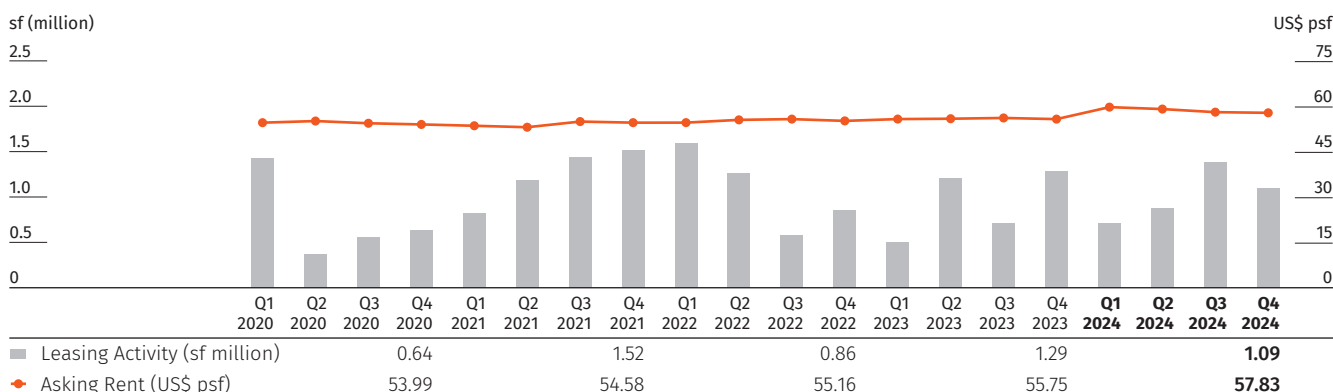
#### AUSTIN, TEXAS HISTORICAL SUPPLY AND DEMAND TRENDS



## Independent Market Review

By JLL

## AUSTIN, TEXAS LEASING ACTIVITY AND CLASS A DIRECT ASKING RENT



59,634 sf at Seven Oaks East. Leasing in 2024 is up 9.5% y-o-y but remains 31% below pre-pandemic levels.

The largest office sale was Cousins Properties' acquisition of Sail Tower from Trammell Crow. While 100% leased by Google, it represents 3.8% of total market vacancy as the company has yet to occupy the space.

### Outlook

Redcar broke ground on a 45,000 sf creative office project in the South submarket, ending a six-quarter break in speculative construction starts. The development pipeline will continue to shrink over the next year as ongoing projects deliver, placing upward pressure on vacancy. With 25 million sf of expirations over the next three years and 8.3 million sf available in new or pipeline buildings, Austin is likely to experience one of the lowest renewal rates in the US.

### DENVER, COLORADO

Denver's office market faces structural changes due to its position as a major tech hub, with vacancies exceeding 25% amid evolving workplace strategies. The metro is particularly affected by the tech sector's remote work adoption. Annual occupancy losses since 2021 have averaged 150 bps, indicating ongoing market adjustment.

Leasing patterns reveal a decisive approach to space utilization, with quality and location driving decisions. Micromarkets like RiNo and Cherry Creek generated notable leasing stories in 2024, often reflecting reduced footprints. Post-2020 buildings absorbed 706,000 sf, while older assets, especially 1980s-vintage properties, face mounting vacancies. A modest development pipeline of 770,784 sf, 53% committed, suggests measured supply growth.

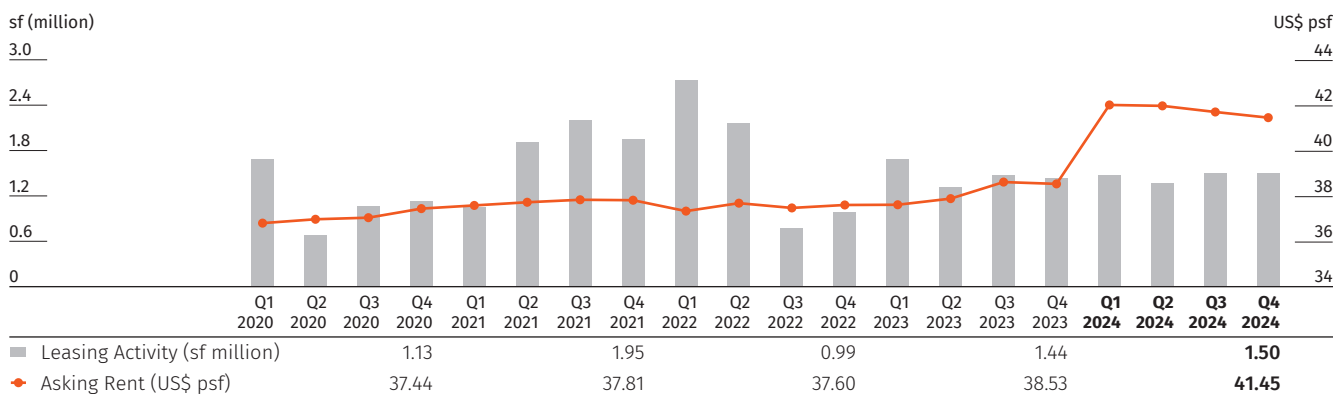
The investment landscape has shifted dramatically, with transaction volume at 35% of pre-pandemic levels and average pricing down 57% from late 2021 peaks. Private equity and owner-users now dominate where institutional capital once prevailed, particularly in older CBD assets facing loan performance challenges.

Leasing in 2024 remained flat y-o-y and 37% below pre-pandemic levels. With 37 million sf of expirations over the next three years, renewal rates in Denver are expected to align with the US average. The market is ripe for creative solutions, with success favoring those who can position assets around modern workforce priorities: flexibility, amenities, and experiential offerings.

### Outlook

Denver's office market is poised for strategic reinvention. While vacancy rates may remain elevated

## DENVER, COLORADO LEASING ACTIVITY AND CLASS A DIRECT ASKING RENT



through 2025, opportunities exist for forward-thinking stakeholders. Success will favor those who can position assets around modern workforce priorities: flexibility, amenities, and experiential offerings. The market's evolution suggests a future where office space serves as a destination for productivity, collaboration, and culture. Owners and investors who adapt to these changing demands will be best positioned to capitalize on the market's transformation.

NASHVILLE, TENNESSEE

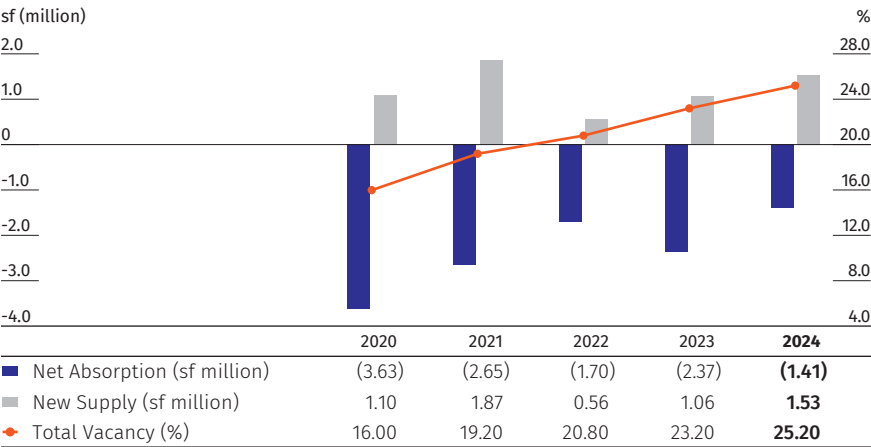
Along with other tech-led secondary markets, Nashville experienced a strong recovery in demand in 2024, boosted by restored new-to-market and expansionary leasing activity from growing technology tenants. Q4 2024 leasing in Nashville totaled over 550,000 sf, led by Industrious signing 30,718 sf at Nashville Yards Pinnacle Tower and SPB Hospitality leasing 12,851 sf at Broadwest. Urban submarkets accounted for 55% of all signings, with Midtown leading at 39%. Finance dominated industry sectors with 36% of leasing, followed by Business Services at 20%.

Nashville's office absorption remained positive in Q4 2024, resulting in a 2024 total of 195,710 sf. However, new deliveries pushed vacancy up to 21.4%. Some older urban product in the Nashville CBD has generated conversion interest with the recent slowdown in office activity: 211 Commerce will be converted to a hotel, removing

DENVER, COLORADO OFFICE MARKET FUNDAMENTALS MASTER

	Q4 2024	Forecast
YTD Net Absorption (sf)	-1,406,282	—
Total Vacancy (%)	25.20	—
Class A Direct Asking Rent (psf)	US\$41.45	^
Overall Direct Asking Rent (psf)	US\$35.42	^
Concessions	Stable	—
Under Construction (sf)	770,784	—
Pre-leased (%)	52.60	—

DENVER, COLORADO HISTORICAL SUPPLY AND DEMAND TRENDS



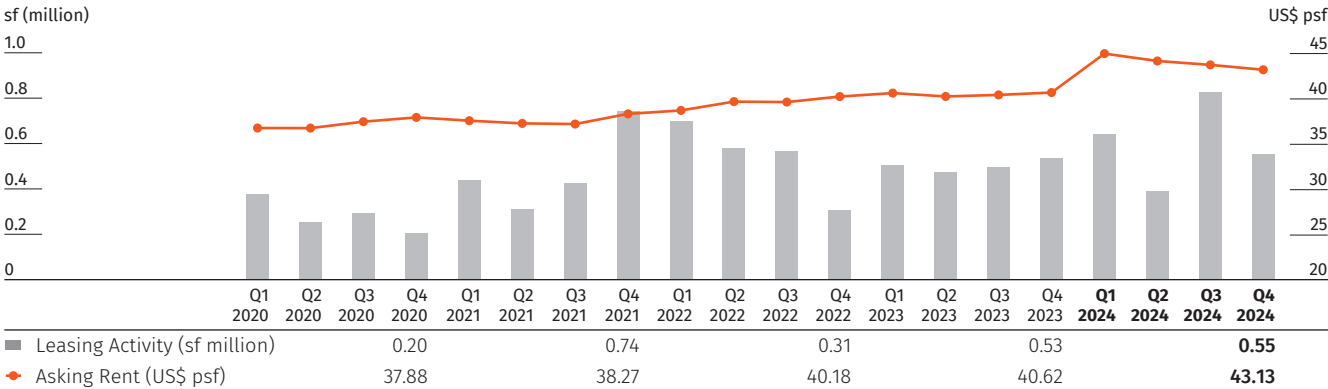
228,000 sf of vacancy. Sublease availability fell but remained elevated at over 2.3 million sf, with Cool Springs and Downtown accounting for more than half.

The most significant Q4 2024 investment sale was Mallory Green, acquired by Strato Capital for US\$49.5 million. Two Class B Downtown properties sold at deep

discounts, reflecting a national trend of office re-pricing.

Leasing in 2024 increased 20% y-o-y and was down just 8% from pre-pandemic levels. With 15.5 million sf of expirations over the next three years and 3.1 million sf available in newer or pipeline buildings, renewal rates in Nashville will likely be lower than the US average.

NASHVILLE, TENNESSEE LEASING ACTIVITY AND CLASS A DIRECT ASKING RENT





## Independent Market Review

By JLL

## Outlook

Q4 2024 tenant requirements of nearly 2.0 million sf should drive stronger leasing to start 2025. Commencements of new leases in Q1 2025, totaling more than 800,000 sf, including 400,000 sf at Nashville Yards Pinnacle Tower, are expected to push vacancy down somewhat. Recent signings by Industrious and L-Acoustics at Nashville Yards

Creative Office mean tenants have fewer new/trophy options in the market, which could impact future leasing activity.

## HOUSTON, TEXAS

The Houston office market posted 283,768 sf of occupancy losses in Q4 2024 as many energy companies still maintain hybrid work schedules and have rightsized underutilized

office space while moving into new space. Technip Energies vacated approximately 300,000 sf at Energy Tower II, relocating its 171,600 sf US headquarters to West Memorial Place II. OneSubsea moved out of 212,000 sf at 4646 W. Sam Houston Pky N. in the West Belt submarket and downsized to 99,400 sf at Energy Center V. Additionally, Modect left 168,800 sf at Energy Crossing II and moved into 116,200 sf at West Memorial Place I, while Fluor occupied its remaining 104,700 sf at Two Eldridge after its 308,200 sf Q3 move-in at Three Eldridge from Sugar Land.

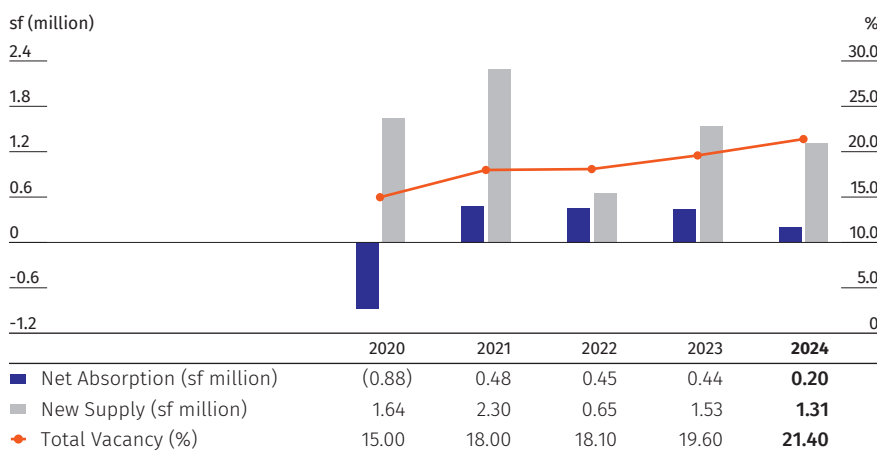
Houston's overall vacancy in Q4 2024 was 26.4%, which is a 60 bps increase y-o-y. However, demand for new construction and high-quality office space persists, and Tier 1 (Class A, built in 2015 or newer) saw an 11.4% vacancy rate. Transaction volume totaled 9.3 million sf in 2024, a slight deceleration relative to 2023's 9.7 million sf, which was elevated by heightened energy leasing.

Construction activity remained disciplined, and only three buildings totaling 500,505 sf are currently underway. This includes The RO, a 17-acre mixed-use project with a 143,000 sf office building in Greenway Plaza; CityCentre Six in Katy Freeway East; and One Bridgeland Green in Northwest. New office and mixed-use developments in Midtown and Westchase are planning to break ground in 2025, so the market will likely see more construction activity in the coming quarters.

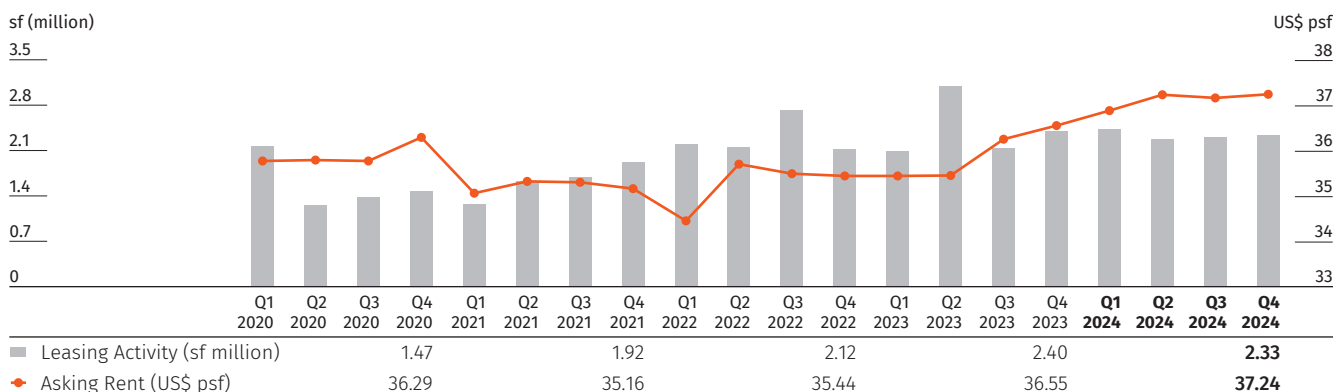
## NASHVILLE, TENNESSEE OFFICE MARKET FUNDAMENTALS

	Q4 2024	Forecast
YTD Net Absorption (sf)	195,710	^
Total Vacancy (%)	21.40	v
Class A Direct Asking Rent (psf)	US\$43.13	—
Overall Direct Asking Rent (psf)	US\$39.30	—
Concessions	Stable	—
Under Construction (sf)	1,100,363	v
Pre-leased (%)	42.40	^

## NASHVILLE, TENNESSEE HISTORICAL SUPPLY AND DEMAND TRENDS



## HOUSTON, TEXAS LEASING ACTIVITY AND CLASS A DIRECT ASKING RENT



## Outlook

Looking ahead, a reduction in interest rates and increasing office attendance may encourage a gradual uptick in office-space demand across Houston's diversified tenant base. High-quality space and stable ownership remain major factors for tenants, widening the performance gap between lower quality or undifferentiated assets in 2025. With approximately 51 million sf of expirations over the next three years and 3.2 million sf of newer space available, renewal rates in Houston will likely be higher than the US average.

## DALLAS, TEXAS

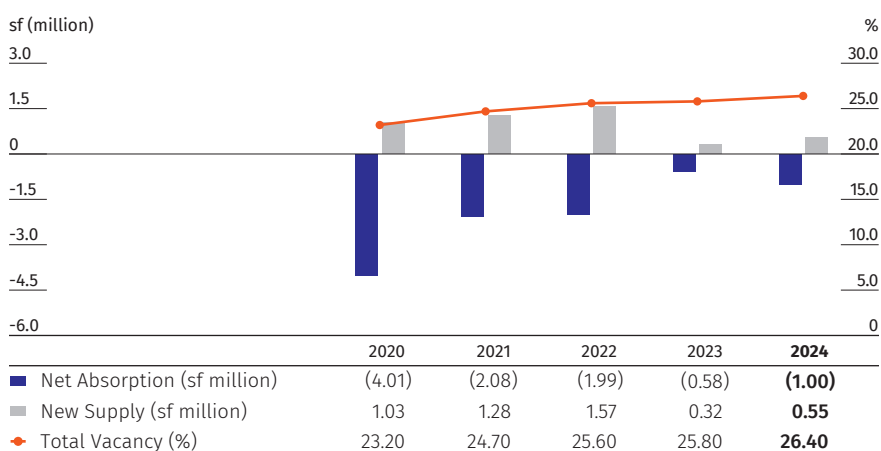
The Dallas office market ended 2024 with its first quarter of positive absorption in over two years. Despite major move-ins across multiple submarkets, the vacancy rate increased to 27.1%, partly due to new deliveries with available vacant space. Leasing activity gained momentum, with Q4 2024 seeing 3.8 million sf of deals signed – the highest quarterly volume since Q4 2022. 2024 experienced a 100% y-o-y increase in activity for deals 100,000 sf and above. 2024 marked a notable return of corporate migration activity, with several note-worthy companies including Chevron, X, SpaceX and others announcing headquarter relocations from California to Texas. These types of transactions were largely responsible for the elevated leasing activity the market experienced from 2015–2019.

The year saw 3.4 million sf of new product delivered, with another 3.4 million sf underway.

## HOUSTON, TEXAS OFFICE MARKET FUNDAMENTALS

	Q4 2024	Forecast
YTD Net Absorption (sf)	-1,003,241	^
Total Vacancy (%)	26.40	—
Class A Direct Asking Rent (psf)	US\$37.24	^
Overall Direct Asking Rent (psf)	US\$31.77	—
Concessions	Decreasing	✓
Under Construction (sf)	500,505	^
Pre-leased (%)	77.10	^

## HOUSTON, TEXAS HISTORICAL SUPPLY AND DEMAND TRENDS

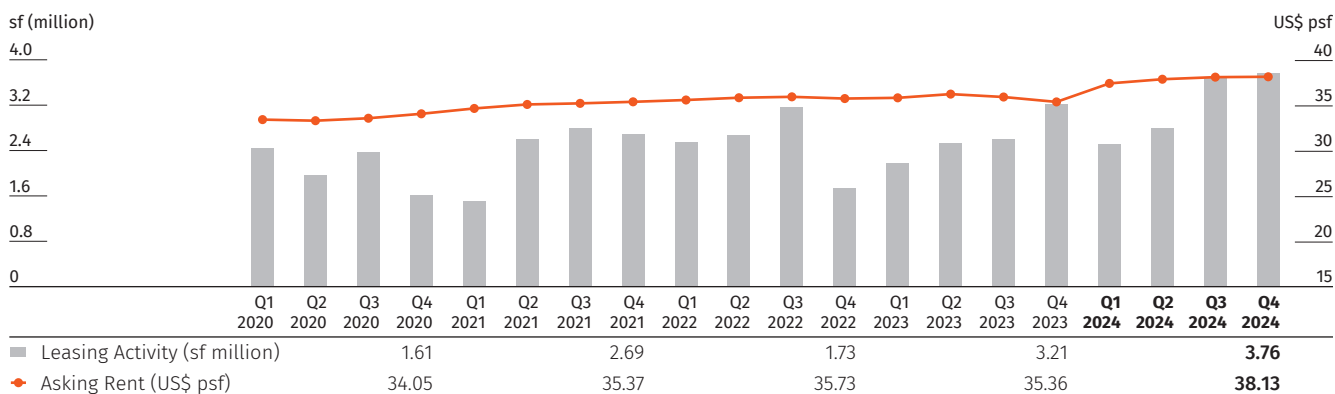


New York remains the only market with more product under development. No new construction started this quarter due to elevated borrowing costs and evolving demand trends. Over three-quarters of all product underway is already pre-committed.

Sales activity increased in Q4 2024, with major deals including Provident

Realty Advisors' purchase of Lakeside Campus and The Tower at Park Lane selling to Real Capital Solutions. Leasing in 2024 was up 20.9% y-o-y and down just 1.4% from pre-pandemic levels. With approximately 77 million sf of expirations over the next three years and 8.7 million sf available in newer buildings, renewal rates in Dallas are expected to align with the US average.

## DALLAS, TEXAS LEASING ACTIVITY AND CLASS A DIRECT ASKING RENT



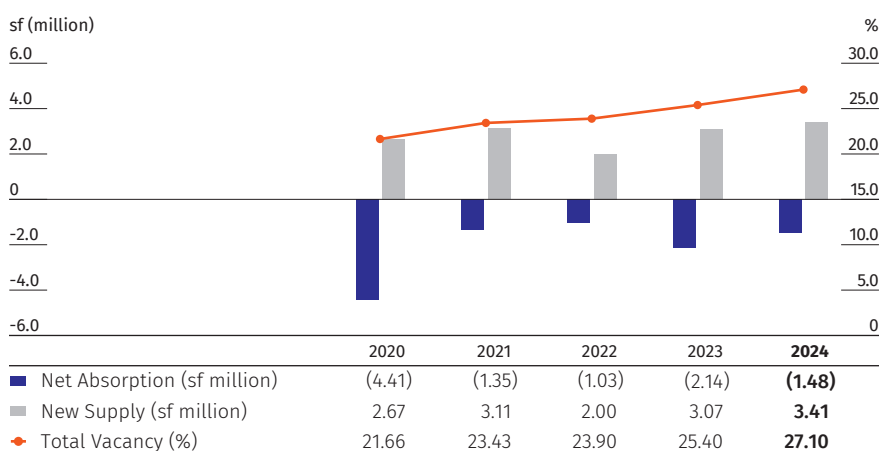
# Independent Market Review

By JLL

## DALLAS, TEXAS OFFICE MARKET FUNDAMENTALS

	Q4 2024	Forecast
YTD Net Absorption (sf)	-1,476,656	^
Total Vacancy (%)	27.10	^
Class A Direct Asking Rent (psf)	US\$38.13	^
Overall Direct Asking Rent (psf)	US\$35.35	-
Concessions	Stable	-
Under Construction (sf)	3,396,505	^
Pre-leased (%)	77.20	-

## DALLAS, TEXAS HISTORICAL SUPPLY AND DEMAND TRENDS



Leasing momentum in Dallas continues to rise, driven by strict office attendance policies, tightening space availability and reduced short-term interest rates.

## Outlook

The second half of 2024 marked a shift in sentiment and fundamentals for Dallas. This momentum is likely to continue in 2025, driven by stricter office attendance policies, tightening space availability, reduced short-term interest rates, and continued population and job growth. As the market stabilizes, more institutional buyers are expected to return. The recent uptick in leasing activity, particularly in larger deals, suggests a positive trend for the Dallas office market in the coming year.

## ORLANDO, FLORIDA

Orlando closed 2024 with significant improvements across key market figures, including positive net absorption, rising rents, and a slight drop in vacancy.

Compared to significant move-outs in 2023, the year-to-date (YTD) net absorption at the close of 2024 posted at 7,279 sf, a sign of market recovery. Vacancy fell slightly to 15.5%, down 4 bps y-o-y. Several submarkets saw a healthy uptick in move-ins including Maitland, Lake Mary and Lake Nona. Following a year of full vacancy, Lake Nona's Headquarters Office Building B saw 36,000 sf of Class A space absorbed by the satellite technology company, NuView Space, which occupied the entire third floor.

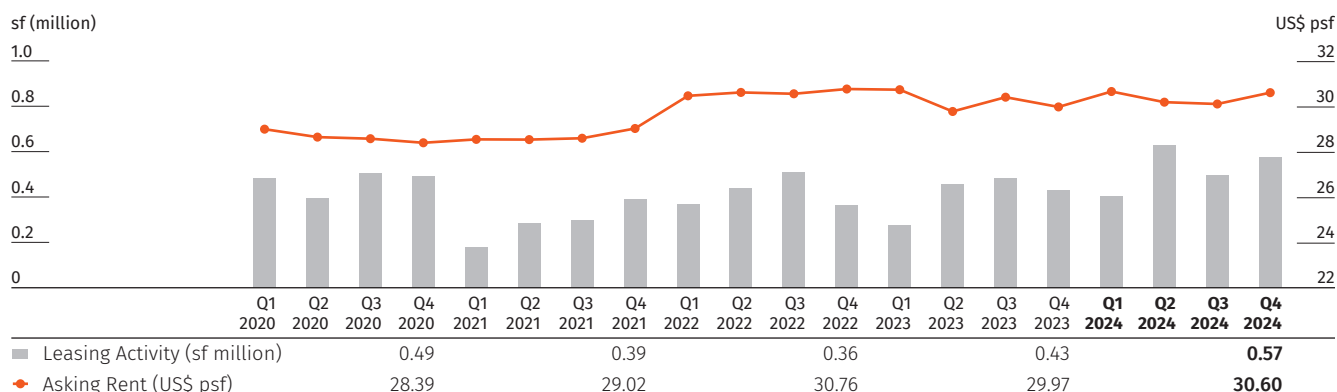
Charles Schwab, the Texas-based financial consulting firm, acquired multiple Class A office buildings on Summit Park Drive in Maitland, totaling over 500,000 sf. The company is expected to begin its phased move-in process in late 2025, significantly impacting Orlando's employment landscape and economic development.

Average direct asking rents grew to US\$28.31 psf full-service, up 2.0% y-o-y. Rent growth is expected to continue as deal activity generates an upcycle in the market. Deals are focused on quality spaces with on-site amenities and ideal locations, further driving up demand and rent growth.

Leasing in 2024 was up 28% y-o-y and 2% from pre-pandemic levels.



## ORLANDO, FLORIDA LEASING ACTIVITY AND CLASS A DIRECT ASKING RENT



With approximately 14 million sf of expirations over the next three years and limited new inventory, renewal rates in Orlando will likely be much higher than the US average.

### Outlook

Orlando's commercial real estate market is gaining momentum, bolstered by lower interest rates and continued economic expansion. As major lease agreements come into effect over the next year, core submarkets throughout Orlando are anticipated to see a decline in vacancy rates. This trend reflects the improving health and increasing attractiveness of the local commercial property sector. Rent growth is expected to carry into next year, driven by demand for quality spaces and limited new inventory.

## SACRAMENTO, CALIFORNIA

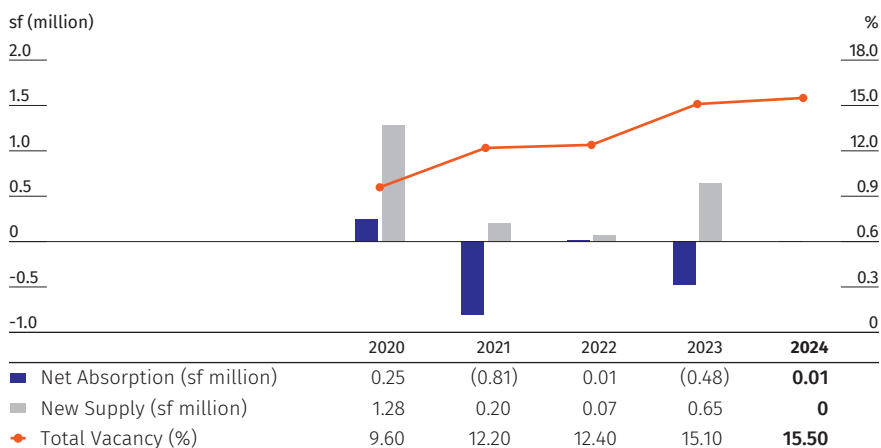
YTD occupancy losses were extended to approximately 532,804 sf after realizing negative absorption of 208,624 sf in Q4 2024. This is the 17th consecutive quarter of occupancy losses. Vacancy in the region is 21.6% increasing 41 bps q-o-q and 105 bps y-o-y. While gross leasing activity declined q-o-q, YTD leasing in the region exceeded one million sf, an increase of 26% when compared to 2023.

Despite seeing positive absorption in the first half of the year, Downtown saw

## ORLANDO, FLORIDA OFFICE MARKET FUNDAMENTALS

	Q4 2024	Forecast
YTD Net Absorption (sf)	7,279	^
Total Vacancy (%)	15.50	^
Class A Direct Asking Rent (psf)	US\$30.60	^
Overall Direct Asking Rent (psf)	US\$28.31	^
Concessions	Rising	^
Under Construction (sf)	0	^
Pre-leased (%)	0	-

## ORLANDO, FLORIDA HISTORICAL SUPPLY AND DEMAND TRENDS



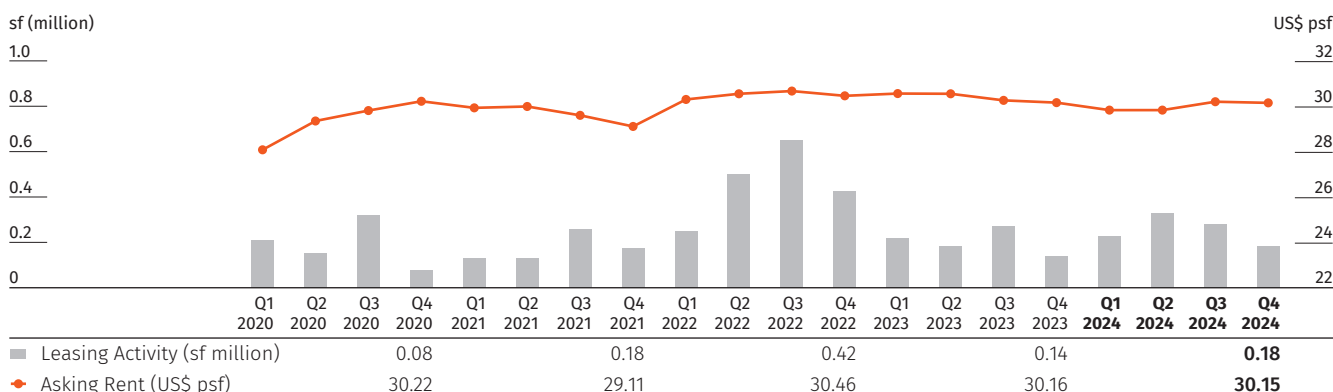
accelerated negative absorption in the final two quarters, which drove occupancy losses in Q4 2024. Class A assets on Capitol Mall saw vacancy increase 3.7 percentage points y-o-y to 19.3%. HCL Technologies listed their full floor at 621 Capitol Mall for sublease, while Crowe

vacated a floor at 400 Capitol Mall. Laughlin, Falbo, Levi and Moresi also vacated their space at 1 Capitol Mall. Tenant downsizes impacted Downtown's occupancy in Q4 2024, after ICF and BMO Bank collectively gave back 30,000 sf at 980 9th Street and 500 Capitol Mall, respectively.

## Independent Market Review

By JLL

## SACRAMENTO, CALIFORNIA LEASING ACTIVITY AND CLASS A DIRECT ASKING RENT

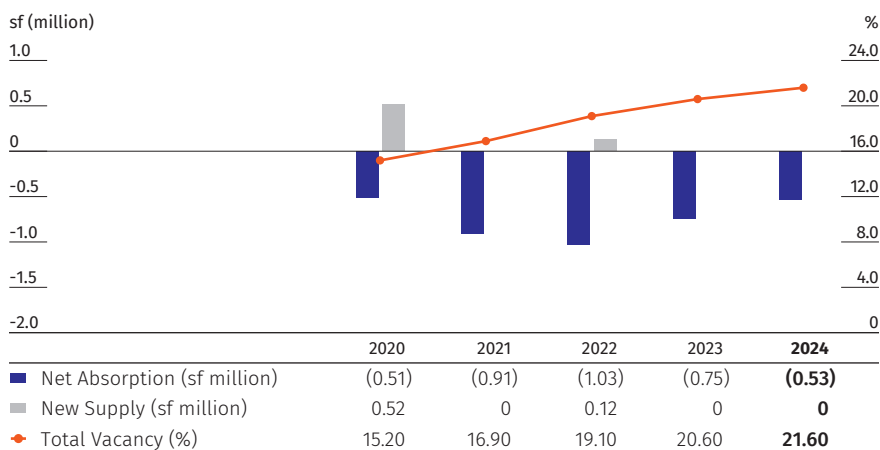


## SACRAMENTO, CALIFORNIA OFFICE MARKET FUNDAMENTALS

	Q4 2024	Forecast
YTD Net Absorption (sf)	-532,804	▼
Total Vacancy (%)	21.60	▲
Class A Direct Asking Rent (psf)	US\$2.51	▼
Overall Direct Asking Rent (psf)	US\$2.27	▼
Concessions	Rising	▲
Under Construction (sf)	569,000	▼
Pre-leased (%)	80	—

Leasing in Q4 2024 was headlined by activity along the Highway 50 Corridor. Gainwell Technologies leased 54,500 sf at 11971 Foundation Place, while Ocwen and Accenture moved into their spaces at 3343 Capital Center Drive. However, occupancy losses in the suburbs were ultimately driven by a few notable downsizes. Delta Dental gave back their full building at 11185 International Drive in Rancho Cordova and Oracle listed 37,200 sf at 1001 Sunset Blvd in Rocklin.

## SACRAMENTO, CALIFORNIA HISTORICAL SUPPLY AND DEMAND TRENDS



## Outlook

Vacancy is expected to rise further in 2025 as the State of California reduces office space in Downtown and South Natomas, continuing tenant-favorable conditions. Larger block spaces coming to market drove availability higher, while demand remains strongest for spaces under 10,000 sf. With approximately 20 million sf of expirations over the next three years and less than one million sf available in newer supply, renewal rates in Sacramento will likely be much higher than the US average.

## Methodology

JLL leverages proprietary leasing data with a blend of public, government-issued and third-party sources to produce our economic and market reports. Office inventory spans 50+ US local markets and is generally limited to investment-grade assets larger than 30,000 sf, excluding medical office and owner-occupied assets. Net absorption is recognized upon lease commencement and/or physical move-in, not lease sign date. Vacancy is recognized upon physical move-out or lease expiration date, not the time at which space is advertised for lease. All sources are deemed reliable, but in some cases, information cannot be independently verified.

## Use and Reliance

This independent market review (IMR) was prepared by JLL Americas, Inc. The content of this report is for informational purposes only and should not be relied upon for professional investment advice, which should be sought from JLL independently prior to acting in reliance upon any such information. The thoughts and opinions expressed herein have been made in good faith and are believed to be reliable, but actual results may materially differ from any commentary considered forward-looking. JLL disclaims any liability with respect to any claims that may arise from any errors or omissions, or from providing such advice, opinion, judgement or information. All rights reserved. No part of this report may be reproduced or retransmitted, in any form or by any means, without prior written consent from JLL.

# Property Portfolio

Through proactive, tenant-focused leasing and driving strategic asset enhancements, KORE achieved a strong portfolio committed occupancy rate of 90.0% as of 31 December 2024.



## Property Portfolio

### COMMITTED LEASES

# 938,655 sf

Robust leasing equivalent to 19.6% of KORE's portfolio by Net Lettable Area (NLA).

### PORTFOLIO SECTOR FOCUS

# 51.0% of Committed NLA

Focused on the growing and defensive sectors of technology, advertising, media and information (TAMI), medical and healthcare.

### CREATING SPACE

The United States (US) economy faced significant challenges in 2024, driven by factors such as prolonged elevated borrowing costs and policy uncertainties surrounding the presidential election happening at the time. The office real estate market continued to remain muted with limited transaction activities and rising vacancies. In response, the portfolio's focus for the year had been on strategic leasing efforts and asset enhancement initiatives, aimed at improving occupancy and driving higher rental rates despite broader market challenges.

As at 31 December 2024, KORE's portfolio comprised 13 freehold properties across eight key growth markets in the US. Portfolio valuation for the year was US\$1.33 billion which remains unchanged compared to the year-end valuation in 2023. For FY2024, approximately 66.5% of KORE's net property income was derived from the technology hubs of Bellevue/Redmond, Austin and Denver. Properties in these markets are The Plaza Buildings, Bellevue Technology Center and The Westpark Portfolio in Bellevue and Redmond, Washington; Great Hills Plaza and Westech 360

in Austin, Texas; as well as Westmoor Center and 105 Edgeview in Denver, Colorado.

The remainder of the portfolio is located in the key growth markets of Nashville, Houston, Dallas, Orlando and Sacramento. The properties are Bridge Crossing in Nashville, Tennessee; 1800 West Loop South and Bellaire Park in Houston, Texas; One Twenty Five in Dallas, Texas; Maitland Promenade I & II in Orlando, Florida; as well as Iron Point in Sacramento, California.

The portfolio delivered exceptional performance for the year, leasing 938,655 sf and achieving a committed occupancy rate of 90.0% as at year-end, despite the challenging US office market. This outperformed the US national office occupancy rate of 86.2%<sup>1</sup> and the average occupancy of gateway cities at 83.4%<sup>1</sup>. The strong leasing momentum was driven by efforts taken throughout the year which include targeted leasing campaigns, proactive renewal of existing leases, and selective capital improvement projects designed to renew spaces and enhance their appeal.

Notably, The Plaza Buildings, which was anticipated to be significantly impacted by large vacancies in 2024, successfully secured approximately 59,000 sf of new leases, maintaining committed occupancy above 80% by the end of the year. Meanwhile, Maitland Promenade I & II also secured a major tenant in the healthcare information technology sector, which will occupy approximately 60,000 sf of space, effectively replacing two vacating tenants.

Moving forward, the Manager will maintain its proactive, tenant-focused leasing and asset management strategy to ensure portfolio stability and long-term growth.

### PORTFOLIO COMMITTED OCCUPANCY BY NLA (%) as at 31 December 2024

Portfolio		
		<b>90.0</b>
The Plaza Buildings		83.3
Bellevue Technology Center		95.6
The Westpark Portfolio		92.9
Great Hills Plaza		92.1
Westech 360		78.3
Westmoor Center		93.8
105 Edgeview		88.9
Bridge Crossing		100.0
1800 West Loop South		83.4
Bellaire Park		88.2
One Twenty Five		96.5
Maitland Promenade I & II		92.8
Iron Point		68.9

<sup>1</sup> CoStar office report, December 2024.



“Kinaxis was drawn to One Twenty Five for its modern amenities, strategic location and flexible spaces, which aligns with our company’s needs as we continue to grow. The building’s proximity to key transportation hubs makes commuting for our team convenient, and the overall atmosphere fosters collaboration and innovation. We’ve been impressed with the professionalism and responsiveness of the building staff, who have made our transition to One Twenty Five smooth.”

**NICK PISANI**, Facilities Manager of Kinaxis

### ASSET ENHANCEMENT

In FY2024, the Manager completed major upgrading work at Building 1150 at Iron Point. With the building fully vacant following the departure of a larger tenant, the opportunity was taken to overhaul the outdated office space and redesign it with a modernised “live-work-play” concept to boost its attractiveness to prospective tenants. Approximately 22,000 sf of space was enhanced, featuring a revamped lobby, multiple collaborative areas, a new fitness centre and a grab-and-go area.

The upgrades proved successful, with three out of the four speculative suites leased within the year. Additional ongoing and completed projects include lobby enhancements at Bellaire Park and the fifth floor renovation at The Plaza Buildings. Move-in-ready speculative suites will continue to be planned and built at selected properties where there is leasing demand.

### HEALTHY LEASING MOMENTUM

KORE achieved strong leasing success for the year with approximately 938,655 sf of office space, equivalent to 19.6% of its total portfolio NLA, bringing KORE’s portfolio committed occupancy to 90.0% as at end-2024. Leasing demand for the year came from diverse sectors, with the majority contributed by TAMI followed by professional services.

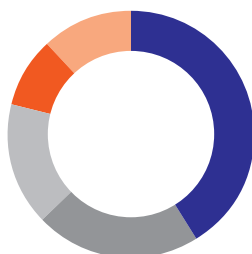
Rental reversion for the year was negative 0.5%, mainly affected by the renewals at The Plaza Buildings and Westmoor Center. With built-in average annual rental escalation of 2.6% as well as current rents being on average 2.7% below that of KORE’s asking rents, organic growth will continue to remain as one of the key drivers of value creation for Unitholders.

**PORTFOLIO BY VALUATION (%)**  
as at 31 December 2024



● The Plaza Buildings	22.6
● Bellevue Technology Center	10.5
● The Westpark Portfolio	17.1
● Great Hills Plaza	3.4
● Westech 360	3.6
● Westmoor Center	7.8
● 105 Edgeview	4.2
● Bridge Crossing	3.1
● 1800 West Loop South	5.6
● Bellaire Park	3.6
● One Twenty Five	7.9
● Maitland Promenade I & II	7.7
● Iron Point	2.9
<b>Total</b>	<b>100.0</b>

**PORTFOLIO TRADE SECTOR BREAKDOWN BY CRI (%)**  
as at 31 December 2024



● TAMI	41.3
● Professional Services	21.7
● Finance and Insurance	15.9
● Medical and Healthcare	9.2
● Others	11.9
<b>Total</b>	<b>100.0</b>

**PORTFOLIO BY GROSS REVENUE (%)**  
as at 31 December 2024



● The Plaza Buildings	17.1
● Bellevue Technology Center	8.6
● The Westpark Portfolio	14.1
● Great Hills Plaza	3.5
● Westech 360	3.7
● Westmoor Center	10.8
● 105 Edgeview	4.9
● Bridge Crossing	3.9
● 1800 West Loop South	7.2
● Bellaire Park	6.1
● One Twenty Five	10.0
● Maitland Promenade I & II	7.6
● Iron Point	2.5
<b>Total</b>	<b>100.0</b>

**PORTFOLIO TRADE SECTOR BREAKDOWN BY COMMITTED NLA (%)**  
as at 31 December 2024



● TAMI	41.9
● Professional Services	21.5
● Finance and Insurance	14.7
● Medical and Healthcare	9.1
● Others	12.8
<b>Total</b>	<b>100.0</b>

## Property Portfolio

### DIVERSIFIED TENANT BASE

With approximately 4.8 million sf of quality office space, the portfolio has an extensive tenant base of 393 distinct tenants across diversified sectors. The majority of the tenants are from the TAMI, professional services, as well as finance and insurance sectors, which contributed approximately 41.3%, 21.7% and 15.9% of cash rental income<sup>1</sup> (CRI) respectively as at end-2024. Out of KORE's top 10 tenants, nine of them are firms from the TAMI, as well as medical and healthcare sectors, a clear indication of KORE's strategic focus in these fast-growing and defensive industries.

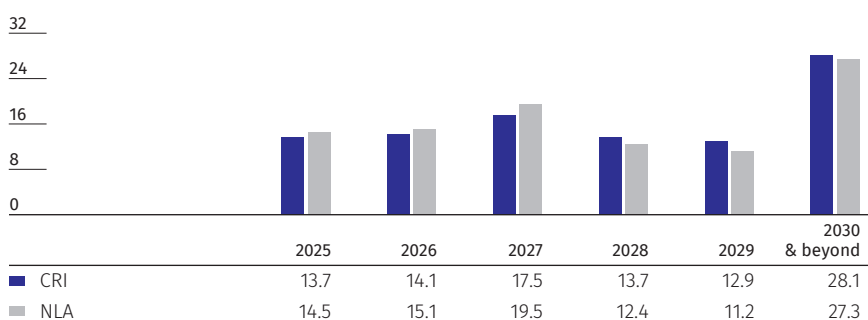
Meanwhile, KORE's portfolio benefits from low tenant concentration risk with the top 10 tenants contributing only 29.2% of the portfolio's CRI and no single tenant accounting for more than 4.0% of total CRI. Furthermore, the average leased area per tenant is approximately 11,000 sf of space. This high proportion of smaller tenancies reduces vulnerability of the departure of any single tenant and enables quicker replacement of vacated spaces.

### WELL SPREAD LEASE EXPIRY PROFILE

As of 31 December 2024, KORE maintains a well-spread lease expiry profile with not more than 17.5% of total committed leases

### PORTFOLIO LEASE EXPIRY PROFILE BY CRI AND NLA (%)

as at 31 December 2024



**“The Plaza Buildings is a beautiful office building with an ideal location for the Volant Partners team. Our clients are spread around Puget Sound and the easy access to I-405 is a requirement for our team. The building provides the perfect set of amenities for us including multiple conference rooms, a cafe, a gym, and monthly tenant events.”**

**RON HOPKINS**, CEO of Volant Partners

by CRI expiring in any one year over the next five years. In 2025, 13.7% of the leases by CRI will expire. Prior to the end of 2024, KORE managed to early renew approximately 193,000 sf of 2025's expiries. KORE will continue to execute its leasing strategy of proactively engaging tenants with leases expiring in the next six to 12 months to understand their needs, with a focus on tenant retention.

### HEALTHY WEIGHTED AVERAGE LEASE EXPIRY (WALE)

As at 31 December 2024, KORE had a healthy WALE of approximately 3.8<sup>2</sup> years for its portfolio and 4.0<sup>2</sup> years for its top 10 tenants.

The WALE for leases committed in 2024 was approximately 5.6 years and constituted 24.4% of KORE's average monthly rental in 2024.

### TOP 10 TENANTS BY CRI AND NLA

	Sector	Asset	% of Portfolio by CRI	% of Portfolio by NLA
BAE Systems	TAMI	Westmoor Center/ The Westpark Portfolio	4.0	4.8
Comdata, Inc.	TAMI	Bridge Crossing	3.9	3.9
Spectrum	TAMI	Maitland Promenade I & II	3.5	2.5
Gogo Business Aviation	TAMI	105 Edgeview	3.1	2.5
Lear Corporation	TAMI	The Plaza Buildings	3.1	1.3
Meta	TAMI	The Westpark Portfolio	2.9	2.6
TerraPower	TAMI	Bellevue Technology Center	2.7	2.0
Highridge Medical	TAMI	Westmoor Center	2.3	2.2
United Capital Financial Advisor	Finance and Insurance	One Twenty Five	1.9	1.1
Bio-Medical Applications of Texas	Medical and Healthcare	One Twenty Five	1.8	1.1
<b>Sub-total</b>			<b>29.2</b>	<b>24.0</b>
<b>WALE</b>			<b>4.0 years</b>	<b>3.9 years</b>

<sup>1</sup> CRI is defined as rental income without recoveries income.

<sup>2</sup> By CRI. The WALE by NLA for KORE's portfolio and top 10 tenants is 3.5 years and 3.9 years respectively.

# Property Portfolio

## At a Glance

### BELLEVUE/REDMOND, WASHINGTON

#### The Plaza Buildings



#### Location

10800 and 10900 NE 8th Street, Bellevue, King County, Washington

#### Bellevue Technology Center



15805 NE 24th Street, Bellevue, King County, Washington

#### The Westpark Portfolio



8200-8644 154th Avenue NE, Redmond, Washington

### AUSTIN, TEXAS

#### Great Hills Plaza



9600 Great Hills Trail, Austin, Texas

#### Westtech 360



8911 N Capital of Texas Hwy, Austin, Texas

Office Grade	A	A and B	B	B	B
Land Tenure	Freehold	Freehold	Freehold	Freehold	Freehold
Ownership Interest	100%	100%	100%	100%	100%
Latest Valuation by JLL as at 31 December 2024 <sup>1</sup> (US\$ million)	299.7 <sup>2</sup>	139.6 <sup>3</sup>	227.0	45.0	48.5
Purchase Price (US\$ million)	240.0	131.2	169.4	33.1	41.8
Acquisition Date	9 November 2017	9 November 2017	30 November 2018	9 November 2017	9 November 2017
Net Lettable Area (sf)	490,995	336,347	784,161	140,748	178,157
Committed Occupancy	83.3%	95.6%	92.9%	92.1%	78.3%
Number of Tenants <sup>4</sup>	46	14	85	8	28
Principal Tenants	Lear Corporation; OKTA, Inc; US Bank National Association	TerraPower, Regus, Trane U.S.	Meta, MicroSurgical Technology, Digital Intelligence Systems	Ferrovial, Pattern Bioscience, Cintra US Services	Evernote Corporation, Spearfish Investments, Lockwood, Andrews & Newnam

All information as at 31 December 2024.

<sup>1</sup> Valuations were based on the sales comparison, direct capitalisation and discounted cash flow methods.

<sup>2</sup> The valuation of The Plaza Buildings takes into account the value of the development air rights, which may be utilised.

<sup>3</sup> The valuation of Bellevue Technology Center takes into account the value of the excess parcels which may be developed as the property has unutilised plot ratio.

<sup>4</sup> Total number of distinct tenants as at 31 December 2024 was 393. Tenants located in more than one property are accounted as one tenant when computing the total number of tenants.

Property Portfolio  
At a Glance

DENVER, COLORADO

Westmoor Center



<b>Location</b> 10055-10385 Westmoor Drive, Westminster, Colorado			
<b>Office Grade</b> A			
<b>Land Tenure</b> Freehold			
<b>Ownership Interest</b> 100%			
<b>Latest Valuation by JLL as at 31 December 2024<sup>1</sup> (US\$ million)</b> 103.0			
<b>Purchase Price (US\$ million)</b> 117.1			
<b>Acquisition Date</b> 9 November 2017			
<b>Net Lettable Area (sf)</b> 612,890			
<b>Committed Occupancy</b> 93.8%			
<b>Number of Tenants<sup>2</sup></b> 20			
<b>Principal Tenants</b> BAE Systems Space & Mission, Highridge Medical, Reed Group			

105 Edgeview



105 Edgeview Drive, Broomfield, Colorado

NASHVILLE, TENNESSEE

Bridge Crossing



5301 Maryland Way, Brentwood, Tennessee

HOUSTON, TEXAS

1800 West Loop South



1800 West Loop South, Houston, Harris County, Texas

DALLAS, TEXAS

One Twenty Five



125 East John Carpenter Freeway, Irving, Dallas County, Texas

ORLANDO, FLORIDA

Maitland Promenade I & II



485 and 495 N Keller Road, Maitland, Orange County, Florida

SACRAMENTO, CALIFORNIA

Iron Point



1110-1180 Iron Point Road, Folsom, Sacramento County, California

Bellaire Park



<b>Location</b> 6565 and 6575 West Loop South, Bellaire, Harris County, Texas			
<b>Office Grade</b> A			
<b>Land Tenure</b> Freehold			
<b>Ownership Interest</b> 100%			
<b>Latest Valuation by JLL as at 31 December 2024<sup>1</sup> (US\$ million)</b> 47.3			
<b>Purchase Price (US\$ million)</b> 46.3			
<b>Acquisition Date</b> 9 November 2017			
<b>Net Lettable Area (sf)</b> 316,198			
<b>Committed Occupancy</b> 88.2%			
<b>Number of Tenants<sup>2</sup></b> 57			
<b>Principal Tenants</b> Eyesouth Eye Care Services, Resource Environmental Solutions, Bellaire Dermatology			

125 East John Carpenter Freeway, Irving, Dallas County, Texas

A

Freehold

100%

105.0

101.5

1 November 2019

470,456

96.5%

28

United Capital Financial Advisor, Bio Medical Applications of Texas, U.S. Homeland Security

A

Freehold

100%

101.6

88.7

16 January 2019 and 9 November 2017<sup>3</sup>

466,627

92.8%

23

Spectrum, Burns & McDonnell, AssistRx

A

Freehold

100%

38.1

36.7

9 November 2017

212,697

68.9%

26

Woodside Homes, FPI Management, CorVel Healthcare Corporation

All information as at 31 December 2024.

<sup>1</sup> Valuations were based on the sales comparison, direct capitalisation and discounted cash flow methods.

<sup>2</sup> Total number of distinct tenants as at 31 December 2024 was 393. Tenants located in more than one property are accounted as one tenant when computing the total number of tenants.

<sup>3</sup> Maitland Promenade I & II were acquired on 16 January 2019 and 9 November 2017 respectively.



## Property Portfolio

### The Plaza Buildings, Bellevue, Washington

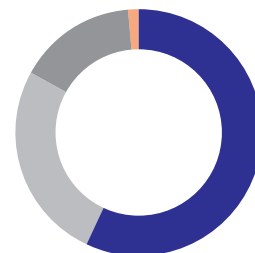
Located in Bellevue CBD, the development encompasses two Class A office buildings – Plaza Center and US Bank Plaza. Both buildings boast a full-block frontage along NE 8th Street, the primary east-west artery in downtown Bellevue. The development is close to The Bravern's luxury shopping, dining, entertainment and residential developments, as well as parks and recreation destinations. To meet the needs of diverse, high-quality tenants, the development is also equipped with an amenity centre comprising a local craft chocolate and coffee operator, a well-appointed lounge with meeting spaces, a fitness studio and a conference floor.

The development holds a LEED gold certification from the US Green Building Council and is a recipient of the US Environmental Protection Agency's prestigious ENERGY STAR® label in 2024.



#### TRADE SECTOR BREAKDOWN BY COMMITTED NLA (%)

as at 31 December 2024



● TAM	57.1
● Finance and Insurance	26.2
● Professional Services	15.4
● Others	1.3
<b>Total</b>	<b>100.0</b>

#### TOP THREE TENANTS BY CRI

as at 31 December 2024

	Sector	CRI (%)
Lear Corporation	TAM	21.0
OKTA, INC	TAM	7.5
US Bank National Association	Finance and Insurance	5.4

#### LEASE EXPIRY PROFILE (%)

as at 31 December 2024

2025		16.3 16.8
2026		8.4 10.3
2027		3.1 3.5
2028		28.3 25.8
2029		23.3 23.5
2030 & beyond		20.6 20.1
	■ By CRI    ■ By Committed NLA	

# Bellevue Technology Center, Bellevue, Washington

Bellevue Technology Center consists of nine office buildings strategically positioned in Bellevue’s office market, spanning 46 wooded acres. Its proximity to Microsoft’s headquarters makes it an ideal business address for companies in related sectors. The campus offers a wide range of amenities, such as a tech-focused fitness studio, media and meeting rooms, kombucha on tap and a fireplace-equipped indoor/outdoor lounge for tenants to utilise all year round. The campus is also well-connected to the Interstate Route 520, providing transit options for commuting across the greater Seattle region.



TRADE SECTOR BREAKDOWN BY  
COMMITTED NLA (%)  
as at 31 December 2024



TAMI	52.8
Professional Services	33.7
Finance and Insurance	4.5
Medical and Healthcare	3.4
Others	5.6
<b>Total</b>	<b>100.0</b>

TOP THREE TENANTS BY CRI  
as at 31 December 2024

	Sector	CRI (%)
TerraPower	TAMI	38.9
Regus	Professional Services	9.6
Trane U.S.	Professional Services	8.8

LEASE EXPIRY PROFILE (%)  
as at 31 December 2024

2025	<div><div></div><div></div></div>	12.3	11.8
2026	<div><div></div><div></div></div>	17.0	15.1
2027	<div><div></div><div></div></div>	–	–
2028	<div><div></div><div></div></div>	3.2	2.8
2029	<div><div></div><div></div></div>	3.1	2.9
2030 & beyond	<div><div></div><div></div></div>	64.4	67.4
	By CRI By Committed NLA		



## Property Portfolio

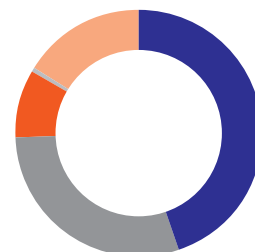
## The Westpark Portfolio, Redmond, Washington

Sitting on 41 acres of park-like landscape along the Sammamish River, The Westpark Portfolio is a business campus that comprises 19 freehold office buildings and two freehold industrial buildings in Redmond. The property serves a diverse array of tenants including tech and industrial start-ups as well as established companies such as Meta and Pokémon.

Located adjacent to downtown Redmond, the campus enjoys easy access to major transit routes including State Route 520, Interstate 405 and the Redmond Transit Center, allowing companies to recruit across the greater Puget Sound region. The campus' amenity centre includes a modern lounge, conference facilities and a fitness centre for tenants to enjoy, as well as scenic walking paths along the river.

TRADE SECTOR BREAKDOWN BY  
COMMITTED NLA (%)

as at 31 December 2024



● TAMI	44.8
● Professional Services	29.7
● Medical and Healthcare	9.1
● Finance and Insurance	0.4
● Others	16.0
<b>Total</b>	<b>100.0</b>

## TOP THREE TENANTS BY CRI

as at 31 December 2024

	Sector	CRI (%)
Meta	TAMI	19.1
MicroSurgical Technology	Medical and Healthcare	6.0
Digital Intelligence Systems	Professional Services	3.9

## LEASE EXPIRY PROFILE (%)

as at 31 December 2024

2025		12.8 14.1
2026		37.0 37.4
2027		26.5 25.5
2028		8.7 9.3
2029		7.9 6.8
2030 & beyond		7.1 6.9

■ By CRI    ■ By Committed NLA

# Great Hills Plaza, Austin, Texas

Great Hills Plaza is a three-storey fully glass-fronted office building in Northwest Austin. The development is located close to quality neighbourhoods and retail centres including The Arboretum – one of Austin’s major retail centres providing excellent shopping and dining options. Conveniently situated just off Loop 360 and US Highway 183, the development provides tenants with excellent accessibility to both the city of Austin and its suburban areas, with the Austin-Bergstrom International Airport just a short drive away.



