

NOT FOR DISTRIBUTION IN OR INTO THE UNITED STATES, EUROPEAN ECONOMIC AREA,  
THE UNITED KINGDOM, CANADA, JAPAN OR AUSTRALIA



(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 5 July 2004 (as amended))

## ANNOUNCEMENT

### LAUNCH OF EQUITY FUND RAISING TO RAISE GROSS PROCEEDS OF NO MORE THAN S\$650.0 MILLION (INCLUDING THE UPSIZE OPTION)

*Capitalised terms used herein, but not otherwise defined, shall have the meanings ascribed to them in the announcement of Mapletree Logistics Trust dated 19 October 2020 relating to the proposed acquisitions of (a) the remaining 50.0% interest in 15 properties and a 100.0% interest in seven properties in PRC through the acquisition of property holding companies, (b) the Malaysia Property and (c) a 100.0% interest in one property in Vietnam through the acquisition of a property holding company, as interested person transactions (the “Acquisitions”).*

Principal Terms of the Issue	Description
<b>Issue Price Range</b>	: Between S\$1.973 and S\$2.027 for each New Unit under the Private Placement  Between S\$1.940 and S\$1.990 for each New Unit under the Preferential Offering
<b>Discount</b>	: The Private Placement Issue Price Range represents a discount of between:  (a) (for illustrative purposes only) approximately 1.2% and 3.8% to the Adjusted VWAP <sup>1</sup> of S\$2.0513 per Unit; and  (b) approximately 2.5% and 5.1% to the VWAP of S\$2.0781 per Unit of all trades in the Units on the SGX-ST for the preceding Market Day <sup>2</sup> on 19 October 2020, up to the time the Underwriting Agreement was signed on 20 October 2020.  The Preferential Offering Issue Price Range represents a discount of between:

1 The “Adjusted VWAP” is computed based on the VWAP of trades in the Units done on the SGX-ST for the preceding Market Day on 19 October 2020 up to the time the Underwriting Agreement was entered into on 20 October 2020 and subtracting the estimated Cumulative Distribution (as defined herein) of approximately 2.678 cents per Unit (being the mid-point of the estimated Cumulative Distribution Range (as defined herein)). The amount of Cumulative Distribution is an estimate only based on information currently available to the Manager and the Manager’s estimate of MLT’s revenue and expenses for the relevant period on a *pro rata* basis and the actual Cumulative Distribution may differ.

2 “Market Day” refers to a day on which the SGX-ST is open for securities trading.

- (a) (for illustrative purposes only) approximately 3.0% and 5.4 % to the Adjusted VWAP of S\$2.0513 per Unit; and
- (b) approximately 4.2% and 6.6% to the VWAP of S\$2.0781 per Unit.

The Preferential Offering Issue Price Range and the Preferential Offering Issue Price Range Discount have been determined after taking into account precedent transactions, the transaction size and discussions with the Joint Global Co-ordinators and Bookrunners.

- Allotment Ratio** : The allotment ratio for the Preferential Offering will be announced by the Manager via SGXNET once the Preferential Offering Issue Price has been determined.
- Use of Proceeds** : Please refer to paragraph 3 below.
- Purpose of Issue** : Please refer to paragraphs 3 and 4 below.
- Previous Equity Fund Raising** : Please refer to paragraph 5 below.

## 1. INTRODUCTION

Mapletree Logistics Trust Management Ltd., in its capacity as manager of Mapletree Logistics Trust (“**MLT**”, and as the manager of MLT, the “**Manager**”), is proposing an equity fund raising of new units in MLT (the “**New Units**”) to raise gross proceeds of no more than S\$650.0 million by way of:

- (a) a private placement (the “**Private Placement**”) of between 222,003,000 to 228,080,000 New Units at an issue price of between S\$1.973 and S\$2.027 per New Unit (the “**Private Placement Issue Price Range**”), to raise gross proceeds of approximately S\$450.0 million, subject to an upsize option to issue up to 25,342,000 additional New Units to raise additional gross proceeds of up to approximately S\$50.0 million; and
- (b) a non-renounceable preferential offering of up to 76,219,658 New Units to Eligible Unitholders (as described in paragraph 9 below) at an issue price of between S\$1.940 and S\$1.990 per New Unit (the “**Preferential Offering Issue Price Range**”) (fractions of a New Unit to be disregarded), to raise gross proceeds of up to S\$150.0 million (the “**Preferential Offering**”),

(together, the “**Equity Fund Raising**”).

