



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

This announcement is not a solicitation of consent with respect to any Securities (as defined below). The Consent Solicitation (as defined below) is being made solely pursuant to the Consent Solicitation Statement (as defined below) and related documents which set forth the complete terms of the Consent Solicitation.

This announcement does not constitute an offer to buy or a solicitation of an offer to sell any Securities and no such offer, solicitation, purchase or sale shall be made in the United States or any jurisdiction in which such offer, solicitation, purchase or sale would be unlawful.

This announcement and any materials relating to the Consent Solicitation do not constitute, and may not be used in connection with, any form of offer or solicitation in any place where such offers or solicitations are not permitted by law.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions.

CONSENT SOLICITATION EXERCISE BY RBC INVESTOR SERVICES TRUST SINGAPORE LIMITED (IN ITS CAPACITY AS TRUSTEE OF ESR-LOGOS REIT (FORMERLY KNOWN AS ESR-REIT)) (THE "ISSUER") IN RELATION TO THE OUTSTANDING S\$50,000,000 3.95 PER CENT. NOTES DUE 2023 COMPRISED IN SERIES 005 (ISIN: SG72C1000000) (THE "SERIES 005 NOTES") AND THE OUTSTANDING S\$150,000,000 4.60 PER CENT. FIXED RATE PERPETUAL SECURITIES COMPRISED IN SERIES 006 (ISIN: SG7IC6000006) (THE "SERIES 006 PERPETUAL SECURITIES", AND TOGETHER WITH THE SERIES 005 NOTES, THE "SECURITIES") ISSUED UNDER THE S\$750,000,000 MULTICURRENCY DEBT ISSUANCE PROGRAMME (THE "PROGRAMME") OF THE ISSUER

ANNOUNCEMENT OF RESULTS OF CONSENT SOLICITATION BY THE MANAGER (AS DEFINED BELOW) IN CONNECTION WITH THE SECURITIES AS AT THE EARLY CONSENT FEE DEADLINE

Unitholders of ESR-LOGOS REIT (formerly known as ESR-REIT) who are not otherwise Securityholders will not be eligible to attend or vote at the Meeting whether in person or by proxy.

Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meanings as set out in the Consent Solicitation Statement dated 20 April 2022 (the "**Consent Solicitation Statement**").

ESR-LOGOS Funds Management (S) Limited (formerly known as ESR Funds Management (S) Limited), in its capacity as manager of ESR-LOGOS REIT (formerly known as ESR-REIT) (the "**Manager**"), refers to the announcement made by the Manager on 20 April 2022 in relation to the commencement of the consent solicitation exercise (the "**Consent Solicitation**") in connection with the Securities.

The Manager wishes to announce that as at 10.00 a.m. (Singapore time) on 6 May 2022 (the "**Early Consent Fee Deadline**"):-

- (i) holders of S\$48,000,000 in aggregate principal amount of the Series 005 Notes (representing approximately 96.0 per cent. of the Series 005 Notes outstanding) have submitted duly completed, valid and unrevoked Voting Instruction Forms to the Meeting Agent to have their votes cast in favour of the Extraordinary Resolution at the relevant Meeting via the Electronic Meeting Platform; and
- (ii) holders of S\$124,500,000 in aggregate principal amount of the Series 006 Perpetual Securities (representing approximately 83.0 per cent. of the Series 006 Perpetual Securities outstanding) have submitted duly completed, valid and unrevoked Voting Instruction Forms to the Meeting Agent to have their votes cast in favour of the Extraordinary Resolution at the relevant Meeting via the Electronic Meeting Platform.

Based on the Voting Instructions received as at the Early Consent Fee Deadline and on the basis that such Voting Instructions are valid and not revoked, it is expected that the quorum required for the relevant Meetings will be met and that the Extraordinary Resolution in respect of each of the Series 005 Notes and the Series 006 Perpetual Securities will be passed at the relevant Meetings.

The Consent Solicitation will expire at:-

- (i) 10.00 a.m. (Singapore time) on 11 May 2022 in respect of the Series 005 Notes; and
- (ii) 10.30 a.m. (Singapore time) on 11 May 2022 in respect of the Series 006 Perpetual Securities, unless extended or earlier terminated (such time and date, as the same may be extended or earlier terminated, the "**Expiration Time**"). Securityholders who have not submitted Voting Instructions should note that the latest time and date to do so would be the Expiration Time.

Subject to the fulfilment of the Settlement Conditions, Securityholders who deliver, or arrange to have delivered on their behalf, valid Voting Instructions on or prior to the Early Consent Fee Deadline to the Meeting Agent to have their votes cast in favour of the Extraordinary Resolution at the relevant Meeting via the Electronic Meeting Platform (and such Voting Instructions have not been validly revoked) will be eligible to receive an Early Consent Fee in respect of the Securities which are the subject of such Voting Instructions.

Securityholders who deliver Voting Instructions after the Early Consent Fee Deadline will not be eligible to receive the Early Consent Fee.

Subject to the fulfilment of the Settlement Conditions, Securityholders who (a) vote in favour of the Extraordinary Resolution at the relevant Meeting via the Electronic Meeting Platform or (b) deliver, or arrange to have delivered on their behalf, valid Voting Instructions after the Early Consent Fee Deadline but on or prior to the Expiration Time to the Meeting Agent to have their votes cast in favour of the Extraordinary Resolution at the relevant Meeting via the Electronic Meeting Platform (and such Voting Instructions have not been validly revoked) will not be eligible for the Early Consent Fee but will instead receive a Normal Consent Fee in respect of the Securities which are the subject of such Voting Instructions or votes at the relevant Meeting via the Electronic Meeting Platform.

