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(a Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong))
(Stock code: 00405)

Managed by



ANNOUNCEMENT

DESPATCH OF CIRCULAR AND REVISED EXPECTED TIMETABLE IN RELATION TO

- (1) MAJOR AND CONNECTED PARTY TRANSACTIONS RELATING
TO ACQUISITION OF YUEXIU FINANCIAL TOWER IN
GUANGZHOU;**
- (2) PROPOSED RIGHTS ISSUE ON THE BASIS OF THIRTY SEVEN
(37) UNITS FOR EVERY ONE HUNDRED (100) UNITS HELD ON
RIGHTS ISSUE RECORD DATE AND APPLICATION FOR
WHITEWASH WAIVER;**
- (3) CONNECTED PARTY TRANSACTIONS IN RELATION TO
UNDERWRITING AGREEMENT AND PLACING AGREEMENT;**
- (4) MODIFICATION OF CONNECTED PARTY TRANSACTION;**
- (5) CONTINUING CONNECTED PARTY TRANSACTIONS; AND**
- (6) NOTICE OF EXTRAORDINARY GENERAL MEETING AND
CLOSURE OF REGISTER OF UNITHOLDERS**

Reference is made to the announcement made by Yuexiu Real Estate Investment Trust (“**Yuexiu REIT**”) dated 24 October 2021 in relation to, among other things, the

Acquisition, the Rights Issue, the Underwriting Agreement, the Placing Agreement and the Whitewash Waiver (the “**Announcement**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

DESPATCH OF CIRCULAR

The Circular containing, among other things, (a) a letter from the Board to the Unitholders with further information on the matters to be considered under the Matters Requiring Approval; (b) a letter from the Independent Board Committee to Independent Unitholders regarding the matters to be considered under the Matters Requiring Approval; (c) a letter from the Independent Financial Adviser containing its advice to the Independent Board Committee, the Independent Unitholders and the Trustee regarding the Matters Requiring Approval; (d) the Accountant’s Reports of the Target Group; (e) the Unaudited Pro Forma Financial Information of the Enlarged Group; (f) the Independent Property Valuer’s property valuation reports; (g) the Market Consultant Report; and (h) the notice of the EGM was despatched to the Unitholders on 13 November 2021.

Unitholders are advised to read the Circular carefully, and in particular (without limitation to) the letter from the Independent Board Committee to the Independent Unitholders and the letter from the Independent Financial Adviser containing its advice to the Independent Board Committee, the Independent Unitholders and the Trustee regarding the Matters Requiring Approval contained in the Circular. Details of the EGM are set out in the notice of the EGM contained in the Circular.

DOCUMENTS ON DISPLAY

As disclosed in the paragraph headed “Documents on display” in Appendix 8 to the Circular, certain documents will be available on (i) the website of the SFC (<http://www.sfc.hk>); (ii) the website of the Stock Exchange (www.hkexnews.hk); and (iii) the website of Yuexiu REIT (<http://www.yuexiureit.com>) from the date of the Circular up to and including the date of the EGM:

- (a) the Trust Deed;
- (b) the Acquisition Deed;
- (c) the Placing Agreement;
- (d) the Underwriting Agreement;
- (e) the Second Supplemental Indebtedness Agreement;
- (f) the Yuexiu Leasing Framework Agreement;

- (g) the letter from the Independent Board Committee;
- (h) the letter from the Independent Financial Adviser;
- (i) the Accountant’s Report;
- (j) the unaudited pro forma financial information of the Enlarged Group as set out in Appendix 4 to the Circular;
- (k) the Valuation Report on the Property as set out in Appendix 5A to the Circular;
- (l) the valuation report on the Existing Properties as set out in Appendix 5B to the Circular;
- (m) the Market Consultant Report for the property market as set out in Appendix 6 to the Circular;
- (n) the written consents referred to in the paragraph headed “Experts and Consents” in Appendix 8 to the Circular; and
- (o) the Circular.

The Trust Deed will also be available for inspection at the registered office of the Manager for so long as Yuexiu REIT continues to be in existence.

