

PROPOSED MERGER OF ESR-REIT AND ARA LOGOS LOGISTICS TRUST BY WAY OF A TRUST SCHEME OF ARRANGEMENT

Dealings Disclosure

1. INTRODUCTION

Maybank Kim Eng Securities Pte. Ltd. (“**MKES**”) refers to the announcement made by ESR Funds Management (S) Limited (“**ESR-REIT Manager**”), as manager of ESR-REIT dated 15 October 2021 (the “**Joint Announcement**”) in relation to the proposed merger of ESR-REIT and ARA LOGOS Logistics Trust (the “**Merger**”). MKES is one of the two financial advisors to the ESR-REIT Manager.

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

2. DEALINGS

MKES, as one of the financial advisers to ESR-REIT in respect of the Merger, is regarded as an associate of ESR-REIT under the Singapore Code on Take-overs and Mergers (“**Code**”).

Prior to the release of the Joint Announcement, MKES entered into certain derivatives product known as contracts for difference (“**CFDs**”) with a client (the “**Relevant Client**”) in relation to units in ESR-REIT (“**ESR-REIT Units**”). The Relevant Client is not, and is not deemed to be, acting in concert with the ESR-REIT Manager in connection with the Merger pursuant to the Code. CFDs are a type of financial derivative instrument that allowed the Relevant Client to have exposure to ESR-REIT without the need for the Relevant Client to have a physical position in ESR-REIT.

When MKES enter into such CFDs with their clients, they will hedge the trade on a one-for-one basis by buying or selling a corresponding number of underlying securities, depending on whether the clients are taking a long or short position respectively. When the clients close their CFDs with MKES, the hedging trades entered into MKES will be closed out as well (i.e. the underlying securities purchased to hedge long CFD positions will be sold, or underlying securities sold to hedge short CFD positions will be purchased).

Immediately prior to the date of the Joint Announcement, MKES had long CFDs with the Relevant Client which are referenced to 100,000 ESR-REIT Units. Accordingly, an aggregate of 100,000 ESR-REIT Units were purchased prior to the date of the Joint Announcement and held by MKES to hedge the long CFD positions of the Relevant Client.

MKES received instructions from the Relevant Client to close out its long CFD positions with MKES in relation to 100,000 ESR-REIT Units (the “**Relevant CFDs**”). The closing of the Relevant CFDs is wholly unsolicited and driven by the Relevant Client’s instruction. Accordingly, 100,000 ESR-REIT Units were sold on the same day the Relevant CFDs were closed.

Rule 11.3 of the Code prohibits dealings by an offeror and its concert parties in securities of the offeror where the consideration for an offer includes securities of the offeror. A waiver of Rule 11.3 of the Code has been obtained by MKES from the Securities Industry Council for the sale of the 100,000 ESR-REIT Units in connection with the closing of the Relevant CFDs entered into between MKES and the Relevant Client, subject to the condition that the sale will be publicly disclosed in accordance with Rule 12.1 of the Code.

Accordingly, MKES wishes to announce the following dealing in ESR-REIT Units by it for its own account:

Date of dealing	10 November 2021
Name of entity dealing	Maybank Kim Eng Securities Pte. Ltd.
Description of dealing	Open market sale of 100,000 ESR-REIT Units in connection with the closing of CFD contracts with an unconnected client of MKES
Dealing price	S\$0.48 per ESR-REIT Unit
Total number of ESR-REIT Units sold	100,000
Consideration received from Sale (excluding brokerage fee, clearing fee and applicable tax)	S\$48,000

The resultant total number of ESR-REIT Units owned or controlled by MKES and its associates is 2,777,716.

Issued by
Maybank Kim Eng Securities Pte. Ltd.
 11 November 2021