



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

ENTRY INTO JPY 7,100,000,000 UNSECURED LOAN FACILITY

1. ENTRY INTO JPY 7,100,000,000 UNSECURED LOAN FACILITY

ESR-LOGOS Funds Management (S) Limited, as manager of ESR-LOGOS REIT (the "**Manager**"), wishes to announce that RBC Investor Services Trust Singapore Limited, in its capacity as trustee of ESR-LOGOS REIT (in such capacity, the "**Trustee**"), has entered into a JPY 7,100,000,000 unsecured loan facility agreement (the "**Facility Agreement**") with (i) MUFG Bank, Ltd. and Sumitomo Mitsui Banking Corporation Singapore Branch, as mandated lead arrangers and bookrunners, (ii) MUFG Bank, Ltd. and Sumitomo Mitsui Banking Corporation Singapore Branch, as original lenders and (iii) Sumitomo Mitsui Banking Corporation Singapore Branch, as facility agent (the "**Facility Agent**").

The unsecured loan facility consists of a JPY 7,100,000,000 term loan facility (the "**Facility**"). The proceeds of the Facility will be applied towards:

- (a) partially financing the equity portion of the Acquisition (as defined in the Facility Agreement);
- (b) financing:
 - (i) other acquisition and/or transaction related costs; and
 - (ii) the general working capital purposes of the Trustee (as borrower and in its capacity as trustee of ESR-LOGOS REIT).

2. KEY TERMS OF THE FACILITY AGREEMENT

Key terms of the Facility Agreement are as follows:

Original Lenders	(a) MUFG Bank, Ltd.; and (b) Sumitomo Mitsui Banking Corporation Singapore Branch.
Loan Commitment	JPY 7,100,000,000
Final Maturity Date	48 months from the first Utilisation Date (as defined in the Facility Agreement)
Security	None

<p>Details of the conditions that refer to the shareholding interest of the Manager's controlling shareholder or which place restrictions on any change in control of the Manager</p>	<p>The Facility Agent (acting on the instructions of the Majority Lenders (as defined in the Facility Agreement) at their absolute discretion) has the right to require the Trustee (as borrower) to enter into discussions in good faith for a stipulated time with the Finance Parties (as defined in the Facility Agreement) to review the terms of the Facility Agreement, upon the occurrence of the following:</p> <ul style="list-style-type: none"> (a) the Manager resigns or is removed as the manager of ESR-LOGOS REIT without the prior consent in writing of the Majority Lenders and a replacement manager which is acceptable to the Majority Lenders is not appointed in accordance with the terms of the trust deed of ESR-LOGOS REIT by the effective date of the resignation or removal of the Manager; and/or (b) ESR Group Limited ceases to hold, whether directly or indirectly, at least 50.1% of the issued share capital of the Manager without the prior consent in writing of the Majority Lenders. <p>If (i) the Facility Agent (acting on the instructions of the Majority Lenders) notifies the Trustee that the proposal submitted by the Trustee to the Facility Agent further to the discussions is not acceptable to the Majority Lenders (in their absolute discretion) or (ii) the Trustee has not submitted any proposal within the stipulated time for the discussions, the Facility Agent may, and shall if so directed by the Majority Lenders, by notice to the Trustee, cancel the Loan Commitment and/or require the Trustee to immediately repay or prepay all amounts owing under or in connection with the Finance Documents (as defined in the Facility Agreement).</p> <p>If the Majority Lenders (in their absolute discretion) have accepted the proposal submitted by the Trustee and the Trustee fails to carry out the steps and/or proposed alternative arrangement set out in such proposal by the time period within which such proposed alternative arrangement is to be carried out to the satisfaction of the Majority Lenders, the Facility Agent may, and shall if so directed by the Majority Lenders, by notice to the Trustee, cancel the Loan Commitment and/or require the Trustee to repay or prepay all amounts owing under or in connection with the Finance Documents within 15 days from the date that the Facility Agent notifies the Trustee of the cancellation of the Loan Commitment.</p>
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	The aggregate principal amount of loan facilities under the Facility Agreement that may be affected in the event of a breach of the conditions set out above is up to JPY 7,100,000,000. ¹
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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

13 October 2022

For further enquiries, please contact:

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¹ It should be noted that the terms and conditions of typical facility agreements may contain cross default clauses, pursuant to which a default of obligations by the Trustee in the Facility Agreement may trigger an event of default in other facility agreements. The aggregate level of facilities affected in the event of a breach of conditions in the above table does not take into account facilities which may be affected due to the triggering of such cross default provisions in such other facility agreements.

About ESR-LOGOS REIT

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 30 June 2022, ESR-LOGOS REIT holds interests in a diversified portfolio of logistics properties, high-specifications industrial properties, business parks and general industrial properties with total assets of approximately S\$5.5 billion. Its portfolio comprises 83 properties (excluding 48 Pandan Road held through a joint venture) located across the developed markets of Singapore (62 assets) and Australia (21 assets), with a total gross floor area of approximately 2.3 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 ESR Group Limited (“**ESR**”). The Manager is owned by ESR (99.0%) and Shanghai Summit Pte. Ltd. (1.0%), 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. 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 its business 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.