THIS RELEASE IS NOT AN OFFER FOR SALE OF THE SECURITIES IN THE UNITED STATES. THE RIGHTS UNITS AND "NIL-PAID" RIGHTS MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES ABSENT REGISTRATION OR AN EXEMPTION FROM REGISTRATION UNDER THE U.S. SECURITIES ACT. NEITHER THE MANAGER NOR ANY SELLER OF SECURITIES INTENDS TO REGISTER ANY PORTION OF ANY OFFERING IN THE UNITED STATES OR TO CONDUCT A PUBLIC OFFERING OF SECURITIES IN THE UNITED STATES.



(Constituted in the Republic of Singapore pursuant to a trust deed dated 28 November 2005 (as amended))

## **RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 21 OCTOBER 2009**

Unless otherwise defined herein, all capitalised terms used in this Announcement will have the meaning ascribed to them in the circular to Unitholders dated 3 October 2009 (the "Unitholders' Circular").

The Board of directors of K-REIT Asia Management Limited, as the manager of K-REIT Asia (the "**Manager**"), is pleased to announce that at the extraordinary general meeting ("**EGM**") of unitholders of K-REIT Asia ("**Unitholders**") held on Wednesday, 21 October 2009, both resolutions as set out in the Notice of EGM of K-REIT Asia dated 3 October 2009 have been duly passed. These resolutions relate to:

- the issue of Units ("Rights Units") pursuant to an underwritten<sup>1</sup> and renounceable rights issue (the "Rights Issue") based on the rights ratio of one (1) Rights Unit for every one (1) existing Unit held as at 5.00 p.m. on 27 October 2009 (the "Rights Issue Books Closure Date"); and
- (ii) a supplement to the trust deed constituting K-REIT Asia dated 28 November 2005, as amended (the "**Trust Deed**") for the purposes of providing the Manager with the flexibility to:
  - fix the issue price for new Units offered by way of a renounceable rights issue at any discount, so long as such issue price complies with the applicable listing rules of Singapore Exchange Securities Trading Limited (the "SGX-ST");
  - (b) issue such number of new Units which is permitted under the applicable listing rules of the SGX-ST (and any other applicable laws, regulations and measures introduced by the authorities); and
  - (c) obtain Unitholders' approval for the issue of Units, where such approval is required under the Trust Deed, by way of an Ordinary Resolution<sup>2</sup> instead of an Extraordinary Resolution<sup>3</sup>.

<sup>1</sup> Keppel Corporation Limited and Keppel Land Limited have each provided an irrevocable undertaking to subscribe for theirs and their respective wholly-owned subsidiaries' total provisional allotments of Rights Units, which amounts to approximately 75.8% of the total number of Rights Units, with BNP Paribas, Singapore Branch underwriting the balance of 24.2% of the Rights Units.

<sup>2 &</sup>quot;Ordinary Resolution" refers to a resolution proposed and passed as such by a majority being greater than 50.0% or more of the total number of votes cast for and against such resolution at a meeting of Unitholders convened in accordance with the provisions of the Trust Deed.

<sup>3 &</sup>quot;Extraordinary Resolution" refers to a resolution proposed and passed as such by a majority consisting of 75.0% or more of the total number of votes cast for and against such resolution at a meeting of Unitholders convened in accordance with the provisions of the Trust Deed.

## Information Relating to the Rights Issue

Eligible Depositors (as defined in the Unitholders' Circular) should note that for the purposes of the Rights issue, they must have a Singapore mailing address registered with The Central Depository (Pte) Limited ("**CDP**").

Unitholders should note the expected dates and times of the following key events relating to the Rights Issue set out below:

Event		Date and Time
Last day of "cum-rights" trading for the Rights Issue	:	Thursday, 22 October 2009
First day of "ex-rights" trading for the Rights Issue	:	Friday, 23 October 2009
Rights Issue Books Closure Date	:	Tuesday, 27 October 2009 at 5.00 p.m.
Despatch of the offer information statement to be lodged with the Monetary Authority of Singapore in connection with the Rights Issue (the " <b>Offer Information</b> <b>Statement</b> ") (together with the application forms) to Eligible Unitholders	:	Thursday, 29 October 2009
Commencement of "nil-paid" rights trading	:	Friday, 30 October 2009 from 9.00 a.m.
Last date and time for "nil-paid" rights trading	:	Monday, 9 November 2009 at 5.00 p.m.
Last date and time for splitting "nil-paid" rights	:	Monday, 9 November 2009 at 5.00 p.m.
Last date and time for instructions to approved banks for acceptance of / application for and payment for Rights Units / Excess Rights Units under the Central Provident Fund ("CPF") Investment Scheme and/or the Supplementary Retirement Scheme ("SRS")	:	Monday, 9 November 2009 at 5.00 p.m. <sup>(1)</sup>
Closing Date:		
Last date and time for acceptance of and payment for Rights Units	:	Friday, 13 November 2009 at 5.00 p.m. <sup>(2), (3)</sup>
		(9.30 p.m. for Electronic Applications <sup>(4)</sup> through ATMs of Participating Banks) <sup>(3)</sup>
Last date and time for application of and payment for Excess Rights Units	:	Friday, 13 November 2009 at 5.00 p.m. <sup>(2), (3)</sup>
		(9.30 p.m. for Electronic Applications through ATMs of Participating Banks) <sup>(3)</sup>
Last date and time for acceptance of and payment by the renouncee	:	Friday, 13 November 2009 at 5.00 p.m. <sup>(5)</sup>
Expected date for issue of Rights Units	:	Friday, 20 November 2009
Expected date for commencement of trading of Rights Units <b>Notes:</b> (1) Based on information provided by the approximation prov	:	Monday, 23 November 2009 banks for the CPE Investment Scheme and SRS. This date and time

