

# PRESS RELEASE

For immediate release

# **Divestment of Cosmo Plaza**

**Singapore, 18 January 2011 –** Frasers Centrepoint Asset Management (Commercial) Ltd. (the "**Manager**"), as the manager of Frasers Commercial Trust ("**FCOT**"), wishes to announce that on 18 January 2011:

- (i) Frasers Commercial Osaka SPC No.1 Pte. Ltd. ("FCO1"), an entity sponsored and controlled by British and Malayan Trustees Limited, as trustee of FCOT ("Trustee"), entered into a share transfer agreement with Ippan Shadan Hojin Future Flight ("Future Flight") for the sale of 2 common shares (tokutei shusshi) in Frasers Commercial Osaka No.1 TMK (the "Osaka TMK"), which constitute 100.0% of the issued and outstanding common shares in Osaka TMK, and 2 shares (kabu) in Frasers Commercial Master Lessee KK ("Osaka MLKK"), which constitute 100.0% of the issued and outstanding shares in Osaka MLKK, for an aggregate consideration of JPY2 (less than S\$1¹) (the "TMK Common Shares and Master Lessee Shares Transfer Agreement"); and
- (ii) FCO1 and the Tokyo Branch of Frasers Commercial Osaka SPC No. 2 Pte. Ltd. ("FCO2"), a subsidiary of the Trustee, entered into an agreement with Credit Suisse Principal Investments Ltd. ("CS Principal") for the sale of an aggregate of 65,964 preference shares (*yuusen shusshi*) in Osaka TMK, which constitute 100.0% of the issued and outstanding preference shares in Osaka TMK, for an aggregate consideration of JPY2 (less than S\$1¹) (the "TMK Preferred Shares Transfer Agreement"),

(collectively, the "Divestment").

Osaka TMK wholly-owns Nanko Cosmo Plaza Building ("Cosmo Plaza"), an office building located in Osaka, Japan. Future Flight and CS Principal are both nominated entities of Credit Suisse Securities (Japan) Limited ("CS"), the holder of fixed-term bonds issued by Osaka TMK.

The total consideration of JPY4 (less than S\$1<sup>1</sup>) for the Divestment was arrived at after negotiation with CS and was based on the financial position of Osaka TMK and Osaka MLKK. The net asset value of Osaka TMK and Osaka MLKK as at 30 September 2010 was negative JPY468.7 million (S\$7.34 million<sup>2</sup>). The Divestment will result in a gain of JPY468.7 million (S\$7.28 million<sup>1</sup>).

Upon the completion of the Divestment, FCOT and its relevant subsidiaries will have no further interest in Cosmo Plaza, the Osaka TMK and the Osaka MLKK.

Further details in relation to the Divestment are set out in the accompanying SGX-ST announcement.

<sup>&</sup>lt;sup>1</sup> Based on the exchange rate of S\$1= JPY64.3646 as at 18 January 2011

<sup>&</sup>lt;sup>2</sup> Based on the exchange rate of S\$1= JPY63.8570 as at 30 September 2010

#### Rationale for the Divestment

The Divestment is pursuant to the sale initiative of Cosmo Plaza announced previously by the Manager and is in line with its objective to reshape the portfolio of FCOT, as the Manager is of the view that Cosmo Plaza no longer meets the long-term investment strategy of FCOT.

### Reduced FCOT's gearing and improved portfolio occupancy rates

The Divestment would result in a reduction in FCOT's aggregate leverage from 39.6% to 37.6% based on the audited financial statements of FCOT as at 30 September 2010. Occupancy rate for FCOT's portfolio as at 30 September 2010 would have improved from 90.8% to 96.5% assuming the Divestment had been completed on 30 September 2010.

### Part of the efforts to reshape FCOT's portfolio

Mr Low Chee Wah, Chief Executive Officer of the Manager, said, "The divestment forms part of the efforts to reshape FCOT's portfolio, improve the quality of office assets and income stream. FCOT's aggregate leverage would be reduced as a result of this divestment and additional debt headroom would be created for FCOT to grow through future acquisitions."

Frasers Centrepoint Asset Management (Commercial) Ltd (Company Registration No: 200503404G)
As manager of Frasers Commercial Trust

Anthony Cheong Fook Seng Company Secretary 18 January 2011

## For further information, kindly contact:

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#### **About Frasers Commercial Trust**

Frasers Commercial Trust (FCOT or FrasersComm) is a commercial real estate investment trust (REIT) focused on growing shareholder value for its unitholders through active asset management, sound financial management and strategic investments. FCOT is sponsored by Frasers Centrepoint Limited (FCL).

FCOT invests primarily in quality income-producing commercial properties and its current portfolio includes ten quality office and business space buildings located in Singapore, Australia and Japan. As at 30 September 2010, the portfolio represented a combined appraised value of approximately S\$2.0 billion.

FCOT, formerly known as Allco Commercial REIT, was listed on the Main Board of Singapore Exchange Securities Trading Limited (SGX-ST) on 30 March 2006.

On 14 August 2008, Frasers Centrepoint Limited acquired the manager of FCOT and units in FCOT and renamed the manager of FCOT, Frasers Centrepoint Asset Management (Commercial) Ltd.

For more information on FCOT, please visit www.fraserscommercialtrust.com

### **About Frasers Centrepoint Limited**

Frasers Centrepoint Limited (FCL) is the wholly-owned property arm of Fraser and Neave, Limited (F&N), and is one of Singapore's top property companies with total assets close to S\$9 billion.

From owning just a single shopping centre in 1983, Frasers Centrepoint has since grown to become an integrated real estate company with a portfolio of residential and commercial properties, and serviced residences spanning 13 countries across Asia, Australasia, Europe and the Middle East. Across the globe, its serviced residences management company, Frasers Hospitality, has award-winning gold-standard serviced residences in 19 gateway cities. FCL's international property arm, Frasers Property, develops world-class projects in UK, Australia, New Zealand, Thailand, China and Vietnam.

Its listed entities comprise Frasers Centrepoint Trust (FCT, a retail trust), Frasers Commercial Trust (FCOT, an office/business space trust) and Frasers Property China Limited (FPCL). As a testament to its excellent service standards, best practices and support of the environment, the company is the proud recipient of numerous awards and accolades both locally and abroad.

For more information on FCL, please visit www.fraserscentrepoint.com.

# About Fraser and Neave, Limited

Fraser and Neave, Limited (F&NL) is a leading Asia Pacific Consumer Group with expertise and prominent standing in the Food & Beverage, Property and Publishing & Printing industries.

Leveraging its strengths in marketing and distribution; research and development; brands and financial management; as well as years of acquisition experience, F&NL provides key resources and sets strategic directions for its subsidiary companies across all three industries.

Listed on the Singapore stock exchange, F&NL ranks as one of the most established and successful companies in the region with an impressive array of renowned brands that enjoy strong market leadership. It has shareholders' funds of close to S\$6 billion and total assets employed of over S\$13 billion. F&NL is present in over 20 countries spanning Asia Pacific, Europe and the USA and employs about 18,000 people worldwide.

For more information on F&NL, please visit <a href="https://www.fraserandneave.com">www.fraserandneave.com</a>

## **IMPORTANT NOTICE**

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 and the continued availability of financing in the amounts and the terms necessary to support future business.

Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view on future events.

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 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 SGX-ST. Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

This publication is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Units. The past performance of FCOT and the Manager is not necessarily indicative of the future performance of FCOT and the Manager.