

## FRASERS CENTREPOINT TRUST

(Constituted in the Republic of Singapore pursuant to a trust deed dated 5 June 2006 (as amended, restated and supplemented))

### DISCLOSURES PURSUANT TO RULE 704(31) OF THE SGX-ST LISTING MANUAL

Pursuant to Rule 704(31) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), Frasers Centrepoint Asset Management Ltd., as manager of Frasers Centrepoint Trust (“**FCT**”, and the manager of FCT, the “**Company**”), wishes to announce that the following loan facilities (the “**Loan Facilities**”) contains conditions (“**Specified Conditions**”) which make reference to the shareholding interests of the Company or place restrictions on a change of control of the Company or any change of the Company.

<b>Loan Facility</b>	<b>Specified Conditions</b>
Facility agreement dated 26 April 2017 as supplemented, amended and restated by a supplemental agreement dated 27 October 2020 between Central Plaza LLP as borrower and DBS Bank Ltd. as lender	It is a mandatory prepayment event if (a) the Company, a direct or indirect subsidiary of Frasers Property Limited (“ <b>FPL</b> ”) or any other person from time to time approved by DBS Bank Ltd. (the “ <b>Manager (CP Facility Agreement)</b> ”) ceases to be the manager of FCT or (b) FPL ceases to own (directly or indirectly) at least 51% of the shares of the Manager (CP Facility Agreement), without the prior written consent of DBS Bank Ltd..
Facility Agreement dated 19 September 2017, as supplemented, amended and/or restated by a supplemental letter dated 23 November 2018 and a supplemental agreement dated 27 October 2020 between Hougang Mall LLP as borrower and United Overseas Bank Limited as lender	It is a mandatory prepayment event if (a) the Company, a company whose shares are at least 51% owned (directly or indirectly) by FPL or any other person from time to time approved by United Overseas Bank Limited (the “ <b>Manager (HM Facility Agreement)</b> ”) ceases to be the manager of FCT, without the prior written consent of United Overseas Bank Limited.
Facility agreement dated 24 April 2020 as amended and restated by an Amendment and Restatement Agreement dated 27 October 2020 between White Sands LLP as borrower and DBS Bank Ltd. as lender	It is a mandatory prepayment event if (a) the Company, a direct or indirect subsidiary of FPL or any other person from time to time approved by DBS Bank Ltd. (the “ <b>Manager (WS Facility Agreement)</b> ”) ceases to be the manager of FCT or (b) FPL ceases to own (directly or indirectly) at least 51% of the shares of the Manager (WS Facility Agreement), without the prior written consent of DBS Bank Ltd..

<p>Facility Agreement dated 11 October 2018, as supplemented, amended and/or restated by a supplemental agreement dated 13 November 2019, a supplemental letter dated 20 March 2020 and a second supplemental agreement dated 27 October 2020 between Tampines 1 LLP as borrower and Oversea-Chinese Banking Corporation Limited as lender</p>	<p>It is a mandatory prepayment event if (a) the Company, a direct or indirect subsidiary of FPL or any other person from time to time approved by Oversea-Chinese Banking Corporation Limited (the “<b>Manager (T1 Facility Agreement)</b>”) ceases to be the manager of FCT or (b) FPL ceases to own (directly or indirectly) at least 51% of the shares of the Manager (T1 Facility Agreement), without the prior written consent of Oversea-Chinese Banking Corporation Limited.</p> <p>It is also a condition that Tampines 1 LLP shall at all times ensure that (a) HSBC Institutional Trust Services (Singapore) Limited (in its capacity as trustee of FCT) (the “<b>Trustee</b>”) appoints and retains the Company as its advisor in relation to the property located at 10 Tampines Central 1, Singapore 529536 and known as “Tampines 1” (the “<b>Property</b>”) and (b) the Company be appointed and retained as the asset manager of and advisor to the Trustee in relation to the Property.</p>
<p>Facility Agreement dated 26 May 2017, as supplemented, amended and/or restated by a supplemental agreement dated 31 August 2017, a supplemental letter dated 20 March 2020 and a second supplemental agreement dated 27 October 2020 between Tiong Bahru Plaza LLP as borrower and DBS Bank Ltd. as lender</p>	<p>It is a mandatory prepayment event if (a) the Company, a direct or indirect subsidiary of FPL or any other person from time to time approved by DBS Bank Ltd. (the “<b>Manager (TBP Facility Agreement)</b>”) ceases to be the manager of FCT or (b) FPL ceases to own (directly or indirectly) at least 51% of the shares of the Manager (TBP Facility Agreement), without the prior written consent of DBS Bank Ltd..</p>
<p>Facility Agreement dated 9 November 2018, as supplemented, amended and/or restated by a supplemental letter dated 20 March 2020 and a supplemental agreement dated 27 October 2020 between Century Square Holding Pte. Ltd. as borrower and Oversea-Chinese Banking Corporation Limited as lender</p>	<p>It is a mandatory prepayment event if (a) the Company, a direct or indirect subsidiary of FPL or any other person from time to time approved by Oversea-Chinese Banking Corporation Limited (the “<b>Manager (CS Facility Agreement)</b>”) ceases to be the manager of FCT or (b) FPL ceases to own (directly or indirectly) at least 51% of the shares of the Manager (CS Facility Agreement), without the prior written consent of Oversea-Chinese Banking Corporation Limited.</p> <p>It is a condition that Century Square Holding Pte. Ltd. shall at all times ensure that (a) the Trustee shall appoint and retain the Company as its advisor in relation to the property located at 2 Tampines Central 5, Singapore 529509 and known as “Century Square Shopping Centre” and (b) the Company shall be appointed as the asset manager of and advisor to the Trustee.</p>

None of the events described under the Specified Conditions for the respective Loan Facilities has occurred and none of the conditions described under the Specified Conditions for the respective Loan Facilities have been breached.

Assuming an event described under any of the Specified Conditions for any Loan Facility occurs, and a failure to prepay causes a cross default under other borrowings of FCT, the aggregate level of facilities that may be affected is approximately S\$2,340.62 million (excluding interest and exclusive of the facility which is the subject of this announcement) as at the date of this announcement. This does not take into account (i) the amount of the loan facilities which have not been, and which remain available for, drawdown and (ii) future notes issuance under the S\$1,000,000,000 multicurrency medium term note programme of FCT MTN Pte. Ltd. (a wholly-owned subsidiary of FCT) ("**FCT MTN**") and guaranteed by the Trustee and (iii) future notes/perpetual securities issuance under the S\$3,000,000,000 multicurrency debt issuance programme of FCT MTN and guaranteed by the Trustee.

**BY ORDER OF THE BOARD**

**Frasers Centrepoint Asset Management Ltd.**

As manager of Frasers Centrepoint Trust  
Company Registration No: 200601347G

Catherine Yeo  
Company Secretary  
27 October 2020

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## **IMPORTANT NOTICE**

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 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 on future events.

The value of units in FCT ("**Units**") and the income derived from them, if any, may fall or 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 have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on 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 FCT and the Manager is not necessarily indicative of the future performance of FCT and the Manager.