

# IN RELATION TO THE PROPOSED MERGER OF ESR-REIT AND SABANA SHARI'AH COMPLIANT REAL ESTATE INVESTMENT TRUST BY WAY OF A TRUST SCHEME OF ARRANGEMENT

## **DEALINGS DISCLOSURE**

### 1. INTRODUCTION

On 16 July 2020, the respective boards of directors of ESR Funds Management (S) Limited, as manager of ESR-REIT, and Sabana Real Estate Investment Management Pte. Ltd., as manager of Sabana Shari'ah Compliant Real Estate Investment Trust ("**Sabana REIT**", and the manager of Sabana REIT, the "**Sabana Manager**"), announced (the "**Joint Announcement**") the proposed merger (the "**Merger**") of ESR-REIT and Sabana REIT. The Merger will be effected through the acquisition by RBC Investor Services Trust Singapore Limited (in its capacity as trustee of ESR-REIT) of all the units of Sabana REIT (the "**Sabana Units**") held by the unitholders of Sabana REIT, in exchange for units in ESR-REIT (the "**ESR-REIT Units**"), by way of a trust scheme of arrangement in compliance with the Singapore Code on Take-overs and Mergers. Credit Suisse (Singapore) Limited ("**CS Singapore**") is one of the joint financial advisers to the Sabana Manager in relation to the Merger, the other joint financial adviser being The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch, and CS Singapore is part of Credit Suisse Group AG and its subsidiaries (the "**CS Group**").

All capitalised terms used and not defined herein shall have the same meanings as ascribed to them in the Joint Announcement.

# 2. DEALINGS

Pursuant to Rule 12.1 of the Code and the Practice Statement on the Exemption of Connected Fund Managers and Principal Traders under the Code issued by the Securities Industry Council on 1 February 2018 (the "**Practice Statement**"), CS Singapore wishes to announce the dealings in relevant securities by CS Singapore and its associates on 24 July 2020.

The resultant holdings in Sabana Units following the transactions on 24 July 2020 is 3,488,334, and the resultant total percentage is 0.3312%<sup>1</sup>.

Issued by

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<sup>&</sup>lt;sup>1</sup> The percentage shareholding is computed based on the total issued equity capital of Sabana Units being 1,053,083,530 Sabana Units, as set out in the Joint Announcement.



#### Nature of Investment Clients and Party Involved (In relation to transactions Type of Date of Total Price Transacted and (in Security Nature of Dealing Dealing Number of relation to transactions involving Exempt Principal (ESR-REIT Securities / involving Exempt Principal Traders) Highest and Reference Traders) Total Amount Paid Lowest Prices Paid and/or Units. and/or Received Received Sabana Securities (as Units. applicable) Convertible Securities, Options, Warrants or Derivatives) Purchase of cash settled swap 24 July 2020 SGD 0.38/SGD 76 Highest: SGD 0.38 and Credit Suisse Derivatives 200 AG Dublin in respect derivative from non-Lowest: SGD 0.38 Branch of Sabana discretionary client in order for Units client to unwind their derivative position with trade date 24 July 2020 and settlement date 28 July 2020 ("Trade A"). Purchase of cash settled swap SGD 0.38/SGD 76 Highest: SGD 0.38 and Credit Suisse Derivatives 24 July 2020 200 Lowest: SGD 0.38 AG Dublin derivative from nonin respect discretionary client in order for Branch of Sabana Units client to unwind their derivative position with trade date 24 July 2020 and settlement date 28 July 2020 ("Trade B"). Sabana Sale of securities from previous 24 July 2020 SGD 0.38/SGD 152.00 Highest: SGD 0.38 and Credit Suisse 400 hedge purchase of cash settled Securities Units Lowest: SGD 0.38 (Europe) swap derivative referred to above in Trades A and B Limited

#### **DEALINGS ON 24 JULY 2020**