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(Constituted in the Republic of Singapore
pursuant to a trust deed dated 9 October 2002 (as amended))

RESULTS OF THE PREFERENTIAL OFFERING

*Capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed to them in the announcement of Ascendas Real Estate Investment Trust dated 9 December 2015 in relation to the launch of the equity fund raising (the "**Launch Announcement**").*

1. Results of the Preferential Offering

Further to the Launch Announcement and announcements dated 10 December 2015, 16 December 2015, 4 January 2016 and 5 January 2016 in relation to the *pro-rata* and non-renounceable preferential offering of New Units (the "**Preferential Offering Units**") on the basis of three New Units for every 80 existing Units held as at **5.00 p.m. on 30 December 2015** (the "**Preferential Offering Books Closure Date**") to Entitled Unitholders¹ (fractions of a new Unit to be disregarded and subject to the Rounding Mechanism) at an issue price of S\$2.218 per New Unit, Ascendas Funds Management (S) Limited, in its capacity as manager of Ascendas Real Estate Investment Trust ("**A-REIT**", and as manager of A-REIT, the "**Manager**"), wishes to announce that valid acceptances for a total of 58,748,378 New Units and applications for 6,545,570 additional New Units in excess of provisional allotments under the Preferential Offering ("**Excess New Units**") were received as at the close of the Preferential Offering on 13 January 2016.

1 "**Entitled Unitholders**" means Entitled Depositors and Entitled QIBs (both as defined herein).

"**Entitled Depositors**" refers to Unitholders with Units standing to the credit of their respective securities accounts with The Central Depository (Pte) Limited ("**CDP**") as at 5.00 p.m. on the Preferential Offering Books Closure Date and:

- (a) whose registered addresses with CDP are in Singapore as at the Preferential Offering Books Closure Date; or
- (b) who have at least three Market Days prior to the Preferential Offering Books Closure Date provided CDP with addresses in Singapore for the service of notices and documents.

"**Entitled QIBs**" refers to "qualified institutional buyers" as such term is defined in Rule 144A under the Securities Act (a) whose identities have been agreed upon by the Manager, (b) who have each provided the Manager with a signed investor representation letter (in the form attached to the Instruction Booklet) and (c) who are Entitled Depositors.

This announcement is not an offer of securities for sale into the United States, Canada or Japan. The securities described herein may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons (as such term is defined in Regulation S under the U.S. Securities Act of 1933, as amended) unless they are registered or exempt from registration. There will be no public offer of securities in the United States.

A total of 6,545,570 Excess New Units were allotted from the provisional allotments which were not validly accepted by Entitled Unitholders and those of Ineligible Unitholders¹ to satisfy applications for Excess New Units. All applications for Excess New Units were satisfied.

A total of 65,293,948 New Units will be issued pursuant to the Preferential Offering at the issue price of S\$2.218 per New Unit to raise gross proceeds of approximately S\$144.8 million. Together with the gross proceeds of approximately S\$200.1 million raised from the Private Placement, gross proceeds of a total of approximately S\$344.9 million have been raised from the Equity Fund Raising.

A-REIT's Aggregate Leverage will decrease from 39.4% as at 30 November 2015 to 35.7% immediately after the Equity Fund Raising, assuming that pending deployment of the net proceeds of the Equity Fund Raising, the net proceeds from the Equity Fund Raising are fully used to repay debt facilities. Please refer to paragraph 5 below (Use of Proceeds) for further information on the intended use of proceeds from the Equity Fund Raising.

The impact of the Equity Fund Raising on A-REIT's Aggregate Leverage, taking into account the Proposed Acquisition and the proposed acquisition of a logistics property in Australia as announced on 24 December 2015 (the "**Proposed Australian Acquisition**") and assuming that Unitholders' approval for the proposed issuance of the Consideration Units as partial consideration for the Proposed Acquisition is obtained, is illustrated in the table below.