## 2. DETAILS OF THE EQUITY FUND RAISING

Citigroup Global Markets Singapore Pte. Ltd., DBS Bank Ltd., The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch and Oversea-Chinese Banking Corporation Limited have been appointed as the joint global co-ordinators and bookrunners for the Equity Fund Raising (the “**Joint Global Co-ordinators and Bookrunners**”) on the terms and subject to the conditions of the underwriting agreement entered into on 20 October 2020 between the Manager and the Joint Global Co-ordinators and Bookrunners (the “**Underwriting**”).

**Agreement**). The Equity Fund Raising shall be subject to certain conditions precedent set out in the Underwriting Agreement, including the approval in-principle of Singapore Exchange Securities Trading Limited (the "**SGX-ST**") for the listing of, dealing in, and quotation for, the New Units on the Main Board of the SGX-ST.

The Private Placement Issue Price Range represents a discount of between:

- (a) (for illustrative purposes only) approximately 1.2% and 3.8% to the adjusted volume weighted average price ("**Adjusted VWAP**") of S\$2.0513 per Unit; and
- (b) approximately 2.5% and 5.1% to the volume weighted average price ("**VWAP**") of S\$2.0781 per unit in MLT ("**Unit**") of all trades in the Units on the SGX-ST for the preceding Market Day on 19 October 2020 up to the time the Underwriting Agreement was signed on 20 October 2020.

The Preferential Offering Issue Price Range represents a discount (the "**Preferential Offering Issue Price Range Discount**") of between:

- (a) (for illustrative purposes only) approximately 3.0% and 5.4% to the Adjusted VWAP of S\$2.0513 per Unit; and
- (b) approximately 4.2% and 6.6% to the VWAP of S\$2.0781 per Unit.

The issue price per New Unit for the Private Placement (the "**Private Placement Issue Price**") will be determined by the Manager and the Joint Global Co-ordinators and Bookrunners following a book-building process, and will be announced by the Manager thereafter via SGXNET. The issue price per New Unit for the Preferential Offering (the "**Preferential Offering Issue Price**") will be determined once the Private Placement Issue Price has been determined.

In relation to the Preferential Offering, Mapletree Investments Pte Ltd (the "**Sponsor**") has provided an irrevocable undertaking to the Manager and the Joint Global Co-ordinators and Bookrunners, the details of which are set out in paragraph 10 below.

### **3. USE OF PROCEEDS**

Subject to relevant laws and regulations, on the basis that the Manager will raise gross proceeds of up to S\$650.0 million from the Equity Fund Raising (including the exercise of the Upsize Option), the Manager intends to use the gross proceeds in the following manner:

- (a) approximately S\$632.5 million (which is equivalent to 97.3% of the gross proceeds of the Equity Fund Raising) to partially fund the Acquisitions; and
- (b) approximately S\$17.5 million (which is equivalent to 2.7% of the gross proceeds of the Equity Fund Raising) to pay the estimated professional and other fees and expenses incurred or to be incurred by MLT in connection with the Acquisitions and Equity Fund Raising.

The Acquisitions will be subject to the approval of Unitholders to be sought at an extraordinary general meeting of Unitholders. In the event that MLT does not proceed with the proposed Acquisitions, the proceeds from the Equity Fund Raising shall be re-deployed to fund future investments and/or to pare down debt.

Notwithstanding its current intention, the Manager may, subject to relevant laws and regulations, utilise the net proceeds from the Equity Fund Raising at its absolute discretion for

other purposes, including without limitation, the repayment of existing indebtedness and for funding capital expenditures.

The Manager will make periodic announcements on the utilisation of the net proceeds of the Equity Fund Raising via SGXNET as and when such funds are materially disbursed and whether such a use is in accordance with the stated use and in accordance with the percentage allocated. Where proceeds are to be used for working capital purposes, the Manager will disclose a breakdown with specific details on the use of proceeds for working capital in MLT's announcements on the use of proceeds and in MLT's annual report and where there is any material deviation from the stated use of proceeds, the Manager will announce the reasons for such deviation.

