



**ESR-REIT**

(Constituted in the Republic of Singapore  
pursuant to a trust deed dated 31 March 2006 (as amended))

**MANAGED BY**

**ESR FUNDS MANAGEMENT (S) LIMITED**

(Company Registration No.: 200512804G)  
(Capital Markets Services Licence No.: CMS 100132)

**INSTRUCTION BOOKLET DATED 10 AUGUST 2021**

**PROCEDURES FOR ACCEPTANCE, PAYMENT AND (IF APPLICABLE) EXCESS  
APPLICATION BY ENTITLED UNITHOLDERS  
FOR THE PROVISIONAL ALLOTMENTS OF THE NEW UNITS UNDER  
THE PREFERENTIAL OFFERING**

*This instruction booklet ("Instruction Booklet") is issued in connection with the proposed non-renounceable preferential offering (the "Preferential Offering") of new units in ESR-REIT (the "New Units").*



## IMPORTANT NOTICE

***Please refer to the section titled “GLOSSARY” at the end of this Instruction Booklet for the definitions of capitalised terms used in this Instruction Booklet.***

Approval in-principle has been obtained from Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for the listing and quotation of the New Units on the Main Board of the SGX-ST and official quotation will commence after all the New Units have been issued and the notification letters from The Central Depository (Pte) Limited (“**CDP**”) have been despatched. The SGX-ST’s in-principle approval is not to be taken as an indication of the merits of the New Units, ESR-REIT and/or its subsidiaries. The SGX-ST assumes no responsibility for the correctness of any statements made, opinions expressed or reports contained in this Instruction Booklet.

The acceptance form for the New Units provisionally allotted to Entitled Unitholders (as defined herein) and the application form for excess New Units, being New Units representing the provisional allotments of (i) Entitled Unitholders who decline or do not accept, whether in full or in part, their provisional allotment of the New Units and (ii) Unitholders which are not Entitled Unitholders, (the “**Excess New Units**”, and the acceptance form for the New Units provisionally allotted to Entitled Unitholders and the application form for Excess New Units, the “**ARE**”) is not renounceable or transferable and is for use only by Entitled Unitholders. This Instruction Booklet and the ARE may not be used for the purpose of, and do not constitute, an offer or invitation or solicitation in any jurisdiction or in any circumstances in which such an offer or invitation or solicitation is unlawful or not authorised, or to any person to whom it is unlawful to make such an offer or invitation or solicitation. The distribution of this Instruction Booklet and the ARE may be prohibited or restricted either absolutely or unless various securities requirements, whether legal or administrative, are complied with in certain jurisdictions under the relevant securities laws of these jurisdictions. Entitled Unitholders or any other person having possession of this Instruction Booklet and the ARE are advised to keep themselves informed of and observe such prohibitions and restrictions at their own expense and without liability to ESR-REIT, ESR Funds Management (S) Limited (the “**Manager**”), RBC Investor Services Trust Singapore Limited, in its capacity as trustee of ESR-REIT (the “**Trustee**”) and RHB Bank Berhad, through its Singapore branch, as the sole financial adviser and coordinator in relation to the Preferential Offering (the “**Sole Financial Adviser and Coordinator**”).

This Instruction Booklet and the ARE have not been registered under the applicable securities laws of any overseas jurisdiction and the New Units are not offered to any person who is not an Entitled Unitholder.

Without limiting the generality of the foregoing, neither this Instruction Booklet nor the ARE nor any copy thereof may be published or distributed, whether directly or indirectly, in whole or in part, in or into any jurisdiction in which such offer is not authorised or to any person to whom it is unlawful to make such an offer and the New Units may not be offered, sold, resold, transferred or delivered, directly or indirectly, to any such person or in any such jurisdiction.

This Instruction Booklet and/or the ARE are being supplied to you solely for your information and may not be reproduced, redistributed or passed on, directly or indirectly, to any other person or published, in whole or in part, for any purpose.

For practical reasons and in order to avoid violating applicable securities laws outside Singapore, the New Units will not be distributed to Unitholders (a) whose registered addresses with CDP are outside Singapore, and (b) who have not at least three market days (each being a day, other than a Saturday, Sunday or gazetted public holiday, on which commercial banks are open for business in Singapore and the SGX-ST is open for trading in securities) (“**Market Days**”) prior to 5.00 p.m. on 4 August 2021, being the time and date on which the Register of Unitholders and the Transfer Books of ESR-REIT will be closed for the purposes of determining the provisional allotments of

Entitled Unitholders under the Preferential Offering (the “**Preferential Offering Record Date**”), provided CDP with addresses in Singapore for the service of notices or documents in accordance with the foregoing (collectively, the “**Foreign Unitholders**”).

**ACCORDINGLY, THE FOREIGN UNITHOLDERS WILL NOT BE ENTITLED TO PARTICIPATE IN THE PREFERENTIAL OFFERING AND NO PROVISIONAL ALLOTMENT OF NEW UNITS WILL BE MADE TO THE FOREIGN UNITHOLDERS AND NO PURPORTED ACCEPTANCE THEREOF OR (IF APPLICABLE) APPLICATION THEREFOR BY THE FOREIGN UNITHOLDERS WILL BE VALID.**

For the avoidance of doubt, even if a Unitholder has provided a Singapore address as aforesaid, the distribution of the New Units to him or her will be subject to compliance with applicable securities laws outside Singapore to the extent reasonably practicable. The Manager, along with the Sole Financial Adviser and Coordinator, reserves the absolute discretion whether to allow such participation as well as the persons who may be allowed to do so.

### **Selling Restrictions**

No action has been or will be taken in any jurisdiction that would permit a public offering of the New Units to occur in any jurisdiction, or the possession, circulation or distribution of this Instruction Booklet, its accompanying documents (if any) or any other material relating to ESR-REIT or the New Units in any country or jurisdiction (other than Singapore, where action for the purpose is required).

Accordingly, the New Units may not be offered or sold, directly or indirectly, and none of this Instruction Booklet, the ARE, the accompanying documents (if any) or any offering materials or advertisement in connection with the New Units may be distributed or published, whether directly or indirectly, in whole or in part, in or into any country or jurisdiction except under circumstances that will result in compliance with all applicable rules and regulations of any such country or jurisdiction. Entitled Unitholders who accept their respective provisional allotment of the New Units and (if applicable) apply for the Excess New Units (the “**Applicants**”) are recommended to consult their legal counsel prior to accepting any provisional allotment of the New Units, applying for Excess New Units or making any offer, sale, resale, pledge or other transfer of the New Units.

No person in any territory outside Singapore receiving this Instruction Booklet and/or the ARE may treat the same as an offer, invitation or solicitation to apply for any New Units unless such offer, invitation or solicitation could lawfully be made without violating any regulation or legal requirements in such territory.

The New Units have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”), or under the securities laws of any state of the United States and, accordingly, they may not be offered, sold, resold, granted, delivered, allotted, taken up or transferred, directly or indirectly, in the United States, except pursuant to an exemption from the registration requirements of the Securities Act. The New Units will only be offered and sold outside the United States in “offshore transactions” as defined in, and in reliance on, Regulation S under the Securities Act (“**Regulation S**”). Each purchaser of the New Units offered and sold outside the United States and in reliance on Regulation S will be deemed to have represented and agreed as follows (terms defined in Regulation S have the same meanings when used herein):

1. the purchaser (i) is, and the person, if any, for whose account it is acquiring the New Units is, outside the United States; and (ii) is acquiring the New Units in an offshore transaction meeting the requirements of Regulation S;

2. the purchaser is aware that the New Units have not been and will not be registered under the Securities Act and are being distributed and offered outside the United States in reliance on Regulation S; and
3. the purchaser acknowledges that ESR-REIT, the Manager, the Sole Financial Adviser and Coordinator, their respective affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.

The New Units have not been approved or disapproved by the U.S. Securities and Exchange Commission, any state securities commission in the United States or any other U.S. regulatory authority, nor have any of the foregoing authorities passed upon or endorsed the merits of the offering of the New Units. Any representation to the contrary is a criminal offence in the United States.

Any application sent from the United States, or in which the exercising holder or applicant requests for New Units to be credited to a Securities Account (as defined herein) and gives an address in the United States, will not be accepted.

If you are a finance company and/or a Depository Agent, you must abide by the following instructions: (i) you must not send this Instruction Booklet or any other documents related to the Preferential Offering to anyone except to persons outside the United States; and (ii) you must not accept any applications for New Units in the Preferential Offering except from persons outside the United States applying for the New Units in an “offshore transaction” (as defined in Regulation S).

You acknowledge that none of the Manager and the Sole Financial Adviser and Coordinator or any person representing the Manager or the Sole Financial Adviser and Coordinator has made any representation to you with respect to ESR-REIT or the Preferential Offering. You represent that you are relying only on information that ESR-REIT makes publicly available in making your investment decision with respect to the New Units. You agree that you have had access to such financial and other information concerning ESR-REIT and the New Units as you have deemed necessary in connection with your decision to purchase the New Units.

You acknowledge that the Manager and the Sole Financial Adviser and Coordinator and others will rely upon the truth and accuracy of the above acknowledgements, representations and agreements. You agree that if any of the acknowledgements, representations or agreements you are deemed to have made by your purchase of the New Units is no longer accurate, you will promptly notify the Manager and the Sole Financial Adviser and Coordinator. If you are purchasing any New Units as a fiduciary or agent for one or more investor accounts, you represent that you have sole investment discretion with respect to each of those accounts and that you have full power to make the above acknowledgements, representations and agreements on behalf of each account.

The Manager and the Sole Financial Adviser and Coordinator have not taken any action, nor will the Manager and/or the Sole Financial Adviser and Coordinator take any action, in any jurisdiction other than Singapore that would permit a public offering of the New Units, or the possession, circulation or distribution of this Instruction Booklet or any other material relating to ESR-REIT, the Manager or the New Units in any jurisdiction other than Singapore where action for that purpose is required.

The Manager reserves the right to reject any acceptance of the New Units and/or any application for the Excess New Units where it believes, or has reason to believe, that such acceptance may violate the applicable laws of any jurisdiction. Notwithstanding the foregoing paragraph, the Manager may in its sole discretion determine whether to allow the participation in the Preferential

Offering by Unitholders who are located, resident or with a registered address in other jurisdictions outside of Singapore, subject to and in compliance with the applicable securities and other laws of the relevant jurisdictions.

**IMPORTANT NOTICE TO (A) CENTRAL PROVIDENT FUND INVESTMENT SCHEME (“CPFIS”) INVESTORS, (B) SUPPLEMENTARY RETIREMENT SCHEME (“SRS”) INVESTORS AND (C) INVESTORS WHO HOLD UNITS THROUGH A FINANCE COMPANY AND/OR DEPOSITORY AGENT (AS DEFINED HEREIN)**

Unitholders who have applied for or purchased units in ESR-REIT (“Units”) under the CPFIS and/or the SRS or through a finance company and/or a Depository Agent can only accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units by instructing the relevant bank in which they hold their CPFIS accounts or SRS Accounts<sup>1</sup>, the relevant finance company and/or relevant Depository Agent to do so on their behalf in accordance with this Instruction Booklet.