**TRADE SECTOR BREAKDOWN BY COMMITTED NLA (%)**  
as at 31 December 2024



Professional Services	42.5
TAMI	21.2
Medical and Healthcare	11.6
Others	24.7
<b>Total</b>	<b>100.0</b>

**TOP THREE TENANTS BY CRI**  
as at 31 December 2024

	Sector	CRI (%)
Ferrovial	Others	28.8
Pattern Bioscience	Medical and Healthcare	15.6
Cintra US Services	Professional Services	13.9

**LEASE EXPIRY PROFILE (%)**  
as at 31 December 2024

2025	<div><div></div><div></div></div>	21.1 23.3
2026		– –
2027	<div><div></div><div></div></div>	35.3 32.9
2028	<div><div></div><div></div></div>	12.0 14.0
2029		– –
2030 & beyond	<div><div></div><div></div></div>	31.6 29.8
<div> <div></div> By CRI                     <div></div> By Committed NLA                 </div>		



## Property Portfolio

## Westech 360, Austin, Texas

Located in Northwest Austin, Westech 360 is a business campus comprising four three-storey office buildings within a park-like environment. Conveniently situated just off Loop 360, the property benefits from excellent accessibility to Austin's key business hubs and is in proximity to residential neighbourhoods and retail destinations such as The Arboretum and The Domain. The property offers a variety of on-site amenities, including modern lobby areas, a tenant lounge, a fitness centre and a conference room, along with a structured parking garage.


**TRADE SECTOR BREAKDOWN BY  
COMMITTED NLA (%)**  
as at 31 December 2024


Professional Services	43.7
Finance and Insurance	26.5
TAMI	12.2
Medical and Healthcare	5.2
Others	12.4
<b>Total</b>	<b>100.0</b>

**TOP THREE TENANTS BY CRI**  
as at 31 December 2024

	Sector	CRI (%)
Evernote Corporation	TAMI	10.3
Spearfish Investments	Professional Services	10.0
Lockwood, Andrews & Newnam	Professional Services	9.3

**LEASE EXPIRY PROFILE (%)**  
as at 31 December 2024

Year	By CRI (%)	By Committed NLA (%)
2025	14.2	14.3
2026	17.1	18.7
2027	25.0	23.6
2028	1.3	1.3
2029	13.5	12.3
2030 & beyond	28.9	29.8

■ By CRI    ■ By Committed NLA

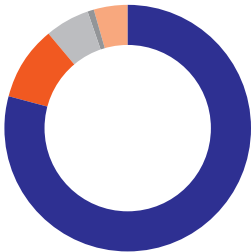
# Westmoor Center, Denver, Colorado

Situated in Northwest Denver, Westmoor Center is a business campus located between the key talent hubs of downtown Denver and Boulder, featuring six Class A office buildings. The campus is outfitted for diverse tech and biotech companies that seek pristine spaces and substantial ground floor space for fabrication, testing and technology demonstration. The campus also offers fitness facilities and a bike storage area to support employee wellness, along with a full-service cafe, a conference centre and an expansive patio.

The campus holds a LEED gold certification from the US Green Building Council. Four of the office buildings also attained the US Environmental Protection Agency’s prestigious ENERGY STAR® label in 2024.



**TRADE SECTOR BREAKDOWN BY COMMITTED NLA (%)**  
as at 31 December 2024



TAMI	79.2
Medical and Healthcare	9.9
Finance and Insurance	5.8
Professional Services	0.9
Others	4.2
<b>Total</b>	<b>100.0</b>

**TOP THREE TENANTS BY CRI**  
as at 31 December 2024

	Sector	CRI (%)
BAE Systems	TAMI	
Space & Mission		40.9
Highridge Medical	TAMI	24.9
Reed Group	TAMI	9.2

**LEASE EXPIRY PROFILE (%)**  
as at 31 December 2024

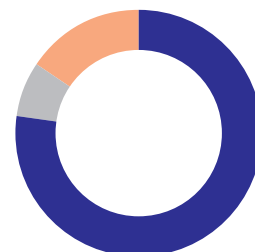
2025	<div><div></div><div></div></div>	18.6	18.1
2026	<div><div></div><div></div></div>	2.4	2.3
2027	<div><div></div><div></div></div>	25.1	23.5
2028	<div><div></div><div></div></div>	14.5	15.0
2029	<div><div></div><div></div></div>	2.2	2.3
2030 & beyond	<div><div></div><div></div></div>	37.2	38.8
	By CRI	By Committed NLA	

## Property Portfolio

## 105 Edgeview, Denver, Colorado

105 Edgeview is a four-storey Class A office building located in the prominent research and development community of Broomfield, Denver. Conveniently situated next to US Highway 36, the property offers excellent access to both downtown Denver and Boulder, making it an attractive location for tenants. In addition to its prime location, 105 Edgeview distinguishes itself as an eco-friendly building, featuring solar rooftop panels, electric vehicle charging stations, and a lobby adorned with sustainable wood, underscoring its commitment to environmental responsibility.

The property holds a LEED gold certification from the US Green Building Council and received the US Environmental Protection Agency's prestigious ENERGY STAR® label in 2024.


**TRADE SECTOR BREAKDOWN BY  
COMMITTED NLA (%)**  
as at 31 December 2024


● TAMI	77.3
● Finance and Insurance	7.2
● Others	15.5
<b>Total</b>	<b>100.0</b>

**TOP THREE TENANTS BY CRI**  
as at 31 December 2024

	<b>Sector</b>	<b>CRI (%)</b>
Gogo Business Aviation	TAMI	77.2
Blue Spruce Capital Corporation	Finance and Insurance	7.6
North Shore Energy, LLC	Others	7.0

**LEASE EXPIRY PROFILE (%)**  
as at 31 December 2024

2025	—	—
2026	■	7.3
	■	7.2
2027	—	—
2028	■	9.9
	■	9.9
2029	■	75.0
	■	74.6
2030 & beyond	■	7.8
	■	8.3

■ By CRI    ■ By Committed NLA

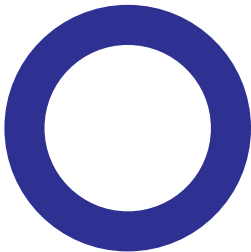


# Bridge Crossing, Nashville, Tennessee

Bridge Crossing is a three-storey office building located in the Brentwood submarket. Situated within Nashville’s most affluent neighbourhoods in Maryland Farm, it is well served by myriad retail, dining and entertainment destinations such as Hill Center Brentwood and Brentwood Place Shopping Center. With convenient access to Interstate 65 and major traffic arteries, the development provides seamless transit between Brentwood and other submarkets. Today, the development serves primarily as a Nashville corporate location for its anchor tenant Comdata, a subsidiary of Fleetcor which is a Fortune 1000 company that operates in the financial data services sector.



TRADE SECTOR BREAKDOWN BY  
COMMITTED NLA (%)  
as at 31 December 2024

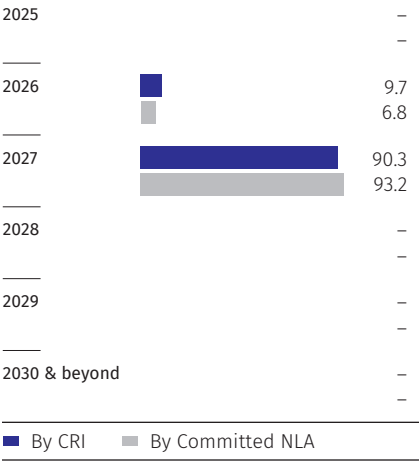


● TAMI	100.0
<b>Total</b>	<b>100.0</b>

TOP THREE TENANTS BY CRI  
as at 31 December 2024

	Sector	CRI (%)
Comdata	TAMI	90.2
Cognizant Technology	TAMI	9.8

LEASE EXPIRY PROFILE (%)  
as at 31 December 2024





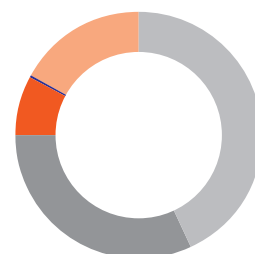
## Property Portfolio

## 1800 West Loop South, Houston, Texas

1800 West Loop South is a 21-storey Class A office tower located in Houston's Galleria submarket. Catering to a diverse mix of professional service and tech companies, the building distinguishes itself from its surrounding developments through strategic asset enhancements centred around employee attraction and retention.

The onsite amenities include a cardio-focused fitness studio, a multi-function hub with food service, conferencing facilities and reservable lounge space which gives the building a competitive edge. The 21st storey penthouse floor, branded as 'Ventuno', features seven fully furnished spec suites with exclusive upscale amenities and a panoramic view of the cityscape.

The development holds a LEED gold certification from the US Green Building Council and is a recipient of the US Environmental Protection Agency's prestigious ENERGY STAR® label in 2024.


**TRADE SECTOR BREAKDOWN BY  
COMMITTED NLA (%)**  
as at 31 December 2024


● Finance and Insurance	43.1
● Professional Services	32.0
● Medical and Healthcare	7.8
● TAMI	0.2
● Others	16.9
<b>Total</b>	<b>100.0</b>

**TOP THREE TENANTS BY CRI**  
as at 31 December 2024

	<b>Sector</b>	<b>CRI (%)</b>
Health Care Service Corporation	Finance and Insurance	16.1
Endo1 Partners	Medical and Healthcare	7.5
Third Coast Bank SSB	Finance and Insurance	5.9

**LEASE EXPIRY PROFILE (%)**  
as at 31 December 2024

2025		6.1 6.3
2026		28.3 28.4
2027		11.1 11.7
2028		24.1 24.2
2029		8.9 8.9
2030 & beyond		21.5 20.5
	■ By CRI    ■ By Committed NLA	

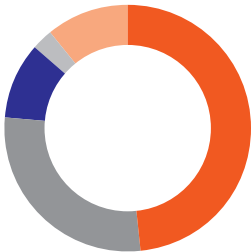
# Bellaire Park, Houston, Texas

Bellaire Park features two Class A office buildings located in Bellaire, an affluent residential suburb in Houston. Its proximity to the Texas Medical Center, Houston’s largest employment centre outside of the CBD and the largest medical centre in the US, has contributed to its high concentration of tenants from the healthcare sector. Located near major thoroughfares and public transportation nodes, the development enjoys easy accessibility to the Houston CBD.

The development received the US Environmental Protection Agency’s prestigious ENERGY STAR® label in 2024.



**TRADE SECTOR BREAKDOWN BY COMMITTED NLA (%)**  
as at 31 December 2024

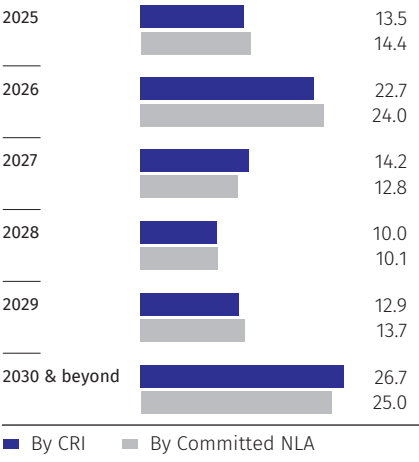


Medical and Healthcare	48.5
Professional Services	28.1
TAMI	9.9
Finance and Insurance	2.9
Others	10.6
<b>Total</b>	<b>100.0</b>

**TOP THREE TENANTS BY CRI**  
as at 31 December 2024

	Sector	CRI (%)
Eyesouth Eye Care Services	Medical and Healthcare	9.8
Resource Environmental Solutions	Professional Services	8.7
Bellaire Dermatology	Medical and Healthcare	6.4

**LEASE EXPIRY PROFILE (%)**  
as at 31 December 2024

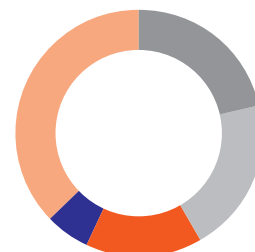




## Property Portfolio

## One Twenty Five, Dallas, Texas

One Twenty Five is an office complex consisting of two Class A buildings situated in the heart of the Las Colinas urban core, a master planned mixed-use business and residential community surrounding Lake Carolyn. Located within walking distance to Water Street's chef-driven restaurants, high-end hotels and Toyota Music Factory's experiential retail and restaurant landscape, the office complex offers a desirable live-work-play environment. The location is also easily accessible from Highway 114.


**TRADE SECTOR BREAKDOWN BY  
COMMITTED NLA (%)**  
as at 31 December 2024


Professional Services	21.4
Finance and Insurance	20.5
Medical and Healthcare	15.3
TAMI	5.8
Others	37.0
<b>Total</b>	<b>100.0</b>

**TOP THREE TENANTS BY CRI**  
as at 31 December 2024

	Sector	CRI (%)
United Capital Financial Advisor	Finance and Insurance	18.5
Bio Medical Applications of Texas	Medical and Healthcare	17.5
U.S. Homeland Security	Others	13.6

**LEASE EXPIRY PROFILE (%)**  
as at 31 December 2024

Year	By CRI (%)	By Committed NLA (%)
2025	20.8	25.7
2026	3.3	5.0
2027	26.1	26.2
2028	19.9	15.1
2029	18.8	15.5
2030 & beyond	11.1	12.5

■ By CRI    ■ By Committed NLA

## Maitland Promenade I & II, Orlando, Florida

Situated in the heart of Maitland Center, one of Orlando's largest office submarkets, Maitland Promenade I & II is a Class A office campus comprising two adjacent five-storey buildings. The property features modern building systems and versatile floor plates suitable for both large and small tenant requirements. With convenient access to Interstate 4, the office campus is a short drive away from many residential neighbourhoods and has easy access to the Orlando International Airport and downtown Orlando. The office campus features on-site amenities that include a conference centre, a fully-equipped fitness centre, a cafe and two three-storey parking decks, a rare feature in this submarket.

Maitland Promenade I holds a LEED gold certification from the US Green Building Council.



### TRADE SECTOR BREAKDOWN BY COMMITTED NLA (%)

as at 31 December 2024



● TAMI	39.1
● Finance and Insurance	30.3
● Professional Services	22.1
● Others	8.5
<b>Total</b>	<b>100.0</b>

### TOP THREE TENANTS BY CRI

as at 31 December 2024

	<b>Sector</b>	<b>CRI (%)</b>
Spectrum	TAMI	32.6
Burns & McDonnell	Professional Services	9.1
AssistRx	TAMI	8.8

### LEASE EXPIRY PROFILE (%)

as at 31 December 2024

2025		12.7 14.4
2026		4.8 5.0
2027		3.8 3.7
2028		5.1 4.9
2029		6.4 6.2
2030 & beyond		67.2 65.8
	■ By CRI    ■ By Committed NLA	



## Property Portfolio

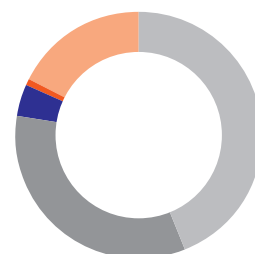
## Iron Point, Sacramento, California

Iron Point features five Class A office buildings that are centrally located in Folsom, Sacramento. Folsom, along with its surrounding area, is the preferred residence for many of Sacramento's higher-income executives, positioning Iron Point as a choice business address. The property enjoys excellent accessibility via the US Highway 50 and is in proximity to various retail and service establishments, including the Folsom Premium Outlet and Century Theatre. Notably, it is situated directly across from Intel Corporation's Folsom Campus, one of Intel's four major US sites.

Tenant amenities at Iron Point were completely redone in 2024, providing a newly furnished wellness studio, conference room and collaborative spaces. The campus also received the US Environmental Protection Agency's prestigious ENERGY STAR® label for three of its office buildings in 2024.

TRADE SECTOR BREAKDOWN BY  
COMMITTED NLA (%)

as at 31 December 2024



● Finance and Insurance	43.9
● Professional Services	33.7
● TAMI	4.2
● Medical and Healthcare	0.8
● Others	17.4
<b>Total</b>	<b>100.0</b>

TOP THREE TENANTS BY CRI  
as at 31 December 2024

	Sector	CRI (%)
Woodside Homes	Others	13.2
FPI Management	Professional Services	12.8
CorVel Healthcare Corporation	Finance and Insurance	9.8

LEASE EXPIRY PROFILE (%)  
as at 31 December 2024

2025		16.3 17.9
2026		10.0 10.1
2027		8.5 8.8
2028		23.4 23.8
2029		4.2 4.0
2030 & beyond		37.6 35.4
	■ By CRI    ■ By Committed NLA	

# Financial Review

KORE secured a new uncommitted revolving credit facility and a new term loan in 2024, as part of its strategy to maintain financial stability.





## Financial Review

Keppel Pacific Oak US REIT (KORE) is a Singapore real estate investment trust constituted by the Trust Deed dated 22 September 2017 (as amended) between Keppel Pacific Oak US REIT Management Pte. Ltd., as the Manager of KORE, and Perpetual (Asia) Limited, as the Trustee of KORE. KORE is a distinctive office REIT listed on the mainboard of the Singapore Exchange Securities Trading Limited (SGX-ST) on 9 November 2017.

KORE's portfolio comprises 13 freehold office buildings and business campuses across eight key growth markets with a strong focus on the fast-growing technology, advertising,

media and information (TAMI), as well as medical and healthcare sectors in the United States (US). KORE's investment strategy is to principally invest in a diversified portfolio of income-producing commercial assets and real estate-related assets in key growth markets characterised by positive economic and office fundamentals that generally outpace the US national average and the average of gateway cities. KORE's attractive freehold office buildings and business campuses remain popular especially among tenants in the technology hubs of Bellevue/Redmond, Austin and Denver. Approximately 66.5% of the

portfolio's net property income (NPI) is derived from assets located in these key technology hubs.

KORE's unique value propositions include its highly diversified tenant base with low tenant concentration risks, with the majority of the top 10 tenants from the growing and defensive sectors of TAMI, as well as medical and healthcare, which will continue to support and bolster growth for the REIT.

As at 31 December 2024, the assets have a combined value of US\$1.33 billion with an aggregate net lettable area of 4.8 million sf.

### OVERVIEW

	2024 US\$'000	2023 US\$'000	+/(-) %
Rental income	101,515	105,916	(4.2)
Recoveries income	41,100	40,579	1.3
Other operating income	3,822	4,262	(10.3)
<b>Gross revenue</b>	<b>146,437</b>	<b>150,757</b>	<b>(2.9)</b>
Utilities	(9,801)	(9,833)	(0.3)
Repairs and maintenance	(14,692)	(12,505)	17.5
Property management fees	(8,480)	(7,916)	7.1
Property taxes	(16,447)	(16,989)	(3.2)
Other property expenses	(18,727)	(17,414)	7.5
<b>Property expenses</b>	<b>(68,147)</b>	<b>(64,657)</b>	<b>5.4</b>
<b>Net property income</b>	<b>78,290</b>	<b>86,100</b>	<b>(9.1)</b>
Finance income	1,315	818	60.8
Finance expenses	(27,571)	(24,643)	11.9
Manager's base fee	(5,292)	(5,803)	(8.8)
Trustee's fee	(180)	(191)	(5.8)
Fair value change in derivatives	(7,234)	(9,441)	(23.4)
Other trust expenses	(3,560)	(3,325)	7.1
<b>Net income for the year before net fair value change in investment properties</b>	<b>35,768</b>	<b>43,515</b>	<b>(17.8)</b>
Net fair value change in investment properties	(46,663)	(142,263)	(67.2)
<b>Net loss for the year before tax</b>	<b>(10,895)</b>	<b>(98,748)</b>	<b>(89.0)</b>
Tax credit	4,001	31,023	(87.1)
<b>Net loss for the year</b>	<b>(6,894)</b>	<b>(67,725)</b>	<b>(89.8)</b>
Distribution adjustments	54,521	119,948	(54.5)
<b>Income available for distribution to Unitholders</b>	<b>47,627</b>	<b>52,223</b>	<b>(8.8)</b>

## INCOME AVAILABLE FOR DISTRIBUTION

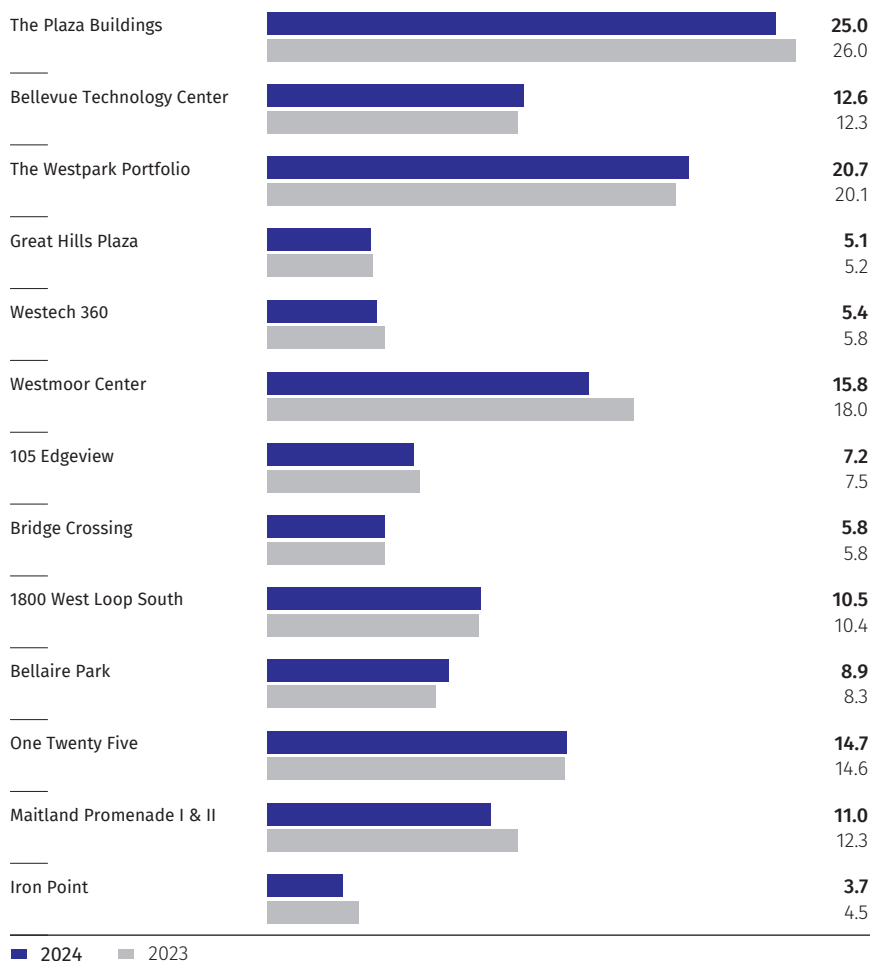
Income available for distribution for FY2024 was US\$47.6 million, a decline of 8.8% compared to US\$52.2 million in FY2023. The decline was mainly attributable to higher financing costs as a result of higher interest rates on the unhedged portion of loans, refinancing of loans at higher loan margins and the full year impact from the new loans taken in 2H 2023, as well as lower cash net property income.

The Manager has elected to receive 100% of its base fee in the form of cash for both financial years 2024 and 2023.

As announced on 15 February 2024, several options were evaluated to recapitalise KORE's balance sheet including divestments, equity fund raising (EFR) and reduction of distributions. KORE was not able to divest any properties at a price that would be beneficial to KORE and its Unitholders because of the difficult US real estate market. Based on discussions with various banks, an EFR was unlikely to raise enough equity capital in the present market environment to solve leverage concerns on a long-term basis and would likely require KORE to seek additional capital from Unitholders again in the near future. In relation to the suspension of distributions, the drop in valuation of KORE's assets announced on 30 January 2024 created a loss situation for the financial year ended 31 December 2023 in which any distribution would be in excess of the combination of profits and the US\$75.0 million loans due for refinancing by 4Q 2024<sup>1</sup>.

The Manager determined the best option for KORE and its Unitholders was to suspend distributions beginning 2H 2023. KORE expects distributions to be suspended through the 2H 2025 distribution that would otherwise be paid in 1H 2026.

## GROSS REVENUE BY ASSET (US\$m) for the financial year ended 31 December



This option is expected to provide significantly more capital over two years compared to what an EFR could raise today. If market conditions allow, distributions may re-commence at an earlier date than planned.

## GROSS REVENUE

KORE reported a gross revenue of US\$146.4 million for FY2024, representing a 2.9% decrease from US\$150.8 million in FY2023. This decline was primarily attributed to The Plaza Buildings, Westmoor Center, Maitland Promenade I & II,

and Iron Point, largely due to the reduction in non-cash amortisation of straight-line rent and lease incentives resulting from timing differences in leases completed for the respective periods. Additionally, there were higher vacancies at The Plaza Buildings and Iron Point as well as lower carpark income at The Plaza Buildings due to reduced usage from neighbouring developments in FY2024. This was partially offset by higher recoveries income as a result of increased recoverable property expenses in FY2024.

<sup>1</sup> This takes into account paragraph 7.3 of Appendix 6 to the Code on Collective Investment Schemes ("Property Funds Appendix") which states that if "the Manager declares a distribution that is in excess of profits, the Manager should certify, in consultation with the trustee, that it is satisfied on reasonable grounds that, immediately after making the distribution, the property fund will be able to fulfil, from the deposited property of the property fund, the liabilities of the property fund as they fall due".



## Financial Review

### NET PROPERTY INCOME (NPI)

NPI for FY2024 was US\$78.3 million, representing a 9.1% decrease from US\$86.1 million in FY2023. The decline is mainly due to lower gross revenue, arising from the factors discussed prior, along with an increase in year-on-year (y-o-y) property expenses. Excluding non-cash adjustments such as straight-line rent, lease incentives, and amortisation of leasing commissions, which do not impact distributable income, the adjusted NPI decreased by 4.7% y-o-y.

Property expenses for FY2024 amounted to US\$68.1 million, representing an increase of 5.4% from the prior year. The rise in property expenses was primarily due to higher y-o-y costs associated with repairs and maintenance,

property management fees, and other property-related expenses. Additionally, the amortisation of leasing commissions, which is a non-cash item and does not impact income available for distribution, increased as a result of the leasing activities completed in 2024.

The decline in NPI was primarily due to The Plaza Buildings, Westmoor Center, Maitland Promenade I & II and Iron Point.

### NET INCOME

Net fair value loss in investment properties for FY2024, after taking into consideration the capital expenditure and tenant improvements spent in FY2024, amounted to US\$46.7 million, largely driven by fair value losses from The Plaza Buildings, Westmoor Center, Iron Point, Bellaire

Park and Bellevue Technology Center. The decline was largely due to the increase in discount rates across the portfolio, which were partially offset by higher rental rates and occupancy for certain properties.

In FY2024, mark-to-market interest rate swaps recorded a net fair value loss in derivatives amounting to US\$7.2 million, compared to a net fair value loss of US\$9.4 million in FY2023 due to the movements in market interest rates for the respective periods.

Finance expense of US\$27.6 million for FY2024 was 11.9% higher than FY2023, mainly due to the higher interest rates on the unhedged portion of the loans as well as the refinancing of loans in 2024 at higher loan margins. In addition, there was a full year impact from the new loans taken in 2H 2023 for the purpose of funding capital expenditures and tenant improvements.

A tax credit of US\$4.0 million was recognised in FY2024, as compared to US\$31.0 million in FY2023, mainly relating to the deferred tax asset recognised on lower fair value losses in investment properties, offset by deferred taxes recognised from tax depreciation of the investment properties.

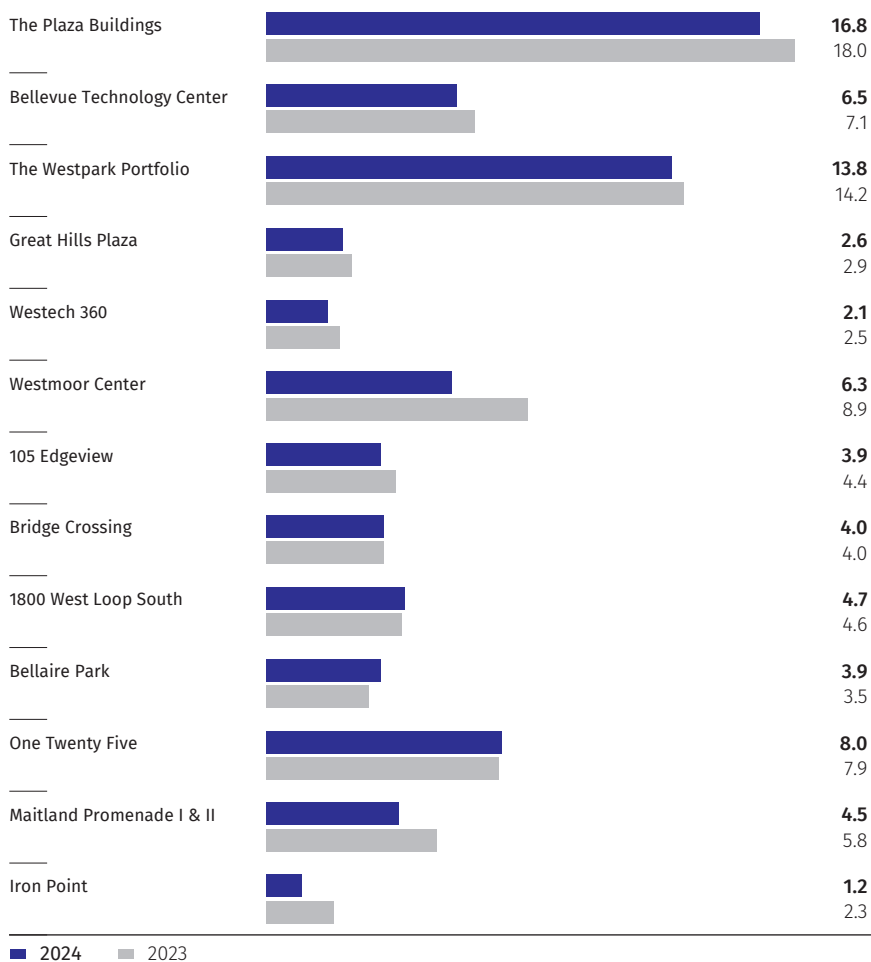
Due to the net effects of the above, the Group recorded a net loss of US\$6.9 million for FY2024, compared to the net loss of US\$67.7 million recorded for FY2023.

### INVESTMENT PROPERTIES

As of 31 December 2024, the assets under management totalled US\$1.33 billion.

Based on independent valuations performed, the portfolio valuation for 31 December 2024 remains relatively flat against the preceding year's valuation. However, after taking into consideration the capital expenditure and tenant improvements spent in FY2024, a net fair value loss of US\$46.7 million was recognised for FY2024, primarily from The Plaza Buildings, Westmoor Center, Iron Point, Bellaire Park and Bellevue

**NET PROPERTY INCOME CONTRIBUTION BY ASSET (US\$m)**  
for the financial year ended 31 December



Technology Center. The decline was primarily driven by higher discount rates across the portfolio, which were partially offset by higher rental rates and occupancy for certain properties.

Given the volatile macroeconomic environments as well as the operational risks at the property level, there is a material uncertainty in the estimation to the valuations of the investment properties as compared to a standard market condition.

### NET ASSET VALUE (NAV) PER UNIT

As at 31 December 2024, net asset value was US\$0.69 per Unit (31 December 2023: US\$0.69 per Unit).

### FUNDING AND BORROWINGS

FY2024 was a critical year for KORE in terms of refinancing of its debts due in 2024 and 2025. During the year, KORE secured a new uncommitted revolving credit facility of US\$45.0 million and a new term loan of US\$50.0 million comprising two tranches with maturities of 4.5 years and 5.5 years respectively. With the new facilities as well as through leveraging existing banking relationships, KORE refinanced loan facilities totalling US\$75.0 million previously due in FY2024, early refinanced a loan of US\$40.0 million originally due in February 2025 and extended a loan of US\$115.0 million originally due in August 2025 to August 2026.

As at 31 December 2024, KORE's gross borrowings amounted to US\$607.2 million (31 December 2023: US\$601.9 million). The increase was due to borrowings drawn down for the funding of capital expenditures and tenant improvements during the year, leaving KORE with US\$97.8 million of unutilised facilities available for future obligations.

All of KORE's borrowings are US dollar-denominated, providing a natural hedge for its US investments and income, as well as 100% unsecured, providing the REIT with funding flexibility. As at end-2024, approximately 66.6% of KORE's borrowings had been hedged from floating-to-fixed rates, reducing near-term exposure to rising interest rates.

### PORTFOLIO VALUATION

	US\$ million
Property valuation as at 31 December 2023	1,326.3
Capital expenditure for 2024	46.8
Book value before revaluation	1,373.1
Property valuation as at 31 December 2024	1,326.4
Fair value loss	46.7

### INVESTMENT PROPERTIES (US\$m)

as at 31 December

The Plaza Buildings	299.7
	307.7
Bellevue Technology Center	139.6
	140.6
The Westpark Portfolio	227.0
	224.0
Great Hills Plaza	45.0
	43.6
Westech 360	48.5
	47.1
Westmoor Center	103.0
	105.7
105 Edgeview	55.9
	56.7
Bridge Crossing	41.4
	41.3
1800 West Loop South	74.3
	75.6
Bellaire Park	47.3
	47.3
One Twenty Five	105.0
	107.0
Maitland Promenade I & II	101.6
	91.5
Iron Point	38.1
	38.2

■ 2024 ■ 2023

## Financial Review

### DEBT MATURITY PROFILE (%) as at 31 December

2025		9.7
2026		25.5
2027		26.9
2028		29.6
2029		5.0
2030		3.3

The Manager continues to adopt a prudent approach towards capital management by regularly assessing and evaluating KORE's expense requirements and potential funding needs. Additionally, the Manager also monitors KORE's cash flow position and working capital needs closely to ensure that there are adequate reserves, including cash and available credit facilities, to meet short- to medium-term obligations.

As at 31 December 2024, the weighted average term to maturity of its debt was 2.4 years (FY2023: 2.7 years). Weighted average all-in interest was 4.45% per annum (FY2023: 4.12% per annum). Interest coverage ratio (ICR) was 2.6 times (FY2023: 3.1 times).

Sensitivity analysis on the impact of changes in EBITDA<sup>1</sup> and weighted average interest rate on the Group's ICR are illustrated below.

KORE's aggregate leverage was 43.7% as at 31 December 2024, as compared to 43.2% as at 31 December 2023. The minimal year-on-year increase in KORE's aggregate leverage as at the end of the financial year has no significant impact on KORE's risk profile. KORE's aggregate leverage of 43.7% and interest coverage ratio of 2.6 times are well within the prescribed limits.

The Manager is committed to maintaining financial stability by strategically managing leverage and interest coverage ratios. This involves diversifying funding sources and optimising the capital structure by implementing appropriate debt-equity levels. Both aggregate leverage and the interest coverage ratio are regularly monitored and reviewed by management and the Board of Directors of the Manager on at least a quarterly basis.

### CASH FLOWS AND LIQUIDITY

As at 31 December 2024, KORE's cash and cash equivalents were US\$44.2 million.

Net cash generated from operating activities for FY2024 was US\$75.7 million. This was lower than FY2023, mainly due to lower operational cash inflow and higher working capital requirements.

Net cash used in investing activities for FY2024 amounted to US\$52.3 million. This was largely due to US\$53.6 million of net cash utilised for capital expenditures and tenant improvements.

Net cash used in financing activities amounted to US\$23.0 million. This comprised mainly financing expenses paid to external banks amounting to US\$27.3 million offset by net borrowings of US\$5.3 million to fund the capital expenditures and tenant improvements during the year.

### CAPITAL MANAGEMENT

The Group's ability to secure financing is susceptible to factors such as the cyclical nature of the property market and risks associated with market disruptions, potentially impacting liquidity, interest rates and the overall availability of funding sources. While the Group may face challenges with its future borrowing capacity to fund working capital, capital expenditure and refinancing existing debt obligations, the Manager continues to adopt a prudent and proactive approach towards capital management.

The Manager's objective when managing capital is to optimise the Group's capital structure within the borrowing limits as set out in the Code on Collective Investment Schemes (CIS Code) issued by the Monetary Authority of Singapore (MAS) to fund future acquisitions and asset enhancement projects at the Group's properties. To maintain and achieve an optimal capital structure, the Manager may explore various options including issuing new Units, sourcing additional borrowings, and withholding distributions.

The Group has a policy to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain the future development of the business. The Manager monitors the yield, which is defined as the net property income from the property divided by the latest valuation of the property,

### INTEREST COVERAGE RATIO (times)

	GROUP	
	2024	2023
For the year ended 31 December	2.6	3.1
<b>Scenario 1:</b> 100 basis point increase in the weighted average interest rate	2.1 <sup>2</sup>	2.5
<b>Scenario 2:</b> 10% decrease in the EBITDA	2.3	2.8

<sup>1</sup> EBITDA is computed as the trailing 12 months earnings before interest, tax, depreciation and amortisation (excluding effects of any fair value changes of derivatives and investment properties, and foreign exchange translation) as defined in Appendix 6 of the Code on Collective Investment Schemes revised on 28 November 2024.

<sup>2</sup> An adjustment has been made to correct the error in the ICR sensitivity analysis that was presented in the unaudited financial statements for the six months and full year ended 31 December 2024 announced on 4 February 2025.





The Manager continues to adopt a prudent approach towards capital management by regularly assessing and evaluating KORE's expense requirements and potential funding needs.

on the properties acquired. The Manager also monitors the level of distribution to Unitholders.

Under the Property Funds Appendix of the CIS Code issued by the MAS, the aggregate leverage should not exceed 50.0% of KORE's deposited properties. KORE complied with this requirement for FY2024.

### FINANCIAL RISK MANAGEMENT

KORE is exposed to a variety of financial risks, including tax, credit, liquidity, market (mainly interest rate), climate change and capital management risks. The Manager carries out financial risk management in accordance with its established policies and guidelines while achieving a balance between the costs of risks occurring and the costs of managing them. KORE's financial risk management is discussed in more details in the notes to the financial statements.

The Manager continues to adopt appropriate hedging strategies to manage interest rate exposure for KORE. Interest rate swaps have been entered into to hedge interest rate exposure of the long-term loans.

### ACCOUNTING POLICY

The financial statements have been prepared in accordance with the International Financial Reporting Standards issued by the International Accounting Standards Board, the applicable requirements of the CIS Code issued by the MAS and the provisions of the Trust Deed. KORE's significant policies are discussed in more details in the notes to the financial statements.

The preparation of the financial statements in accordance with the International Financial Reporting

Standards requires the Manager to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income, expenses and disclosures made. In particular, the valuation of investment properties is one significant area which requires estimation and critical judgement. This has the most significant effect on the amounts recognised in the financial statements and is discussed in greater detail in the notes to the financial statements.

### KEY STATISTICS

	As at 31 December 2024	As at 31 December 2023
Aggregate leverage <sup>1</sup>	<b>43.7%</b>	43.2%
Weighted average all-in interest rate <sup>2</sup>	<b>4.45% p.a.</b>	4.12% p.a.
Interest Coverage Ratio (ICR) <sup>3</sup>	<b>2.6 times</b>	3.1 times
Weighted average term to maturity	<b>2.4 years</b>	2.7 years

<sup>1</sup> Aggregate leverage is computed based on gross borrowings over total deposited properties (the Group's total assets) as stipulated in the Property Funds Appendix in the CIS Code issued by the MAS.

<sup>2</sup> Weighted average all-in interest rate includes amortisation of upfront debt financing costs.

<sup>3</sup> Defined in the CIS Code issued by the MAS as trailing 12 months earnings before interest, tax, depreciation and amortisation (excluding effects of any fair value changes of derivatives and investment properties, and foreign exchange translation), over trailing 12 months interest expense, borrowing-related fees and distributions on hybrid securities.



# Sustainability Report

Sustainability is integral to KORE’s strategy, and we are guided by the three key pillars of Environmental Stewardship, Responsible Business, and People and Community.



# Sustainability Framework and Highlights for 2024

ENVIRONMENTAL STEWARDSHIP	RESPONSIBLE BUSINESS	PEOPLE AND COMMUNITY
<p>Keppel Pacific Oak US REIT (KORE) is focused on improving its resource efficiency, enhancing its environmental performance and contributing to efforts to address climate change.</p> <p>» For more information, go to: pages 78 to 85</p>	<p>An effective Board, robust corporate governance and prudent risk management are recognised as the key pillars for the long-term sustainability of KORE’s business.</p> <p>» For more information, go to: pages 86 to 89</p>	<p>KORE places its people and community at the heart of its business, and is committed to ensuring a safe and healthy workplace while investing in training and development to empower employees to reach their full potential. KORE aims to uplift the communities in which it operates, creating lasting value for the long term.</p> <p>» For more information, go to: pages 90 to 97</p>
<p>ADDRESSING CLIMATE CHANGE RISKS</p> <p><b>Scenario analysis and integration</b></p> <p>Performed quantitative analysis of the financial impact of transition risks and integrated climate-related risks and opportunities into risk management and decision-making.</p>	<p>ETHICS AND COMPLIANCE</p> <p><b>Zero incidents</b></p> <p>Maintained zero incidents in corruption, bribery, fraud and any instances of non-compliance with laws or regulations.</p>	<p>BOARD DIVERSITY</p> <p><b>1/3</b></p> <p>Maintained one-third female representation on the Board.</p>
<p>GREENHOUSE GAS EMISSIONS</p> <p><b>18.3% reduction</b></p> <p>18.3% reduction in Scope 1 and Scope 2 emissions from 2019 levels.</p>	<p>DATA PROTECTION</p> <p><b>Zero cases</b></p> <p>No substantiated complaints received concerning breaches of customer privacy, nor any leaks, thefts, or loss of customer data identified.</p>	<p>VOLUNTEERISM</p> <p><b>&gt;1,100 hrs</b></p> <p>Dedicated more than 1,100 volunteering hours together with Keppel’s Fund Management and Investment platforms (Keppel FM&amp;I).</p>
<p>ENERGY MANAGEMENT</p> <p><b>Energy efficiency upgrades</b></p> <p>Continued to roll out Building Automation Systems across properties to optimise energy management.</p>	<p>HEALTH AND SAFETY</p> <p><b>Zero incidents</b></p> <p>Zero incidents or violations of laws, regulations or voluntary codes concerning tenant health and safety.</p>	<p>TRAINING AND DEVELOPMENT</p> <p><b>&gt;35 hrs</b></p> <p>Achieved an average of more than 35 hours of training per employee exceeding target of 20 training hours per employee.</p>



# Driving Climate Action



“KORE recognises the importance of understanding and managing the issues that impact our business and have the potential to be impacted by our business.”

DAVID SNYDER, Chief Executive Officer

## DEAR STAKEHOLDERS,

In 2024, KORE progressed on its sustainability journey amidst ongoing market volatility and geopolitical tensions. KORE remains committed to integrating sustainability considerations into our business model and supporting the broader shift to a lower-carbon economy, whilst delivering value to our stakeholders.

KORE recognises the importance of understanding and managing the issues that impact our business and have the potential to be impacted by our business. In 2024, we conducted a comprehensive double materiality assessment to refresh our material environmental, social and governance (ESG) factors. This ensures that we remain well-positioned to maintain our positive impact on the environment, communities and stakeholders whilst mitigating sustainability-related risks.

## DRIVING CLIMATE ACTION

KORE is steadfast in our commitment to sustainability. We continue to benefit from improved energy efficiencies achieved through the upgrades implemented at our assets over the course of the past few years. These include the upgrading of heating, ventilation and air-conditioning controls (HVAC), replacement of HVACs, adoption of LEDs and the installation of motion sensors within the portfolio. With respect to water management, there have been upgrades of water-efficient fixtures and irrigation systems at our properties, in addition to the selection of more drought-resistant plants.

KORE has set a target to reduce Scope 1 and 2 greenhouse gas emissions by 30% by 2030, against a 2019 baseline. In 2024, we achieved a 3.1% year-on-year emissions reduction. Several of KORE's properties hold Leadership in Energy and Environmental Design (LEED) certifications, granted by the US Green Building Council, as well as ENERGY STAR® labels from the

US Environmental Protection Agency. Such certifications reflect our efforts to integrate sustainability considerations into our buildings and our commitment to continuous improvement.

In 2024, we quantified the potential financial impact of transition risks in preparation for the mandatory climate-related disclosure requirements of the International Financial Reporting Standards (IFRS) Sustainability Disclosure Standards in Singapore. This builds on our previous integration of recommendations from the Task Force on Climate-related Financial Disclosures into our sustainability reporting.

## CONDUCTING OUR BUSINESS RESPONSIBLY

Robust corporate governance is fundamental to our success. We ensure ethical conduct, accountability and transparency in all aspects of our operations. We continue to adhere to the highest standards of governance, with no incidents of corruption, bribery, fraud or non-compliance with laws or regulations in 2024.

As part of our commitment to responsible business, we maintain high standards of building and service quality across all our properties. This commitment extends to working with partners who align with our standards for environmental and social responsibility. We also remain vigilant of cybersecurity threats in an increasingly digital world. KORE adopts the Keppel Technology and Data Risk Management operating standards and framework as well as the Keppel Technology Governance Framework to remain agile in addressing potential cybersecurity incidents.

## NURTURING OUR PEOPLE AND COMMUNITIES

KORE places our people and communities at the core of our business. We are committed to ensuring that all employees work in a safe and inclusive environment. In 2024, we maintained our record of zero employee and tenant safety incidents.

Equipping our people with the right skills and capabilities is essential to our success. We continue to invest in our people, providing them with various learning and development opportunities through avenues such as talks, workshops, site tours and Keppel's Global Learning Festival.

Together with Keppel's Fund Management and Investment platforms (Keppel FM&I), we dedicated more than 1,100 volunteering hours in 2024. Through various volunteering activities, we had the opportunity to engage with and support our community. This included art workshops with the Muscular Dystrophy Association (Singapore), a tree planting event held in support of National Parks Board OneMillionTrees movement and Mid-Autumn Festival celebrations at SASCO Senior Citizens' Home. Reinforcing the commitment to contribute positively to the communities we operate in, Keppel FM&I has increased its annual volunteering target from 500 hours to 800 hours, starting from 2024.

## DRIVING A SUSTAINABLE FUTURE

Reflecting on 2024, I am heartened by our collective efforts and achievements in our sustainability journey. As we move forward, we will continue to uphold strong sustainability governance and value our stakeholders' perspectives. We thank all our stakeholders for your unwavering support as we contribute to the advancement of a more sustainable future.

Yours sincerely,

DAVID SNYDER  
Chief Executive Officer  
24 February 2025



## About This Report

### REPORTING PERIOD AND SCOPE

Keppel Pacific Oak US REIT (KORE) is pleased to present its seventh annual sustainability report (the Report). The Report outlines the Manager's strategic approach to sustainability and summarises KORE's performance and progress in managing environmental, social and governance (ESG) factors.

This report contains data that has been estimated due to various reasons, including timing of reporting. Where relevant, these estimates have been indicated accordingly.

In alignment with its annual reporting, the information in this Report is based on the financial year from 1 January to 31 December 2024 and provides updates on KORE's sustainability approach and performance in relation to the ESG factors.

### Assets in Reporting Scope

The scope of this Report is based on KORE's 100% ownership of the following assets:

#### Bellevue/Redmond, Washington

- The Plaza Buildings
- Bellevue Technology Center
- The Westpark Portfolio

#### Austin, Texas

- Great Hills Plaza
- Westech 360

#### Denver, Colorado

- Westmoor Center
- 105 Edgeview

#### Nashville, Tennessee

- Bridge Crossing

#### Houston, Texas

- 1800 West Loop South
- Bellaire Park

#### Dallas, Texas

- One Twenty Five

#### Orlando, Florida

- Maitland Promenade I & II

#### Sacramento, California

- Iron Point

Exclusions of data, where relevant, have been specified under the respective topic sections. Social and Governance performance data in this Report primarily covers employees of the Manager.

### REPORTING STANDARDS

This report was prepared in accordance with the latest Global Reporting Initiative (GRI) Sustainability Reporting Standards 2021. KORE has applied the Reporting Principles outlined in the GRI Standards to ensure accurate presentation of the information reported. These principles include Accuracy, Balance, Clarity, Comparability, Completeness, Sustainability Context, Timeliness and Verifiability. The GRI Content Index can be found on pages 98 to 100.

Building on the disclosures presented in KORE's previous sustainability reporting, based on the Task Force on Climate-related Financial Disclosures Recommendations, the Manager is

working to progressively incorporate the climate-related disclosure requirements of the IFRS Sustainability Disclosure Standards, in line with Singapore Exchange Regulation's (SGX RegCo) enhanced sustainability reporting regime.

### INTERNAL REVIEW

The data in this report has undergone a rigorous review. In addition, in 2022, the Manager initiated an internal review process with internal auditors with respect to the sustainability reporting process, procedures and controls. While the report has not been through external verification, the Manager will review the need for external assurance in the future.

### Contact

The Manager welcomes feedback from stakeholders to enhance its sustainability approach and communication.

Please contact us at:  
enquiries@koreusreit.com



The Manager has set ESG targets and monitors progress towards the targets as part of its commitment to sustainability.

# Approach to Sustainability

KORE seeks to continually meet stakeholder demand by improving its sustainability governance and performance and actively integrates environmental, social and governance (ESG) factors in its operations and strategy. The Manager has set ESG targets and monitors progress towards the targets as part of its commitment to sustainability. Furthermore, the Manager aligns its sustainability management framework with Keppel Ltd. (Keppel) where relevant and uses Keppel's policies as a reference to guide its handling of ESG topics.

### SUSTAINABILITY GOVERNANCE Board of Directors

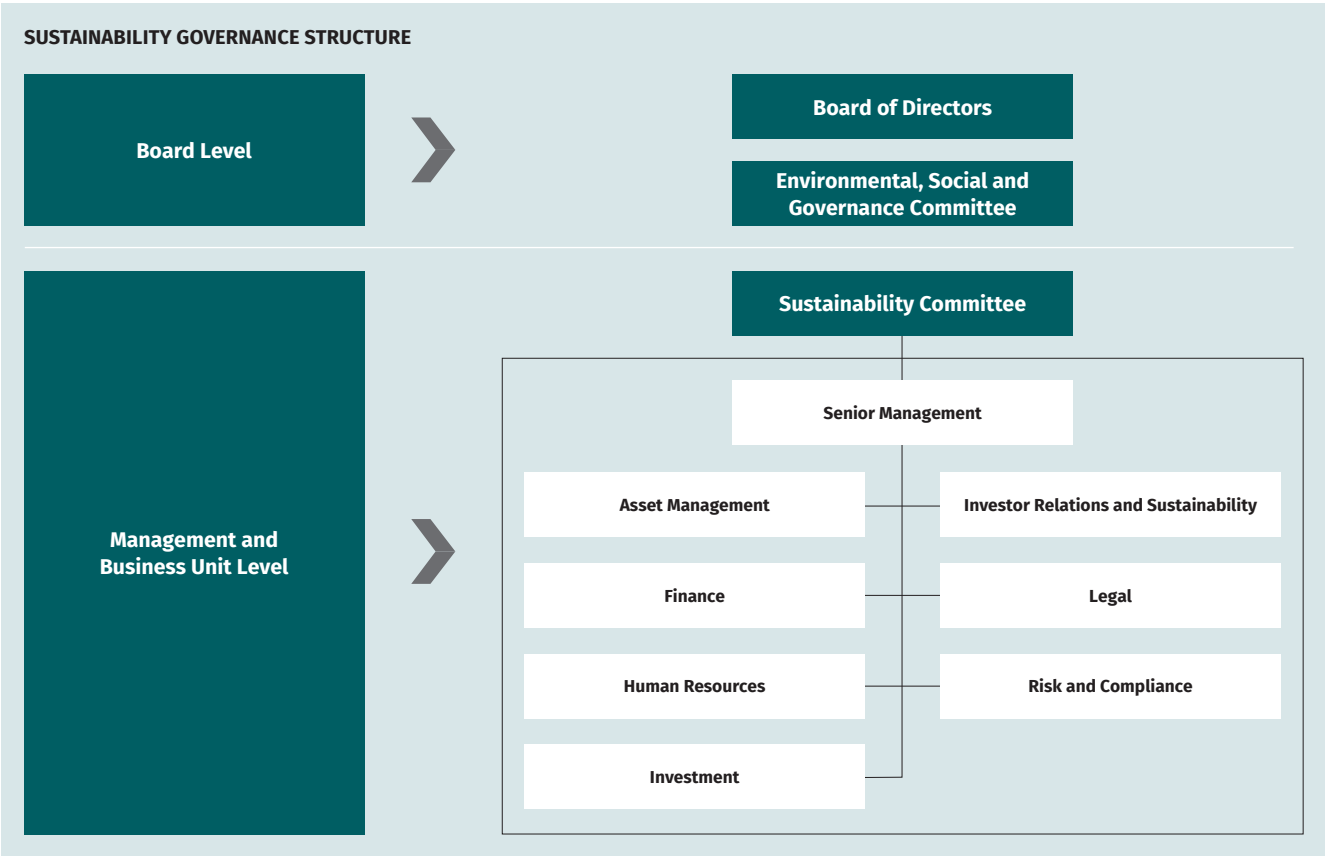
KORE's Board holds the ultimate responsibility for the governance of sustainability-related issues, as well as KORE's sustainability strategy, policies, processes and initiatives. At least twice a year, the Board receives updates on sustainability matters including performance against targets, sustainability- and climate-related risk assessments and

### BOARD STATEMENT

“As part of its strategic oversight, the Board has reviewed, considered and approved KORE’s material ESG factors. The Board incorporates consideration of these factors, alongside other sustainability matters, into its strategy formulation and business decisions. The Board will continue to oversee the management and monitoring of KORE’s ESG factors periodically. Whilst the Board holds ultimate responsibility for the governance of sustainability, management oversight is delegated to the Board ESG Committee and Sustainability Committee.”

recommendations for follow-up actions. All Directors undergo the required sustainability training, as prescribed by the Singapore Exchange (SGX). From time to time and where relevant, the Board is notified of courses, trainings and events,

including those relating to climate-related risks and opportunities and receives presentations from external consultants on ESG matters. During the Nominating and Remuneration Committee’s (NRC) process for appointment of



## Approach to Sustainability

new Directors and succession planning for the Board, the NRC considers the skills and competencies necessary for the Board collectively, to respond to climate-related risks and opportunities.

### Board ESG Committee

The Board ESG Committee provides oversight of sustainability initiatives across KORE's business operations and ensures that KORE remains compliant with sustainability-related legal and regulatory requirements. This includes, but is not limited to, the setting, disclosure and achievement of ESG targets, reviewing the effectiveness of the sustainability risk management framework (including climate-related risk and opportunities) and reports on people development and community involvement and advising the Manager's Sustainability Committee as necessary.

### Sustainability Committee

The Manager's Sustainability Committee comprises senior management and staff from various business units and is responsible

for measuring and monitoring KORE's ESG performance.

KORE's commitment of ensuring appropriate accountability for sustainability is integrated throughout the business and ESG-related performance metrics are incorporated as part of the corporate scorecard. Climate reporting and Scope 3 emissions disclosure are components included in the ESG targets. In total, corporate social responsibility and ESG (combined) targets constitute approximately 8% of the overall corporate scorecard. For information on KORE's sustainability governance structure, please refer to pages 69 to 70.

### SUSTAINABILITY FRAMEWORK

The Manager's sustainability strategy is guided by the three key pillars of Environmental Stewardship, Responsible Business, and People and Community. The Manager is committed to minimising KORE's environmental impact, upholding exemplary corporate governance standards as well as creating value for its stakeholders.

KORE's sustainability strategy focuses on the ESG factors deemed material through its materiality assessment and stakeholder engagements. These factors are taken into consideration by the Board in formulating strategy and overseeing business operations.

### Policies and Commitments

The Manager's commitment to responsible business conduct is guided by the various policies it adopts. These include the Global Anti-Bribery Policy, Whistle-Blower Policy, Insider Trading Policy, Competition Law Compliance Manual, as well as the Health, Safety and Environmental (HSE) Policy. To ensure the effective implementation of these policies, the Manager conducts due diligence as required and applies the precautionary principle where appropriate, to avoid situations of non-compliance or inadvertent harm caused.

All employees of the Manager are required to familiarise themselves with these policies. On a yearly basis, these policies are reiterated through online training courses and declarations of adherence.

### SUSTAINABILITY COMMITTEE

Teams	Responsibilities
<b>Senior Management</b>	<ul style="list-style-type: none"> <li>Provide oversight to departments and executive decision-making regarding all ESG-related considerations.</li> </ul>
<b>Asset Management</b>	<ul style="list-style-type: none"> <li>Set overall direction and goals related to sustainability, climate change and asset management, including the identification and assessment of climate and sustainability-related risks.</li> <li>Implement climate-related mitigation and adaptation initiatives and the management of ESG data across assets.</li> </ul>
<b>Finance</b>	<ul style="list-style-type: none"> <li>Assess financial implications of climate-related risks and opportunities and integration of climate-related risks into financial reporting.</li> </ul>
<b>Human Resources</b>	<ul style="list-style-type: none"> <li>Development of strategies related to talent management, capacity building and engagement in relation to climate initiatives.</li> </ul>
<b>Investment</b>	<ul style="list-style-type: none"> <li>Integration of ESG-related considerations into investment decisions and potential future assets.</li> </ul>
<b>Investor Relations and Sustainability</b>	<ul style="list-style-type: none"> <li>Articulate the REIT's ESG strategy, achievements and progress.</li> <li>Understand investors' ESG requirements and work with asset management to incorporate them into the portfolio, as relevant.</li> </ul>
<b>Legal</b>	<ul style="list-style-type: none"> <li>Ensure strategies and disclosures are in full compliance with relevant laws and the management of legal and regulatory risks.</li> </ul>
<b>Risk and Compliance</b>	<ul style="list-style-type: none"> <li>Advise and guide Senior Management on enterprise risk management (which includes climate and sustainability-related risks) and the development of risk mitigation strategies.</li> </ul>

The Board, Board Committees or Senior Management where applicable, provide approval for these policies. They are reviewed and updated regularly, and are publicly available on the sustainability page of KORE's website. For more information on KORE's policies, please refer to pages 87 to 89.

