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(Constituted in the Republic of Singapore pursuant to a trust deed dated 31 March 2006 (as amended))

# ISSUE AND LISTING OF 454,545,000 NEW UNITS PURSUANT TO THE PRIVATE PLACEMENT

Capitalised terms used herein, but not otherwise defined, shall have the meanings ascribed to them in the announcement of ESR-LOGOS REIT dated 16 February 2023 titled "Launch of Equity Fund Raising to Raise Gross Proceeds of Not Less than Approximately \$\$300.0 Million".

# 1. INTRODUCTION

Further to the announcements dated 16 February 2023, 17 February 2023 and 21 February 2023 in relation to the placement of New Units in ESR-LOGOS REIT ("**E-LOG**") to raise gross proceeds of approximately S\$150.0 million, ESR-LOGOS Funds Management (S) Limited, as manager of E-LOG (the "**Manager**"), is pleased to announce that the Manager has today issued 454,545,000 Private Placement Units at an issue price of S\$0.330 per Private Placement Unit in connection with the Private Placement. With the issue of 454,545,000 Private Placement Units, the total number of Units in issue is 7,184,649,079 Units as at the date of this announcement.

The Private Placement Units will commence trading on the Main Board of Singapore Exchange Securities Trading Limited (the "SGX-ST") at 9.00 a.m. today.

#### 2. STATUS OF THE PRIVATE PLACEMENT UNITS

The Private Placement Units will, upon issue and delivery, rank *pari passu* in all respects with the Existing Units, including the eligibility to participate in the Preferential Offering and the right to distributions out of E-LOG's distributable income from the day of issuance of the Private Placement Units as well as all distributions thereafter, other than in respect of the 2H FY2022 Distribution and the Advanced Distribution (each as defined below).

E-LOG's distribution policy is to distribute at least 90.0% of its annual distributable income, comprising substantially its income from the letting of the properties owned by it after deduction of allowable expenses, on a half-yearly basis to Unitholders.

The Manager had on 30 January 2023 announced a distribution of 1.540 Singapore cents per Unit for the period from 1 July 2022 to 31 December 2022 ("**2H FY2022 Distribution**"), which will be paid on or around 29 March 2023.

Further, in connection with the Private Placement, the Manager has declared, in respect of the Existing Units, an advanced distribution for the period from 1 January 2023 to the day immediately prior to the date on which the Private Placement Units are issued (the "Advanced Distribution").

The next distribution following the Advanced Distribution will comprise E-LOG's distributable income for the period from the day the Private Placement Units are issued to 30 June 2023. Half-yearly distributions will resume thereafter.

The Advanced Distribution is intended to ensure that the distributable income accrued by E-LOG from 1 January 2023 up to the day immediately preceding the date of issue of the Private Placement Units (which at this point, will be entirely attributable to the Existing Units) is only distributed in respect of the Existing Units, and is being proposed as a means to ensure fairness to holders of the Existing Units.

For the avoidance of doubt, the holders of the Private Placement Units will not be entitled to the Advanced Distribution and the 2H FY2022 Distribution.

#### BY ORDER OF THE BOARD

# **ESR-LOGOS Funds Management (S) Limited**

As Manager of ESR-LOGOS REIT (Company Registration No. 200512804G, Capital Markets Services Licence No. 100132)

# Adrian Chui

Chief Executive Officer and Executive Director 27 February 2023

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### **About ESR-LOGOS REIT**

ESR-LOGOS REIT is a leading New Economy and future-ready Asia Pacific S-REIT. Listed on the Singapore Exchange Securities Trading Limited since 25 July 2006, ESR-LOGOS REIT invests in quality income-producing industrial properties in key gateway markets.

As at 31 December 2022, ESR-LOGOS REIT holds interests in a diversified portfolio of logistics properties, high-specifications industrial properties, business parks and general industrial properties with total assets of approximately S\$5.7 billion. Its portfolio comprises 82 properties (excluding 48 Pandan Road held through a joint venture) located across the developed markets of Singapore (61 assets), Australia (20 assets) and Japan (1 asset), with a total gross floor area of approximately 2.3 million sqm, as well as investments in three property funds in Australia. ESR-LOGOS REIT is also a constituent of the FTSE EPRA Nareit Global Real Estate Index.

ESR-LOGOS REIT is managed by ESR-LOGOS Funds Management (S) Limited (the "Manager") and sponsored by ESR Group Limited ("ESR"). The Manager is owned by ESR (99.0%) and Shanghai Summit Pte. Ltd. (1.0%), respectively.

For further information on ESR-LOGOS REIT, please visit www.esr-logosreit.com.sg.

## About the Sponsor, ESR

ESR is APAC's largest real asset manager powered by the New Economy and the third largest listed real estate investment manager globally. With over US\$140 billion in total assets under management (AUM), its 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.. ESR provides a diverse range of real asset investment solutions and New Economy real estate development opportunities across its 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\$45 billion. ESR's purpose – Space and Investment Solutions for a Sustainable Future – drives it to manage its business sustainably and impactfully, and ESR considers the environment and the communities in which it operates as key stakeholders of its 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.

For more information on ESR, please visit www.esr.com.

#### **Important Notice**

This announcement is not for distribution, directly or indirectly, in or into the United States or the United Kingdom (other than to professional investors) and is not an offer of securities for sale in the United States or any other jurisdictions.

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any securities of E-LOG 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 past performance of E-LOG is not necessarily indicative of the future performance of E-LOG.

This announcement may contain forward-looking statements that involve assumptions, risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition from similar developments, shifts in expected levels of property rental income and occupancy, changes in operating expenses (including employee wages, benefits and training costs), property expenses and governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business. Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view of future events.

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 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.

This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States (including its territories and possessions), European Economic Area, the United Kingdom, Canada, Japan or Australia, and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations.

The securities in E-LOG have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") and may not be offered or sold in the United States except pursuant to an exemption from the registration requirements of the U.S. Securities Act and in compliance with any applicable state laws. There will be no public offering of the securities referred to herein in the United States.

Each of the Joint Bookrunners and Underwriters represents and agrees that (i) the New Units have not been and will not be offered or sold in Hong Kong, by means of any document, other than (a) to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571) of Hong Kong and any rules made thereunder, or (b) in other circumstances which do not result in the document being a "prospectus" as defined in the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong (the "CWUMPO") or which do not constitute an offer to the public within the meaning of the CWUMPO, and (ii) no person has issued or had in its possession for the

purposes of issue, and will issue or have in its possession for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to the New Units, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to the New Units which are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors (as set out above).

This announcement has not been reviewed by the Monetary Authority of Singapore.