**ANY APPLICATION MADE DIRECTLY BY THE ABOVE-MENTIONED UNITHOLDERS THROUGH CDP, BOARDROOM CORPORATE & ADVISORY SERVICES PTE. LTD. (THE “UNIT REGISTRAR”) AND/OR THE MANAGER, AS WELL AS ANY ELECTRONIC APPLICATION MADE THROUGH AUTOMATED TELLER MACHINES (“ATMS”) OF THE PARTICIPATING BANKS (AS DEFINED HEREIN) OR THROUGH AN ACCEPTED ELECTRONIC PAYMENT SERVICE (INCLUDING PAYNOW) OR AN ELECTRONIC SERVICE DELIVERY NETWORK (“ACCEPTED ELECTRONIC SERVICE”) (“ELECTRONIC APPLICATION”) WILL BE REJECTED.**

The above-mentioned Unitholders, where applicable, will receive notification letter(s) from their respective approved banks, finance companies and/or Depository Agents and should refer to such notification letter(s) for details of the last date and time to submit acceptances of their provisional allotments of the New Units and (if applicable) applications for Excess New Units to their respective approved banks, finance companies and/or Depository Agents.

**(i) Use of CPF Funds (as defined herein)**

Unitholders participating in the CPFIS – Ordinary Account must use, subject to applicable Central Provident Fund (“CPF”) rules and regulations, monies standing to the credit of their respective CPF Investment Accounts to pay for the acceptance of their provisional allotments of the New Units and (if applicable) application for Excess New Units, if they have previously bought their Units using their CPF Investible Savings (“CPF Funds”).

Such Unitholders who wish to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units using CPF Funds must have sufficient funds in their CPF Investment Accounts and must instruct their respective approved banks, where such Unitholders hold their CPF Investment Accounts, to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units on their behalf in accordance with this Instruction Booklet.

Such Unitholders who have insufficient funds in their CPF Investment Accounts may deposit cash into their CPF Investment Accounts with their respective approved banks to enable them to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units.

---

<sup>1</sup> “SRS Account” refers to the account opened by a participant in the SRS from which money may be withdrawn for, among others, payment for the application of their provisional allotments of the New Units and/or (if applicable) the Excess New Units.

**(ii) Use of SRS Funds**

Unitholders who had purchased Units using their SRS Accounts and who wish to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units can only do so, subject to applicable SRS rules and regulations, using monies standing to the credit of their respective SRS Accounts.

Such Unitholders who wish to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units using SRS monies, must instruct the relevant approved banks in which they hold their SRS Accounts to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units on their behalf in accordance with this Instruction Booklet. Such Unitholders who have insufficient funds in their SRS Accounts may, subject to the SRS contribution cap, deposit cash into their SRS Accounts with their respective approved banks before instructing their respective approved banks to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units. SRS investors are advised to provide their respective approved banks in which they hold their SRS Accounts with the appropriate instructions no later than the deadlines set by their respective approved banks in order for their respective approved banks to make the relevant acceptance and (if applicable) application on their behalf by the last date and time for acceptance, application (if applicable) and payment for the provisional allotments of the New Units and the Excess New Units (the “Closing Date”).

**(iii) Holdings through Finance Company and/or Depository Agent**

Unitholders who hold Units through a finance company and/or a Depository Agent must instruct the relevant finance company and/or the relevant Depository Agent to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units on their behalf in accordance with this Instruction Booklet.

**FOR CPFIS INVESTORS, SRS INVESTORS AND INVESTORS WHO HOLD UNITS THROUGH FINANCE COMPANIES OR DEPOSITORY AGENTS, ACCEPTANCES OF THEIR PROVISIONAL ALLOTMENTS OF THE NEW UNITS AND (IF APPLICABLE) APPLICATIONS FOR THE EXCESS NEW UNITS MUST BE DONE THROUGH THE RELEVANT APPROVED BANKS IN WHICH THEY HOLD THEIR CPFIS ACCOUNTS OR SRS ACCOUNTS, THE RELEVANT FINANCE COMPANIES OR THE RELEVANT DEPOSITORY AGENTS, RESPECTIVELY. SUCH INVESTORS ARE ADVISED TO PROVIDE THEIR RESPECTIVE APPROVED BANKS IN WHICH THEY HOLD THEIR CPFIS ACCOUNTS OR SRS ACCOUNTS, FINANCE COMPANIES OR DEPOSITORY AGENTS (AS THE CASE MAY BE) WITH THE APPROPRIATE INSTRUCTIONS NO LATER THAN THE DEADLINES SET BY THEM IN ORDER FOR SUCH INTERMEDIARIES TO MAKE THE RELEVANT ACCEPTANCE AND (IF APPLICABLE) APPLICATION ON THEIR BEHALF BY THE CLOSING DATE. ANY ACCEPTANCE AND/OR APPLICATION MADE BY SUCH INVESTORS DIRECTLY THROUGH CDP, THE UNIT REGISTRAR AND/OR THE MANAGER, AS WELL AS ANY ELECTRONIC APPLICATION, WILL BE REJECTED.**

**Notification under Section 309B of the Securities and Futures Act, Chapter 289 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).

**UNITHOLDERS WHO HAVE ANY DOUBT ON THEIR ELIGIBILITY OR THE PROCEDURES NEEDED TO BE TAKEN TO ACCEPT, PAY FOR AND APPLY FOR THE NEW UNITS CAN CONTACT THE MANAGER AT THE FOLLOWING:**

**TELEPHONE NO. : +65 6222 3339**

**FACSIMILE NO. : +65 6827 9339**

**EMAIL : [ENQUIRY@ESR-REIT.COM.SG](mailto:ENQUIRY@ESR-REIT.COM.SG)**



## INDICATIVE TIMETABLE FOR THE PREFERENTIAL OFFERING

Last date that the Units are quoted on a “cum” Preferential Offering basis	:	<b>2 August 2021</b>
Units trade ex-Preferential Offering	:	<b>3 August 2021</b>
Preferential Offering Record Date for eligibility to participate in the Preferential Offering	:	<b>4 August 2021 at 5.00 p.m.</b>
Opening date and time for the Preferential Offering	:	<b>10 August 2021 at 9.00 a.m.</b> (9.00 a.m. for Electronic Applications)
Closing Date (Last date and time for acceptance, application (if applicable) and payment for the provisional allotments of the New Units and the Excess New Units)	:	<b>18 August 2021 at 5.00 p.m.</b> (9.30 p.m. for Electronic Applications)
Expected date for crediting of the New Units	:	<b>26 August 2021</b>
Expected date and time for commencement of trading of New Units	:	<b>26 August 2021 at 9.00 a.m.</b>
Expected date for refund of unsuccessful applications (if made through CDP)	:	<b>26 August 2021</b>

The above timetable is indicative only and is subject to change. As at the date of this Instruction Booklet, the Manager does not expect the timetable to be modified. However, the Manager may, with the approval of the SGX-ST, modify the timetable subject to any limitation under any applicable law. The Manager will publicly announce any change to the above timetable through an SGXNET announcement to be posted on the SGX-ST’s website at <http://www.sgx.com>.

## PROCEDURES FOR ACCEPTANCE, PAYMENT AND (IF APPLICABLE) EXCESS APPLICATION BY ENTITLED UNITHOLDERS

### PROCEDURES FOR ACCEPTANCE, PAYMENT AND (IF APPLICABLE) EXCESS APPLICATION BY ENTITLED UNITHOLDERS WHOSE SECURITIES ACCOUNTS ARE CREDITED WITH PROVISIONAL ALLOTMENTS OF THE NEW UNITS

Unitholders with Units standing to the credit of their Securities Accounts as at **5.00 p.m.** on **4 August 2021** and whose registered mailing addresses with CDP were in Singapore as at **4 August 2021**, or who had at least three (3) Market Days prior to **4 August 2021** provided to CDP mailing addresses in Singapore for the service of notices and documents are entitled to receive this Instruction Booklet and the ARE.

The Preferential Offering is governed by the instructions in this Instruction Booklet and the ARE. The number of New Units provisionally allotted to each Entitled Unitholder is indicated in the ARE (fractions of a New Unit (if any) having been disregarded). Entitled Unitholders may accept their provisional allotments of the New Units in full or in part.

The Securities Accounts of Entitled Unitholders have been credited by CDP with the number of New Units provisionally allotted to them as indicated in the ARE. Full instructions for the acceptance of and payment for the provisional allotments of the New Units are set out in this Instruction Booklet and the ARE.

The Preferential Offering Issue Price is S\$0.400 per New Unit. Entitled Unitholders accepting their provisional allotments of the New Units and, if applicable, applying for the Excess New Units, will be entitled to a refund of the full amount of the application monies (without interest or any share of revenue or other benefit arising therefrom) where the Preferential Offering does not proceed for any reason.

Entitled Unitholders may accept up to the number of New Units that have been provisionally allotted to them which is printed on the ARE. In addition to their provisional allotments of the New Units, Entitled Unitholders are eligible to apply for the New Units in excess of their provisional allotments. Where any acceptance for the New Units and/or application for Excess New Units is invalid or unsuccessful, the amount paid on acceptance and/or application will be returned or refunded to such Entitled Unitholder without interest or any share of revenue or other benefit arising therefrom within three (3) Market Days after the commencement of trading of the New Units by crediting his or her account(s) with DBS Bank Ltd. (including POSB), Oversea-Chinese Banking Corporation Limited or United Overseas Bank Limited (collectively, the "**Participating Banks**", and each, a "**Participating Bank**") at the Entitled Unitholder's own risk (if he or she accepts and, if applicable, applies through an ATM of a Participating Bank), the receipt by such bank being a good discharge to CDP, the Manager, the Trustee and the Sole Financial Adviser and Coordinator of their respective obligations, if any, hereunder, or crediting such Entitled Unitholder's designated bank account via CDP's Direct Crediting Service at his or her own risk (if he or she accepts and, if applicable, applies through CDP (including through the submission of the ARE or application through an Accepted Electronic Service)). In the event that he or she is not subscribed to CDP's Direct Crediting Service, any monies to be refunded will be retained by CDP and reflected under the Cash Transaction section of his or her CDP monthly account statement (the retention by CDP being a good discharge by the Manager, the Trustee and the Sole Financial Adviser and Coordinator of their respective obligations, if any, hereunder).

The ARE is not renounceable or transferable and is for use only by Entitled Unitholders. This Instruction Booklet and the ARE may not be used for the purpose of, and do not constitute, an offer or invitation or solicitation in any jurisdiction or in any circumstances in which such an offer or invitation or solicitation is unlawful or not authorised, or to any person to whom it is unlawful to make such an offer or invitation or solicitation. The distribution of this Instruction Booklet and the ARE may be prohibited or restricted either absolutely or unless various securities requirements,

whether legal or administrative, are complied with in certain jurisdictions under the relevant securities laws of these jurisdictions. Entitled Unitholders or any other person having possession of this Instruction Booklet and the ARE are advised to keep themselves informed of and observe such prohibitions and restrictions.

This Instruction Booklet, the New Units and the ARE have not been registered under the applicable securities laws of any overseas jurisdiction and the New Units are not offered to any person who is not an Entitled Unitholder. Without limiting the generality of the foregoing, neither this Instruction Booklet nor the ARE nor any copy thereof may be published or distributed, whether directly or indirectly, in whole or in part, in or into any jurisdiction in which such offer is not authorised or to any person to whom it is unlawful to make such an offer and the New Units may not be offered, sold, resold, transferred or delivered, directly or indirectly, to any such person or in any such jurisdiction.

