

 <b>AIMS</b> 宝泽 <b>AIMS AMP CAPITAL INDUSTRIAL REIT</b>	<b>AIMS AMP CAPITAL INDUSTRIAL REIT MANAGEMENT LIMITED</b>  As manager of AIMS AMP Capital Industrial REIT One George Street, #23-03 Singapore 049145
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(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 5 December 2006 (as amended))

## Announcement

### ENTRY INTO SECOND SUPPLEMENTAL FACILITY AGREEMENT AND DISCLOSURE PURSUANT TO RULE 704(31) OF THE SGX-ST LISTING MANUAL

AIMS AMP Capital Industrial REIT Management Limited, as manager of AIMS AMP Capital Industrial REIT (“**AA REIT**”) (the “**Manager**”) wishes to announce that HSBC Institutional Trust Services (Singapore) Limited, in its capacity as trustee of AA REIT (the “**Borrower**”), has today entered into a second supplemental agreement (the “**Second Supplemental Agreement**”) to the facility agreement dated 20 November 2014 (as amended and restated pursuant to the supplemental agreement dated 25 July 2016 and as further amended and restated pursuant to the Second Supplemental Agreement, the “**Facility Agreement**”) with various institutional banks pursuant to which it has secured additional term and revolving facilities of an aggregate principal amount of Australian Dollars Sixty-Five Million (AUD65,000,000) and Singapore Dollars One Hundred and Twenty Million (S\$120,000,000) to partially refinance loans comprised in the existing facilities. Unless otherwise defined, all capitalised terms used herein shall have the terms ascribed to them in the Facility Agreement, as amended.

Pursuant to Rule 704(31) of the Listing Manual, the Manager wishes to announce that the Facility Agreement contains certain conditions which make reference to the shareholding interest of its controlling shareholders or places restrictions on a change of control of the Manager (the “**Change of Control Provisions**”, and each, a “**Change of Control Provision**”). A breach of a Change of Control Provision may trigger a mandatory prepayment event, which may, *inter alia*, require the Borrower to repay all amounts due under the Facility Agreement. A description of the Change of Control Provisions and the aggregate level of the facilities that may be affected by a breach thereof are set out in the Appendix to this Announcement.

As at the date of this Announcement, there has not been any breach of the Change of Control Provisions.

## BY ORDER OF THE BOARD

### AIMS AMP Capital Industrial REIT Management Limited

(as manager of AIMS AMP Capital Industrial REIT)

(Company Registration No.: 200615904N)

Koh Wee Lih  
 Chief Executive Officer  
 15 August 2017

## APPENDIX

I.	Relevant Condition
	<p>The Change of Control Provisions are as follows:</p> <ul style="list-style-type: none"> <li>(a) the Manager or its Affiliates ceases to be the manager of AA REIT without the prior written consent of all the Lenders (who shall act reasonably);</li> <li>(b) Great World Financial Group Pty Ltd (formerly known as AIMS Group Holding Pty Ltd) ("<b>AIMS</b>") and/or AMP Capital Holdings Limited ("<b>AMP</b>") cease(s) to have effective control over, or to be (together) the holder(s) of more than half of the issued shares of the Manager, either directly or indirectly<sup>1</sup>; or</li> <li>(c) AIMS and AMP (or any of their subsidiaries) cease to remain holders of at least five per cent. (5%) of the units of AA REIT ("<b>Units</b>") in aggregate save with the prior written consent of all the Lenders (such consent not to be unreasonably withheld).</li> </ul>
II.	Aggregate level of facilities that may be affected by a breach of Relevant Condition
	<p>As at the date of this announcement, none of the Change of Control Provisions has been breached.</p> <p>Assuming that the full amounts of the facilities of AA REIT and/or its subsidiaries under the Facility Agreement are fully drawn and based on the actual debt issued by AA REIT and/or its subsidiaries to date (collectively referred to as the "<b>Facilities</b>"), a breach of a Change of Control Provision may cause a mandatory prepayment obligation to arise in respect of the Facility Agreement, and may trigger cross defaults of the Facilities. The aggregate level of Facilities that may be affected is estimated to be approximately S\$663.1 million<sup>2</sup> (excluding interest) as at 15 August 2017.</p> <p>As at 15 August 2017, the aggregate amount that has been drawn down or issued (as the case may be) under the Facilities is approximately S\$535.5 million<sup>2</sup>.</p>
III.	Additional information
	<p>As at 15 August 2017, AIMS and AMP each holds a 50.0% stake in the Manager, either directly or indirectly. In addition, as at 15 August 2017, AIMS and AMP (or any of their subsidiaries) hold in aggregate 12.4% of the total number of Units in issue.</p>

<sup>1</sup> This Change of Control Provision may be amended or waived only with the consent of the Majority Lenders and the Borrower.

