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Fortune Real Estate Investment Trust

(a Hong Kong collective investment scheme authorized under section 104 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong))
(Stock Code: 778)

Managed by



ARA Asset Management (Fortune) Limited

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued pursuant to paragraph 10.3 of the Code on Real Estate Investment Trusts published by the Securities and Futures Commission of Hong Kong.

Please refer to the attached announcement on the next page issued on the Singapore Exchange Securities Trading Limited by Fortune REIT on 7 October 2013.

By order of the board of directors of
ARA Asset Management (Fortune) Limited
(in its capacity as manager of Fortune Real Estate Investment Trust)
ANG Meng Huat, Anthony
Executive Director and Chief Executive Officer

Hong Kong, 7 October 2013

The Directors of the Manager as at the date of this announcement are Dr. Chiu Kwok Hung, Justin (Chairman), Mr. Lim Hwee Chiang, Mr. Ip Tak Chuen, Edmond and Ms. Yeung, Eirene as Non-executive Directors; Mr. Ang Meng Huat, Anthony and Ms. Chiu Yu, Justina as Executive Directors; Mr. Lim Lee Meng, Mrs. Sng Sow-Mei (alias Poon Sow Mei) and Dr. Lan Hong Tsung, David as Independent Non-executive Directors; and Mr. Ma Lai Chee, Gerald as Alternate Director to Mr. Ip Tak Chuen, Edmond.



7 October 2013

Manager of



NEW FACILITIES AND DISCLOSURE PURSUANT TO RULE 704(31) OF THE SGX-ST LISTING MANUAL

Reference is made to the circular of Fortune REIT dated 28 August 2013 (the “**Circular**”). Unless the context requires otherwise, terms used in this announcement shall have the same meaning as those defined in the Circular.

Introduction

At the extraordinary general meeting of unitholders of Fortune REIT (“**Unitholders**”) held on 16 September 2013, Unitholders’ approval was obtained for, among other things, the acquisition of the Kingswood Ginza Property (the “**Acquisition**”). The total consideration for the Kingswood Ginza Property will be part financed through the drawdown on the New Facilities.

The New Facilities

ARA Asset Management (Fortune) Limited, as manager of Fortune Real Estate Investment Trust (“**Fortune REIT**”, and as manager of Fortune REIT, the “**Manager**”) wishes to announce that on 7 October 2013:

- (i) Max Dynamic Investments Limited (being a special purpose vehicle wholly-owned by Fortune REIT) as borrower has entered into a syndicated credit agreement with, among others, DBS Bank Ltd. and Standard Chartered Bank (Hong Kong) Limited as the mandated lead arrangers and bookrunners in relation to HK\$1,066.3 million 5-year secured term loan;
- (ii) Brilliant Crystal Enterprises Limited (“**Brilliant Crystal**”) (being a special purpose vehicle wholly-owned by Fortune REIT) as borrower has entered into a syndicated credit agreement with, among others, DBS Bank Ltd. and Standard Chartered Bank (Hong Kong) Limited as the mandated lead arrangers and bookrunners in relation to HK\$2,340.0 million 3.5-year secured term loan;
- (iii) Brilliant Crystal as borrower has entered into a syndicated credit agreement with, among others, DBS Bank Ltd. and Standard Chartered Bank (Hong Kong) Limited as the mandated lead arrangers and bookrunners in relation to HK\$1,160.7 million 3.5-year unsecured term loan; and

- (iv) Brilliant Crystal as borrower has entered into a credit agreement with, among others, DBS Bank Ltd. and Standard Chartered Bank (Hong Kong) Limited as the mandated lead arrangers in relation to HK\$458.0 million 3.5-year unsecured term loan.

There are no material changes to the terms of the New Facilities as disclosed in the Circular.

Use of Loan Proceeds

It is intended that the New Facilities will be drawn down on or about 9 October 2013 and will be used to part finance the Acquisition and other fees and expenses (including stamp duty, advisory fees, professional fees and expenses) in connection with the Acquisition.

Disclosure pursuant to Rule 704(31) of the SGX-ST Listing Manual

Pursuant to Rule 704(31) of the Listing Manual of Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), the Manager wishes to announce that each of the credit agreements for the New Facilities includes a clause which places a restriction on the change of the manager of Fortune REIT, and which states that an event of default under the credit agreement would result if the manager of Fortune REIT is changed without the prior written consent of the facility agent.

As at the date of this announcement, the aggregate level of facilities which may be affected by the occurrence of the event of default set out in the above paragraph is up to an approximately HK\$10,223.0 million.

By Order of the Board
ARA Asset Management (Fortune) Limited
As Manager of Fortune Real Estate Investment Trust

ANG Meng Huat, Anthony
Director

7 October 2013

About Fortune REIT

Fortune REIT is a real estate investment trust constituted by a Trust Deed entered into on 4 July 2003 (as amended) made between ARA Asset Management (Fortune) Limited, as the Manager of Fortune REIT (the “**Manager**”), and HSBC Institutional Trust Services (Singapore) Limited, as the Trustee of Fortune REIT. Fortune REIT was listed on the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) and The Stock Exchange of Hong Kong Limited (the “**SEHK**”) on 12 August 2003 and 20 April 2010 respectively.

Fortune REIT holds a portfolio of 16 retail properties in Hong Kong, comprising approximately 2.45 million square feet of retail space and 1,984 car parking lots. The retail properties are Fortune City One, Ma On Shan Plaza, Metro Town, Fortune Metropolis, Belvedere Square, Waldorf Avenue, Caribbean Square, Provident Square, Jubilee Square Smartland, Tsing Yi Square, Nob Hill Square, Centre de Laguna, Hampton Loft, Lido Avenue and Rhine Avenue. They house tenants from diverse trade sectors such as supermarkets, food and beverage outlets, banks, real estate agencies, and education providers.

More information can be found at www.fortunereit.com.

About the Manager

Fortune REIT is managed by ARA Asset Management (Fortune) Limited, a wholly owned subsidiary of ARA Asset Management Limited, which is listed on the Main Board of the SGX-ST.

More information can be found at www.ara-asia.com.

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Important Notice

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

Investors should note that they will have no right to request the Manager to redeem or purchase their Units for so long as the Units are listed on the SGX-ST or SEHK. It is intended that holders of Units may only deal in their Units through trading on the SGX-ST and SEHK. The listing of the Units on the SGX-ST and SEHK does not guarantee a liquid market for the Units.

The past performance of Fortune REIT is not necessarily indicative of the future performance of Fortune REIT.