The New Units have not been and will not be registered under the Securities Act, or under the securities laws of any state or jurisdiction of the United States and, accordingly, they may not be offered, sold, resold, granted, delivered, allotted, taken up or transferred, directly or indirectly, in the United States, except pursuant to an exemption from the registration requirements of the Securities Act and in compliance with applicable state laws. The New Units will only be offered and sold outside the United States in offshore transactions in reliance on Regulation S.

The Manager reserves the right to reject any acceptance of the New Units and/or any application for the Excess New Units where it believes, or has reason to believe, that such acceptance may violate the applicable laws of any jurisdiction. Notwithstanding the foregoing paragraphs, the Manager may in its sole discretion determine whether to allow the participation in the Preferential Offering by Unitholders who are located, resident or with a registered address in other jurisdictions outside of Singapore, subject to and in compliance with the applicable securities and other laws of the relevant jurisdictions. See **“Important Notice”** for further details.

**Entitled Unitholders may accept their provisional allotments of the New Units in full or in part and apply for the Excess New Units, either through CDP by completing and submitting the relevant portion of the ARE or by way of an Electronic Application.**

Unless expressly provided to the contrary in this Instruction Booklet and/or the ARE, a person who is not a party to any contract made pursuant to this Instruction Booklet and the ARE (other than CDP, the Manager, the Trustee, the Sole Financial Adviser and Coordinator, the other Relevant Persons (as defined herein), the Participating Banks and the Unit Registrar) has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore, to enforce any term of such contract. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contract. Where third parties are conferred rights under such contract, those rights are not assignable or transferable.

With regard to any acceptance of the provisional allotment of the New Units or, if applicable, application for the Excess New Units which does not conform strictly to the instructions set out under this Instruction Booklet and/or the ARE or where the “Free Balance” of the Securities Account is not credited with, or is credited with less than the relevant number of the New Units as at the last date and time for acceptance and payment for the New Units, or which does not comply with the instructions for Electronic Application, or in the case of an acceptance by way of the ARE and/or any other application form for the provisional allotment of the New Units or, if applicable, application for the Excess New Units which is illegible, unsigned, incomplete, incorrectly completed or which is accompanied by an improperly or insufficiently drawn remittance, the Manager and/or CDP may, at their absolute discretion, reject or treat as invalid any such application and payment or otherwise process all remittances at any time after receipt in such manner as they may deem fit.

# PROCEDURES TO ACCEPT AND (IF APPLICABLE) APPLY FOR EXCESS NEW UNITS

## Step 1: Know your holdings and entitlement

Refer to the ARE for the number of unitholdings as at Preferential Offering Record Date, the number of New Units provisionally allotted as well as the price per New Unit.

### A. KNOW YOUR HOLDINGS & ENTITLEMENT

Number of Units currently held by you

This is your unitholdings as at the Preferential Offering Record Date.

Units as at  
**4 AUGUST 2021 AT 5.00 P.M.**  
(Record Date)

This is the date to determine your provisional allotments.

Number of New Units provisionally allotted\*

This is your number of New Units provisionally allotted.

Preferential Offering Issue Price

**S\$0.400** per New Unit

This is the price that you need to pay when you apply for one New Unit.

## Step 2: Select your application options

### (I) Acceptance and (if applicable) application through CDP

#### C. DECLARATION

Please read the instructions overleaf and fill in the blanks below accordingly.

i. Total Number of New Units Applied:  
(Provisionally Allotted + Excess New Units)

		,			,			
--	--	---	--	--	---	--	--	--

Fill in the total number of New Units and Excess New Units that you wish to apply for within the boxes.

ii. Cashier's Order/Banker's Draft Details\*:  
(Input 6 digits of CO/BD)

--	--	--	--	--	--

For guidance on completing this form, please refer to Appendix 1 of the Instruction Booklet (Procedure to complete the ARE).

Fill in the 6 digits of the CO/BD number (e.g. 001764) within the boxes.

Signature of Entitled Unitholder(s)

Date

Sign within the box.

To accept the provisional allotment of the New Units specified in the ARE and (if applicable) to apply for Excess New Units through CDP, the duly completed and signed ARE must be accompanied by **A SINGLE REMITTANCE** for the full amount payable for the relevant number of the New Units accepted and (if applicable) the Excess New Units applied for, and submitted by post in the pre-addressed envelope provided, at the Entitled Unitholder's own risk, to **ESR FUNDS MANAGEMENT (S) LIMITED (IN ITS CAPACITY AS MANAGER OF ESR-REIT) C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** so as to arrive not later than **5.00 p.m.** on **18 August 2021**. The payment must be made in the form of a Cashier's Order or Banker's Draft drawn in Singapore currency on a bank in Singapore and made payable to "**CDP – ESR-REIT PREF OFFER ACCOUNT**" and

crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the name and Securities Account number of the Entitled Unitholder clearly written on the reverse side of the Cashier's Order or Banker's Draft.

**NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORM OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.**

**FOR CPFIS INVESTORS, SRS INVESTORS AND INVESTORS WHO HOLD UNITS THROUGH FINANCE COMPANIES OR DEPOSITORY AGENTS, ACCEPTANCES OF THEIR PROVISIONAL ALLOTMENTS OF THE NEW UNITS AND (IF APPLICABLE) APPLICATIONS FOR THE EXCESS NEW UNITS MUST BE DONE THROUGH THE RELEVANT APPROVED BANKS IN WHICH THEY HOLD THEIR CPFIS ACCOUNTS OR SRS ACCOUNTS, THE RELEVANT FINANCE COMPANIES OR THE RELEVANT DEPOSITORY AGENTS, RESPECTIVELY. SUCH INVESTORS ARE ADVISED TO PROVIDE THEIR RESPECTIVE APPROVED BANKS IN WHICH THEY HOLD THEIR CPFIS ACCOUNTS OR SRS ACCOUNTS, FINANCE COMPANIES OR DEPOSITORY AGENTS, AS THE CASE MAY BE, WITH THE APPROPRIATE INSTRUCTIONS NO LATER THAN THE DEADLINES SET BY THEM IN ORDER FOR SUCH INTERMEDIARIES TO MAKE THE RELEVANT ACCEPTANCE AND (IF APPLICABLE) APPLICATION ON THEIR BEHALF BY THE CLOSING DATE. ANY ACCEPTANCE AND/OR APPLICATION MADE DIRECTLY THROUGH CDP, THE UNIT REGISTRAR AND/OR THE MANAGER, AS WELL AS ANY ELECTRONIC APPLICATION, WILL BE REJECTED.**

**(II) Acceptance and (if applicable) application by way of Electronic Application through an ATM of a Participating Bank**

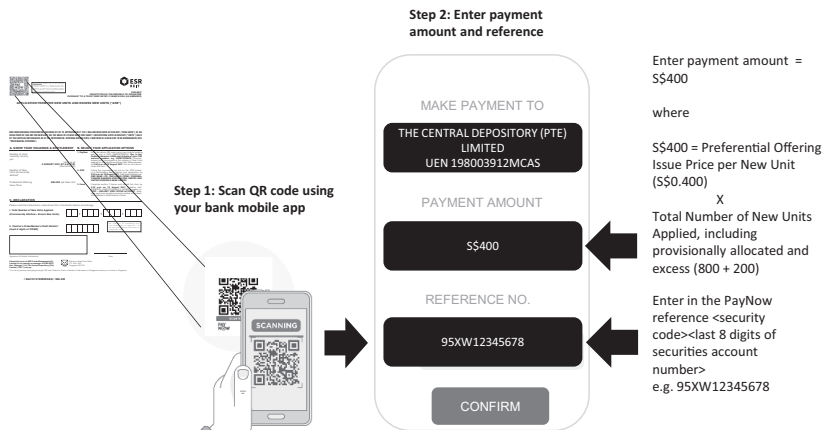
Instructions for Electronic Applications of provisional allotments of New Units and application for Excess New Units will appear on the ATM screens of the Participating Banks. For ATM applications, please enter the exact number of New Units you wish to accept and **NOT THE NUMBER OF BOARD LOTS YOU WISH TO ACCEPT. Applications through ATM may be made from Mondays to Saturdays (excluding public holidays) between 7.00 a.m. and 9.30 p.m. up to 18 August 2021.**

**IN THE CASE OF AN ENTITLED UNITHOLDER WHO HAS ACCEPTED THE PROVISIONAL ALLOTMENT OF THE NEW UNITS AND (IF APPLICABLE) APPLIED FOR EXCESS NEW UNITS BY WAY OF AN ARE AND ALSO BY WAY OF AN ELECTRONIC APPLICATION, THE MANAGER AND/OR CDP SHALL BE AUTHORISED AND ENTITLED TO ACCEPT HIS OR HER INSTRUCTIONS IN WHICHEVER MODE OR COMBINATION AS THE MANAGER AND/OR CDP MAY, IN THEIR ABSOLUTE DISCRETION, DEEM FIT.**

### (III) Acceptance and (if applicable) application by way of PayNow

Before you proceed to subscribe for rights via PayNow, please make sure you have set up/have the following:

1. Daily limit to meet your transfer request
2. Notification to alert you on the transfer and refund status
3. Security code, pre-printed on the form under Section B PayNow
4. Last 8 digits of securities account number, pre-printed on the form
5. Payment amount = Preferential Offering Issue Price per New Unit X Total Number of New Units Applied (including provisionally allocated and excess), rounded down to the nearest cent



Note:

1. Please make sure the security code and your last 8 digits of securities account number are entered correctly – there should only be a total of 12 characters in your reference. CDP will reject the application if it is not a valid security code and/or securities account and arrange for refund to your originating bank account. To be notified on the refund, please turn on the setting in your bank account notifications.
2. You can send up to S\$200,000 per transaction via PayNow capped at your daily fund transfer limit set with your bank, whichever is lower. You can submit multiple PayNow transactions on the same day and across different days if you require to make a payment more than your limit.
3. CDP aggregates payments received on the same day as one instruction.
4. CDP will determine the number of rights applied using total payment received on each day, ignoring resultant fractional cent payable if any.
5. Post allocation, CDP will refund any excess amount to your DCS bank account.

To accept the provisional allotment of New Units specified in the ARE and/or (if applicable) application for Excess New Units through PayNow, scan the QR code using your mobile banking app. Enter in the PayNow reference: 95XW<last 8 digits of your securities account number> e.g. 95XW12345678. Payment amount must correspond to the number of New Units applied for, including Excess New Units.

### (IV) Acceptance and (if applicable) application through the SGX-SFG Service (for Depository Agents only)

Depository Agents may accept the provisional allotment of the New Units and (if applicable) apply for the Excess New Units through the SGX-SFG service provided by CDP as listed in Schedule 3 of the Terms and Conditions for User Services for Depository Agents. CDP has been authorised by the Manager to receive acceptances on its behalf. Such acceptances and (if applicable) applications will be deemed irrevocable and are subject to each of the terms and conditions contained in this Instruction Booklet and the ARE as if the ARE had been completed, signed and submitted to CDP.

### (V) Acceptance/Application using CPF Funds

Unitholders participating in the CPFIS – Ordinary Account must use, subject to applicable CPF rules and regulations, monies standing to the credit of their respective CPF Investment Accounts to pay for the acceptance of their provisional allotments of the New Units and (if applicable) application for the Excess New Units, if they have previously bought their Units using their CPF Funds.

