

Offer Information Statement dated 14 November 2013

(Lodged with the Monetary Authority of Singapore on 14 November 2013)

THIS OFFER INFORMATION STATEMENT IS IMPORTANT. If you are in any doubt as to the action you should take, you should consult your legal, financial, tax or other professional adviser.

The collective investment scheme offered in this Offer Information Statement is an authorised scheme under the Securities and Futures Act, Chapter 289 of Singapore (the "SFA"). A copy of this Offer Information Statement, together with the application form for the new units in Ascott Residence Trust ("Ascott REIT") to be issued for the purpose of the Rights Issue (as defined herein) ("Rights Units") and Excess Rights Units (as defined herein) ("ARE") and the application form and acceptance form for Rights Units to be issued to purchasers of the Rights Entitlements (as defined herein) ("ARS") under the Rights Issue traded on Singapore Exchange Securities Trading Limited (the "SGX-ST") under the book-entry (scripless) settlement system, has been lodged with the Monetary Authority of Singapore (the "Authority"). The Authority assumes no responsibility for the contents of this Offer Information Statement, the ARE and the ARS. Lodgement of this Offer Information Statement with the Authority does not imply that the SFA, or any other legal or regulatory requirements, have been complied with. The Authority has not, in any way, considered the merits of the units being offered, or in respect of which an invitation is made, for investment.

Approval in-principle has been obtained from the SGX-ST for the listing and quotation of the Rights Units on the Main Board of the SGX-ST. The SGX-ST's in-principle approval is not to be taken as an indication of the merits of the Rights Issue, the Rights Units, Ascott Residence Trust Management Limited, as manager of Ascott REIT (the "Manager"), Ascott REIT and/or its subsidiaries. The SGX-ST assumes no responsibility for the accuracy of any statements made, reports contained or opinions expressed in this Offer Information Statement. No Units shall be allotted on the basis of this Offer Information Statement later than the date falling six months from the date of lodgement of this Offer Information Statement.

This Offer Information Statement may not be sent to any person or any jurisdiction in which it would not be permissible to deliver the Rights Units and the "nil-paid" provisional allotment of Rights Units to Eligible Unitholders under the Rights Issue (the "Rights Entitlements") or make an offer of the Rights Units and the Rights Entitlements and the Rights Units and Rights Entitlements may not be offered, sold, resold, transferred or delivered, directly or indirectly, to any such person or in any such jurisdiction. The Rights Units and Rights Entitlements have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or under any securities laws of any state or other jurisdiction of the United States ("U.S.") and may not be offered, sold, resold, allotted, taken up, exercised, renounced, pledged, transferred or delivered, directly or indirectly, within the U.S. except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the U.S. The Rights Units and Rights Entitlements may only be offered, sold, pledged, taken up, exercised, resold, renounced, transferred or delivered (as applicable), directly or indirectly in the U.S. in transactions exempt from the registration requirements of the Securities Act, to qualified institutional buyers (as defined in Rule 144A under the Securities Act) ("QIBs") who have provided to the Manager (and which the Manager has accepted) a signed investor representation letter in the form attached as **Appendix B** to this Offer Information Statement. The Rights Units and Rights Entitlements are being offered and sold outside the U.S. as defined in and in reliance on Regulation S under the Securities Act.



ASCOTT
RESIDENCE
TRUST

An Associate of CapitalLand

ASCOTT RESIDENCE TRUST

(a unit trust constituted on 19 January 2006 under the laws of the Republic of Singapore)

MANAGED BY

ASCOTT RESIDENCE TRUST MANAGEMENT LIMITED

RENOUNCEABLE RIGHTS ISSUE (THE "RIGHTS ISSUE") OF 253,749,218 RIGHTS UNITS AT AN ISSUE PRICE OF S\$1.00 FOR EACH RIGHTS UNIT (THE "ISSUE PRICE"), ON THE BASIS OF ONE (1) RIGHTS UNIT FOR EVERY FIVE (5) EXISTING UNITS (THE "RIGHTS RATIO") HELD BY ELIGIBLE UNITHOLDERS AS AT 14 NOVEMBER 2013 AT 5.00 P.M. (THE "RIGHTS ISSUE BOOKS CLOSURE DATE"), FRACTIONAL ENTITLEMENTS TO BE DISREGARDED