### Upholding Human Rights

Safeguarding human rights is a priority for KORE. Across both its operations and supply chain, the Manager implements a zero-tolerance policy for unethical labour practices, including but not limited to child labour, forced labour, slavery and human trafficking. For more information on how KORE manages human rights across its operations and value chain, please refer to page 92.



MATERIALITY ASSESSMENT

Through identifying key material issues relevant to KORE as an organisation, the Manager is able to prioritise the ESG factors influencing KORE's operations, as well as those significantly affected by KORE's activities.

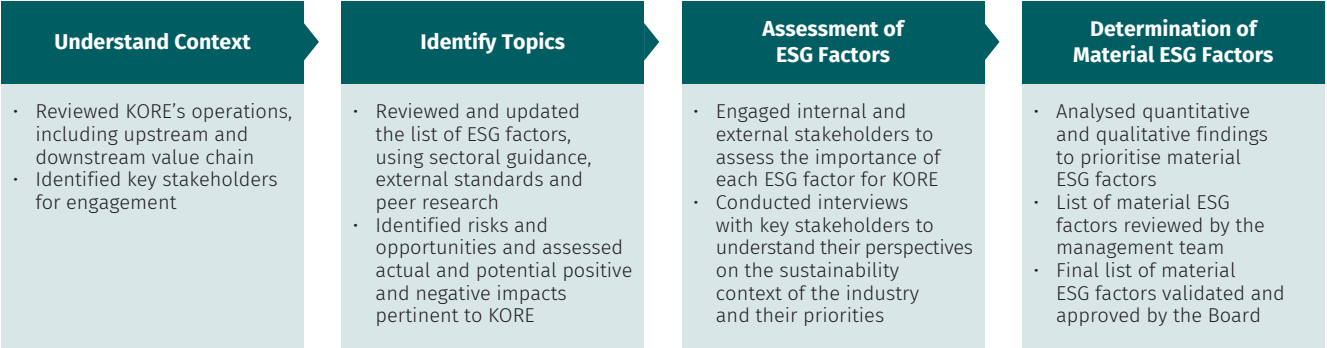
In 2024, the Manager worked with an external sustainability consultant to conduct a double materiality

assessment. This incorporates financial materiality, considering the effect of ESG factors on KORE's cash flows, access to financing and cost of capital, in addition to impact materiality, considering KORE's impact on the economy, environment and community. This comprehensive exercise informed KORE's sustainability strategy and management approach, ensuring that the Manager remains adaptable amidst an evolving

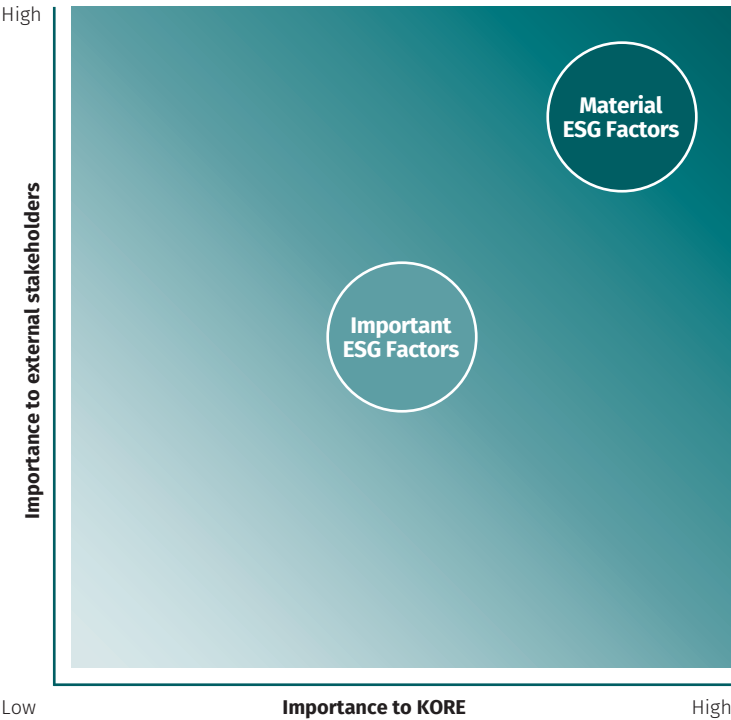
sustainability landscape and shifting expectations for business.

The double materiality assessment began with a review of KORE's existing list of material ESG factors, supplemented by research on macro ESG and industry-relevant trends. Material topics were identified with input from KORE's internal and external stakeholders. The materiality assessment process was as follows:

Materiality Assessment Process



The chart below represents KORE's prioritised ESG factors, categorised into two groups based on their materiality as determined through the double materiality assessment.



Material ESG Factors

Factors determined to be of the highest importance to KORE and its key stakeholders from both an impact and financial perspective form the core of sustainability strategies and reporting. The Manager aims to disclose goals, targets and performance for each identified material topic.

- Building and Service Quality
- Climate Action and Energy Management
- Corporate Governance
- Human Capital Management

Important ESG Factors

Factors determined to be moderately to highly important to KORE and its key stakeholders from both an impact and financial perspective are actively monitored and managed. The Manager includes them in external reports as relevant for sustainability context and for stakeholder interest.

- Community Development and Engagement
- Employee Health and Wellbeing
- Sustainable Supply Chain Management
- Waste Management
- Water Management

Note: The factors within each tier are in alphabetical order.




## Approach to Sustainability

### ESG TARGETS AND COMMITMENTS

The Manager has established ESG targets to track, report and manage KORE's material ESG factors as identified through the double materiality exercise.

In alignment with the United Nations Sustainable Development Goals (UN SDGs) and the 2030 Agenda for Sustainable Development, the Manager has identified nine SDGs relevant to KORE's business activities that the Manager strives to effectively contribute to. KORE's short (2025), and medium term (2030) targets and longer term goals and commitments ensure progress and accountability for its material ESG factors.

ESG Factors	UN SDGs	Targets and Commitments	Performance and Progress	Page No.
<b>Environmental Stewardship</b>				
<b>Climate Action and Energy Management</b>		<ul style="list-style-type: none"> <li>Implement energy-saving initiatives and reducing the use of energy-intensive equipment across the portfolio.</li> </ul>	<ul style="list-style-type: none"> <li>The Manager began the process of aligning its Sustainability Report with the requirements of the IFRS Sustainability Disclosure Standards and strives to improve its alignment in future reports.</li> <li>The Manager continued to implement and explore energy optimisation initiatives, including energy-efficient LED retrofits, and conducted replacement of heating, ventilation and air conditioning (HVAC) units with energy-saving models.</li> <li>The Manager is in the process of rolling out Building Automation Systems at applicable properties to optimise energy management.</li> <li>As at end-2024, the Manager reduced Scope 1 and 2 emissions by 18.3% compared to the 2019 base year.</li> </ul>	79 to 80
		<b>Short term (2025) and medium term (2030)</b> <ul style="list-style-type: none"> <li>Align reporting with the climate-related disclosure requirements of the IFRS Sustainability Disclosure Standards.</li> <li>Achieve 30% reduction for the Scope 1 and 2 emissions by 2030, from the 2019 baseline.</li> </ul>		
<b>Water Management</b>		<ul style="list-style-type: none"> <li>Continue to improve water conservation efforts across the portfolio.</li> </ul>	<ul style="list-style-type: none"> <li>The Manager has identified and implemented, where feasible, water-efficient technologies and equipment, such as irrigation system controllers and high efficiency flush valves, to optimise the use of water.</li> </ul>	83
<b>Waste Management</b>		<ul style="list-style-type: none"> <li>Increase the waste recycling rate across the portfolio.</li> </ul>	<ul style="list-style-type: none"> <li>In 2024, 21.5% of total waste generated was recycled or composted. The Manager continues to work with tenants to promote recycling and responsible waste management.</li> </ul>	83
<b>Responsible Business</b>				
<b>Building and Service Quality</b>		<ul style="list-style-type: none"> <li>Zero incidents of non-compliance with laws, regulations and voluntary codes pertaining to the provision, use, health and safety of its products and services, providing a safe and healthy environment for tenants.</li> </ul>	<ul style="list-style-type: none"> <li>There were no incidents of non-compliance with laws, regulations and voluntary codes pertaining to the provision, use, health and safety of KORE's products and services.</li> </ul>	86 to 87
				
				
<b>Corporate Governance</b>		<ul style="list-style-type: none"> <li>Uphold strong corporate governance, robust risk management, as well as timely and transparent communications with stakeholders.</li> <li>Maintain high standards of ethical business conduct and compliance best practices, with zero incidents of fraud, corruption, bribery and non-compliance with laws and regulations.</li> <li>Uphold high standards of cybersecurity and data protection best practices through the Keppel Cybersecurity governance structure, with zero incidents of data breaches and non-compliance with data privacy laws.</li> </ul>	<ul style="list-style-type: none"> <li>The Manager continues to uphold strong corporate governance and risk management practices.</li> <li>There were no incidents relating to corruption, bribery or fraud, and no instances of non-compliance with laws or regulations.</li> <li>There were no complaints received concerning breaches of customer privacy, nor any leaks, thefts, or losses of customer data identified.</li> <li>Keppel conducted a series of mandatory annual cybersecurity training and awareness sessions for all employees, including KORE's directors and staff.</li> </ul>	87 to 89
		<ul style="list-style-type: none"> <li>Encourage the adoption of sustainability principles throughout the supply chain.</li> </ul>		
<b>Sustainable Supply Chain Management</b>			<ul style="list-style-type: none"> <li>There were no known instances of non-compliance with any applicable regulations regarding human rights and labour practices throughout KORE's supply chain.</li> <li>There were no operations or suppliers with significant risks of forced or compulsory labour practices that KORE is aware of.</li> </ul>	89

ESG Factors	UN SDGs	Targets and Commitments	Performance and Progress	Page No.
<b>People and Community</b>				
<b>Human Capital Management</b>		<ul style="list-style-type: none"> <li>Maintain at least one-third female representation on the Board.</li> <li>Achieve at least an average of 20 training hours per employee in 2024.</li> <li>Achieve at least 75% in employee engagement score in 2024.</li> </ul>	<ul style="list-style-type: none"> <li>As of end-2024, the Manager continued to maintain at least one-third female representation on the Board.</li> <li>There were no known instances of non-compliance with any applicable regulations regarding human rights and labour practices throughout KORE's supply chain.</li> <li>There were no operations or suppliers with significant risks of forced or compulsory labour practices that KORE is aware of.</li> <li>The Manager achieved an average of more than 35 hours of training per employee.</li> <li>The engagement score continued to be above 80%.</li> </ul>	90 to 93
<b>Employee Health and Wellbeing</b>		<ul style="list-style-type: none"> <li>Provide a safe and healthy environment for employees, adopting the Keppel Zero Fatality Strategy to achieve a zero-fatality workplace.</li> </ul>	<ul style="list-style-type: none"> <li>There were no fatalities, work-related injuries or safety incidents reported.</li> </ul>	93 to 95
<b>Community Development and Engagement</b>		<ul style="list-style-type: none"> <li>Engage with local communities and contribute to Keppel FM&amp;I's target of 800 hours of staff volunteerism.</li> </ul>	<ul style="list-style-type: none"> <li>The Manager, together with Keppel FM&amp;I, dedicated more than 1,100 volunteer hours in 2024.</li> </ul>	96 to 97

## EXTERNAL MEMBERSHIPS, INITIATIVES AND CERTIFICATIONS

KORE's sustainability efforts extend beyond its own business operations. The Manager seeks to maintain best practices by aligning itself with leading, internationally recognised standards. KORE is also a member of key industry associations and participates regularly in industry initiatives.

KORE's properties have received certifications such as LEED by the US Green Building Council, as well as the US Environmental Protection Agency's ENERGY STAR® label. For a comprehensive list of sustainability certifications and awards received by KORE's properties, please refer to page 86.

Through Keppel, the Manager participates in the United Nations Global Compact (UNGC). KORE aligns with the UNGC's 10 universal principles in the areas of human rights, labour, environment and anti-corruption.

### EXTERNAL MEMBERSHIPS

Signatory of:



Through Keppel FM&I, the Manager is a signatory of the United Nations-supported Principles for Responsible Investment (PRI) and strives to implement the PRI's six principles where feasible.



KORE is a member of the REIT Association of Singapore (REITAS), an organisation dedicated to collaboratively enhancing and advancing the Singapore REIT industry through initiatives in education, research and professional development.



Through Keppel, the Manager supports the Securities Investors Association (Singapore) (SIAS) in its mission to empower the investment community by providing continuous investor education.



The Manager seeks to maintain best practices in sustainability by aligning itself with leading, internationally recognised standards.



## Approach to Sustainability

### STAKEHOLDER ENGAGEMENT







KORE values its key stakeholders and engages them regularly to gather feedback, including feedback relating to improving ESG performance. This engagement provides valuable perspectives that inform the management of material ESG factors.

From engaging with its key stakeholders, KORE is able to identify the topics that are most critical to stakeholders and ensure that they are incorporated into the Manager's ongoing sustainability efforts. This is

done by measuring ESG performance, communicating progress on material ESG factors through the publication of the annual Sustainability Report and adopting a management approach that integrates material ESG factors in decision-making processes.

To effectively engage with stakeholders, the Manager has established various channels to collect feedback from the various stakeholders, as well as share relevant information to promote productive collaboration.

The table below outlines KORE's key stakeholders, the objectives of engagement with the stakeholders, modes of engagement and primary interests and key topics of concern. Stakeholders are identified based on their potential to impact or be impacted by KORE's operations and ESG performance. Their views are gathered through their respective communication channels and addressed through performance metrics, progress updates and decision-making processes where relevant.

<div> <div>EMPLOYEES</div>  </div> <div> <b>Objectives of Engagement</b>  Upskill talent pool through continuous investments in training and development, as well as employee welfare. </div> <div> <b>Modes of Engagement</b>  Dialogue sessions with senior leaders, annual employee engagement survey, appreciation month, physical, mental and financial wellbeing months, staff communication sessions, leadership programmes, team building activities, involvement in different employees' interest groups, annual dinner and dance event. </div> <div> <b>Key Topics</b>  Providing platforms for employees to contribute and share ideas, building a culture of recognition and appreciation, enhancing careers through self-directed learning, inspiring others through leading by example. </div>	<div> <div>TENANTS</div>  </div> <div> <b>Objectives of Engagement</b>  Grow tenant base, deepen relationships with existing and prospective tenants and obtain feedback. </div> <div> <b>Modes of Engagement</b>  Meetings and feedback sessions, tenant engagement activities and satisfaction surveys. </div> <div> <b>Key Topics</b>  Building and service quality, as well as health, safety and environmental matters. </div>	<div> <div>INVESTORS</div>  </div> <div> <b>Objectives of Engagement</b>  Ensure timely and accurate disclosure of information. </div> <div> <b>Modes of Engagement</b>  General meetings, media releases, investor presentations, SGX announcements, annual reports, results briefings, conference calls, non-deal roadshows and conferences. </div> <div> <b>Key Topics</b>  Business strategy and corporate developments, financial and portfolio performance, ESG strategy and performance. </div>
<div> <div>BUSINESS PARTNERS</div>  </div> <div> <b>Objectives of Engagement</b>  Align practices for better planning, responsive vendor support and mutually beneficial relationships. </div> <div> <b>Modes of Engagement</b>  Dialogue sessions, regular meetings with business partners including external property managers, key subcontractors and suppliers, as well as networking events. </div> <div> <b>Key Topics</b>  Compliance, collaboration, as well as health, safety and environmental matters. </div>	<div> <div>REGULATORY AUTHORITIES</div>  </div> <div> <b>Objectives of Engagement</b>  Engage and work alongside on topics of mutual interest. </div> <div> <b>Modes of Engagement</b>  Visits and meetings. </div> <div> <b>Key Topics</b>  Adherence to rules and regulations, consultation on policies regarding the REIT sector, as well as communication on industry or sector trends, including sustainability. </div>	<div> <div>LOCAL COMMUNITIES</div>  </div> <div> <b>Objectives of Engagement</b>  Impact communities positively. </div> <div> <b>Modes of Engagement</b>  Community outreach activities, promoting and organising community-related activities, as well as participation in industry events and/or talks. </div> <div> <b>Key Topics</b>  Community engagement, as well as sharing of industry insights and knowledge. </div>

## RISK MANAGEMENT

KORE's approach to risk management is governed by its System of Management Controls, which sets out the necessary governance and reporting structure, monitoring mechanisms, risk management processes and tools, as well as policies and limits. As a component of the System of Management Controls, the Manager's Enterprise Risk Management (ERM) Framework enables the appropriate identification of risks and responses through mitigating actions. The Manager also adheres to the Guidelines on Environmental Risk Management set out by the Monetary Authority of Singapore.

The Manager's ERM processes include the identification, assessment, treatment, monitoring and reporting of key risks (which includes climate-related risks). Alongside other risk factors, climate-related risks are analysed holistically using a common risk rating matrix that considers both the likelihood and magnitude of the risk impact to evaluate and prioritise them. For climate-related risks, KORE's vulnerability is also assessed by considering hazard exposure, sensitivity and adaptive capacity.

Climate-related risks and opportunities identified through the climate risk

assessment are incorporated into the Manager's ERM. Business units and corporate functions conduct a quarterly review of the risks, opportunities and mitigation actions to keep the risk register current and relevant. Management highlights key risk issues, including climate-related risks and opportunities, during quarterly updates to the Audit and Risk Committee (ARC).

In 2024, the Manager's processes to identify, assess, treat, monitor and report climate-related risks and opportunities remained consistent with previous reporting periods.

### Overview of Scenario Analysis

Scenario analysis is an important decision-making tool for companies. While scenario analysis is not an exact forecast or prediction, it is used to test business resilience across a range of plausible futures.

KORE has utilised scenario analysis to identify and assess the material climate-related risks and opportunities across its portfolio. In its analysis, the Manager referenced various sources of guidance and data inputs, including the Task Force on Climate-related Financial Disclosures (TCFD) Recommendations, relevant sector

papers on climate change, Network for Greening the Financial System (NGFS) data for relevant regions, a third-party consultant's database and best practices demonstrated by peers in the industry. In 2023, the Manager quantified the potential financial impact from physical risks and proceeded to quantify the potential financial impact from transition risks in 2024.

It should be noted that there are limitations involved in using scenario analysis to assess climate resilience given the level of uncertainties involved, particularly when longer timeframes are applied. For example, inherent to each of the scenarios considered for physical and transition risks are a set of assumptions about the future state of the world, including factors such as the policy landscape, economic conditions and technological developments. In addition, the Manager's scenario analysis makes further assumptions, such as the portfolio of assets remaining constant and reliance on the use of historical data. Despite these limitations, the scenario analysis has enabled the Manager to better understand the resilience of KORE's portfolio and identify potential opportunities.

2021

2022

2023

2024

### Establish Governance Structure

- Established sustainability governance structure

### Climate Scenario Analysis

- Identified current and anticipated climate-related risks and opportunities
- Selected appropriate climate scenarios and narratives
- Assessed potential impact of climate-related risks and opportunities across scenarios

### Identify Potential Business Response to Physical and Transition Risks and Quantify Physical Risks

- Identified appropriate business responses that can potentially mitigate and manage material risks and opportunities
- Quantified potential financial impact from physical risks

### Quantify Transition Risks and Integration

- Quantified potential financial impact from transition risks
- Integrated analysis of climate-related risks and opportunities into decision-making, as well as investment and risk management
- Reviewed and updated climate-related metrics and targets
- Continued to monitor implementation and performance

## Approach to Sustainability

### Physical Risk Assessment Methodology

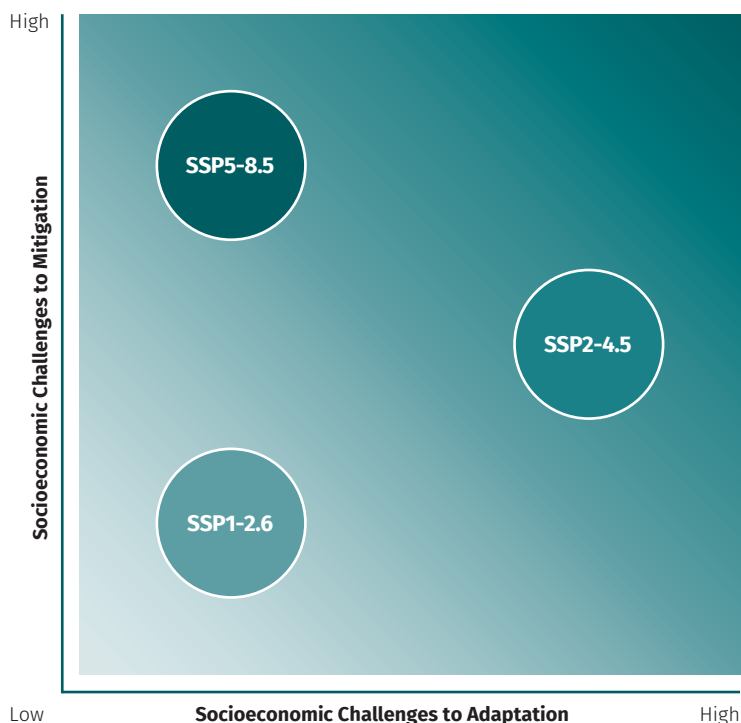
In 2022, the physical risk assessment conducted for 10 of KORE's assets identified 11 separate chronic and acute variables using three Shared Socioeconomic Pathways (SPPs) from the Intergovernmental Panel on Climate Change (IPCC) Sixth Assessment Report (AR6). The chosen scenarios align with the TCFD Recommendations, which include exploration of a maximum 2°C scenario with higher transition risks, in addition to another scenario with greater physical climate-related risks.

The analysis considered scenarios for a period up to 2030 and additionally evaluated potential impacts beyond this period. Although KORE's portfolio may change over time, the Manager deems it important to also consider the climate-related issues which could occur in the medium and long term.

External Data	Internal Data
Data Sources	
<ul style="list-style-type: none"> <li>Data from Climate Insights from CLIMsystems comprising Global Climate Models ("GCMs") of the coupled model intercomparison project ("CMIP6") for periods from 2005 to 2030 for the selected Shared Socioeconomic Pathways (SSPs) scenarios SSP1-2.6, SSP2-4.5 and SSP5-8.5</li> <li>From the latest Intergovernmental Panel on Climate Change (IPCC) Sixth Assessment Report (AR6)</li> <li>Country/location-specific historical climate and weather data</li> </ul>	<ul style="list-style-type: none"> <li>Building characteristics (e.g. building types and materials)</li> <li>Building asset value<sup>1</sup></li> </ul>
Key Assumptions	
The model considers the following assumptions: <ul style="list-style-type: none"> <li>No changes in portfolio of assets</li> <li>No implementation of mitigation</li> </ul>	
Limitations	
The assessment includes current assets and does not contain assets that were: <ul style="list-style-type: none"> <li>Still under development or were acquired only after the point of assessment</li> </ul>	

<sup>1</sup> Asset value is inclusive of the land value.

### SELECTED IPCC SHARED SOCIOECONOMIC PATHWAYS



#### SSP5-8.5

- Current CO<sub>2</sub> emissions projected to double by 2050
- Fossil-fuelled development
- Temperature increase of 4.4°C by 2100
- Technological progress drives development and economic growth
- Adoption of resource and energy intensive lifestyles
- Strong convergence of interregional income distribution and decline in income inequality within regions

#### SSP2-4.5

- Delayed emissions reduction
- Slow transition towards sustainable economic development
- Temperature increase of 2.7°C by 2100
- Technological trends are consistent with historical patterns
- Uneven development and income growth
- Decline in intensity of resource and energy use

#### SSP1-2.6

- Severe emissions reduction
- Inclusive development that respects environmental boundaries
- Limited temperature increase, below 2°C by 2100
- Rapid technological development
- Inequality is reduced within countries and across countries
- Lower resource intensity and energy intensity



## Transition Risk Assessment Methodology

In 2022, the Manager conducted a qualitative assessment for 10 of KORE's assets to identify material transition risks and opportunities. In accordance with guidance from the TCFD Recommendations, three scenarios were selected from the NGFS and indicators and projections from the IPCC and NGFS databases were used.

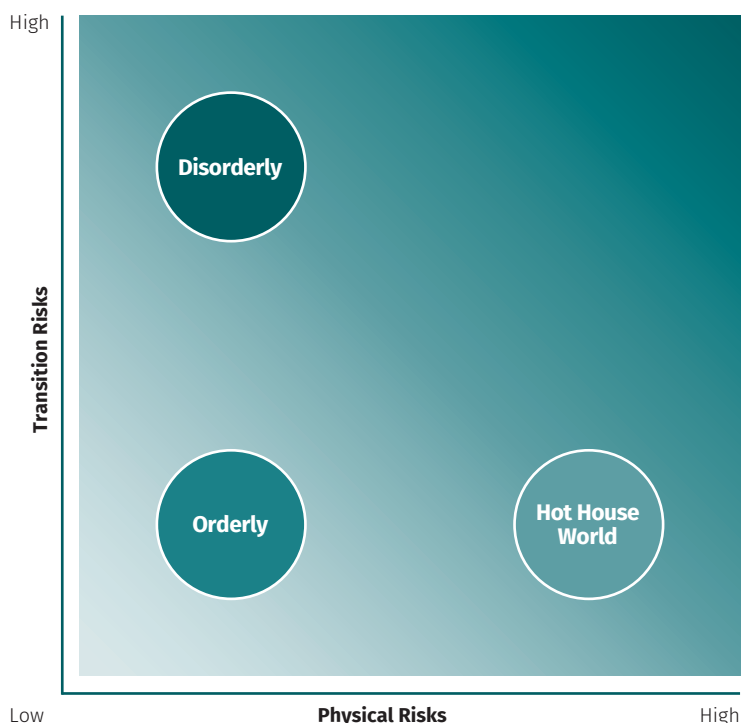
### Methodology to Assess Opportunities

Climate-related opportunities were identified and assessed based on opportunity size and ability to execute. Opportunity size considered market size, competition, profit margin and savings or efficiency gains. Ability to execute was assessed considering the extent of alignment to the existing business model and the solutions available and the cost to execute.



In 2024, the Manager quantified the potential financial impact of the transition risks it identified.

## SELECTED NGFS SCENARIOS



### Disorderly

#### Delayed transition

- Divergent introduction of climate policies across nations
- Varied implementation of clean technology
- Warming unlikely to remain below 2°C without strong policies

### Orderly

#### Net Zero 2050

- Limit global warming to 1.5°C
- Immediate introduction of climate policy with medium variation in regional policy
- Rapid innovation in clean technology
- Coordinated action

### Hot House World

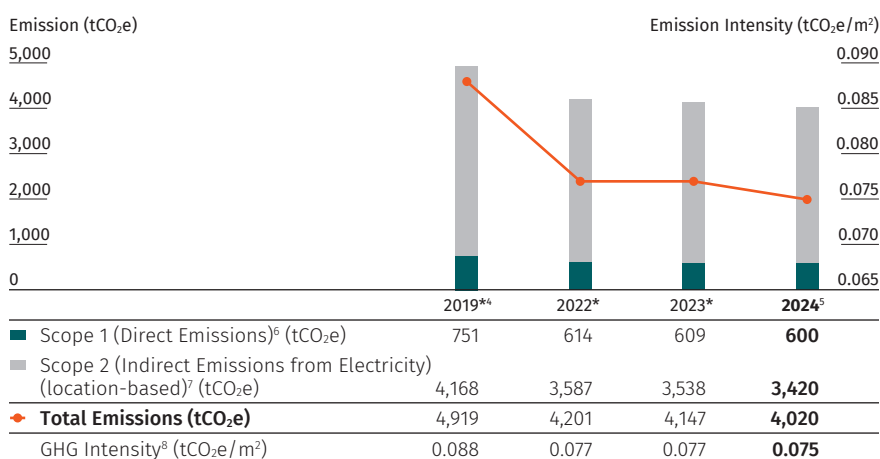
#### Current policies

- Limited climate policies introduced globally with low variation in regional policy
- Slow technology change
- Significant global warming
- High sea-level rise and exposure to physical risks

# Environmental Stewardship

KORE is committed to operating its business sustainably and improving its environmental performance.

## TOTAL SCOPE 1 AND 2 GHG EMISSIONS<sup>1,2,3</sup> (tCO<sub>2</sub>e)



<sup>1</sup> GHG emissions are calculated in accordance with the operational control approach of the GHG Protocol standard – the most widely accepted international standard for GHG accounting. Gases included in the calculation are carbon dioxide (CO<sub>2</sub>), methane (CH<sub>4</sub>) and nitrous oxide (N<sub>2</sub>O), with totals expressed in units of tonnes of carbon dioxide equivalent (tCO<sub>2</sub>e). Biogenic emissions are not included.

<sup>2</sup> Consumption from The Westpark Portfolio is currently excluded.

<sup>3</sup> Emission factors for Scope 1 and 2 (location-based) GHG emissions are set by the Energy Star Portfolio Manager platform, which KORE uses in its GHG emissions data collection. The methodology for calculating GHG emissions in Energy Star Portfolio Manager platform is consistent with the Greenhouse Gas Protocol developed by the World Resources Institute and World Business Council for Sustainable Development and is compatible with the accounting, inventory and reporting requirements of EPA's Center for Corporate Climate Leadership, as well as other state and NGO registry and reporting programmes. The emission factors set by the platform are referenced from the United States Environmental Protection Agency: [www.epa.gov](http://www.epa.gov).

<sup>4</sup> The selection of 2019 as the base year for Scope 1 and Scope 2 GHG emissions was made as 2019 is a year with a normalised usage that was unaffected by COVID-19.

<sup>5</sup> Part of 2024 Scope 1 and Scope 2 emissions data has been estimated due to the Manager's limitations in the collation of utility-related information. The use of estimates is based on the assumption that emissions data is comparable year-on-year. KORE acknowledges that this assumption does not account for unique factors which may impact the estimated months' data. The estimate is derived using the following technique: For months with available data, KORE calculates the ratio of the current year's emissions to the prior year's emissions. This ratio is then applied to the prior year's data for months with missing information.

<sup>6</sup> Scope 1 GHG emissions are solely attributable to the on-site combustion of natural gas.

<sup>7</sup> Scope 2 emissions are derived by pro-rating the total Scope 2 GHG emissions of each individual building using a common area factor.

<sup>8</sup> GHG intensity calculation includes Scope 1 and 2 emissions and is based on landlord controlled gross floor area in square metres.

The Environmental Stewardship pillar of KORE's sustainability approach guides the Manager's efforts to improve the assets' environmental performance and reduce its environmental impact.

The Manager's strategy for Environmental Stewardship is primarily focused on Climate Action and Energy Management, Waste Management and Water Management. While biodiversity was not identified as a material topic in KORE's recent double materiality assessment, the Manager recognises the importance of considering biodiversity

\* Restated to include emissions by past acquisitions, exclude emissions by past divestments and to factor in improvements in data aggregation methods and data accuracy. The restatements have resulted in the following outcomes:

- 2019, 2020, 2021 and 2022 Scope 1 GHG emissions being 2.2% lower, 0.9% lower, 0.7% higher, 3.4% higher respectively compared to the level of emissions previously reported.
- 2019, 2020, 2021, 2022 and 2023 Scope 2 GHG emissions being 25.8% higher, 9.6% higher, 10.6% higher, 7.6% higher, 13.6% higher respectively compared to the level of emissions previously reported.
- 2019, 2020, 2021, 2022 and 2023 total Scope 1 and 2 GHG emissions being 20.6% higher, 7.9% higher, 9.0% higher, 7.0% higher, 11.4% higher respectively compared to the level of emissions previously reported.
- 2019, 2020, 2021, 2022 and 2023 total Scope 1 and 2 GHG emissions intensity being 3.5% higher, 6.1% higher, 7.6% higher, 4.5% higher, 2.1% higher respectively compared to the level of emissions previously reported.

and the potential risks and opportunities it presents. KORE continues to monitor the development of guidance and methodologies as they become increasingly robust to better assess its impact and dependencies on nature.

### ENERGY OPTIMISATION INITIATIVES



Introduction of smart building automation systems to improve energy management.

Upgrades and replacement of HVAC units and chiller systems to energy-saving models.

Energy-efficient LED lighting retrofits.

### CLIMATE ACTION AND ENERGY MANAGEMENT

#### Management Approach

KORE has set a target to achieve a 30% reduction in Scope 1 and 2 emissions by 2030, against a 2019 baseline. This target applies across KORE's portfolio and covers carbon dioxide (CO<sub>2</sub>), methane (CH<sub>4</sub>) and nitrous oxide (N<sub>2</sub>O). It is reviewed by the Board periodically and has remained unchanged since it was established.

The Manager is focused on optimising the energy consumption of buildings in its portfolio. This includes operational improvements such as the adoption of energy-efficient equipment and technologies, incorporating sustainability considerations into building designs and materials as well as implementing renewable energy usage, where feasible.

At present, the Manager does not apply an internal carbon price to pursue its Climate Action and Energy Management objectives but will continue to consider the possibility of utilising this tool in the future.

### Performance and Progress Emissions

KORE's greenhouse gas (GHG) emissions comprise the following: Scope 1 emissions, which result from the use of natural gas; Scope 2 emissions, which come from electricity usage; and Scope 3 value chain emissions, which include eight identified, relevant categories. To assist with tracking sustainability data and advising on progress

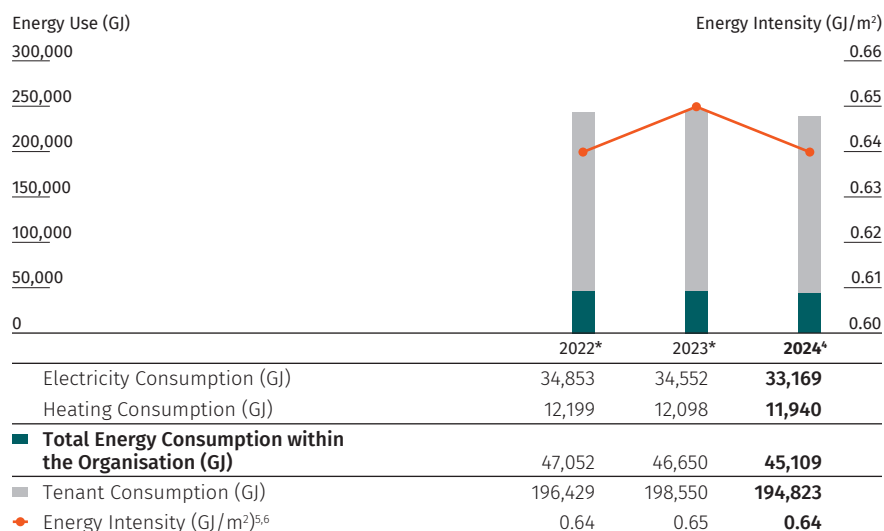
toward reduction targets, the Manager has been working with an external consultant since 2022.

In 2024, KORE's total GHG emissions was 36,993 tCO<sub>2</sub>e with Scope 3 emissions making up 89% of emissions. Scope 1 and 2 emissions

Scope 3 GHG Emissions by Category (tCO <sub>2</sub> e) <sup>1</sup>	2022	2023	2024
Category 1: Purchased goods & services	7,885	5,797	5,874
Category 2: Capital goods	6,132	6,099	3,925
Category 3: Fuel- and energy-related activities not included in Scope 1 & Scope 2	1,358	1,384	1,289
Category 4: Upstream transportation and distribution	412	500	330
Category 5: Waste generated in operations	733	789	1,011
Category 6: Business travel	66	421	287
Category 7: Employee commuting	3	4	3
Category 13: Downstream leased assets	22,900	21,750	20,254
<b>Total Scope 3 Emissions</b>	<b>39,489</b>	<b>36,744</b>	<b>32,973</b>

<sup>1</sup> Scope 3 emission factors are referenced from the UK Department for Business, Energy & Industrial Strategy (BEIS) and International Energy Agency (IEA) for fuel and energy and from the International Civil Aviation Organisation for business air travel. Employee commuting emissions are estimated based on the Singapore Census of Population 2020 survey with emission factors provided by SMRT Corporation and Land Transport Authority.

### TOTAL ENERGY CONSUMPTION<sup>1,2,3</sup> (GJ)



<sup>1</sup> Energy consumption refers to the aggregate of natural gas consumption and electricity usage.

<sup>2</sup> Energy consumption excludes consumption by The Westpark Portfolio.

<sup>3</sup> Conversion factors were referenced from the Energy Star Portfolio Manager platform which take reference from the United States Environmental Protection Agency: [www.epa.gov](http://www.epa.gov).

<sup>4</sup> Part of 2024 energy consumption data has been estimated due to the Manager's limitations in the collation of utility-related information. The use of estimates is based on the assumption that energy consumption data is comparable year-on-year. KORE acknowledges that this assumption does not account for unique factors which may impact the estimated months' data. The estimate is derived using the following technique: For months with available data, KORE calculates the ratio of the current year's energy consumption to the prior year's energy consumption. This ratio is then applied to the prior year's data for months with missing information.

<sup>5</sup> Energy intensity calculation includes total portfolio energy consumption in gigajoules (GJ) and is based on total portfolio gross floor area in square metres.

<sup>6</sup> Electricity and natural gas consumption within the organisation is included in the intensity ratio.

\* Restated to include emissions by past acquisitions, exclude emissions by past divestments and to factor in improvements in data aggregation methods and data accuracy. The restatements have resulted in the following outcomes:

- 2022 and 2023 total energy consumption within the organisation being 7.1% higher and 10.9% higher respectively compared to the level of energy consumption previously reported.
- 2022 and 2023 tenant consumption being 8.1% lower and 1.1% lower respectively compared to the level of tenant consumption previously reported.
- 2022 and 2023 total energy intensity being 1.4% higher and 1.3% higher respectively compared to the level of energy intensity previously reported.



## Environmental Stewardship

totalled 4,020 tCO<sub>2</sub>e, marking a 3.1% decrease from 2023. With no significant change in attributable floor area across assets, GHG emissions intensity has decreased accordingly to 0.075 tCO<sub>2</sub>e/m<sup>2</sup>.

### Energy

Comprising a mixture of direct energy from primary sources purchased and consumed on-site and indirect energy in the form of electricity procured from external suppliers, KORE's total energy consumption in 2024 was 239,932 GJ. This represents a decrease of 2.1% compared to 2023.

Given that the attributable floor area across assets remained generally consistent from 2023, KORE's energy intensity decreased by 1.8% from 0.65 GJ/m<sup>2</sup> in 2023 to 0.64 GJ/m<sup>2</sup> in 2024. With 95% of total energy consumption being attributed to electricity consumption, the Manager continues to prioritise improving electricity efficiency to reduce emissions. To achieve this, measures such as retrofitting properties with LED lighting and rolling out Building Automation Systems at properties have been implemented.

### CLIMATE-RELATED RISKS AND OPPORTUNITIES

Recognising the importance of identifying and addressing climate-related risks and leveraging climate-related opportunities, the Manager continued its scenario analysis journey in 2024. As of 2024, quantitative risk assessments have been conducted for transition risks and physical risks.

The Manager is committed to taking mitigation and adaptation measures in response to the climate-related risks and opportunities identified. These initiatives are generally resourced by operating cash flow, credit facilities or any divestment proceeds.

### Qualitative Physical Risk Assessment Results

Through the qualitative risk assessment described on pages 80 to 82, the Manager identified KORE's key physical risks. The potential business impact and appropriate business response to mitigate and adapt to the relevant risks have also been determined.






### Quantitative Physical Risk Assessment Results

Across the three scenarios presented in this report, the estimated average annual incremental value at risk from damages (VaRD) due to the identified material physical risks ranges from US\$1.0 million<sup>1</sup> to US\$1.1 million<sup>1</sup>, representing approximately 0.1% of the total 2023 asset value. This estimation is for the period 2023 to 2030 and based on asset values consistent with those in the financial statements. Based on the quantitative physical risks assessment, KORE's current portfolio remains resilient across all potential climate scenarios.

VaRD represents the potential financial cost of repairs for physical climate damage to assets. The calculation assumed a consistent portfolio and does not factor in mitigation measures such as maintenance or upgrades. These results are not intended as a financial forecast, but as a means of providing an understanding of the potential financial risks associated with climate change. Subsequently, this information can be referenced and factored into financial decision-making and planning.

<sup>1</sup> Based on the exchange rate of S\$1 to US\$1.3186 as at 31 December 2023.

### QUALITATIVE PHYSICAL RISK ASSESSMENT

Risk Description	Description of Potential Business Impact	Business Response
 <b>Extreme precipitation</b> Exposure of assets to substantial exceedance in the amount of rainfall delivered	Destruction of the built environment, including the physical structure of buildings, surrounding infrastructure and natural environment. Reduced accessibility may impact productivity for employees and tenants leading to financial loss.	KORE regularly assesses potential mitigation options to retrofit and improve existing assets (e.g. installation/enhancement of drainage systems, water level sensors, building elevation and usage of anti-slip materials). The Manager also reviews the resiliency of potential investments to physical climate risks.
 <b>Extreme water level</b> Coastal extreme sea-level elevations occurring with a confluence of events such as storms, high tides and sea-level change		
 <b>Extreme temperature</b> Unexpected severe temperature variations above or below normal conditions	Exposure to extreme temperature changes may lead to reduced durability of building materials and affect the indoor climate of buildings. Prolonged exposure to excessive heat can also cause discomfort to employees and tenants, posing health and safety risks to them, with the potential need to restrict working hours impacting productivity and incur higher operational costs to cool buildings.	KORE implements a variety of adaptation measures (e.g. installation of smart indoor temperature sensors and monitors to control HVAC systems) and actively assesses the durability of existing assets and future investments. In 2023, the existing pneumatic HVAC control system at One Twenty Five was upgraded to Direct Digital Control, which will improve energy efficiency and reduce maintenance costs.
 <b>Heat wave days</b> Persistent period of high temperatures		
 <b>Fire risk</b> Increased potential and frequency of fire-related risks associated with warmer and low moisture conditions due to climate change	Increased potential of fire risks can lead to the destruction of property and the surrounding natural environment resulting in economic losses to rebuild or replace property.	The installation of fire-retardant materials, as well as fire prevention and monitoring systems, ensure assets are well protected. Business continuity plans are regularly updated and communicated to relevant stakeholders to reduce the impact of business interruptions.

## Qualitative Transition Risks and Opportunities Assessment Results





The Manager also identified KORE's key transition risks and opportunities across the short term (2022 to 2030), medium term (2031 to 2040) and long term (2041 to 2050), in addition to the potential impact and appropriate business response.

### QUALITATIVE TRANSITION RISK ASSESSMENT

Risk Description	Description of Potential Business Impact	Business Response
<b>Regulatory</b>		
 <b>Increasing price of carbon</b> Direct and indirect exposure to carbon tax in the US is present due to explicit carbon prices from emissions trading systems (ETS) permit prices, net effective carbon rates, fuel excise taxes and further potential legislations	Increase in operating costs as businesses account for both direct and indirect carbon taxes through business activities including energy consumption and purchased goods and services. KORE is currently not directly exposed to carbon tax across its assets.	KORE continues to invest in emissions reduction and energy efficiency technology and initiatives. KORE consistently tracks and monitors its emissions.
 <b>Enhanced reporting obligations</b> In Singapore, SGX RegCo has mandated listed issuers to report against the climate-related disclosure requirements of the IFRS Sustainability Disclosure Standards as part of the enhanced sustainability reporting regime	Additional costs in ensuring sufficient internal capacity and capabilities of the business in terms of data collection and reporting management leading to additional operational costs. Companies may also face potential financial penalties for non-compliance and costs related to reputational damage.	KORE is fully compliant with the current reporting obligation standards across regulators. KORE reports in accordance with GRI reporting standards and continues to make progress to report in full compliance with SGX regulations. KORE actively monitors the development of future potential regulations and is preparing to incorporate the climate-related disclosure requirements of the IFRS Sustainability Disclosure Standards.
 <b>Stricter building/sector regulations</b> US regulations and performance standards have progressively increased, becoming more stringent over time (e.g. energy efficiency)	Businesses are required to upgrade existing buildings to meet evolving sustainability standards and requirements, leading to an increase in operational costs to retrofit and invest in capital expenditures related to clean technology. Non-compliance may lead to financial penalties and reputational damage.	KORE remains fully compliant with all current building sector regulations and continues to monitor evolving developments. KORE continues to maintain LEED certifications and ENERGY STAR® labels across several properties.
<b>Market</b>		
 <b>Increase in cost of materials and consumables</b> As the building and construction industry comes under pressure to decarbonise, building prices increase due to more stringent requirements demanding low-carbon alternatives	Increased capital expenditure when purchasing materials and/or new buildings.	KORE incorporates the consideration of rising building material costs on capital expenditures, tenant fitout costs, reinstatement costs and asset enhancement works during the evaluation of investment opportunities.
 <b>Increase in costs of energy and fuel</b> Expected increase in electricity costs, particularly in the short term	Higher energy costs may lead to higher operational costs of buildings within the portfolio.	KORE continues to invest in emissions reduction and energy efficiency technology and initiatives.
<b>Technology</b>		
 <b>Unsuccessful investment in/ deployment of new technology</b> Investment in low-carbon technologies replaced by a lower cost, lower carbon and higher efficiency solution that may be adopted by competitors	With the rapid advancement of technology, prior investments are likely to see relatively lower return on investments as they may utilise less efficient technologies at higher costs as compared to new innovation.	KORE assesses the cost and benefit of potential technological investments for implementation across the portfolio, as well as assesses the various options available.
<b>Reputation</b>		
 <b>Change in stakeholder (customers and investors) expectations</b> Demand for low/net zero buildings or office spaces would increase to align investors' climate ambitions with the Paris Agreement	Failure to meet stakeholder expectations can lead to reduced capital availability from investors/lenders. As more tenants opt for low-carbon real estate, this may lead to a decrease in revenue.	KORE continues to maintain LEED certifications and ENERGY STAR® labels at several properties. To achieve its environmental goals, KORE regularly tracks its emissions and energy performance, as well as implements various emissions reduction and energy efficiency initiatives.

## Environmental Stewardship

### OPPORTUNITIES

Opportunity Description	Description of Potential Business Impact	Business Response
 <b>Resource efficiency and energy source</b> Improving energy efficiency can help to reduce operating costs and attract tenants in the medium to long term as new technologies are introduced in the transition towards a net zero world	Increased cost savings and reduced variability of energy costs. Attracting sustainability-conscious investors and tenants can lead to an increase in capital availability and revenue.	Continue to explore and invest in potential energy-efficient technologies and initiatives.
 <b>Increased access to incentives and capital</b> More capital availability or diversification of funding sources from ESG-focused investors/lenders to fund growth. KORE will also benefit from the reputational gains from offering sustainable office solutions	KORE may be able to increase its access to financing to fund the acquisition of green buildings, redevelop existing buildings, implement initiatives to improve energy efficiency and expand the use of renewables.	Explore potential opportunities to access the financing to implement energy-efficient technologies and initiatives and green building acquisitions.
 <b>Diversification of business</b> KORE is able to diversify its business through low-carbon offerings and capitalising on renewable energy as a potential source of revenue	Increased revenue from low carbon/net zero building offerings and sale of renewable energy back to the grid.	KORE continues to maintain LEED certifications and ENERGY STAR® labels across several properties.
 <b>Shift in stakeholder (customer and investor) expectations</b> As market demand shifts toward low-carbon assets, KORE can improve its market competitiveness through upgrading its sustainability and energy efficiency initiatives	Increased revenues from tenants by capitalising on demand and improved reputation.	KORE actively implements energy-saving initiatives through reducing the use of energy-intensive equipment, retrofitting and increasing the usage of renewable energy, where feasible.

### Quantification of Transition Risks and Opportunities Results

Building on the qualitative risk assessment conducted in 2022, KORE completed a quantitative analysis of climate-related transition risks and opportunities on the 13 assets which comprised its portfolio as at end 2023. The assessment focused on the impact of carbon taxes and the downstream implications of higher electricity prices, using the NGFS Current Policies and NGFS Net Zero 2050 climate scenarios for the timeframe 2024-2030. The analysis took into account that commercial buildings are not typically classified as heavy emitters, nor do they have high energy needs.

The US, where KORE operates, does not currently have carbon tax on a national level. Although several states have cap-and-trade programs, KORE is currently not directly exposed to carbon pricing across its assets. In addition, electricity costs for KORE's portfolio generally make up less than 15% of operating expenditures, which limits the exposure to higher electricity prices.

To ensure resilience going forward, the Manager will continue to

deploy energy-efficient infrastructure and equipment as well as incorporate sustainable building designs and materials, where feasible. Combined with KORE's attainment of LEED certifications and ENERGY STAR® labels across some of its properties, these efforts support the mitigation of transition risks.

When evaluating investment opportunities, the Manager will consider the impact of rising building material costs on capital expenditures, tenant fitout costs, restatement costs and asset enhancement works. To complement this, where possible, KORE will consider long term trends in electricity prices when reviewing lease contracts.



The Manager periodically reviews the need to upgrade and retrofit the equipment and fixtures at KORE's properties to improve efficiency.



In quantifying transition risks and opportunities, the Manager made several assumptions and estimates which may increase the degree of uncertainty in the results. In addition, the effects of transition risks currently cannot be separately identified from other factors which impact operating costs. The Manager will continue to refine its model as more reliable data becomes available.

## WASTE MANAGEMENT

### Management Approach

Effective waste management is part of KORE's commitment to sustainability. Across KORE's properties, most generated waste can be traced back to the business operations of tenants. KORE works with its tenants to encourage responsible waste management practices. This includes promoting the three "R's" – Reducing, Reusing and Recycling – as well as additional initiatives such as providing recycling bins at KORE's properties and awareness events to improve recycling rates, with a focus on e-waste recycling rates. In 2024, KORE continued initiatives such as the observation of Earth Day and electronic recycling across the properties. Waste generated on KORE's properties are managed by third-party operators based on contractual obligations.

### Performance and Progress

In 2024, KORE's properties generated a total of 1,933 tonnes of non-hazardous waste, representing a 4.5% increase from 2023. 1,517 tonnes of non-hazardous waste were disposed in a landfill, while 416 tonnes of waste were recycled or composted. There was no hazardous waste generated.

## WATER MANAGEMENT

### Management Approach

The Manager strives to continually reduce its water consumption year-on-year. This is partly done via the implementation of water conservation initiatives and the integration of water-efficient technologies and equipment into KORE's properties.

Beyond the active monitoring of water consumption across its assets, KORE's water conservation initiatives

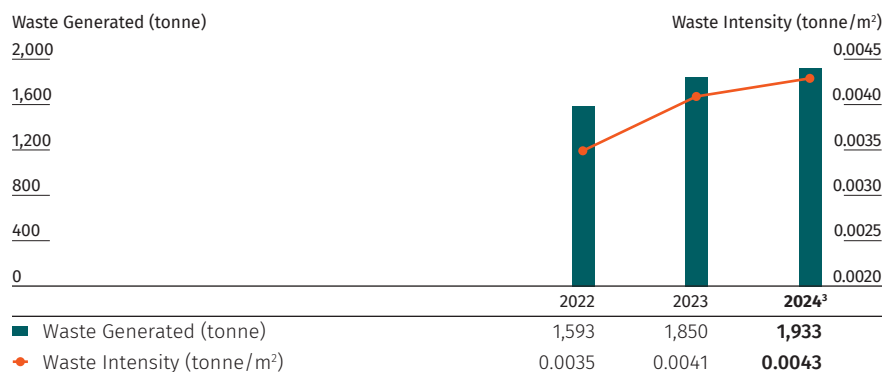
include landscape management, where drought-tolerant plants are favoured for their lower water demand, the use of non-potable water for irrigation, remote monitoring of irrigation system controllers and the installation of water-saving and water-efficient fittings and fixtures such as automatic tap sensors.

### Performance and Progress

KORE's water consumption is monitored via direct metering which measures the municipal

supplies consumed by each asset. Any discharged water is disposed via sewage in line with standards based on the municipal facility. In 2024, KORE's water consumption was 307.0 ML, largely attributable to tenant usage and irrigation. This represents a decrease of 12.6% from 2023 contributed by a decrease in water consumption across multiple properties. Accordingly, water usage intensity decreased from 0.00078 ML/m<sup>2</sup> in 2023 to 0.00068 ML/m<sup>2</sup> in 2024.

#### TOTAL WASTE GENERATED<sup>1,2</sup>

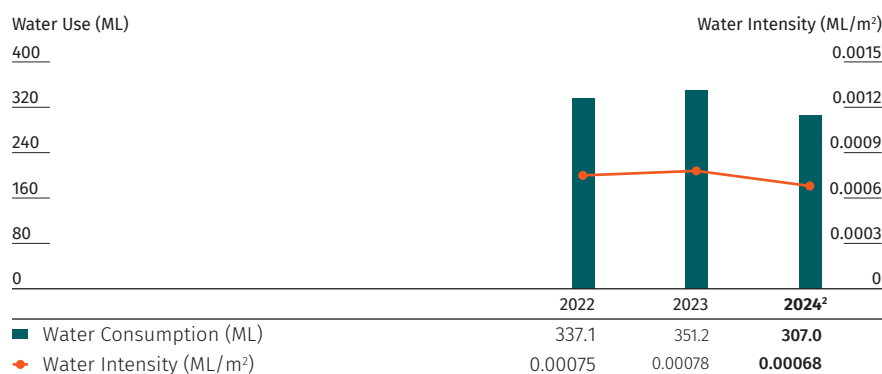


<sup>1</sup> Part of the waste data has been extrapolated through an estimation due to the Manager's limitations in the collation of waste-related information.

<sup>2</sup> KORE's waste data is obtained from its third-party waste collectors or estimated based on the weight of its bins and their frequency of collection.

<sup>3</sup> Part of 2024 waste generated data has been estimated due to the Manager's limitations in the collation of utility-related information. The use of estimates is based on the assumption that waste generated data is comparable year-on-year. KORE acknowledges that this assumption does not account for unique factors which may impact the estimated months' data. The estimate is derived using the following technique: For months with available data, KORE calculates the ratio of the current year's waste generated to the prior year's waste generated. This ratio is then applied to the prior year's data for months with missing information.

#### TOTAL WATER CONSUMPTION<sup>1</sup>



<sup>1</sup> Water consumption figures are consolidated using data from utility invoices which are provided by municipal facilities.

<sup>2</sup> Part of 2024 water consumption data has been estimated due to the Manager's limitations in the collation of utility-related information. The use of estimates is based on the assumption that water consumption data is comparable year-on-year. KORE acknowledges that this assumption does not account for unique factors which may impact the estimated months' data. The estimate is derived using the following technique: For months with available data, KORE calculates the ratio of the current year's water consumption to the prior year's water consumption. This ratio is then applied to the prior year's data for months with missing information.

## Environmental Stewardship

### CLIMATE TRANSITION PLANNING

Transition planning has become increasingly important as organisations review strategic efforts to manage and plan for the challenges and opportunities associated with climate change. The following section of the Sustainability Report outlines the steps that have been taken as part of KORE transition planning journey. This journey has been informed by a review of transition planning frameworks used internationally together with our preparations for upcoming regulatory expectations in Singapore in this field<sup>1</sup>.

#### Governance and Strategy

**Robust governance and strategic planning are crucial to effectively address climate-related risks.**

KORE is committed to making a significant impact on reducing its portfolio's greenhouse gas (GHG) emissions. Existing sustainability strategies include targeting a 30% reduction in Scope 1 and 2 emissions by 2030 from a 2019 baseline. KORE is cognisant of the importance of considering the impact of Scope 3 emissions and will continue to review the potential of expanding the range of targets applied where practicable.

KORE's governance structure establishes a clear tone from the top, which ensures that climate-related considerations are integrated into KORE's strategies, business plans and risk management frameworks, in line with recommended practices. This structure ensures effective communication from leadership regarding the need to address climate-related risks across the business.

The Board of Directors is ultimately responsible for the governance of sustainability-related issues and meets at least twice a year. The Board ESG Committee reviews the effectiveness of the sustainability risk management framework and advises the Sustainability Committee, which is responsible for executing the sustainability strategy. This ensures that KORE effectively implements its climate risk strategies and integrates strategic climate considerations into its decision-making process.

KORE also employs an Enterprise Risk Management Framework, essential for identifying, assessing, prioritising mitigation, and monitoring and reporting of key risks, including climate-related risks. Such risks are highlighted in quarterly updates to the Audit and Risk Committee.

For more information on KORE's sustainability governance, please refer to the "Approach to Sustainability" section.

<sup>1</sup> For reference, the transition planning frameworks reviewed were: (i) The Net Zero Transition Plan Framework, prepared by the Glasgow Financial Alliance for Net Zero (ii) The Transition Plan Taskforce Disclosure Framework (iii) The ASEAN Transition Finance Guidance Version 1.

#### Asset and Portfolio Management

**Effective asset and portfolio management is important to ensure a structured assessment and translating of climate goals into actionable steps with clear metrics.**

KORE continuously explores opportunities to implement energy-efficient technologies and initiatives to meet its decarbonisation targets. Retrofitting projects, such as upgrading to energy-efficient chiller systems and air-handling units (AHUs), as well as progressively rolling out Building Automation Systems, where applicable, to optimise energy management, offer decarbonisation opportunities for certain properties in KORE's portfolio. These efforts improve the energy efficiency and longevity of buildings and ensure compliance with current regulations.