Such Unitholders who wish to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units using CPF Funds must have sufficient funds in their CPF Investment Accounts and must instruct their respective approved banks in which they hold their CPF Investment Accounts to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units on their behalf in accordance with this Instruction Booklet.

Such Unitholders who have insufficient funds in their CPF Investment Accounts may deposit cash into their CPF Investment Accounts with their approved banks to enable them to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units.

**Any acceptance and (if applicable) application made by the above-mentioned Unitholders directly through CDP, the Unit Registrar and/or the Manager, as well as any Electronic Application, will be rejected.**

#### **(VI) Acceptance/Application using SRS Funds**

Unitholders with SRS Accounts must, subject to applicable SRS rules and regulations, use monies standing to the credit of their respective SRS Accounts to pay for the acceptance of their provisional allotments of the New Units and (if applicable) application for Excess New Units.

Such Unitholders who wish to accept their provisional allotments of the New Units and (if applicable) apply for Excess New Units using SRS monies will need to instruct their respective approved banks in which they hold their SRS Accounts (“**SRS Banks**”, and each, a “**SRS Bank**”) to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units on their behalf and make sure that they have sufficient funds in their SRS Accounts to pay for the number of New Units (including, if applicable, the Excess New Units) for which they intend to apply for.

Unitholders who have insufficient funds in their SRS Accounts to fully accept their provisional allotments of the New Units and/or apply for Excess New Units and who have not reached their SRS contribution cap may, subject to the SRS contribution cap, deposit cash into their SRS Accounts and instruct their respective SRS Banks to accept their provisional allotments of the New Units and (if applicable) apply for Excess New Units on their behalf, to the extent of the funds available in their SRS Accounts.

If a Unitholder instructs the relevant SRS Bank to apply for his or her provisional allotment of the New Units and (if applicable) apply for the Excess New Units offered under the Preferential Offering and he or she does not have sufficient funds in his or her SRS Account to pay for the number of New Units which he or she intends to apply for, his or her acceptance of the provisional allotment of the New Units and, if applicable, application for the Excess New Units will be made in part to the extent of the funds available in his or her SRS Account with the balance rejected.

**Any acceptance and (if applicable) application made by the above-mentioned Unitholders directly through CDP, the Unit Registrar and/or the Manager, as well as any Electronic Application, will be rejected.**

#### **(VII) Acceptance/Application via Finance Company and/or Depository Agent**

Unitholders who hold Units through a finance company and/or Depository Agent must instruct the relevant finance company and/or Depository Agent to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units on their behalf in accordance with this Instruction Booklet.

**Any acceptance and (if applicable) application made by the abovementioned Unitholders directly through CDP, the Unit Registrar and/or the Manager, as well as any Electronic Application, will be rejected.**

## CLOSING DATE AND TIME FOR ACCEPTANCES AND PAYMENT

THE FINAL TIME AND DATE FOR ACCEPTANCES AND PAYMENT FOR THE PROVISIONAL ALLOTMENTS OF THE NEW UNITS AND (IF APPLICABLE) APPLICATIONS FOR THE EXCESS NEW UNITS IS:

- (A) 5.00 P.M. ON 18 AUGUST 2021 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE MANAGER) IF AN ACCEPTANCE AND PAYMENT FOR THE PROVISIONAL ALLOTMENTS OF THE NEW UNITS AND (IF APPLICABLE) AN APPLICATION FOR THE EXCESS NEW UNITS IS MADE THROUGH CDP OR THE SGX-SFG SERVICE; AND
- (B) 9.30 P.M. ON 18 AUGUST 2021 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE MANAGER) IF AN ACCEPTANCE AND PAYMENT FOR THE PROVISIONAL ALLOTMENTS OF THE NEW UNITS AND (IF APPLICABLE) AN APPLICATION FOR THE EXCESS NEW UNITS IS MADE THROUGH AN ATM OF A PARTICIPATING BANK OR AN ACCEPTED ELECTRONIC SERVICE.

If acceptance and payment in the prescribed manner as set out in this Instruction Booklet and the ARE are not received through CDP by 5.00 p.m. on 18 August 2021 or through any ATM of the Participating Banks or PayNow by 9.30 p.m. on 18 August 2021 from any Entitled Unitholder, the provisional allotment of the New Units to the Entitled Unitholder will be deemed to have been declined and shall forthwith lapse and become void. To the extent to which the provisional allotment is taken up in part only, the balance will be deemed to have been declined. Where any acceptance for the New Units and/or application for Excess New Units is invalid or unsuccessful, all monies received will be returned (without interest or any share of revenue or other benefit arising therefrom) to the Entitled Unitholders by any or a combination of the following:

- (a) by crediting their designated bank accounts via CDP's Direct Crediting Service **AT THEIR OWN RISK** (where acceptance and (if applicable) application is effected through CDP (including through the submission of the ARE or application through an Accepted Electronic Service)). In the event that such Entitled Unitholders are not subscribed to CDP's Direct Crediting Service, any monies to be refunded will be retained by CDP and reflected under the Cash Transaction section of their CDP monthly account statement (the retention by CDP being a good discharge by the Manager, the Trustee and the Sole Financial Adviser and Coordinator of their respective obligations, if any, hereunder); or
- (b) by crediting their accounts with the relevant Participating Banks (where acceptance and (if applicable) application is effected through an ATM of a Participating Bank), and **AT THEIR OWN RISK**, the receipt by such bank being a good discharge by CDP, the Manager, the Trustee and the Sole Financial Adviser and Coordinator of their respective obligations, if any, hereunder,

within three (3) Market Days after the commencement of trading of the New Units.

**ACCEPTANCES ACCOMPANIED BY OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE REJECTED.**

The Excess New Units are available for application subject to the terms and conditions contained in this Instruction Booklet, the ARE, and ESR-REIT's Trust Deed (as defined herein). Applications for the Excess New Units will, at the Manager's absolute discretion, be satisfied from such New Units that are not validly taken up by the Entitled Unitholders and from provisional allotments of Unitholders which are not Entitled Unitholders, the aggregate of fractional entitlements and any



New Units that are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in this Instruction Booklet and the ARE. In the event that applications are received by the Manager for more Excess New Units than are available, the Excess New Units available will be allotted in such manner as the Manager may, in its absolute discretion, deem fit, in accordance with the terms of this Instruction Booklet. The Manager may also, in its absolute discretion, scale down any application for the Excess New Units if the satisfaction of such application would, in full or in part, result in a transfer of a controlling interest (as defined in the Listing Manual of the SGX-ST) in ESR-REIT or trigger a mandatory offer to be made pursuant to Rule 14 of The Singapore Code on Take-overs and Mergers. In the allotment of the Excess New Units, preference will be given to Entitled Unitholders for the rounding of odd lots, and Directors and Substantial Unitholders (each as defined herein) who have control or influence over ESR-REIT or the Manager in connection with the day-to-day affairs of ESR-REIT or the Manager or the terms of the Preferential Offering or have representation (direct or through a nominee) on the board of directors of the Manager will rank last in priority. The Manager reserves the right to refuse any application for the Excess New Units, in whole or in part, without assigning any reason whatsoever therefor. CDP takes no responsibility for any decision that the Manager may make.

## REFUND OF APPLICATION MONIES

In the event that none of the Excess New Units are allotted or if the number of New Units allotted is less than applied for by an Entitled Unitholder, the amount paid on application or the surplus application monies, as the case may be, will be refunded (without interest or any share of revenue or other benefit arising therefrom) by means of any or a combination of the following:

- (a) (if application is done via ARE or an Accepted Electronic Service) by crediting the Applicant's designated bank accounts via CDP's Direct Crediting Service (if the Applicant had applied for the Excess New Units through CDP) **AT THE APPLICANT'S OWN RISK**. In the event that such Applicant is not subscribed to CDP's Direct Crediting Service, any monies to be refunded will be retained by CDP and reflected under the "Cash Transaction" section of their CDP monthly account statement (the retention by CDP being a good discharge by the Manager, the Trustee and the Sole Financial Adviser and Coordinator of their respective obligations, if any, hereunder); or
- (b) (if application is done via ATMs of Participating Banks) by crediting the Applicant's bank account with the relevant Participating Bank (if the Applicant had applied for Excess New Units by way of an electronic application through an ATM of a Participating Bank) **AT THE APPLICANT'S OWN RISK**, the receipt by such banks being a good discharge by CDP, the Manager, the Trustee and the Sole Financial Adviser and Coordinator of their respective obligations, if any, hereunder,

within three (3) Market Days after the commencement of trading of the New Units.

### Appropriation

An Entitled Unitholder should note that:

- (a) by accepting his or her provisional allotment of the New Units and/or applying for the Excess New Units, he or she acknowledges that, in the case where:
  - (i) the amount of remittance payable to the Manager in respect of his or her acceptance of the New Units provisionally allotted to him or her and (if applicable) in respect of his or her application for the Excess New Units as per the instructions received by CDP whether under the ARE or in any other application form for the New Units differs from the amount actually received by CDP, or
  - (ii) the amounts as stated in Part C of the ARE, and/or in any other application form for the New Units differs from the amount received by CDP, or otherwise payable by him in respect of his or her acceptance of the New Units provisionally allotted to him and (if applicable) in respect of his or her application for the Excess New Units,

the Manager and CDP shall be authorised and entitled to determine and appropriate all amounts received by CDP on the Manager's behalf for each application on its own whether under the ARE and/or any other application form for the New Units as follows: firstly, towards payment of all amounts payable in respect of his or her acceptance of the New Units provisionally allotted to him; and secondly, (if applicable) towards payment of all amounts payable in respect of his or her application for the Excess New Units. The determination and appropriation by the Manager and CDP shall be conclusive and binding;

- (b) if the Entitled Unitholder has attached a remittance to the ARE and/or any other application form for the New Units made through CDP, he or she would have irrevocably authorised the Manager and CDP, in applying the amounts payable for his or her acceptance of the New

Units and (if applicable) his or her application for the Excess New Units, to apply the amount of the remittance which is attached to the ARE and/or any other application form for the New Units made through CDP; and

- (c) in the event that the Entitled Unitholder accepts the New Units provisionally allotted to him by way of the ARE and/or has applied for the Excess New Units by way of the ARE and also by way of Electronic Application(s), the Manager and/or CDP shall be authorised and entitled to accept his or her instructions in whichever mode or combination as the Manager and/or CDP may, in their/its absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Entitled Unitholder shall be deemed as having irrevocably authorised the Manager and/or CDP to apply all amounts received whether under the ARE and/or any other acceptance and/or application for the Excess New Units (including Electronic Application(s)) in whichever mode or combination as the Manager and/or CDP may, in their/its absolute discretion, deem fit.

**IF ANY ENTITLED UNITHOLDER IS IN ANY DOUBT AS TO THE ACTION HE OR SHE SHOULD TAKE, HE OR SHE SHOULD CONSULT HIS OR HER LEGAL, FINANCIAL, TAX OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.**

**Illustrative Examples (Assumption: On the basis of 32 New Units for every 1,000 existing Units held on the Preferential Offering Record Date at the Preferential Offering Issue Price of S\$0.400 per New Unit)**

As an illustration, if an Entitled Unitholder has 1,000 Units standing to the credit of his or her Securities Account as at the Preferential Offering Record Date, the Entitled Unitholder will be provisionally allotted 32 New Units as set out in his or her ARE. The Entitled Unitholder's alternative courses of action, and the necessary procedures to be taken under each course of action, are summarised below:

**Alternatives**

- (a) Accept his or her entire provisional allotment of 32 New Units and (if applicable) apply for the Excess New Units.