For the avoidance of doubt, Securityholders who are eligible to receive the Early Consent Fee will not additionally receive the Normal Consent Fee.

In addition, Securityholders may collect copies of the Consent Solicitation Statement (together with the attached Voting Instruction Form) from the Meeting Agent Office, at 80 Robinson Road #11-02 Singapore 068898, in accordance with the following:-

- (i) in respect of the Series 005 Notes, between 9.00 a.m. to 5.00 p.m. (Singapore time) from Mondays to Fridays (excluding public holidays), up to 10.00 a.m. (Singapore time) on 11 May 2022; and
- (ii) in respect of the Series 006 Perpetual Securities, between 9.00 a.m. to 5.00 p.m. (Singapore time) from Mondays to Fridays (excluding public holidays), up to 10.30 a.m. (Singapore time) on 11 May 2022.

Securityholders are required to make an appointment with the Meeting Agent prior to making any inspection or collection at the Meeting Agent Office.

BY ORDER OF THE BOARD

ESR-LOGOS Funds Management (S) Limited

As Manager of ESR-LOGOS REIT

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

Adrian Chui

Chief Executive Officer and Executive Director

6 May 2022

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About ESR-LOGOS REIT

ESR-LOGOS Real Estate Investment Trust (“**ESR-LOGOS REIT**”) is a leading New Economy and future-ready Asia Pacific S-REIT. Listed on the Singapore Exchange Securities Trading Limited since 25 July 2006, ESR-LOGOS REIT invests in quality income-producing industrial properties in key gateway markets.

As at 28 April 2022, ESR-LOGOS REIT holds interests in a diversified portfolio of logistics/warehouse, high-specifications industrial properties, business parks and general industrial properties with total assets of approximately S\$5.5 billion. Its portfolio comprises 84 properties located across the developed markets of Singapore (63 assets) and Australia (21 assets), with a total gross floor area of approximately 2.4 million sqm, as well as investments in three property funds in Australia. ESR-LOGOS REIT is also a constituent of the FTSE EPRA Nareit Global Real Estate Index.

ESR-LOGOS REIT is managed by ESR-LOGOS Funds Management (S) Limited (the “**Manager**”) and sponsored by the ESR Group (“**ESR**”). The Manager is owned by ESR (67.3%), Shanghai Summit Pte. Ltd. (25.0%), and Mitsui & Co., Ltd (7.7%), respectively.

For further information on ESR-LOGOS REIT, please visit www.esr-logosreit.com.sg.

About the Sponsor, ESR

ESR is APAC's largest real asset manager powered by the New Economy and the third largest listed real estate investment manager globally. With US\$140.2 billion in total assets under management (AUM), its fully integrated development and investment management platform extends across key APAC markets, including China, Japan, South Korea, Australia, Singapore, India, New Zealand and Southeast Asia, representing over 95% of GDP in APAC, and also includes an expanding presence in Europe and the U.S. ESR provides a diverse range of real asset investment solutions and New Economy real estate development opportunities across its private funds business, which allow capital partners and customers to capitalise on the most significant secular trends in APAC. With 14 listed REITs managed by ESR and its associates, ESR is the largest sponsor and manager of REITs in APAC with a total AUM of US\$45 billion. ESR's purpose – *Space and Investment Solutions for a Sustainable Future* – drives it to manage sustainably and impactfully and ESR considers the environment and the communities in which it operates as key stakeholders of its business. Listed on the Main Board of The Stock Exchange of Hong Kong, ESR is a constituent of the FTSE Global Equity Index Series (Large Cap), Hang Seng Composite Index and MSCI Hong Kong Index. More information is available at www.esr.com.

Important Notice

The value of units in ESR-LOGOS REIT (“**Units**”) and the income derived from them may fall as well as rise. Units are not investments or deposits in, or liabilities or obligations, of ESR-LOGOS Funds Management (S) Limited (“**Manager**”), RBC Investor Services Trust Singapore Limited (in its capacity as trustee of ESR-LOGOS REIT) (“**Trustee**”), or any of their respective related corporations and affiliates (individually and collectively “**Affiliates**”). An investment in Units is subject to equity investment risk, including the possible delays in repayment and loss of income or the principal amount invested. Neither ESR-LOGOS REIT, the Manager, the Trustee nor any of the Affiliates guarantees the repayment of any principal amount invested, the performance of ESR-LOGOS REIT, any particular rate of return from investing in ESR-LOGOS REIT, or any taxation consequences of an investment in ESR-LOGOS REIT. Any indication of ESR-LOGOS REIT performance returns is historical and cannot be relied on as an indicator of future performance.

Investors have no right to request that the Manager redeem or purchase their Units while the Units are listed. It is intended that investors may only deal in their Units through trading on Singapore Exchange Securities Trading Limited (the “**SGX-ST**”). Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units. This announcement may contain forward-looking statements that involve assumptions, risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition from similar developments, shifts in expected levels of occupancy or property rental income, changes in operating expenses, governmental and public policy changes and the continued availability of financing in amounts and on terms necessary to support ESR-LOGOS REIT’s future business. You are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager’s current view of future events.

This announcement is for information purposes only and does not have regard to your specific investment objectives, financial situation or your particular needs. Any information contained in this announcement is not to be construed as investment or financial advice and does not constitute an offer or an invitation to invest in ESR-LOGOS REIT or any investment or product of or to subscribe to any services offered by the Manager, the Trustee or any of the Affiliates.