


**NOT FOR DISTRIBUTION IN OR INTO THE UNITED STATES, EUROPEAN ECONOMIC AREA, THE UNITED KINGDOM OR HONG KONG**

	<p><b>AIMS APAC REIT MANAGEMENT LIMITED</b></p> <p>As Manager of AIMS APAC REIT 1 Raffles Place, #39-03, One Raffles Place Singapore 048616</p>
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(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 5 December 2006 (as amended and restated))

**SGX ANNOUNCEMENT**

**NOTICE OF (I) PREFERENTIAL OFFERING RECORD DATE AND  
(II) ADVANCED DISTRIBUTION RECORD DATE**

*Capitalised terms used herein, but not otherwise defined, shall have the meanings ascribed to them in the announcement of AIMS APAC REIT dated 31 May 2023 titled “Launch of Equity Fund Raising to Raise Gross Proceeds of Approximately S\$100.0 Million” (the “**Launch Announcement**”).*

NOTICE IS HEREBY GIVEN that pursuant to the Equity Fund Raising, the Transfer Books and Register of Unitholders of AIMS APAC REIT (“**AA REIT**”) will be closed at **5.00 p.m.** on **Friday, 9 June 2023** for the purpose of determining:

- (i) the provisional allotment of New Units to Eligible Unitholders<sup>1</sup> under the Preferential Offering (the “**Preferential Offering Record Date**”); and
- (ii) the entitlement of Unitholders to an advanced distribution of approximately between 1.700 Singapore cents and 1.900 Singapore cents for the period from 1 April 2023 to the day immediately prior to the date on which the New Units are issued pursuant to the Private Placement (as defined herein) (the “**Advanced Distribution**”) (the record date of the Advanced Distribution, the “**Advanced Distribution Record Date**”).

It was announced on 31 May 2023 that the Manager is proposing to carry out an equity fund raising of New Units to raise gross proceeds of approximately S\$100.0 million by way of:

<sup>1</sup> Only Eligible Unitholders (as defined herein) are eligible to participate in the Preferential Offering. “**Eligible Unitholders**” are Eligible Depositors (as defined herein) and Eligible QIBs (as defined herein). “**Eligible Depositors**” are Unitholders with Units standing to the credit of their respective securities accounts with The Central Depository (Pte) Limited (“**CDP**”) as at the Preferential Offering Record Date (“**Depositors**”) and (a) whose registered addresses with CDP are in Singapore as at the Preferential Offering Record Date; or (b) who have at least three Market Days prior to Preferential Offering Record Date provided CDP with addresses in Singapore for the service of notices and documents, but exclude, subject to certain exceptions, Unitholders located, resident or with a registered address outside of Singapore. “**Eligible QIBs**” are qualified institutional buyers (as defined in Rule 144A under the Securities Act (as defined herein)) that meet certain requirements which will be specified in the instruction booklet to be despatched to Eligible Unitholders in due course.

- (i) a private placement (the “**Private Placement**”) of between 56,044,000 and 57,660,000 New Units at an issue price of between S\$1.214 and S\$1.249 per New Unit, to raise gross proceeds of approximately S\$70 million; and
  - (ii) a non-renounceable preferential offering of up to 25,376,361 New Units to Eligible Unitholders at an issue price of between S\$1.189 and S\$1.224 per New Unit (fractions of a New Unit to be disregarded) to raise gross proceeds of approximately S\$30 million (the “**Preferential Offering**”),
- (together, the “**Equity Fund Raising**”).

The Preferential Offering Record Date and the Advanced Distribution Record Date are subject to change, at the discretion of the Manager, in consultation with DBS Bank Ltd., Maybank Securities Pte. Ltd. and RHB Bank Berhad (collectively, the “**Joint Bookrunners and Underwriters**”) as the Joint Bookrunners and Underwriters in relation to the Equity Fund Raising, subject to compliance with all applicable laws and regulations (including but not limited to the requirements of the SGX-ST). In the event of any such change, the Manager will announce such new Preferential Offering Record Date, Advanced Distribution Record Date and/or any other dates in relation to the Equity Funding Raising on SGXNET.