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

#### **4. RATIONALE FOR THE EQUITY FUND RAISING**

The Manager believes that the Equity Fund Raising is an efficient and overall beneficial method of raising funds to part-finance the purchase consideration for the Acquisitions. Further, the Preferential Offering allows existing Unitholders the opportunity to participate in the Equity Fund Raising through subscription of their *pro rata* New Units entitlements under the Preferential Offering.

#### **5. PREVIOUS EQUITY FUND RAISINGS**

On 1 November 2019, MLT issued 154,608,000 Units at an issue price of S\$1.617 per Unit as part of a private placement undertaken by MLT which raised gross proceeds and net proceeds of S\$250.0 million and S\$241.7 million respectively (the "**2019 Private Placement**").

As stated in the announcement dated 31 December 2019 in relation to the completion of the proposed acquisition of Mapletree Logistics Hub – Shah Alam and use of proceeds of the 2019 Private Placement, the gross proceeds from the 2019 Private Placement had been utilised in the following manner:

- (i) approximately S\$241.7 million (which is equivalent to 96.7% of the gross proceeds of the 2019 Private Placement) to partially fund the acquisitions of (a) a 100.0% interest in a property in Malaysia, (b) a 100.0% interest in two properties in Vietnam through the acquisition of property holding companies and (c) a 50.0% interest in four properties in PRC through the acquisition of property holding companies (the "**2019 Acquisitions**"); and
- (ii) approximately S\$8.3 million (which is equivalent to 3.3% of the gross proceeds of the 2019 Private Placement) to pay the estimated professional and other fees and expenses incurred or to be incurred by MLT in connection with the 2019 Acquisitions and Private Placement.

The gross proceeds from the 2019 Private Placement were fully utilised for the intended purposes as stated in the announcement dated 23 October 2019 in relation to the results of the 2019 Private Placement and pricing of new Units under the 2019 Private Placement.

## 6. **AUTHORITY TO ISSUE NEW UNITS**

The Manager will be relying on the general mandate obtained at MLT's annual general meeting held on 14 July 2020 for the issue of the New Units pursuant to the Equity Fund Raising.

## 7. **ELIGIBILITY TO PARTICIPATE IN THE PRIVATE PLACEMENT**

The offer of New Units under the Private Placement will be made to eligible institutional, accredited and other investors.

The New Units to be offered under the Private Placement have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**Securities Act**") or the securities laws of any state or jurisdiction of the United States of America (the "**United States**"), or under the securities laws of any other jurisdiction, and may not be offered, sold, resold, granted, delivered, allotted, taken up or transferred, directly or indirectly, in the United States or any other jurisdiction except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with applicable laws.

The Manager, along with the Joint Global Co-ordinators and Bookrunners, reserve the absolute discretion in determining whether to allow such participation as well as the persons who may be allowed to do so.

## 8. **DETAILS OF THE PREFERENTIAL OFFERING**

In connection with the Preferential Offering, the Manager intends to issue up to 76,219,658 New Units to Eligible Unitholders at the Preferential Offering Issue Price in order to raise gross proceeds of up to S\$150.0 million.

As the Preferential Offering is made on a non-renounceable basis, the provisional allotments of New Units cannot be renounced in favour of a third party or traded on the SGX-ST. Each Eligible Unitholder will be provisionally allotted the New Units under the Preferential Offering on the basis of their unitholdings in MLT as at 5.00 p.m. on 28 October 2020 (the "**Preferential Offering Record Date**"). In this regard, fractions of a New Unit will be disregarded.

Eligible Unitholders are at liberty to accept or decline their provisional allotments of New Units and are eligible to apply for additional New Units in excess of their provisional allotments under the Preferential Offering ("**Excess New Units**"). Eligible Unitholders are prohibited from trading, transferring, assigning or otherwise dealing with (in full or in part) their (a) provisional allotments of New Units or (b) eligibility to apply for Excess New Units.

The New Units represented by the provisional allotments of (i) Eligible Unitholders who decline or do not accept, in full or in part, their provisional allotments of New Units under the Preferential Offering and/or (ii) ineligible Unitholders, may be issued to satisfy applications for Excess New Units as the Manager may, in its absolute discretion, deem fit. In the allotment of Excess New

Units, preference will be given to the rounding of odd lots. Directors of the Manager (the “**Directors**”) and substantial Unitholders who have control or influence over MLT or the Manager in connection with the day-to-day affairs of MLT or the Manager or the terms of the Preferential Offering, or have representation (direct or through a nominee) on the board of Directors will rank last in priority for the rounding of odd lots and allotment of Excess New Units.