**Procedures to be taken**

**By way of Electronic Application**

- (1) Accept his or her entire provisional allotment of 32 New Units and (if applicable) apply for the Excess New Units by way of an Electronic Application as described herein not later than **9.30 p.m.** on **18 August 2021** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager). For application through an ATM of a Participating Bank, please enter the exact number of New Units you wish to accept and **NOT THE NUMBER OF BOARD LOTS YOU WISH TO ACCEPT**. For Applications through PayNow, payment amount must correspond to the number of New Units applied for, including Excess New Units; or

**Through CDP**

- (2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance in full of his or her provisional allotment of 32 New Units and (if applicable) the number of the Excess New Units applied for and forward the original signed ARE together with a single remittance for S\$12.80 (or, if applicable, such higher amount in respect of the total number of New Units accepted and the Excess New Units applied for) by way of a Cashier's Order or Banker's Draft drawn in Singapore currency on a bank in Singapore, and made payable to "**CDP – ESR-REIT PREF OFFER ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" for the full amount due on acceptance and (if applicable) application, by post, at **HIS OR HER OWN RISK**, in the self-addressed envelope provided to **ESR FUNDS MANAGEMENT (S) LIMITED (IN ITS CAPACITY AS MANAGER OF ESR-REIT) C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** so as to arrive not later than **5.00 p.m.** on **18 August 2021** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager) and with the name and Securities Account number of the Entitled Unitholder clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft.

## Alternatives

- (b) Accept a portion of his or her provisional allotment of the New Units, for example 10 provisionally allotted New Units, and reject the balance.

## Procedures to be taken

**NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.**

### By way of Electronic Application

- (1) Accept his or her provisional allotment of 10 New Units by way of an Electronic Application as described herein not later than **9.30 p.m. on 18 August 2021** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager); or

### Through CDP

- (2) Complete and sign the ARE in accordance with the instructions contained therein for the acceptance of his or her provisional allotment of 10 New Units, and forward the original signed ARE, together with a single remittance for S\$4.00, in the prescribed manner described in alternative (a)(2) above, to CDP so as to arrive not later than **5.00 p.m. on 18 August 2021** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager).

The balance of the provisional allotment of 22 New Units which is not accepted by the Entitled Unitholder will automatically lapse and cease to be available for acceptance by that Entitled Unitholder if an acceptance is not made through an ATM of a Participating Bank or an Accepted Electronic Service in the prescribed manner described in alternative (a)(1) above by **9.30 p.m. on 18 August 2021** or if acceptance is not made through CDP by **5.00 p.m. on 18 August 2021**.

**IF ANY ENTITLED UNITHOLDER IS IN ANY DOUBT AS TO THE ACTION HE OR SHE SHOULD TAKE, HE OR SHE SHOULD CONSULT HIS OR HER LEGAL, FINANCIAL, TAX OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.**

## General

For reasons of confidentiality, CDP will not entertain telephone enquiries relating to the number of New Units provisionally allotted and credited to your Securities Account. You can verify the number of New Units provisionally allotted and credited to your Securities Account online if you have registered for CDP Internet Access. Alternatively, you may proceed personally to CDP (by prior appointment) with your identity card or passport to verify the number of New Units provisionally allotted and credited to your Securities Account.

It is your responsibility to ensure that the ARE is accurately completed in all respects and signed. The Manager and/or CDP will be authorised and entitled to reject any acceptance and/or application which does not comply with the terms and instructions contained herein and in the ARE, or which is otherwise incomplete, incorrect, unsigned, signed but not in its originality or invalid in any respect. Any decision to reject the ARE on the grounds that it has been signed but not in its originality, or incompletely, incorrectly or invalidly signed, completed or submitted will be final and binding, and neither CDP nor the Manager accepts any responsibility or liability for the consequences of such a decision.

**EXCEPT AS SPECIFICALLY PROVIDED FOR IN THIS INSTRUCTION BOOKLET, ACCEPTANCE OF THE PROVISIONAL ALLOTMENT OF THE NEW UNITS AND (IF APPLICABLE) YOUR APPLICATION FOR THE EXCESS NEW UNITS IS IRREVOCABLE.**

No acknowledgement will be given for any submissions sent by post or deposited into boxes located at CDP's premises.

All communications, notices, documents and remittances to be delivered or sent to you will be sent by **ORDINARY POST** to your mailing address as maintained in the records of CDP, and **AT YOUR OWN RISK**.

### **Personal Data Privacy**

By completing and delivering an ARE and in the case of an Electronic Application, by pressing the "Enter" or "OK" or "Confirm" or "Yes" key, an Entitled Unitholder or Applicant (i) consents to the collection, use and disclosure of his personal data by the Participating Banks, the Unit Registrar, the SGX-ST, CDP, the Manager, ESR-REIT, the Trustee and the Sole Financial Adviser and Coordinator and/or any of their affiliates or any persons acting on their behalf (collectively, the "**Relevant Persons**") for the purpose of facilitating his or her application for the New Units, and in order for the Relevant Persons to comply with any applicable laws, listing rules, regulations and/or guidelines; (ii) warrants that where he or she discloses the personal data of another person, such disclosure is in compliance with applicable law; and (iii) agrees that he or she will indemnify the Relevant Persons in respect of any penalties, liabilities, claims, demands, losses and damages as a result of his or her breach of warranty.

## **ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATIONS THROUGH AN ATM OF A PARTICIPATING BANK**

The procedures for Electronic Applications to accept the provisional allotments of the New Units or (if applicable) to apply for the Excess New Units at the ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks (the **“Electronic Application Steps”**). Please read carefully the instructions set out on the ATM screens of the relevant Participating Banks and this Instruction Booklet before making an Electronic Application. An ATM card issued by one Participating Bank cannot be used in respect of the acceptance of New Units at an ATM belonging to other Participating Banks. Any Electronic Application which does not strictly conform to the instructions set out on the screens of the ATM through which the Electronic Application is made will be rejected.

**All references to “Rights Issues” and “Rights Application” on the ATM screens of the Participating Banks shall mean the offer of the New Units and the acceptance of such New Units and (if applicable) application for Excess New Units, respectively. All references to “Shareholders” and “Share Registrar” on the ATM screens of the Participating Banks shall mean the Unitholders and the Unit Registrar, respectively. All references to “Offer Information Statement/Document” on the ATM screens of the Participating Banks shall mean this Instruction Booklet and the ARE. For the avoidance of doubt, no offer information statement has been lodged with the Monetary Authority of Singapore in connection with the Preferential Offering.**

Any reference to the **“Applicant”** in the terms and conditions for Electronic Applications and the Electronic Application Steps shall mean an Entitled Unitholder who accepts his or her provisional allotment of the New Units and (if applicable) applies for the Excess New Units through an ATM of the Participating Banks. An Applicant must have an existing bank account with, and be an ATM cardholder of, one of the Participating Banks before he or she can make an Electronic Application. The actions that the Applicant must take at the ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks. Upon the completion of his or her Electronic Application transaction, the Applicant will receive an ATM transaction slip (**“Transaction Record”**) confirming the details of his or her Electronic Application. The Transaction Record is for retention by the Applicant and should not be submitted with any ARE.

**An Applicant, including one who has a joint bank account with a Participating Bank, must ensure that he or she enters his or her own Securities Account number when using the ATM card issued to him or her by that Participating Bank in his or her own name. Using his or her own Securities Account number with an ATM card which is not issued to him or her in his or her own name will render his or her acceptance of his or her provisional allotment of the New Units and (if applicable) application for the Excess New Units liable to be rejected.**

**Entitled Unitholders who have applied for or purchased Units under the CPFIS or SRS or through a finance company and/or Depository Agent can only accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units by instructing their respective approved banks in which they hold their CPFIS accounts or SRS Accounts, finance companies and/or Depository Agents to do so on their behalf. ANY APPLICATION MADE BY THE ABOVEMENTIONED ENTITLED UNITHOLDERS DIRECTLY THROUGH CDP, THE UNIT REGISTRAR AND/OR THE MANAGER, AS WELL AS ANY ELECTRONIC APPLICATION, WILL BE REJECTED. Such Entitled Unitholders who have insufficient funds in their CPF Investment Accounts or SRS Accounts may deposit cash into their CPF Investment Accounts or SRS Accounts with their approved banks before instructing their respective approved banks to accept their provisional allotments of the New Units and (if applicable) apply for the Excess New Units.**

The Electronic Application shall be made in accordance with, and subject to, this Instruction Booklet, including but not limited to the terms and conditions appearing below:

1. In connection with his or her Electronic Application for the New Units, the Applicant is required to confirm statements to the following effect in the course of activating the ATM of a Participating Bank for his or her Electronic Application:
  - (a) that he or she has received a copy of this Instruction Booklet and the ARE and has read, understood and agreed to all the terms and conditions of acceptance of the provisional allotment of the New Units and (if applicable) application for the Excess New Units prior to effecting the Electronic Application, and agrees to be bound by the same; and
  - (b) that he or she authorises CDP to give, provide, divulge, disclose or reveal information pertaining to his or her Securities Account maintained in CDP's record, including, without limitation, his or her name, NRIC/passport number, address, Securities Account number, the number of Units standing to the credit of his or her Securities Account, the number of provisional allotments of the New Units allotted to him or her, his or her and acceptance and (if applicable) application for the Excess New Units and any other information (the "**Relevant Particulars**") to the Unit Registrar, CDP, the SGX-ST, any of their affiliates or any persons acting on their behalf, the Manager, the Trustee, the Sole Financial Adviser and Coordinator and such other parties as CDP may deem fit (the "**Relevant Parties**") for the purpose of the Preferential Offering and his or her acceptance and/or (if applicable) application.

His or her acceptance of the provisional allotments of the New Units and (if applicable) application for the Excess New Units will not be successfully completed and cannot be recorded as a completed transaction in the ATM of a Participating Bank unless he or she presses the "Enter", "OK", "Confirm" or "Yes" key, as the case may be. By doing so, the Applicant shall be treated as signifying his or her confirmation of each of the two statements above. In respect of statement 1(b) above, his or her confirmation, by pressing the "Enter", "OK", "Confirm" or "Yes" key, as the case may be, shall signify and shall be treated as his or her written permission, given in accordance with the relevant laws of Singapore, including Section 47(2) of, and the Third Schedule of the Banking Act, Chapter 19 of Singapore, to the disclosure by the Participating Bank of the Relevant Particulars from his or her account to the Relevant Parties.

2. An Applicant may make an Electronic Application for the New Units, and (if applicable) the Excess New Units using cash only by authorising such Participating Bank to deduct the full amount payable from his or her bank account with such Participating Bank.
3. The Applicant irrevocably agrees and undertakes to apply for and to accept up to the aggregate of the number of New Units provisionally allotted and any Excess New Units applied for as stated on the Transaction Record or the number of New Units provisionally allotted standing to the credit of the "Free Balance" of his or her Securities Account as at the close of the Preferential Offering (whichever is the lesser number). In the event that the Manager decides to allot any lesser number of Excess New Units or not to allot any number of Excess New Units to the Applicant, the Applicant agrees to accept the decision as final and binding.
4. If the Applicant's Electronic Application is successful, his or her confirmation (by his or her action of pressing the "Enter", "OK", "Confirm" or "Yes" key, as the case may be, on the ATM screen of a Participating Bank) of the number of New Units accepted shall signify and shall be treated as his or her acceptance of the number of New Units that may be allotted to him and (if applicable) his or her application for the Excess New Units.