Joint Lead Managers and Underwriters for the Rights Issue



J.P.Morgan

IMPORTANT DATES AND TIMES

(The following is qualified by, and should be read in conjunction with, the section entitled "Timetable of Key Events")

Last date and time for trading of Rights Entitlements	: 27 November 2013 at 5.00 p.m.
Last date and time for acceptance of Rights Entitlements and payment for Right Units	: 3 December 2013 at 5.00 p.m. (9.30 p.m. for Electronic Applications through ATMs of Participating Banks (each as defined herein))
Last date and time for application and payment for Excess Rights Units	: 3 December 2013 at 5.00 p.m. (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)

This page has been intentionally left blank.

NOTICE TO UNITHOLDERS AND INVESTORS

No person has been authorised to give any information or make any representations other than those contained in this Offer Information Statement in connection with the Rights Issue and, if given or made, such information or representations must not be relied upon as having been authorised by or on behalf of Ascott REIT, the Manager, DBS Trustee Limited, as trustee of Ascott REIT (the “**Trustee**”) or DBS Bank Ltd. and J.P. Morgan (S.E.A.) Limited, as joint lead managers and underwriters for the Rights Issue (the “**Joint Lead Managers and Underwriters**”). Save as expressly stated in this Offer Information Statement, nothing contained herein is, or may be relied upon as, a promise or representation as to the future performance or policies of Ascott REIT or the Manager. Neither the delivery of this Offer Information Statement nor the issue of the Rights Units shall, under any circumstances, constitute a representation, or give rise to any implication, that there has been no material change in the affairs of Ascott REIT or in any of the information contained herein since the date of this Offer Information Statement. Where such changes occur after the date of this Offer Information Statement and are material and required to be disclosed by law and/or the SGX-ST, the Manager will announce such changes via SGXNET¹, and if required, lodge a supplementary or replacement document with the Authority. All holders of units in Ascott REIT (“**Units**”, and holders of Units, “**Unitholders**”) and investors should take note of any such announcement and, upon the release of such announcement or lodgement of such supplementary or replacement document, as the case may be, shall be deemed to have notice of such changes.

For Eligible Unitholders, acceptances of the Rights Entitlements and (if applicable) applications for Excess Rights Units may be made through The Central Depository (Pte) Limited (“**CDP**”) or through an automated teller machine (“**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 this Offer Information Statement (“**Electronic Application**”).

Central Provident Fund (“CPF”) Investment Scheme (“CPFIS”) investors, Supplementary Retirement Scheme (“SRS”) investors and investors who hold Units through a finance company and/or Depository Agent (as defined herein) should see the section entitled “Important Notice to (A) CPFIS Investors, (B) SRS Investors and (C) Investors Who Hold Units Through a Finance Company and/or Depository Agent” of this Offer Information Statement for important details relating to the offer procedure for them.

This Offer Information Statement, the ARE and the ARS may not be used for the purpose of, and does not constitute, an offer, invitation or solicitation in any jurisdiction or in any circumstances in which such offer, invitation or solicitation is unlawful or unauthorised, or to any person to whom it is unlawful to make such offer, invitation or solicitation. In addition, no action has been or will be taken in any jurisdiction (other than Singapore) that would permit a public offering of the Rights Units or the possession, circulation or distribution of this Offer Information Statement or any other material relating to Ascott REIT or the Rights Units in any jurisdiction (other than Singapore) where action for that purpose is required. The Rights Units may not be offered or sold, directly or indirectly, and neither this Offer Information Statement nor any other offering material or advertisements in connection with the Rights Units may be distributed or published in or from any country or jurisdiction, except, in each case, under circumstances that will result in compliance with any applicable rules and regulations of any such country or jurisdiction. No information in this Offer Information Statement should be considered to be business, financial, legal or tax advice regarding an investment in the Rights Units and/or Units.