(1) Based on information provided by the approved banks for the CPF Investment Scheme and SRS. This date and time is subject to change.

- (2) If acceptances of the Rights Units and/or applications for Excess Rights Units, as the case may be, are made through CDP in accordance with the application form for the Rights Units and Excess Rights Units (as defined in the Unitholders' Circular) to be issued to Eligible Depositors (the "ARE") and the application form for Rights Units to be issued to purchasers of the "nil-paid" rights ("ARS") or through Boardroom Corporate & Advisory Services Pte. Ltd. (the "Unit Registrar") in accordance with the application form for Rights Units and Excess Rights Units to be issued to Eligible Scripholders (as defined in the Unitholders' Circular) ("PAL").
- (3) CPF Investment Scheme investors, SRS investors and investors who hold Units through a finance company and/or Depository Agent (as defined in the Unitholders' Circular) should see the section in the Offer Information Statement entitled "Important Notice to (A) CPF Investment Scheme investors, (B) SRS investors and (C) investors who hold Units through a finance company and/or Depository Agent". Any application made by these investors directly to CDP or through automated teller machines ("ATMs") will be rejected. Such investors, where applicable, will receive notification letter(s) from their respective approved bank, finance company and/or Depository Agent and should refer to such notification letter(s) for details of the last date and time to submit applications to their respective approved bank, finance company and/or Depository Agent.
- (4) "Electronic Applications" refers to the acceptance of the Rights Units and (if applicable) application for Excess Rights Units under the Rights Issue made through an ATM of DBS Bank Ltd. (Including POSB), Oversea-Chinese Banking Corporation Limited or United Overseas Bank Limited and its subsidiary, Far Eastern Bank Limited (each a "Participating Bank") in accordance with the terms and conditions of the Offer Information Statement
- (5) Eligible Depositors who wish to renounce their provisional allotments of Rights Units in favour of a third party should note that CDP requires three days on which the SGX-ST is open for trading in securities to effect such renunciation. As such, Eligible Unitholders who wish to renounce are advised to do so early to allow sufficient time for the renouncees to accept their provisional allotments of Rights Units. Eligible Scripholders who wish to renounce their entire provisional allotments of Rights Units in favour of one person, or renounce any part of it in favour of one person and reject the balance, should complete Form of Renunciation (Form C) for the number of provisional allotments of Rights Units which they wish to renounce and deliver the PAL in its entirety to the renouncees. The renouncee(s) should complete and sign the Form of Nomination (Form D) and forward Form D, together with the PAL in its entirety and the remittance for the payment in the prescribed manner by post at his/their own risk, in the enclosed self-addressed envelope provided, to K-REIT Asia Management Limited, as manager of K-REIT Asia c/o Boardroom Corporate & Advisory Services Pte. Ltd., 3 Church Street, #08-01 Samsung Hub, Singapore 049483 so as to reach the Unit Registrar not later than 5.00 p.m. on 13 November 2009.

The Manager may, in consultation with BNP Paribas, Singapore Branch and with the approval of the SGX-ST, modify the above timetable subject to any limitation under any applicable laws. In such an event, the Manager will announce the same via the SGXNET. However, as at the date of this Announcement, the Manager does not expect the above timetable to be modified.

BY ORDER OF THE BOARD K-REIT Asia Management Limited (Company Registration No. 200411357K) as manager of K-REIT Asia

Choo Chin Teck/Jacqueline Ng Joint Company Secretaries Singapore 21 October 2009

## Important Notice

This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for Units.

The Offer Information Statement will be despatched to Unitholders, and will also be made available at the CDP and the Unit Registrar. A potential investor should read the Offer Information Statement before deciding whether to subscribe for or purchase Units.

The Offer Information Statement may be accessed online at the website of the Monetary Authority of Singapore ("**MAS**") at http://masnet.mas.gov.sg/opera/sdrprosp.nsf when it is lodged with the MAS. The MAS assumes no responsibility for the contents of the Offer Information Statement. The availability of the Offer Information Statement on the MAS website does not imply that the Securities and Futures Act, Chapter 289 of Singapore, or any other legal or regulatory requirements, have been complied with. The MAS has not, in any way, considered the investment merits of K-REIT Asia. This Announcement is qualified in its entirety by, and should be read in conjunction with the full text of the Offer Information Statement when it is lodged with the MAS.

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.

Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders of K-REIT Asia 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.

The past performance of K-REIT Asia is not necessarily indicative of the future performance of K-REIT Asia.