REVISED TIMETABLE

As disclosed in the Circular, the expected timetable for the Acquisition and the Rights Issue has been revised as below:

- Despatch of the Circular with notice and form of proxy for the EGM Saturday, 13 November 2021
- Latest date and time for lodging transfer documents of Units to qualify for the attendance and voting at the EGM Monday, 29 November 2021
at 4:30 p.m.
- Closure of register of Unitholders to determine the eligibility of Unitholders to attend and vote at the EGM Tuesday, 30 November 2021 to
Monday, 6 December 2021
(both days inclusive)

Latest date and time for lodging proxy forms for the EGM..... 10:30 a.m. Saturday, 4 December 2021

EGM Record Date Monday, 6 December 2021

Latest time for the termination of the Underwriting Agreement by the Underwriter Immediately before the time of the EGM on Monday, 6 December 2021

Expected date and time of the EGM 10:30 a.m. on Monday, 6 December 2021

Announcement of poll results of the EGM..... Monday, 6 December 2021

Register of Unitholders re-opens Tuesday, 7 December 2021

If the approvals sought at the EGM are obtained:

Last day of dealings in the Units on a cum-entitlement basis relating to the Special Distribution Tuesday, 7 December 2021

Commencement of dealings in the Units on an ex-entitlement basis relating to the Special Distribution Wednesday, 8 December 2021

Last day of dealings in the Units on a cum-rights basis relating to the Rights Issue Thursday, 9 December 2021

Latest date and time for the Unitholders to lodge transfer documents of Units to qualify for the Special Distribution 4:30 p.m. on Thursday, 9 December 2021

Special Distribution Record Date Thursday, 9 December 2021

Commencement of dealings in the Units on an ex-rights basis relating to the Rights Issue..... Friday, 10 December 2021

Latest date and time for the Unitholders
to lodge transfer documents of Units in
order to qualify for the Rights Issue 4:30 p.m. on
Monday, 13 December 2021

Closure of register of Unitholders for
determination of entitlements to the
Rights Issue..... Tuesday, 14 December 2021 to
Thursday, 16 December 2021
(both days inclusive)

Rights Issue Record Date Thursday, 16 December 2021

Register of Unitholders re-opens..... Friday, 17 December 2021

Despatch date of the Rights Issue Offering
Documents (in the case of the Rights Issue
Non-Qualifying Unitholders, the Rights Issue
Offering Circular only)..... Friday, 17 December 2021

First day of dealings in nil-paid
Rights Issue Units..... Tuesday, 21 December 2021

Latest date and time for splitting
nil-paid Rights Issue Units 4:30 p.m. on
Tuesday, 28 December 2021

Last day of dealings in nil-paid
Rights Issue Units Friday, 31 December 2021

Latest date and time for acceptance and
payment for Rights Issue Units (being the
Latest Time for Acceptance)..... 4:30 p.m. on
Wednesday, 5 January 2022

Latest date and time for the termination of
the Placing Agreement and for the
Rights Issue to become unconditional 4:00 p.m. on
Thursday, 6 January 2022

Announcement of the number of Placing Units Friday, 7 January 2022

Commencement of placing of Placing Units
by the Placing Agents Monday, 10 January 2022

Latest date and time for placing of Placing Units
by the Placing Agents 4:00 p.m. on
Tuesday, 18 January 2022

Announcement of allotment results of the
Rights Issue (including results of
placing of Placing Units)..... Wednesday, 19 January 2022

Latest date for despatching refund cheques
(if the Rights Issue does not become
unconditional) Tuesday, 25 January 2022

Latest date for despatching certificates for
fully paid Rights Issue Units and
completion of placing of Placing Units to
take place on or around (if the Rights
Issue becomes unconditional) Tuesday, 25 January 2022

Commencement of dealings in fully-paid
Rights Issue Units including any
Placing Units 9:00 a.m. on
Wednesday, 26 January 2022

Drawdown under the New Bank Facility Expected to be
at Acquisition Completion

Acquisition Completion Expected to be any date after the Rights
Issue Offering Circular Despatch Date
(but no later than 10 Business Days
after the fulfilment and/or waiver
(where applicable) of the
conditions of Acquisition Completion,
or such other date agreed by
the relevant parties in writing)

Declaration and payment of Special Distribution Within 30 Business Days
after Acquisition Completion

All times and dates stated above refer to Hong Kong local times and dates. The expected timetable for the Acquisition and the Rights Issue set out above and all dates and deadlines specified in this announcement are indicative only and may be subject to change. Any changes to the expected timetable will be announced in a separate announcement by the Manager as and when appropriate.

By order of the board of directors of
Yuexiu REIT Asset Management Limited
(as manager of Yuexiu Real Estate Investment Trust)
YU Tat Fung
Company Secretary

Hong Kong, 14 November 2021

As at the date of this announcement, the Board comprises:

Executive Directors: *Mr. LIN Deliang (Chairman) and Ms. OU Haijing*

Non-executive Directors: *Mr. LI Feng and Mr. ZENG Zhizhao*

Independent Non-executive Directors: *Mr. CHAN Chi On, Derek, Mr. CHAN Chi Fai, Brian,
Mr. CHEUNG Yuk Tong and Mr. CHEN Xiaoou*

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.