The Manager, the Trustee, the Joint Lead Managers and Underwriters and each of their respective officers and employees make no representation, warranty or recommendation whatsoever as to the merits of the Rights Issue, the Rights Units, the Rights Entitlements or Ascott REIT, or any other matter related thereto or in connection therewith. Nothing in this Offer Information Statement or the

1 An internet-based corporate announcement submission system maintained by the SGX-ST.

accompanying documents shall be construed as a recommendation to subscribe for the Rights Units or to purchase the Rights Entitlements. Prospective subscribers of Rights Units and purchasers of Rights Entitlements should rely, and shall be deemed to have relied, on their own independent enquiries and investigations of the affairs of Ascott REIT, including but not limited to, the assets and liabilities, profits and losses, financial position, financial performance, risk factors and prospects of Ascott REIT, and their own appraisal and determination of the merits of investing in Ascott REIT. Persons in doubt as to the action they should take should consult their business, financial, legal, tax or other professional adviser before deciding whether to subscribe for or purchase the Rights Units or the Rights Entitlements.

This Offer Information Statement and the accompanying documents have been prepared solely for the purposes of the Rights Issue and may not be relied upon for any other purposes.

The Rights Units and the Rights Entitlements have not been and will not be registered under the Securities Act or under any securities laws of any state or other jurisdiction of the U.S. and may not be offered, sold, resold, allotted, taken up, exercised, renounced, pledged, transferred or delivered, directly or indirectly, within the U.S. except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the U.S. The Rights Units and the Rights Entitlements are being offered and sold in offshore transactions (as defined under Regulation S) in reliance on Regulation S and within the U.S. to a limited number of Eligible QIBs (as defined herein) in reliance on one or more exemptions from the registration requirements of the Securities Act. The distribution of this Offer Information Statement and the placement of the Rights Units in certain jurisdictions may be prohibited or restricted by law. Persons who come into possession of this Offer Information Statement and/or its accompanying documents are required by the Manager and the Joint Lead Managers and Underwriters to inform themselves of, and observe, any such prohibitions and restrictions.

Selected financial data from the audited financial statements of Ascott REIT for the financial year ended 31 December 2010 (“**FY2010**”, and the audited financial statements of Ascott REIT for FY2010, the “**2010 Audited Financial Statements**”), the audited financial statements of Ascott REIT for the financial year ended 31 December 2011 (“**FY2011**”, and the audited financial statements of Ascott REIT for FY2011, the “**2011 Audited Financial Statements**”), the audited financial statements of Ascott REIT for the financial year ended 31 December 2012 (“**FY2012**”, and the audited financial statements of Ascott REIT for FY2012, the “**2012 Audited Financial Statements**”) and the unaudited financial statements of Ascott REIT for the nine months ended 30 September 2013 (“**9M2013**”, and the unaudited financial statements of Ascott REIT for 9M2013, the “**9M2013 Unaudited Financial Statements**”) (collectively, the “**Financial Statements**”), is set out in **Appendix A** of this Offer Information Statement. Financial data relating to distribution per Unit (“**DPU**”), earnings per Unit and NAV (as defined herein) per Unit before and after any adjustment to reflect the Recent Acquisitions (as defined herein) and the issue of Rights Units is also set out in **Appendix A** of this Offer Information Statement.

Such selected financial data should be read together with the relevant notes to the Financial Statements, where applicable, which are available on the website of Ascott REIT at <http://www.ascottreit.com> and are also available for inspection during normal business hours at the registered office of the Manager at 8 Shenton Way, #13-01 AXA Tower, Singapore 068811, from the date of this Offer Information Statement up to and including the date falling six months after the date of this Offer Information Statement¹.

Save for the Financial Statements which are deemed incorporated into this Offer Information Statement by reference, the information contained on the website of Ascott REIT does not constitute part of this Offer Information Statement.

Prospective investors are advised to obtain and read the Financial Statements (including the relevant notes, where applicable) before making any investment decision in relation to the Rights Units and the Rights Entitlements.

1 Prior appointment with the Manager will be appreciated.

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. None of the Manager or any of its affiliates guarantees the performance of Ascott REIT or the repayment of capital from Ascott REIT, or any particular rate of return.

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 Units on the SGX-ST does not guarantee a liquid market for the Units. The past performance of Ascott REIT is not necessarily indicative of the future performance of Ascott REIT.