(in SGD million)	As of 30 November 2015	Immediately after the Equity Fund Raising and pending deployment of the net proceeds of the Equity Fund Raising for their intended use ⁽¹⁾	Immediately after the Equity Fund Raising and taking into account the Proposed Acquisition and the Proposed Australian Acquisition ⁽²⁾
Borrowings and Deferred Payment	3,646	3,304	3,611
Deposited Property	9,266	9,266	9,786
Aggregate Leverage	39.4%	35.7%	36.9%

Note:

- (1) Based on A-REIT's unaudited financial statements as at 30 November 2015 and assuming that pending deployment of the net proceeds of the Equity Fund Raising, the net proceeds are fully used to repay debt facilities.
- (2) Based on A-REIT's unaudited financial statements as at 30 November 2015 and assuming that the proceeds from the Equity Fund Raising are used in accordance with paragraph 5 below (Use of Proceeds).

¹ "Ineligible Unitholders" means Unitholders other than Entitled Unitholders.

In relation to the Proposed Acquisition, approximately S\$210.0 million of the purchase consideration for the Property will be paid in Units to the Vendor (or its nominee(s)) and the acquisition fee of S\$4.2 million will be paid in Units to the Manager.

If Unitholders' approval for the proposed issuance of the Consideration Units as partial consideration for the Proposed Acquisition is not obtained, the Proposed Acquisition will be partially funded by debt and A-REIT's Aggregate Leverage immediately after the Equity Fund Raising and taking into account the Proposed Acquisition and the Proposed Australian Acquisition will be 39.0% (based on A-REIT's unaudited financial statements as at 30 November 2015).

Following the Equity Fund Raising and taking into account the Proposed Acquisition and the Proposed Australian Acquisition, based on the Aggregate Leverage limit of 45.0%, A-REIT is expected to have borrowing capacity of approximately S\$1.4 billion (assuming Unitholders' approval for the proposed issuance of the Consideration Units as partial consideration for the Proposed Acquisition is obtained) and approximately S\$1.1 billion (assuming Unitholders' approval for the proposed issuance of the Consideration Units as partial consideration for the Proposed Acquisition is not obtained), which will enable A-REIT to capitalise on potential growth opportunities, as and when they may arise. A-REIT will continue to evaluate growth opportunities in a disciplined manner taking into account its weighted average cost of capital and will continue to take a proactive approach towards the capital management of A-REIT.

2. Commitment by Ascendas Pte Ltd

Pursuant to the Undertaking provided by Ascendas Pte Ltd ("**APL**") to the Manager, Ascendas Land (Singapore) Pte Ltd ("**ALS**") and the Manager have accepted in full their provisional allotment of 13,796,400 New Units and 2,056,589 New Units, respectively under the Preferential Offering.

The total subscription of APL (through ALS and the Manager) amounted to S\$35.2 million, exceeding the sum of S\$35.0 million as set out in the Undertaking.

Immediately post-completion of the Equity Fund Raising, APL will have an aggregate deemed interest in 438,598,700 Units, representing approximately 17.07% of the total number of 2,569,384,693 Units in issue after the listing and quotation of the 65,293,948 New Units pursuant to the Preferential Offering.

3. Refunds

In relation to any void or invalid acceptances of New Units or any unsuccessful applications for Excess New Units under the Preferential Offering, all monies received in connection therewith will be returned by CDP on behalf of A-REIT to the Entitled Unitholders, without interest or any share of revenue or other benefit arising therefrom, within 14 Market Days¹ from the close of the Preferential Offering on 13 January 2016, by

¹ "**Market Day**" refers to a day on which the SGX-ST is open for securities trading.

crediting their accounts with the relevant Participating Banks¹ (where acceptance and/or application is made through an automated teller machine of a Participating Bank) or by means of a crossed cheque drawn in Singapore currency on a bank in Singapore and sent to them at their mailing address as maintained in the records of CDP by ordinary post or in such other manner as the Entitled Unitholders may have agreed with CDP for payment of any cash distributions (where acceptance and/or application is made through CDP) and in each case at the Entitled Unitholders' own risk.