KORE regularly assesses its data collection methodology to support the fulfilment of its sustainability goals through informed decision-making. Currently, GHG emissions are tracked in accordance with the GHG Protocol Corporate Standard and Corporate Value Chain (Scope 3) Standard, using the operational control approach. All Scope 1, 2 and relevant Scope 3 emissions are reported, and KORE is focused on meeting its ESG targets, including a 30% reduction in absolute Scope 1 and 2 emissions by 2030 from 2019 levels.

To achieve these targets, KORE has developed strategic roadmaps and is actively pursuing various initiatives, such as obtaining green certifications and implementing energy optimisation projects at properties. Additionally, capital expenditures and investments in emissions reduction and sustainability activities are closely monitored to ensure these goals are met. KORE will continue to monitor expected advancements in transition planning guidelines and assess how current practices can be further developed.

Additionally, KORE provides sustainability training to eligible members of the Board, Board ESG Committee, Sustainability Committee and senior management to enhance understanding of strategic climate considerations. This practice is also in line with the transition planning guidelines reviewed.

To further facilitate informed decision-making processes, climate scenario analysis is employed to stress-test business resilience. This helps track progress towards KORE's sustainable and strategic goals, while also informing the process for risk discovery.

### KORE's Transition Planning Process

KORE's climate transition planning process consists of four key pillars: Governance and Strategy, Asset and Portfolio Management, Engagement and Stewardship, and Disclosure. These pillars are interdependent. For example, Governance and Strategy informs and shapes the approach taken to Asset and Portfolio Management and vice versa.

## Engagement and Stewardship

Engaging stakeholders is vital for building support, ensuring that diverse perspectives are considered and that transition efforts are inclusive and effective.

KORE engages stakeholders through the materiality assessment process, utilising surveys to help identify and prioritise ESG factors. A standardised template is employed to collect consistent and comparable climate-related data, ensuring that the data reflects the most significant climate-related risks and opportunities.

By encouraging relevant stakeholders to share material climate information in accordance with international reporting frameworks such as the GRI and ISSB standards, KORE gains a deeper understanding of the impacts of climate change on its operations. This informs KORE's climate scenario analysis and investment and risk management decision-making processes, aligning with its risk appetite, commitments and ambitions.

For further details on KORE's engagement and stewardship efforts, please refer to the "Stakeholder Engagement" section.

## Disclosure

Transparent disclosures of climate risk management and transition planning, aligned with international standards, ensure accountability.

KORE is committed to transparency and accountability in its sustainability practices by adhering to GRI reporting standards and aligning with SGX regulations. As part of its efforts to achieve up-to-date and transparent disclosures, KORE actively monitors potential future regulations and is progressively incorporating the climate-related disclosure requirements of the IFRS Sustainability Disclosure Standards into its sustainability reporting.

Moving forward, KORE will continue reviewing expectations and make the necessary preparations related to climate transition planning. With this proactive approach, KORE aims to ensure effective compliance with any new regulatory guidelines and highlights KORE's recognition of comprehensive transition planning. Engaging in this preparatory work now will support the development of an inaugural climate transition plan in the future.



Engaging stakeholders is vital for building support, ensuring that diverse perspectives are considered and that transition efforts are inclusive and effective.



# Responsible Business

Sustainable and ethical principles are of the utmost importance to the Manager.

In its commitment to safeguard long term value for stakeholders, KORE strives to maintain a high standard of building and service quality, uphold robust corporate governance and incorporate sustainable practices throughout its value chain.

**BUILDING AND SERVICE QUALITY Management Approach**

The Manager is dedicated to maintaining high building and service quality. It seeks to attract and retain a diverse group of quality tenants and maintain high occupancy rates across its assets.

At each asset, a team of property managers is responsible for the physical quality of the buildings. These teams also handle tenant feedback and concerns, ensuring that existing clients enjoy superior service, while new tenants are drawn to KORE’s tenant-centric approach to property management. KORE and its property management teams collaborate frequently to review maintenance processes and enhance existing initiatives.

To future-proof its buildings against the potential effects of climate

change, the Manager has implemented a range of mitigation and adaptation measures, as described on page 80.

**Performance and Progress Product and Service Quality**

KORE engages an external consultant to conduct a satisfaction survey periodically among tenants across its portfolio. Feedback gathered from the survey includes tenant perceptions of the property management, cleanliness, security and amenities. The results of this survey are integrated into operational

plans to improve service performance and increase tenant retention.

Additionally, KORE continues to prioritise tenant health and safety. In 2024, health and safety audits were performed at selected properties across KORE’s portfolio. For staff and tenants, annual safety procedures such as fire drills, evacuation drills and fire warden training were conducted to familiarise tenants with the appropriate course of action to take in the event of an emergency. Given the strong emphasis on health and safety, KORE is pleased to report

**SUSTAINABILITY CERTIFICATIONS AND AWARDS**

Property	Certification/Award
The Plaza Buildings (Bellevue/Redmond, Washington)	LEED Gold Status 2023 Energy Star Rating
Westmoor Center (Denver, Colorado)	LEED Gold Status 2022 Energy Star Rating (Building 1, 3, 4 & 5)
105 Edgeview (Denver, Colorado)	LEED Gold Status 2022 Energy Star Rating
1800 West Loop South (Houston, Texas)	LEED Gold Status 2024 Energy Star Rating
Bellaire Park (Houston, Texas)	Energy Star Rating
Maitland Promenade I (Orlando, Florida)	LEED Gold Status 2023
Iron Point (Sacramento, California)	Energy Star Rating (Building 1110, 1130 & 1180)

that there was no violation of laws, regulations or voluntary codes concerning tenant health and safety in 2024.

### **Climate Resilience of Buildings**

To ensure its portfolio remains resilient against physical climate-related risks, KORE incorporates sustainability considerations into its buildings. This is recognised by the various awards and certifications obtained by several assets, including internationally recognised standards, demonstrating KORE's strong sustainability performance and commitment to delivering outstanding building and service quality.

### **CORPORATE GOVERNANCE**

#### **Management Approach**

Robust corporate governance is essential for responsible and transparent business practices. Going beyond compliance, strong business integrity, transparency and ethical principles allow KORE to build trust with stakeholders.

The Manager adheres to the Code of Corporate Governance 2018 (the "Code") issued by the Monetary Authority of Singapore, which sets a benchmark

for corporate governance policies and practices. By following the principles in the Code, KORE ensures high standards of accountability, fairness and transparency are maintained. For detailed information on KORE's corporate governance guidelines and practices, please refer to pages 142 to 168 and for its risk management strategy and processes, please refer to pages 169 to 171.

The Manager has also implemented several policies to maintain strong corporate governance. A zero-tolerance policy against corruption, bribery, fraud and unethical practices is enforced, as set out in the Code of Conduct and the Global Anti-Bribery Policy. All KORE employees must adhere to these policies, which outline their responsibilities for upholding anti-corruption and anti-bribery principles and sets ethical standards for conflicts of interest, gifts, hospitality and promotional expenditures. Employees are required to declare and avoid potential conflicts of interest in dealings with suppliers, customers and third parties. KORE's applicable third-party associates, including



Robust corporate governance, strong business integrity, transparency and ethical principles allow KORE to build trust with stakeholders.

## Responsible Business

joint venture partners, must also acknowledge Keppel's anti-bribery and anti-corruption sections.

The Board, supported by the Audit and Risk Committee (ARC), regularly reviews anti-corruption policies and implements corrective measures when necessary. The ARC supports the Board in regulatory compliance oversight, ensuring the effective implementation of compliance and governance mechanisms. The Manager reinforces and communicates these policies to employees annually through online training and declarations of adherence.

KORE's Insider Trading Policy outlines the implications of insider trading and provides guidance, applicable to all directors and employees. The Competition Law Compliance Manual advises the Manager and its employees on avoiding anti-competitive behaviour.

The Whistle-Blower Policy allows employees, customers, suppliers and other stakeholders to report illegal or unethical behaviour without fear of retaliation. Reports can be made through an independent third party and are directed to the ARC Chairman. The ARC reviews the policy annually to ensure proper management of investigations.

The Manager has a grievance handling process that allows employees to raise concerns without fear of reprisal. Employees can submit grievances related to work, colleagues, business dealings, terms of employment, pay, working conditions, job responsibilities, or health and safety through various channels. This policy is accessible on the intranet.

KORE treats every grievance incident with the utmost importance. There is a defined escalation process in place for reported incidents.

In the event that an employee is found to be responsible for causing grievance, the Manager will administer the appropriate disciplinary action, including counselling, training, suspension or termination of employment.

Beyond these policies, stakeholder engagement is a key tenet of KORE's approach to corporate governance. The Manager invests in relationships with its stakeholders to learn more about their perspectives and account for their interests in decision-making. For more information on KORE's approach to stakeholder engagement, see page 74.

Management of data privacy and cybersecurity is another pillar of corporate governance for KORE. Keppel's Cybersecurity and IT teams manage KORE's cybersecurity and data privacy, including incident monitoring. The Keppel Cyber Security Centre conducts threat analysis and security monitoring, following the Keppel Cybersecurity Incident Response Plan, when an incident occurs.

KORE implements Keppel's Technology and Data Risk Management (TDRM) operating standards to ensure data confidentiality and IT system resilience. Alongside TDRM, the Keppel Technology Governance Framework enhances business resilience by improving IT Security Operations Centre's capabilities and upgrading IT infrastructure.

These policies in place cover the following:

- a. Cybersecurity incidents must be assigned to the cybersecurity incident response team;
- b. All risks including technology, data and cyber risks must be considered in the annual assessment of risks;

- c. Compliance with cybersecurity must be documented in agreements with vendors;
- d. For projects, system security requirements should be identified based on applicable compliance requirements and the cybersecurity risk profile of the systems; and
- e. Policies and procedures governing the management of cyber incidents including preparation, identification, tracking and closure are established and reviewed on an annual basis for efficiency and effectiveness.

All policies and procedures governing the management and monitoring of cybersecurity incidents are reviewed on an annual basis. To reinforce good cyber hygiene, regular advisories and trainings are conducted.

### Performance and Progress Anti-Corruption; Compliance with Laws and Regulation, Including Sustainability Related Regulations; Corporate Governance

Training on anti-corruption policies and procedures is provided to all new employees as part of the onboarding process. Additionally, annual refresher training is conducted for all employees to ensure continued compliance. Regular compliance alerts and emails regarding anti-corruption policies and procedures are sent by the risk and compliance department to further remind employees of the Manager's firm stance against corruption. For ease of reference, Keppel's anti-corruption policies and procedures are accessible to all employees via an internal portal.

In 2024, there were no incidents relating to corruption, bribery or fraud, nor any instances of non-compliance with laws or regulations, including sustainability-related regulations.





The Manager encourages the adoption of sustainability principles throughout its supply chain and is guided by the Keppel Supplier Code of Conduct, encouraging responsible business principles and practices.

### Ethics and Integrity

In 2024, there were no known instances of legal actions relating to anti-competitive behaviour, anti-trust and monopoly legislation.

### Data Privacy and Cybersecurity

To improve employees' knowledge of cybersecurity etiquette, Keppel held cybersecurity training and awareness sessions for all employees, including the Manager's staff.

In 2024, no substantiated complaints regarding customer privacy breaches were received. There were also no identified instances of data leaks, thefts or loss.

## SUSTAINABLE SUPPLY CHAIN MANAGEMENT

### Management Approach

KORE's supply chain includes various stakeholders ranging from

electricity retailers to professional service consultants who provide KORE with essential business services. With its supply chain primarily based in the US, KORE spends 90% of its procurement budget on local US suppliers, excluding non-cash and interest expenses incurred on bank borrowings and preference shares.

For major suppliers, KORE performs reviews using World Check, a database of politically exposed persons and 'heightened risk' individuals and organisations, to identify any infractions. Relevant suppliers are required to comply with Keppel's Anti-Money Laundering and Sanction policies. Significant incidents and non-compliance with laws and regulations are reported to the Board on a quarterly basis.

The Manager encourages the adoption of sustainability principles throughout its supply chain and is guided by the Keppel Supplier Code of Conduct, encouraging responsible business principles and practices. Suppliers are also expected to adhere to the local regulatory guidelines. At present, KORE does not perform active screening of suppliers using environmental and social criteria.

### Performance and Progress

In 2024, there were no identified instances of non-compliance with any applicable regulations regarding human rights and labour practices throughout KORE's value chain. There were also no significant risks of child labour, force labour or compulsory labour identified.

# People and Community

The Manager places great importance on investing in the wellbeing of its people and engaging with the communities it operates in.

**HUMAN CAPITAL MANAGEMENT**  
**Management Approach**

A diverse, skilled and engaged workforce is fundamental to KORE’s success. The Manager is committed to attracting, developing and retaining a pool of talent that is both skilled and deeply engaged in achieving KORE’s goals. To support this, the Manager provides learning and development opportunities that foster an

inclusive environment and prioritises the wellbeing and growth of its employees.

KORE’s overall human capital management strategy is supported by five key areas as identified by the Manager.

**Performance and Progress**  
**Employee Profile**

In the United States (US), the Manager is supported by Pacific Oak Capital Advisors in the areas of investment and asset management. In Singapore, Keppel provides centralised support functions, including but not limited to investor relations and sustainability, risk and compliance, human resources, information technology, as well as legal and corporate secretarial. More information on the Manager’s Board of Directors and management team is available on pages 14 to 16.

Employees are governed by Keppel’s policies for terms of employment. These policies, reinforced by the Employee Code of Conduct, enforce the Manager’s commitment to fostering an inclusive workplace that upholds diversity and no discrimination. None of the Manager’s employees are currently

covered under any collective bargaining agreements. As at end-2024, the Manager’s workforce comprised eight permanent full-time employees. Of the total workforce, employees are split evenly with four male and four female employees. Seven employees are based in Singapore and one employee is based in the US. Employment remained stable with no turnovers in 2024.

**Investing in Talent**

The Manager offers competitive compensation packages to employees, inclusive of life insurance, healthcare benefits, disability and invalidity coverage, annual, medical and parental leave entitlements, as well as contributions to the local pension fund, the Central Provident Fund, for Singapore-based full-time employees.

Full-time employees are additionally entitled to the following benefits: group term life insurance, group living care insurance, group personal accident insurance, group hospitalisation and surgical plan insurance, outpatient medical benefits for employees and their dependants and annual health screening benefit.

FIVE KEY AREAS FOR BUILDING HUMAN CAPITAL	
Making a Difference	
Having a Voice	
Feeling Valued	
Growing a Career	
Inspiring Growth	

The Manager takes a holistic approach to identifying, developing and retaining staff, supported by robust succession planning. To foster a continuous pool of talent, a nuanced, multi-tiered recruitment and development approach is adopted.

Keppel offers the Keppel Internship and Associate Programmes, along with the Emerging Leaders and Advanced Leaders Programmes, to attract and develop talent for future leadership roles. By hiring and nurturing both fresh graduates and seasoned professionals, the Manager benefits from a balance of new perspectives and expertise within the bigger pool of talents in Keppel. This multi-tiered strategy effectively addresses skill gaps across different experience levels.

Additionally, Keppel strives to build its talent pool by hiring from the local communities in which it operates. In doing so, the Manager seeks to positively impact its surrounding communities whilst strengthening its capabilities in its areas of operations.

KORE's recruitment and selection practices aim to identify candidates based on ability, regardless of age, gender, ethnicity, nationality, religion, marital status, pregnancy status, caregiving responsibilities, mental health conditions or disability. The Manager abides by fair employment guidelines stipulated by the relevant government bodies, even when it is not legally binding.

To enable informed decision-making and strategic adjustments, KORE performs comprehensive data analysis on its annual headcount and related metrics.

In the event of significant operational changes, KORE is committed to ensuring that employees are well-informed and well-prepared. The Manager provides at least a month's notice prior to the termination of an employee, giving them and their representatives time to understand the changes and engage in discussions if needed. This approach reflects the Manager's

dedication to transparency and collaboration within the workplace.

Across its operating locations, KORE complies with minimum wage laws and the respective local labour legislations.

#### Developing Our People

To continuously upskill its workforce, the Manager provides employees with training to help them stay ahead of industry trends and advance their careers. In alignment with the ethos of "One Keppel, Many Careers", this training is aimed at enhancing their skillsets, improving job satisfaction and contributing to career growth. Employees are empowered to take ownership of their development and discuss career plans with their supervisors who have been coached to provide guidance during performance conversations.

The Manager regularly conducts performance reviews for all employees, using a performance framework as a guide for career planning and development. Supervisors discuss career goals, level of satisfaction at work and developmental needs with their employees. Non-financial targets are also integrated into reviews, including health, safety, employee wellbeing, environmental issues and governance.

As part of continued efforts to identify and develop high-potential employees within its workforce, the Manager adopts a consistent Leadership Potential Assessment framework that is used across Keppel to conduct thorough bi-annual reviews.

In 2024, Keppel organised webinars, educational talks, site tours, training workshops and held its Global Learning Festival. Through Keppel's membership, employees have access to the United Nations Global Compact (UNGC) Academy courses. Employees who wished to pursue higher professional certification were supported by the Employee Development Scheme.

#### TRAINING HOURS

>35 hrs

Per employee in 2024, exceeding the goal of 20 hours per employee.

#### EES

>80%

Employee engagement score (EES) of above 80%, demonstrating KORE's commitment to employee health and wellbeing.



## People and Community

### Diversity and Inclusion

The Manager recognises the importance of a diverse and inclusive workplace and is dedicated to ensuring that all employees can actively contribute to KORE's success. KORE strives to be an equal opportunity employer, regardless of race, gender, religion, disability, marital status or age and seeks to foster an environment where all employees are respected and appreciated. This commitment to anti-discrimination is highlighted in Keppel's Code of Conduct. In alignment with the Tripartite Guidelines on Fair Employment Practices, the Manager upholds the Employers' Pledge of Fair Employment Practices by:

1. Recruiting based on merit, regardless of age, race, gender, religion, marital status, family responsibilities or disability;
2. Treating employees fairly and respectfully, using progressive HR management systems;
3. Providing fair opportunities for training and development to help employees reach their full potential;
4. Rewarding employees based on ability, performance, contribution and experience; and
5. Complying with labour laws and adopting the Tripartite Guidelines on Fair Employment Practices.

The Manager enforces a zero-tolerance policy on discrimination, reinforced by the Code of Conduct and Keppel's Diversity, Equity and Inclusion Policy. KORE has in place robust procedures to ensure timely reporting, investigation and remediation of any discrimination incidents.

### Human Rights

The Manager is committed to upholding human rights across KORE's operations and supply chain, meeting stakeholder concerns and creating a workplace that employees are proud to work in. The Manager adopts the Keppel Human Rights Policy, which respects the fundamental principles set out in the UN Universal Declaration of Human Rights, the International Labour Organisation's (ILO's) Declaration on Fundamental Principles and Rights at Work and the UN Guiding Principles on Business and Human Rights.

KORE regularly conducts human rights due diligence on its business partners as part of business decision-making and risk management systems. It also supports eliminating exploitative labour practices, which involves identifying, preventing, mitigating and accounting for adverse impacts on human rights. Should employees identify suspected reportable conduct, they are

encouraged to make a report via the Whistle-Blower Policy.

The Manager utilises surveys to collect feedback from employees, local communities and other stakeholders to assess the impact of its human rights initiatives. The input received is used to make informed decisions relating to human rights strategies and ensures that KORE's actions are effective in addressing the concerns of all stakeholders involved.

Keppel's Supplier Code of Conduct outlines KORE's expectations regarding the right to freedom of association and collective bargaining. Suppliers are required to respect the rights of their employees to associate freely and participate in collective bargaining activities, to the extent that it is legally applicable.

### Performance and Progress Investing in Talent

The Manager recognises that attracting and retaining top talent is crucial for KORE's growth and long-term success. Based on the 2024 Annual Employee Engagement Survey (EES), the findings showed that all staff were highly engaged and this is further exemplified by KORE's zero staff attrition in 2024.

#### PERCENTAGE BY MALES AND FEMALES PER EMPLOYEE CATEGORY (%)

	2024		2023		2022	
	Male	Female	Male	Female	Male	Female
Board	66.7	33.3	66.7	33.3	66.7	33.3
Managerial <sup>1</sup>	100.0	0	100.0	0	100.0	0
Executive	40.0	60.0	40.0	60.0	40.0	60.0
Non-Executive	0	100.0	0	100.0	0	100.0

#### PERCENTAGE BY AGE GROUP PER EMPLOYEE CATEGORY (%)

	2024			2023			2022		
	<30 years old	30 to 50 years old	50 years old & above	<30 years old	30 to 50 years old	50 years old & above	<30 years old	30 to 50 years old	50 years old & above
Board	0	0	100.0	0	16.7	83.3	0	16.7	83.3
Managerial <sup>1</sup>	0	50.0	50.0	0	50.0	50.0	0	50.0	50.0
Executive	20.0	80.0	0	20.0	80.0	0	20.0	80.0	0
Non-Executive	0	0	100.0	0	0	100.0	0	100.0	0

<sup>1</sup> Managerial includes Senior Management and Heads of Department.

In addition, there is an online platform where employees are able to ask questions and offer suggestions to the CEO of Fund Management and the Chief Investment Officer of Keppel Ltd. This approach creates open communication channels and promotes a transparent environment, empowering employees to actively contribute to Keppel’s growth and success.

Developing Our People

In 2024, Keppel held its month-long annual Global Learning Festival, themed “Empower Your Own Learning”. As part of the festival, virtual learning programmes were conducted every Thursday for staff, covering topics such as “Act on your mindset”, “Sustain Keppel FM&I’s excellence”, “Enhance Keppel’s operational insights” and “Invest in a sustainable future”.

With global trends shifting towards greater adoption of Artificial Intelligence (AI), Keppel rolled out Microsoft Copilot in 2024. Employees had the option to attend a course on AI essentials to learn ways of leveraging AI to drive innovation and efficiency in the workplace. Employees also have access to an annual LinkedIn Premium Career subscription plan that provides a variety of courses.

The Manager has initiatives in place to ensure employees are well-informed and prepared in the event of significant operational changes. Where relevant, outplacement services including job search support, skills development and counselling services are made available.

In the event of role changes due to restructuring, retraining is provided to the affected employees.

In 2024, the Manager achieved an average of more than 35 hours of training per employee, exceeding its target of 20 training hours on average per employee.

Diversity and Inclusion

KORE adheres to Keppel’s Diversity, Equity & Inclusion Policy and

the Employee Code of Conduct. In 2024, there were no incidents of discrimination reported. The Manager also maintained at least one-third female representation on the Board in line with its target. In 2024, there were no employees covered under collective bargaining agreements.

All eight eligible employees of the Manager were entitled to parental leave, regardless of gender, encouraging them to equitably share family responsibilities. In 2024, there were no employees who took parental leave.

To promote an inclusive workplace free from discrimination, Keppel offered employees training programmes on unconscious bias and inclusive leadership in 2024. Regular stakeholder feedback was sought to ensure that KORE’s recruitment practices remain focused on merit and equal opportunity and free of bias. Keppel’s Global Inclusion Festival was held for the second time in 2024, providing employees the chance to engage in discussions focused on building inclusive teams and strengthening disability etiquette.

Human Rights

In 2024, there were no known instances of non-compliance with the relevant human rights policies.

EMPLOYEE HEALTH AND WELLBEING Management Approach

KORE prioritises the health, safety and wellbeing of employees. Engaged employees have higher job satisfaction and are more likely to be retained. A healthy workforce also leads to better productivity and improved business performance.

To ensure employees have a safe physical environment to work and grow in, the Manager has implemented robust practices to identify and eliminate hazards and minimise risks.

AVERAGE TRAINING HOURS PER EMPLOYEE BY GENDER		
Female	<div></div>	40.2
Male	<div></div>	30.9
Average Employee	<div></div>	35.6

AVERAGE TRAINING HOURS PER EMPLOYEE BY EMPLOYEE CATEGORY		
Managerial <sup>1</sup>	<div></div>	23.2
Executive	<div></div>	43.2
Non-Executive	<div></div>	22.0

<sup>1</sup> Managerial includes Senior Management and Heads of Department.

## People and Community

### KEPPEL ZERO FATALITY STRATEGY



Build a high-performance safety culture

Adopt a proactive approach to safety management

Leverage technology to mitigate safety risks

Harmonise global safety practices and competency

Streamline learning from incidents

A key strategy used is the Keppel Zero Fatality Strategy which aims to prevent workplace fatalities through five key measures.

Employees are required to comply with the Manager's safety policies and procedures and are highly encouraged to report safety issues when they arise. Additionally, the Manager seeks to empower its employees to leave unsafe situations without fear of reprisal. Annual health and safety audits are conducted at selected properties to ensure compliance with safety regulations and identify areas for improvement. Corrective actions, such as policy updates, are subsequently implemented where necessary. The Manager's employees, contractors and visitors across all operations are covered by Keppel's Occupational Health and Safety Management System (OHSMS).

Beyond the Keppel Zero Fatality Strategy and the implementation of Keppel's OHSMS, the Manager expects its employees to abide by the HSE Policy and Employee Code of Conduct. In alignment with Keppel, the Manager has committed to:

- Adopt the HSE Policy statement in all its business operations where it has a controlling influence, including when working with contractors.
- Set HSE improvement targets and monitor progress through performance management, audits and periodic reviews.
- Involve workers in the development and implementation of strategies to improve HSE culture and performance.
- Comply with the requirements of statutory legislation of the countries in which it operates.
- Promote wellbeing and maintain a safe and healthy working environment for all stakeholders.
- Provide adequate resources and training to ensure that the workforce is competent.
- Adopt a systematic approach in the HSE management system that enables continuous performance improvement.
- Report and investigate all accidents, incidents and near misses and

ensure lessons learned are disseminated to prevent recurrence.

On an annual basis, the Manager participates in initiatives such as the Keppel Safety Convention and Global Safety Time-Out. Through such initiatives, the Manager seeks to promote best practices in workplace health and safety, as well as provide employees, contractors and partners with a platform to share their knowledge and experiences.

Beyond occupational health and safety, the Manager has various initiatives in place to improve employee wellbeing. These include the Employee Assistance Programme (EAP), which provides confidential counselling and support for personal or work-related issues, and the use of ergonomic furniture and equipment to prevent physical strain and injuries. Additionally, there is a team cohesion budget for departments to organise bonding activities, as well as flexible work arrangements and staggered working hours to enhance work-life balance. In addition to regular health screenings, Keppel also has a corporate gym membership, enabling employees to integrate fitness into their daily routines.

In order to understand employee sentiments and their perception of their working environment, Keppel conducts an annual EES. Dialogue sessions are also regularly held between senior leaders and staff to facilitate open discussions. Based on the survey results and dialogue sessions, Keppel crafts target action plans to enhance employee wellbeing. The effectiveness of these action plans is monitored through regular check-ins with employees and follow-up surveys. Subsequently, adjustments to the action plans are made where necessary.

In addition, for the various wellbeing programmes and activities organised throughout the year, Keppel monitors participation rates to understand staff perception of these initiatives.





In order to understand employee sentiments, dialogue sessions are regularly held to facilitate open discussions with staff.

### Performance and Progress

In 2024, the Manager's employees worked an average of 42 hours per week. There was no fatality due to work-related injuries, high-consequence work-related injuries (excluding fatalities) or any recordable work-related injuries.

During the year, Keppel designated thematic months highlighting various aspects of employee wellbeing. June was Physical Wellbeing Month, seeing employees participate in the K'Steps Amazing Race. In 2024, 201 million steps were achieved in the K'Steps Amazing Race, raising S\$20,000 for Make-A-Wish Foundation (Singapore).

August was designated Appreciation Month. A carnival was organised for staff, featuring food, drinks and various game booths. As an expression of appreciation, Keppel's senior management served refreshments to staff. All employees

were encouraged to show gratitude for one another by posting notes and messages. Additionally, Kopi and Tea Sessions were organised for senior leaders to connect with staff, fostering greater connectivity and providing a platform for open discussions.

Financial wellbeing was spotlighted in March, recognising its essential role in employees' holistic development. Events and activities across different financial literacy levels sought to empower employees to build their core financial competencies. These included webinars on topics such as retirement and estate planning, as well as interactive games sessions to enhance financial literacy skills.

KORE continued to achieve an EES score of above 80% in 2024, demonstrating KORE's continued commitment to its employees' health and wellbeing.

## People and Community

**“I had an enjoyable time at the art workshops, crafting unique sets of mosaic coasters and wiregraphy art pieces. Thank you to all the volunteers for assisting me, and I look forward to future engagements.”**

**CASSANDRA RUTH**, MDAS Member

### COMMUNITY DEVELOPMENT AND ENGAGEMENT

#### Management Approach

The Manager acknowledges the impact it has on the local communities it is part of and endeavours to contribute positively and meaningfully. This is achieved through community engagement and development activities, as well as charitable donations. Employees are granted two days of paid volunteerism leave annually to participate in community initiatives and give back to society.

KORE also engages its tenants through a range of activities.

These include fundraisers, food and supply drives, blood donation drives and sustainability initiatives like e-waste recycling events and Earth Day celebrations. The Manager shows its appreciation for its tenants by organising community events on special occasions such as Valentine's Day, Halloween and other holidays, providing themed food, beverages and activities.

#### Performance and Progress

In 2024, Keppel continued to nurture its longstanding partnership with its adopted charity, Muscular Dystrophy Association (Singapore) (MDAS), while establishing new connections,

for example, with SASCO Senior Citizens' Home.

Throughout the year, the Manager's employees embraced the spirit of volunteerism. Together with Keppel FM&I, the Manager's employees dedicated more than 1,100 hours to community outreach activities. These efforts included nine engagement activities, eight of which were focused on volunteerism and one on education. Reinforcing the commitment to contribute positively to the communities it operates in, Keppel FM&I has increased its annual volunteering target from 500 hours to 800 hours, starting from 2024.



Regular team bonding activities are conducted to forge closer ties amongst employees.



# Community Engagement Activities in 2024



## Art Workshops with MDAS

Building on Keppel's longstanding partnership with MDAS, volunteers hosted an afternoon of art workshops where beneficiaries crafted artistic mosaic coasters and wiregraphy art pieces.

## Tree-planting with National Parks Board (NParks)

As part of Keppel Care Foundation's ongoing support for NParks' OneMillionTrees movement, the Manager, together with Keppel, organised a tree-planting event to contribute to the planting of 10,000 trees in Singapore's parks and nature reserves.



## Mid-Autumn Festival Celebration with SASCO

During Keppel's inaugural collaboration with SASCO, volunteers joined a Mid-Autumn Festival celebration at SASCO Senior Citizens' Home. The event featured lantern painting, mooncakes and fostered intergenerational bonds.

## Game Show with MDAS at The Mind Café

Volunteers and MDAS beneficiaries enjoyed an afternoon of interactive, game show-style activities at The Mind Café.



## Gardens by the Bay Nature and Sustainability Tour

Supported by the Keppel Care Foundation's pledge of S\$300,000 to the Gardens by the Bay Programme, employees were invited to join an educational walking tour led by experienced guides to learn about the interconnectedness of the natural environment, biodiversity and climate change.

# GRI Content Index

<b>Statement of Use</b>	Keppel Pacific Oak US REIT has reported in accordance with the GRI Standards from the period of 1 January 2024 to 31 December 2024.
<b>GRI 1 Used</b>	GRI 1: Foundation 2021
<b>Applicable GRI Sector Standard(s)</b>	Not applicable

GRI Standard	GRI Disclosure	Page Number or References	Omission and Restatement
<b>General Disclosure 2021</b>			
<b>The Organisation and its Reporting Practices</b>			
GRI 2-1	Organisational details	3, 7	
GRI 2-2	Entities included in the organisation's sustainability reporting	68	
GRI 2-3	Reporting period, frequency and contact point	67 to 68	
GRI 2-4	Restatements of information	78 to 79	
GRI 2-5	External assurance	68	
<b>Activities and Workers</b>			
GRI 2-6	Activities, value chain and other business relationships	3	
GRI 2-7	Employees	90, 92 to 93	
GRI 2-8	Workers who are not employees	92	Nature of engagement is described in the report.
<b>Governance</b>			
GRI 2-9	Governance structure and composition	12 to 16, 69 to 70	
GRI 2-10	Nomination and selection of the highest governance body	69 to 70, 161 to 162	
GRI 2-11	Chair of the highest governance body	14	
GRI 2-12	Role of the highest governance body in overseeing the management of impacts	69 to 70	
GRI 2-13	Delegation of responsibility for managing impacts	69 to 70	
GRI 2-14	Role of the highest governance body in sustainability reporting	69 to 70	
GRI 2-15	Conflicts of interest	87	
GRI 2-16	Communication of critical concerns	69 to 70	
GRI 2-17	Collective knowledge of the highest governance body	14 to 16	
GRI 2-18	Evaluation of the performance of the highest governance body	162 to 163	
GRI 2-19	Remuneration policies	150 to 152	
GRI 2-20	Process to determine remuneration	150 to 152	
GRI 2-21	Annual total compensation ratio		Confidentiality constraints. Due to the highly competitive conditions in the industry, the Manager is not able to disclose this information. For more details on our remuneration policy and structure, please refer to pages 150 to 152.
<b>Strategy, Policies and Practices</b>			
GRI 2-22	Statement on sustainable development strategy	69	
GRI 2-23	Policy commitments	70, 87 to 88, 92 to 94	
GRI 2-24	Embedding policy commitments	70, 87 to 88, 92 to 94	
GRI 2-25	Processes to remediate negative impacts	88	
GRI 2-26	Mechanisms for seeking advice and raising concerns	70, 88, 92	
GRI 2-27	Compliance with laws and regulations	72 to 73, 89, 93	
GRI 2-28	Membership associations	73	
<b>Stakeholder Engagement</b>			
GRI 2-29	Approach to stakeholder engagement	74	
GRI 2-30	Collective bargaining agreements	90, 93	



GRI Standard	GRI Disclosure	Page Number or References	Omission and Restatement
<b>Material Topic Disclosures</b>			
	<b>Material Topics 2021</b>		
GRI 3-1	Process to determine material topics	71	
GRI 3-2	List of material topics	71	
<b>Environmental Stewardship</b>			
	<b>Climate Action and Energy Management</b>		
GRI 3-3	Management of material topics	79 to 82	
GRI 302-1	Energy consumption within the organisation	79	
GRI 302-2	Energy consumption outside the organisation	79	
GRI 302-3	Energy intensity	79	
GRI 305-1	Direct (Scope 1) GHG emissions	78	
GRI 305-2	Energy indirect (Scope 2) GHG emissions	78	
GRI 305-3	Other indirect (Scope 3) GHG emissions	79	
GRI 305-4	GHG emissions intensity	78	
	<b>Waste Management</b>		
GRI 3-3	Management of material topics	83	
GRI 306-1	Waste generation and significant waste-related impacts	83	
GRI 306-2	Management of significant waste-related impacts	83	
GRI 306-3	Waste generated	83	
GRI 306-4	Waste diverted from disposal	83	
GRI 306-5	Waste directed to disposal	83	
	<b>Water Management</b>		
GRI 3-3	Management of material topics	83	
GRI 303-1	Interactions with water as a shared resource	83	
GRI 303-2	Management of water discharge-related impacts	83	
GRI 303-3	Water withdrawal	83	
GRI 303-5	Water consumption	83	
<b>Responsible Business</b>			
	<b>Building and Service Quality</b>		
GRI 3-3	Management of material topics	86	
GRI 416-1	Assessment of the health and safety impacts of product and service categories	87	
GRI 416-2	Incidents of non-compliance concerning the health and safety impacts of products and services	87	
	<b>Corporate Governance</b>		
GRI 3-3	Management of material topics	87 to 88	
GRI 205-1	Related to corruption	88 to 89	
GRI 205-2	Communication and training about anti-corruption policies and procedures	88 to 89	
GRI 205-3	Confirmed incidents of corruption and actions taken	89	
GRI 206-1	Legal actions for anti-competitive behaviour, anti-trust and monopoly practices	89	
GRI 418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	89	
	<b>Sustainable Supply Chain Management</b>		
GRI 3-3	Management of material topics	89	
GRI 204-1	Proportion of spending on local suppliers	89	
GRI 308-1	New suppliers that were screened using environmental criteria	89	
GRI 414-1	New suppliers that were screened using social criteria	89	

## GRI Content Index

GRI Standard	GRI Disclosure	Page Number or References	Omission and Restatement
<b>People and Community</b>			
<b>Human Capital Management</b>			
GRI 3-3	Management of material topics	90 to 92	
GRI 401-1	New employee hires and employee turnover	92	
GRI 401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	90	
GRI 401-3	Parental leave	93	
GRI 402-1	Minimum notice periods regarding operational changes	91	
GRI 404-1	Average hours of training per year per employee	93	
GRI 404-2	Programmes for upgrading employee skills and transition assistance programmes	91 to 93	
GRI 404-3	Percentage of employees receiving regular performance and career development reviews	91	
GRI 405-1	Diversity of governance bodies and employees	92	
GRI 406-1	Incidents of discrimination and corrective actions taken	93	
GRI 407-1	Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk	92	
GRI 408-1	Operations and suppliers at significant risk for incidents of child labour	89	
GRI 409-1	Operations and suppliers at significant risk for incidents of forced or compulsory labour	89	
<b>Employee Health and Wellbeing</b>			
GRI 3-3	Management of material topics	93 to 94	
GRI 403-1	Occupational health and safety management system	94	
GRI 403-2	Hazard identification, risk assessment, and incident investigation	94	
GRI 403-3	Occupational health services	94	
GRI 403-4	Worker participation, consultation and communication on occupational health and safety	94	
GRI 403-5	Worker training on occupational health and safety	94	
GRI 403-6	Promotion of worker health	94	
GRI 403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	94	
GRI 403-8	Workers covered by an occupational health and safety management system	94	
GRI 403-9	Work-related injuries	95	
<b>Community Development and Engagement</b>			
GRI 3-3	Management of material topics	96	

## **FINANCIAL STATEMENTS**

Report of the Trustee	102
Statement by the Manager	103
Independent Auditor's Report	104
Statements of Financial Position	107
Consolidated Statement of Comprehensive Income	108
Consolidated Distribution Statement	109
Statements of Changes in Unitholders' Funds	110
Consolidated Statement of Cash Flows	112
Consolidated Portfolio Statement	113
Notes to the Financial Statements	114

## **GOVERNANCE**

Corporate Governance	142
Risk Management	169

## **OTHER INFORMATION**

Additional Information	172
Unit Price Performance	173
Statistics of Unitholdings	174
Corporate Information	176
Notice of Annual General Meeting	177
Proxy Form	



## Report of the Trustee

For the financial year ended 31 December 2024

Perpetual (Asia) Limited (the “Trustee”) is under a duty to take into custody and hold the assets of Keppel Pacific Oak US REIT (the “Trust”) held by it or through its subsidiaries (collectively, the “Group”) in trust for the holders of the units (“Unitholders”) in the Trust. In accordance with the Securities and Futures Act 2001 of Singapore, its subsidiary legislation and the Code on Collective Investment Schemes, the Trustee shall monitor the activities of Keppel Pacific Oak US REIT Management Pte. Ltd. (the “Manager”) for compliance with the limitations imposed on the investment and borrowing powers as set out in the trust deed dated 22 September 2017 (as amended) (the “Trust Deed”) between the Manager and the Trustee in each annual accounting period and report thereon to Unitholders in an annual report.

To the best knowledge of the Trustee, the Manager has, in all material respects, managed the Trust and its subsidiaries during the year covered by these financial statements, set out on pages 107 to 141, in accordance with the limitations imposed on the investment and borrowing powers set out in the Trust Deed.

For and on behalf of the Trustee,

**Perpetual (Asia) Limited**

*Sin Li Choo*

**Sin Li Choo**

Director

Singapore

24 February 2025

# Statement by the Manager

For the financial year ended 31 December 2024

In the opinion of the directors of Keppel Pacific Oak US REIT Management Pte. Ltd. (the “Manager”), the Manager of Keppel Pacific Oak US REIT (the “Trust”), the accompanying financial statements set out on pages 107 to 141 comprising the Statements of Financial Position of the Group and the Trust as at 31 December 2024, the Consolidated Statement of Comprehensive Income, Consolidated Distribution Statement, Consolidated Statement of Changes in Unitholders’ Funds, Consolidated Statement of Cash Flows, Statement of Changes in Unitholders’ Funds of the Trust for the financial year ended 31 December 2024, Consolidated Portfolio Statement of the Group as at 31 December 2024 and notes to the financial statements are drawn up so as to present fairly, in all material respects, the consolidated financial position of the Group, the financial position of the Trust and the consolidated portfolio holdings of the Group as at 31 December 2024, the consolidated comprehensive income, consolidated distributable income, consolidated changes in unitholders’ funds, consolidated cash flows and changes in unitholders’ funds of the Trust for the financial year ended 31 December 2024, are in accordance with the International Financial Reporting Standards and the relevant provisions of the Trust Deed between Perpetual (Asia) Limited and the Manager dated 22 September 2017 (as amended) and relevant requirements of the Code on Collective Investment Schemes issued by the Monetary Authority of Singapore. At the date of this statement, there are reasonable grounds to believe that the Group and the Trust will be able to meet their financial obligations as and when they materialise.

For and on behalf of the Manager,  
**Keppel Pacific Oak US REIT Management Pte. Ltd.**



**Tay Puay Cheng**  
Director

Singapore  
24 February 2025

# Independent Auditor's Report to the Unitholders of Keppel Pacific Oak US REIT

For the financial year ended 31 December 2024

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### Opinion

We have audited the financial statements of Keppel Pacific Oak US REIT (the "Trust") and its subsidiaries (collectively, the "Group"), which comprise the Statements of Financial Position of the Group and the Trust as at 31 December 2024, the Consolidated Statement of Comprehensive Income, Consolidated Distribution Statement, Consolidated Statement of Changes in Unitholders' Funds, Consolidated Statement of Cash Flows, Statement of Changes in Unitholders' Funds of the Trust for the financial year ended 31 December 2024, Consolidated Portfolio Statement of the Group as at 31 December 2024 and notes to the financial statements, including material accounting policies.

In our opinion, the accompanying consolidated financial statements of the Group, the Statement of Financial Position and the Changes in Unitholders' Funds of the Trust are properly drawn up in accordance with the International Financial Reporting Standards ("IFRSs"), relevant provisions of the Trust Deed and relevant requirements of the Code on Collective Investment Schemes (the "CIS Code") issued by the Monetary Authority of Singapore, so as to present fairly, in all material respects, the consolidated financial position of the Group, the financial position of the Trust and the consolidated portfolio holdings of the Group as at 31 December 2024, the consolidated comprehensive income, consolidated distributable income, consolidated changes in unitholders' funds, consolidated cash flows, and changes in unitholders' funds of the Trust for the year then ended.

### Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* ("ACRA Code") together with the ethical requirements that are relevant to audits of the financial statements of public interest entities in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled our responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

### Valuation of investment properties

As at 31 December 2024, the carrying amount of investment properties was US\$1,326.4 million (2023: US\$1,326.3 million) which accounted for 95.6% (2023: 95.2%) of total assets. The valuation of the investment properties is significant to our audit due to the magnitude and the complexity of the valuation which is highly dependent on a range of assumptions and estimates made by the external appraisers engaged by the Manager.

As disclosed in Note 24(d), valuations of investment properties are sensitive to changes in the significant unobservable inputs, particularly those relating to market rents, discount rates, capitalisation rates and terminal yield rates. This is exacerbated by an increase in the level of estimation uncertainty and judgement required arising from the rapid changes in market and economic conditions. Accordingly, we have identified this as a key audit matter.

The Manager uses external appraisers to support its determination of the individual fair value of the investment properties. Our audit procedures included, amongst others, an assessment of the Group's process relating to the selection of the external appraisers, the determination of the scope of work of the appraisers, and a review of the valuation reports issued by the external appraisers. We evaluated the objectivity, independence and expertise of the external appraisers and read their terms of engagement to ascertain whether there are matters that might have affected the scope of their work and their objectivity.

We involved our internal real estate and valuation specialists to assist us in assessing the reasonableness of the valuation model and the reasonableness of the significant assumptions and estimates by reference to historical rates and market data. Our procedures also included checking the reliability of property related data used by the external appraisers, assessing the appropriateness of the valuation techniques and basis for the significant assumptions and estimates used, including key valuation adjustments made by the external appraisers, in response to the changes in market and economic conditions. We assessed the overall reasonableness of the movements in fair value of the investment properties and the associated deferred tax consequences. We also assessed the adequacy of disclosures relating to investment properties in the notes to the consolidated financial statements.

### Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of the Manager for the Financial Statements

The Manager is responsible for the preparation and fair presentation of these financial statements in accordance with the IFRS Accounting Standards, relevant provisions of the Trust Deed and relevant requirements of the CIS Code issued by the Monetary Authority of Singapore, and for such internal control as the Manager determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Manager is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Manager either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The responsibilities of the Manager include overseeing the Group's financial reporting process.

### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Manager.
- Conclude on the appropriateness of the Manager's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the Group's financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.



## Independent Auditor's Report to the Unitholders of Keppel Pacific Oak US REIT

For the financial year ended 31 December 2024

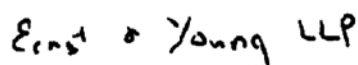
### Auditor's Responsibilities for the Audit of the Financial Statements (continued)

We communicate with the Manager regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Manager with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Manager, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Low Yen Mei.



### Ernst & Young LLP

Public Accountants and  
Chartered Accountants

Singapore  
24 February 2025

# Statements of Financial Position

As at 31 December 2024

	Note	GROUP		TRUST	
		2024 US\$'000	2023 US\$'000	2024 US\$'000	2023 US\$'000
<b>Current assets</b>					
Cash and cash equivalents	4	44,193	43,777	11,670	4,417
Trade and other receivables	5	5,369	4,275	18,606	34,480
Prepaid expenses		602	343	469	262
Derivative assets	6	2,536	687	2,536	687
		52,700	49,082	33,281	39,846
<b>Non-current assets</b>					
Derivative assets	6	8,863	18,284	8,863	18,284
Investment properties	7	1,326,410	1,326,310	–	–
Investments in subsidiaries	8	–	–	1,281,859	1,238,559
		1,335,273	1,344,594	1,290,722	1,256,843
<b>Total assets</b>		1,387,973	1,393,676	1,324,003	1,296,689
<b>Current liabilities</b>					
Trade and other payables	9	32,644	33,259	4,838	5,045
Loans and borrowings	10	58,977	74,957	58,977	74,957
Rental security deposits		1,257	1,105	–	–
Rent received in advance		7,301	6,720	–	–
		100,179	116,041	63,815	80,002
<b>Non-current liabilities</b>					
Loans and borrowings	10	545,846	524,610	545,846	524,610
Rental security deposits		5,216	5,060	–	–
Derivative liability	6	–	338	–	338
Preferred units	11	1,124	1,124	–	–
Deferred tax liabilities	12	19,298	23,299	–	–
		571,484	554,431	545,846	524,948
<b>Total liabilities</b>		671,663	670,472	609,661	604,950
<b>Net assets attributable to Unitholders</b>		716,310	723,204	714,342	691,739
Represented by:					
<b>Unitholders' funds</b>		716,310	723,204	714,342	691,739
<b>Units in issue ('000)</b>	13	1,044,450	1,044,450	1,044,450	1,044,450
<b>Net asset value per unit (US\$) attributable to Unitholders</b>	14	0.69	0.69	0.68	0.66

The accompanying notes form an integral part of the financial statements.

# Consolidated Statement of Comprehensive Income

For the financial year ended 31 December 2024

	Note	GROUP	
		2024 US\$'000	2023 US\$'000
Gross revenue	15	146,437	150,757
Property expenses	16	(68,147)	(64,657)
<b>Net property income</b>		<b>78,290</b>	86,100
Finance income		1,315	818
Finance expenses	17	(27,571)	(24,643)
Manager's base fees		(5,292)	(5,803)
Trustee's fee		(180)	(191)
Fair value change in derivatives		(7,234)	(9,441)
Other trust expenses	18	(3,560)	(3,325)
<b>Net income for the year before net fair value change in investment properties</b>		<b>35,768</b>	43,515
Net change in fair value of investment properties	7	(46,663)	(142,263)
<b>Net loss for the year before tax</b>		<b>(10,895)</b>	(98,748)
Tax credit	19	4,001	31,023
<b>Net loss for the year attributable to Unitholders</b>		<b>(6,894)</b>	(67,725)
<b>Earnings per unit (US cents)</b>			
Basic and diluted	20	(0.66)	(6.48)

The accompanying notes form an integral part of the financial statements.

# Consolidated Distribution Statement

For the financial year ended 31 December 2024

	GROUP	
	2024 US\$'000	2023 US\$'000
<b>Income available for distribution to Unitholders at the beginning of the year</b>	–	29,036
Net loss for the year	(6,894)	(67,725)
Distribution adjustments (Note A)	54,521	119,948
Income available for distribution to Unitholders for the year	47,627	52,223
<b>Income available for distribution to Unitholders</b>	47,627	81,259
<u>Distribution to Unitholders during the year:</u>		
– Distribution of 2.78 US cents per Unit for the period from 1 July 2022 to 31 December 2022	–	(29,036)
– Distribution of 2.50 US cents per Unit for the period from 1 January 2023 to 30 June 2023	–	(26,112)
<u>Distribution withheld during the year:</u>		
– Distribution withheld for the period from 1 July 2023 to 31 December 2023 <sup>1</sup>	–	(26,111)
– Distribution withheld for the financial year from 1 January 2024 to 31 December 2024 <sup>1</sup>	(47,627)	–
<b>Income available for distribution to Unitholders at the end of the year<sup>1</sup></b>	–	–
<b>Distribution per Unit (DPU) (US cents)<sup>1</sup></b>	–	2.50
<b>Note A – Distribution adjustments comprise:</b>		
Property related non-cash items <sup>2</sup>	5,152	1,491
Trustee's fee	180	191
Amortisation of upfront debt-related transaction costs <sup>3</sup>	727	674
Deferred tax income	(4,001)	(31,025)
Fair value change in derivatives	7,234	9,441
Net change in fair value of investment properties	46,663	142,263
Others <sup>4</sup>	(1,434)	(3,087)
Net distribution adjustments	54,521	119,948

<sup>1</sup> Distributions have been suspended for the period starting from 1 July to 31 December 2023 ("2H 2023"). For more details, please refer to Note 3.10 Distribution Policy.

<sup>2</sup> This mainly comprise straight-line rent adjustments and amortisation of lease incentives.

<sup>3</sup> Upfront debt-related transaction costs are amortised over the life of the borrowings.

<sup>4</sup> This includes non tax-deductible items and other adjustments.

The accompanying notes form an integral part of the financial statements.



# Statements of Changes in Unitholders' Funds

For the financial year ended 31 December 2024

		Attributable to Unitholders		
	Note	Units in issue and to be issued US\$'000	Retained earnings US\$'000	Total US\$'000
GROUP				
At 1 January 2024		687,002	36,202	723,204
Net loss for the year		–	(6,894)	(6,894)
Net decrease in net assets resulting from operations		–	(6,894)	(6,894)
Unitholders' transactions				
Distribution to Unitholders <sup>1</sup>	13	–	–	–
Net decrease in net assets resulting from Unitholders' transactions		–	–	–
At 31 December 2024		687,002	29,308	716,310
At 1 January 2023				
		708,832	137,245	846,077
Net loss for the year		–	(67,725)	(67,725)
Net decrease in net assets resulting from operations		–	(67,725)	(67,725)
Unitholders' transactions				
Distribution to Unitholders	13	(21,830)	(33,318)	(55,148)
Net decrease in net assets resulting from Unitholders' transactions		(21,830)	(33,318)	(55,148)
At 31 December 2023		687,002	36,202	723,204

<sup>1</sup> Distributions have been suspended for the period starting from 1 July to 31 December 2023 ("2H 2023"). For more details, please refer to Note 3.10 Distribution Policy.

The accompanying notes form an integral part of the financial statements.

		Attributable to Unitholders		
	Note	Units in issue and to be issued US\$'000	Retained earnings US\$'000	Total US\$'000
TRUST				
At 1 January 2024		687,002	4,737	691,739
Net income for the year		–	22,603	22,603
Net increase in net assets resulting from operations		–	22,603	22,603
Unitholders' transactions				
Distribution to Unitholders <sup>1</sup>	13	–	–	–
Net decrease in net assets resulting from Unitholders' transactions		–	–	–
At 31 December 2024		687,002	27,340	714,342
At 1 January 2023				
		708,832	15,435	724,267
Net income for the year		–	22,620	22,620
Net increase in net assets resulting from operations		–	22,620	22,620
Unitholders' transactions				
Distribution to Unitholders	13	(21,830)	(33,318)	(55,148)
Net decrease in net assets resulting from Unitholders' transactions		(21,830)	(33,318)	(55,148)
At 31 December 2023		687,002	4,737	691,739

<sup>1</sup> Distributions have been suspended for the period starting from 1 July to 31 December 2023 ("2H 2023"). For more details, please refer to Note 3.10 Distribution Policy.

# Consolidated Statement of Cash Flows

For the financial year ended 31 December 2024

	Note	GROUP	
		2024 US\$'000	2023 US\$'000
<b>Operating activities</b>			
Net loss before tax		(10,895)	(98,748)
Adjustments for:			
Property related non-cash items		5,152	1,491
Finance income		(1,315)	(818)
Allowance for expected credit losses	5	501	48
Finance expenses	17	27,571	24,643
Fair value change in derivatives		7,234	9,441
Net fair value change in investment properties	7	46,663	142,263
		74,911	78,320
<b>Changes in working capital</b>			
Trade and other receivables		(1,595)	(425)
Trade and other payables		1,756	1,761
Prepaid expenses		(259)	98
Rental security deposits		308	3
Rental received in advance		581	523
<b>Cash generated from operations</b>		75,702	80,280
Tax paid		–	(2)
<b>Net cash generated from operating activities</b>		75,702	80,278
<b>Cash flows from investing activities</b>			
Payment for capital expenditure relating to investment properties		(53,630)	(42,679)
Interest received		1,315	818
<b>Net cash used in investing activities</b>		(52,315)	(41,861)
<b>Cash flows from financing activities</b>			
Redemption of preferred units	11	–	(250)
Proceeds from new loans		144,300	31,920
Repayment of loans		(139,000)	(10,220)
Payment of debt related transaction costs		(798)	(581)
Financing expense paid on loans and borrowings		(27,338)	(23,654)
Financing expense paid on preferred units		(135)	(143)
Distribution to Unitholders		–	(55,148)
<b>Net cash used in financing activities</b>		(22,971)	(58,076)
<b>Net increase/(decrease) in cash and cash equivalents</b>		416	(19,659)
Cash and cash equivalents at beginning of the year		43,777	63,436
<b>Cash and cash equivalents at end of the year</b>		44,193	43,777

The accompanying notes form an integral part of the financial statements.

# Consolidated Portfolio Statement

As at 31 December 2024

Description of property	Location	Tenure of land	Fair value as at 31 December 2024 US\$'000	Fair Value as at 31 December 2023 US\$'000	Percentage of total net assets as at 31 December 2024 %	Percentage of total net assets as at 31 December 2023 %
The Plaza Buildings	Seattle, Washington, US	Freehold	299,700	307,700	41.8	42.6
Bellevue Technology Center	Seattle, Washington, US	Freehold	139,600	140,600	19.5	19.4
The Westpark Portfolio	Seattle, Washington, US	Freehold	227,000	224,000	31.7	31.0
Great Hills Plaza	Austin, Texas, US	Freehold	45,000	43,600	6.3	6.0
Westech 360	Austin, Texas, US	Freehold	48,500	47,100	6.7	6.5
Westmoor Center	Denver, Colorado, US	Freehold	103,000	105,700	14.4	14.6
105 Edgeview	Denver, Colorado, US	Freehold	55,910	56,710	7.8	7.8
Bridge Crossing	Nashville, Tennessee, US	Freehold	41,400	41,300	5.8	5.7
1800 West Loop South	Houston, Texas, US	Freehold	74,300	75,600	10.4	10.5
Bellaire Park	Houston, Texas, US	Freehold	47,300	47,300	6.6	6.5
One Twenty Five	Dallas, Texas, US	Freehold	105,000	107,000	14.7	14.8
Maitland Promenade I & II	Orlando, Florida, US	Freehold	101,600	91,500	14.2	12.7
Iron Point	Sacramento, California, US	Freehold	38,100	38,200	5.3	5.3
<b>Total investment properties</b>			<b>1,326,410</b>	<b>1,326,310</b>	<b>185.2</b>	<b>183.4</b>
Other assets and liabilities (net)			<b>(610,100)</b>	<b>(603,106)</b>	<b>(85.2)</b>	<b>(83.4)</b>
<b>Net assets</b>			<b>716,310</b>	<b>723,204</b>	<b>100.0</b>	<b>100.0</b>

The accompanying notes form an integral part of the financial statements.



# Notes to the Financial Statements

For the financial year ended 31 December 2024

## 1. GENERAL

Keppel Pacific Oak US REIT (the “Trust” or “KORE”) is a Singapore real estate investment trust constituted pursuant to the trust deed (the “Trust Deed”) dated 22 September 2017 (as amended) between Keppel Pacific Oak US REIT Management Pte. Ltd. (the “Manager”) and Perpetual (Asia) Limited (the “Trustee”). The Trustee is under a duty to take into custody and hold the assets of the Trust and its subsidiaries in trust for the Unitholders of the Trust.

The Trust was admitted to the Official List of the Singapore Exchange Securities Trading Limited (“SGX-ST”) on 9 November 2017.

The registered office and principal place of business of the Trustee is located at 8 Marina Boulevard, #05-02 Marina Bay Financial Centre, Singapore 018981 and 16 Collyer Quay, #07-01, Singapore 049318 respectively.

The principal activity of the Trust is investment holding. The principal activities of the Trust’s subsidiaries are to own and invest, directly or indirectly, in a portfolio of income-producing office real estate in major markets in the United States, as well as real estate-related assets.

The Trust has entered into several service agreements in relation to the management of the Trust and its property operations.