## 9. ELIGIBILITY TO PARTICIPATE IN THE PREFERENTIAL OFFERING

**Eligible Unitholders.** Only Eligible Depositors (as defined below) and Eligible QIBs (as defined below) are eligible to participate in the Preferential Offering.

**Eligible Depositors.** “**Eligible Depositors**” are Unitholders with Units standing to the credit of their respective securities accounts with The Central Depository (Pte) Limited (“**CDP**”) as at the Preferential Offering Record Date (“**Depositors**”) 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.

**Eligible QIBs.** “**Eligible QIBs**” are qualified institutional buyers (as defined in Rule 144A under the Securities Act) that meet certain requirements which will be specified in the Instruction Booklet (as defined below).

**Foreign Unitholders.** The making of the Preferential Offering may be prohibited or restricted in certain jurisdictions under their relevant securities laws. Thus, for practical reasons and in order to avoid any violation of the securities legislation in jurisdictions outside of Singapore, the Preferential Offering will not be extended to Unitholders whose registered addresses with CDP are outside Singapore, and 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 and documents. Unitholders whose registered addresses with CDP are outside Singapore and who wish to participate in the Preferential Offering will have to provide CDP with addresses in Singapore for the service of notices and documents at least three Market Days prior to the Preferential Offering Record Date.

Details of the Preferential Offering and procedures for acceptance of and payment of provisional allocations of New Units under the Preferential Offering by Unitholders whose registered addresses with CDP are in Singapore will be set out in an instruction booklet to be despatched to Eligible Unitholders in due course (the “**Instruction Booklet**”). A further announcement on the despatch will be made by the Manager at the appropriate time.

For the avoidance of doubt, even if a Unitholder has provided a Singapore address as aforesaid, the offer of New Units under the Preferential Offering to him will be subject to compliance with applicable securities laws outside Singapore. The Manager, along with the Joint Global Coordinators and Bookrunners, reserves the absolute discretion whether to allow such participation as well as the persons who may be allowed to do so.

Notwithstanding the foregoing, 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 outside of Singapore, subject to and in compliance with the applicable securities and other laws of the relevant jurisdiction.

The New Units to be offered under the Preferential Offering have not been and will not be registered under the Securities Act or the securities laws of any state or jurisdiction of the United States, or under the securities laws of any other jurisdiction, and may not be offered, sold,

resold, granted, delivered, allotted, taken up or transferred, directly or indirectly, in the United States or any other jurisdiction except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with applicable laws.

## **10. COMMITMENT BY THE SPONSOR**

To demonstrate its support for MLT and the Equity Fund Raising, the Sponsor, which owns an aggregate interest of approximately 30.59% of the total number of Units in issue through its wholly-owned subsidiaries as at the date of this announcement, has provided an irrevocable undertaking (the “**Undertaking**”) to the Manager and the Joint Global Co-ordinators and Bookrunners that, subject to any prohibitions or restrictions imposed by the relevant regulatory authorities (including the SGX-ST), it will accept, and procure that its subsidiaries accept, subscribe and pay in full for, its and its subsidiaries’ total provisional allotment of the New Units under the Preferential Offering.

## **11. STATUS OF THE NEW UNITS**

### **11.1 Entitlement to Cumulative Distribution**

MLT’s policy is to distribute its distributable income on a quarterly basis to Unitholders. On 19 October 2020, the Manager announced a quarterly distribution of 2.055 Singapore cents per Unit for the period from 1 July 2020 to 30 September 2020 (“**2Q FY20/21 Distribution**”).

In connection with the Private Placement, the Manager intends to declare, in respect of the existing units in MLT (“**Existing Units**”), an advanced distribution for the period from 1 October 2020 to the date immediately prior to the date on which the New Units are issued pursuant to the Private Placement (the “**Advanced Distribution**”, and together with the 2Q FY20/21 Distribution, the “**Cumulative Distribution**”). The quantum of distribution per Unit under the Cumulative Distribution (comprising the 2Q FY20/21 Distribution and the Advanced Distribution) is currently estimated to be between 2.669 Singapore cents to 2.687 Singapore cents (the “**Cumulative Distribution Range**”). A further announcement on the actual quantum of the Cumulative Distribution will be made by the Manager in due course.