4. Status of the New Units to be issued pursuant to the Preferential Offering

The Manager expects the New Units to be listed and quoted on the Main Board of the SGX-ST with effect from **9.00 a.m. on 21 January 2016**.

The New Units to be issued pursuant to the Preferential Offering will, upon issue and listing, rank *pari passu* in all respects with the existing 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 A-REIT's distributable income in respect of the period from 18 December 2015 to 31 March 2016, 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, which has been paid to existing Unitholders on 15 January 2016.

5. Use of Proceeds

Subject to relevant laws and regulations, the Manager intends to use the gross proceeds of approximately S\$344.9 million from the Equity Fund Raising in the following manner:

- (i) approximately S\$224.7 million (which is equivalent to 65.1% of the gross proceeds of the Equity Fund Raising) to partially fund the proposed acquisition of the property commonly known as One@Changi City, together with the plant and property therein and the associated costs;
- (ii) approximately S\$82.0 million² (which is equivalent to 23.8% of the gross proceeds of the Equity Fund Raising) to fund the Proposed Australian Acquisition and the associated costs;
- (iii) approximately S\$35.4 million (which is equivalent to 10.3% of the gross proceeds of the Equity Fund Raising) to be used for funding debt repayment and future acquisitions; and

1 "Participating Banks" means DBS Bank Ltd. (including POSB), Oversea-Chinese Banking Corporation Limited or United Overseas Bank Limited and its subsidiary, Far Eastern Bank Limited.

2 An illustrative exchange rate of A\$1.00: S\$1.00 is used for all conversions from Australian Dollar amounts into Singapore Dollar amounts in this announcement.

- (iv) approximately S\$2.8 million (which is equivalent to 0.8% of the gross proceeds of the Equity Fund Raising) to pay the estimated fees and expenses, including professional fees and expenses, incurred or to be incurred by A-REIT in connection with the Equity Fund Raising,

with the balance of the gross proceeds of the Equity Fund Raising, if any, to be used for general corporate and/or working capital purposes.

Notwithstanding its current intention, the Manager may, subject to relevant laws and regulations, use the net proceeds from the Equity Fund Raising at its absolute discretion for other purposes, including, without limitation, to repay existing indebtedness.

Pending the deployment of the net proceeds from the Equity Fund Raising, the net proceeds may, subject to relevant laws and regulations, be deposited with banks and/or financial institutions or used to repay outstanding borrowings or for any other purpose on a short-term basis as the Manager may, in its absolute discretion, deem fit.

The Manager will make periodic announcements on the utilisation of the net proceeds of the Equity Fund Raising via SGXNET as and when such funds are materially utilised and whether such a use is in accordance with the stated use and in accordance with the percentage allocated. Where there is any material deviation from the stated use of proceeds, the Manager will announce the reasons for such deviation.

The Manager wishes to take this opportunity to thank the Unitholders for their support in the Preferential Offering.

BY ORDER OF THE BOARD

ASCENDAS FUNDS MANAGEMENT (S) LIMITED

(Company Registration No. 200201987K)

(as manager of Ascendas Real Estate Investment Trust)

Mary Judith de Souza

Company Secretary

15 January 2016

Important Notice

This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for Units. This announcement is not for publication or distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia), Canada or Japan. This announcement is not an offer of securities for sale into the United States, Canada or Japan. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States, except pursuant to an applicable exemption from registration. No public offering of securities is being made in the United States.

The value of Units and the income derived from them, if any, 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 should note that they will have no right to request the Manager to redeem or purchase their Units for so long as the Units are listed on the SGX-ST. 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.

The past performance of A-REIT is not necessarily indicative of the future performance of A-REIT.

All figures in this announcement unless expressed differently or otherwise stated are rounded off to one decimal place.