



(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 12 July 2007 (as amended))

**ANNOUNCEMENT
DISCLOSURE PURSUANT TO RULE 704(31) OF THE SGX-ST LISTING MANUAL**

Pursuant to Rule 704(31) of the SGX-ST Listing Manual, the Board of Directors of Parkway Trust Management Limited ("**PTML**"), as manager of Parkway Life Real Estate Investment Trust ("**Parkway Life REIT**") wishes to announce that HSBC Institutional Trust Services (Singapore) Limited (in its capacity as trustee of Parkway Life REIT) ("**Trustee**") as borrower, has entered into two facility agreements on 17 September 2013 (collectively, the "**Facility Agreements**").

(1) Facility Agreement 1:

Under the terms of the first Facility Agreement, the Trustee is required to, *inter alia*, prepay the outstanding amounts under the Facility Agreement:-

- (a) in the event that PTML resigns or is removed as manager of Parkway Life REIT, unless the lender agrees otherwise, within 30 days of such occurrence; and/or
- (b) in the event that:-
 - (i) Parkway Holdings Limited ("**PHL**") ceases to be the sole shareholder of PTML; and/or
 - (ii) PHL (a controlling unitholder (as defined in the Property Funds Appendix of the Code on Collective Investment Schemes) of Parkway Life REIT) ceases to own, directly or indirectly, at least 25% of the units ("**Units**") in Parkway Life REIT,

but only if (1) the lender and Trustee are unable to reach an agreement on the revised terms of the facility within a negotiation period of not more than 60 days or (2) such negotiations have not occurred,

(collectively, the "**Loan Covenants 1**").

(2) Facility Agreement 2:

Under the terms of the second Facility Agreement, the Trustee is required to, *inter alia*, prepay the outstanding amounts under the Facility Agreement:

- (a) in the event that PTML ceases to be the manager of Parkway Life REIT; and/or
- (b) in the event that Parkway Holdings Limited ("**PHL**") ceases to:-
 - (i) own, directly or indirectly, at least 51% of the shares in PTML; or
 - (ii) own, directly or indirectly, at least 25% of the units ("**Units**") in Parkway Life REIT,

but only if the parties to the Facility Agreement fail to reach an agreement on the revised terms of the facility within a negotiation period of not more than 60 days from the occurrence of any of the above events

(collectively, the "**Loan Covenants 2**").

For the purpose of this announcement, the Loan Covenants 1 and the Loan Covenants 2 are collectively referred to the "**Loan Covenants**".

As at the date of this announcement, no prepayment pursuant to the Loan Covenants has occurred.

As at the date of this announcement, the aggregate level of facilities that may be affected by the breach of the Loan Covenants (excluding interest, prepayment fee, premium, penalty or break funding costs) (in each case, if applicable) under the Facility Agreements are approximately S\$545,723,400.

By Order of the Board
Parkway Trust Management Limited
(Company Registration no. 200706697Z)
As Manager of Parkway Life Real Estate Investment Trust

Yong Yean Chau
Director / Chief Executive Officer
17 September 2013

Important Notice

This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for units in Parkway Life Real Estate Investment Trust ("Parkway Life REIT" and the units in Parkway Life REIT, the "Units").

The value of the Units and the income derived from them may fall as well as rise. The Units are not obligations of, deposits in, or guaranteed by, Parkway Trust Management Limited, as manager of Parkway Life REIT (the "Manager") or any of its affiliates. Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that unitholders of Parkway Life REIT 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 Parkway Life REIT or the Manager is not necessarily indicative of the future performance of Parkway Life REIT or the Manager. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.