The fees structures of these services are as follows:

### a. Manager’s fees

The Manager is entitled under the Trust Deed to receive the following remuneration for the provision of asset management services:

#### Base fee

Pursuant to the Trust Deed, the Manager is entitled to a base fee of 10.0% per annum of the Trust’s annual distributable income (calculated before accounting for the base fee and performance fee, if any). The base fee is payable in the form of cash or Units as the Manager may elect, in such proportions as may be determined by the Manager.

For the financial years ended 31 December 2024 and 31 December 2023, the Manager has elected to receive 100.0% of its base fee in the form of cash.

The base fee, payable either in the form of cash or Units, is payable quarterly in arrears. Where the base fee is payable in Units, the Units will be issued based on the volume weighted average price for a Unit for all trades transacted on SGX-ST in the ordinary course of trading for a period of 10 business days (as defined in the Trust Deed) immediately preceding the relevant business day.

#### Performance fee

Pursuant to the Trust Deed, the Manager is entitled to an annual performance fee of 25.0% per annum of the difference in Distribution Per Unit (“DPU”) in a period with the DPU in the preceding period (calculated before accounting for performance fee but after accounting for the base fee in each period) multiplied by the weighted average number of Units in issue for such period. The performance fee is payable if the DPU in any period exceeds the DPU in the preceding period, notwithstanding that the DPU in the period where the performance fee is payable may be less than the DPU in any preceding period.

The performance fee is payable in the form of cash or Units as the Manager may elect, in such proportions as may be determined by the Manager.

No performance fee was recorded for the financial years ended 31 December 2024 and 31 December 2023.

#### Acquisition fee

Pursuant to the Trust Deed, the Manager is entitled to an acquisition fee of 1.0% of the purchase price of investment property acquired, whether directly or indirectly through one or more subsidiaries or such lower percentage as may be determined by the Manager in its absolute discretion. The acquisition fee is payable to the Manager in the form of cash or Units as the Manager may elect, in such proportions as may be determined by the Manager.

#### Divestment fee

Pursuant to the Trust Deed, the Manager is entitled to a divestment fee of 0.5% of the sale price of investment property sold or divested, whether directly or indirectly through one or more subsidiaries or such lower percentage as may be determined by the Manager in its absolute discretion.

The divestment fee is payable to the Manager in the form of cash or Units as the Manager may elect, in such proportions as may be determined by the Manager. Any payment to third party agents or brokers in connection with the disposal of any assets shall be paid to such persons out of the deposited property, and not out of the divestment fee received or to be received by the Manager.

**b. Trustee's fees**

The Trustee fees are charged on a scaled basis of up to 0.015% per annum of the value of all the gross assets of the Group ("Deposited Property"), excluding out-of-pocket expenses and GST. The actual fee payable will be determined between the Manager and the Trustee from time to time.

**c. Development management fee**

Pursuant to the Trust Deed, the Manager is entitled to a development management fee, not exceeding 3.0% of the total project cost incurred in development projects undertaken by the Manager on behalf of the Trust. When the estimated total project costs are above US\$100.0 million, the Manager will be entitled to receive a development fee equivalent to 3.0% for the first US\$100.0 million. For the remaining total project costs in excess of US\$100.0 million, the independent directors will first review and approve the quantum of the remaining development management fee, whereupon the Manager may be directed by the independent directors to reduce the remaining development management fee. The development management fee is payable to the Manager in the form of cash or Units as the Manager may elect, in such proportions as may be determined by the Manager.

**d. Property management fees**

The property manager is entitled to a monthly property management fee equal to a certain percentage of rent or gross revenues, as more specifically defined in each property management agreement. All the property managers are unrelated to the Sponsors.

The property management fees are assessed on a monthly basis and payable in arrears. The property management fees for the portfolio are charged based on gross revenue income and ranges from 1.0% to 2.5% of the gross revenue income. The specific percentages of the property management fees are set out in each of the Property Management Agreements.

Notwithstanding that under the Property Management Agreements, the property management fee is payable in cash and not Units, the Trust Deed allows for the payment of property management fee in the form of cash and/or Units. The Trust may, in the future, enter into new property management agreements that provide for the payment of property management fee in Units.

Any increase in the rate or any change in the structure of the Manager's fees must be approved by an Extraordinary Resolution of Unitholders passed at a Unitholders' meeting duly convened and held in accordance with the provisions of the Trust Deed.

## **2. BASIS OF PREPARATION**

### **2.1 Statement of compliance**

The financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRSs") issued by the International Accounting Standards Board ("IASB"), and the applicable requirements of the Code on Collective Investment Schemes (the "CIS Code") issued by the Monetary Authority of Singapore ("MAS") and the relevant provisions of the Trust Deed.

### **2.2 Basis of measurement**

The financial statements have been prepared on the historical cost basis, except as disclosed in the accounting policies below.

As at 31 December 2024, the Group's current liabilities exceeded its current assets by US\$47.5 million (2023: US\$67.0 million) and the Trust's current liabilities exceeded its current assets by US\$30.5 million (2023: US\$40.2 million) respectively. In 2024, the Group recorded a net loss of US\$6.9 million (2023: US\$67.7 million), mainly due to the net fair value loss on investment properties of US\$46.7 million (2023: US\$142.3 million).

The Group announced on 15 February 2024 its recapitalisation plan to recapitalise its balance sheet and address the Group's capital needs and leverage concerns for the next two years. As part of the plan, the Manager decided to temporarily suspend distributions for the period starting from 2H 2023 through the 2H 2025 in respect of distribution that would otherwise be paid in 1H 2026. Please refer to KORE's announcement dated 15 February 2024 on the recapitalisation plan and suspension of distribution and the Media Release for the full year ended 31 December 2023.

Notwithstanding the above, the Manager has prepared the Group's financial statements on a going concern basis and have applied significant judgement in evaluating the Group's ability to meet its obligations as and when they fall due. The suspension of distribution ensures that the Group maintains sufficient liquidity to meet its current obligations as and when they fall due within the next 12 months as well as maintaining a lower aggregate leverage thereby improving the likelihood of refinancing of the loans maturing. Nevertheless, the Group's refinancing ability is subject to market conditions and potential variability in lenders' credit decisions.

### **2.3 Functional and presentation currency**

The financial statements are presented in United States dollars ("US\$"), which is the functional currency of the Trust. All financial information presented in United States dollars has been rounded to the nearest thousand (US\$'000), unless otherwise stated.

## Notes to the Financial Statements

For the financial year ended 31 December 2024

### 2. BASIS OF PREPARATION (continued)

#### 2.4 Use of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses at the end of each reporting period. Actual results may defer from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, and in any future periods affected.

There are no critical judgments made in applying accounting policies that have the most significant effect on the amounts recognised in the financial information.

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period are disclosed in Note 23 (Tax risk), Note 24(c) (Derivatives) and Note 24(d) (Valuation of investment properties).

#### Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group uses third party appraisal firms to perform valuations. The Manager assesses and documents the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of IFRS Accounting Standards, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Group uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as per Note 24(a).

If inputs of different levels are used to measure an asset's or liability's fair value, the classification within the hierarchy is based on the lowest level input that is significant to the fair value measurement.

### 3. MATERIAL ACCOUNTING POLICIES

The accounting policies set out below have been applied by the Group consistently to the period presented in these financial statements.

#### 3.1 Basis of consolidation

##### Business combinations

Business combinations are accounted for using the acquisition method as at acquisition date, which is the date on which control is transferred to the Group. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values as at acquisition date. Any contingent consideration to be transferred by the acquirer will be recognised at fair value at acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in profit or loss. Any excess of the sum of fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill. Any goodwill that arises is tested annually for impairment.

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with the business combination are expensed as a fair value adjustment to investment properties as incurred.

When the acquisition of an investment property does not represent a business, it is accounted for as an acquisition of a group of assets and liabilities. The cost of the acquisition is allocated to the assets and liabilities acquired based on their relative fair values at the date of purchase. Acquisition-related costs are capitalised to the investment property at the time the acquisition is completed.

### **Subsidiaries**

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect these returns through its power over the entity.

The financial statements of the subsidiaries are prepared as the same reporting date as the Trust. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

### **Transactions eliminated on consolidation**

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

### **Accounting for subsidiaries by the Trust**

Investments in subsidiaries are stated in the Trust's Statement of financial position at cost less accumulated impairment losses.

## **3.2 Foreign currency**

### **Foreign currency transactions and balances**

Items included in the financial statements of each entity in the Group are measured using the currency that best reflects the economic substance of the underlying events and circumstances relevant to that entity (the "functional currency"). The Manager has determined the currency of the primary economic environment in which the Group operates, i.e. the functional currency, to be the US\$.

Transactions in foreign currencies are translated to the respective functional currencies of the Group entities at the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the end of the reporting period are translated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortised cost in foreign currency translated at the exchange rate at the end of the year.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date on which the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical costs are translated using the exchange rate at the date of the transaction. Foreign currency differences arising on translation are recognised in profit or loss.

### **Foreign operations**

The assets and liabilities of foreign operations, including fair value adjustments arising on acquisition, are translated to functional currency at exchange rates prevailing at the reporting date. The income and expenses of foreign operations are translated to functional currency at exchange rates at the dates of the transactions.

When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is transferred to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation. These are recognised in the translation reserve in Unitholders' funds.

## **3.3 Investment properties**

Investment properties are properties that are held to earn rental income or for capital appreciation, or for both, rather than for use in the production or supply of goods or services, or for administrative purposes, or in the ordinary course of business.

Investment properties are accounted for as non-current assets and are initially stated at cost, including transaction costs, and are measured at fair value thereafter, with any change therein recognised in profit or loss. Fair values are determined in accordance with the Trust Deed, which requires the investment properties to be valued by independent registered valuers in such manner and frequency required under the CIS Code issued by MAS.

Investment properties are subject to renovations or improvements at regular intervals. The costs of major renovations and improvements are capitalised when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing assets, will flow to the Group.

Any gain or loss on disposal of an investment property (calculated as the difference between the net proceeds from disposal and its carrying amount) is recognised in profit or loss.



## Notes to the Financial Statements

For the financial year ended 31 December 2024

### 3. MATERIAL ACCOUNTING POLICIES (continued)

#### 3.4 Financial instruments

##### Non-derivative financial assets

Financial assets are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial assets at initial recognition. The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them.

The Group's non-derivative financial assets comprise cash and cash equivalents and trade and other receivables ("Loans and receivables"). Loans and receivables are classified in the amortised cost measurement category.

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

Trade receivables are measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third party, if the trade receivables do not contain a significant financing component at initial recognition.

##### Amortised cost

Financial assets that are held for the collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost using effective interest method and are subject to impairment. Financial assets measured at amortised cost are recognised in profit or loss when the assets are derecognised or impaired, and through amortisation process.

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received is recognised in profit or loss.

##### Non-derivative financial liabilities

Financial liabilities are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial liabilities at initial recognition.

The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expired. On derecognition, the difference between the carrying amounts and the sum of the consideration received is recognised in profit or loss.

Financial assets and liabilities are offset and the net amount presented in the Statements of Financial Position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Group classifies non-derivative financial liabilities as financial liabilities measured at amortised cost. Such financial liabilities are recognised initially at fair value and any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised or impaired, and through the amortisation process.

Other financial liabilities comprise other payables, rental security deposits and loans and borrowings.

##### Preferred units

Preferred units are classified as financial liabilities if they are redeemable on a specific date or at the option of the holders of such units, or if dividend payments are not discretionary. Non-discretionary dividends thereon are recognised as finance expenses in profit or loss as accrued.

##### Derivative financial instruments

The Group holds derivative financial instruments to hedge its interest rate risk exposures. The Group elects not to adopt hedge accounting.

Derivative financial instruments are recognised initially at fair value; any attributable transaction costs are recognised in profit or loss when incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes in its fair value are recognised in profit or loss.

### 3.5 Impairment of financial assets

#### Non-derivative financial assets

The Group recognises an allowance for expected credit losses (“ECLs”) for all trade and other receivables. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

The Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

In certain cases, the Group may consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

#### Non-financial assets

The carrying amounts of the Group’s non-financial assets, other than investment properties, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset’s recoverable amount is estimated.

The recoverable amount of an asset or cash generating units (“CGU”) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the profit or loss.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that a prior loss should be reversed. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset’s carrying amount does not exceed the carrying amount that would have been determined, if no impairment loss had been recognised.

### 3.6 Unitholders’ funds

Unitholders’ funds are classified as equity. Issue costs relate to expenses incurred in connection with the issue of Units. These expenses are deducted directly against Unitholders’ funds.

### 3.7 Revenue recognition

Revenue is recognised when the Group satisfies a performance obligation by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

#### Rental income from operating leases

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms and is included in revenue in the Statement of Comprehensive Income due to its operating nature. The difference between revenue recognised and the contractual cash received is included in the carrying value of the investment property and subsequently adjusted to fair value change in investment properties recognised in profit or loss. Tenant lease incentives are included in the cost basis of the investment property and recognised as a reduction of rental revenue on a straight-line basis over the term of the lease.

## Notes to the Financial Statements

For the financial year ended 31 December 2024

### 3. MATERIAL ACCOUNTING POLICIES (continued)

#### 3.7 Revenue recognition (continued)

##### Recoveries income

Recoveries from tenants are recognised as revenue in the period in which the applicable costs are incurred. The operating lease agreements include certain services to tenants comprising the overall property management, including common area maintenance services (such as cleaning, security, landscaping, utilities, and repairs and maintenance) as well as other administrative and support services. These services are specified in the lease agreements and separately invoiced. The Group has determined that these services constitute distinct non-lease components and are within the scope of IFRS 15 Revenue from Contracts with Customers. The Group has allocated the consideration in the contract to the separate lease and non-lease components on a relative basis. These services, which are provided to tenant in exchange for operating cost recoveries, are considered to be a single performance obligation delivered to tenants over time. Under IFRS 15, service component within leasing contracts is accounted for separately from rental income. The pattern of revenue recognition has however remained unchanged.

##### Other operating income

Other operating income comprise car park income and other non-rental income recognised as earned. Car park income consists of contractual and transient car park income, which is recognised upon utilisation of parking facilities. In addition, car park income paid by tenants represents the right to park in pre-determined parking stalls on certain tenant leases.

##### Finance income

Interest income is recognised as it accrues, using the effective interest method.

#### 3.8 Finance expenses

Finance expenses comprise interest expense on borrowings, amortisation of borrowing-related transaction costs and commitment fees incurred on the borrowings and dividends on preferred units that are recognised in profit or loss. Borrowing costs are recognised in profit or loss using the effective interest method.

#### 3.9 Taxes

##### a. Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period, in the countries where the Group operates and generates taxable income.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

##### b. Deferred tax

Deferred tax is provided using the liability method on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

The measurement of deferred taxes reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. For investment properties that are measured at fair value in the United States, the presumption that the carrying amounts will be recovered through sale has not been rebutted. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised for all temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of each reporting period.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity. Deferred tax arising from a business combination is adjusted against goodwill on acquisition.

### **3.10 Distribution policy**

KORE's distribution policy is to distribute at least 90.0% of its annual distributable income to Unitholders for each financial year. This distribution policy is also subject to the conditions as stipulated in Appendix 6 to the Code on Collective Investment Schemes, in that, if KORE were to declare a distribution in excess of profits, the Manager should be able to certify, in consultation with the Trustee, that it is able to satisfy on reasonable grounds that, immediately after making the distribution, KORE will be able to fulfil, from the deposited property of KORE, the liabilities of KORE as and when they fall due.

In order to recapitalise the balance sheet and address the Group's capital needs and leverage concerns for the next two years, the Manager has decided to temporarily suspend distributions for the period starting 2H 2023.

The temporary suspension of distributions aligns with the Group's proactive approach to maintaining leverage within regulatory limits as well as preventing any potential breach of bank covenants.

### **3.11 Leases – as lessor**

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of the assets are classified as operating leases. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. The accounting policy for rental income is set out in Note 3.7.

Although the Group is exposed to changes in the residual value at the end of the current leases, the Group typically enters into new operating leases and therefore will not immediately realise any reduction in residual value at the end of these leases. Expectations about the future residual values are reflected in the fair value of the investment properties.

### **3.12 Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and short-term highly liquid deposits with a maturity of three months or less, are held for the purpose of meeting short-term cash commitments and are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value.



## Notes to the Financial Statements

For the financial year ended 31 December 2024

### 3. MATERIAL ACCOUNTING POLICIES (continued)

#### 3.13 Loans and Borrowings

Loans and borrowings are presented as current liabilities unless, at the end of the reporting period, the Group has the right to defer settlement of the liability for at least 12 months after the reporting period, in which case they are presented as non-current liabilities.

Covenants that the Group is required to comply with on or before the end of the reporting period are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the Group is required to comply with after the reporting period do not affect the classification at the reporting date.

Borrowings are initially recognised at fair value (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transactions costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

#### 3.14 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenue and incur expenses, including revenue and expenses that relate to transactions with any of the Group's other components. The Group's investment properties are primarily commercial office properties and are located in the United States. Therefore, the directors have considered that the Group operates within a single business segment and within a single geographical segment in the United States. Accordingly, no segment information has been presented in the financial statements.

#### 3.15 Adoption of new and amended standards and interpretations

The accounting policies adopted are consistent with those previously applied under IFRS Accounting Standards except that in the current financial year, the Group has adopted all the IFRS Accounting Standards which are effective for annual financial period beginning on or after 1 January 2024. The adoption of these standards did not have any material effect on the financial performance or position of the Group.

#### 3.16 New standards issued but not yet effective

The Group has not adopted the following standards as applicable to the Group that have been issued but not yet effective:

Description	Effective for annual periods beginning on or after
Amendments to IAS 21: <i>Lack of Exchangeability</i>	1 January 2025
Amendments to IFRS 9 and IFRS 7: <i>Amendments to the Classification and Measurement of Financial Instruments</i>	1 January 2026
<i>Annual Improvements to IFRSs – Volume 11</i>	1 January 2026
IFRS 18: <i>Presentation and Disclosure in Financial Statements</i>	1 January 2027
Amendments to IFRS 10 and IAS 28 <i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i>	Date to be determined

The Group expects that the adoption of the standards above will have no material impact on the financial statements in the year of initial application.

### 4. CASH AND CASH EQUIVALENTS

	GROUP		TRUST	
	2024 US\$'000	2023 US\$'000	2024 US\$'000	2023 US\$'000
Cash at bank	37,193	43,777	4,670	4,417
Short-term deposits	7,000	–	7,000	–
	44,193	43,777	11,670	4,417

Cash at banks earns interest at floating rates based on daily bank deposit rates.

Short-term deposits are for varying periods of between 33 to 62 days (2023: 38 days), depending on the immediate cash requirements of the Group and the Trust, and earns interest at interest rates ranging from 4.78% to 5.55% (2023: 5.52%) per annum.

Cash at bank denominated in foreign currency are as follows:

	GROUP AND TRUST	
	2024 US\$'000	2023 US\$'000
Singapore Dollar	24	8

## 5. TRADE AND OTHER RECEIVABLES

	GROUP		TRUST	
	2024 US\$'000	2023 US\$'000	2024 US\$'000	2023 US\$'000
Trade receivables	4,414	3,214	–	–
Less: Allowance for impairment of receivables	(502)	(74)	–	–
Trade receivables – Net	3,912	3,140	–	–
Other receivables	1,457	1,135	1,414	1,127
Amounts due from subsidiaries	–	–	17,192	33,353
<b>Total trade and other receivables</b>	<b>5,369</b>	<b>4,275</b>	<b>18,606</b>	<b>34,480</b>
Add: Cash and cash equivalents (Note 4)	44,193	43,777	11,670	4,417
Less: GST receivables	(1,403)	(1,141)	(1,396)	(1,133)
<b>Total financial assets carried at amortised cost</b>	<b>48,159</b>	<b>46,911</b>	<b>28,880</b>	<b>37,764</b>

Other receivables and amounts due from subsidiaries are non-trade related, unsecured, interest-free, repayable on demand and are to be settled in cash.

### Receivables that are past due but not impaired

The Group has trade receivables amounting to US\$1.2 million as at 31 December 2024 (2023: US\$1.3 million) that are past due at the end of the reporting period but not impaired. The analysis of their aging at the end of the reporting period is as follows:

	GROUP	
	2024 US\$'000	2023 US\$'000
Past due 0 to 1 month	851	649
Past due 1 to 3 months	283	425
Past due 3 to 6 months	88	229
	<b>1,222</b>	<b>1,303</b>

The Manager assessed the expected credit loss for these trade receivables by considering the tenants' good payment records and the sufficiency of security deposits placed with the Group in the form of bankers' guarantee, insurance bonds or cash security deposits.

### Expected credit loss

The movements in allowance for expected credit losses of trade receivables computed based on lifetime ECL is as follows:

	GROUP	
	2024 US\$'000	2023 US\$'000
Movements in allowance accounts		
At 1 January	74	424
Charge for the year	501	48
Written off	(73)	(398)
At 31 December	<b>502</b>	<b>74</b>

## Notes to the Financial Statements

For the financial year ended 31 December 2024

## 6. DERIVATIVE FINANCIAL INSTRUMENTS

	GROUP AND TRUST		
	Contract/ Nominal amount US\$'000	Assets US\$'000	Liabilities US\$'000
<b>2024</b>			
<b>Current</b>			
Interest rate swaps	155,000	2,536	–
<b>Non-current</b>			
Interest rate swaps	249,200	8,863	–
Derivative financial instruments as a percentage of the Group's net assets			1.59%
Derivative financial instruments as a percentage of the Trust's net assets			1.60%
<b>2023</b>			
<b>Current</b>			
Interest rate swaps	40,000	687	–
<b>Non-current</b>			
Interest rate swaps	404,200	18,284	(338)
Derivative financial instruments as a percentage of the Group's net assets			2.58%
Derivative financial instruments as a percentage of the Trust's net assets			2.69%

The Group enters into interest rate swaps to manage its exposure to interest rate movements on its floating rate interest-bearing borrowings by swapping the interest expense on these borrowings from floating rates to fixed rates.

The Group held interest rate swaps to provide fixed rate funding for remaining terms of 1 to 3 years (2023: 1 to 4 years).

The changes in fair value of the interest rate swaps are recognised in the profit or loss.

## 7. INVESTMENT PROPERTIES

	GROUP	
	2024 US\$'000	2023 US\$'000
<b>Consolidated Statement of Financial Position</b>		
As at 1 January	1,326,310	1,423,370
Capital expenditure capitalised	51,915	46,694
Fair value changes in investment properties	(51,815)	(143,754)
As at 31 December	1,326,410	1,326,310
<b>Consolidated Statement of Comprehensive Income</b>		
Fair value changes in investment properties	(51,815)	(143,754)
Net effect of amortisation and straight lining <sup>1</sup>	5,152	1,491
Net fair value change recognised in the Consolidated Statement of Comprehensive Income	(46,663)	(142,263)

<sup>1</sup> Arising from accounting for rental income on a straight-line basis, the difference between revenue recognised and the contractual cash flow is included in the carrying values of the investment properties and subsequently adjusted to the fair value changes in investment properties recognised in profit or loss.

Investment properties comprise commercial office properties which are leased to external tenants.

### Valuation of investment properties

Investment properties are stated at fair value, which has been determined based on valuations performed as at 31 December 2024. The valuations for the year ended 31 December 2024 and 31 December 2023 were performed by Jones Lang LaSalle for all properties. The independent valuers have the relevant professional qualification and recent experience in the location and category of the properties being valued. Details of valuation techniques and inputs are disclosed in Note 24(d).

## 8. INVESTMENT IN SUBSIDIARIES

	TRUST	
	2024 US\$'000	2023 US\$'000
Unquoted equity investment at cost		
At 1 January	1,238,559	1,234,687
Incorporation of subsidiary	83,737	–
Capital (reduction)/injection	(40,437)	3,872
At 31 December	1,281,859	1,238,559

Details of the subsidiaries of the Trust are as follows:

Name of subsidiaries	Principal activities	Country of incorporation	Effective equity held by the Trust	
			2024 %	2023 %
Direct subsidiaries:				
KORE S1 Pte Ltd*	Investment holding	Singapore	100	100
KORE S2 Pte Ltd*	Investment holding	Singapore	100	100
KORE S3 Pte Ltd*	Investment holding	Singapore	100	100
KORE S4 Pte Ltd*	Investment holding	Singapore	100	100
KORE S5 Pte Ltd*	Investment holding	Singapore	100	100
KORE S6 Pte Ltd*	Investment holding	Singapore	100	100
KORE S7 Pte Ltd®	Investment holding	Singapore	100	–
Indirect subsidiaries:				
KORE US Parent REIT, INC^	Investment holding	United States	100	100
KORE US Properties REIT, INC^	Investment holding	United States	100	100
KORE Bellevue Technology Center, INC^	Investment in real estate properties	United States	100	100
KORE Plaza Buildings, INC^	Investment in real estate properties	United States	100	100
KORE Iron Point, INC^	Investment in real estate properties	United States	100	100
KORE Westmoor Center, INC^	Investment in real estate properties	United States	100	100
KORE Great Hills Plaza, INC^	Investment in real estate properties	United States	100	100
KORE Westech 360, INC^	Investment in real estate properties	United States	100	100
KORE 1800 West Loop, INC^	Investment in real estate properties	United States	100	100
KORE West Loop I and II, INC^	Investment in real estate properties	United States	100	100
KORE Powers Ferry Landing, INC^	Investment in real estate properties	United States	100	100

\* Audited by Ernst & Young LLP Singapore

® Incorporated during the financial year

^ Audited by Ernst & Young United States for group consolidation purpose



## Notes to the Financial Statements

For the financial year ended 31 December 2024

### 8. INVESTMENT IN SUBSIDIARIES (continued)

Name of subsidiaries	Principal activities	Country of incorporation	Effective equity held by the Trust	
			2024 %	2023 %
KORE Northridge Center, INC <sup>^</sup>	Investment in real estate properties	United States	100	100
KORE Maitland Promenade, INC <sup>^</sup>	Investment in real estate properties	United States	100	100
KORE Westpark, LLC <sup>^</sup>	Investment in real estate properties	United States	100	100
KORE Maitland Promenade I, LLC <sup>^</sup>	Investment in real estate properties	United States	100	100
KORE 125 John Carpenter, LLC <sup>^</sup>	Investment in real estate properties	United States	100	100
KORE 105 Edgeview, LLC <sup>^</sup>	Investment in real estate properties	United States	100	100
KORE Bridge Crossing, LLC <sup>^</sup>	Investment in real estate properties	United States	100	100
KORE Bellevue Plaza Apartments, LLC <sup>^</sup>	Investment in real estate properties	United States	100	100
KORE US TRS, LLC <sup>^</sup>	Provision of non-customary property services	United States	100	100
Keppel-KBS US REIT B1 SRL <sup>#</sup>	Dormant	Barbados	100	100
Keppel-KBS US REIT B2 SRL <sup>*</sup>	Dormant	Barbados	–	100

<sup>^</sup> Audited by Ernst & Young United States for group consolidation purpose<sup>#</sup> Undergoing liquidation and exempted from statutory audit<sup>\*</sup> Liquidated during the financial year

### 9. TRADE AND OTHER PAYABLES

	GROUP		TRUST	
	2024 US\$'000	2023 US\$'000	2024 US\$'000	2023 US\$'000
Trade payables	3	6	–	–
Other payables	24	22	21	20
Interest payable	1,086	1,742	1,086	1,742
Building and improvements payable	9,095	10,810	–	–
Property tax payable	10,198	10,653	–	–
Amounts due to related companies	1,382	1,561	1,382	1,596
Accrued expenses	10,856	8,465	2,349	1,687
<b>Total trade and other payables</b>	<b>32,644</b>	<b>33,259</b>	<b>4,838</b>	<b>5,045</b>
Add:				
– Loans and borrowings (Note 10)	604,823	599,567	604,823	599,567
– Rental security deposits	6,473	6,165	–	–
– Preferred units (Note 11)	1,124	1,124	–	–
<b>Total financial liabilities carried at amortised cost</b>	<b>645,064</b>	<b>640,115</b>	<b>609,661</b>	<b>604,612</b>

Amounts due to related companies are non-trade related, unsecured, interest-free, repayable on demand and are to be settled in cash.

## 10. LOANS AND BORROWINGS

		GROUP AND TRUST	
	Maturity	2024 US\$'000	2023 US\$'000
Current			
Revolving credit facility (unsecured)	2025	59,000	–
Revolving credit facility (unsecured)	2024	–	75,000
		59,000	75,000
Less: Unamortised transaction costs		(23)	(43)
Total current loans and borrowings		58,977	74,957
Non-current			
USD term loan at SOFR + 1.66% (unsecured)	2025	–	115,000
USD term loan at SOFR + 1.60% (unsecured)	2025	–	40,000
USD term loan at SOFR + 1.66% (unsecured)	2026	115,000	–
USD term loan at SOFR + 1.65% (unsecured)	2026	40,000	40,000
USD term loan at SOFR + 1.60% (unsecured)	2027	120,000	120,000
USD term loan at SOFR + 1.50% (unsecured)	2028	180,000	180,000
USD term loan at SOFR + 1.43% (unsecured)	2029	30,000	–
USD term loan at SOFR + 1.53% (unsecured)	2030	20,000	–
Revolving credit facility (unsecured)	2027	43,220	26,000
Revolving credit facility (unsecured)	2028	–	5,920
		548,220	526,920
Less: Unamortised transaction costs		(2,374)	(2,310)
Total non-current loans and borrowings		545,846	524,610
Total loans and borrowings		604,823	599,567
Percentage of total borrowings to Group's net assets value		84.4%	82.9%
Percentage of total borrowings to Trust's net assets value		84.7%	86.7%

As at 31 December 2024, the Group has US\$97.8 million (2023: US\$68.1 million) of unutilised credit facilities to meet its future obligations.

### a. Loan covenants

The Group has unsecured bank loans of \$607.2 million, comprising unsecured term loans and revolving credit facilities. The Group is required to comply with the following financial covenants at all times:

- the aggregate leverage ratio does not exceed 50% as prescribed by the MAS in the Property Funds Appendix, and
- maintain an interest coverage ratio (ICR)<sup>1</sup> of at least 1.5 times.

The Group has complied with these covenants throughout the reporting period. As at 31 December 2024, the Group's aggregate leverage is 43.7% (2023: 43.2%) and ICR is 2.6 times (2023: 3.1 times).

<sup>1</sup> Defined in the CIS Code issued by the MAS as trailing 12 months earnings before interest, tax, depreciation and amortisation (excluding effects of any fair value changes of derivatives and investment properties, and foreign exchange translation), over trailing 12 months interest expense, borrowing-related fees and distributions on hybrid securities.

## Notes to the Financial Statements

For the financial year ended 31 December 2024

## 10. LOANS AND BORROWINGS (continued)

## b. Reconciliation of liabilities arising from the financing activities is as follows:

	1 January US\$'000	Cash flows		Non-cash changes		31 December US\$'000
		Net proceeds US\$'000	Upfront payment of transaction costs US\$'000	Amortisation of upfront debt-related transaction US\$'000	Changes in fair values US\$'000	
<b>GROUP</b>						
<b>2024</b>						
Loans and borrowings	599,567	5,300	(771)	727	–	604,823
Preferred units	1,124	–	–	–	–	1,124
Derivative liability	338	–	–	–	(338)	–
<b>2023</b>						
Loans and borrowings	577,717	21,700	(524)	674	–	599,567
Preferred units	1,374	(250)	–	–	–	1,124
Derivative liability	283	–	–	–	55	338
<b>TRUST</b>						
<b>2024</b>						
Loans and borrowings	599,567	5,300	(771)	727	–	604,823
Derivative liability	338	–	–	–	(338)	–
<b>2023</b>						
Loans and borrowings	577,717	21,700	(524)	674	–	599,567
Derivative liability	283	–	–	–	55	338

## c. Sensitivity on Interest Coverage Ratio

Pursuant to MAS's revision to rationalize leverage requirements for the REIT sector, a minimum ICR of 1.5 times and a single aggregate leverage limit of 50% will be applied to all REITs with immediate effect.

The Manager is committed to maintaining financial stability by strategically managing leverage and ICRs. This involves diversifying funding sources and optimizing the capital structure by implementing appropriate debt-equity levels.

Both aggregate leverage and the ICR are regularly monitored and reviewed by management and the Board of Directors of the Manager on at least a quarterly basis. For additional information on how the Manager oversees and manages KORE's aggregate leverage and ICR, please refer to Note 23 – Financial risk management objectives and policies.

Sensitivity analysis on the impact of changes in EBITDA<sup>2</sup> and weighted average interest rate on the Group's ICR:

	GROUP	
	2024 ICR (times)	2023 ICR (times)
For the year ended 31 December	2.6	3.1
<b>Scenario 1:</b> 100 basis point increase in the weighted average interest rate	2.1	2.5
<b>Scenario 2:</b> 10% decrease in the EBITDA	2.3	2.8

<sup>2</sup> EBITDA is computed as the trailing 12 months earnings before interest, tax, depreciation and amortisation (excluding effects of any fair value changes of derivatives and investment properties, and foreign exchange translation) as defined in Appendix 6 of the CIS Code revised on 28 November 2024.

## 11. PREFERRED UNITS ISSUED

	GROUP	
	2024 US\$'000	2023 US\$'000
At 1 January	1,124	1,374
Redemption of preferred units	–	(250)
At 31 December	1,124	1,124

The preferred units rank senior to all units of the indirect subsidiaries. Each holder of the preferred units is entitled to receive cumulative non-discretionary preferential cash dividends (recorded as finance expense) at a rate of 12.0% – 12.5% (2023: 12.0% – 12.5%) per annum on the subscription price of US\$1,000 per unit plus all accrued and unpaid dividends which is payable annually in arrears.

The preferred units are not convertible or exchangeable for any other property or securities of the subsidiaries. The Board of Directors of the subsidiaries may, in its sole and absolute discretion, cause the subsidiaries to redeem units of the preferred units at US\$1,000 per unit plus all accrued and unpaid dividends. The preferred units have been classified as financial liabilities in accordance with IFRS 9.

## 12. DEFERRED TAX LIABILITIES

Deferred tax liabilities as at 31 December relate to the following:

	GROUP	
	2024 US\$'000	2023 US\$'000
Investment properties	19,298	23,299

Movements in deferred tax liabilities of the Group during the year are as follows:

	At 1 January 2023 US\$'000	Statement of Comprehensive Income (Note 19) US\$'000	At 31 December 2023 US\$'000	Statement of Comprehensive Income (Note 19) US\$'000	At 31 December 2024 US\$'000
<b>Deferred tax liabilities</b>					
Investment properties					
– Change in fair values of investment properties	20,888	(39,478)	(18,590)	(12,949)	(31,539)
– Tax depreciation	33,436	8,453	41,889	8,948	50,837
	54,324	(31,025)	23,299	(4,001)	19,298



## Notes to the Financial Statements

For the financial year ended 31 December 2024

### 13. UNITS IN ISSUE

	GROUP AND TRUST			
	2024		2023	
	No. of Units '000	US\$'000	No. of Units '000	US\$'000
<b>Units issued</b>				
As at 1 January	1,044,450	687,002	1,044,450	708,832
Capital distribution	–	–	–	(21,830)
<b>Total Units issued as at 31 December</b>	<b>1,044,450</b>	<b>687,002</b>	<b>1,044,450</b>	<b>687,002</b>

Each Unit in the Trust represents an undivided interest in the Trust. The rights and interests of Unitholders are contained in the Trust Deed and include the right to:

- Receive income and other distributions attributable to the Units held;
- Participate in the termination of the Trust by receiving a share of all net cash proceeds derived from the realisation of the assets of the Trust less any liabilities, in accordance with their proportionate interests in the Trust; and
- Have the right to receive notice of, attend and one vote per Unit at any meeting of the Unitholders.

The Unitholders are entitled to receive all distributions declared and paid by the Trust. Upon winding up, the Unitholders are entitled to a return of capital based on the asset value per Unit of the Trust.

The restriction on Unitholders includes the following:

- A Unitholder's right is limited to the right to acquire due administration of the Trust in accordance with the provisions of the Trust Deed; and
- A Unitholder has no right to request the Manager to redeem his Units while the Units are listed on SGX-ST.

A Unitholder's liability is limited to the amount paid or payable for any Units. The provision of the Trust Deed provides that no Unitholders will be personally liable to indemnify the Trustee or any creditor of the Trustee in the event that liabilities of the Trust exceed its assets.

### 14. NET ASSET VALUE PER UNIT

	Note	GROUP		TRUST	
		2024	2023	2024	2023
<b>Net asset value per Unit is based on:</b>					
– Net assets (US\$'000)		716,310	723,204	714,342	691,739
– Total Units issued at 31 December ('000)	13	1,044,450	1,044,450	1,044,450	1,044,450

## 15. GROSS REVENUE

	GROUP	
	2024 US\$'000	2023 US\$'000
Rental income	101,515	105,916
Recoveries income	41,100	40,579
Other operating income	3,822	4,262
	<b>146,437</b>	<b>150,757</b>

Recoveries income includes, amongst others, charges to tenants for reimbursements of certain operating costs and real estate taxes and is estimated in accordance with the individual tenant leases.

## 16. PROPERTY EXPENSES

	GROUP	
	2024 US\$'000	2023 US\$'000
Utilities	9,801	9,833
Repair and maintenance expenses	14,692	12,505
Property management fees	8,480	7,916
Property taxes	16,447	16,989
Other property expenses	18,727	17,414
	<b>68,147</b>	<b>64,657</b>

Other property expenses include, amongst others, US\$0.5 million (2023: US\$0.05 million) of net impairment loss on trade receivables due to movement in allowance for expected credit losses.

## 17. FINANCE EXPENSES

	GROUP	
	2024 US\$'000	2023 US\$'000
Effective interest expense on borrowings	27,409	24,443
Dividends on preferred units	135	143
Commitment fees	27	57
	<b>27,571</b>	<b>24,643</b>

## 18. OTHER TRUST EXPENSES

Included in other trust expenses are the following:

	GROUP	
	2024 US\$'000	2023 US\$'000
Audit fees paid/payable to auditors of the Group for the financial year	596	583
Non-audit fees paid/payable to auditors of the Group	550	470
Internal audit fees paid to a related company	31	25
Valuation fees	77	93
Other expenses	2,306	2,154
	<b>3,560</b>	<b>3,325</b>

Other expenses include legal fees, investor relations and miscellaneous expenses.

## Notes to the Financial Statements

For the financial year ended 31 December 2024

### 19. TAX CREDIT

The major components of tax credit for the year ended 31 December 2024 and 31 December 2023 are:

	GROUP	
	2024 US\$'000	2023 US\$'000
<b>Current tax expense</b>		
Income tax	–	2
<b>Deferred tax credit</b>		
Movements in temporary differences	(4,001)	(31,025)
<b>Tax credit</b>	<b>(4,001)</b>	<b>(31,023)</b>
<b>Reconciliation of effective tax rate</b>		
Net loss for the year before tax	(10,895)	(98,748)
Tax calculated using Singapore tax rate of 17% (2023: 17%)	(1,852)	(16,787)
Effects of:		
– Income not subject to taxation	(6,081)	(7,398)
– Change in unrecognised temporary differences	8,948	8,453
– Different tax rate in foreign jurisdictions	(5,016)	(15,291)
	<b>(4,001)</b>	<b>(31,023)</b>

### 20. EARNINGS PER UNIT

Basic earnings per Unit is based on:

	GROUP	
	2024 US\$'000	2023 US\$'000
Net loss for the year	(6,894)	(67,725)

	GROUP	
	2024 No. of Units '000	2023 No. of Units '000
Weighted average number of Units	1,044,450	1,044,450

Basic EPS is calculated based on the weighted average number of Units for the year. This comprises:

- The weighted average number of Units in issue for the year; and
- The estimated weighted average number of Units to be issued as payment of Manager's base fees for the year.

Diluted earnings per Unit is equivalent to the basic earnings per Unit as there were no dilutive instruments in issue during the year.

## 21. SIGNIFICANT RELATED PARTY TRANSACTIONS

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the direct and indirect ability to control the party, jointly control or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common significant influence. Related parties may be individuals or other entities.

In the normal course of its business, the Group carried out transactions with related parties on terms agreed between the parties. During the year, in addition to those disclosed elsewhere in the financial statements, the following significant related party transactions took place at terms agreed between the parties:

	GROUP	
	2024 US\$'000	2023 US\$'000
Manager's base fees paid/payable to the Manager	5,292	5,803
Trustee fees paid/payable	180	191

## 22. FINANCIAL RATIOS

	GROUP	
	2024 %	2023 %
Ratio of expenses to weighted average net assets <sup>1</sup>		
– Including performance component of the Manager's management fees	1.23	1.13
– Excluding performance component of the Manager's management fees	1.23	1.13
Portfolio turnover rate <sup>2</sup>	–	–

<sup>1</sup> The annualised ratio is computed in accordance with guidelines of the Investment Management Association of Singapore ("IMAS"). The expenses used in the computation relate to expenses at the Group level, excluding property related expenses, finance expenses, net foreign exchange differences and income tax expense. The Group did not incur any performance fee in 2023 and 2024.

<sup>2</sup> The annualised ratio is computed based on the lesser of purchases or sales of underlying investment properties of the Group expressed as a percentage of weighted average net asset value in accordance with the formula stated in the CIS Code.

## 23. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's activities expose it to tax risk, operational risk, market risk, interest rate risk, credit risk, liquidity risk, capital management risk and climate change risk in the normal course of its business. The Group's overall risk management strategy seeks to minimise adverse effects from the unpredictability of financial markets on the Group's financial performance.

The Board of Directors ("BOD") of the Manager is responsible for setting the objectives and underlying principles of financial risk management for the Group. This is supported by comprehensive internal processes and procedures which are formalised in the Manager's organisational and reporting structure, operating manuals and delegation of authority guidelines.

The following sections provide details regarding the Group's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

### Tax risk

Changes in taxation legislation, administrative guidance or regulations, and/or any disagreement as to the interpretation thereof, may adversely affect the Group.

Any change in the tax status of the Group, or change in taxation legislation, administrative guidance, or regulation (or any disagreement as to the interpretation thereof) that applies to the Group, could adversely affect the distribution paid by the Group.

In addition, any such tax changes could adversely affect the value of the Group's investments, and/or increase the U.S. and non-U.S. tax liabilities of the Group and/or affect the Group's ability to achieve its investment objectives. Such changes could have a significant negative impact on the Group and its unitholders.



## Notes to the Financial Statements

For the financial year ended 31 December 2024

### 23. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

#### Tax risk (continued)

For example, in late 2017, the enactment of Section 267A of the United States Internal Revenue Code potentially affected the deductibility of certain interest expenses for taxable years beginning after 31 December 2017. As a result, the Group restructured certain subsidiaries (the “Barbados Restructuring”) on 1 January 2018 to comply specifically with the interpretations of Section 267A enacted then.

On 20 December 2018, the United States Department of the Treasury released proposed regulations under Section 267A (the “Proposed 267A Regulations”) and subsequently on 7 April 2020, the final regulations under Section 267A (the “Final Regulations”) were released. Pursuant to the Final Regulations, the Manager had completed the restructuring of the Group on 16 April 2020 to a structure which does not involve the Barbados entities, largely following the structure which the Group used when it was initially listed, and which was disclosed in its Prospectus dated 2 November 2017.

#### Operational risk

The Manager oversees an active asset management program that has been put in place to oversee leasing, capital projects and the operations at the properties, including managing expenses, monitoring rental payments from tenants and evaluating the Group’s counter-parties on an ongoing basis. Measures have been put in place to manage expenses, actively monitor rental payments from tenants and evaluate the Group’s counter-parties on an ongoing basis. The Manager also performs an annual review of the adequacy and appropriateness of insurance coverage, reviews disaster and pandemic business continuity plans, and updates and modifies them regularly.

#### Market risk

##### Currency risk

Currency risk arises from future commercial transactions, recognised assets and liabilities and net investments in foreign operations. The Group’s business is not exposed to significant currency risk as the portfolio of properties are located in the US and the cash flows from the operations of the properties are denominated in US\$. The Group also borrows in the same currency as the assets in order to manage the foreign currency risk. The Trust will receive US\$ distributions from the investment properties which will be passed to the Unitholders, either in US\$ or converted to Singapore Dollar (“S\$”) at the spot foreign exchange rate. The Trust is exposed to fluctuations in the cross-currency rates of the US\$ and S\$ for operating expenses incurred in Singapore, which are not material. Where appropriate, based on the prevailing market conditions, the Group may adopt suitable hedging strategies to minimise any foreign exchange risk. The Group has not been exposed to significant currency risk.

##### Interest rate risk

The Group’s exposure to changes in interest rates relates primarily to interest-bearing financial liabilities. The Manager will actively monitor and manage the Group’s net exposure to interest rate risk through the use of interest rate hedging instruments and/or fixed rate borrowings, where applicable.

As at 31 December 2024, the Group had US\$404.2 million (2023: US\$444.2 million) of gross variable rate interest borrowings which are hedged with interest rate swaps, and US\$203.0 million (2023: US\$157.7 million) of gross unhedged variable rate interest loans and borrowings. The Group has not been exposed to significant interest rate risk.

##### Sensitivity analysis for interest rate risk

At the reporting date, if the interest rates of borrowings had been 1.0% (2023: 1.0%) per annum higher/lower with all other variables constant, the Group’s net profit before tax would have been US\$2.0 million (2023: US\$1.6 million) lower/higher, arising mainly as a result of higher/lower interest expense on floating rate borrowings that are not hedged.

##### Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group’s receivables from customers. In addition, tenants may experience financial difficulty and are unable to fulfil their lease commitments or tenants may fail to occupy and pay rent in accordance with lease agreements.

The Group mitigates credit risk through staggered lease maturities, diversification of revenue sources by ensuring no individual tenant contributes too significant a percentage of the Group’s gross revenue and obtaining security deposits or letter of credits from the tenants, where applicable. At the end of the reporting period, approximately 51.2% (2023: 59.6%) of the Group’s trade receivables were due from 5 (2023: 5) major tenants.

In measuring the lifetime expected credit loss allowance for trade and other receivables, debtors are grouped based on shared credit risk characteristics and days past due. In calculating the expected credit loss rates, the Group considers historical loss rates for each category of customers and adjusts to reflect current and forward-looking macroeconomic factors affecting the ability of the debtor to settle the receivables. Impaired receivables (net of security deposits and bank guarantees) are provided for when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. Where such receivables are provided for, the Manager continues to engage in enforcement activity to attempt to recover these receivables due. Where recoveries are made, these are recognised in profit or loss.

Cash and cash equivalents are placed and derivative instruments are entered into with banks and financial institution counterparties which are of good ratings.

As at the reporting date, the Group believes that there is insignificant credit risk inherent in the Group's trade and other receivables, based on historical payment behaviours and the security deposits held. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the Statements of Financial Position.

There were no significant trade and other receivables that are past due but not impaired.

### Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting financial obligations with its financial liabilities that are settled by delivering cash or another financial asset. The Manager monitors the liquidity risk of the Group and maintains a level of cash deemed adequate to finance its operations and to mitigate the effects of fluctuations in cash flows. The Manager also monitors and observes the CIS Code issued by the MAS concerning limits on total borrowings.

The following are the contractual maturities of financial liabilities, including estimated interest payments:

	Carrying amount US\$'000	Contractual cash flows US\$'000	Cash flows		
			Within 1 year US\$'000	After 1 year but within 5 years US\$'000	After 5 years US\$'000
<b>GROUP</b>					
<b>2024</b>					
<b>Non-derivative financial liabilities</b>					
Trade and other payables	32,644	32,644	32,644	–	–
Loans and borrowings	604,823	698,797	96,606	581,639	20,552
Rental security deposits	6,473	6,473	1,257	3,992	1,224
Preferred units	1,124	1,804	136	543	1,125
	645,064	739,718	130,643	586,174	22,901
<b>Derivative financial liability</b>					
Interest rate swap	–	–	–	–	–
<b>2023</b>					
<b>Non-derivative financial liabilities</b>					
Trade and other payables	33,259	33,259	33,259	–	–
Loans and borrowings	599,567	716,803	116,594	600,209	–
Rental security deposits	6,165	6,165	1,105	3,974	1,086
Preferred units	1,124	1,804	136	543	1,125
	640,115	758,031	151,094	604,726	2,211
<b>Derivative financial liability</b>					
Interest rate swap	338	1,549	369	1,180	–

## Notes to the Financial Statements

For the financial year ended 31 December 2024

**23. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES** (continued)**Market risk** (continued)**Liquidity risk** (continued)

The following are the contractual maturities of financial liabilities, including estimated interest payments (continued):

	Carrying amount US\$'000	Contractual cash flows US\$'000	Cash flows		
			Within 1 year US\$'000	After 1 year but within 5 years US\$'000	After 5 years US\$'000
<b>TRUST</b>					
<b>2024</b>					
<b>Non-derivative financial liabilities</b>					
Trade and other payables	4,838	4,838	4,838	–	–
Loans and borrowings	604,823	698,797	96,606	581,639	20,552
	<b>609,661</b>	<b>703,635</b>	<b>101,444</b>	<b>581,639</b>	<b>20,552</b>
<b>Derivative financial liability</b>					
Interest rate swap	–	–	–	–	–
<b>2023</b>					
<b>Non-derivative financial liabilities</b>					
Trade and other payables	5,045	5,045	5,045	–	–
Loans and borrowings	599,567	716,803	116,594	600,209	–
	<b>604,612</b>	<b>721,848</b>	<b>121,639</b>	<b>600,209</b>	<b>–</b>
<b>Derivative financial liability</b>					
Interest rate swap	338	1,549	369	1,180	–

### Capital management risk

The Group's ability to secure financing is dependent on factors such as the cyclical nature of the property market and risks associated with market disruptions, potentially impacting liquidity, interest rates and the overall availability of funding sources. While the Group may face challenges with its future borrowing capacity to fund working capital, capital expenditure and refinancing existing debt obligations, the Manager continues to adopt a prudent and proactive approach towards capital management.

The Manager's objective when managing capital is to optimise the Group's capital structure within the borrowing limits as set out in the CIS Code issued by the MAS to fund future acquisitions and asset enhancement projects at the Group's properties. To maintain and achieve an optimal capital structure, the Manager may issue new units or source additional borrowings from both financial institutions and capital markets.

The Group has a policy to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Manager monitors the yield, which is defined as the net property income from the property divided by the latest valuation of the property, on the properties acquired. The Manager also monitors the level of distribution to Unitholders.

The Group is subjected to the aggregate leverage limits as defined in the Property Funds Appendix. The Property Funds Appendix stipulates that the total borrowings and deferred payments (collectively the "Aggregate Leverage") of a property fund shall not exceed 50.0% of the fund's deposited property.

The Manager actively monitors the term of each loan facility, the weighted average cost of debt, and variable debt as a proportion of overall debt outstanding. The Manager also monitors the debt covenants on an ongoing basis and ensures there is sufficient cash available to make the payments under the loan agreements.

The aggregate leverage ratio is calculated as the total borrowings and deferred payments divided by the total assets. The aggregate leverage ratio as at 31 December 2024 was 43.7% (2023: 43.2%). The Group has complied with the Aggregate Leverage limit of 50% (2023: 50%) during the financial year.

### Climate change risk

The effects of climate change are increasingly apparent globally and gaining attention from countries to corporates. Understanding and addressing climate-related impacts is crucial to ensuring the business remains sustainable and resilient. In this regard, the Group is focused on strengthening the portfolio and operational capabilities against climate change risks, as well as assessing potential opportunities the Group can capitalise on as the world endeavours to transit to a low-carbon economy.

The Taskforce on Climate-related Financial Disclosures (TCFD) has classified climate-related risks into two categories – physical risks and transition risks. Firstly, physical risks that arise from changes in the climate can be event driven or can emerge as a result of longer-term shifts. The Manager continues to maintain appropriate level of insurance and schedule regular maintenance to ensure the resilience and durability of the building and equipment, in response to risks such as extreme precipitation and weather. Secondly, transition risks are business-related risks that follow societal and economic shifts in market preferences, norms and technology towards a low-carbon and more climate-sensitive economy. Governments globally have been taking steps such as increasing price of carbon and stricter building regulations. Examples of mitigating responses include optimising building energy consumption through the adoption of energy-efficient equipment, technologies and sustainable building designs, as well as be fully compliant with current regulations with most properties being green certified with high standards of environmental performance.

To bolster the resilience of the Group's portfolio and operations, the Manager continues to evolve its approach to ensure resilience over such climate-related risks. The Manager with the support and guidance of the Environmental, Social and Governance (ESG) Board Committee, reviews the ESG strategy, roadmaps and targets, which includes climate-related targets on emissions and energy, as well as climate change adaptation. The Manager will continue to consider and integrate ESG factors in the Group's strategy formulation and business operations and growth.



# Notes to the Financial Statements

For the financial year ended 31 December 2024

## 24. FAIR VALUE OF ASSETS AND LIABILITIES

### a. Fair value hierarchy

The Group categorises fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used as follows:

- Level 1: Quoted prices (unadjusted) in active market for identical assets or liabilities that the Group can access at the measurement date,
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and
- Level 3: Unobservable inputs for the asset or liability.

Fair value measurements that use inputs of different hierarchy levels are categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

### b. Assets and liabilities measured at fair value

The following table shows an analysis of each class of assets and liabilities measured at fair value at the end of the financial year:

	2024 US\$'000		
	Fair value measured at the end of the financial year using		
	Quoted prices in active markets for identical instruments (Level 1)	Significant observable inputs other than quoted prices (Level 2)	Significant unobservable inputs (Level 3)
<b>GROUP</b>			
<b>Assets measured at fair value</b>			
<b>Financial assets</b>			
Derivative assets			
– Interest rate swap	–	11,399	–
<b>Total financial assets</b>	–	11,399	–
<b>Non-financial assets</b>			
Investment properties			
– Commercial	–	–	1,326,410
<b>Total non-financial assets</b>	–	–	1,326,410
<b>TRUST</b>			
<b>Assets measured at fair value</b>			
<b>Financial assets</b>			
Derivative assets			
– Interest rate swap	–	11,399	–
<b>Total financial assets</b>	–	11,399	–

	2023 US\$'000			
	Fair value measured at the end of the financial year using			Total
	Quoted prices in active markets for identical instruments (Level 1)	Significant observable inputs other than quoted prices (Level 2)	Significant unobservable inputs (Level 3)	
<b>GROUP</b>				
<b>Assets measured at fair value</b>				
<b>Financial assets</b>				
Derivative assets				
– Interest rate swap	–	18,971	–	18,971
<b>Total financial assets</b>	–	18,971	–	18,971
<b>Non-financial assets</b>				
Investment properties				
– Commercial	–	–	1,326,310	1,326,310
<b>Total non-financial assets</b>	–	–	1,326,310	1,326,310
<b>Liabilities measured at fair value</b>				
<b>Financial liabilities</b>				
Derivative liabilities				
– Interest rate swap	–	338	–	338
<b>Total financial liabilities</b>	–	338	–	338
<b>TRUST</b>				
<b>Assets measured at fair value</b>				
<b>Financial assets</b>				
Derivative assets				
– Interest rate swap	–	18,971	–	18,971
<b>Total financial assets</b>	–	18,971	–	18,971
<b>Liabilities measured at fair value</b>				
<b>Financial liabilities</b>				
Derivative liabilities				
– Interest rate swap	–	338	–	338
<b>Total financial liabilities</b>	–	338	–	338

**c. Level 2 fair value measurements**

The following is a description of the valuation techniques and inputs used in the fair value measurement for assets and liabilities that are categorised within Level 2 of the fair value hierarchy:

**Derivatives**

The fair value of interest rate swaps is based on valuations provided by the financial institutions that are the counterparties of the transactions. These quotes are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar instrument at the reporting date.

## Notes to the Financial Statements

For the financial year ended 31 December 2024

### 24. FAIR VALUE OF ASSETS AND LIABILITIES (continued)

#### d. Level 3 fair value measurements

##### i. Information about significant unobservable inputs used in Level 3 fair value measurement

##### *Investment properties*

Investment properties are stated at fair value based on valuations by independent professional valuers. The independent professional valuers have appropriate recognised professional qualifications and recent experience in the location and category of the properties being valued.

The fair values are based on open market values, being the estimated amount for which a property could be exchanged on the date of the valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

The independent professional valuers have considered valuation techniques including direct comparison method, capitalisation approach and discounted cash flows in arriving at the open market value as at the reporting date. These valuation methods involve certain estimates. The Manager has exercised its judgement and is satisfied that the valuation methods and estimates are reflective of the current market conditions.

The direct comparison method involves the analysis of comparable sales of similar properties and adjusting the sale prices to that reflective of the investment properties. The capitalisation approach capitalises an income stream into a present value using a market-corroborated capitalisation rate. The discounted cash flows method involves the estimation of an income stream over a period and discounting the income stream with an expected internal rate of return and terminal yield.

The fair value of investment properties of the Group was US\$1,326.4 million as at 31 December 2024 (2023: US\$1,326.3 million).

The above fair value has been classified as a Level 3 fair value based on the inputs to the valuation techniques used.

The following table shows the Group's valuation techniques used in measuring the fair value of investment properties, as well as the key unobservable inputs used:

Valuation technique	Key unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurements
Discounted cash flow approach	<ul style="list-style-type: none"> <li>Rental rates per square foot per year of US\$10.00 to US\$46.00 (2023: US\$13.00 to US\$46.00)</li> <li>Discount rate of 8.00% to 9.50% (2023: 7.50% to 9.50%)</li> <li>Terminal yield of 7.00% to 8.00% (2023: 7.00% to 8.00%)</li> </ul>	<p>Higher rental rate would result in a higher fair value, while lower rate would result in a lower fair value.</p> <p>Higher discount rate or terminal yield would result in a lower fair value, while lower rate would result in a higher fair value.</p>
Direct capitalisation method	<ul style="list-style-type: none"> <li>Rental rates per square foot per year of US\$10.00 to US\$46.00 (2023: US\$13.00 to US\$46.00)</li> <li>Capitalisation rate of 6.75% to 8.50% (2023: 6.75% to 8.50%)</li> </ul>	<p>Higher rental rate would result in a higher fair value, while lower rate would result in a lower fair value.</p> <p>Higher capitalisation rate would result in a lower fair value, while lower rate would result in a higher fair value.</p>
Direct comparison approach	<ul style="list-style-type: none"> <li>Price per square foot of US\$149.91 to US\$553.98 (2023: US\$151.34 to US\$570.40)</li> </ul>	<p>Higher price per square foot would result in a higher fair value, while lower price would result in a lower fair value.</p>

ii. **Movements in Level 3 assets and liabilities measured at fair value**

The reconciliation for investment properties measured at fair value based on significant unobservable inputs (Level 3) is disclosed in Note 7.

iii. **Valuation policies and procedures**

The Group's Chief Executive Officer ("CEO"), who is assisted by the Chief Financial Officer ("CFO") and Senior Investment Analyst, oversees the Group's valuation process and is responsible for setting the Group's valuation policies and procedures.