The New Units pursuant to the Private Placement are expected to be issued on or around 29 October 2020. The Advanced Distribution is intended to ensure that the distribution accrued by MLT up to the day immediately preceding the date of issue of the New Units pursuant to the Private Placement (which at this point, will be entirely attributable to the Existing Units) is only distributed in respect of the Existing Units, and is being proposed as a means to ensure fairness to holders of the Existing Units.

The next distribution following the Cumulative Distribution will comprise MLT’s distributable income for the period from the day the New Units are issued pursuant to the Private Placement to 31 December 2020 (the “**Relevant Period Distribution**”). Quarterly distributions will resume thereafter.

### **11.2 Status of New Units issued pursuant to the Private Placement**

The New Units issued pursuant to the Private Placement will, upon issue, rank *pari passu* in all respects with the Units in issue on the day immediately prior to the date on which the New Units are issued pursuant to the Private Placement, other than in respect of the Cumulative Distribution and the eligibility to participate in the Preferential Offering.

**For the avoidance of doubt, the holders of the New Units to be issued pursuant to the Private Placement will not be entitled to the Cumulative Distribution and will not be eligible to participate in the Preferential Offering.**

### **11.3 Status of New Units issued pursuant to the Preferential Offering**

The New Units issued pursuant to the Preferential Offering will, upon issue, rank *pari passu* in all respects with the Units in issue on the day immediately prior to the date on which the New Units are issued pursuant to the Preferential Offering, including the right to the Relevant Period Distribution as well as all distributions thereafter, other than in respect of the Cumulative Distribution.

**For the avoidance of doubt, the holders of the New Units to be issued pursuant to the Preferential Offering will not be entitled to the Cumulative Distribution.**

## **12. STATEMENT BY THE BOARD**

As at the date of this announcement, the Directors are of the opinion that, after taking into consideration MLT's internal resources and its available loan facilities, the working capital available to MLT is not sufficient to meet its present requirements if the Acquisitions are implemented. Accordingly, the directors are proposing the Equity Fund Raising to partially fund the Acquisitions.

As at the date of this announcement, the Directors are of the opinion that, after taking into consideration MLT's internal resources, its available loan facilities and the estimated net proceeds from the Equity Fund Raising, the working capital available to MLT is sufficient to meet its present requirements, including the Acquisitions which will be funded (in whole or in part) by the net proceeds of the Equity Fund Raising.

The Manager proposes to finance the purchase consideration for the Acquisitions through a combination of (i) the Equity Fund Raising; (ii) issue of consideration Units to certain vendors; and/or (iii) draw down of debt facilities so as to provide overall distribution per Unit accretion to Unitholders on a pro forma basis while maintaining a well-balanced capital structure. The Manager believes that the Equity Fund Raising is an efficient and overall beneficial method of raising funds to part-finance the purchase consideration for the Acquisitions. Further, the Preferential Offering allows existing Unitholders the opportunity to participate in the Equity Fund Raising through subscription of their *pro rata* New Units entitlements under the Preferential Offering. Having considered the reasons set out in this paragraph, including the factors taken into account in arriving at the Preferential Offering Issue Price Range Discount, the Directors are of the view that the Equity Fund Raising is in the interest of MLT.



### 13. APPROVAL IN-PRINCIPLE

Approval in-principle for the New Units has been obtained today from the SGX-ST for the listing and quotation on the Main Board of the SGX-ST of the New Units to be issued pursuant to the Equity Fund Raising.

The SGX-ST's approval in-principle is subject to, inter alia, compliance with the SGX-ST's listing requirements. The SGX-ST's in-principle approval is not to be taken as an indication of the merits of the Equity Fund Raising, the New Units, the New Units under the Private Placement, the New Units under the Preferential Offering, MLT and/or its subsidiaries. The SGX-ST assumes no responsibility for the accuracy of any of the statements made, reports contained and opinions expressed in this Announcement. The SGX-ST's in-principle approval is subject to the following:

