



**Trust Management (Suntec) Limited**

**Suntec Real Estate Investment Trust  
("Suntec REIT")**



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## **DISCLOSURE PURSUANT TO RULE 704(31) OF THE SGX-ST LISTING MANUAL**

Pursuant to Rule 704(31) of the SGX-ST Listing Manual, the Board of Directors of ARA Trust Management (Suntec) Limited (the "**Manager**"), as manager of Suntec Real Estate Investment Trust ("**Suntec REIT**"), wishes to announce that Harmony Convention Holding Pte Ltd<sup>1</sup> (the "**Company**"), a subsidiary of Suntec REIT, has today entered into a loan agreement for an amount of S\$388 million (the "**Facility Agreement**") for the purpose of, *inter alia*, refinancing the existing loan facility.

The Facility Agreement includes clauses making reference to certain restrictions on the change in (i) Suntec REIT's shareholding interest in the Company, (ii) the fund manager of Harmony Investors Group Limited, (iii) the manager/operator of Suntec Singapore International Convention & Exhibition Centre (the "**Property**") and (iv) the service provider pursuant to the convention service contract, and the occurrence of an event which is contrary to these restrictions will result in an event of default in the Facility Agreement. Please refer to the Appendix for further details on these clauses.

As at the date of this Announcement, no event has occur which is contract to these restrictions in the relevant clauses.

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  
27 June 2023

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<sup>1</sup> Suntec REIT holds an effective 66.3% interest in Harmony Convention Holding Pte Ltd. Harmony Convention Holding Pte Ltd, which holds the Property, is wholly-owned by Harmony Investors Holding Limited and which in turn is wholly-owned by Harmony Investors Group Limited. Harmony Investors Group Limited is held by Suntec REIT and its joint venture partner.

## **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, 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](http://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 approximately US\$150 billion in total 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. ESR is the largest sponsor and manager of REITs in APAC with a total AUM of US\$46 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.esf.com](http://www.esf.com).**

### **Important Notice**

This Announcement is for information only and does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to subscribe for or acquire, units in Suntec REIT (the "**Units**") in any jurisdiction in which such an offer or solicitation is unlawful.

The value of Units and the income derived from them may fall as well as rise. Units are not obligations of, deposits in, or guaranteed by, the Manager or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested. Investors have no right to request the Manager to redeem 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.

## Appendix

### Details of the relevant clauses

The Facility Agreement contains the following clauses:

- It is an event of default if Suntec REIT shall cease to own beneficially at least 60 per cent. of all the issued and paid-up share capital of the Company, save with the prior written consent of all the lenders.
- (Where there is a fund manager for Harmony Investors Group Limited) it will be an event of default if any subsidiary of ARA Asset Management Limited ceases to be such manager of Harmony Investors Group Limited.
- Save with the prior written consent of the Majority Lenders (as defined in the Facility Agreement) (such consent not to be unreasonably withheld), it will be an event of default if the manager / operator of the Property so appointed for the Property is not either (i) a subsidiary of ARA Asset Management Limited or (ii) a reputable manager or operator for properties of a nature similar to the Property.
- Where Suntec Singapore International Convention & Exhibition Services Pte Ltd (“**SSICE**”) is the service provider pursuant to a convention service contract entered into with SSICE or (as the case may be) (where a subsidiary of ARA Asset Management Limited is appointed pursuant to a convention service contract) it will be an event of default if a subsidiary of ARA Asset Management Limited ceases to be the service provider pursuant to a convention service contract, (i) unless the Company has entered into a replacement convention service contract with a reputable service provider prior to such cessation or (ii) save with the prior written consent of the Majority Lenders (such consent not to be unreasonably withheld).