For all significant valuations using valuation models and significant unobservable inputs, it is the Group's policy to engage external valuation experts who possess the relevant credentials and knowledge on the subject of valuation, valuation methodologies and IFRS 13 fair value measurement guidance to perform the valuation.

For valuations performed by external valuation experts, the appropriateness of the valuation methodologies and assumptions adopted are reviewed along with the appropriateness and reliability of the inputs (including those developed internally by the Group) used in the valuations.

In selecting the appropriate valuation models and inputs to be adopted for each valuation that uses significant non-observable inputs, external valuation experts are requested to calibrate the valuation models and inputs to actual market transactions (which may include transactions entered into by the Group with third parties as appropriate) that are relevant to the valuation if such information are reasonably available. For valuations that are sensitive to the unobservable inputs used, external valuation experts are required, to the extent practicable to use up to two valuation approaches to allow for cross-checks.

Significant changes in fair value measurements from period to period are evaluated for reasonableness. Key drivers of the changes are identified and assessed for reasonableness against relevant information from independent sources, or internal sources if necessary and appropriate.

Given the volatile macroeconomic environments as well as the operational risks at property level, there is a material uncertainty in the estimation to the valuations of the investment properties as compared to a standard market condition.

e. **Fair value of financial instruments by classes that are not carried at fair value and whose amounts are reasonable approximation of fair value**

The carrying amount of the Group and the Trust's current financial assets and liabilities approximated their fair value. The fair value of the Group and the Trust's non-current loans and borrowings with a floating interest rate approximate their fair value.

## 25. COMMITMENTS

### Operating lease commitments – as lessor

The Group has entered into commercial property leases on its investment properties. These non-cancellable leases have remaining lease terms of up to fifteen years (2023: eleven years).

Future minimum payments receivable under non-cancellable operating leases at the end of the financial year are as follows:

	GROUP	
	2024 US\$'000	2023 US\$'000
Not later than one year	95,828	99,472
Later than one year but not later than five years	230,128	253,493
Later than five years	41,910	69,505
	<b>367,866</b>	<b>422,470</b>

The above operating lease receivable are based on the rent receivable under the lease agreements, adjusted for increases in rent where such increases have been provided for under the lease agreements.

## 26. AUTHORISATION OF FINANCIAL STATEMENTS FOR ISSUE

The financial statements were authorised for issue by the Manager on 24 February 2025.



# Corporate Governance

The Board of Directors (the “Board”) and management of Keppel Pacific Oak US REIT Management Pte. Ltd. (the “Manager”), the manager of Keppel Pacific Oak US REIT (“KORE”), are fully committed to good corporate governance as they firmly believe that it is essential in protecting the interests of the unitholders of KORE (“Unitholders”). Good corporate governance is also critical to the performance and success of the Manager.

The Manager adopts the Code of Corporate Governance 2018 (as amended from time to time)<sup>1</sup> (the “2018 Code”) issued by the Monetary Authority of Singapore (“MAS”) as its benchmark for corporate governance policies and practices. The following sections describe the Manager’s main corporate governance policies and practices, with specific reference to the 2018 Code and its accompanying Practice Guidance. The Manager is pleased to share that KORE has complied with the principles of the 2018 Code as well as complied in all material aspects with the provisions and practices in the 2018 Code. Where there are deviations from the provisions of the 2018 Code, appropriate explanations have been provided in this Annual Report.

## THE MANAGER OF KORE

The Manager has general powers of management over the assets of KORE. The Manager’s main responsibility is to manage the assets and liabilities of KORE for the benefit of Unitholders. The Manager manages the assets of KORE with a focus on delivering sustainable distributions and creating long-term value for Unitholders.

The primary role of the Manager is to set the strategic direction of KORE and make recommendations to Perpetual (Asia) Limited as trustee of KORE (the “Trustee”) on the acquisitions to, and divestments from, KORE’s portfolio of assets, as well as enhancement of the assets of KORE, in accordance with its investment strategy. The research, analysis and evaluation required to achieve this is carried out by the Manager. The Manager is also responsible for the risk management of KORE.

The Manager uses its best endeavours to carry on and conduct its business in a proper and efficient manner and to conduct all transactions with, or for KORE, at arm’s length.

Other functions and responsibilities of the Manager include:

1. developing a business plan for KORE with a view to delivering sustainable distributions;
2. acquiring, selling, leasing, licensing or otherwise dealing with any real estate in furtherance of the prevailing investment policy and investment strategy that the Manager has for KORE;
3. supervising and overseeing the management of KORE’s properties (including lease management, systems control, data management and business plan implementation);
4. undertaking regular individual asset performance analysis and market research analysis;
5. managing the finances of KORE, including accounts preparation, capital management, co-ordination of the budget process, forecast modelling, performance analysis and reporting, corporate treasury functions and ongoing financial market analysis;
6. ensuring compliance with the applicable provisions of relevant legislation pertaining to the operations of KORE, the Securities and Futures Act and all other relevant legislation, the Listing Manual of the Singapore Exchange Securities Trading Limited (“SGX”) (“Listing Manual”), the Code on Collective Investment Schemes (including the Property Funds Appendix) issued by the MAS, and applicable tax rulings including those issued by the Inland Revenue Authority of Singapore on taxation of KORE and its Unitholders. In this regard, the Manager confirms that it continues to maintain measures to ensure that KORE US Parent REIT, Inc. continues to qualify as a US REIT;

7. managing regular communications with Unitholders;
8. managing sustainability risks (including environmental, social and governance factors) as part of its decision-making process; and
9. supervising the property managers who perform day-to-day property management functions (including leasing, accounting, budgeting, marketing, promotion, property management, maintenance and administration) for KORE’s properties, pursuant to the property management agreements signed for the respective properties.

KORE, constituted as a trust, is externally managed by the Manager.

The Manager is jointly owned by two sponsors (“Sponsors”), Keppel Capital Holdings Pte. Ltd. (a wholly-owned subsidiary of Keppel Ltd.) (“Keppel Capital”) and KORE Pacific Advisors Pte. Ltd. (“KPA”). Keppel Ltd. is a global asset manager and operator with strong expertise in sustainability-related solutions spanning the areas of infrastructure, real estate and connectivity. KPA is associated with KBS Capital Advisors LLC (“KBS”), an asset manager whose focus in the United States (US) real estate market is on investment and asset management activities. Keppel Ltd. holds a substantial deemed unitholding interest in KORE of 7.1%, and KPA holds a substantial deemed unitholding interest in KORE of 7.1%. The Sponsors are aligned with Unitholders with regard to the long-term performance of KORE. As a result, the appointment of the Manager and its association with Keppel Ltd. and KPA has, among others, the following benefits for KORE:

- a. access to deep and specialised knowledge on the US commercial real estate market, real estate structuring and investments;
- b. leverage on Keppel Ltd. and KPA for strategic growth opportunities;
- c. ability to tap on Keppel Ltd. and KPA’s external networks, including banks, debt and capital markets, as well as Keppel Ltd. and KPA’s support for fund raising;

<sup>1</sup> The Code of Corporate Governance 2018 issued by the MAS on 6 August 2018, as amended from time to time.

<sup>2</sup> The Trust Deed is available for inspection by Unitholders at the registered office of the Manager during usual business hours and Unitholders should make an appointment with the Manager if they wish to do so.

- d. access to Keppel Ltd. and KPA's internal resources and shared functions such as human resources, information technology, investor relations and sustainability, legal and corporate secretarial, risk and compliance and treasury; and
- e. support from and access to a bench of experienced management talent.

To run the day-to-day operations of KORE, the Manager appoints an experienced and well-qualified management team. All directors (the "Directors") and employees of the Manager are remunerated by the Manager, and not by KORE.

The Manager is appointed in accordance with the terms of the Trust Deed dated 22 September 2017 as amended and supplemented by a First Supplemental Deed dated 5 September 2019 and a Second Supplemental Deed dated 7 April 2020 (the "Trust Deed")<sup>2</sup>. The Trust Deed outlines certain circumstances under which the Manager can be removed by notice in writing given by the Trustee in favour of a corporation appointed by the Trustee, upon the occurrence of certain events, including if the Unitholders by a resolution duly proposed and passed by a simple majority of Unitholders present and voting at a meeting of Unitholders, with no Unitholder (including the Manager and its related parties) being disenfranchised, vote to remove the Manager.

## BOARD MATTERS: THE BOARD'S CONDUCT OF AFFAIRS

### Principle 1:

*The company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the company*

### Principle 3:

*There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making*

The Board is responsible for the overall management and the corporate governance of KORE and the Manager, including establishing goals for management and monitoring the achievement of these goals. The Board puts in place a code of conduct and ethics, sets appropriate tone-from-the-top and desired organisational culture, and ensures proper accountability within the Manager and Keppel Pacific Oak US REIT.

**Role:** The principal functions of the Board are to:

- provide entrepreneurial leadership and decide on matters in relation to KORE's and the Manager's activities of a significant nature, including decisions on strategic direction, guidelines and the approval of periodic plans and major investments and divestments;
- oversee the business and affairs of KORE and the Manager, establish, with management, the strategies and financial objectives (including appropriate focus on value creation, innovation and sustainability) to be implemented by management, and monitor the performance of management and ensure that the Manager has necessary resources to meet its strategic objectives;
- hold management accountable for performance and ensure proper accountability within KORE and the Manager;
- oversee processes for evaluating the adequacy and effectiveness of internal controls, risk management, financial reporting and compliance, and satisfy itself as to the adequacy and effectiveness of such processes;
- be responsible for the governance of risk and ensure that management maintains a sound system of risk management and internal controls, to safeguard the interests of KORE and its stakeholders; and
- assume responsibility for corporate governance and ensure transparency and accountability to key stakeholder groups.

### Internal Limits of Authority:

The Manager has adopted a set of internal guidelines which sets out the level of authorisation and financial authority limits for investment/business acquisition and divestment, operating/capital expenditure, capital management, leasing, divestments and write-off of assets and corporate matters. Transactions and matters which require the approval of the Board are clearly set out in the internal guidelines and clearly communicated to management in writing. Appropriate delegations of authority and approval sub-limits are also provided at management level to facilitate operational efficiency.

The Board has reserved authority to approve certain matters including:

- material acquisitions, investments and divestments;
- issuance of new units in Keppel Pacific Oak US REIT ("Units");
- income distributions and other returns to Unitholders; and
- matters which involve a conflict of interest for a controlling Unitholder or a Director.

**Independent Judgement:** All Directors are fiduciaries who are expected to act objectively and exercise independent judgement in the best interests of KORE and hold management accountable for performance. When reviewing management's proposals or decisions, the Directors bring their objective independent judgement to bear on business activities and transactions involving conflicts of interest and other complexities. All Directors have discharged this duty consistently well.

**Conflicts of Interest:** All Directors are required to promptly disclose any conflict of interest, whether direct or indirect, in relation to a transaction or proposed transaction with KORE or the Manager as soon as is practicable after the relevant facts have come to his knowledge, and recuse themselves when the conflict-related matter is discussed unless the Board is of the opinion that his presence and participation is necessary to enhance the efficacy of such discussion, and abstain from voting in relation to conflict-related matters. On an annual basis, each Director is also required to submit details of his associates for the purpose of monitoring interested persons transactions.

**Board Committees:** To assist the Board in the discharge of its oversight function, the Audit and Risk Committee ("ARC"), the Nominating and Remuneration Committee ("NRC") and the Environmental, Social and Governance Committee ("ESGC") have been constituted with clear written terms of reference setting out their compositions, authorities and duties, including reporting back to the Board, and play important roles in ensuring good corporate governance. The responsibilities of the Board committees are disclosed in the Appendix hereto.

## Corporate Governance

The number of Board and Board committee meetings held in FY2024, as well as the attendance of each Board member at these meetings, are disclosed in the following table:

Director	Board Meetings Attended	ARC Meetings Attended	NRC Meetings Attended	ESGC Meetings Attended
Mr Peter McMillan III	5	4	1	3
Mr Lawrence David Sperling <sup>1</sup>	5	4	–	3
Mr Soong Hee Sang <sup>2</sup>	3/3	3/3	2	2/2
Mr Roger Tay Puay Cheng <sup>3</sup>	1/1	–	–	–
Mr Kenneth Tan Jhu Hwa	5	4	2	3
Ms Sharon Riley Wortmann	5	4	2	3
Ms Bridget Lee Siow Pei <sup>4</sup>	5	4	2	3
<b>No. of Meetings held in FY2024</b>	<b>5</b>	<b>4</b>	<b>2</b>	<b>3</b>

<sup>1</sup> Mr Lawrence David Sperling was appointed to the ARC effective 23 February 2024, and subsequently appointed as interim Chairman of the ARC on 23 August 2024. He stepped down as interim Chairman of the ARC on 15 November 2024 but remained a member of the ARC. Mr Sperling was also appointed as Lead Independent Director and to the NRC effective 15 November 2024.

<sup>2</sup> Mr Soong Hee Sang's cessation as Director was effective 23 August 2024.

<sup>3</sup> Mr Roger Tay Puay Cheng was appointed to the Board and appointed as Chairman of the ARC effective 15 November 2024. Accordingly, he attended only one Board meeting in FY2024.

<sup>4</sup> Ms Bridget Lee Siow Pei was appointed to the NRC effective 23 August 2024.

**Meetings:** The Board meets at least four times a year and as warranted by particular circumstances to discuss and review the Manager's key activities, including its business strategies and policies for KORE, proposed acquisitions and divestments, the annual budget, the performance of the business and the financial performance of KORE and the Manager. The Board also reviews and approves the release of the financial results. In addition, the Board reviews the risks to the assets of KORE and acts upon any comments from the internal and external auditors of KORE and the Manager. Board meetings are scheduled in advance and the scheduled dates are circulated to the Directors prior to the start of the financial year to allow Directors to plan ahead to attend such meetings, so as to maximise participation.

The Manager's constitution permits Board meetings to be held by way of conference via telephone or any other electronic means of communication by which all persons participating are able, contemporaneously, to hear and be heard by all other participants.

If a Director is unable to attend a Board or Board committee meeting, he or she still receives all the papers and materials for discussion at that meeting. The Director will review them and will advise the Chairman or Board committee Chairman of his or her views and comments on the matters to be discussed so that they can be conveyed to other members at the meeting.

### Closed Door Directors' Meetings:

Time is also set aside at the end of each scheduled quarterly Board meeting, and

as and when required, for closed door discussions without the presence of management to discuss matters such as board processes, corporate governance initiatives, succession planning, and performance management and remuneration matters.

**Company Secretaries:** The Company Secretaries administer, attend and prepare minutes of Board proceedings. They assist the Chairman to ensure that Board procedures (including but not limited to assisting the Chairman to ensure timely and good information flow to the Board and its Board committees, and between management and the Directors) are followed and regularly reviewed to ensure effective functioning of the Board and that the Manager's Constitution and relevant rules and regulations are complied with. They also assist the Chairman and the Board to implement corporate governance practices and processes with a view to enhancing long-term Unitholder value. They are also the primary channel of communication between KORE and the SGX. The appointment and removal of the Company Secretaries is subject to the approval of the Board.

**Access to Information:** The Board and management fully appreciate that fundamental to good corporate governance is an effective and robust Board whose members engage in open and constructive debate and challenge management on its assumptions and proposals and that for this to happen, the Board must be kept well informed of KORE's businesses and affairs and be knowledgeable about the industry in which the businesses operate.

Management provides the Board with complete, adequate, relevant and accurate information in a timely manner relating to matters to be brought before the Board, prior to Board meetings and on an ongoing basis to enable the Board to make informed decisions and discharge its duties and responsibilities. The information provided to the Board includes management controls, management accounts, financial results, market and business developments, and business and operational information. Such reports keep the Board informed, on a balanced and understandable basis, of KORE's business, performance, business and financial environment, risk and prospects on a regular basis. The financial results are also compared against the respective budgets, together with explanations given for significant variances for the reporting period. Management also surfaces key risk issues for discussion and confers with the ARC and the Board regularly.

As a general rule, Board papers are required to be distributed to Directors at least seven days before the Board meeting so that the Directors may better understand the matters prior to the Board meeting and discussions may be focused on questions that the Directors may have. Directors are provided with tablet devices to facilitate their access to and review of Board materials. However, sensitive matters may be tabled at the meeting itself or discussed without any papers being distributed. Managers who can provide additional insight into the matters at hand would be present at the relevant time during the Board meeting. The Directors also have separate and independent access to management and

the Company Secretaries, and are also provided with the names and contact details of key management and the Company Secretary to facilitate direct access to key management and the Company Secretary. The Directors are entitled to request from management, and would be provided with, such additional information as may be needed from time to time in order to make informed decisions. In addition, Directors also have separate and independent access to external advisers (where necessary).

Subject to the approval of the Chairman, the Directors, whether as a group or individually, may seek and obtain independent professional advice to assist them in their duties, at the expense of KORE or the Manager, as appropriate.

The Board reviews the budgets on an annual basis, and any material variance between the projections and actual results would be disclosed and explained. The Board holds in-depth discussions on strategic issues and direction of KORE at Board meetings, or as required, to give the Directors a better understanding of KORE and its businesses, and to provide an opportunity for the Directors to familiarise themselves with the management team so as to facilitate the Board's review of KORE's succession planning.

**Director Orientation:** A formal letter is sent to newly-appointed Directors upon their appointment explaining their roles, duties, obligations and responsibilities as a Director. All newly-appointed Directors undergo a comprehensive orientation programme which includes management presentations on the businesses and strategic plans and objectives of KORE. Site visits are organised by management periodically for Directors and other employees.

**Training:** Changes to laws, regulations, policies, accounting and financial reporting standards and industry-related matters are monitored closely. Where the changes have an important and significant bearing on KORE and its disclosure obligations, the Directors are briefed either during Board meetings, at specially convened sessions or via the circulation of Board papers and updates. The Directors are also provided with opportunities to develop and maintain their skills and knowledge through continuing education in areas such as directors' duties and responsibilities, corporate governance, changes in financial reporting standards, insider trading, changes in the Companies

Act or other applicable legislation and industry-related matters, so as to update and refresh them on matters that affect or may enhance their performance as Board or Board committee members.

Directors who are appointed to the Board from time to time either have prior experience as a director of an issuer listed on the SGX or will undergo the training required under Rule 210(5) (a) of the Listing Manual. Rule 720(7) of the Listing Manual requires all directors of an issuer to undergo training on sustainability matters as prescribed by the SGX. Five of the Directors have undergone the required sustainability training prescribed by the SGX, while Mr Roger Tay Puay Cheng, being appointed to the Board on 15 November 2024, is expected to complete the Listed Entity Director Programme organised by the Singapore Institute of Directors by the first half of 2025.

**Chairman and CEO:** The positions of Chairman and Chief Executive Officer ("CEO") are held by two separate persons to ensure an appropriate balance of power, increased accountability and greater capacity of the Board for independent decision making. The Chairman and CEO are not immediate family members.

The Chairman, with the assistance of the Company Secretary, schedules meetings and prepares meeting agenda to enable the Board to perform its duties responsibly having regard to the flow of KORE's operations.

The Chairman sets guidelines on and monitors the flow of information from management to the Board to ensure that all material information is provided in a timely manner to the Board for the Board to make good decisions. The Chairman also encourages constructive relations between the Board and management. At Board meetings, the Chairman encourages a full and frank exchange of views, drawing out contributions from all Directors so that the debate benefits from the full diversity of views, in a robust yet collegiate setting.

At annual general meetings ("AGM") and other Unitholders' meetings, the Chairman ensures constructive dialogue between Unitholders, the Board and management. The Chairman sets the right ethical and behavioural tone and takes a leading role in KORE's drive to achieve and maintain a high standard of corporate governance with the full

support of the Directors, Company Secretary and management.

The CEO, assisted by management, makes strategic proposals to the Board and after robust and constructive Board discussion, executes the agreed strategy, manages and develops KORE's businesses and implements the Board's decisions.

The clear separation of roles and division of responsibilities between the Chairman and CEO provides a healthy professional relationship between the Board and management with clarity of roles and robust deliberations on the business activities of KORE.

## **BOARD MATTERS: BOARD COMPOSITION AND GUIDANCE**

### **Principle 2:**

*The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the company*

### **Principle 4:**

*The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board*

## **NOMINATING AND REMUNERATION COMMITTEE**

The Manager has established the NRC to, among other things, make recommendations to the Board on all Board appointments and oversee the Board and key management's succession plans and conducting annual review of board diversity, board size, board independence and directors' commitment. The NRC comprises four Directors (including the lead independent Director, Mr Lawrence D. Sperling ("Lead Independent Director")), the majority of whom, including the Chairman of the NRC, are independent.

The composition of the NRC is as follows:

Mr Kenneth Tan (Independent Director)	Chairman
Mr Lawrence D. Sperling <sup>1</sup> (Lead Independent Director)	Member
Ms Sharon Wortmann (Independent Director)	Member
Ms Bridget Lee (Non-Executive Director)	Member

<sup>1</sup> Appointed as Lead Independent Director on 15 November 2024.



## Corporate Governance

The NRC has its written terms of reference setting out its scope and authority in performing the functions of the NRC. The responsibilities of the NRC are disclosed in the Appendix hereto.

In addition, Provision 3.3 of the 2018 Code recommends appointing an independent director to be the lead independent director in certain circumstances, including where the Chairman is not independent. As such, Mr Soong Hee Sang was appointed as Lead Independent Director of the Board in February 2021, and served as Lead Independent Director of the Board until he stepped down from the Board effective 23 August 2024. Mr Lawrence D. Sperling was appointed as Lead Independent Director on 15 November 2024.

Mr Lawrence D. Sperling as the Lead Independent Director provides leadership among the Directors in a way that enhances the objectivity and independence of the Board and he acts as an additional conduit to the Board for communicating Unitholder concerns when the normal channels are not able to resolve the matter or when the result is not appropriate or adequate. Questions or feedback may be submitted via email to the Lead Independent Director at [enquires@koreusreit.com](mailto:enquires@koreusreit.com). The Lead Independent Director may also arrange and chair periodic meetings with other independent Directors as and when required, without the presence of management and provides feedback to the Chairman.

### Process for Appointment of New Directors and Succession Planning for the Board

The NRC is responsible for reviewing the succession plans for the Board (in particular, the Chairman). In this regard, it has put in place a formal process for the renewal of the Board and the selection of new Directors. The NRC leads the process and makes recommendations to the Board as follows:

- a. the NRC reviews annually the balance and diversity of skills, talents, experience, gender, age and knowledge required by the Board and the size of the Board which would facilitate decision-making;
- b. in light of such review and in consultation with management, the NRC assesses if there are any

inadequate representation in respect of those attributes and if so, prepares a description of the role and the essential and desirable competencies for a particular appointment;

- c. external help (for example, the Singapore Institute of Directors, search consultants, open advertisement) may be used to source for potential candidates if need be. Directors and management may also make suggestions;
- d. the NRC meets with the shortlisted candidates to assess suitability and to ensure that the candidate(s) is/are aware of the expectations and the level of commitment required; and
- e. the NRC makes recommendations to the Board for approval.

The Board believes that orderly succession and renewal is achieved as a result of careful planning, where the appropriate composition of the Board is continually under review.

### Criteria for Appointment of New Directors

All new appointments are subject to the recommendations of the NRC based on the following objective criteria:

1. Integrity;
2. Independent mindedness;
3. Diversity – possess core competencies that meet the current needs of KORE and the Manager and complement the skills, talents and competencies of the existing Directors on the Board;
4. Able to commit time and effort to carry out duties and responsibilities effectively;
5. Track record of making good decisions;
6. Experience in high-performing corporations or property funds;
7. Financially literate; and
8. Fit and proper person in accordance with the guidelines issued by the MAS.

### Endorsement by Unitholders of Appointment of Directors

Keppel Capital and KPA had on March 2022 provided an undertaking to the Trustee (the “Undertaking”) to provide Unitholders with the right to endorse

the appointment of each of the Directors by way of an ordinary resolution at the AGM. Pursuant to the Undertaking, each of Keppel Capital and KPA undertakes to the Trustee:

- a. to procure the Manager to seek Unitholders’ endorsement for the appointment of the persons who are Directors as at the date of the Undertaking no later than the AGM of KORE to be held in 2024, provided that the Manager shall seek Unitholders’ endorsement for at least one-third of the existing Directors (or if their number is not a multiple of three then the number nearest to one-third) at each of the annual general meetings to be held in 2022 and 2023;
- b. to procure the Manager to seek Unitholders’ re-endorsement for the appointment of each Director no later than every third AGM after the relevant general meeting at which such Director’s appointment was last endorsed or re-endorsed, as the case may be;
- c. (where a person is appointed as Director, either to fill a vacancy or as an addition to the existing Directors, at any time) to procure the Manager to seek Unitholders’ endorsement for his or her appointment as a Director at the next AGM immediately following his or her appointment; and
- d. to procure any person whose appointment as a Director has not been endorsed or re-endorsed (as the case may be) by the Unitholders at the relevant general meeting where the endorsement or re-endorsement (as the case may be) for his or her appointment was sought, to resign or otherwise be removed from the Board either (i) within 21 days from the date of the relevant general meeting or (ii) in the event that the Board determines that a replacement Director has to be appointed, no later than the date when such replacement Director is appointed, and the regulatory approval for such appointment (if any) has been obtained.

The endorsement or re-endorsement from Unitholders of any appointment of any person as a Director shall be by way of an ordinary resolution passed at the relevant general meeting.

The Undertaking shall not restrict the Manager, Keppel Capital or KPA from appointing any Director from time to time in accordance with applicable laws and regulations (including any applicable rules of the SGX) and the constitution of the Manager.

The Undertaking shall remain in force for so long as:

- a. Keppel Capital and KPA continue to hold shares in the Manager; and
- b. Keppel Pacific Oak US REIT Management Pte. Ltd. remains as the manager of Keppel Pacific Oak US REIT.

The appointments of Ms Sharon Wortmann and Ms Bridget Lee were endorsed by Unitholders at the AGM held in 2024. As Mr Roger Tay Puay Cheng was first appointed to the Board on 15 November 2024, the Manager is seeking the endorsement of Mr Roger Tay Puay Cheng, and the re-endorsement of the appointment of Mr Peter McMillan III at the AGM to be held in 2025.

The NRC recommends the endorsement and re-endorsement of Directors to the Board, having regard to each Director's skills, talents, experience, profile, contribution and performance (such as attendance, preparedness, knowledge, participation and candour), with reference to the results of the assessment of the performance of the individual Director.

#### **Alternate Director**

The Manager has no alternate Directors on the Board.

#### **Board Diversity**

The Manager recognises that diversity in relation to composition of the Board provides a range of perspectives, insights and challenge needed to support good decision-making for the benefit of KORE, and is committed to ensuring that the Board comprises Directors who, as a group, provide an appropriate balance and mix of skills talents, knowledge, experience, and other aspects of diversity (such as gender and age) so as to promote the inclusion of different perspectives and ideas, mitigate against groupthink, foster constructive debate and ensure that KORE has the opportunity to benefit from all available talent.

It is paramount that the Manager continues to maintain the appropriate balance and mix of skills, talents, knowledge and experience on the Board to support the needs and long-term sustainability of KORE's and the Manager's businesses.

When assessing Board composition or identifying suitable candidates for appointment or re-endorsement to the Board, the Manager will consider candidates on merit against objective criteria set by the Board after having given due regard to the benefits of diversity and the needs of the Board.

The Manager has in place a Board Diversity Policy that sets out the framework and approach for the Board to set its qualitative and measurable quantitative objectives for achieving diversity, and to annually assess the progress in achieving these objectives.

The Board will, taking into consideration the recommendations of the NRC, review and agree annually the qualitative and measurable quantitative objectives for achieving diversity on the Board. At the recommendation of the NRC and in recognition of the merits of gender diversity, the Board has committed to ensuring that at least one-third of the Board comprise female Directors and as at the date of this Annual Report, there were two female Directors out of a total of six Directors on the Board, thereby meeting the one-third female board representation target.

#### **Annual Review of Board Size and Composition**

The Board consists of six members, four of whom are non-executive independent Directors, in compliance with Provisions 2.2 and 2.3 of the 2018 Code.

The NRC is of the view that, taking into account the nature and scope of KORE's operations, the present Board size is appropriate and facilitates effective decision making.

The nature of the Directors' appointments on the Board and details of their Board committee membership are set out in the Appendix hereto.

The NRC has recently conducted its assessment in January 2025 and is satisfied that the Board and the Board committees comprise Directors who as a group provide an appropriate balance and mix of skills, talents, knowledge, experience, and other aspects

of diversity such as gender and age, so as to avoid groupthink and foster constructive debate. The NRC is also satisfied that the Directors, as a group, possess core competencies including accounting or finance, business, entrepreneurship or management experience, risk management, sustainability, renewable energy, policy and economics, mergers and acquisitions, corporate finance, banking and finance management, human resource, legal, industry knowledge in real estate, asset/fund/REIT management and infrastructure, strategic planning experience and customer-based experience or knowledge, international perspective, and regional experience and corporate governance, required for the Board and the Board committees to be effective.

The composition of the Board is also determined using the following principles:

- i. The Chairman should be a non-executive Director of the Manager;
- ii. The Board comprises Directors with a broad range of commercial experience including expertise in fund management, audit and accounting and the property industry; and
- iii. At least half of the Board comprises independent Directors.

Further, in accordance with Provision 2.2 of the 2018 Code, independent Directors make up a majority of the Board as the Chairman is not an independent Director.

The composition is reviewed regularly to ensure that the Board has the appropriate mix of expertise and experience.

#### **Board Independence**

The Board determines on an annual basis, taking into account the views of the NRC, whether or not a Director is independent, bearing in mind the 2018 Code's definition of an "independent director" and guidance as to relationships the existence of which would deem a Director not to be independent, as well as the independence criteria under the Securities and Futures (Licensing and Conduct of Business) Regulations ("SF(LCB) Regulations").

Under the 2018 Code, a Director who is independent in conduct, character and judgement, and has no relationship with the Manager, its related corporations, its substantial shareholders or its

## Corporate Governance

officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Director's independent business judgement in the best interests of KORE, is considered to be independent. In addition, under the SF(LCB) Regulations, an independent Director is one who:

- i. is independent from the management of the Manager and KORE;
- ii. is independent from any business relationship with the Manager and KORE;
- iii. is independent from every substantial shareholder of the Manager, and every substantial Unitholder of KORE;
- iv. is not a substantial shareholder of the Manager, or a substantial Unitholder of KORE; and
- v. has not served as a director of the Manager for a continuous period of nine years or longer.

Taking into account the views of the NRC, the Board has determined that:

- i. each of Mr Lawrence D. Sperling, Mr Roger Tay Puay Cheng, Mr Kenneth Tan Jhu Hwa, and Ms Sharon Wortmann (1) has been independent from management and business relationships with the Manager and KORE, (2) has not been a substantial shareholder of the Manager or a substantial Unitholder of KORE, and (3) has been independent from every substantial shareholder of the Manager and substantial Unitholder of KORE;
- ii. Mr Peter McMillan III is not considered independent from KORE Pacific Advisors Pte. Ltd. which is a substantial shareholder of the Manager. Mr McMillan holds about 49% of the voting shares in KORE Pacific Advisors Pte. Ltd., which in turns holds 50% of the voting shares in the Manager. Mr McMillan is also not considered independent from Pacific Oak Strategic Opportunity REIT, Inc which is a substantial Unitholder of KORE as he is a director of Pacific Oak Strategic Opportunity REIT, Inc.; and
- iii. Ms Bridget Lee is not considered independent from Keppel Capital

which is a substantial shareholder of the Manager and a substantial Unitholder of Keppel Pacific Oak US REIT. Ms Lee is the Chief Investment Officer, Real Estate, Keppel Ltd., which are related corporations of Keppel Capital.

As at 31 December 2024, none of the Directors served on the Board for a continuous period of nine years or longer.

The Chairman and CEO are separate persons, the independent Directors currently comprise a majority of the Board, and the Board committees are chaired by and comprise at least a majority of independent Directors. In addition to the foregoing, the Board appointed Mr Soong Hee Sang as the Lead Independent Director from 1 February 2021 to 23 August 2024, and Mr Lawrence D. Sperling as the Lead Independent Director from 15 November 2024, to diligently maintain the high standards of corporate governance. If the Chairman is conflicted, the Lead Independent Director will lead the Board. In addition, the Whistle-Blower Policy provides an independent mechanism for employees and other persons to raise any concerns, and matters under the policy are reported directly to the Chairman of the ARC (the "ARC Chairman").

In addition, the current Board comprises individuals who are business leaders and professionals with real estate, corporate finance and investment management backgrounds. Together, the Board as a group provides an appropriate balance and diversity of skills with core competencies such as accounting or finance, business, entrepreneurship or management experience, risk management, sustainability, renewable energy, policy and economics, mergers and acquisitions, corporate finance, banking and finance management, human resource, legal, industry knowledge in real estate, asset/fund/REIT management and infrastructure, strategic planning experience and customer-based experience or knowledge, international perspective, and regional experience and corporate governance, as well as age and gender. Their varied backgrounds enable management to benefit from their diverse expertise and experience to further the interests of KORE and its Unitholders.

Taking into account the strong independent character and diversity of

the Board, the NRC is of the view that the Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of KORE.

### Annual Review of Directors' Time Commitments

The NRC assesses annually whether a Director is able to and has been adequately carrying out his or her duties as a Director. Instead of fixing a maximum number of listed company board representation and/or other principal commitments that a Director may have, the NRC assesses holistically whether a Director is able to and has been adequately carrying out his or her duties as a Director, taking into account the results of the assessment of the effectiveness of the individual Director, the level of commitment required of the Director's listed company board representations and/or other principal commitments, and the Director's actual conduct and participation on the Board and Board committees, including availability and attendance at regular scheduled meetings and ad-hoc meetings. The NRC is of the view that such an assessment is sufficiently robust to detect and address, on a timely basis, any time commitment issues that may hinder the effectiveness of the Directors.

Taking into account the abovementioned factors, the NRC is of the view that each Director has given sufficient time and attention to the affairs of KORE and the Manager and has been able to discharge his or her duties as Director effectively.

### ESG Committee

On 30 December 2022, the Board constituted the ESG Committee for the primary purpose of, among others developing and articulating KORE's ESG strategy, as well as providing oversight on KORE's sustainability efforts across its business operations. As of the date of this Annual Report, the ESG Committee comprised three independent Directors:

Mr Lawrence D. Sperling (Lead Independent Director)	Chairman
Ms Sharon Wortmann (Independent Director)	Member
Mr Kenneth Tan (Independent Director)	Member

The detailed responsibilities of the ESG Committee are disclosed on page 162.

## Key Information regarding Directors

The following key information regarding Directors are set out in the following pages of this Annual Report:

Pages 12 to 13: Corporate governance at a glance, setting out key metrics of the Board such as the level of independence, age profile, tenure and gender diversity;

Pages 14 to 16: Academic and professional qualifications, Board committee served on (as a member or Chairman), date of first appointment, date of last endorsement or re-endorsement, length of service listed company directorships and other principal commitments both present and past held over the preceding five years and other major appointments, whether appointment is executive or non-executive, whether considered by the Board to be independent;

Pages 165 to 167: The information required under Rule 720(6) read with Appendix 7.4.1 of the Listing Manual in respect of Directors whom the Manager is seeking endorsement and re-endorsement by Unitholders at the annual general meeting; and

Page 174: Unitholdings in KORE as at 28 February 2025.

## BOARD MATTERS: BOARD PERFORMANCE

### Principle 5:

*The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors*

The Board has implemented formal processes for assessing the effectiveness of the Board as a whole and each of its Board committees separately, the contribution by the Chairman and each individual Director to the effectiveness of the Board, as well as the effectiveness of the Chairman.

**Independent Coordinator:** To ensure that the assessments are done promptly and fairly, the Board has appointed an independent<sup>3</sup> third party (the “Independent Co-ordinator”) to assist in collating and analysing the responses of the Board members. Ernst & Young Advisory Pte. Ltd. (“EY”), was appointed for this role.

## Formal Process and Performance

**Criteria:** The evaluation processes and performance criteria are set out in the Appendix hereto.

**Evaluation Results:** For FY2024, the outcomes of the evaluations of the Board and Board Committees, individual Directors and the Chairman were satisfactory and the Directors as a whole provided affirmative ratings across all the performance criteria.

**Objectives and Benefits:** The Board assessment exercise provided an opportunity to obtain constructive feedback from each Director on whether the Board’s procedures and processes allow him or her to discharge his or her duties effectively and the changes which should be made to enhance the effectiveness of the Board and/or Board committees. The assessment exercise also helped the Directors to focus on their key responsibilities. The individual Director assessment exercise allowed for peer review with a view to raising the quality of Board members. It also assisted the Board in evaluating the skills required by the Board, the size and the effectiveness of the Board as a whole.

## REMUNERATION MATTERS

### Principle 6:

*The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration*

### Principle 7:

*The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the company, taking into account the strategic objectives of the company*

### Principle 8:

*The company is transparent on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration, and the relationships between remuneration, performance and value creation*

The composition of the NRC has been set out at the section “Board Matters: Board Composition and Guidance” on page 145. The NRC comprises entirely non-executive Directors, a majority of whom are independent Directors and includes the Lead Independent Director.

The NRC is responsible for ensuring a formal and transparent procedure for developing policy on executive remuneration and for determining the remuneration packages of individual Directors and key management personnel. The NRC assists the Board to ensure that remuneration policies and practices are sound in that they are able to attract, retain and motivate without being excessive, and thereby grow Unitholder value. The NRC recommends to the Board for endorsement a framework of remuneration (which covers all aspects of remuneration including Directors’ fees, salaries, allowances, bonuses, Unit grants and termination terms) and the specific remuneration packages for each Director and the key management personnel. The NRC also reviews the remuneration of the key management personnel of the Manager and administers the Manager’s Unit-based incentive plans. In addition, the NRC reviews the Manager’s obligations arising in the event of termination of key management personnel’s contract of service, to ensure that such contracts of service contain fair and reasonable termination clauses which are not overly generous.

The NRC has access to expert advice from external remuneration consultant where required. In FY2024, the NRC sought views from external remuneration consultant, Willis Towers Watson, on market practice and trends, as well as benchmarks against comparable organisations. The NRC undertook a review of the independence and objectivity of the external remuneration consultant through discussions with the external remuneration consultant. The NRC has confirmed that the external remuneration consultant had no relationships with the Manager which would affect their independence and objectivity.

<sup>3</sup> While EY and Ernst & Young LLP (the auditor of KORE and the Manager) are both member firms of Ernst & Young global network of firms, EY is a separate entity that provides, among others, consulting services that are independent and unrelated to the audit services that Ernst & Young LLP provide to KORE and the Manager.



## Corporate Governance

### ANNUAL REMUNERATION REPORT

Although the remuneration of the Directors and employees of the Manager is paid by the Manager, and not by KORE, the Manager is disclosing the following information on the remuneration of its Directors, CEO and key management personnel.

#### Policy in Respect of Directors' Remuneration

The remuneration of Directors is appropriate to the level of contribution, taking into account factors such as effort, time spent and responsibilities. Each Director is paid a basic fee and an additional fee for services performed on Board committees. The Chairman of the Board and of each Board committee are paid a higher fee compared with members of the Board and of such Board committee in view of the greater responsibility carried by that office.

In FY2024, the NRC, in consultation with Willis Towers Watson, conducted a review of the non-executive Directors' fee structure. The review took into account a variety of factors, including prevailing market practices and referencing Directors' fees against comparable benchmarks, as well as the roles and responsibilities of the Board and Board committees. Recognising that Directors have ongoing oversight responsibilities towards the Manager, the Director's fee include a payment of fees in Units to Directors. The equity component in the total remuneration of the Directors is intended to align the interests of the Directors with those of Unitholders and the long-term interests of KORE.

Each of the Directors will receive 70% of his or her total Director's fees in cash and the balance 30% in the form of Units. The incorporation of an equity component in the total remuneration of the Directors ensures the alignment of the interests of the Directors with those of Unitholders and the long-term interests of KORE. The Director's fees for Ms Bridget Lee will be paid in cash to Keppel.

#### Remuneration Policy in Respect of Key Management Personnel

The Manager advocates a performance-based remuneration system that is highly flexible and responsive to the market corporate and individual performance.

In designing the remuneration structure, the NRC seeks to ensure that the level and mix of remuneration is competitive, relevant and appropriate in achieving a balance between current versus long-term remuneration and between cash versus equity incentive remuneration, to attract, retain and motivate key management personnel for the longer term.

The current total remuneration structure reflects four key objectives:

- a. **Unitholder Alignment:** To incorporate performance measures that are aligned to Unitholder's interests
- b. **Long-term orientation:** To motivate employees to drive sustainable long-term growth
- c. **Simplicity:** To ensure that the remuneration structure is easy to understand and communicate to stakeholders
- d. **Synergy:** To facilitate talent mobility and enhance collaboration across businesses

The total remuneration structure comprises three components – annual fixed pay, annual performance bonus and long-term incentive. The annual fixed pay component comprises the annual basic salary plus any other fixed allowances which the Manager benchmarks against the relevant industry market data. The size of the Manager's annual performance bonus pot is determined by KORE's financial and non-financial performance, and is distributed to employees based on their individual performance. The long-term incentive is in the form of two Unit plans, being the

Restricted Unit Plan ("RUP") and the Performance Unit Plan ("PUP"). A portion of the annual performance bonus is granted in the form of deferred Units that are awarded under the RUP. The PUP comprises performance targets determined on an annual basis and which vest over a longer term horizon.

Executives who have greater ability to influence strategic outcomes have a greater proportion of their overall remuneration at risk. The Manager performs regular benchmarking reviews on employees' total remuneration to ensure market competitiveness. Eligible employees of the Manager are granted existing Units in KORE already owned by the Manager. Therefore, no new Units are or will be issued by KORE to satisfy the grant of the Units under the RUP and/or the PUP as the Units that are granted under these plans will be taken from the Units which are already owned by the Manager.

Taking advice from an external independent remuneration consultant, the NRC exercises broad discretion and independent judgement in ensuring that the amount and mix of remuneration are aligned with the interests of Unitholders and promote the long-term success of KORE. The mix of fixed and variable reward is considered appropriate for the Manager and for each individual role.

The remuneration structure is directly linked to corporate and individual performance, both in terms of financial and non-financial performances. This link is achieved in the following ways:

1. By placing a significant portion of executive's remuneration at risk ("at-risk component") and in some cases, subject to a vesting schedule;
2. By incorporating appropriate key performance indicators ("KPIs") for awarding of annual cash incentives:

The framework for determining the Directors' fees is shown in the table below:

	Chairman	Lead Independent Director	Member
Main Board	S\$80,000 per annum	S\$60,00 per annum	S\$50,000 per annum
Audit and Risk Committee	S\$25,000 per annum	–	S\$16,000 per annum
Nominating and Remuneration Committee	S\$15,000 per annum	–	S\$8,000 per annum
Environmental, Social and Governance Committee	S\$12,000 per annum	–	S\$6,000 per annum

a. There are four scorecard areas that the Manager has identified as key to measuring its performance:	4. By requiring those KPIs or conditions to be met in order for the at-risk components of remuneration to be awarded or to vest; and	5. Requiring the CEO and eligible key management personnel to hold a minimum number of units under the unit ownership guideline; and
i. Financial;		
ii. Process;	5. Forfeiture of the at-risk components of remuneration when those KPIs or conditions are not met at a satisfactory level.	6. Exercising discretion to ensure that remuneration decisions are aligned to the Manager's long-term strategy and performance and discourage excessive risk taking.
iii. Stakeholders; and		
iv. People.		
Some of the key sub-targets within each of the scorecard areas include key financial indicators, safety goals, risk management, compliance and controls measures, corporate social responsibility activities, sustainability efforts, employee engagement, talent development and succession planning;	The NRC also recognises the need for a reasonable alignment between risk and remuneration to discourage excessive risk taking. Therefore, in reviewing the remuneration structure, the NRC had taken into account the risk policies and risk tolerance of KORE and the Manager as well as the time horizon of risks, and incorporated risks-adjustments into the remuneration structure through several initiatives, including but not limited to:	The NRC is of the view that the overall level of remuneration is not considered to be at a level which is likely to promote behaviours contrary to the Manager's risk profile.
b. The four scorecard areas have been chosen because they support how the Manager achieves its strategic objectives. The framework provides a link for staff in understanding how they contribute to each area of the scorecard, and therefore to the Manager's overall strategic goals. The NRC reviews and approves the scorecard annually;	1. Prudent funding of annual performance bonus;	In determining the actual quantum of the variable component of remuneration, the NRC took into account the extent to which the performance conditions, as set out above, had been met. The NRC is of the view that remuneration is aligned to performance during FY2024.
3. By selecting performance conditions for the KORE PUP such as Assets under Management, Distribution per Unit and absolute Total Unitholder Return that are aligned with Unitholders' interests;	2. Granting a portion of the annual performance bonus in the form of deferred Units, to be awarded under the RUP;	In order to align the interests of the CEO and key management personnel with those of the Unitholders, the CEO and key management personnel are remunerated partially in the form of Units owned by the Manager and are encouraged to hold such Units while they remain in the employment of the Manager. Under the unit ownership guideline, the CEO and key management personnel are required to hold at least one point five times to two times of their annual fixed pay in the form of Units, granted to them under PUP and RUP, so as to maintain a beneficial ownership stake, thus aligning interests with Unitholders.
	3. Vesting of contingent Unit awards under the PUP being subjected to KPIs and/or performance conditions being met;	
	4. Potential forfeiture of variable incentives in any year due to misconduct;	

The level and mix of each of the Directors' remuneration for FY2024 are set out below:

#### LEVEL AND MIX OF REMUNERATION OF DIRECTORS AND KEY MANAGEMENT PERSONNEL FOR THE YEAR ENDED 31 DECEMBER 2024

Name of Director	Base/ Fixed Salary (S\$)	Variable or Performance-related Income/Bonuses (S\$)	Directors' Fees <sup>1</sup> (S\$)	Benefits-in-kind (S\$)
Mr Peter McMillan III	–	–	80,000	–
Mr Lawrence David Sperling <sup>2</sup>	–	–	80,060	–
Mr Soong Hee Sang <sup>3</sup>	–	–	63,836	–
Mr Roger Tay Puay Cheng <sup>4</sup>	–	–	9,631	–
Mr Kenneth Tan Jhu Hwa	–	–	87,000	–
Ms Sharon Riley Wortmann	–	–	80,000	–
Ms Bridget Lee Siow Pei <sup>5</sup>	–	–	52,863	–

Notes:

<sup>1</sup> Unless otherwise stated, each of the Directors will receive 70% of his/her total Director's fee in cash and the balance 30% in the form of Units.

<sup>2</sup> Mr Lawrence David Sperling's director fee includes a fee for his appointment as interim Chairman of the ARC from 23 August 2024 to 15 November 2024, and also a lead independence fee for his appointment as Lead Independent Director, prorated from 15 November 2024, his date of appointment.

<sup>3</sup> Mr Soong Hee Sang director's fee includes a lead independence fee for his appointment as Lead Independent Director, prorated till 23 August 2024, his date of cessation from the Board.

<sup>4</sup> Mr Roger Tay Puay Cheng's director's fee is prorated from 15 November 2024, his date of appointment to the Board.

<sup>5</sup> Ms Bridget Lee Siow Pei's director's fee will be paid 100% in cash to Keppel Capital International Pte. Ltd.

## Corporate Governance

The level and mix of the remuneration of the CEO and each of the other key management personnel for FY2024, in bands of S\$250,000, are set out below:

Remuneration Band and Names of CEO and Key Management Personnel <sup>1</sup>	Base/ Fixed Salary	Variable or Performance- related Income/ Bonuses <sup>2</sup>	Benefits-in-kind	Contingent Award of Cash/Shares	
				PUP <sup>3</sup>	RUP <sup>3</sup>
<b>Total remuneration: S\$962,684</b>					
David Eric Snyder	45%	17%	n.m. <sup>4</sup>	23%	15%
<b>Above S\$250,000 to S\$500,000</b>					
Andy Gwee	59%	27%	n.m. <sup>4</sup>	5%	9%

Notes:

<sup>1</sup> The Manager has less than five key management personnel other than the CEO as at 31 December 2024.

<sup>2</sup> The NRC is satisfied that the quantum of performance-related bonuses earned by the CEO and key management personnel of the Manager was fair and appropriate taking into account the extent to which their KPIs for FY2024 were met.

<sup>3</sup> Units awarded under the PUP are subject to pre-determined performance targets set over a three-year performance period. As at 30 April 2024 (being the grant date), the estimated value of each unit granted in respect of the contingent awards under the PUP was S\$0.28. As at 25 February 2024 (being the grant date for the contingent deferred units under the RUP), the volume-weighted average unit price granted in respect of the contingent awards under the RUP was S\$0.24. For the PUP, the figures were based on the value of the PUP units at 100% of the award and the figures may not be indicative of the actual value at vesting which can range from 0% to 150% of the award.

<sup>4</sup> n.m. = not material

The Directors, the CEO and the key management personnel (who are not Directors or the CEO) are remunerated on an earned basis and there are no termination, retirement and post-employment benefits that are granted over and above what have been disclosed.

In order not to hamper the Manager's efforts to retain and nurture its talent pool and given the highly competitive conditions in the REIT industry where poaching of key management is commonplace, the Manager is disclosing the remuneration of the key management personnel (who are not directors or the CEO) in bands of S\$250,000, and is not disclosing the aggregate total remuneration paid to the top five key management personnel (who are not directors or the CEO). While such non-disclosure is a deviation from Provision 8.1 of the 2018 Code, the Manager is of the view that such disclosure or non-disclosure (as the case may be) is consistent with the intent of Principle 8 of the 2018 Code and will not be prejudicial to the interests of Unitholders as (i) the NRC, which comprises entirely of independent directors, conducted reviews of the Manager's remuneration policies and packages; and (ii) sufficient information is provided on the Manager's remuneration framework to enable Unitholders to understand the link between the remuneration paid to its key management personnel, and performance as set out on pages 149 to 150.

### Long-term Incentive Plans – KORE Unit Plans

The RUP and the PUP (the "KORE Unit Plans") are long-term incentive schemes implemented by the Manager since 2019.

No employee share option schemes or share schemes have been implemented by KORE.

The KORE Unit Plans are put in place to increase the Manager's flexibility and effectiveness in its continuing efforts to reward, retain and motivate employees to achieve superior performance and to motivate them to continue to strive for long-term Unitholder value. The KORE Unit Plans also aim to strengthen the Manager's competitiveness in attracting and retaining talented key management personnel and employees. The RUP applies to a broader base of employees while the PUP applies to a selected group of key management personnel. The range of performance targets to be set under the PUP emphasises stretched or strategic targets aimed at sustaining longer-term growth.

The NRC has the discretion not to award variable incentives in any year if an executive is directly involved in a material restatement of financial statements or in misconduct resulting in restatement of financial statements or financial losses to KORE or the Manager. Outstanding performance bonuses under the KORE Unit Plans are also subject to the NRC's discretion before further payment or vesting can occur.

### Remuneration of Employees who are Substantial Shareholders/Unitholders or Immediate Family Members of a Director, the Chief Executive Officer or a Substantial Shareholder/Unitholder

No employee of the Manager was a substantial shareholder of the Manager or a substantial unitholder of KORE or an immediate family member of a Director,

the CEO, a substantial shareholder of the Manager or a substantial Unitholder of KORE and whose remuneration exceeded S\$100,000 during the financial year ended 31 December 2024. "Immediate family member" refers to the spouse, child, adopted child, step-child, brother, sister and parent.

### ACCOUNTABILITY AND AUDIT: AUDIT COMMITTEE

#### Principle 10:

*The Board has an Audit Committee which discharges its duties objectively*

### AUDIT AND RISK COMMITTEE

The ARC has been appointed by the Board from among the Directors of the Manager and comprises four non-executive Directors, all of whom (including the Chairman of the ARC) are independent Directors. The Chairman of the ARC is Mr Roger Tay Puay Cheng (appointed to the Board and the ARC on 15 November 2024), and the members are Mr Kenneth Tan Jhu Hwa, Ms Sharon Wortmann and Mr Lawrence D. Sperling.

None of the ARC members were former partners or directors of KORE's external auditors within a period of two years commencing on the date of their ceasing to be a partner or director of the external auditors nor holding any financial interest in the external auditor.

All the members of the ARC have accounting or related financial management expertise or experience. Thus, the Board is of the view that all members of the ARC are suitably qualified to assist the Board in areas of internal controls, financial and accounting matters, compliance and risk

management, including oversight over management in the design, implementation and monitoring of risk management and internal control systems.

The ARC's role includes assisting the Board to ensure the integrity of financial reporting and that a sound internal control and risk management system is in place. The responsibilities of the ARC are disclosed in the Appendix hereto.

The ARC has authority to investigate any matter within its terms of reference, full access to and co-operation by management and full discretion to invite any Director or executive officer to attend its meetings, and reasonable resources to enable it to discharge its functions properly. KORE's and the Manager's internal audit function has been outsourced to Keppel Ltd.'s Internal Audit department ("Internal Audit") and Protiviti Inc.. Internal Audit, together with the external auditors, report their findings and recommendations independently to the ARC.

A total of four ARC meetings were held in FY2024. In addition, the ARC met with the external auditor and the internal auditor at least once during FY2024, in each case without the presence of management.

During FY2024, the ARC performed independent reviews for KORE before the announcement of KORE's key business and operational updates in the first and third quarter, and half-year and full-year results. In the process, the ARC reviewed the key areas of management judgement applied for adequate provisioning and disclosure, critical accounting policies and any significant changes made that would have a significant impact on the financials.

The ARC also reviewed and approved both the internal auditor's and external auditor's plans to ensure that the plans covered sufficiently in terms of audit scope in reviewing the significant internal controls of KORE and the Manager. Such significant controls comprise financial, operational, compliance and technology controls. All significant audit findings and recommendations reported by the internal and external auditors were forwarded to the ARC. Significant issues were discussed at the ARC meetings.

In addition, the ARC undertook a review of the independence and objectivity of

the external auditor through discussions with the external auditor as well as reviewing the non-audit services provided by them and the corresponding fees paid to them, and has confirmed that the non-audit services performed by the external auditor would not affect their independence.

For FY2024, an aggregate amount of US\$1,146,000, comprising non-audit service fees of US\$550,000 and audit service fees of US\$596,000, was paid/payable to the external auditor of KORE and its subsidiaries.

Cognisant that the external auditor should be free from any business or other relationships with KORE that could materially interfere with its ability to act with integrity and objectivity, the ARC undertook a review of the independence of the external auditor and gave careful consideration to KORE's relationships with them during FY2024. In determining the independence of the external auditor, the ARC reviewed all aspects of KORE's relationships with it including the processes, policies and safeguards adopted by KORE and the external auditor relating to auditor independence. The ARC also considered the nature of the provision of non-audit services in FY2024 and the corresponding fees and ensured that the fees for such non-audit services did not impair or threaten auditor independence. Based on the review, the ARC is of the opinion that the external auditor is, and is perceived to be, independent for the purpose of KORE's statutory financial audit. KORE has complied with Rule 712 and Rule 715 read with Rule 716 of the Listing Manual in relation to its appointment of audit firms.

The ARC also reviewed the independence and performance of the internal audit function and Protiviti Inc. and was satisfied that the internal audit team was independent, effective, and adequately resourced to perform its functions, and had appropriate standing within KORE and the Manager.

The ARC reviewed the "Whistle-Blower Policy" (the "Policy") which provides for the mechanisms by which employees and other persons may, in confidence, raise concerns about possible improprieties in financial reporting or other matters, and was satisfied that arrangements are in place for the independent investigation of such matters and for appropriate follow-up

action. To facilitate the management of incidences of alleged fraud or other misconduct, the ARC follows a set of guidelines to ensure proper conduct of investigations and appropriate closure actions following completion of the investigations, including administrative, disciplinary, civil and/or criminal actions, and remediation of any control weaknesses that perpetrated the fraud or misconduct so as to prevent a recurrence.

In addition, the ARC reviews the Policy annually to ensure that it remains current. The details of the Policy are set out on pages 163 to 164 herein.

The ARC members are kept updated whenever there are changes to the financial reporting standards or issues that may have an impact on the financial statements of KORE.

## **ACCOUNTABILITY AND AUDIT: RISK MANAGEMENT AND INTERNAL CONTROLS**

### **Principle 9:**

---

*The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls, to safeguard the interests of the company and its shareholders*

---

The ARC assists the Board in examining the adequacy and effectiveness of KORE's and the Manager's risk management system to ensure that it remains robust. The ARC also reviews and guides management in the formulation of risk policies and processes to effectively identify, evaluate and manage significant risks, in order to safeguard Unitholders' interests and KORE's assets. The ARC reports to the Board any critical risk issues, material matters, findings and recommendations in respect of significant risk matters. The responsibilities of the ARC are disclosed in the Appendix hereto.

### **Risk Assessment and Management of Business Risk**

Identifying and managing risks is central to the business of KORE and to protecting Unitholders' interests and value. KORE operates within overall guidelines and specific parameters set by the Board. Responsibility for managing risks lies with the Manager, working within the overall strategy outlined by the Board. The Manager has appointed experienced and



well-qualified management to handle its day-to-day operations.

The Board met five times in FY2024. Management surfaces key risk issues for discussion and confers with the ARC and the Board regularly.