### **The Advanced Distribution**

The quantum of distribution per unit in AA REIT (“**Unit**”) under the Advanced Distribution is currently estimated to be between 1.700 Singapore cents and 1.900 Singapore cents<sup>2</sup>. A further announcement on the actual quantum of distribution per Unit (which may differ from the estimate above) under the Advanced Distribution will be made by the Manager in due course.

The next distribution following the Advanced Distribution will comprise AA REIT’s distributable income for the period from the day the New Units are issued pursuant to the Private Placement, currently expected to be on Monday, 12 June 2023, to 30 June 2023 (the “**Relevant Period Distribution**”). Quarterly distributions will resume thereafter.

Unitholders whose securities accounts with CDP are credited with Units as at 5.00 p.m. on the Advanced Distribution Record Date will be entitled to the Advanced Distribution that will be paid on or around Thursday, 20 July 2023.

The Advanced Distribution is intended to ensure that the distributable income accrued by AA REIT from 1 April 2023 up to the day immediately preceding the date of issue of the New Units pursuant to the Private Placement (which at this point, will be entirely attributable to the Units in issue on the day immediately prior to the date on which the New Units pursuant to the Private Placement are issued (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.

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<sup>2</sup> This range is an estimate only based on information currently available to the Manager and the Manager’s estimate of AA REIT’s revenue and expenses for the relevant period on a *pro rata* basis and the actual Advanced Distribution may differ and will be announced by the Manager in due course. The actual quantum of the distribution will be announced on a later date after the closure of the Transfer Books and Register of Unitholders.

### **Status of New Units issued pursuant to the Private Placement**

The New Units issued pursuant to the Private Placement will, upon issue, rank *pari passu* in all respects with the Existing Units, other than in respect of the Advanced Distribution and the eligibility to participate in the Preferential Offering.

**For the avoidance of doubt, the holders of the New Units to be issued pursuant to the Private Placement will not be entitled to the Advanced Distribution or be eligible to participate in the Preferential Offering.**

### **Status of New Units issued pursuant to the Preferential Offering**

The New Units issued pursuant to the Preferential Offering will, upon issue, rank *pari passu* in all respects with the Units in issue on the day immediately prior to the date on which the New Units are issued pursuant to the Preferential Offering including the right to the Relevant Period Distribution as well as all distributions thereafter, other than in respect of the Advanced Distribution.

**For the avoidance of doubt, the holders of the New Units to be issued pursuant to the Preferential Offering will not be entitled to the Advanced Distribution.**

### **Declaration for Singapore Tax Purposes**

#### A. Capital Distribution Component

Capital distribution component represents a return of capital to Unitholders for Singapore income tax purposes and is therefore not subject to income tax. For Unitholders who are liable to Singapore income tax on profits from sale of Units, the amount of capital distribution will be applied to reduce the cost base of their Units for Singapore income tax purposes.

#### B. Taxable Income Component

1. HSBC Institutional Trust Services (Singapore) Limited, in its capacity as trustee of AA REIT (the “**Trustee**”), and AIMS APAC REIT Management Limited, in its capacity as manager of AA REIT (the “**Manager**”), will not deduct tax from the distribution made out of AA REIT’s taxable income that is not taxed at AA REIT’s level to:

- (a) Unitholders who are individuals and who hold the Units either in their sole names or jointly with other individuals;
- (b) Unitholders which are companies incorporated and tax resident in Singapore;
- (c) Unitholders which are Singapore branches of foreign companies;
- (d) Unitholders which are non-corporate entities (excluding partnerships) constituted or registered in Singapore, such as:
  - (i) institutions, authorities, persons or funds specified in the First Schedule to the Income Tax Act 1947 of Singapore (the “**Income Tax Act**”);
  - (ii) co-operative societies registered under the Co-operative Societies Act 1979 of Singapore;

