THIS ANNOUNCEMENT IS NOT AN OFFER FOR SALE OF SECURITIES IN THE UNITED STATES (INCLUDING ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES AND THE DISTRICT OF COLUMBIA), CANADA, JAPAN, OR ANY OTHER JURISDICTION. ANY SECURITIES MENTIONED IN THIS ANNOUNCEMENT HAVE NOT BEEN, AND WILL NOT BE, REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"), OR THE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES OR ANY OTHER JURISDICTION, AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES, UNLESS REGISTERED UNDER THE SECURITIES ACT OR PURSUANT TO AN EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT AND ANY APPLICABLE U.S. STATE OR LOCAL SECURITIES LAWS. NO PUBLIC OFFERING OF SECURITIES IS BEING MADE IN THE UNITED STATES.



## UNITED HAMPSHIRE US REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted on 18 September 2019 under the laws of the Republic of Singapore)
(Managed by United Hampshire US REIT Management Pte. Ltd.)

United Overseas Bank Limited was the sole financial adviser for the initial public offering of United Hampshire US Real Estate Investment Trust (the "Offering"). United Overseas Bank Limited, UOB Kay Hian Private Limited and UBS AG, Singapore Branch were the joint issue managers and global coordinators for the Offering. United Overseas Bank Limited, UOB Kay Hian Private Limited, UBS AG, Singapore Branch, Credit Suisse (Singapore) Limited and The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch were the joint bookrunners and underwriters for the Offering.

## PAYMENT OF ACQUISITION FEE BY WAY OF ISSUE OF NEW UNITS IN UNITED HAMPSHIRE US REAL ESTATE INVESTMENT TRUST

Capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed to them in the announcement by United Hampshire US Real Estate Investment Trust dated 5 October 2021 titled "Acquisition Of (I) Penrose Plaza In Philadelphia, Pennsylvania and (II) Colonial Square, Colonial Heights In Richmond, Virginia".

Further to the announcement dated 12 November 2021 titled "Completion of Acquisition of Colonial Square Shopping Center in Colonial Heights, Virginia and Use of Proceeds from the Private Placement" and the announcement dated 24 November 2021 titled "Completion Of Acquisition Of Penrose Plaza In Philadelphia, Pennsylvania And Use Of Proceeds From The Private Placement", United Hampshire US REIT Management Pte. Ltd.), in its capacity as manager of United Hampshire US Real Estate Investment Trust ("UHREIT" and the manager of UHREIT, the "Manager"), wishes to announce that a total of 1,162,339 units in UHREIT have been issued to the Manager. 387,511 units have been issued at an issue price of US\$0.6774 (the "Colonial Square Acquisition Fee Units") and 774,828 units at an issue price of US\$0.6711 (the "Penrose Plaza Acquisition Fee Units").

The Acquisition Fee Units have been issued as payment of the Acquisition Fee in relation to the Acquisitions.

The issue price per Colonial Square Acquisition Fee Unit is the volume weighted average price for a Unit for all trades done on the Singapore Exchange Securities Trading Limited (the "SGX-ST") from 29 October 2021 to 12 November 2021 which is 10 business days immediately preceding the date of issue of the Colonial Square Acquisition Fee Units to the Manager. The issue price per Penrose Plaza Acquisition Fee Unit is the volume weighted average price for a Unit for all trades done on the Singapore Exchange Securities Trading Limited (the "SGX-ST") from 11 November 2021 to 24 November 2021 which is 10 business days immediately preceding the date of issue of the Penrose Plaza Acquisition Fee Units to the Manager.

Following the issuance of the Acquisition Fee Units, the Manager's unitholding in UHREIT is 2,097,140 and the total number of Units in issue is 557,374,344.

BY ORDER OF THE BOARD
Robert T. Schmitt
Chief Executive Officer
United Hampshire US REIT Management Pte. Ltd.
(Company Registration No. 201916768W)
(as manager of United Hampshire US Real Estate Investment Trust)

15 December 2021

## IMPORTANT NOTICE

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any offer to purchase or subscribe for any securities of UHREIT in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever.

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 other companies and venues for the sale or distribution of goods and services, shifts in customer demands, customers and partners, changes in operating expenses (including employee wages, benefits and training costs), 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 view of future events.

This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States, European Economic Area, Canada or Japan, and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations. The securities described herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold in the United States unless registered under the Securities Act, or except pursuant to an applicable exemption from registration. There will be no public offer of securities in the United States.

The value of units in UHREIT ("**Units**") and the income derived from them may fall as well as rise. The Units are not obligations of, deposits in, or guaranteed by the Manager, Perpetual (Asia) Limited (as trustee of UHREIT) or any of their respective affiliates.

An investment in the Units is subject to investment risks, including the possible loss of the principal amount invested. Holders of Units ("Unitholders") have no right to request that the Manager redeem or purchase their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on Singapore Exchange Securities Trading Limited (the "SGX-ST"). Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units. The past performance of UHREIT is not necessarily indicative of the future performance of UHREIT. This announcement has not been reviewed by the Monetary Authority of Singapore.

**Notification under Section 309B of the Securities and Futures Act, Chapter 289 of Singapore**: The New Units are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).