

This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for Units. This announcement is not for publication or distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia), Canada or Japan. This announcement is not an offer of securities for sale into the United States, Canada or Japan. The securities referred to herein have not been and will not be registered under the Securities Act of 1933, as amended, and may not be offered or sold in the United States, except pursuant to an applicable exemption from registration. Any public offering of securities made in the United States would be made by means of a prospectus that may be obtained from the Manager and would contain detailed information about the Manager and Ascott REIT, as well as financial statements. No public offering of securities is being made in the United States.



(Constituted in the Republic of Singapore pursuant to a trust deed dated 19 January 2006 (as amended))

ANNOUNCEMENT

CLOSE OF PRIVATE PLACEMENT OF 114,943,000 NEW UNITS IN ASCOTT RESIDENCE TRUST ("ASCOTT REIT") AT AN ISSUE PRICE OF S\$1.305 PER NEW UNIT

1. Introduction

Following the announcement dated 28 January 2013 (the "**Announcement**") in relation to the launch of the placement (the "**Private Placement**"), Ascott Residence Trust Management Limited, in its capacity as manager of Ascott REIT (the "**Manager**"), wishes to announce that DBS Bank Ltd. and Standard Chartered Securities (Singapore) Pte. Limited (collectively, the "**Placement Agents and Underwriters**"), have in consultation with the Manager, closed the books of orders for the Private Placement on 29 January 2013. 114,943,000 units in Ascott REIT (the "**New Units**") have been placed pursuant to the Private Placement to raise gross proceeds of approximately S\$150 million (the "**Gross Proceeds**").

2. Issue Price

The issue price has been fixed at S\$1.305 per New Unit (the "**Issue Price**"), as agreed between the Manager and the Placement Agents and Underwriters following an accelerated book-building process and pursuant to a price determination supplement entered into on 29 January 2013.

The Issue Price represents a discount of approximately 4.6% to the adjusted volume weighted average price (the "**Adjusted VWAP**") of S\$1.3685 per unit in Ascott REIT for trades done on the SGX-ST for the full Market Day¹ on 28 January 2013, being the date on which the placement agreement was entered into between the Manager and the Placement Agents and Underwriters (the "**Placement Agreement**"). The Adjusted VWAP is computed based on the volume weighted average price of all trades on the Singapore Exchange Securities Trading

¹ "**Market Day**" refers to a day on which the SGX-ST is open for securities trading.

Limited (the "**SGX-ST**") for the full Market day on 28 January 2013 and subtracting (i) the declared distribution in respect of the period from 1 July 2012 to 31 December 2012 and (ii) the estimated Advanced Distribution (as defined in the Announcement) of 0.61 Singapore cents per Unit (being the mid-point of the estimated Advanced Distribution). This amount is only an estimate based on information currently available to the Manager, and the actual Advanced Distribution may differ. A further announcement on the actual quantum of the Advanced Distribution will be made by the Manager in due course.

3. Use of Proceeds

The Manager intends to use the Gross Proceeds in the following manner:

- (i) approximately S\$147.9 million of the Gross Proceeds to fund any future potential acquisitions, finance any asset enhancement initiatives of the properties owned by Ascott REIT, repayment of existing debt of Ascott REIT and its subsidiaries and/or general corporate and working capital (equivalent to 98.6% of the Gross Proceeds); and
- (ii) approximately S\$2.1 million to pay the estimated professional and other fees and expenses, incurred or to be incurred by Ascott REIT in connection with the Private Placement (equivalent to 1.4% of the Gross Proceeds).

The Manager will make periodic announcements on the utilisation of the net proceeds of the Private Placement via SGXNet as and when such funds are materially utilised and whether such a use is in accordance with the stated use and in accordance with the stated percentage allocated. Where there is any material deviation from the stated use of proceeds, the Manager will announce the reasons for such deviation.

Pending deployment of the net proceeds from the Private Placement, the net proceeds may, subject to relevant laws and regulations, be deposited with banks and/or financial institutions or 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. Application to the SGX-ST for In-Principal Approval

The Manager will make a formal application to the SGX-ST for the listing of, dealing in, and quotation of, the New Units on the Main Board of the SGX-ST. An announcement will be made upon the receipt of such in-principle approval from the SGX-ST. The trading of the New Units on the SGX-ST is currently expected to commence at 9.00 a.m. on 6 February 2013.

The Private Placement shall be subject to certain conditions precedent more particularly set out in the Placement Agreement, including the receipt of the approval in-principle of the SGX-ST for the listing of, dealing in, and quotation of, the New Units on the Main Board of the SGX-ST.

BY ORDER OF THE BOARD
Ascott Residence Trust Management Limited
(Company Registration No: 200516209Z)
As Manager of Ascott Residence Trust

Kang Siew Fong
Company Secretary
Singapore, 29 January 2013

IMPORTANT NOTICE

The value of 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. The past performance of Ascott REIT is not necessarily indicative of its future performance.

Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on 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 risks and uncertainties. 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.