KORE’s Enterprise Risk Management framework (“ERM Framework”) provides KORE and the Manager with a holistic and systematic approach to risk management. In assessing business risk, the Board takes into consideration the economic environment and the risks relevant to the property industry. The Manager has implemented a systematic risk assessment process to identify business risks and mitigating actions. Details of the Manager’s approach to risk management and internal controls and the management of key business risks are set out in the “Risk Management” section on pages 169 to 171 of this Annual Report. The Manager is guided by a set of Risk Tolerance Guiding Principles (“Guiding Principles”), as disclosed on page 169.

In addition, the Manager has adopted, among others, the Whistle-Blower Policy, Insider Trading Policy, Dealing in Securities Policy and Safeguarding Information Policy which reflect the management’s commitment to conduct its business within a framework that fosters the highest ethical and legal standards.

**Independent Review of Internal Controls**  
KORE’s and the Manager’s internal auditor conducts an annual risk-based review of the adequacy and effectiveness

of KORE’s and the Manager’s significant internal controls, including financial, operational, compliance and technology controls and risk management systems, and emerging risks. Any material non-compliance or failures in internal controls and recommendations for improvements are reported to the ARC. The ARC also reviews the effectiveness of the actions taken by management on the recommendations made by the internal auditor in this respect.

KORE and the Manager also have in place the KORE’s System of Management Controls Framework (the “Framework”) outlining KORE’s and the Manager’s internal control and risk management processes and procedures. The Framework comprises the Three Lines Model to ensure the adequacy and effectiveness of KORE’s and the Manager’s system of internal controls and risk management.

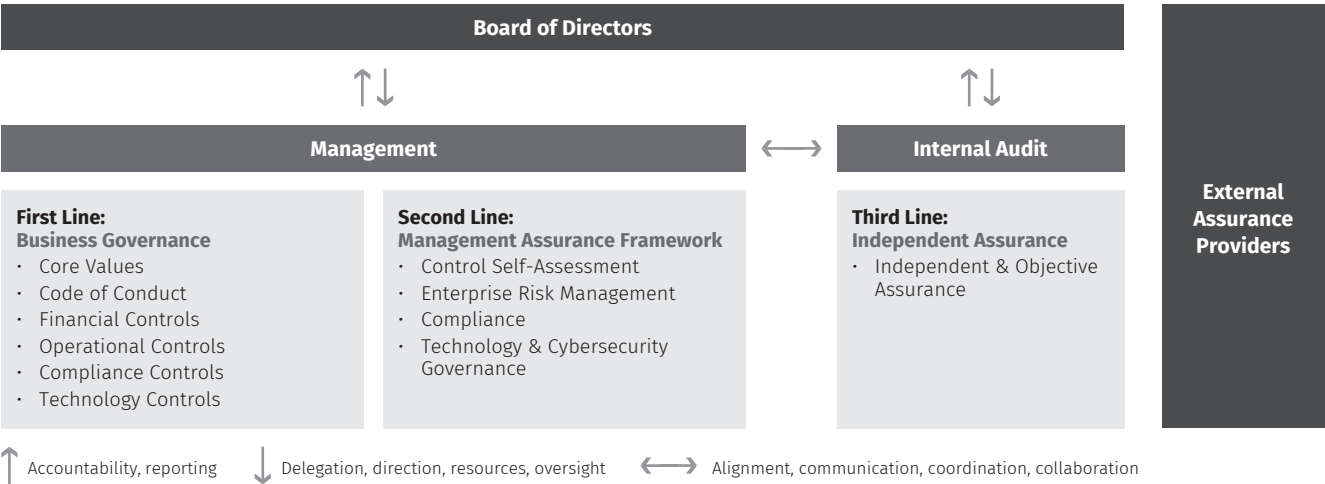
Under the First Line of Business Governance, management, supported by their respective line functions, are responsible for the identification and mitigation of risks (including financial, operational, compliance and technology risks) facing KORE and the Manager in the course of running their business. Appropriate policies, procedures and controls are implemented and operationalised in line with KORE’s and the Manager’s risk appetite to address such risks. Employees are also guided by the Manager’s core values and expected to comply strictly with the Employee Code of Conduct.

Under the Second Line, Management Assurance Frameworks are established

to enable oversight and governance over operations and activities undertaken by management under the First Line. KORE and the Manager are required to conduct a control self-assessment exercise (“CSA”) to assess the status of their respective internal controls on an annual basis. Remedial actions are implemented to address all control gaps identified during the CSA exercise. Under KORE’s ERM Framework, significant risk areas are also identified and assessed, with systems, policies and processes put in place to manage and mitigate the identified risks. Compliance works alongside business management to ensure relevant policies, processes and controls are effectively designed, implemented and managed to mitigate compliance risks that KORE and the Manager face in the course of their business.

The Technology Governance Framework (“Framework”), overseen by Keppel Information Technology, aims to align technology strategy to enterprise vision, whilst strengthening technology controls and security, and managing technology risks for KORE and the Manager. The Framework consists of a uniform framework structure and methodology to enable KORE and the Manager to monitor and manage technology risks better and more effectively, as well as to ensure that activities associated with technology are aligned with the overall business objectives through the establishment of the three (3) pillars in Technology Governance (i.e. Policy, Technology Risk Management and Compliance). The Framework also covers the use of all technology systems and

KORE’S SYSTEM OF MANAGEMENT CONTROLS (KSMC)



assets within KORE and the Manager, including third party service providers. Additionally, the Data Governance Framework, overseen by Keppel Data and Digital, aims to establish a common minimum level of data governance maturity and seeks to create a consistent and proper management of data assets.

Head of Cyber Security oversees the Cyber Security Centre and Cyber Governance. Cyber Security drives the enterprise vision, strategy and programme to ensure that KORE and the Manager's technology assets are adequately protected from cyber threats. Cyber Governance maintains cyber policies that are aligned with industry standards and local regulators' requirements to ensure effective management of cybersecurity risks. Cyber assurance and compliance programmes are executed to ensure developed processes and controls are effective and adhered to.

The Board has received assurance from the CEO and CFO of KORE:

- a. that the financial records of KORE and the Manager have been properly maintained and the financial statements for the year ended 31 December 2024 give a true and fair view of KORE's and the Manager's operations and finances;
- b. and together with other key management personnel responsible for risk management and internal control systems that, as at 31 December 2024, KORE and the Manager's internal controls (including financial, operational, compliance and information technology controls) and risk management systems were adequate and effective to address the risks which KORE and the Manager considers relevant and material to its operations.

In addition to the above, based on the internal controls and risk management framework maintained by KORE, attestations received from internal and external auditors, as well as reviews performed by the ARC, the Board is of the view that, as at 31 December 2024, KORE's and the Manager's internal controls (including financial, operational, compliance and IT controls) and risk management systems were adequate and effective to address the risks which

KORE and the Manager considers relevant and material to its operations.

The Board notes that the system of internal controls and risk management established by KORE and the Manager provides reasonable, but not absolute, assurance that KORE and the Manager will not be adversely affected by any event that could be reasonably foreseen as it strives to achieve its business objectives. In this regard, the Board also notes that no system of internal controls and risk management can provide absolute assurance against the occurrence of material errors, poor judgement in decision-making, human error, losses, fraud and other irregularities.

The ARC concurs with the Board's view that, as at 31 December 2024, KORE's and the Manager's internal controls (including financial, operational, compliance and IT controls) and risk management systems were adequate and effective to address the risks which KORE and the Manager considers relevant and material to its operations.

#### INTERNAL AUDIT

The role of the internal auditor is to assist the ARC to ensure that KORE and the Manager maintain a sound system of internal controls by conducting risk-based reviews of key controls and procedures and their effectiveness, undertaking investigations as directed by the ARC, and conducting regular in-depth audits of high-risk areas. The ARC approves the evaluation of the internal auditor, or the accounting or auditing firm or corporation to which the internal audit function is outsourced. KORE and the Manager's internal audit function is performed by Keppel Ltd.'s Internal Audit department ("Internal Audit") and Protiviti Inc..

Both the Internal Audit and Protiviti Inc. are guided by the International Professional Practices Framework established by the Institute of Internal Auditors ("IIA"). External quality assessment reviews are carried out at least once every five years by qualified professionals, with the last assessment conducted in 2021 for Keppel Internal Audit. The results reaffirmed that the internal audit activity generally conforms to the

International Standards for the Professional Practice of Internal Auditing. The professional competence of Internal Audit and third party service provider are maintained through its continuing professional development programme for its staff which includes sending auditors to attend professional courses conducted by external accredited organisations to ensure that their technical knowledge and skill sets remain current and relevant.

The internal auditors are independent of management and report directly to the ARC Chairman. The internal auditor has unfettered access to all of KORE and the Manager's documents, records, properties and personnel, including access to the ARC. The ARC decides on the appointment, termination, evaluation and remuneration of Internal Audit and Protiviti Inc., as an outsourced function.

Internal Audit and Protiviti Inc. adopts a risk-based approach to audit planning and execution, that focuses on key risks, including financial, operational, compliance and technology risks. An annual audit plan is developed based on a structured risk and control assessment framework. This plan is reviewed and approved by the ARC, who are also apprised on material changes to the plan regularly prior to the commencement of the internal audit work.

Internal Audit and Protiviti Inc. reports are submitted to the ARC for deliberation with copies of these reports extended to the relevant key management personnel. In addition, significant audit findings and recommendations are discussed at the ARC meetings. To ensure timely and proper closure of audit findings, the status of the implementation of the actions agreed by management is tracked and reported to the ARC. The ARC also reviews the effectiveness of the actions taken by management on the recommendations made by Internal Audit and Protiviti Inc..

The ARC reviewed the adequacy and effectiveness of Internal Audit and Protiviti Inc. and is satisfied that the team is independent, effective and adequately resourced with persons with relevant qualifications and experience and has appropriate standing within KORE and the Manager.

## Corporate Governance

### UNITHOLDER RIGHTS, CONDUCT OF UNITHOLDER MEETINGS AND ENGAGEMENT WITH UNITHOLDERS AND STAKEHOLDERS

#### Principle 11:

*The company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the company. The company gives shareholders a balanced and understandable assessment of its performance, position and prospects*

#### Principle 12:

*The company communicates regularly with its shareholders and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the company*

#### Principle 13:

*The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the company are served*

The Board is responsible for providing a balanced and understandable assessment of KORE's performance, position and prospects, including interim and other price-sensitive public reports, and reports to regulators, if required.

The Board has embraced openness and transparency in the conduct of the Manager's affairs, whilst preserving the commercial interests of KORE. Financial reports and other price sensitive information are disseminated to Unitholders through announcements via SGXNet, media releases, as well as KORE's corporate website. The Manager maintains regular and two-way communication with Unitholders to share views and address any queries on KORE's business strategies and operating performance.

In addition, the Manager regularly communicates with Unitholders and responds promptly to their queries and concerns. The Manager employs various

platforms to enhance its outreach to Unitholders, with an emphasis on timely, accurate, fair and transparent disclosure of information. The Manager has arrangements in place to identify and engage with its key stakeholder groups, including employees, clients, regulatory authorities, business partners, investors and local communities, to gather feedback on the sustainability matters which have significant impact to the business and operations of KORE and to manage its relationships with such groups in order to review and assess the material factors relevant to KORE's business activities. Please refer to Sustainability Report on pages 64 to 100 of this Annual Report, which sets out information on KORE's arrangements to identify and engage with its material stakeholder groups and to manage its relationships with such groups, and KORE's strategy and key areas of focus to the management of stakeholder relationships during FY2024.

Material information is disclosed in a comprehensive, accurate and timely manner via SGXNet. The Manager ensures that unpublished price sensitive information are not selectively disclosed, and if on the rare occasion when such information is inadvertently disclosed, it is immediately released to the public via SGXNet.

Unitholders are also kept abreast of the latest announcements and updates regarding KORE via its website at [www.koreusreit.com](http://www.koreusreit.com). Unitholders and members of the public can post questions via the feedback and general enquiries email, or to the investor relations contact available on the REIT's website, through which they are able to ask questions and receive responses in a timely manner. Interested parties may also opt-in for email alerts via the website.

The Manager actively engages with Unitholders with a view to solicit and understand their views. The Manager has in place an Investor Relations Policy which sets out the principles and best practices that the Manager applies when providing Unitholders and prospective investors with information necessary to make well-informed investment decisions. The Manager's Investor Relations Policy allows for an ongoing exchange of views so as to actively engage and promote

regular, effective and fair communication with Unitholders. The Investor Relations Policy is published on KORE's website and reviewed regularly to ensure relevance and effectiveness.

In FY2024, the Manager engaged with approximately 465 investors and analysts across Singapore, Malaysia, Thailand, Japan and Taiwan through a mix of in-person and virtual investor conferences, roadshows, and teleconferences.

More details on the Manager's investor relations activities are found on pages 18 to 19 of this Annual Report.

Unitholders are informed of Unitholders' meetings and rules governing such meetings through notices published via SGXNet and KORE's website, and annual reports or circulars sent to all Unitholders and/or notices published in the newspapers, via SGXNet and KORE's website. Unitholders are invited to such meetings to put forth any questions they may have on the motions to be debated and decided upon. If any Unitholder is unable to attend, he or she is allowed to appoint up to two proxies to vote on his or her behalf at the meeting through proxy forms sent in advance. Where a Unitholder is a relevant intermediary (including but not limited to, a nominee company, a custodian bank or a CPF agent bank), such Unitholder may appoint more than one proxy to vote on its behalf at the meeting through proxy forms sent in advance, provided that each proxy must be appointed to exercise the rights attached to a different Unit or Units held by it (which number of Units and class shall be specified). The Manager tables separate resolutions at Unitholders' meetings on each substantially separate issue unless the issues are interdependent and linked so as to form one significant proposal. Where the resolutions are "bundled", the Manager explains the reasons and material implications in the notice of meeting.

KORE's Annual General Meeting ("AGM") was convened in a wholly physical format on 17 April 2024. At the meeting, the Board and key management reported on KORE's performance for FY2023, and addressed questions and comments from Unitholders. Unitholders were

also invited to submit their questions to the Manager prior to the AGM, for the Manager to respond to substantial and relevant questions before the AGM.

All AGM resolutions were polled with an independent scrutineer appointed to count and validate the AGM's votes. Results of the AGM were announced during the meeting of the meeting, as well as published on SGXNet and KORE's website. Minutes of the meeting and presentation slides were published on SGXNet and KORE's website. Prior to the meeting, the Manager also responded to substantial and relevant questions that had been submitted by Unitholders in advance.

Where possible, all Directors will attend Unitholders' meetings. In particular, the Chairman of the Board, the respective Chairman of the ARC and the NRC as well as the Lead Independent Director are required to be present to address questions at general meetings. The external auditor is also present at such meetings to assist the Directors to address Unitholders' queries, where necessary.

The Trust Deed allows for absentia voting at general meetings by way of proxy. While the Manager has implemented absentia voting by way of proxy through the proxy forms disseminated to Unitholders, the Manager has not implemented other absentia voting methods such as voting via mail, e-mail or fax, until security, integrity and other pertinent issues are satisfactorily resolved.

The Company Secretary of the Manager prepares minutes of Unitholders' meetings, which incorporate comments

or queries from Unitholders and responses from the Board and management. These minutes are published on SGXNet and KORE's website.

### Protection of Creditors' Rights

To protect creditors' rights, the Manager monitors compliance with various loan covenants as well as applicable laws and regulations, including leverage limits set out in the Property Funds Appendix. The Manager strives to diversify sources of funding, achieve a well-spread debt maturity profile to reduce concentration risks, as well as implements appropriate hedging strategies to manage interest rate exposure for KORE. In addition, the Manager endeavours to secure favourable credit facilities and terms to fund capital and operational needs as well as monitor risk exposure to ensure effectiveness of its prudent capital management strategy against evolving market conditions.

### SECURITIES TRANSACTIONS

#### Insider Trading Policy

The Manager has a formal Insider Trading Policy on dealings in the securities of KORE, which sets out the implications of insider trading and guidance on such dealings. The policy has been distributed to the Manager's Directors, officers and employees. It has also adopted the best practices on securities dealings issued by the SGX. In compliance with Rule 1207(19) of the Listing Manual on best practices on dealing in securities, the Manager issues notices informing that the Manager and its officers must not deal in listed securities of KORE if they are in possession of unpublished price-sensitive information and during

the period commencing one month before the release of the half-year and full-year results and ending on the date of the announcement of the relevant results. The Manager's Directors, officers and employees are also informed that they should not deal in KORE's securities on short-term considerations.

### Dealing in Securities Policy

In addition to the Insider Trading Policy, the Manager has a formal Dealing in Securities Policy, which applies to all employees and the securities accounts that employees have a beneficial interest. Pursuant to this policy, the trading of rights and the subscription of excess rights of KORE's Units are subject to trade clearance/restrictions. In general, a list of securities which employees are not allowed to trade without pre-clearance from the Keppel compliance team is maintained. All employees must, before trading, check if the intended securities are listed on this restricted list. The restricted list is broadcasted to all employees at the beginning of each week and as and when it is updated. The policy also informs all representatives of the Manager that they are required to maintain a register of interests in securities in the prescribed form and to immediately notify the Keppel compliance team of any changes no later than seven days after the relevant change. Upon request, representatives are required to submit position statements, including the accounts which they have a beneficial interest, to facilitate reconciliation of trades executed during each period. In addition, the policy also states that all employees should not trade on short-term considerations or be engaged in same day turnaround trades or swing trading.

Director	Unitholders Meetings Attended
Mr Peter McMillan III	1
Mr Lawrence David Sperling	1
Mr Soong Hee Sang <sup>1</sup>	1
Mr Roger Tay Puay Cheng <sup>2</sup>	0
Mr Kenneth Tan Jhu Hwa	1
Ms Sharon Riley Wortmann	1
Ms Bridget Lee Siow Pei	1
<b>No. of Meetings held in FY2024</b>	<b>1</b>

Notes:

<sup>1</sup> Mr Soong Hee Sang's cessation as Director was effective 23 August 2024.

<sup>2</sup> Mr Roger Tay Puay Cheng was appointed to the Board on 15 November 2024, and accordingly did not attend any Unitholder's Meeting in FY2024.

## Corporate Governance

### CONFLICTS OF INTERESTS

The Manager has instituted the following procedures to deal with potential conflicts of interests issues:

1. The Manager will not manage any other real estate investment trust which invests in the same type of properties as KORE.
2. All resolutions in writing of the Directors in relation to matters concerning KORE must be approved by at least a majority of the Directors, including at least one independent Director.
3. At least one-third of the Board shall comprise independent Directors.
4. In respect of matters in which Pacific Oak Capital Advisors LLC and/or its subsidiaries have an interest, direct or indirect, any nominees appointed by KPA and/or its subsidiaries to the Board to represent their interests will abstain from deliberation and voting on such matters. For such matters, the quorum must comprise a majority of the independent Directors and must exclude nominee directors of KPA and/or its subsidiaries.
5. In respect of matters in which Keppel and/or its subsidiaries have an interest, direct or indirect, any nominees appointed by Keppel and/or its subsidiaries to the Board to represent their interests will abstain from deliberation and voting on such matters. For such matters, the quorum must comprise a majority of the independent Directors and must exclude nominee Directors of Keppel and/or its subsidiaries.

It is also provided in the Trust Deed that if the Manager is required to decide whether or not to take any action against any person in relation to any breach of any agreement entered into by the Trustee for and on behalf of KORE with a Related Party (meaning any “interested person” as defined in the Listing Manual and/or, as the case may be, an “interested party” as defined in the Property Funds Appendix) of the Manager, the Manager shall be obliged to consult with a reputable law firm (acceptable to the Trustee) which shall provide legal advice on the matter.

If the said law firm is of the opinion that the Trustee, on behalf of KORE, has a prima facie case against the party allegedly in breach under such agreement, the Manager shall be obliged to take appropriate action in relation to such agreement. The Directors (including its independent Directors) will have a duty to ensure that the Manager so complies. Notwithstanding the foregoing, the Manager shall inform the Trustee as soon as it becomes aware of any breach of any agreement entered into by the Trustee for and on behalf of KORE with a Related Party of the Manager and the Trustee may take such action as it deems necessary to protect the rights of Unitholders and/or which is in the interests of Unitholders. Any decision by the Manager not to take action against a Related Party of the Manager shall not constitute a waiver of the Trustee’s right to take such action as it deems fit against such Related Party.

### EMPLOYEE CODE OF CONDUCT

The Manager has in place an employee code of conduct which establishes a culture of high integrity as well as reinforces ethical business practices.

This code sets out important principles to guide employees in executing their duties and responsibilities to the highest standards of business integrity, as well as issues of workplace harassment. The code encompasses topics ranging from conduct in the workplace to business conduct, including clear provisions on prohibitions against bribery and corruption, the offering and receiving of gifts, hospitality and promotional expenditures as well as conflicts of interests amongst others. The code also requires all staff to avoid any conflict between their own interests and the interests of the Manager in dealing with its suppliers, customers and other third parties.

The code requires the business to be conducted with integrity, fairly, impartially, in an ethical and proper manner, and in compliance with all applicable laws and regulations. Relevant anti-corruption rules are also spelt out to protect the business, resources and reputation of KORE and the Manager. Employees must not offer or authorise the giving, directly or indirectly, or through third parties,

of any bribe, kickback, illicit payment, or any benefit-in-kind or any other advantage to any government official or government entity, private sector customer, supplier, contractor or any other person or entity, as an inducement or reward for an improper performance or non-performance of a function or activity. Similarly, employees must not solicit or accept, directly or indirectly, any bribe, kickback, illicit payment, benefit in kind or any other advantage from any government official or government entity, customer, supplier, contractor or any other person or entity that is intended to induce or reward an improper performance or non-performance of a function or activity.

The employee code of conduct is published on the intranet which is accessible by all employees of the Manager. New employees are briefed on the code when they join the Manager. Subsequently, all employees are required to acknowledge and comply with the policy annually to ensure awareness.

### RELATED PARTY TRANSACTIONS

#### The Manager’s Internal Control System

The Manager has established an internal control system to ensure that all Related Party transactions:

- will be undertaken on normal commercial terms; and
- will not be prejudicial to the interests of KORE and the Unitholders.

As a general rule, the Manager must demonstrate to the ARC that such transactions satisfy the foregoing criteria. This may entail:

- obtaining (where practicable) quotations from parties unrelated to the Manager; or
- obtaining two or more valuations from independent professional valuers (in compliance with the Property Funds Appendix), with one of the valuers commissioned independently by the Trustee. Each of those assets must be acquired from the Related Party at a price not more than the higher of the two assessed values, or sold to the Related Party at a price not less than the lower of



the two assessed values. The ARC may further choose to appoint an independent financial adviser to evaluate and provide an opinion that the transaction is on normal commercial terms and is not prejudicial to the interests of KORE and the Unitholders.

The Manager maintains a register to record all Related Party transactions which are entered into by KORE and the bases used for evaluation, including any quotations from unrelated parties and independent valuations, on which they are entered into. The Manager also incorporates into its internal audit plan a review of all Related Party transactions entered into by KORE. The ARC reviews the internal audit reports at least twice a year to ascertain that the guidelines and procedures established to monitor Related Party transactions have been complied with. The Trustee also has the right to review such audit reports to ascertain that the Property Funds Appendix has been complied with. The following procedures are undertaken:

- transactions (either individually or as part of a series or if aggregated with other transactions involving the same Related Party during the same financial year) equal to or exceeding S\$100,000 in value but below 3.0% of the value of KORE's net tangible assets will be subject to review by the ARC at regular intervals;
- transactions (either individually or as part of a series or if aggregated with other transactions involving the same Related Party during the same financial year) equal to or exceeding 3.0% but below 5.0% of the value of KORE's net tangible assets will be subject to the review and prior approval of the ARC. Such approval shall only be given if the transactions are on normal commercial terms and not prejudicial to the interests of KORE and its Unitholders and are consistent with similar types of transactions made by the Trustee with third parties which are unrelated to the Manager; and
- transactions (either individually or as part of a series or if aggregated with other transactions involving the same Related Party during the same financial year) equal to or

exceeding 5.0% of the value of KORE's net tangible assets will be reviewed and approved prior to such transactions being entered into, on the basis described in the preceding paragraph, by the ARC which may, as it deems fit, request advice on the transaction from independent sources or advisers, including the obtaining of valuations from independent professional valuers. Furthermore, under the Listing Manual and the Property Funds Appendix, such transactions would have to be approved by the Unitholders at a meeting of Unitholders duly convened and held in accordance with the provisions of the Trust Deed.

Where matters concerning KORE relate to transactions entered into or to be entered into by the Trustee for and on behalf of KORE with a Related Party of KORE or the Manager, the Trustee is required to consider the terms of such transactions to satisfy itself that such transactions are conducted:

- on normal commercial terms;
- are not prejudicial to the interests of KORE and the Unitholders; and
- are in accordance with all applicable requirements of the Property Funds Appendix and/or the Listing Manual relating to the transaction in question.

The Trustee has the discretion under the Trust Deed to decide whether or not to enter into a transaction involving a Related Party of KORE or the Manager. If the Trustee is to sign any contract with a Related Party of KORE or the Manager, the Trustee will review the contract to ensure that it complies with the requirements relating to interested party transactions in the Property Funds Appendix (as may be amended from time to time) and the provisions of the Listing Manual relating to interested person transactions (as may be amended from time to time) as well as such other guidelines as may from time to time be prescribed by the MAS and the SGX to apply to REITs.

KORE will, in compliance with Rule 905 of the Listing Manual, announce any interested person transaction in accordance with the Listing Manual

if such transaction, by itself or when aggregated with other interested person transactions entered into with the same interested person during the same financial year, is 3.0% or more of KORE's latest audited net tangible assets.

The aggregate value of all Related Party transactions which are subject to Rules 905 and 906 of the Listing Manual in a particular financial year will be disclosed in KORE's annual report for that financial year. The disclosure will include the fees paid to the Manager by KORE in accordance with the Trust Deed and the details are set out on page 133 herein.

#### **Role of the Audit and Risk Committee for Related Party Transactions**

The Manager's internal control procedures are intended to ensure that Related Party transactions are conducted at arm's length and on normal commercial terms and are not prejudicial to Unitholders.

The Manager maintains a register to record all Related Party transactions which are entered into by KORE and the bases used for evaluation, including any quotations from unrelated parties and independent valuations, on which they are entered into.

On a semi-annual basis, management reports to the ARC the Related Party transactions entered into by KORE. The Related Party transactions are also reviewed by Internal Audit and all findings, if any, are reported during the ARC meetings. The Trustee also has the right to review such internal audit reports to ascertain that the requirements of the Property Funds Appendix have been complied with.

The ARC reviews all Related Party transactions to ensure compliance with the internal control procedures and with the relevant provisions of the Listing Manual and the Property Funds Appendix. The review includes the examination of the nature of the transaction and if necessary, its supporting documents or such other data deemed necessary by the ARC.

If a member of the ARC has an interest in a transaction, he or she is to abstain from participating in the review and approval process in relation to that transaction.

## Corporate Governance

### APPENDIX BOARD COMMITTEES – RESPONSIBILITIES

#### A. Audit and Risk Committee

1. Reviewing financial statements and formal announcements relating to financial performance, and review significant financial reporting issues and judgements contained in them, for better assurance of the integrity of such statements and announcements.
2. Reviewing and reporting to the Board at least annually the adequacy and effectiveness of the Manager's and KORE's risk management and internal controls, including financial, operational, compliance (including processes to mitigate conflicts of interests in respect of the sourcing of potential acquisitions) and information technology controls (such review can be carried out internally or with the assistance of any competent third parties).
3.
  - a. Review the Board's comments on the adequacy and effectiveness of the Manager's and KORE's risk management and internal controls systems, and state whether it concurs with the Board's comments.
  - b. Where there are material weaknesses identified in the Manager's and KORE's risk management and internal control systems, to consider and recommend the necessary steps to be taken to address them<sup>1</sup>.
4. Review the assurance from the CEO and CFO on the financial records and financial statements<sup>2</sup> and the assurance and steps taken by the CEO and other key management personnel<sup>3</sup> who are responsible, regarding the adequacy and effectiveness of the Manager's and KORE's risk management and internal controls systems<sup>4</sup>.
5. Reviewing the scope, audit plans and reports of the external auditors and internal auditors, and considering the effectiveness of actions or policies taken by management on the recommendations and observations annually.
6. Meeting with external auditors (without the presence of management and internal auditors) and internal auditors (without the presence of management and external auditors)<sup>4</sup>, at least annually.
7. Making recommendations to the Board on the proposals to Unitholders on the appointment, re-appointment and removal of the external auditors, and approving the remuneration and terms of engagement of the external auditors.
8. Reviewing the adequacy, effectiveness, independence and objectivity of the Manager's and KORE's external audit function and internal audit function, at least annually, and report the Committee's assessment to the Board<sup>5</sup>.
9. Reviewing the nature and extent of non-audit services performed by the external auditor.
10. Reviewing the scope and results of the external audit function and internal audit function, at least annually<sup>3</sup>.
11. Ensuring at least annually that the internal audit function is adequately resourced and staffed with persons with the relevant qualifications and experience<sup>6</sup>, and has appropriate standing within the Manager and KORE.
12. Approving the accounting/auditing firm or corporation to which the internal audit function is outsourced.
13. Reviewing the policy and arrangements (such as whistle-blower policy) by which employees of the Manager and any other persons may, in confidence, raise concerns about possible improprieties in matters of financial reporting or other matters, to ensure that arrangements are in place for such concerns to be raised and independently investigated, and for appropriate follow up action to be taken.
14. Reporting significant matters raised through the whistle-blowing channel to the Board.
15. Monitoring the procedures in place to ensure compliance with applicable legislation, the Listing Manual and the Code on Collective Investment Schemes (including the Property Funds Appendix).
16. Reviewing related party transactions, including ensuring compliance with the provisions of the Listing Manual relating to "interested person transaction" ("Interested Person Transactions") and the provisions of the Property Funds Appendix relating to "interested party transactions" ("Interested Party Transactions", and together with Interested Person Transactions, "Related Party Transactions").
17. Investigating any matters within the Audit and Risk Committee's purview, whenever it deems necessary.
18. Reviewing and monitoring of hedging policies and instruments to be implemented by KORE.
19. Reviewing and recommending to the Board hedging policies and monitoring the implementation of such policies.
20. Obtaining recommendations on risk tolerance and strategy from management, and where appropriate, reporting and recommending to the Board for its determination:
  - i. the nature and extent of significant risks which the Manager and KORE may take in achieving its strategic objectives; and
  - ii. overall levels of risk tolerance, risk parameters and risk policies.
21. Reviewing and discussing, as and when appropriate, with management on the Manager's and KORE's risk governance structure and framework including risk policies, risk strategy, risk culture, risk assessment,

<sup>1</sup> Rule 1207(10) of the Listing Manual.

<sup>2</sup> Revision in line with Provision 10.1(c) of the 2018 Code.

<sup>3</sup> The term "key management personnel" shall mean the CEO and other persons having authority and responsibility for planning, directing and controlling the activities of the Manager.

<sup>4</sup> The 2018 Code states that the Audit Committee should "meet with the external auditors, and with the internal auditors, in each case without the presence of Management, at least annually". The Audit Committee Guide issued by Singapore Institute of Directors ("SID") interpreted this to mean the meetings with external auditors and internal auditors (both without the presence of management) should be separate.

<sup>5</sup> Provision 10.1(e) of the 2018 Code.

<sup>6</sup> Practice Guidance 10 to the 2018 Code.

- risk mitigation and monitoring processes and procedures.
22. Reviewing the Information Technology (IT) governance and cybersecurity framework to ascertain alignment with business strategy and risk tolerance including monitoring the adequacy of IT capability and capacity to ensure business objectives are well-supported with adequate measures to safeguard corporate information, operating assets, and effectively monitor the performance, quality and integrity of IT service delivery.
  23. Receiving and reviewing at least quarterly reports from management on the Manager and KORE's risk profile and major risk exposures, and the steps taken to monitor, control and mitigate such risks, to ensure that such risks are managed within acceptable levels<sup>7</sup>.
  24. Reviewing the Manager's risk management capabilities including capacity, resourcing, systems, training, communication channels as well as competencies in identifying and managing new risk types.
  25. Receiving and reviewing updates from management to assess the adequacy and effectiveness of the Manager's compliance framework in line with relevant laws, regulations and best practices.
  26. Through interactions with the Risk and Compliance Director supporting the Manager who has a direct reporting line to the Committee, reviewing and overseeing performance of the Manager's implementation of compliance programmes.
  27. Reviewing and monitoring the Manager's approach to ensuring compliance with regulatory commitments, including progress of remedial actions where applicable.
  28. Reviewing the adequacy, effectiveness and independence of the Manager's Risk and Compliance function, at least annually, and report the Committee's assessment to the Board<sup>8</sup>.
  29. Reviewing and monitoring management's responsiveness to the critical risks, compliance issues and material matters identified and recommendations of the Risk and Compliance function.
  30. Providing timely input to the Board on critical risk and compliance issues, material matters, findings and recommendations.
  31. Ensuring that the Risk and Compliance Director supporting the Manager has direct and unrestricted access to the Chairman of the Committee<sup>9</sup>.
  32. Review the Audit and Risk Committee terms of reference annually and recommend any proposed changes to the Board.
  33. Perform such other functions as the Board may determine from time to time.
  34. Sub-delegate any of its powers within its terms of reference as listed above, from time to time, as this Committee may deem fit.
  35. Assess the Manager's and KORE's exposure or nexus to sanctions-related risks on an ongoing basis and monitor the Manager and KORE's risk of becoming subject to, or violating, any sanctions-related laws and regulations.
  36. Ensure adequate and effective control measures have been implemented to protect the Manager and KORE's interests in relation to any sanctions risks.
  37. Where the Manager and KORE have exposure or nexus to sanctions-related risks, to review and assess on an annual basis, whether there has been a material change in the Manager and KORE's risk of being subject to any sanctions laws.
  38. Assess the need to obtain independent legal advice or appoint a compliance adviser in relation to sanctions-related risks applicable to the Manager and KORE.
  39. Ensure timely and accurate disclosures to Unitholders, SGX and other relevant authorities.
- B. Nominating and Remuneration Committee**
1. Recommend to the Board the appointment and re-appointment of Directors (including alternate directors, if any).
  2. Annual review of the structure and size of the Board and Board committees, and the balance and mix of skills, talents, knowledge, experience and other aspects of diversity such as gender and age.
  3. Recommend to the Board a Board Diversity Policy (including the qualitative, and measurable quantitative, objectives (as appropriate) for achieving board diversity), and conduct an annual review of the progress towards achieving these objectives.
  4. Annual review of the independence of each Director, and to ensure that the Board comprises (i) majority non-executive Directors, and (ii) at least one-third, or (if Chairman is not independent) a majority of, independent Directors.
  5. Assess, where a Director has other listed company board representation and/or other principal commitments, whether the Director is able to and has been adequately carrying out his duties as Director of the Manager.
  6. Recommend to the Board the process for the evaluation of the performance of the Board, the Board committees and individual Directors, and propose objective performance criteria to assess the effectiveness of the Board as a whole, the Board committees and the contribution of the Chairman and each Director.
  7. Annual assessment of the effectiveness of the Board as a whole, the Board committees and the contribution of the Chairman and individual Directors.
  8. Review the succession plans for the Board (in particular, the Chairman) and key management personnel.
  9. Review talent development plans.

<sup>7</sup> Amendments from sample terms of reference from Board Risk Committee Guide ("BRC Guide") issued by SID.

<sup>8</sup> Reference taken from sample terms of reference from BRC Guide issued by SID.

<sup>9</sup> Extracted from sample terms of reference from BRC Guide issued by SID.

## Corporate Governance

10. Review the training and professional development programmes for Board members. The NRC has noted that all Directors must undergo training on sustainability matters as prescribed by the SGX, and that if the NRC is of the view that training is not required because the Director has expertise in sustainability matters, the basis of its assessment must be disclosed.
  11. Review and recommend to the Board a framework of remuneration for Board members and key management personnel, and the specific remuneration packages for each Director as well as the key management personnel, including review of all long-term and short-term incentive plans, with a view to aligning the level and structure of remuneration to the Manager's long-term strategy and performance.
  12. Consider all aspects of remuneration to ensure that they are fair and review the Manager's obligations arising in the event of termination of the executive directors' and key management personnel's contracts of service, to ensure that such clauses are fair and reasonable and not overly generous.
  13. Consider whether Directors should be eligible for benefits under long-term incentive schemes (including weighing the use of share schemes against the other types of long-term incentive scheme).
  14. Review the ongoing appropriateness and relevance of the remuneration policy to ensure that the level and structure of the remuneration are appropriate and proportionate to the sustained performance and value creation of the Manager, taking into account the strategic objectives of the Manager.
  15. Review the level and structure of remuneration for Directors and key management personnel relative to the internal and external peers and competitors to ensure that the remuneration is appropriate to attract, retain and motivate the Directors to provide good stewardship of the Manager and key management personnel to successfully manage the Manager for the long term.
  16. Set performance measures and determine targets for any performance-related pay schemes.
  17. Administer the Manager's long-term incentive schemes in accordance with the rules of such schemes.
  18. Report to the Board on material matters and recommendations.
  19. Review the Nominating and Remuneration Committee's terms of reference annually and recommend any proposed changes to the Board for approval.
  20. Perform such other functions as the Board may determine.
  21. Sub-delegate any of its powers within its terms of reference as listed above, from time to time, as this Committee may deem fit.
- C. Environmental, Social and Governance Committee**
1. Developing and articulating KORE's Environmental, Social and Governance strategy.
  2. Providing an oversight of sustainability initiatives across KORE's business operations. This includes, but is not limited to, the setting, disclosure and achievement of ESG targets, reviewing the effectiveness of the sustainability risk management framework (including climate related risk and opportunities), people development and community involvement, as well as where needed, provide oversight of and advice to the Manager's sustainability committee (which for the avoidance of doubt is a working level committee involving all relevant functions including asset management, finance, investment, investor relations, legal portfolio management and risk and compliance).
  3. Recommending the management's proposals to the Board, including policies, strategies, workplans and targets pertaining to sustainability and ESG matters (collectively, "ESG Framework") and reviewing the effectiveness of the ESG Framework benchmarked against global and local ESG trends and best practices, as well as the implementation and integration of the ESG Framework. KORE's ESG Framework, which will form an integral part of KORE's strategies and core competencies, will drive long-term value creation.
4. Providing an oversight over the Manager's compliance with sustainability-related legal and regulatory requirements imposed on the Manager under applicable law and regulation, including but not limited to the SGX's Listing Rules and other disclosure requirements.
  5. Reviewing the adequacy of resources allocated to achieving compliance as well as strategies, workplans and targets pertaining to the ESG Framework.
  6. Reporting to the Board on sustainability and ESG performance, incidents, rectifications, risk management and other material matters.
  7. Performing such other functions as the Environmental, Social and Governance committee may determine.
- BOARD ASSESSMENT**
- Evaluation Processes**
- Board and Board Committees**
- Each Board member is required to complete a Board Evaluation Questionnaire and send the completed Questionnaire directly to the Independent Co-ordinator. An "Explanatory Note" is attached to the Questionnaire to clarify the background, rationale and objectives of the various performance criteria used in the Board Evaluation Questionnaire with the aim of achieving consistency in the understanding and interpretation of the questions. Based on the responses from each of the Directors, the Independent Co-ordinator prepares a consolidated report and briefs the NRC Chairman and Chairman on the report. Thereafter, the Independent Co-ordinator or the NRC Chairman will present the report to the Board for discussion on the changes which should be made to help the Board discharge its duties more effectively.
- Individual Directors**
- In the assessment of the performance of the non-executive Directors, each Director is required to complete the non-executive Directors' assessment form and send the completed form directly to the Independent Co-ordinator. Each non-executive Director is also required to perform a self-assessment in addition to a peer

assessment. Based on the responses, the Independent Co-ordinator prepares a consolidated report and briefs the NRC Chairman and the Chairman. Thereafter, the report is presented to the NRC. Following the meeting and if necessary, the NRC Chairman will meet with non-executive Directors individually to provide feedback on their respective performance with a view to improving their board performance.

#### Chairman

The Chairman Evaluation Form is completed by each non-executive Director (other than the Chairman) and sent directly to the Independent Co-ordinator. Based on the responses from each of the non-executive Directors, the Independent Co-ordinator prepares a consolidated report and briefs the NRC Chairman and the Chairman on the report.

#### Performance Criteria

The performance criteria for the Board evaluation are in respect of Board size and composition, Board independence, Board processes, Board information and accountability, Board performance in relation to discharging its principal functions and Board committee performance in relation to discharging its responsibilities set out in its terms of reference. Based on the responses received, the Board continues to perform and fulfil its duties, responsibilities and performance objectives in accordance with the established Board processes of the Manager.

The individual Director's performance criteria are categorised into five segments; namely, (1) interactive skills (under which factors as to whether the Director works well with other Directors, and participates actively, are taken into account); (2) knowledge (under which

factors as to the Director's industry and business knowledge, functional expertise, whether he or she provides valuable inputs, his or her ability to analyse, communicate and contribute to the productivity of meetings, and his or her understanding of finance and accounts, are taken into consideration); (3) Director's duties (under which factors as to the Director's Board committee work contribution, whether the Director takes his or her role of Director seriously and works to further improve his own performance, whether he or she listens and discusses objectively and exercises independent judgement, and meeting preparation, are taken into consideration); (4) availability (under which the Director's attendance at Board and Board committee meetings, whether he or she is available when needed, and his or her informal contribution via e-mail, telephone, written notes etc are considered); and (5) overall contribution, bearing in mind that each Director was appointed for his or her strength in certain areas which, taken together with the skill sets of the other Directors, provides the Board with the required mix of skills, talents, knowledge, experience and competencies.

The assessment of the Chairman is based on his ability to lead, whether he established proper procedures to ensure the effective functioning of the Board, whether he ensured that the time devoted to Board meetings was appropriate (in terms of number of meetings held a year and duration of each board meeting) for effective discussion and decision making by the Board, whether he ensured that information provided to the Board was adequate (in terms of adequacy and timeliness) for the Board to make informed and considered decisions, whether he guides discussions

effectively so that there is timely resolution of issues, whether he ensured that meetings are conducted in a manner that facilitates open communication and meaningful participation, and whether he ensured that Board committees are formed where appropriate, with clear terms of reference, to assist the Board in the discharge of its duties and responsibilities.

#### WHISTLE-BLOWER POLICY

The Whistle-Blower Policy (the "Policy") was established and has been put in place to encourage reporting in good faith of suspected Reportable Conduct (as defined below) by establishing clearly defined processes and reporting channels through which such reports may be made with confidence that employees of the Manager and other persons making such reports will be treated fairly and, to the extent possible, protected from reprisal.

Reportable Conduct refers to any act or omission by a Director, officer, employee or Third Party Associate of KORE, the Manager, or any of its subsidiary or associated companies ("Group", and each a "Group Company"), which occurred in the course of his or her work (whether or not the act is within the scope of his or her employment) which in the view of a Whistle-Blower acting in good faith, is:

- Dishonest, including but not limited to theft or misuse of the Group resources;
- Fraudulent;
- Corrupt;
- Illegal;
- Other serious improper conduct;
- An unsafe work practice; or
- Any other conduct which may cause financial or non-financial loss to the Group Company or damage to the Group Company's reputation.

#### NATURE OF CURRENT DIRECTORS' APPOINTMENTS AND MEMBERSHIP ON BOARD COMMITTEES

	Board Membership	Audit and Risk Committee Membership	Nominating and Remuneration Committee Membership	Environmental, Social and Governance Committee Membership
Mr Peter McMillan III	Chairman and Non-Executive Director	–	–	–
Mr Lawrence David Sperling <sup>1</sup>	Lead Independent Director	Member	Member	Chairman
Mr Roger Tay Puay Cheng <sup>2</sup>	Independent Director	Chairman	–	–
Mr Kenneth Tan Jhu Hwa	Independent Director	Member	Chairman	Member
Ms Sharon Riley Wortmann	Independent Director	Member	Member	Member
Ms Bridget Lee Siow Pei	Non-Executive Director	–	Member	–

<sup>1</sup> Mr Lawrence David Sperling was appointed as the Lead Independent Director on 15 November 2024.

<sup>2</sup> Mr Roger Tay Puay Cheng was appointed to the Board and appointed as ARC Chairman on 15 November 2024.



## Corporate Governance

A person who files a report or provides evidence which he or she knows to be false, or without a reasonable belief in the truth and accuracy of such information, will not be protected by the Policy and may be subject to administrative and/or disciplinary measure, including but not limited to termination of employment or contract.

Similarly, a person may be subject to administrative and disciplinary measures, including but not limited to termination of employment or contract if he or she subjects (i) a person who has made or intends to make a Protected Report in accordance with the Policy, or (ii) a person who was called or who may be called as a witness, to any form of reprisal which would not have occurred if he or she did not intend to, or had not made the Protected Report or be a witness.

The Head of Internal Audit is the Receiving Officer for the purposes of the Policy, and is responsible for the administration, implementation and overseeing ongoing compliance with the Policy. The Head of Internal Audit reports directly to the ARC Chairman.

### Reporting Mechanism

The Whistle-Blower's role is as a reporting party. Whistle-Blowers are not investigators or finders of fact, nor do they determine the appropriate corrective or remedial actions that may be warranted.

Employees of the Manager are encouraged to make a Protected Report in relation to a suspected Reportable Conduct to their respective supervisors who are responsible for promptly informing the Receiving Officer, who in turn is required to promptly inform the ARC Chairman, of any such report. The supervisor shall not, upon receiving or becoming aware of any Protected Report, take any independent action or start any investigation in connection with such Protected Report unless otherwise directed by the ARC Chairman or the Receiving Officer. If any of the persons in the reporting line prefer not to disclose the matter to his or her supervisor and/or Receiving Officer (as the case may be), he or she may make the report directly to the ARC Chairman, via the established reporting channel.

Whistle-Blowers (other than employees) may make a Protected Report in relation

to suspected Reportable Conduct to either the Receiving Officer or the ARC Chairman via the established reporting channel.

A Protected Report may be made orally or in writing. However, such reports should preferably be in writing so as to ensure a clear understanding of the matters raised. Oral reports should be documented by the Receiving Officer. All communications relating to the allegations made in a Protected Report should also be in writing. The information disclosed should be as precise as possible so as to allow for proper assessment of the nature, extent and urgency of preliminary investigative procedures to be undertaken.

### Investigation

Every Protected Report received (whether oral or written, and anonymous or otherwise) will be assessed by the Receiving Officer, who will review the information disclosed, interview the Whistle-Blower(s) when required and if contactable, and make recommendations to the ARC Chairman as to whether the circumstances warrant an investigation. If the ARC Chairman or, if the ARC Chairman consults the ARC, the ARC, determines that an investigation should be carried out, the ARC Chairman or, as the case may be, the ARC, shall determine the appropriate investigative process to be employed.

The ARC Chairman will use his best endeavours to ensure there is no conflict of interests on the part of any party involved in any way in the investigations. The ARC Chairman will also require the matter to be reported to the authorities if a crime is involved, and/or to the relevant insurance company in accordance with the terms of the applicable insurance policies.

All employees of the Manager have a duty to cooperate with investigations initiated under the Policy. An employee may be placed on an administrative leave or investigatory leave when it is determined by the ARC Chairman (whether in the exercise of his own discretion or in consultation with the ARC), that such a leave would be in the best interests of the employee, Group Company or both. Such leave is not to be interpreted as an accusation or a conclusion of guilt or innocence of any employee, including the employee on leave. All persons who are interviewed, asked to provide

information or otherwise participate in an investigation must refrain from discussing or disclosing the investigation or their testimony with anyone, other than such persons from Keppel Internal Audit or third parties conducting the investigation. In no circumstance should such persons discuss with the Investigation Subject(s) the nature of the evidence requested or provided or testimony given to the investigators unless agreed by the investigators.

Confidentiality of the identity of Whistle-Blowers, investigation subject(s) and persons who participate (or who intend to participate) in investigations initiated under the Policy will, to the extent possible, be maintained.

### Protection from Reprisal

Except in the circumstances stated below, no person shall be subject to any reprisal for having made a Protected Report in accordance with the Policy. The protection from Reprisal also extends to persons who may have been called as witnesses or otherwise participated in the investigation arising from a Protected Report. A reprisal means personal disadvantage by:

- a. Dismissal;
- b. Demotion;
- c. Suspension;
- d. Termination of employment or contract;
- e. Any form of harassment or threatened harassment;
- f. Discrimination; or
- g. Current or future bias.

A Whistle-Blower or any person who participated or intends to participate in an investigation arising from a Protected Report, who believes that he or she is subject to reprisal and that the Protected Report is a contributing factor to the reprisal may complain to the Receiving Officer (who shall refer the matter to the ARC Chairman) or the ARC Chairman. The ARC Chairman shall review the matter and determine the actions to be taken. The protection from reprisal does not extend to situations where the Whistle-Blower or witness has committed or abetted the Reportable Conduct that is the subject of the allegations contained in the Protected Report. However, the ARC Chairman will take into account the fact that he or she has cooperated as a Whistle-Blower or a witness pursuant to the Policy in determining whether, and to what extent, disciplinary measures are to be taken against him or her.

**Rule 720(6) of the Listing Manual of the SGX-ST**

The information required under Rule 720(6) read with Appendix 7.4.1 of the Listing Manual in respect of Directors whom the Manager is seeking endorsement by Unitholders at the annual general meeting to be held in 2025 is set out below.

<b>Name of Director</b>	<b>Mr Peter McMillan III</b>	<b>Mr Roger Tay Puay Cheng</b>
Date of Appointment	19 October 2017	15 November 2024
Date of last re-appointment (if applicable)	20 April 2022	N.A.
Age	67	56
Country of principal residence	United States of America	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The process for succession planning for the Board, appointment of directors, and the seeking of endorsement or re-endorsement of Directors to the Board, is set out in page 146 of this Annual Report.	The process for succession planning for the Board, appointment of directors, and the seeking of endorsement or re-endorsement of Directors to the Board, is set out in page 146 of this Annual Report.
Whether the appointment is executive, and if so, the area of responsibility	Non-executive	Non-executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Chairman and Non-Executive Director	Independent Director and Chairman of Audit and Risk Committee
Professional qualifications	Bachelor of Arts (Honours) in Economics, Clark University; Master of Business Administration, Wharton Graduate School of Business, University of Pennsylvania	Bachelor of Accountancy (Hons), National University of Singapore; Fellow, Institute of Singapore Chartered Accountants; Fellow, Insolvency Practitioners Association of Singapore
Working experience and occupation(s) during the past 10 years	2019-Present Co-Founder Pacific Oak Capital Advisors  2005-2019 Partner KBS Capital Advisors	KPMG LLP  October 2023 to September 2024 – Audit and Deal Advisory Partner  January 2020 to September 2023 – Head of Advisory (Deal Advisory)  July 2015 to December 2019 – Head of Audit  October 2008 to June 2015 – Audit and Deal Advisory Partner
Shareholding interest in the listed issuer and its subsidiaries	164,095 (Direct) 9,816,894 (Deemed)	219,400 (Direct) 10,000 (Deemed)
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	No	No
Conflict of interest (including any competing business)	No	No
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments including Directorships – Past (for the last 5 years)	KBS Real Estate Investment Trust, Inc; KBS Real Estate Investment Trust II, Inc; KBS Real Estate Investment Trust III, Inc; KBS Growth and Income REIT; TCW Alternatives Funds; Pacific Oak Strategic Opportunity REIT II, Inc	N.A.

## Corporate Governance

Name of Director	Mr Peter McMillan III	Mr Roger Tay Puay Cheng
Other Principal Commitments including Directorships – Present	<p><b>Listed companies</b> TCW Strategic Income Fund, Inc.</p> <p><b>Other principal directorships</b> Pacific Oak Strategic Opportunity REIT, Inc; TCW Mutual Funds; Metwest Mutual Funds</p> <p><b>Major appointments (other than directorships)</b> Co-founder, Pacific Oak Capital Advisors LLC; Co-founder and Managing Partner, Willowbrook Capital Group, LLC</p>	Roger Tay Advisory Pte. Ltd.
a. Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No
b. Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
c. Whether there is any unsatisfied judgment against him?	No	No
d. Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No
e. Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No
f. Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
g. Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
h. Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No

<b>Name of Director</b>	<b>Mr Peter McMillan III</b>	<b>Mr Roger Tay Puay Cheng</b>
i. Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No
j. Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of :	–	–
i. any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No	No
ii. any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No
iii. any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No
iv. any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No
k. Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No
Any prior experience as a director of an issuer listed on the Exchange?	Yes	No
If yes, please provide details of prior experience	Keppel Pacific Oak US REIT Management Pte. Ltd. (the manager of Keppel Pacific Oak US REIT)	N.A.
If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange.	N.A.	Mr Roger Tay Puay Cheng will be attending the training as prescribed by the Exchange.
Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable).		

# Corporate Governance

## Summary of Disclosures of 2018 Code

Rule 710 of the SGX Listing Manual requires Singapore listed companies to describe their corporate governance practices with specific reference to the 2018 Code in their annual reports for financial years commencing on or after 1 January 2019. This summary of disclosures describes our corporate governance practices with specific reference to the disclosure requirement under the 2018 Code.

Principles	Page Reference in this Report
<b>BOARD MATTERS</b>	
<b>The Board's Conduct of Affairs</b>	
<b>Principle 1</b>	
Provision 1.1	Pages 143, 158
Provision 1.2	Pages 142 to 145
Provision 1.3	Page 143
Provision 1.4	Pages 143, 145, 146, 148, 154, 155, 160 to 162
Provision 1.5	Pages 144, 148
Provision 1.6	Pages 144 to 145
Provision 1.7	Pages 144 to 145
<b>Board Composition and Guidance</b>	
<b>Principle 2</b>	
Provision 2.1	Pages 147 to 148
Provision 2.2	Page 147
Provision 2.3	Page 147
Provision 2.4	Page 147
Provision 2.5	Pages 144, 146
<b>Chairman and Chief Executive Officer</b>	
<b>Principle 3</b>	
Provision 3.1	Pages 145, 148
Provision 3.2	Pages 143, 145
Provision 3.3	Page 145
<b>Board Membership</b>	
<b>Principle 4</b>	
Provision 4.1	Pages 145 to 148
Provision 4.2	Page 145
Provision 4.3	Pages 146 to 147
Provision 4.4	Pages 147 to 148
Provision 4.5	Pages 14 to 15, 145 to 148
<b>Board Performance</b>	
<b>Principle 5</b>	
Provision 5.1	Pages 149, 162 to 163
Provision 5.2	Pages 149, 162 to 163
<b>REMUNERATION MATTERS</b>	
<b>Procedures for Developing Remuneration Policies</b>	
<b>Principle 6</b>	
Provision 6.1	Pages 145, 149 to 152
Provision 6.2	Page 145
Provision 6.3	Pages 149 to 152
Provision 6.4	Page 149
<b>Level and Mix of Remuneration</b>	
<b>Principle 7</b>	
Provision 7.1	Pages 149 to 152
Provision 7.2	Pages 149 to 152
Provision 7.3	Pages 149 to 152
<b>Disclosure on Remuneration</b>	
<b>Principle 8</b>	
Provision 8.1	Pages 149 to 152
Provision 8.2	Page 152
Provision 8.3	Pages 149 to 152

Principles	Page Reference in this Report
<b>ACCOUNTABILITY AND AUDIT</b>	
<b>Risk Management and Internal Controls</b>	
<b>Principle 9</b>	
Provision 9.1	Pages 153 to 155
Provision 9.2	Page 155
<b>Audit Committee</b>	
<b>Principle 10</b>	
Provision 10.1	Pages 152 to 155, 160, 161, 163, 164
Provision 10.2	Page 152
Provision 10.3	Page 152
Provision 10.4	Page 155
Provision 10.5	Page 153
<b>SHAREHOLDER RIGHTS AND RESPONSIBILITIES</b>	
<b>Shareholder Rights and Conduct of General Meetings</b>	
<b>Principle 11</b>	
Provision 11.1	Pages 156 to 157
Provision 11.2	Page 156
Provision 11.3	Pages 15, 157
Provision 11.4	Page 157
Provision 11.5	Pages 156 to 157
Provision 11.6	Page 121
<b>Engagement with Shareholders</b>	
<b>Principle 12</b>	
Provision 12.1	Pages 156 to 157
Provision 12.2	Page 156
Provision 12.3	Pages 156 to 157
<b>MANAGING STAKEHOLDERS RELATIONSHIP</b>	
<b>Engagement with Stakeholders</b>	
<b>Principle 13</b>	
Provision 13.1	Pages 156 to 157
Provision 13.2	Pages 156 to 157
Provision 13.3	Pages 156 to 157



Risk Management

ROBUST ENTERPRISE RISK MANAGEMENT FRAMEWORK

Keppel Pacific Oak US REIT Management Pte. Ltd. (the Manager) has in place a Enterprise Risk Management (ERM) Framework that is adapted from the International Standards Organisation (ISO) 31000 International Risk Management Standards. It embeds a holistic and structured approach to risk management, enabling the identification, assessment, treatment, monitoring and reporting of significant risk areas across the Manager and KORE and lays out the key operating principles for a sound system of risk management and internal controls. The ERM Framework is also benchmarked against other best practices and guidelines and is reviewed regularly to ensure its relevance and practicality.

The Manager’s ERM framework, a component of KORE’s System of Management Controls, articulates the key objectives and purposes of ERM within KORE. It institutes a risk governance structure, establishes the roles and responsibilities of key stakeholders, provides an overview of the key components of the ERM framework, promotes a common risk language and consistent understanding of risk management, as well as establishes the risk management processes, risk identification, assessment, treatment, monitoring and reporting. A robust ERM framework enables the Manager and KORE to manage risks systematically and

respond promptly and effectively in the constantly evolving business landscape.

