



AIMS AMP CAPITAL INDUSTRIAL REIT

**AIMS AMP CAPITAL INDUSTRIAL REIT
MANAGEMENT LIMITED**

As Manager of AIMS AMP Capital Industrial REIT
One George Street, #23-03
Singapore 049145

SGX Announcement

Outcome of AMP Capital's review and proposed transaction with AIMS Financial Group in connection with AMP Capital's interests in the management entities and AA REIT

Singapore, 21 November 2018 – AIMS AMP Capital Industrial REIT Management Limited ("**Manager**"), as the manager of AIMS AMP Capital Industrial REIT ("**AA REIT**"), today announces that the shareholders of the management entities of AA REIT advised it that they have reached an agreement under which AMP Capital Investors Limited and its affiliates ("**AMP Capital**") intend to sell:

- its 50% shareholding in the management entities of AA REIT to AIMS Financial Service Group Pty Ltd and its affiliates ("**AIMS Financial Group**"); and
- its principal 10.26% stake in AA REIT to AIMS Financial Group,

(together, the "**Transaction**").

AMP Capital previously announced on 16 March 2018 that it was undertaking a review of its ownership interests in the management entities of AA REIT as well as its principal stake in AA REIT. Following the completion of this review, AMP Capital and AIMS Financial Group have agreed to enter into the Transaction. The Transaction is subject to customary conditions and the sale of AMP Capital's shareholding in the management entities is expected to complete in December 2018¹.

AIMS Financial Group currently owns a 50% interest in the management entities of AA REIT (being the Manager, AIMS AMP Capital Industrial REIT Management Australia Pty Limited as investment manager and AIMS AMP Capital Property Management Pte. Ltd. as property manager).

If completed, the Transaction will result in AIMS Financial Group becoming the 100% owner of the management entities of AA REIT and holding 17.88%² of units in AA REIT.

It is intended that, following completion of the sale of AMP Capital's shareholding in the management entities of AA REIT, the name of AA REIT and the management entities will be changed to remove references to AMP as contemplated in the trust deed of AA REIT and shareholder arrangements of the management entities.

A joint statement from AMP Capital and AIMS Financial Group which provides further details of the Transaction has been provided to the Manager and is attached to this announcement.

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

¹ Completion may occur on a later date following satisfaction of the conditions, but no later than 29 March 2019.

² AIMS Financial Group's direct and deemed holdings in AA REIT.

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 the 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 announcement 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 announcement 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 26 industrial properties, 25 of which are located throughout Singapore (including one redevelopment at 3 Tuas Avenue 2) with a total value of S\$1.23 billion based on valuations obtained as at 31 March 2018. AA REIT also has 49.0% interest in one business park property, Optus Centre, which is located in Macquarie Park, New South Wales, Australia with a total value of S\$1.45 billion as at 30 September 2018.

About AIMS Financial Group (www.aims.com.au)

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.

AIMS has actively introduced a number of international investors into the Australian markets 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.

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. Our highly qualified, professional and experienced cross-cultural teams enable AIMS to bridge the gap between Australia and Asia across various sectors.

About AMP Capital (www.ampcapital.com.au)

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.

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

Our asset class specialists, investment strategists and economists work together with the aim of delivering strong investment outcomes for clients. That is why our clients trust us to invest over A\$189 billion (as at 30 June 2018) on their behalf, across a range of single sector and diversified funds.

Joint Statement to the Manager

21 November 2018

Outcome of AMP Capital's review and proposed transaction with AIMS Financial Group in connection with AMP Capital's interests in the management entities and AA REIT

Overview of the Transaction

AMP Capital Investors Limited and AIMS Financial Service Group Pty Ltd ("**AIMS**") are pleased to announce today that an agreement was reached under which AMP Capital Investors Limited and its affiliates ("**AMP Capital**") intend to sell:

- its 50% shareholding in the management entities of AIMS AMP Capital Industrial REIT ("**AA REIT**") to AIMS and its affiliates ("**AIMS Financial Group**"), which currently own the other 50% shareholding in the management entities; and
- its principal 10.26% stake in AA REIT to AIMS Financial Group, which has a current stake of 7.62% in AA REIT³,

(together, the "**Transaction**").

AMP Capital previously announced on 16 March 2018 that it was undertaking a review of its ownership interests in the management entities of AA REIT as well as its principal stake in AA REIT. Following the completion of this review, AMP Capital and AIMS Financial Group have agreed to enter into the Transaction which is subject to customary conditions.

AMP Capital and AIMS Financial Group believe that the Transaction will deliver long term certainty in relation to the ownership of the management entities of AA REIT.

Key terms of the Transaction

If completed, the Transaction will result in AIMS Financial Group becoming the 100% owner of the management entities of AA REIT and holding 17.88%³ of units in AA REIT. The conditions to completion include consent of the financing parties under the financing documents of AA REIT.

Completion of the sale of AMP Capital's shareholding in the management entities is currently expected to occur in December 2018⁴.

The sale of AMP Capital's principal stake in AA REIT will be subject to a put and call option. It is intended that AIMS Financial Group will have up to 6 months from completion of the sale of AMP Capital's shareholding in the management entities to exercise its call option and acquire AMP Capital's principal stake in AA REIT at a price of S\$1.40 per unit. If AIMS Financial Group does not exercise its call option during this period, AMP Capital may exercise its put option and require AIMS Financial Group to acquire AMP Capital's principal stake in AA REIT at a price of S\$1.40 per unit.

Having regard to the deferred nature of the Transaction, AIMS Financial Group has agreed to grant a charge on customary terms over the units in AA REIT it currently holds in favour of AMP Capital as security for performance of its obligations in connection with the Transaction.

³ AIMS Financial Group's direct and deemed holdings in AA REIT.

⁴ Completion may occur on a later date following satisfaction of the conditions, but no later than 29 March 2019. If there are any changes to the expected date of completion of the sale of AMP Capital's shareholding in the management entities, AMP Capital and AIMS Financial Group will promptly advise the manager of AA REIT.

AMP Capital, AIMS Financial Group and other entities involved in the management of AA REIT and its assets will need to take ancillary steps to implement the Transaction. These include the retirement of AMP Capital's nominee directors from the boards of the management entities, change of name of AA REIT and the management entities to remove references to AMP and the retirement of AMP Capital Investors Limited as trustee of a sub-trust of AA REIT and the appointment of an AIMS Financial Group member as replacement trustee.



For and on behalf of
AMP Capital Investors Limited



For and on behalf of
AIMS Financial Service Group Pty Ltd