Forward-Looking Statements

All statements contained in this Offer Information Statement, statements made in public announcements, press releases and oral statements that may be made by Ascott REIT or the directors of the Manager (“**Directors**”), its officers or employees acting on its behalf, that are not statements of historical fact, constitute “forward-looking statements”. Some of these statements can be identified by words that have a bias towards the future or, are forward-looking such as, without limitation, “anticipate”, “aim”, “believe”, “could”, “estimate”, “expect”, “forecast”, “if”, “intend”, “may”, “plan”, “possible”, “predict”, “probable”, “project”, “seek”, “should”, “will” and “would” or other similar words. However, these words are not the exclusive means of identifying forward-looking statements. All statements regarding the future financial position, operating results, business strategies, plans and future prospects of Ascott REIT and its subsidiaries (collectively, the “**Group**”) are forward-looking statements. The Manager, the Trustee and the Joint Lead Managers and Underwriters do not represent or warrant that the actual future performance, outcomes or results of Ascott REIT will be as discussed in those statements. These forward-looking statements, including but not limited to statements as to the Group’s revenue and profitability, prospects, future plans and other matters discussed in this Offer Information Statement regarding matters that are not historical facts, are merely predictions. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Group’s actual, future results, performance or achievements to be materially different from any future results, performance or achievements expected, expressed or implied by such forward-looking statements. Representative examples of such other 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 property expenses and operating expenses, and governmental and public policy changes. (See the section entitled “Risk Factors” for a discussion of certain factors to be considered in connection with an investment in the Rights Units and the Rights Entitlements.)

Given the risks, uncertainties and other factors that may cause Ascott REIT’s actual future results, performance or achievements to be materially different from that expected, expressed or implied by the forward-looking statements in this Offer Information Statement, 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. Investors should read the whole of this Offer Information Statement and make their own assessment of the future performance of Ascott REIT before deciding whether to subscribe for the Rights Units and/or apply for Excess Rights Units. Investors should also make their own independent investigations of any bases and assumptions upon which financial projections, if any, are made or based, and carefully consider this Offer Information Statement in the light of their personal circumstances. If you are in any doubt as to the action you should take, you should consult your legal, financial, tax or other professional adviser.

Any discrepancies in the tables included herein between the listed amounts and totals thereof are due to rounding. Figures and percentages are rounded to an appropriate number of decimal places, where applicable.

**IMPORTANT NOTICE TO (A) CPFIS INVESTORS,
(B) SRS INVESTORS AND (C) INVESTORS WHO HOLD UNITS
THROUGH A FINANCE COMPANY AND/OR DEPOSITORY AGENT**

Unitholders who have subscribed for or purchased Units under the CPFIS, the SRS or through a finance company and/or Depository Agent can only accept their Rights Entitlements and (if applicable) apply for Excess Rights Units by instructing the relevant banks, finance company and/or Depository Agent in which they hold their CPFIS accounts and/or SRS Accounts (as defined herein) to do so on their behalf.

ANY APPLICATION MADE DIRECTLY BY THE ABOVE-MENTIONED UNITHOLDERS THROUGH CDP OR THROUGH ATMS WILL BE REJECTED.

The above-mentioned Unitholders, 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 acceptances of the Rights Entitlements and (if applicable) applications for Excess Rights Units to their respective approved bank, finance company and/or Depository Agent.

(i) Use of CPF Funds

Unitholders participating under the CPFIS – Ordinary Account must use, subject to applicable CPF rules and regulations, monies standing to the credit of their respective CPF Investment Accounts to pay for the acceptance of their Rights Entitlements and (if applicable) application for Excess Rights Units, if they have previously bought their Units using their CPF Investible Savings (“**CPF Funds**”).

Such Unitholders who wish to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units using CPF Funds must have sufficient funds in their CPF Investment Accounts and must instruct their respective approved banks, where such Unitholders hold their CPF Investment Accounts, to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units on their behalf in accordance with this Offer Information Statement.

Such Unitholders who have insufficient funds in their CPF Investment Accounts may deposit cash into their CPF Investment Accounts with their approved banks to enable them to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units. CPF Funds may not, however, be used for the purchase of the Rights Entitlements directly from the market.