- (i) in respect of the Private Placement:
  - (a) compliance with the SGX-ST's listing requirements, including Rules 806 and 811(1) of the Listing Manual of the SGX-ST (the "**Listing Manual**"); and
  - (b) submission of:
    - (I) a written undertaking from the Manager that it will comply with Rules 704(30) and 1207(20) of the Listing Manual in relation to the use of the proceeds from the Private Placement and where proceeds are to be used for working capital purposes, MLT will disclose a breakdown with specific details on the use of proceeds for working capital in its announcements on use of proceeds and in the annual report;
    - (II) a written undertaking from the Manager that it will comply with Rule 803 of the Listing Manual;
    - (III) a written undertaking from the Joint Global Co-ordinators and Bookrunners that they will ensure that the Manager will comply with Rule 803 of the Listing Manual;
    - (IV) a written confirmation from the Manager that it will not issue the New Units under the Private Placement to persons prohibited under Rule 812(1) of the Listing Manual; and
    - (V) a written confirmation from the Joint Global Co-ordinators and Bookrunners that the Private Placement will not be placed out to persons under Rule 812(1) of the Listing Manual;
- (ii) in respect of the Preferential Offering:
  - (a) compliance with the SGX-ST's listing requirements, including Rules 806 and 816(2) of the Listing Manual; and
  - (b) submission of:
    - (I) a written undertaking from the Manager that it will comply with Rules 704(30) and 1207(20) of the Listing Manual in relation to the use of the proceeds from the Preferential Offering and where proceeds are to be used for working capital

purposes, MLT will disclose a breakdown with specific details on the use of proceeds for working capital in its announcements on use of proceeds and in the annual report;

(II) a written undertaking from the Manager that it will comply with the Rule 877(10) of the Listing Manual with regard to the allotment of any excess New Units; and

(III) a written confirmation from the financial institution as requirement under Rule 877(9) of the Listing Manual that Unitholder(s) who have given irrevocable undertaking(s) have sufficient financial resources to fulfil their obligations under their undertaking(s).

#### **14. INDICATIVE TIMETABLE**

Launch of the Private Placement	:	Tuesday, 20 October 2020
Close of the Private Placement	:	Wednesday, 21 October 2020
Record Date for entitlement to the Cumulative Distribution and eligibility to participate in the Preferential Offering	:	Wednesday, 28 October 2020 at 5.00 p.m.
Listing of New Units pursuant to the Private Placement	:	Thursday, 29 October 2020 at 9.00 a.m.
Opening date and time for the Preferential Offering	:	Monday, 2 November 2020 at 9.00 a.m.  (9.00 a.m. for Electronic Applications)
Last date and time for acceptance, application (if applicable) and payment for provisional allotments of New Units and Excess New Units pursuant to the Preferential Offering	:	Tuesday, 10 November 2020 at 5.00 p.m.  (9.30 p.m. for Electronic Applications)
Listing of New Units pursuant to the Preferential Offering	:	Wednesday, 18 November 2020 at 9.00 a.m.
Payment of Cumulative Distribution	:	On or around Friday, 4 December 2020

By Order of the Board

Wan Kwong Weng  
Joint Company Secretary  
Mapletree Logistics Trust Management Ltd.  
(Company Registration No. 200500947N)  
As Manager of Mapletree Logistics Trust

20 October 2020

## **IMPORTANT NOTICE**

**This announcement is not for distribution, directly or indirectly, in or into the United States and is not an offer of securities for sale in the United States or any other jurisdictions.**

The value of units in MLT (“Units”) and the income derived from them may fall as well as rise. Units are not obligations of, deposits in, or guaranteed by, the Manager, or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders of MLT 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 is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for Units in the United States or in any other jurisdiction.

The past performance of MLT is not necessarily indicative of the future performance of MLT.

This announcement may contain forward-looking statements that involve risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition from similar developments, shifts in expected levels of property rental income, changes in operating expenses (including employee wages, benefits and training costs), property expenses and governmental and public policy changes. Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager’s view of future events.

This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States, European Economic Area, the United Kingdom, Canada, Japan or Australia, and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations.

The securities referred to herein have not been and will not be registered under the Securities Act, and may not be offered or sold in the United States except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements under the Securities Act and in compliance with any applicable state securities laws. Any public offering of securities to be made in the United States would be made by means of a prospectus that may be obtained from an issuer and would contain detailed information about such issuer and the management, as well as financial statements. There will be no public offering of the securities referred to herein in the United States.

This advertisement has not been reviewed by the Monetary Authority of Singapore.

### **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).