- (iii) trade unions registered under the Trade Unions Act 1940 of Singapore;
  - (iv) charities registered under the Charities Act 1994 of Singapore or established by an Act of Parliament; and
  - (v) town councils;
- (e) Unitholders which are international organisations that are exempt from tax on such distributions by reason of an order made under the International Organisations (Immunities and Privileges) Act 1948 of Singapore; and
- (f) Unitholders which are real estate investment trust exchange-traded funds which have been accorded the tax transparency treatment.
2. For the distribution made to classes of Unitholders that do not fall within the categories stated under Note 1 above, the Trustee and the Manager will deduct tax at the rate of 10%<sup>3</sup> if the Unitholders are Qualifying foreign non-individual Unitholders or Qualifying foreign funds. A Qualifying foreign non-individual Unitholder is one who is not a resident of Singapore for income tax purposes and:
- (a) who does not have a permanent establishment in Singapore; or
  - (b) who carries on any operation in Singapore through a permanent establishment in Singapore, where the funds used to acquire the Units are not obtained from that operation.
- A Qualifying foreign fund is one that qualifies for tax exemption under section 13D, 13U or 13V of the Income Tax Act and:
- (a) who does not have a permanent establishment in Singapore; or
  - (b) who carries on any operation in Singapore through a permanent establishment in Singapore, where the funds used to acquire the Units are not obtained from that operation.
3. Unitholders are required to complete the applicable Sections A, B or C of the “*Declaration for Singapore Tax Purposes Form A*” (“**Form A**”) if they fall within the classes (b), (c), (d), (e) or (f) stated under Note 1 or the applicable Sections D or E of Form A if they qualify as a Qualifying foreign non-individual Unitholder or Qualifying foreign fund as described under Note 2. The Trustee and the Manager will rely on the declarations made in Form A to determine:
- (a) if tax is to be deducted for the categories of Unitholders listed in (b), (c), (d), (e) or (f) under Note 1; or
  - (b) if tax is to be deducted at the rate of 10% for the distribution to Qualifying foreign non-individual Unitholders or Qualifying foreign funds.
4. Unitholders who fall within class (a) under Note 1 are not required to submit Form A.
5. Unitholders who do not fall within the classes of Unitholders listed in Notes 1 and 2 above may choose not to return Form A as tax will be deducted from the distribution made to them at the prevailing corporate tax rate in any case.

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<sup>3</sup> The reduced concessionary tax rate of 10% will expire for distributions made after 31 December 2025 unless this concession is extended.

6. The Trustee and the Manager will deduct tax at the prevailing corporate tax rate from the distribution made out of AA REIT's taxable income that is not taxed at AA REIT's level, in respect of Units held by depository agents except where the beneficial owners of these Units are:
- (a) Individuals and the Units are not held through a partnership in Singapore;
  - (b) Qualifying Unitholders (as listed in categories (b), (c), (d), (e) or (f) under Note 1);
  - (c) Qualifying foreign non-individual Unitholders (as defined under Note 2); or
  - (d) Qualifying foreign funds (as defined under Note 2).

For Units held through depository agents, the depository agents must complete the "*Declaration by Depository Agents for Singapore Tax Purposes Form B*" ("**Form B**") and its annexes (Annex 1 for individuals, Annexes 2 and 2.1 for Qualifying Unitholders, Annex 3 for Qualifying foreign non-individual Unitholders or Qualifying foreign funds).

7. Form A and Form B (and its annexes) will be sent to Unitholders and depository agents respectively, by AA REIT's unit registrar, Boardroom Corporate & Advisory Services Pte. Ltd. ("**Unit Registrar**"), on or around **13 June 2023**.
8. Forms from Unitholders (Form A) and depository agents (Form B and its annexes) must be completed legibly and received by the Unit Registrar by **5.00 p.m. on 28 June 2023**. The Trustee and the Manager will rely on the declarations made in Form A and Form B to determine if tax is to be deducted. Failure to comply with any of these requirements will render Form A and Form B invalid and the Trustee and the Manager will be obliged to deduct the appropriate amount of tax from the distribution in respect of which this announcement is made.
9. Unitholders who hold Units under the Central Provident Fund Investment Scheme ("**CPFIS**") or the Supplementary Retirement Scheme ("**SRS**") do not have to submit any forms. They will receive a gross distribution which will be paid to their respective CPFIS or SRS accounts.