5. In the event that the Applicant accepts his or her provisional allotment of the New Units both by way of an ARE and by way of an Electronic Application, the Manager and/or CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as the Manager and/or CDP may, in their/its absolute discretion, deem fit. In determining the number of the New Units which the Applicant has validly given instructions to accept, the Applicant shall be deemed to have irrevocably given instructions to accept the lesser of the number of New Units not exceeding the number of New Units provisionally allotted which are standing to the credit of the "Free Balance" of his or her Securities Account as at the close of the Preferential Offering and the aggregate number of New Units which have been accepted by the Applicant by way of the ARE and by Electronic Application. The Manager and/or CDP, in determining the number of New Units which the Applicant has validly given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptance of the provisional allotments of the New Units, whether by way of Banker's Draft or Cashier's Order drawn on a bank in Singapore accompanying the ARE, or by way of the acceptance through Electronic Application, which he or she has authorised or deemed to have authorised to be applied towards the payment in respect of his or her acceptance.
6. If applicable, in the event that the Applicant applies for the Excess New Units both by way of an ARE and by way of an Electronic Application, the Manager and/or CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as the Manager and/or CDP may, in their/its absolute discretion, deem fit. In determining the number of Excess New Units which the Applicant has validly given instructions for the application of, the Applicant shall be deemed to have irrevocably given instructions to apply for and agreed to accept such number of Excess New Units not exceeding the aggregate number of Excess New Units for which he or she has applied by way of the ARE and by way of application through Electronic Application. The Manager and/or CDP, in determining the number of Excess New Units which the Applicant has given valid instructions for the application, shall be authorised and entitled to have regard to the aggregate amount of payment received for the application of the Excess New Units, whether by way of Cashier's Order or Banker's Draft drawn on a bank in Singapore accompanying the ARE or by way of application through Electronic Application, which the Applicant has authorised or deemed to have authorised to be applied towards the payment in respect of the Applicant's application.
7. The Applicant irrevocably requests and authorises the Manager to:
  - (a) register or procure the registration of the New Units and (if applicable) the Excess New Units allotted to the Applicant in the name of CDP for deposit into his or her Securities Account; and
  - (b) return or refund (without interest or any share of revenue or other benefit arising therefrom) the full amount or, as the case may be, the balance of the acceptance/application monies, should the number of the New Units and (if applicable) the Excess New Units as indicated in his or her Electronic Application not be allotted or, as the case may be, fully allotted by or on behalf of the Manager for any reason, by automatically crediting the Applicant's bank account with the relevant Participating Bank with the relevant amount within three (3) business days after the commencement of trading of the New Units.
8. **BY MAKING AN ELECTRONIC APPLICATION, THE APPLICANT CONFIRMS THAT HE OR SHE IS NOT ACCEPTING OR APPLYING FOR THE NEW UNITS AS THE NOMINEE OF ANY OTHER PERSON.**

9. The Applicant irrevocably agrees and acknowledges that his or her Electronic Application is subject to risks of electrical, electronic, technical and computer-related faults and breakdowns, fires, acts of God, mistakes, losses and theft (in each case whether or not within the control of CDP, the Participating Banks, the Manager, the Trustee, the Sole Financial Adviser and Coordinator and/or the Unit Registrar) and any events whatsoever beyond the control of CDP, the Participating Banks, the Manager, the Trustee, the Sole Financial Adviser and Coordinator and/or the Unit Registrar and if, in any such event, CDP, the Participating Banks, the Manager, the Trustee, the Sole Financial Adviser and Coordinator and/or the Unit Registrar do not record or receive the Applicant's Electronic Application or data relating to the Applicant's Electronic Application by **9.30 p.m. on 18 August 2021** or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager, or such data or the tape containing such data is lost, corrupted, destroyed or not otherwise accessible, whether wholly or partially for whatever reason, the Applicant shall be deemed not to have made an Electronic Application and the Applicant shall have no claim whatsoever against CDP, the Participating Banks, the Manager, the Trustee, the Sole Financial Adviser and Coordinator and/or the Unit Registrar for any purported acceptance of the New Units and (if applicable) application for Excess New Units thereof or for any compensation, loss or damages in connection therewith or in relation thereto.
10. Electronic Applications may only be made through ATMs of the Participating Banks from Mondays to Saturdays (excluding public holidays) between 7.00 a.m. to 9.30 p.m. during the period of the Preferential Offering. This service will not be available on Sundays. Electronic Applications shall close at **9.30 p.m. on 18 August 2021** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager).
11. All particulars of the Applicant in the records of the relevant Participating Bank at the time he or she makes his or her Electronic Application shall be deemed to be true and correct, and the relevant Participating Bank and the Relevant Parties shall be entitled to rely on the accuracy thereof. If there has been any change in the particulars of the Applicant after the time of the making of his or her Electronic Application, the Applicant shall promptly notify the relevant Participating Bank.
12. The Applicant must have sufficient funds in his or her bank account(s) with his or her Participating Bank at the time he or she makes his or her Electronic Application, failing which his or her Electronic Application will not be completed. Any Electronic Application made through ATMs of the Participating Banks which does not strictly conform to the instructions set out on the ATM screens of such Participating Banks will be rejected.
13. Where an Electronic Application is not accepted, it is expected that the full amount of the acceptance/application monies will be returned or refunded in Singapore dollars (without interest or any share of revenue or other benefit arising therefrom) to the Applicant by being automatically credited to the Applicant's account with the relevant Participating Bank within three (3) business days after the commencement of trading of the New Units. An Electronic Application may also be accepted in part, in which case the balance amount of acceptance/application monies will be refunded on the same terms.
14. By making and completing an Electronic Application, the Applicant agrees that:
  - (a) (i) his or her Electronic Application is irrevocable (whether or not, to the extent permitted by law, any supplementary document or replacement document is lodged with the Monetary Authority of Singapore);
  - (ii) he or she represents and warrants that he or she is not located within the United States (within the meaning of Regulation S under the Securities Act) and is

acquiring the provisional allotment of the New Units and/or the Excess New Units in an offshore transaction (within the meaning of Regulation S); and

- (iii) he or she represents, warrants and undertakes that he or she can apply for the New Units and/or the Excess New Units in accordance with all applicable laws and regulations;
- (b) his or her Electronic Application, and (if applicable) the application for Excess New Units, the acceptance thereof by the relevant Participating Bank and the Manager and the contract resulting therefrom shall be governed by, and construed in accordance with, Singapore law and for the benefit of CDP, the Manager, the Trustee, the Sole Financial Adviser and Coordinator, the other Relevant Persons, the Participating Banks and the Unit Registrar, he or she irrevocably submits to the exclusive jurisdiction of the Singapore courts. Notwithstanding the foregoing, CDP, the Manager, the Trustee, the Sole Financial Adviser and Coordinator, the other Relevant Persons, the Participating Banks and the Unit Registrar shall retain the right to bring proceedings against him in any other court of competent jurisdiction or concurrently in more than one jurisdiction;
- (c) none of CDP, the Manager, the Trustee, the Sole Financial Adviser and Coordinator, the Unit Registrar and the Participating Banks shall be liable for any delays, failures or inaccuracies in the recording, storage, transmission or delivery of data relating to his or her Electronic Application to the Manager or CDP due to a breakdown or failure of transmission, delivery or communication facilities or any risks referred to in paragraph 9 above or to any cause beyond their respective control;
- (d) any interest, share of revenue or other benefit accruing on or arising from or in connection with any acceptance and (if applicable) application monies shall be for the benefit of the Manager and none of CDP, ESR-REIT, the Manager, the Trustee, the Sole Financial Adviser and Coordinator, the other Relevant Persons nor any other persons involved in the Preferential Offering shall be under any obligation to account for such interest, share of revenue or other benefit to him or any other person;
- (e) in accepting his or her provisional allotment of the New Units, reliance is placed solely on the information contained in this Instruction Booklet and that none of CDP, ESR-REIT, the Manager, the Trustee, the Sole Financial Adviser and Coordinator and any other person involved in the Preferential Offering shall have any liability for any information not so contained; except for any liability which cannot by law be excluded, he or she has not relied on any information, representation or warranty supplied or made by or on behalf of the Relevant Persons; he or she has access to all information he or she believes is necessary or appropriate in connection with his or her purchase of the New Units; he or she has not relied on any investigation that the Sole Financial Adviser and Coordinator or any of the Relevant Persons may have conducted with respect to the New Units or ESR-REIT, and none of such persons has made any representation to him, express or implied, with respect to the New Units or ESR-REIT; except for any liability which cannot by law be excluded, he or she will not hold any of the Relevant Persons responsible for any misstatements in or omissions from any publicly available information concerning ESR-REIT and none of the Relevant Persons owe nor accept any duty, liability or responsibility to him, whether in contract or in tort (including without limitation, negligence and breach of statutory duty) or otherwise and shall not be liable in respect of any loss, damage or expense whatsoever in relation to the Preferential Offering;
- (f) he will not be entitled to exercise any remedy of rescission for misrepresentation at any time after his or her acceptance of his or her provisional allotment of the New Units and (if applicable) application for the Excess New Units;

- (g) in respect of the New Units and/or Excess New Units for which his or her Electronic Application has been successfully completed and not rejected, acceptance of the Applicant's Electronic Application shall be constituted by written notification by or on behalf of the Manager and not otherwise, notwithstanding any payment received by or on behalf of the Manager; and
  - (h) unless expressly provided to the contrary in this Instruction Booklet and/or the Electronic Application, a person who is not a party to any contract made pursuant to this Instruction Booklet and the Electronic Application (other than CDP, the Manager, the Sole Financial Adviser and Coordinator, the other Relevant Persons, the Participating Banks and the Unit Registrar) has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore, to enforce any term of such contract. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contract. Where third parties are conferred rights under such contract, those rights are not assignable or transferable.
15. The Applicant should ensure that his or her personal particulars, as recorded by both CDP and the relevant Participating Banks, are correct and identical, otherwise, his or her Electronic Application may be liable to be rejected. The Applicant should promptly inform CDP of any change in his or her mailing address, failing which the notification letter on successful allotment and other correspondences will be sent to his or her mailing address last registered with CDP.
16. The existence of a trust will not be recognised. Any Electronic Application by an Applicant must be made in his own name and without qualification. The Manager will reject any acceptance by any person acting as nominee.
17. The Applicant hereby acknowledges that, in determining the total number of New Units which he or she can validly accept under the Preferential Offering, the Manager and CDP are entitled and the Applicant hereby authorises the Manager and CDP to take into consideration:
- (a) the total number of the New Units which the Applicant has validly accepted, whether under the ARE or any other form of acceptance (including by way of an Electronic Application) for the New Units; and
  - (b) the total number of the New Units represented by the provisional allotment of the New Units standing to the credit of the "Free Balance" of his or her Securities Account which is available for acceptance.

