



Trust Management (Suntec) Limited

Suntec Real Estate Investment Trust



AMENDMENTS TO THE TRUST DEED

ARA Trust Management (Suntec) Limited, in its capacity as manager of Suntec Real Estate investment Trust (“**Suntec REIT**”, and the manager of Suntec REIT, the “**Manager**”) wishes to announce that a third amending and restating deed (the “**Third Amending & Restating Deed**”) has been entered into on 8 December 2022 between the Manager and HSBC Institutional Trust Services (Singapore) Limited, in its capacity as the trustee of Suntec REIT (the “**Trustee**”), to amend and restate the deed of trust dated 1 November 2004 constituting Suntec REIT, as may be amended, supplemented, restated or varied from time to time (collectively, the “**Trust Deed**”). Unless otherwise defined, all capitalised terms used herein shall have the meaning ascribed to them in the Third Amending & Restating Deed.

The Third Amending & Restating Deed will incorporate amendments:

- (a) to ensure compliance with the 2020 Revised Edition of Acts which changed the name of Singapore’s Acts such that Acts are referred to by their name and the year of enactment, without the chapter numbers and the year of revised edition;
- (b) to clarify the definitions of “Real Estate” and “Stockbroker”;
- (c) to make clear that in the event of a conflict between any provisions of the Trust Deed and the Relevant Laws, Regulations and Guidelines, the Relevant Laws, Regulations and Guidelines shall prevail;
- (d) to reflect that the date on which a Unitholder ceases or ceased to be a holder of Units be included (where applicable) in the register of Unitholders;
- (e) to make clear that two or more persons may be registered as Joint Depositors of Units, subject to the terms of the Depository Agreement;
- (f) to remove references to the “Administration Fund”;
- (g) to make clear the costs that are payable out of the Deposited Property;
- (h) to make clear that Issue Price of a Unit shall be determined in compliance with the Listing Rules or, if applicable, the listing rules of the relevant Recognised Stock Exchange, the Property Funds Appendix or any other Relevant Laws, Regulations and Guidelines;
- (i) to make clear that deposits made with related corporations that are banks licensed under the Banking Act 1970, finance companies licensed under the Finance Companies Act 1967, merchant banks approved as financial institutions under Section 28 of the Monetary Authority of Singapore Act 1970, or any other deposit-taking institution licensed under an

equivalent law in a foreign jurisdiction, in the ordinary course of business of the Trust, shall not be construed as moneys lent;

- (j) to make clear that the Trustee and the Manager shall ensure that any data received by them respectively on behalf of the Trust is collected, stored, maintained and used in compliance with the Personal Data Protection Act 2012, where applicable; and
- (k) to make clear that the Manager shall be responsible for carrying out the repurchase and/or redemption of Units if at any time the Trust or Units becomes Unlisted.

The amendments made pursuant to the Third Amending & Restating Deed are not subject to the approval of the Unitholders of Suntec REIT as the Trustee has certified in writing pursuant to Clause 28.2.1 of the Trust Deed that the modifications to the Trust Deed:

- (i) do not materially prejudice the interests of the Unitholders or (as the case may be) Depositors, and do not operate to release to any material extent the Trustee or the Manager from any responsibility to the Unitholders or (as the case may be) Depositors; or
- (ii) are necessary in order to comply with applicable fiscal, statutory or official requirements (whether or not having the force of law).

The Third Amending & Restating Deed will be available for inspection at the registered office of the Manager for so long as Suntec REIT is in existence. Prior appointment with the Manager will be required.

BY ORDER OF THE BOARD

ARA Trust Management (Suntec) Limited
(Company registration no. 200410976R)
(as manager of Suntec Real Estate Investment Trust)

Chong Kee Hiong
Director
8 December 2022

ABOUT SUNTEC REIT

Listed on 9 December 2004, Suntec REIT holds properties in Suntec City, Singapore's largest integrated commercial development (including one of Singapore's largest shopping Mall), a 66.3% interest in Suntec Singapore Convention & Exhibition Centre, a one-third interest in One Raffles Quay and a one-third interest in Marina Bay Financial Centre Towers 1 and 2 and the Marina Bay Link Mall. Suntec REIT holds a 100% interest in a commercial building located at 177 Pacific Highway, Sydney, a 100% interest in a commercial building located at 21 Harris Street, Pyrmont, Sydney, a 50.0% interest in Southgate Complex, Melbourne, a 50.0% interest in a commercial building located at Olderfleet 477 Collins Street, Melbourne and a 100% interest in a commercial building located at 55 Currie Street, Adelaide, Australia. Suntec REIT also holds a 50.0% interest in Nova Properties and a 100% interest in The Minster Building both located in London, United Kingdom. Its aim is to invest in income-producing real estate which is primarily used for office and/or retail purposes. Suntec REIT is managed by an external manager, ARA Trust Management (Suntec) Limited. For more details, please visit www.suntecreit.com.

ABOUT ARA TRUST MANAGEMENT (SUNTEC) LIMITED

Suntec REIT is managed by ARA Trust Management (Suntec) Limited, a wholly-owned subsidiary of ARA Asset Management Limited (“ARA”).

ARA is part of the ESR Group (the “Group”), APAC’s largest real asset manager powered by the New Economy and the third largest listed real estate investment manager globally. With US\$140 billion in gross assets under management (AUM), our fully integrated development and investment management platform extends across key APAC markets, including China, Japan, South Korea, Australia, Singapore, India, New Zealand and Southeast Asia, representing over 95% of GDP in APAC, and also includes an expanding presence in Europe and the U.S. We provide a diverse range of real asset investment solutions and New Economy real estate development opportunities across our private funds business, which allow capital partners and customers to capitalise on the most significant secular trends in APAC. With 14 listed REITs managed by the Group and its associates, ESR is the largest sponsor and manager of REITs in APAC with a total AUM of US\$45 billion. Our purpose – *Space and Investment Solutions for a Sustainable Future* – drives us to manage sustainably and impactfully and we consider the environment and the communities in which we operate as key stakeholders of our business. Listed on the Main Board of The Stock Exchange of Hong Kong, ESR is a constituent of the FTSE Global Equity Index Series (Large Cap), Hang Seng Composite Index and MSCI Hong Kong Index.

More information is available at www.ara-group.com, www.esr.com.

IMPORTANT NOTICE

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any offer to purchase or subscribe for any securities of Suntec REIT in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever.

The value of the Units and the income derived from them may fall as well as rise. The Units are not obligations of, deposits in, or guaranteed by the Manager, the Trustee or any of their respective affiliates.

An investment in the Units is subject to investment risks, including the possible loss of the principal amount invested. Unitholders have no right to request that the Manager redeem or purchase their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on the SGX-ST. Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units. The past performance of Suntec REIT is not necessarily indicative of the future performance of Suntec REIT. Similarly, the past performance of the Manager is not indicative of the future performance of the Manager.