Unitholders should consult their own tax agents should they require further clarification on their tax obligations.

#### **Last Date and Time for Return of the Form**

Unitholders and depository agents must complete and return the "Declaration for Singapore Tax Purposes Form A and Form B (and its annexes)", respectively to the Unit Registrar's office by **5.00 p.m. on 28 June 2023**, in order to receive the distribution either gross or net (after deduction of tax) as described above.

#### **Declaration in Income Tax Return**

This distribution is considered as income for the year ending 31 March 2024. Beneficial owners of the distribution, other than those who are exempt from tax on the distribution or who are entitled to the reduced tax rate of 10%, are required to declare the gross amount of the taxable income component of the distribution in their Singapore income tax return for the Year of Assessment 2025.

### Important Dates and Times

Date / Deadline	Event
9.00 a.m., Thursday, 8 June 2023	First day of “ex-distribution” trading
5.00 p.m., Friday, 9 June 2023	Closure of AA REIT’s Transfer Books and Register of Unitholders for the Advanced Distribution
Tuesday, 13 June 2023	Despatch of Form A and Form B
5.00 p.m., Wednesday, 28 June 2023	Unitholders and depository agents must have completed and returned Form A or Form B, as applicable, to the Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., located at 1 Harbourfront Avenue #14-07 Keppel Bay Tower, Singapore 098632.
On or around Thursday, 20 July 2023	Payment of Advanced Distribution to Unitholders’ securities accounts.

The above timetable may be subject to change. In the event that the above timetable is modified, the Manager will make a separate SGXNET announcement.

Should Unitholders have any queries in relation to these procedures, please contact Ms Lim Joo Lee at:

Tel : 6309-1050  
Email : investorrelations@aimsapac.com

**BY ORDER OF THE BOARD**  
**AIMS APAC REIT Management Limited**  
(as Manager of AIMS APAC REIT)  
(Company Registration No. 200615904N)

Russell Ng  
Chief Executive Officer  
31 May 2023

## Important Notice

The value of units (“Units”) of AIMS APAC REIT (“AA REIT”) and the income derived from them may fall as well as rise. The Units are not obligations of, deposits in, or guaranteed by, AIMS APAC REIT Management Limited, in its capacity as manager of AA REIT (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 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 announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Units in the United States or in any other jurisdiction. 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.

This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States, European Economic Area, the United Kingdom or Hong Kong, 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 referred to herein have not been and will not be registered under the Securities Act, and may not be offered or sold in the United States except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements under the Securities Act and in compliance with any applicable state or local securities laws. Any public offering of securities to be made in the United States would be made by means of a prospectus that may be obtained from an issuer and would contain detailed information about such issuer and the management, as well as financial statements. There will be no public offering of the securities referred to herein in the United States.

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

## Notification under Section 309B of the Securities and Futures Act 2001 of Singapore

The New Units are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

## About AIMS APAC REIT ([www.aimsapacreit.com](http://www.aimsapacreit.com))

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, logistics and business park real estate, located throughout the Asia Pacific region. The real estate assets are utilised for a variety of purposes, including but not limited to warehousing and distribution activities, business park activities and manufacturing activities. AA REIT’s existing portfolio consists of 29 properties, of which 26 properties are located throughout Singapore, and 3 properties located in Australia, including a property located in Gold Coast, Queensland, a 49.0% interest in Optus Centre located in Macquarie Park, New South Wales and Woolworths HQ located in Bella Vista, New South Wales.

## About AIMS Financial Group ([www.aims.com.au](http://www.aims.com.au))

AIMS Financial Group (“AIMS”) is the sole sponsor of AA REIT. Established in 1991, AIMS is a diversified financial services and investment group, active in the areas of funds management, mortgage lending, investment banking and property investment. AIMS is also the owner of the Sydney Stock Exchange.

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.