**The Applicant hereby acknowledges that the determination of CDP or the Manager shall be conclusive and binding on him.**

18. The Applicant irrevocably requests and authorises CDP to accept instructions from or on his or her behalf from the Participating Bank through whom the Electronic Application is made in respect of the provisional allotment of the New Units accepted by the Applicant and (if applicable) the Excess New Units which the Applicant has applied for, and such instructions shall be binding and conclusive on the Applicant.
19. With regard to any acceptance and/or payment of the provisional allotments of the New Units and (if applicable) application for the Excess New Units which does not conform strictly to the instructions set out under this Instruction Booklet or the ARE in relation to the Preferential Offering, or which does not comply with the instructions for Electronic Applications set out

under this Instruction Booklet, or where the “Free Balance” of the Applicant’s Securities Account is not credited with, or credited with less than the relevant number of New Units applied for as at the Closing Date, or in the case of an acceptance and/or application by the ARE in relation to the Preferential Offering which is illegible, incomplete, incorrectly completed, unsigned, signed but not in its originality or which is accompanied by an improperly or insufficiently drawn remittance, the Manager and/or CDP may, at their/its absolute discretion, reject or treat as invalid any such acceptance, payment, or (if applicable) application or otherwise process all remittances at any time after receipt in such manner as they/it may deem fit.

20. The Manager and CDP shall be entitled to process each application submitted for the acceptance of the provisional allotments of the New Units and (if applicable) application of the Excess New Units, and the payment received in relation thereto, pursuant to such application by an Applicant on its own, without regard to any other application and payment that may be submitted by the same Applicant. For the avoidance of doubt, insufficient payment for an application submitted for the acceptance of the provisional allotments of the New Units and (if applicable) application for Excess New Units may render the application invalid; evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application submitted for the acceptance of provisional allotments of the New Units and (if applicable) application for the Excess New Units.

#### **Steps for Electronic Application of the New Units through ATMs of DBS Bank Ltd. (including POSB)**

**For illustrative purposes, the steps for making an Electronic Application through a DBS Bank or POSB ATM are shown below. Certain words appearing on the screen are in abbreviated form (“A/c”, “amt”, “appln”, “&”, “I/C” and “No.” refer to “Account”, “amount”, “application”, “and”, “NRIC” and “Number”, respectively.) Any reference to “you” or the “Applicant” in this section refers to an individual accepting his or her provisional allotment of the New Units, whether in full or in part, by way of an Electronic Application. Instructions for making an Electronic Application on the ATM screens of the Participating Banks (other than DBS Bank ATMs (including POSB)), may differ slightly from those represented below.**

#### **Step**

1. Insert your personal DBS Bank or POSB ATM Card.
2. Enter your Personal Identification Number.
3. Select “MORE SERVICES”.
4. Select “ESA-IPO/RIGHTS APPLN/BONDS/SSB/SGS/INVESTMENTS”.
5. Select “RIGHTS APPLN”.
6. Read and understand the following statements which will appear on the screen and press the button to continue:

#### **INVESTORS TO TAKE NOTE:**

- ALL INVESTMENTS COME WITH RISK, INCLUDING THE RISK THAT YOU MAY LOSE ALL OR PART OF YOUR INVESTMENT.
- YOU ARE RESPONSIBLE FOR YOUR OWN INVESTMENT DECISIONS.

- YOU SHOULD READ THE OFFER DOCUMENTS\* BEFORE MAKING THE APPLICATION TO SUBSCRIBE FOR THE SECURITIES.

\* OFFER DOCUMENTS REFER TO OFFER INFORMATION STATEMENT AND/OR PRODUCT HIGHLIGHTS SHEET

- YOU AGREE THAT THIS TRANSACTION IS ENTERED INTO TOTALLY ON YOUR OWN ACCORD AND AT YOUR OWN RISK. THE AVAILABILITY OF THIS APPLICATION SERVICE SHALL NOT BE CONSTRUED AS A RECOMMENDATION OR ADVICE FROM DBS/POSB TO ENTER INTO THIS TRANSACTION. YOU MAY WISH TO SEEK PRIOR ADVICE FROM A QUALIFIED ADVISER AS TO THE TRANSACTION SUITABILITY.

7. Read and understand the following statements which will appear on the screen and press the button to continue:

- WHERE APPLICABLE, THE OFFER DOCUMENTS\* HAVE BEEN LODGED/ REGISTERED WITH THE MONETARY AUTHORITY OF SINGAPORE AND/OR THE RELEVANT SECURITIES EXCHANGE WHICH ASSUMES NO RESPONSIBILITY FOR ITS CONTENTS.
- WHERE APPLICABLE, THE OFFER DOCUMENTS\* CAN BE OBTAINED FROM OUR INTERNET BANKING WEBSITE, THE ISSUER MANAGER(S), DBS/POSB BRANCHES IN SINGAPORE AND THE PARTICIPATING BANKS DURING BANKING HOURS, SUBJECT TO AVAILABILITY.
- YOU HAVE READ, UNDERSTOOD AND AGREED TO ALL TERMS IN THE OFFER DOCUMENTS\*.

8. Select “**Continue**” to acknowledge:

- APPLY THROUGH ATM ONLY IF THE RELEVANT SECURITIES ARE HELD DIRECTLY THROUGH CDP UNDER YOUR NAME IN THE RELEVANT ACCOUNT. IF A PORTION OF YOUR HOLDINGS IS SO HELD THROUGH CDP, YOUR ATM APPLICATION SHOULD APPLY ONLY TO THAT PORTION.
- IF THE RELEVANT SECURITIES ARE HELD THROUGH A FINANCE COMPANY/ DEPOSITORY AGENT (INCLUDING THE BANK YOU MAINTAIN YOUR CPF/SRS INVESTMENT ACCOUNT WITH (“AGENT BANK”), WHERE APPLICABLE), YOU **SHOULD NOT** APPLY THROUGH ATM IN RESPECT OF THE RELEVANT SECURITIES HELD THROUGH THE RELEVANT FINANCE COMPANY/DEPOSITORY AGENT/AGENT BANK. ANY SUCH APPLICATION MADE THROUGH ATM WILL BE REJECTED BY CDP FOR AND ON BEHALF OF THE ISSUER. INSTEAD, YOU SHOULD INSTRUCT THE RELEVANT FINANCE COMPANY/DEPOSITORY AGENT/ AGENT BANK TO APPLY ON YOUR BEHALF IN ACCORDANCE WITH THE OFFER INFORMATION STATEMENT/DOCUMENT, WHERE APPLICABLE.
- DO YOU WISH TO PROCEED WITH YOUR APPLICATION THROUGH ATM?

9. Select the DBS Bank account (Autosave/Current/Savings/Savings Plus) or the POSB account (Current/Savings) from which to debit your application monies.

10. Select “ESR – REIT NRO”.

11. Check the details of the Preferential Offering and press the “TO CONTINUE” key to continue.

12. Press the “TO CONTINUE” key to acknowledge:
  - YOU HAVE READ, UNDERSTOOD & AGREED TO ALL TERMS & CONDITIONS GOVERNING THIS ACCEPTANCE/APPLICATION, INCLUDING THE CDP’S TERMS & CONDITIONS GOVERNING THE ELECTRONIC APPLICATION FOR RIGHTS ISSUES (OR OTHER OFFERINGS MADE ON A PRO-RATA BASIS TO SECURITIES HOLDERS) THROUGH THE ATM AND THE OFFER INFORMATION STATEMENT/DOCUMENT, WHERE APPLICABLE.
  - FOR THE PURPOSES OF FACILITATING YOUR APPLICATION, YOU CONSENT TO THE BANK COLLECTING AND USING YOUR NAME, NRIC/PASSPORT NUMBER, ADDRESS, NATIONALITY, CDP SECURITIES ACCOUNT NUMBER, APPLICATION DETAILS AND PERSONAL DATA AND DISCLOSING THE SAME FROM OUR RECORDS TO REGISTRARS OF SECURITIES OF THE ISSUER, SGX, CDP, CPF, ISSUER/VENDOR(S) AND ISSUE MANAGER(S).
  - THIS APPLICATION IS MADE IN YOUR OWN NAME AND AT YOUR OWN RISK.
13. **Enter the number of New Units (including Excess New Units, if applicable) you wish to accept and/or (if applicable) apply for.**
14. Enter your own 12-digit Securities Account number. Press the “ENTER” key if your Securities Account number has already been stored in DBS Bank’s records. If the Securities Account number stored in DBS Bank’s records is incorrect, re-enter your 12-digit Securities Account number and press the “ENTER” key.
15. Check the details of your securities application, your NRIC or passport number and Securities Account number and number of securities on the screen and press the “ENTER” key to confirm your application. (Note: If you see a message “You do not have rights entitlements in your CDP Securities Account or your entitlement has not been credited yet. Do you wish to proceed with this application?”, this means that you do not have New Units provisionally allotted to you under the Preferential Offering and you should select “Cancel”.)
16. Remove the Transaction Record for your reference and retention only.
17. Remove your DBS Bank or POSB ATM card.

## GLOSSARY

<b>Accepted Electronic Service</b>	:	An accepted electronic payment service (including PayNow) or an electronic service delivery network
<b>Applicant</b>	:	Entitled Unitholder who accepts his or her provisional allotment of the New Units and (if applicable) applies for the Excess New Units
<b>ARE</b>	:	The acceptance form for New Units provisionally allotted to Entitled Unitholders under the Preferential Offering and application form for Excess New Units
<b>ATM</b>	:	Automated teller machine
<b>CDP</b>	:	The Central Depository (Pte) Limited
<b>Closing Date</b>	:	The last date and time for acceptance, application (if applicable) and payment for provisional allotments of the New Units and the Excess New Units, being <b>18 August 2021 at 5.00 p.m.</b> for applications via the ARE and <b>18 August 2021 at 9.30 p.m.</b> for Electronic Applications
<b>CPF</b>	:	Central Provident Fund
<b>CPF Funds</b>	:	CPF Investible Savings
<b>CPFIS</b>	:	CPF Investment Scheme
<b>Directors</b>	:	The directors of the Manager as at the date of this Instruction Booklet
<b>Electronic Application</b>	:	Application of the New Units and (if applicable) application for Excess New Units made through an ATM of a Participating Bank or an Accepted Electronic Service in accordance with this Instruction Booklet and the relevant procedures as set out on the ATM screens of the relevant Participating Banks
<b>Electronic Application Steps</b>	:	The procedures for Electronic Applications as set out on the ATM screens of the relevant Participating Bank
<b>Entitled Depositors</b>	:	Unitholders with Units standing to the credit of their Securities Accounts 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 the 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.

