

## MANDATORY CONDITIONAL CASH OFFER

by



**UNITED OVERSEAS BANK LIMITED**  
(Company Registration No.: 193500026Z)  
(Incorporated in the Republic of Singapore)



and

**DBS BANK LTD.**  
(Company Registration No.: 196800306E)  
(Incorporated in the Republic of Singapore)

for and on behalf of

**AELIOS PTE. LTD.**  
(Company Registration No.: 202433087E)  
(Incorporated in the Republic of Singapore)

to acquire all the issued and outstanding units in

**SUNTEC REAL ESTATE INVESTMENT TRUST**  
(a real estate investment trust constituted on 1 November 2004  
under the laws of the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by  
the Offeror and its Concert Parties

### DEALINGS DISCLOSURE

#### 1. INTRODUCTION

- 1.1 United Overseas Bank Limited and DBS Bank Ltd. ("**Joint Financial Advisers**") refer to the offer document dated 23 December 2024 (the "**Offer Announcement**") issued by the Joint Financial Advisers, for and on behalf of Aelios Pte. Ltd. (the "**Offeror**"), in relation to the mandatory conditional cash offer (the "**Offer**") to acquire all the issued and outstanding units ("**Units**") in Suntec Real Estate Investment Trust ("**Suntec REIT**"), for all the Units other than those already owned, controlled and agreed to be acquired by the Offeror and its Concert Parties, in accordance with Rule 14 of the Singapore Code on Take-overs and Mergers ("**Code**").
- 1.2 All capitalised terms used in this Announcement shall bear the same meaning as set out in the Offer Document, unless otherwise expressly stated or the context otherwise requires.

#### 2. DEALINGS DISCLOSURE

Pursuant to Rule 12.1 of the Code, the Joint Financial Advisers wish to announce, for and on behalf of the Offeror, that the following dealings in the Units were made by the Offeror on 23 December 2024:<sup>1</sup>

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<sup>1</sup> The percentage unitholding interests referred to in this Announcement is rounded to two (2) decimal places.

(a)	Total number of Units acquired by the Offeror by way of open market purchases	2,756,800 <sup>2</sup>
(b)	Approximate percentage of total number of issued Units represented by the number of Units acquired	0.09%
(c)	Price paid per Unit (excluding brokerage commission, clearing fees and goods and services tax)	S\$1.16
(d)	Resultant total number of Units owned or controlled by the Offeror	70,098,500
(e)	Approximate percentage of the total number of issued Units owned or controlled by the Offeror	2.40%
(f)	Resultant total number of Units owned or controlled by the Offeror and parties acting or presumed to be acting in concert with the Offeror	948,389,251
(g)	Approximate percentage of the total number of issued Units owned or controlled by the Offeror and parties acting or presumed to be acting in concert with the Offeror	32.46%

The figures stated in this paragraph 2 exclude the number of Units tendered in acceptance of the Offer as at 23 December 2024.

### 3. RESPONSIBILITY STATEMENT

The directors of the Offeror (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, the omission of which would make any statement in this Announcement misleading. The directors of the Offeror jointly and severally accept full responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including without limitation, in relation to the REIT Manager, Suntec REIT and its subsidiaries), the sole responsibility of the directors of the Offeror have been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement.

Issued by

**United Overseas Bank Limited and DBS Bank Ltd.**

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<sup>2</sup> Unless otherwise stated, references in this Announcement to the total number of issued Units are based on 2,921,418,466 Units in issue (based on publicly available information as at the date of this Announcement).

For and on behalf of

**Aelios Pte. Ltd.**

23 December 2024

Any inquiries relating to this Announcement or the Offer should be directed during office hours to the following:

**United Overseas Bank Limited**

Tel: +65 6539 7066

**DBS Bank Ltd.**

Tel: +65 6878 6347

### **IMPORTANT NOTICE**

*All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as "expect", "anticipate", "believe", "intend", "project", "plan", "strategy", "forecast" and similar expressions or future or conditional verbs such as "will", "would", "should", "could", "may" and "might". These statements reflect the current expectations, beliefs, hopes, intentions or strategies of the party making the statements regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Unitholders and investors should not place undue reliance on such forward-looking statements, and neither the Offeror nor the Joint Financial Advisers undertakes any obligation to update publicly or revise any forward-looking statements, subject to compliance with all applicable laws and regulations and/or rules of the SGX-ST and/or any other regulatory or supervisory body or agency.*