RISK GOVERNANCE

The Board of Directors (the “Board”), supported by the Audit and Risk Committee (“ARC”) is responsible for the governance of risks and ensures that the Manager maintains a sound risk management system and internal controls to safeguard Unitholders’ interests and KORE’s business and assets. The Terms of Reference of the ARC are disclosed on pages 160 to 161 of this Report. The Manager recognises risk management as an integral part of its business strategy to deliver regular and steady distributions. To safeguard and create value for Unitholders, the Manager proactively manages risks and embeds the risk management process into the planning and decision-making process. The Manager’s risk governance process is detailed on pages 169 to 171 of this Report.

The Board, supported by the ARC, approves the risk appetite which determines the nature and extent of the material risk the Manager and KORE are willing to take to achieve their strategic objectives. The Manager and KORE adheres to three Risk Tolerance Guiding Principles as follows:

- 1. Risks taken should be carefully evaluated, commensurate with rewards, and aligned with the

Manager’s and KORE’s core strengths and strategic objectives;

- 2. No risk arising from a single area of operation, investment or undertaking should be so significant and material as to endanger the Manager and KORE; and
- 3. The Manager does not condone safety breaches or lapses, non-compliance with laws and regulations, and acts such as fraud, bribery and corruption.

The Manager directs and implements the conduct of the risk management processes, including identifying emerging risks, assessing their likelihood and impact on the business, establishing mitigating controls considering the cost-benefit trade-off, and formulating key risk indicators as early warning signals. This information is maintained in a risk register that is reviewed, updated and reported to the ARC regularly. The risk register keeps the ARC apprised of the Manager’s and KORE’s risk profile, key risks and mitigating strategies.

The Board and management of the Manager meet quarterly, or more frequently, when necessary, to review the Manager’s and KORE’s performance; assess its current and emerging risks; as well as respond to feedback from the risk and compliance manager and auditors.

RISK-CENTRIC CULTURE

Having the risk culture and people with the right attitude and values are fundamental to the success of the ERM framework. It involves developing the right behaviors and skill sets necessary to identify and respond to risks. The Manager and KORE foster a “risk-centric” culture which embeds prudent risk-taking in decision-making and business processes.

<p><b>Leadership &amp; Governance</b></p> <p>Board and management set the tone at the top and encourages prudent risk-taking in decision-making.</p>	<p><b>Training, Competency &amp; Communications</b></p> <p>Risk management is regularly reinforced as a discipline and developed through training, awareness and practice.</p>	<p><b>Framework</b></p> <p>We are guided by the ERM Framework to manage effectively the risks and opportunities arising from our businesses.</p>	<p><b>Process &amp; Methods</b></p> <p>A key part of the process is the identification and assessment of key risks, guided by our Risk Appetite Statements, and monitored through developed Key Risk Indicators.</p>
	<p><b>Transparency</b></p> <p>We promote transparency in information sharing and escalation of risk-related matters, incidents, near-misses or events of interest.</p>	<p><b>Ownership &amp; Accountability</b></p> <p>Our risk processes provide clarity and accountability in executing our roles and responsibilities and emphasise on having clear owners for major risk areas.</p>	

Risk-Centric Culture

## Risk Management

In 2024, the Board, with the concurrence of the ARC, assessed and deemed the Manager's and KORE's risk management system to be adequate and effective in addressing the key risks identified below:

### 1. Operational Risks

- All operations are aligned with the Manager's and KORE's focus on delivering sustainable distributions and creating long-term value for Unitholders.
- The Manager works closely with the property managers to optimise asset performance and manage property expenses. The Manager oversees an active asset management program that has been put in place to oversee leasing, capital projects and operations at the properties.
- Measures include prompt lease renewals to reduce rental voids, active monitoring of rental payments from tenants to minimise rental arrears and bad debts, controlling property expenses to maximise net property income and evaluating counterparties on an ongoing basis.
- Through the property managers and leasing agents, the Manager actively engages and fosters close relationships with tenants to manage a well-spread lease expiry profile.
- Business continuity plans are updated and tested periodically to ensure the Manager and KORE are able to respond effectively to disruptions resulting from internal and external events, while continuing its critical business functions and minimising impact on its people, operations and assets.
- KORE's assets undergo regular audits to review the operational property management processes of the buildings, as well as ensure safety standards and security processes are in line with the latest local requirements.

- Asset enhancement works are conducted, when applicable, to ensure that the properties remain competitive.
- Insurance coverage is reviewed annually to ensure that the Manager's and KORE's assets are adequately and appropriately insured.

### 2. Economic and Taxation Risks

- KORE may be adversely affected by economic and real estate market conditions in the US as well as changes in taxation legislation, administrative guidance or regulations. The Manager manages this by closely monitoring the US political environment, economic developments and tax regime. The Manager also works closely with tax agents and advisors to anticipate and evaluate the impact of any changes in taxation, legislation, administrative guidance and regulations on the business of KORE and its Unitholders.

### 3. Liquidity and Financing Risks

- Liquidity and financing risks are managed in accordance with established guidelines and policies. The Manager proactively monitors its cash flow, debt maturity profile, gearing and liquidity positions, including diversifying its funding sources and managing the tenure of borrowings, to ensure a well-staggered debt maturity profile.
- The Manager maintains an appropriate working capital to ensure there are adequate liquid reserves to meet financial obligations. Steps have also been taken to plan for capital and expense requirements to manage the cash position at any point in time.

### 4. Exposure to Financial Markets Risks

- The Manager constantly monitors exposure to interest rates. It utilises various financial instruments, where appropriate, to hedge against such risks.

- In 2024, KORE was not exposed to significant foreign currency risk as its functional currency was in USD and the cash flows from the operations of its properties were denominated in USD. KORE also borrows in USD to provide a partial natural hedge to the properties.

### 5. Credit Risks

- Credit risk assessments of tenants are carried out prior to signing of lease arrangements. Credit risks are further mitigated through the upfront collection of security deposits, where applicable.
- Systematic rental collection procedures are implemented to ensure regular collection of rents, thereby preventing rental arrears.
- The Manager also monitors the tenant mix to ensure a resilient portfolio with low tenant concentration risk.

### 6. Investment Risks

- Comprehensive due diligence is conducted prior to any proposed transaction to assess and evaluate potential investment risks. All investment proposals are evaluated objectively based on the Manager's investment criteria, as well as the target asset's specifications, location, expected returns, yield accretion, growth potential and performance sustainability, taking into account the prevailing economic climate, market conditions and ESG considerations.
- The Board reviews and approves all investment proposals after evaluating the benefits and risks involved.
- Considered risks are taken in a controlled manner, exercising the spirit of enterprise as well as prudence to earn the optimal risk-adjusted returns on invested capital.

## 7. Compliance Risks

- As a Capital Markets Services Licence holder, the Manager complies with applicable laws and regulations, including the SGX-ST Listing Rules, the Code of Corporate Governance, the Code on Collective Investment Schemes, Property Funds Appendix and conditions of the Capital Markets Services Licence for REIT Management issued by the Monetary Authority of Singapore under the Securities and Futures Act, as well as tax rulings in the relevant jurisdictions in which it operates.
- The Manager also monitors changes in legislation and regulations, as well as new developments in its operating environment.
- The Manager and KORE undergo regular internal and external audits to ensure adherence to relevant policies and processes.
- Recognising that non-compliance with laws and regulations can have significant reputational and financial impact, the Manager places significant emphasis on regulatory compliance in all of KORE's business operations.
- The Manager adopts a strong anti-corruption and anti-bribery stance and regularly communicates key policy requirements to all employees, ensuring relevant policies, processes and controls are effectively designed, managed and implemented, so that compliance risks and controls are effectively managed.

## 8. Climate Change Risk

- The Manager's and KORE's climate change risk forms part of the material environmental, social and governance issues addressed by the Board and the Manager. The Manager and KORE support the Task Force on Climate-related Financial Disclosures and has incorporated its recommendations in their reporting framework.

- Sustainability is at the core of the Manager's and KORE's strategy with climate change risk reviewed and assessed within their ERM framework. This ERM framework guides the Manager and KORE on the processes and methods applied in identifying, assessing and managing sustainability-related risks.
- As part of climate change risk management, the Manager has embarked on assessing both physical and transition risks for KORE and strengthening its organisational capabilities in response. In 2023, KORE commenced a climate change physical risk financial impact assessment as well as a qualitative assessment of climate-related transition risks. More details are provided in KORE's Sustainability Report 2024.

## 9. Information Technology and Cybersecurity Risks

- The Manager and KORE recognise the criticality of global cyber threats and have established robust technology and cyber governance structures, frameworks and controls, covering key areas such as business disruption, theft/loss of confidential data and data integrity. Throughout the year, various initiatives including cybersecurity trainings, newsletters and phishing exercises are conducted to raise awareness on information security and cyber threats. These efforts foster a cyber safety culture and enhance employees' ability to recognise and respond to cybersecurity risks. The Manager and KORE continually monitor their technology and cybersecurity related risks to ensure the effectiveness of their controls and frameworks.

## 10. Emerging Risks

- Evolving or emerging risks are closely monitored by the Manager and KORE. When such risks are identified, they are assessed accordingly, and actions are taken to treat the risks as necessary.

## Additional Information

### INTERESTED PERSON TRANSACTIONS

The transactions entered into with interested persons during the financial year which fall under the Listing Manual of the SGX-ST and the Property Funds Appendix of the CIS Code are as follows:

Name of Interested Person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than \$100,000)	Aggregate value of all interested person transactions conducted under Unitholders' mandate pursuant to Rule 920 (excluding transactions less than \$100,000)
		FY2024 US\$'000	FY2023 US\$'000
<b>Keppel Pacific Oak US REIT Management Pte. Ltd.</b>	Manager of the REIT		
– Manager's base fees		5,292	5,803
<b>Perpetual (Asia) Ltd</b>	Trustee of the REIT		
– Trustee fees		180	191

Certain other interested person transactions outlined in the Prospectus dated 02 November 2017 are deemed to have been approved by the Unitholders and are therefore not subjected to Rules 905 and 906 of the Listing Manual to the extent that specific information on these agreements have been disclosed in the Prospectus and there is no subsequent change to the rates and/or bases of fees charged thereunder which will adversely affect Keppel Pacific Oak US REIT.

Keppel Pacific Oak US REIT has not obtained a general mandate from Unitholders for interested person transactions for the financial year under review.

Save as disclosed above, there were no other interested person transactions (excluding transactions of less than \$100,000 each entered into during the financial year under review nor any material contracts entered into by Keppel Pacific Oak US REIT that involved the interest of the Chief Executive Officer, any Director or controlling Unitholder of Keppel Pacific Oak US REIT.

Please also see significant related party transactions on Note 21 in the financial statements.

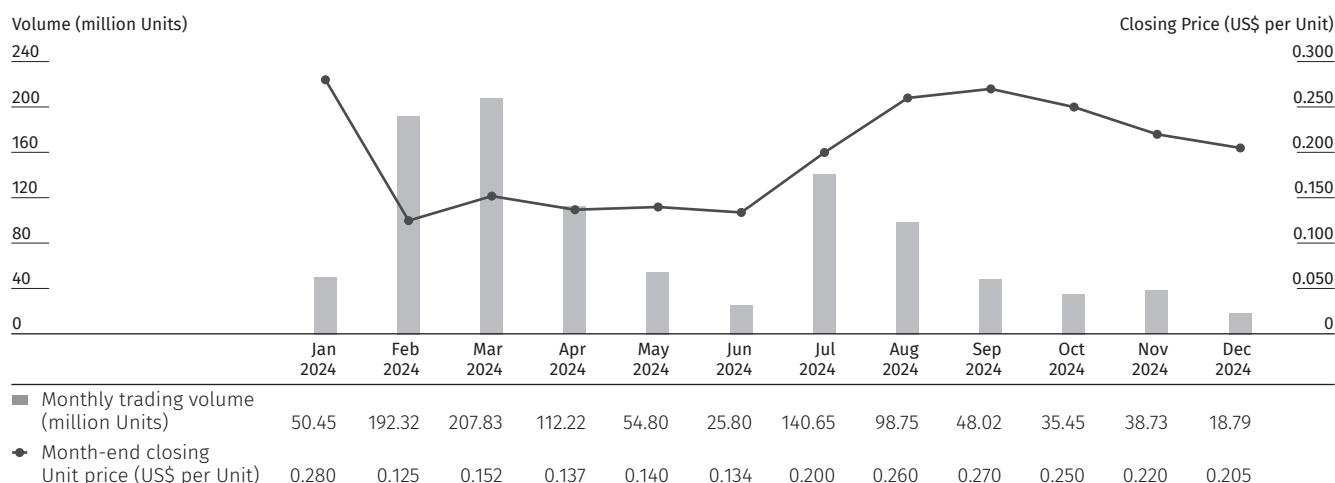
## OTHER INFORMATION

# Unit Price Performance

Keppel Pacific Oak US REIT (KORE) closed at US\$0.205 per Unit on 31 December 2024, as compared to US\$0.375 a year ago. Approximately 1,023.81 million KORE Units were traded for the whole of 2024.

No distribution declared for the financial period from 1 January 2024 to 31 December 2024 arising from the Recapitalisation Plan. Total Unitholder return in 2024 was -45.3%.

### 2024 MONTHLY TRADING PERFORMANCE



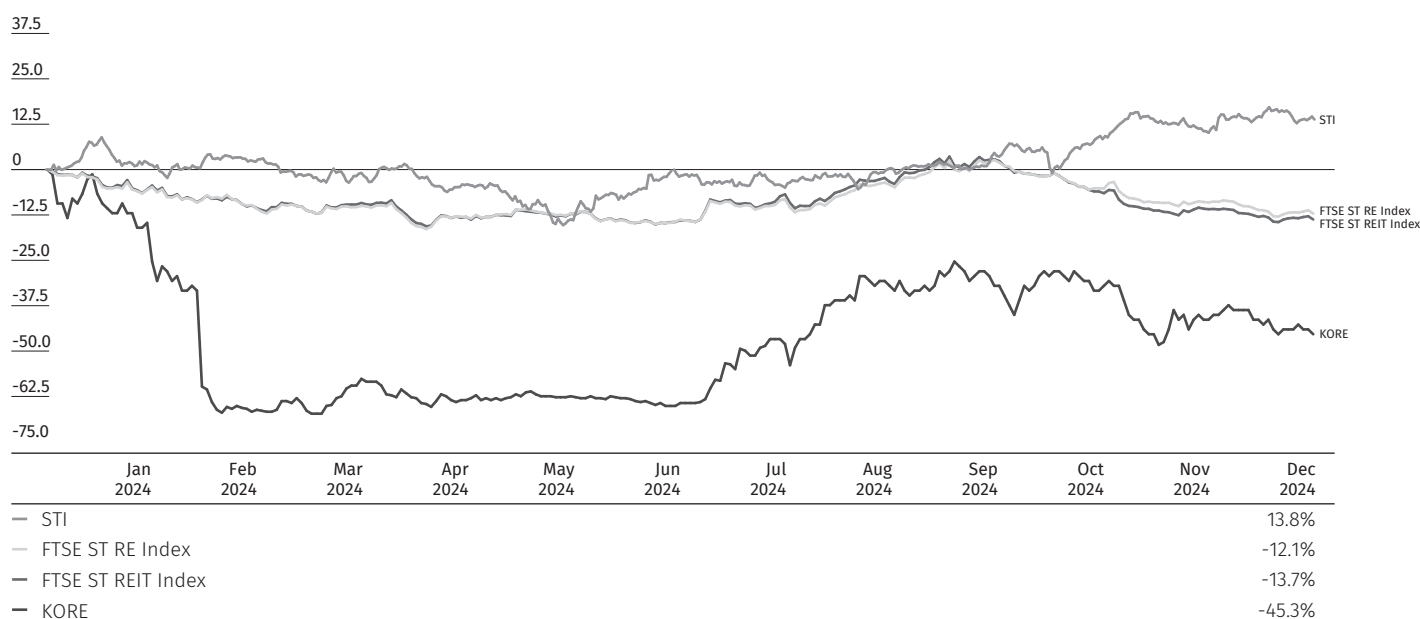
### UNIT PRICE PERFORMANCE

	2024	2023
Highest closing price (US\$ per Unit)	0.375	0.575
Lowest closing price (US\$ per Unit)	0.123	0.184
Average closing price (US\$ per Unit)	0.204	0.335
Closing price on last trading day (US\$ per Unit)	0.205	0.375
Trading volume (million Units)	1,023.81	429.3

Source: Bloomberg

### UNIT PRICE PERFORMANCE AGAINST INDICES (%)

for the period from 1 January 2024 to 31 December 2024



Source: Bloomberg



## OTHER INFORMATION

# Statistics of Unitholdings

As at 28 February 2025

## ISSUED AND FULLY PAID UNITS

1,044,450,254 Units (Voting rights: 1 vote per Unit)

There is only one class of Units in Keppel Pacific Oak US REIT.

Market capitalisation of US\$219,334,553 based on market closing price of US\$0.21 per Unit on 28 February 2025.

## DISTRIBUTION OF UNITHOLDINGS

Size of Unitholdings	No. of Unitholders	%	No. of Units	%
1 – 99	64	0.99	3,491	0.00
100 – 1,000	395	6.15	335,549	0.03
1,001 – 10,000	3,011	46.85	17,908,463	1.72
10,001 – 1,000,000	2,918	45.40	183,095,564	17.53
1,000,001 and above	39	0.61	843,107,187	80.72
<b>Total</b>	<b>6,427</b>	<b>100.00</b>	<b>1,044,450,254</b>	<b>100.00</b>

## TWENTY LARGEST UNITHOLDERS

No.	Name	No. of Units	%
1.	DBS Nominees (Private) Limited	347,345,134	33.26
2.	Citibank Nominees Singapore Pte Ltd	125,404,945	12.01
3.	Keppel Capital Investment Holdings Pte Ltd	64,165,352	6.14
4.	Phillip Securities Pte Ltd	41,061,397	3.93
5.	DBSN Services Pte. Ltd.	40,002,658	3.83
6.	Raffles Nominees (Pte.) Limited	29,725,753	2.85
7.	ABN AMRO Clearing Bank N.V.	17,322,152	1.66
8.	DBS Vickers Securities (Singapore) Pte Ltd	12,665,400	1.21
9.	OCBC Securities Private Limited	11,890,124	1.14
10.	Moomoo Financial Singapore Pte. Ltd.	11,653,089	1.12
11.	DB Nominees (Singapore) Pte Ltd	11,546,243	1.11
12.	United Overseas Bank Nominees (Private) Limited	11,227,061	1.07
13.	iFAST Financial Pte. Ltd.	10,881,840	1.04
14.	HSBC (Singapore) Nominees Pte Ltd	10,644,450	1.02
15.	UOB Kay Hian Private Limited	9,996,125	0.96
16.	Keppel Pacific Oak US REIT Management Pte. Ltd.	9,816,894	0.94
17.	Maybank Securities Pte. Ltd.	9,242,107	0.88
18.	Toh Ong Tiam	7,650,900	0.73
19.	Quek Leng Chye	6,821,000	0.65
20.	CGS International Securities Singapore Pte. Ltd.	6,455,851	0.62
<b>Total</b>		<b>795,518,475</b>	<b>76.17</b>

## THE MANAGER'S DIRECTORS' UNITHOLDINGS

Based on the Register of Directors' Unitholdings maintained by the Manager, as at 21 January 2025, the direct and deemed interests of each Director in the Units<sup>1</sup> in Keppel Pacific Oak US REIT are as follows:

Name of Director	No. of Units
Mr Peter McMillan III	164,095 (Direct) 9,816,894 (Deemed) <sup>2</sup>
Mr Lawrence David Sperling	475,745 (Direct)
Mr Roger Tay Puay Cheng	219,400 (Direct) 10,000 (Deemed) <sup>3</sup>
Mr Kenneth Tan Jhu Hwa	622,430 (Direct) 250,000 (Deemed) <sup>4</sup>
Ms Sharon Riley Wortmann	150,543 (Direct)
Ms Bridget Lee Siow Pei	25,000 (Direct)

### Notes:

<sup>1</sup> As at 21 January 2025, there are no convertible securities in Keppel Pacific Oak US REIT.

<sup>2</sup> Mr Peter McMillan III's deemed interest arises from his shareholdings in KORE Pacific Advisors Pte. Ltd., which in turn is deemed to have interest in the units held by Keppel Pacific Oak US REIT Management Pte. Ltd., a 50:50 joint-venture of Keppel Capital Holdings Pte. Ltd. and KORE Pacific Advisors Pte. Ltd.

<sup>3</sup> Mr Roger Tay Puay Cheng has a deemed interest in Units held by his spouse.

<sup>4</sup> Mr Kenneth Tan Jhu Hwa has a deemed interest in Units held by his spouse.

## SUBSTANTIAL UNITHOLDERS

Based on the Register of Substantial Unitholders' Unitholdings maintained by the Manager, as at 28 February 2025, the Substantial Unitholders of Keppel Pacific Oak US REIT and their interests in the Units in Keppel Pacific Oak US REIT are as follows:

Name	No. of Units	%
Temasek Holdings (Private) Limited	73,982,246 (Deemed) <sup>1</sup>	7.08
Keppel Ltd.	73,982,246 (Deemed) <sup>2</sup>	7.08
Keppel Capital Holdings Pte. Ltd.	73,982,246 (Deemed) <sup>3</sup>	7.08
Keppel Capital Investment Holdings Pte. Ltd.	64,165,352 (Direct)	6.14
Pacific Oak Strategic Opportunity REIT, Inc.	64,165,352 (Deemed) <sup>4</sup>	6.14
Pacific Oak Strategic Opportunity Limited Partnership	64,165,352 (Deemed) <sup>5</sup>	6.14
Pacific Oak SOR (BVI) Holdings Ltd	64,165,352 (Deemed) <sup>6</sup>	6.14
Pacific Oak SOR Properties LLC	64,165,352 (Direct)	6.14
Hillsboro Capital, Ltd.	90,608,569 (Direct)	8.68

### Notes:

<sup>1</sup> Temasek Holdings (Private) Limited's deemed interest arises from the deemed interest held by Keppel Ltd.

<sup>2</sup> Keppel Ltd.'s deemed interest arises from its shareholdings in (i) Keppel Capital Investment Holdings Pte. Ltd., a wholly-owned subsidiary of Keppel Capital Holdings Pte. Ltd., which is in turn a wholly-owned subsidiary of Keppel Ltd.; and (ii) Keppel Pacific Oak US REIT Management Pte. Ltd., a 50:50 joint-venture of Keppel Capital Holdings Pte. Ltd. and KORE Pacific Advisors Pte. Ltd.

<sup>3</sup> Keppel Capital Holdings Pte. Ltd.'s deemed interest arises from its shareholdings in (i) Keppel Capital Investment Holdings Pte. Ltd., a wholly-owned subsidiary of Keppel Capital Holdings Pte. Ltd.; and (ii) Keppel Pacific Oak US REIT Management Pte. Ltd., a 50:50 joint-venture of Keppel Capital Holdings Pte. Ltd. and KORE Pacific Advisors Pte. Ltd.

<sup>4</sup> Pacific Oak Strategic Opportunity REIT, Inc.'s deemed interest arises from its shareholdings in Pacific Oak SOR Properties LLC, a wholly-owned subsidiary of Pacific Oak SOR (BVI) Holdings Ltd, which is in turn a wholly-owned subsidiary of Pacific Oak Strategic Opportunity Limited Partnership. Pacific Oak Strategic Opportunity Limited Partnership is a wholly-owned subsidiary of Pacific Oak Strategic Opportunity REIT, Inc.

<sup>5</sup> Pacific Oak Strategic Opportunity Limited Partnership's deemed interest arises from its shareholdings in Pacific Oak SOR Properties LLC, a wholly-owned subsidiary of Pacific Oak SOR (BVI) Holdings Ltd, which is in turn a wholly-owned subsidiary of Pacific Oak Strategic Opportunity Limited Partnership.

<sup>6</sup> Pacific Oak SOR (BVI) Holdings Ltd's deemed interest arises from its shareholdings in Pacific Oak SOR Properties LLC, a wholly-owned subsidiary of Pacific Oak SOR (BVI) Holdings Ltd.

## PUBLIC UNITHOLDERS

Based on the information available to the Manager as at 28 February 2025, approximately 77.78% of the issued Units in Keppel Pacific Oak US REIT is held by the public and therefore, pursuant to Rules 1207 and 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited, it is confirmed that at least 10% of the issued Units in Keppel Pacific Oak US REIT is at all times held by the public.

## TREASURY UNITS

As at 28 February 2025, there are no treasury units held by Keppel Pacific Oak US REIT or the Manager.

# Corporate Information

## TRUSTEE

### Perpetual (Asia) Limited

#### Registered Address

8 Marina Boulevard #05-02  
Marina Bay Financial Centre  
Singapore 018981  
Phone: (65) 6908 8203  
Fax: (65) 6438 0255

#### Principal Business Address

16 Collyer Quay  
#07-01  
Singapore 049318

## EXTERNAL AUDITOR

### Ernst & Young LLP

One Raffles Quay  
North Tower, Level 18  
Singapore 048583  
Phone: (65) 6535 7777  
Fax: (65) 6532 7662  
Partner-in-charge: Ms Low Yen Mei  
(With effect for the financial year ended  
31 December 2023)

## INTERNAL AUDITOR

### Ms Magdalene Tan

Head of Internal Audit (Designate)

## THE MANAGER

### Keppel Pacific Oak US REIT Management Pte. Ltd.

#### Registered Address

1 HarbourFront Avenue  
#18-01 Keppel Bay Tower  
Singapore 098632  
Phone: (65) 6803 1818  
Fax: (65) 6251 4710  
Website: www.koreusreit.com

#### Principal Business Address

1 HarbourFront Avenue  
Level 2 Keppel Bay Tower  
Singapore 098632

#### Investor Relations Contact

Phone: (65) 6803 1687  
Email: enquiries@koreusreit.com

## UNIT REGISTRAR AND UNIT TRANSFER OFFICE

### Boardroom Corporate & Advisory Services Pte. Ltd.

1 HarbourFront Avenue  
#14-07 Keppel Bay Tower  
Singapore 098632  
Phone: (65) 6536 5355

*For updates or change of mailing address,  
please contact*

### The Central Depository (Pte) Limited

Phone: (65) 6535 7511  
Email: asksgx@sgx.com  
Website: www2.sgx.com/securities/  
retail-investor

## COMPANY SECRETARIES

Mr Tan Wei Ming, Darren

Ms Lee Yingqi

## DIRECTORS OF THE MANAGER

### Mr Peter McMillan III

Chairman and Non-Executive Director

### Mr Lawrence David Sperling

Lead Independent Director

### Mr Roger Tay Puay Cheng

Independent Director

### Mr Kenneth Tan Jhu Hwa

Independent Director

### Ms Sharon Riley Wortmann

Independent Director

### Ms Bridget Lee Siow Pei

Non-Executive Director

## AUDIT AND RISK COMMITTEE

### Mr Roger Tay Puay Cheng

Chairman

### Mr Kenneth Tan Jhu Hwa

### Ms Sharon Riley Wortmann

### Mr Lawrence David Sperling

## NOMINATING AND REMUNERATION COMMITTEE

### Mr Kenneth Tan Jhu Hwa

Chairman

### Mr Lawrence David Sperling

### Ms Sharon Riley Wortmann

### Ms Bridget Lee Siow Pei

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

### Mr Lawrence David Sperling

Chairman

### Mr Kenneth Tan Jhu Hwa

### Ms Sharon Riley Wortmann

# Notice of Annual General Meeting

## Keppel Pacific Oak US REIT

(a real estate investment trust constituted on 22 September 2017  
(as amended) under the laws of the Republic of Singapore)

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (“AGM”) of the holders of units of Keppel Pacific Oak US REIT (the “Unitholders”) will be held at Suntec Singapore Convention and Exhibition Centre, Nicoll 1-2 Level 3, 1 Raffles Boulevard Suntec City, Singapore 039593 (see Explanatory Notes 1 to 12) on Thursday, 17 April 2025 at 2.00 p.m. (Singapore time) to transact the following business:

### A. AS ORDINARY BUSINESS

- |    |   |                              |
|----|---|------------------------------|
| 1  | To receive and adopt the Report of Perpetual (Asia) Limited, as trustee of Keppel Pacific Oak US REIT (the “Trustee”), the Statement by Keppel Pacific Oak US REIT Management Pte. Ltd., as manager of Keppel Pacific Oak US REIT (the “Manager”), and the Audited Financial Statements of Keppel Pacific Oak US REIT for the financial year ended 31 December 2024 and the Auditor’s Report thereon. | <b>Ordinary Resolution 1</b> |
| 2. | To re-appoint Messrs Ernst & Young LLP as the Auditor of Keppel Pacific Oak US REIT to hold office until the conclusion of the next AGM of Keppel Pacific Oak US REIT, and to authorise the Manager to fix their remuneration.  | <b>Ordinary Resolution 2</b> |
| 3. | To endorse the appointments of the following directors of the Manager (“Directors”), pursuant to the undertaking on March 2022 provided by Keppel Capital Holdings Pte. Ltd. (“Keppel Capital”) and KORE Pacific Advisors Pte. Ltd. (“KPA”) to the Trustee:   |                              |
| a. | Mr Peter McMillan III; and  | <b>Ordinary Resolution 3</b> |
| b. | Mr Roger Tay Puay Cheng.  | <b>Ordinary Resolution 4</b> |
|    | (Please see Explanatory Note 10)  |                              |

### B. AS SPECIAL BUSINESS

To consider and, if thought fit, to pass with or without any modifications, the following resolutions:

- |    |   |                              |
|----|---|------------------------------|
| 4. | That authority be and is hereby given to the Manager to:  | <b>Ordinary Resolution 5</b> |
| a. | <div style="margin-left: 20px;">i. issue units in Keppel Pacific Oak US REIT (“Units”) whether by way of rights, bonus or otherwise and including any capitalisation of any sum for the time being standing to the credit of any of Keppel Pacific Oak US REIT’s reserve accounts or any sum standing to the credit of the profit and loss account or otherwise available for distribution; and/or</div> <div style="margin-left: 20px;">ii. make or grant offers, agreements or options (collectively, “Instruments”) that would or might require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, securities, warrants, debentures or other instruments convertible into Units,</div> <div style="margin-left: 20px;">at any time and upon such terms and conditions and for such purposes and to such persons as the Manager may in its absolute discretion deem fit; and</div> |                              |
| b. | (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time such Units are issued) issue Units in pursuance of any Instrument made or granted by the Manager while this Resolution was in force,  |                              |

provided that:

1. the aggregate number of Units to be issued pursuant to this Resolution (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution and any adjustment effected under any relevant Instrument) shall not exceed fifty per cent (50%) of the total number of issued Units (excluding treasury Units and subsidiary holdings, if any) in each class (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Units to be issued other than on a *pro rata* basis to Unitholders (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution and any adjustment effected under any relevant Instrument) shall not exceed twenty per cent (20%) of the total number of issued Units (excluding treasury Units and subsidiary holdings, if any) in each class (as calculated in accordance with sub-paragraph (2) below);

## Notice of Annual General Meeting

2. subject to such manner of calculation as may be prescribed by Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for the purpose of determining the aggregate number of Units that may be issued under sub-paragraph (1) above, the total number of issued Units (excluding treasury Units and subsidiary holdings, if any) shall be calculated based on the total number of issued Units (excluding treasury Units and subsidiary holdings, if any) at the time this Resolution is passed, after adjusting for:
  - a. any new Units arising from the conversion or exercise of any Instruments which were issued and are outstanding or subsisting at the time this Resolution is passed; and
  - b. any subsequent bonus issue, consolidation or subdivision of Units;
3. in exercising the authority conferred by this Resolution, the Manager shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (the “**Listing Manual**”) (unless such compliance has been waived by the SGX-ST) and the trust deed dated 22 September 2017 (as amended) constituting Keppel Pacific Oak US REIT (the “**Trust Deed**”) (unless otherwise exempted or waived by the Monetary Authority of Singapore);
4. (unless revoked or varied by the Unitholders in a general meeting) the authority conferred by this Resolution shall continue in force until (i) the conclusion of the next AGM of Keppel Pacific Oak US REIT or (ii) the date by which the next AGM of Keppel Pacific Oak US REIT is required by law or applicable regulations to be held, whichever is earlier;
5. where the terms of the issue of the Instruments provide for adjustment to the number of Instruments or Units into which the Instruments may be converted in the event of rights, bonus or other capitalisation issues or any other events, the Manager is authorised to issue additional Instruments or Units pursuant to such adjustment notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the Instruments or Units are issued; and
6. the Manager and the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing, as the case may be, all such documents as may be required) as the Manager or, as the case may be, the Trustee may consider necessary, expedient, incidental or in the interest of Keppel Pacific Oak US REIT to give effect to the authority conferred by this Resolution.

(Please see Explanatory Note 11)

5. That:
  - a. the exercise of all the powers of the Manager to repurchase issued Units for and on behalf of Keppel Pacific Oak US REIT not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Manager from time to time up to the Maximum Price (as hereafter defined), whether by way of:
    - i. market repurchase(s) on the SGX-ST and/or, as the case may be, such other stock exchange for the time being on which the Units may be listed and quoted; and/or
    - ii. off-market repurchase(s) in accordance with any equal access scheme(s) as may be determined or formulated by the Manager as it considers fit in accordance with the Trust Deed,

and otherwise in accordance with all applicable laws and regulations including the rules of the SGX-ST or, as the case may be, such other stock exchange for the time being on which the Units may be listed and quoted, be and is hereby authorised and approved generally and unconditionally (the “**Unit Buy-Back Mandate**”);
  - b. (unless revoked or varied by the Unitholders in a general meeting) the authority conferred on the Manager pursuant to the Unit Buy-Back Mandate may be exercised by the Manager at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:
    - i. the date on which the next AGM of Keppel Pacific Oak US REIT is held;
    - ii. the date by which the next AGM of Keppel Pacific Oak US REIT is required by applicable laws and regulations or the Trust Deed to be held; or
    - iii. the date on which repurchases of Units pursuant to the Unit Buy-Back Mandate are carried out to the full extent mandated;

**Ordinary  
Resolution 6**



- c. in this Resolution:

**"Average Closing Price"** means the average of the closing market prices of the Units over the last five Market Days, on which transactions in the Units were recorded, immediately preceding the date of the market repurchase or, as the case may be, the date of the making of the offer pursuant to the off-market repurchase, and deemed to be adjusted for any corporate action that occurs during the relevant five-day period and the day on which the market purchase or, as the case may be, the date on which the offer pursuant to the off-market purchase, is made;

**"date of the making of the offer"** means the date on which the Manager makes an offer for an off-market repurchase, stating therein the repurchase price (which shall not be more than the Maximum Price for an off-market repurchase) for each Unit and the relevant terms of the equal access scheme for effecting the off-market repurchase;

**"Market Day"** means a day on which the SGX-ST and/or, as the case may be, such other stock exchange for the time being on which the Units may be listed and quoted, is open for trading in securities;

**"Maximum Limit"** means that number of Units representing 10% of the total number of issued Units (excluding treasury Units and subsidiary holdings, if any) as at the date of the passing of this Resolution; and

**"Maximum Price"** in relation to a Unit to be repurchased, means the repurchase price (excluding brokerage, stamp duty, commission, applicable goods and services tax, clearing charges, and other related expenses) which shall not exceed:

- i. in the case of a market repurchase of a Unit, 105% of the Average Closing Price of the Units; and
  - ii. in the case of an off-market repurchase of a Unit, 110% of the Average Closing Price of the Units; and
- d. the Manager and the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager or, as the case may be, the Trustee may consider expedient or necessary or in the interests of Keppel Pacific Oak US REIT to give effect to the transactions contemplated and/or authorised by this Resolution.

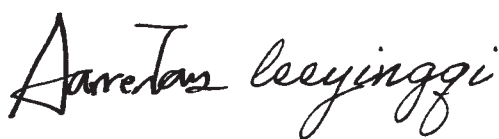
(Please see Explanatory Note 12)

#### C. AS OTHER BUSINESS

6. To transact such other business as may be transacted at an AGM.

**Unitholders are invited to send in their questions relating to the resolutions above to the Manager by 2.00 p.m. on 3 April 2025. Please see Explanatory Note 7 of this Notice of AGM on how Unitholders may submit their questions.**

**BY ORDER OF THE BOARD**  
**Keppel Pacific Oak US REIT Management Pte. Ltd.**  
(UEN 201719652G)  
As Manager of Keppel Pacific Oak US REIT



**Darren Tan/Lee Yingqi**  
Company Secretaries

Singapore  
26 March 2025

# Notice of Annual General Meeting

## Explanatory Notes:

1. This AGM is being convened and will be held in a wholly physical format, at Suntec Singapore Convention and Exhibition Centre, Nicoll 1-2, Level 3, 1 Raffles Boulevard Suntec City, Singapore 039593 on Thursday, 17 April 2025 at 2.00 p.m. **There will be no option for Unitholders to participate virtually.** In addition to printed copies of this Notice of AGM that will be sent to Unitholders, Unitholders can also access this Notice of AGM and the accompanying Proxy Form on Keppel Pacific Oak US REIT's website at <https://www.koreusreit.com/investor-relations/agm-egm/> and SGXNet.
2. Investors holding Units through relevant intermediaries ("Investors") (other than investors holding Units through the Supplementary Retirement Scheme ("SRS") ("SRS investors")) and who wish to participate in the AGM by (i) attending the AGM in person; (ii) submitting questions to the Manager in advance of, or at, the AGM; and/or (iii) voting at the AGM (A) themselves; or (B) by appointing the Chairman as proxy in respect of the Units held by such relevant intermediary on their behalf, should contact the relevant intermediary through which they hold such Units as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.

In this Notice of AGM, a "relevant intermediary" means:

- i. a banking corporation licensed under the Banking Act 1970, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity; or
  - ii. a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001, and who holds Units in that capacity.
3. Arrangements relating to:
    - a. attendance at the AGM by Unitholders, including SRS investors; or
    - b. submission of questions to the Manager in advance of, or at, the AGM, and addressing of substantial and relevant questions in advance of, or at, the AGM; and
    - c. voting at the AGM by Unitholders, including SRS Investors, or (where applicable) their duly appointed proxy,

are set out in the accompanying announcement dated 26 March 2025. This announcement may be accessed at Keppel Pacific Oak US REIT's website at <https://www.koreusreit.com/investor-relations/agm-egm/> and SGXNet.

4. A proxy need not be a Unitholder. A Unitholder can appoint the Chairman as his/her/its proxy, but this is not mandatory.

The instrument for the appointment of proxy ("Proxy Form") will be sent to Unitholders and may be accessed at Keppel Pacific Oak US REIT's website at <https://www.koreusreit.com/investor-relations/agm-egm/> and SGXNet. Where a Unitholder (whether individual or corporate) appoints the Chairman as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman as proxy for that resolution will be treated as invalid.

A Unitholder who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote on his/her/its behalf at the AGM. A Unitholder who is a relevant intermediary may appoint more than two proxies to exercise all or any of its rights to attend, speak and vote at every meeting. In any case where a Proxy Form appoints more than one proxy, the proportion of the holding of Units concerned to be represented by each proxy shall be specified in the Proxy Form. If no proportion is specified, the Manager shall be entitled to treat the first named proxy as representing the entire Unitholding and any second named proxy as an alternate to the first named or at the Manager's option to treat this Proxy Form as invalid.

5. **The Proxy Form must be submitted in the following manner:**

- a. if submitted by post, be lodged with the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 1 HarbourFront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
- b. if submitted electronically, be submitted via email to [keppel@boardroomlimited.com](mailto:keppel@boardroomlimited.com),

in either case, by **2.00 p.m. on 14 April 2025**, being **72 hours before the time appointed for holding the AGM**.

A Unitholder who wishes to submit the Proxy Form must complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

Completion and submission of the Proxy Form by a Unitholder will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM shall be deemed to be revoked if the Unitholder attends the AGM in person, and in such event, the Manager reserves the right to refuse to admit any person or persons appointed under the Proxy Form to the AGM.

6. The Proxy Form is not valid for use by Investors (including SRS investors) and shall be ineffective for all intents and purposes if used or purported to be used by them.

SRS investors may appoint Chairman as proxy to vote on his/her behalf at the AGM, in which case he/she should approach his/her respective SRS operator to specify his/her voting instructions by 5.00 p.m. on 7 April 2025, being 7 working days before the date of the AGM.

An Investor (other than a SRS investor) who wishes to vote should instead approach his/her/its relevant intermediary as soon as possible, and by no later than 5.00 p.m. on 7 April 2025 to specify his/her/its voting instructions, including but not limited to, whether he/she/it wishes to vote at the AGM.

7. **All Unitholders and Investors may also submit questions relating to the business of the AGM no later than 2.00 p.m. on 3 April 2025:**

- a. by email to [enquiries@koreusreit.com](mailto:enquiries@koreusreit.com); or
- b. by post to the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 1 HarbourFront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

Unitholders, including SRS investors, who submit questions by post or via email must provide the following information for authentication:

- a. the Unitholder's full name;
- b. the Unitholder's address; and
- c. the manner in which the Unitholder holds Units in Keppel Pacific Oak US REIT (e.g., via SRS).

The Manager will answer all substantial and relevant questions received prior to 2.00 p.m. on 3 April 2025 through the publication of its responses on Keppel Pacific Oak US REIT's website and on SGXNet prior to the AGM. Substantial and relevant questions received after the foregoing submission deadline which have not already been addressed prior to the AGM, as well as those substantial and relevant questions received at the AGM itself, will be addressed during the AGM. Where substantially similar questions are received, the Manager will consolidate such questions and consequently, not all questions may be individually addressed.

The Manager will publish the minutes of the AGM on Keppel Pacific Oak US REIT's website and on the SGX website, and the minutes will include the responses to the substantial and relevant questions which are addressed during the AGM.

8. All documents (including Keppel Pacific Oak US REIT's Report to Unitholders 2024, the updated unitholding statistics as at 28 February 2025, Proxy Form, this Notice of AGM and the Appendix in relation to the proposed Unit Buy-Back Mandate) and information relating to the business of the AGM have been, or will be, published on SGXNet and/ or Keppel Pacific Oak US REIT's website at <https://www.koreusreit.com/investor-relations/agm-egm/>. **Printed copies of Keppel Pacific Oak US REIT's Report to Unitholders 2024 will not be despatched to Unitholders.** Printed copies of the Notice of AGM, the instrument appointing proxy(ies) and the request form for a printed copy of the Keppel Pacific Oak US REIT's Report to Unitholders 2024 ("**Request Form**") have been despatched to Unitholders. Any Unitholder who wishes to receive a printed copy of the Keppel Pacific Oak US REIT's Report to Unitholders 2024 should submit his/her/its request via the physical copy or online request form which is accessible at KORE's website at <https://www.koreusreit.com/investor-relations/agm-egm/> no later than **5.00 p.m. on Monday, 7 April 2025**. Unitholders and Investors are advised to check SGXNet and/ or Keppel Pacific Oak US REIT's website regularly for updates.

9. Any reference to a time of day is made by reference to Singapore time.

10. **Ordinary Resolutions 3 and 4**

Keppel Capital and KPA had on March 2022 provided an undertaking (the "**Undertaking**") to the Trustee:

- to procure the Manager to seek Unitholders' endorsement for the appointment of the existing Director no later than the AGM of Keppel Pacific Oak US REIT to be held in 2024, provided that the Manager shall seek Unitholders' endorsement for at least one-third of the existing Directors (or if their number is not a multiple of three then the number nearest to one-third) at each of the AGMs to be held in 2022 and 2023;
- to procure the Manager to seek Unitholders' endorsement for the appointment of each Director no later than every third AGM of Keppel Pacific Oak US REIT after the relevant general meeting at which such Director's appointment was last endorsed or re-endorsed, as the case may be;
- (where a person is appointed as Director, either to fill a vacancy or as an addition to the existing Directors, at any time) to procure the Manager to seek Unitholders' endorsement for his or her appointment as a Director at the next AGM of Keppel Pacific Oak US REIT immediately following his or her appointment; and
- to procure any person whose appointment as a Director has not been endorsed or re-endorsed (as the case may be) by the Unitholders at the relevant general meeting of Keppel Pacific Oak US REIT where the endorsement or re-endorsement (as the case may be) for his or her appointment was sought, to resign or otherwise be removed from the Board of Directors of the Manager either (i) within 21 days from the date of the relevant general meeting or (ii) in the event that the Board of Directors of the Manager determines that a replacement Director has to be appointed, no later than the date when such replacement Director is appointed, and the regulatory approval for such appointment (if any) has been obtained.

The endorsement or re-endorsement from Unitholders of any appointment of any person as a Director shall be by way of an ordinary resolution passed at the relevant general meeting. The Undertaking shall not restrict the Manager, Keppel Capital or KPA from appointing any Director from time to time in accordance with applicable laws and regulations (including any applicable rules of the SGX-ST) and the Constitution of the Manager.

The Undertaking shall remain in force for so long as:

- Keppel Capital and KPA continue to hold shares in the Manager; and
- Keppel Pacific Oak US REIT Management Pte. Ltd. remains as the manager of Keppel Pacific Oak US REIT.

The Manager is seeking the re-endorsement of the appointment of Mr Peter McMillan III and the endorsement of the appointment of Mr Roger Tay Puay Cheng at the AGM to be held in 2025.

Detailed information on Mr Peter McMillan III and Mr Roger Tay Puay Cheng can be found in the "Board of Directors" section in Keppel Pacific Oak US REIT's Report to Unitholders 2024.

Mr Peter McMillan III does not currently hold membership in any of the Board Committees. He will, upon endorsement, continue to serve as a Chairman of the Board. Mr Roger Tay Puay Cheng will, upon endorsement, continue to serve as the Chairman of the Audit and Risk Committee.

11. **Ordinary Resolution 5**

The Ordinary Resolution 5 above, if passed, will empower the Manager from the date of this AGM until (i) the conclusion of the next AGM of Keppel Pacific Oak US REIT; (ii) the date on which the next AGM of Keppel Pacific Oak US REIT is required by applicable regulations to be held, or (iii) the date on which such authority is revoked or varied by the Unitholders in a general meeting, whichever is the earliest (the "**Mandated Period**"), to issue Units, to make or grant Instruments and to issue Units pursuant to such Instruments, up to a number not exceeding 50% of the total number of issued Units (excluding treasury Units and subsidiary holdings, if any) in each class, of which up to 20% may be issued other than on a *pro rata* basis to Unitholders.

The Ordinary Resolution 5 above, if passed, will empower the Manager to issue Units, during the Mandated Period, as either full or partial payment of fees which the Manager is entitled to receive for its own account pursuant to the Trust Deed.

To determine the aggregate number of Units that may be issued, the percentage of issued Units will be calculated based on the total number of issued Units (excluding treasury Units and subsidiary holdings, if any) at the time the Ordinary Resolution 5 above is passed, after adjusting for new Units arising from the conversion or exercise of any convertible securities or options which were issued and are outstanding or subsisting at the time the Ordinary Resolution 5 is passed and any subsequent bonus issue, consolidation or subdivision of Units.

Fund raising by issuance of new Units may be required in instances of property acquisitions or debt repayments. In any event, if the approval of Unitholders is required under the Listing Manual, the Trust Deed or any applicable laws and regulations in such instances, the Manager will then obtain the approval of Unitholders accordingly.

12. **Ordinary Resolution 6**

The Ordinary Resolution 6 above, if passed, will empower the Manager from the date of the AGM of Keppel Pacific Oak US REIT until (i) the date on which the next AGM of Keppel Pacific Oak US REIT is held, (ii) the date by which the next AGM of Keppel Pacific Oak US REIT is required by applicable laws and regulations or the Trust Deed to be held, or (iii) the date on which the repurchases of Units pursuant to the Unit Buy-Back Mandate are carried out to the full extent mandated, whichever is the earliest, to exercise all the powers to repurchase issued Units for and on behalf of Keppel Pacific Oak US REIT not exceeding in aggregate 10% of the total number of Units (excluding treasury Units and subsidiary holdings, if any) as at the date of the passing of this Resolution, whether by way of market repurchase(s) or off-market repurchase(s), on the terms of the Unit Buy-Back Mandate set out in the Appendix unless such authority is revoked or varied by the Unitholders in a general meeting.

(See the Appendix in relation to the proposed Unit Buy-Back Mandate for further details.)

**Personal Data Privacy**

By (i) submitting any question prior to or at the AGM; and/or (ii) submitting a Proxy Form appointing a proxy(ies) and/or a representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a Unitholder (A) consents to the collection, use and disclosure of the Unitholder's personal data by the Manager and the Trustee (or their agents or service providers) for the purpose of the processing, administration and analysis by the Manager and the Trustee (or their agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Manager and the Trustee (or their agents or service providers) to comply with any applicable laws, listing rules, takeover rules, regulations and/or guidelines (collectively, the "**Purposes**"), (B) warrants that where the Unitholder discloses the personal data of the Unitholder's proxy(ies) and/or representative(s) to the Manager and the Trustee (or their agents or service providers), the Unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Manager and the Trustee (or their agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (C) agrees to provide the Manager and the Trustee with written evidence of such prior consent upon reasonable request.



# Proxy Form

## **Képpel Pacific Oak US REIT**

(a real estate investment trust constituted on 22 September 2017  
(as amended) under the laws of the Republic of Singapore)

**IMPORTANT**

- The AGM (as defined below) will be held, in a wholly physical format, at Suntec Singapore Convention and Exhibition Centre, Nicoll 1-2, Level 3, 1 Raffles Boulevard Suntec City, Singapore 039593 on Thursday, 17 April 2025 at 2.00 p.m. **There will be no option for unitholders of Keppel Pacific Oak US REIT ("Unitholders") to participate virtually.** In addition to printed copies of the Notice of AGM and this Proxy Form that will be sent to Unitholders, Unitholders can also access the Notice of AGM and this Proxy Form on Keppel Pacific Oak US REIT's website at <https://www.koreusreit.com/investor-relations/agg-egg/> and SGXNet.
- Arrangements relating to attendance at the AGM by Unitholders (including investors holding Units through Supplementary Retirement Scheme ("SRS") ("SRS investors")), submission of questions to the Manager in advance of, or at, the AGM, addressing of substantial and relevant questions in advance of, or at, the AGM and voting at the AGM by Unitholders (including SRS investors) or, where applicable, their duly appointed proxy, are set out in the Notice of AGM and the accompanying announcement dated 26 March 2025. This announcement may be accessed at Keppel Pacific Oak US REIT's website at <https://www.koreusreit.com/investor-relations/agg-egg/> and SGXNet.
- This Proxy Form is not valid for use by investors holding units in Keppel Pacific Oak US REIT ("Units") through relevant intermediaries ("Investors") (including SRS investors) and shall be ineffective for all intents and purposes if used or purported to be used by them. Such Investors (including SRS investors) should refer instead to the instructions set out in the Notice of AGM and the accompanying announcement dated 26 March 2025. An Investor (other than a SRS investor) who wishes to vote should instead approach his/her/its relevant intermediary as soon as possible, and no later than 5.00 p.m. on 7 April 2025 to make the necessary arrangements.
- Personal Data Privacy:** By submitting this Proxy Form, a Unitholder accepts and agrees to the personal data terms set out in the Notice of AGM dated 26 March 2025.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of proxy(ies) to vote on his/her/its behalf at the AGM.**

### ANNUAL GENERAL MEETING

I/We \_\_\_\_\_ (Name(s))

\_\_\_\_\_ (NRIC/Passport/Company Registration Number(s))

\_\_\_\_\_ (Address)

being a Unitholder/Unitholders of Keppel Pacific Oak US REIT, hereby appoint:

Name	Address	NRIC/ Passport Number	Proportion of the holding of Units	
			No. of Units	%

and/or (delete as appropriate)

Name	Address	NRIC/ Passport Number	Proportion of the holding of Units	
			No. of Units	%

or failing him/her, or if no persons are named above, the Chairman of the Annual General Meeting (the "Chairman"), as my/our proxy/proxies to attend, speak and vote on my/our behalf at the Annual General Meeting of Keppel Pacific Oak US REIT ("AGM") to be convened and held at Suntec Singapore Convention and Exhibition Centre, Nicoll 1-2, Level 3, 1 Raffles Boulevard Suntec City, Singapore 039593 on Thursday, 17 April 2025 at 2.00 p.m. and at any adjournment thereof. I/We direct my/our proxy/proxies to vote or abstain from voting on the resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies (other than the Chairman) will vote or abstain from voting at his/her/their discretion, as he/she/they may determine on any other matter arising at the AGM. In the absence of specific directions in respect of a resolution, any appointment of the Chairman as proxy for that resolution will be treated as invalid.

No.	Resolution	For*	Against*	Abstain*
<b>Ordinary Business</b>				
1.	To receive and adopt the Trustee's Report, the Manager's Statement, the Audited Financial Statements of Keppel Pacific Oak US REIT for the financial year ended 31 December 2024 and the Auditor's Report thereon.			
2.	To re-appoint Messrs Ernst & Young LLP as the Auditor of Keppel Pacific Oak US REIT and authorise the Manager to fix the Auditor's remuneration.			
3.	To endorse the appointment of Mr Peter McMillan III as Director.			
4.	To endorse the appointment of Mr Roger Tay Puay Cheng as Director.			
<b>Special Business</b>				
5.	To authorise the Manager to issue Units and to make or grant convertible instruments.			
6.	To approve the renewal of the Unit Buy-Back Mandate.			

\* If you wish to exercise all your votes "For" or "Against" the relevant Resolution, please mark with an "X" within the relevant box provided. Alternatively, if you wish to exercise your votes for both "For" and "Against" the relevant Resolution, please indicate the number of Units in the boxes provided. If you wish to abstain from voting on a resolution, please mark with an "X" within the relevant box provided. Alternatively, please indicate the number of Units which you wish to abstain from voting in the box provided.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Total Number of Units Held

Signature(s) of Unitholder(s)/Common Seal of Corporate Unitholder

**IMPORTANT: Please read the notes overleaf before completing this Proxy Form**



#### Notes to the Proxy Form:

1. A Unitholder should insert the total number of Units held in the Proxy Form. If the Unitholder has Units entered against his or her name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 and maintained by The Central Depository (Pte) Limited ("CDP")), he/she should insert that number of Units. If the Unitholder has Units registered in his/her name in the Register of Unitholders of Keppel Pacific Oak US REIT, he/she should insert that number of Units. If the Unitholder has Units entered against his/her name in the said Depository Register and registered in his/her name in the Register of Unitholders, he/she should insert the aggregate number of Units. If no number is inserted, this Proxy Form will be deemed to relate to all the Units held by the Unitholder.
2. A proxy need not be a Unitholder. A Unitholder can appoint the Chairman as his/her/its proxy. Where a Unitholder (whether individual or corporate) appoints the Chairman as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman as proxy for that resolution will be treated as invalid.
3. The Proxy Form is not valid for use by Investors (including SRS investors) and shall be ineffective for all intents and purposes if used or purported to be used by them. SRS investors may appoint the Chairman as proxy to vote on his/her behalf at the AGM, in which case he/she should approach his/her SRS operator to specify his/her voting instructions by 5.00 p.m. on 7 April 2025, being 7 working days before the date of the AGM. An Investor (other than SRS investors) who wishes to vote should instead approach his/her/its relevant intermediary as soon as possible, and by no later than 5.00 p.m. on 7 April 2025 to specify his/her/its voting instructions, including but not limited to, whether he/she/it wishes to vote at the AGM.
4. The Proxy Form must be submitted in the following manner:
  - a. if submitted by post, be lodged with the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 1 HarbourFront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
  - b. if submitted electronically, be submitted via email to [keppel@boardroomlimited.com](mailto:keppel@boardroomlimited.com),in either case, by **2.00 p.m. on 14 April 2025**, being **72 hours before the time appointed for holding the AGM**.

Fold along this line (1)

**Keppel Pacific Oak US REIT**

**BUSINESS REPLY SERVICE  
PERMIT No. 09501**



**Keppel Pacific Oak US REIT Management Pte. Ltd.**  
(as manager of Keppel Pacific Oak US REIT)  
c/o Boardroom Corporate & Advisory Services Pte. Ltd.  
1 HarbourFront Avenue  
#14-07 Keppel Bay Tower  
Singapore 098632

Postage will be  
paid by  
addressee.  
For posting in  
Singapore only.

Fold along this line (2)

5. A Unitholder who wishes to submit the Proxy Form must complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.
6. Completion and return of the Proxy Form shall not preclude a Unitholder from attending and voting at the AGM. Any appointment of a proxy shall be deemed to be revoked if a Unitholder attends the AGM.
7. The Proxy Form shall be in writing, under the hand of the appointor or of his/her attorney duly authorised in writing or if the appointor is a corporation either under the common seal or under the hand of an officer or attorney so authorised. The Manager and the Trustee shall have the right to reject a Proxy Form which has not been properly completed. In determining the rights to vote and other matters in respect of a completed Proxy Form submitted to it, the Manager and the Trustee shall have regard to any instructions and/or notes set out in the Proxy Form.
8. Where the Proxy Form is signed on behalf of the appointor by an attorney or a duly authorised officer, the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, must (failing previous registration with the Manager) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.
9. The Proxy Form and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be deposited at such place as the Manager may in the notice convening the meeting direct, or if no such place is appointed, then at the registered office of the Manager not less than 72 hours before the time appointed for holding the meeting or adjourned meeting (or in the case of a poll before the time appointed for the taking of the poll) at which the person named in the Proxy Form proposes to vote and in default the Proxy Form shall not be treated as valid. No Proxy Form shall be valid after the expiration of 12 months from the date named in it as the date of its execution.
10. Any reference to a time of day is made by reference to Singapore time.

#### General:

The Manager and the Trustee shall be entitled to reject the Proxy Form if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form. In addition, in the case of Units entered in the Depository Register, the Manager may reject any Proxy Form if the Unitholder, being the appointor, is not shown to have Units entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by the CDP to the Manager.

**KEPPEL PACIFIC OAK US REIT MANAGEMENT PTE. LTD.**

1 HarbourFront Avenue  
Level 2 Keppel Bay Tower  
Singapore 098632

Tel: (65) 6803 1818  
Fax: (65) 6251 4710  
[www.koreusreit.com](http://www.koreusreit.com)

UEN 201719652G