<sup>2</sup> Based on the exchange rate of AUD1 = S\$1.07.

## Important Notice

The value of units of AIMS AMP Capital Industrial REIT (“**AA REIT**”) (“**Units**”) and the income derived from them may fall as well as rise. The Units are not obligations of, deposits in, or guaranteed by, AIMS AMP Capital Industrial REIT Management Limited (“**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 of AA REIT may only deal in their Units through trading on Singapore Exchange Securities Trading Limited (the “**SGX-ST**”). Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

This document is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Units. The past performance of AA REIT is not necessarily indicative of the future performance of AA REIT.

This document may contain forward-looking statements that involve 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, changes in operating expenses (including employee wages, benefits and training costs), property expenses and governmental and public policy changes. Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager’s view of future events.

## About AIMS AMP Capital Industrial REIT

Managed by the Manager, AA REIT was established with the principal investment objective of owning and investing in a diversified portfolio of income-producing industrial real estate located throughout the Asia Pacific that is used for industrial purposes, including, but not limited to warehousing and distribution activities, business park activities and manufacturing activities. The principal sponsors of AA REIT are the AIMS Financial Group (“**AIMS**”) and AMP Capital, part of the AMP Group, one of Australia’s largest retail and corporate pension providers and one of the region’s most significant investment managers. AA REIT’s existing portfolio consists of 27 industrial properties, 26 of which are located throughout Singapore (including 1 greenfield development at Marsiling) with a total value of S\$1.21 billion based on valuations obtained as at 31 March 2017. AA REIT also has 49.0% interest in one business park property, Optus Centre, which is located in Macquarie Park, New South Wales, Australia, and is valued at A\$445.0 million as at 31 March 2017.

## About AIMS Financial Group

Established in 1991, AIMS is a diversified financial services and investment group, active in the areas of mortgage lending, securitisation, investment banking, funds management, property investment, private equity, venture capital, stock broking and high-tech investment. AIMS is also a strategic investor in the Sydney Stock Exchange.

Since 1999, AIMS has raised more than A\$4.0 billion in funds from the capital markets. AIMS has issued approximately A\$3.0 billion of residential mortgage-backed securities, predominantly rated AAA by both Standard & Poor’s and Fitch Ratings and has originated over A\$8.0 billion mortgages since 1991.

AIMS has actively introduced a number of international investors into the Australian market and to date has attracted in excess of A\$1.0 billion of investment funding into Australia from overseas investors. AIMS is the investment manager for AIMS’ funds, which amount to circa A\$2.0 billion as at 30 November 2016.

During the global financial crisis (“**GFC**”), AIMS expanded its activities and acquired three businesses at a time when many other businesses were experiencing immense difficulties.

Since the GFC in 2009, AIMS has completed total asset acquisition and investment volumes of over A\$2.0 billion.

AIMS’ head office is in Sydney and it has businesses across Australia, China, Hong Kong and Singapore. Its highly qualified, professional and experienced cross-cultural teams enable AIMS to bridge the gap between Australia and Asia across various sectors.

### **About AMP Capital**

AMP Capital is one of the largest investment managers in the Asia Pacific region. As part of the AMP Group, we share a heritage that spans over 160 years.

A home strength in Australia and New Zealand has enabled AMP Capital to grow internationally, and today has operations established in Dubai, China, Hong Kong, India, Ireland, Japan, Luxembourg, the United Kingdom and the United States. AMP Capital also collaborates with a network of global investment partners, leveraging the shared capabilities to provide greater access to new investment opportunities.

AMP Capital’s asset class specialists, investment strategists and economists work together with the aim of delivering strong investment outcomes for clients. That is why AMP Capital’s clients trust AMP Capital to invest over A\$165.4 billion (as at 31 December 2016) on their behalf, across a range of single sector and diversified funds.