<b>Entitled Unitholders</b>	:	Means the Entitled Depositors
<b>ESR-REIT</b>	:	ESR-REIT, a unit trust constituted in the Republic of Singapore pursuant to a trust deed dated 31 March 2006 (as amended)
<b>Excess Application</b>	:	Application for the Excess New Units
<b>Excess New Units</b>	:	New Units represented by the provisional allotments of (i) Entitled Unitholders who decline or do not accept, whether in full or in part, their provisional allotment of the New Units and (ii) Unitholders which are not Entitled Unitholders
<b>Foreign Unitholders</b>	:	Unitholders (a) whose registered addresses with CDP are outside Singapore, and (b) who have not at least three Market Days prior to the Preferential Offering Record Date provided CDP with addresses in Singapore for the service of notices or documents in accordance with the foregoing
<b>Manager</b>	:	ESR Funds Management (S) Limited, in its capacity as manager of ESR-REIT
<b>Market Day</b>	:	A day (other than a Saturday, Sunday or gazetted public holiday) on which commercial banks are open for business in Singapore and the SGX-ST is open for trading in securities
<b>New Units</b>	:	The new Units proposed to be issued under the Preferential Offering
<b>Participating Banks</b>	:	DBS Bank Ltd. (including POSB), Oversea-Chinese Banking Corporation Limited and United Overseas Bank Limited
<b>Preferential Offering</b>	:	The preferential offering of New Units at the Preferential Offering Issue Price to Entitled Unitholders on a <i>pro-rata</i> and non-renounceable basis of 32 New Units for every 1,000 existing Units held on the Preferential Offering Record Date, fractions of a Unit to be disregarded

<b>Preferential Offering Record Date</b>	:	<b>5.00 p.m. on 4 August 2021</b> , being the time and date on which the Register of Unitholders and the Transfer Books of ESR-REIT will be closed for the purposes of determining the provisional allotments of Entitled Unitholders under the Preferential Offering
<b>Preferential Offering Issue Price</b>	:	S\$0.400 per New Unit
<b>Regulation S</b>	:	Regulation S under the Securities Act
<b>Relevant Particulars</b>	:	An Applicant's name, NRIC/passport number, address, Securities Account number and acceptance details
<b>Relevant Parties</b>	:	The Unit Registrar, CDP, the SGX-ST, any of their affiliates or any persons acting on their behalf, the Manager, the Trustee, the Sole Financial Adviser and Coordinator and such other parties as CDP may deem fit
<b>Relevant Persons</b>	:	CDP, ESR-REIT, the Manager, the Trustee, the Sole Financial Adviser and Coordinator or any of their affiliates or any persons acting on their behalf
<b>S\$</b>	:	Singapore Dollars
<b>Securities Account</b>	:	Securities account maintained by a depositor, but does not include a securities sub-account maintained with a depository agent (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore) with CDP
<b>Securities Act</b>	:	The U.S. Securities Act of 1933, as amended
<b>SGX-ST</b>	:	Singapore Exchange Securities Trading Limited
<b>Sole Financial Adviser and Coordinator</b>	:	RHB Bank Berhad, through its Singapore branch, as the sole financial adviser and coordinator in relation to the Preferential Offering
<b>SRS</b>	:	Supplementary Retirement Scheme
<b>SRS Account</b>	:	The account opened by a participant in the SRS from which money may be withdrawn for, among others, payment for the application of their provisional allotments of the New Units and/or the Excess New Units
<b>SRS Banks</b>	:	Unitholders' respective approved banks in which they hold their SRS Account
<b>Substantial Unitholder</b>	:	Any Unitholder with an interest in such number of Units constituting not less than 5.0% of all Units in issue

<b>Transaction Record</b>	:	The ATM transaction slip
<b>Trust Deed</b>	:	The deed of trust dated 31 March 2006 constituting ESR-REIT entered into between the Manager and the Trustee, as supplemented and amended by a first supplemental deed dated 15 August 2007, a second supplemental deed dated 28 January 2009, a third supplemental deed dated 13 November 2009, a fourth supplemental deed dated 27 January 2010, a fifth supplemental deed dated 22 April 2010, a sixth supplemental deed dated 2 February 2012, a seventh supplemental deed dated 18 November 2014, an eighth supplemental deed dated 27 May 2015, a ninth supplemental deed dated 15 March 2016, a tenth supplemental deed dated 15 March 2017, an eleventh supplemental deed dated 20 June 2017, a twelfth supplemental deed dated 30 November 2018, a thirteenth supplemental deed dated 19 October 2019, a fourteenth supplemental deed dated 3 April 2020 and as may be amended, varied or supplemented from time to time
<b>Trustee</b>	:	RBC Investor Services Trust Singapore Limited, in its capacity as the trustee of ESR-REIT
<b>Unit</b>	:	A unit representing an undivided interest in ESR-REIT
<b>United States or U.S.</b>	:	The United States of America, its territories and possessions, any state of the United States and the District of Columbia
<b>Unitholder</b>	:	A depositor (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore) whose Securities Account with CDP is credited with Units or the registered holder for the time being of Units
<b>Unit Registrar</b>	:	Boardroom Corporate & Advisory Services Pte. Ltd.

The terms “**Depositor**”, “**Depository Agent**” and “**Depository Register**” shall have the same meanings ascribed to them in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore.

Words importing the singular shall, where applicable, include the plural and vice versa. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders. References to persons shall include corporations.

Any reference in this Instruction Booklet to any enactment is a reference to that enactment for the time being amended or reenacted.

Any reference to a date or time of day in this Instruction Booklet is a reference to Singapore date or time unless otherwise stated.

## APPENDIX 1

### PROCEDURE TO COMPLETE THE ARE

#### 1. Know your holdings and entitlement

##### A. KNOW YOUR HOLDINGS & ENTITLEMENT

Number of Units currently held by you

This is your unitholdings as at the Preferential Offering Record Date.

Units as at  
**4 AUGUST 2021 AT 5.00 P.M.**  
(Record Date)

This is the date to determine your provisional allotments.

Number of New Units provisionally allotted\*

This is your number of New Units provisionally allotted.

Preferential Offering Issue Price

**\$S0.400** per New Unit

This is the price that you need to pay when you apply for one New Unit.

#### 2. Select your application options

##### B. SELECT YOUR APPLICATION OPTIONS

**1. PayNow** Scan the above QR code using your mobile banking app or pay to UEN 198003912MCAS. **Key in the PayNow reference: 95XW<last 8 digits of your CDP account number> e.g. 95XW12345678.** Payment amount must correspond to the number of New Units applied for, including Excess New Units. Make payment by **9.30 p.m. on 18 August 2021**. You do not need to return this form.

This is the last date and time to apply for the New Units through PayNow, ATM and CDP.

**2. ATM** Follow the procedures set out on the ATM screen of a Participating Bank. Submit your application by **9.30 p.m. on 18 August 2021**. Participating Banks are **DBS BANK LTD. (INCLUDING POSB), OVERSEA-CHINESE BANKING CORPORATION LIMITED AND UNITED OVERSEAS BANK LIMITED**.

You can apply for your New Units through ATMs of these Participating Banks.

**3. Form** Complete section C below and submit this form by **5.00 p.m. on 18 August 2021**, together with BANKER'S DRAFT/CASHIER'S ORDER payable to "**CDP – ESR-REIT PEF OFFER ACCOUNT**". Write your name and securities account number on the back of the Banker's Draft/Cashier's Order.

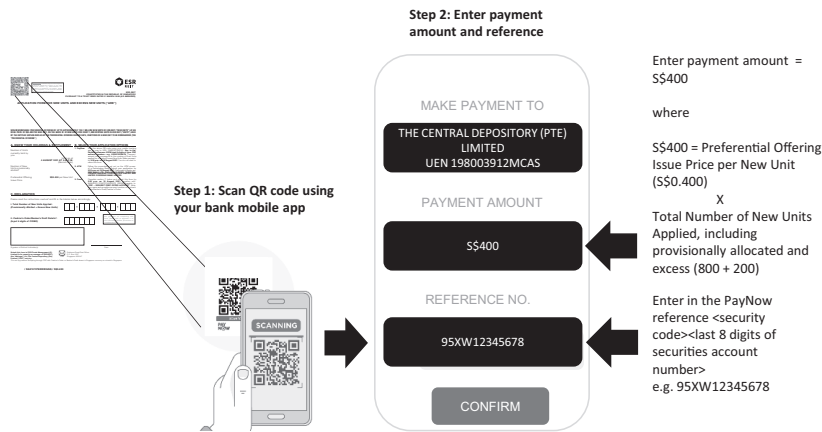
This is the payee name to be issued on your Cashier's Order where ESR-REIT is the name of the issuer.

**Note:** Please refer to the ARE for the actual holdings, entitlements, Preferential Offering Record Date, Preferential Offering Issue Price, Closing Date for application, PayNow references, list of Participating Banks and payee name on the Cashier's Order.

### 3. Application via PayNow

Before you proceed to subscribe for rights via PayNow, please make sure you have set up/have the following:

1. Daily limit to meet your transfer request
2. Notification to alert you on the transfer and refund status
3. Security code, pre-printed on the form under Section B PayNow
4. Last 8 digits of securities account number, pre-printed on the form
5. Payment amount = Preferential Offering Issue Price per New Unit X Total Number of New Units Applied (including provisionally allocated and excess), rounded down to the nearest cent



**Note:**

1. Please make sure the security code and your last 8 digits of securities account number are entered correctly – there should only be a total of 12 characters in your reference. CDP will reject the application if it is not a valid security code and/or securities account and arrange for refund to your originating bank account. To be notified on the refund, please turn on the setting in your bank account notifications.
2. You can send up to S\$200,000 per transaction via PayNow capped at your daily fund transfer limit set with your bank, whichever is lower. You can submit multiple PayNow transactions on the same day and across different days if you require to make a payment more than your limit.
3. CDP aggregates payments received on the same day as one instruction.
4. CDP will determine the number of rights applied using total payment received on each day, ignoring resultant fractional cent payable if any.
5. Post allocation, CDP will refund any excess amount to your DCS bank account.

You may also refer to CDP FAQs on “Rights Subscription via PayNow” at <https://www.sgx.com/cdp/faq>

### 4. Application via Form

#### C. DECLARATION

Please read the instructions overleaf and fill in the blanks below accordingly.

**i. Total Number of New Units Applied:**  
(Provisionally Allotted + Excess New Units)

,    ,    ,

Fill in the total number of New Units and Excess New Units that you wish to apply for within the boxes.

**ii. Cashier's Order/Banker's Draft Details\*:**  
(Input 6 digits of CO/BD)

For guidance on completing this form, please refer to Appendix 1 of the Instruction Booklet (Procedure to complete the ARE).

Fill in the 6 digits of the CO/BD number (e.g. 001764) within the boxes.

Signature of Entitled Unitholder(s)

\_\_\_\_\_

Date

Sign within the box.

#### Notes:

- (i) If the total number of the New Units applied for exceeds the provisional allotted holdings in your Securities Account as at the Closing Date, the remaining application will be put under excess and subjected to the excess allocation basis.
- (ii) The total number of the New Units applied for will be based on cash amount stated in your Cashier's Order/Banker's Draft. The total number of the New Units will be appropriated accordingly if the applied quantity exceeds this amount.
- (iii) Please note to submit one Cashier's Order per application form.

### 5. Sample of a Cashier's Order

**CASHIER'S ORDER**

DATE    
DD / MM / YY

PAY COP -            RIGHTS ISSUE ACCOUNT

SINGAPORE DOLLARS **\*\*SEVEN THOUSAND SIX HUNDRED ONLY\*\***

OR ORDER S\$ 7,600.00

BANK REF. : 01050B5000052      S1

VALID FOR SIX MONTHS ONLY FROM DATE OF ISSUE

⑈⑈⑈⑈001764⑈⑈⑈⑈ 7171 ⑈⑈⑈⑈ 1051 ⑈⑈⑈⑈ 1050999997⑈⑈