(ii) Use of SRS Funds

Unitholders who had purchased Units using their SRS Accounts and who wish to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units can only do so, subject to applicable SRS rules and regulations, using monies standing to the credit of their respective SRS Accounts.

Such Unitholders who wish to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units using SRS monies, must instruct the relevant approved banks in which they hold their SRS Accounts to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units on their behalf in accordance with this Offer Information Statement. Such Unitholders who have insufficient funds in their SRS Accounts may, subject to the SRS contribution cap, deposit cash into their SRS Accounts with their approved banks before instructing their respective approved banks to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units. SRS investors are advised to provide their respective approved banks in which they hold their SRS Accounts with the appropriate

instructions no later than the deadlines set by their respective approved banks in order for their respective approved banks to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date (as defined herein). Any acceptance and (if applicable) application made directly through CDP, Electronic Applications at ATMs of the Participating Banks, Boardroom Corporate & Advisory Services Pte. Ltd. (the “**Unit Registrar**”) and/or Ascott REIT will be rejected. For the avoidance of doubt, monies in SRS Accounts may not be used for the purchase of the provisional allotments of the Rights Units directly from the market.

(iii) Holdings through Finance Company and/or Depository Agent

Unitholders who hold Units through a finance company and/or Depository Agent must instruct the relevant finance company and/or Depository Agent to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units on their behalf in accordance with this Offer Information Statement.

ELIGIBILITY OF UNITHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

ELIGIBLE UNITHOLDERS

Eligible Unitholders comprise Eligible Depositors and Eligible QIBs (“**Eligible Unitholders**”). “**Eligible Depositors**” are Unitholders with Units standing to the credit of their securities account with CDP (but do not include securities sub-accounts) (“**Securities Account**”) and whose registered addresses with CDP are in Singapore as at the Rights Issue Books Closure Date or who have, at least three Market Days¹ prior to the Rights Issue Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents, but exclude, subject to certain exceptions, Unitholders located, resident or with a registered address in the U.S. or any jurisdiction in which the offering of Rights Units and Rights Entitlements may not be lawfully made. “**Eligible QIBs**” are QIBs (a) whose identities have been agreed upon by the Manager and the Joint Lead Managers and Underwriters, (b) who have each provided to the Manager a signed investor representation letter in the form to be set out in **Appendix B** of this Offer Information Statement and (c) who are Eligible Depositors.

Eligible Unitholders will receive their Rights Entitlements under the Rights Issue on the basis of their unitholdings in Ascott REIT as at the Rights Issue Books Closure Date and are entitled to participate in the Rights Issue and to receive this Offer Information Statement (including the ARE and the ARS) at their respective Singapore addresses. Eligible Unitholders who do not receive this Offer Information Statement and the ARE and the ARS may obtain them from CDP for the period up to the Closing Date.

Eligible Unitholders are at liberty to accept in part or in full, decline or otherwise renounce or trade (during the Rights Entitlements trading period prescribed by the SGX-ST) their Rights Entitlements and are eligible to apply for Excess Rights Units.

The Rights Units represented by the provisional allotments (A) of (i) Eligible Unitholders who decline, do not accept, and elect not to renounce or sell their Rights Entitlements under the Rights Issue (during the Rights Entitlements trading period prescribed by the SGX-ST) and/or (ii) Ineligible Unitholders (as defined herein) which have not been sold during the Rights Entitlements trading period or (B) that have not been validly taken up by the original allottees, renounees of the Rights Entitlements or the purchasers of Rights Entitlements (collectively, “**Excess Rights Units**”) will be aggregated and used to satisfy Excess Rights Units applications (if any) or disposed of or otherwise dealt with in such manner as the Manager may, in its absolute discretion, deem fit.

Subject to the requirements of or otherwise waived by the SGX-ST, in the allotment of Excess Rights Units, preference will be given to the rounding of odd lots (if any) followed by allotment to the Unitholders who are neither Directors nor Substantial Unitholders (as defined herein). Directors and Substantial Unitholders who have control or influence over Ascott REIT or the Manager in connection with the day-to-day affairs of Ascott REIT or the terms of the Rights Issue, or have representation (direct or through a nominee) on the board of Directors, will rank last in priority for the rounding of odd lots and allotment of Excess Rights Units.

All dealings in and transactions of the Rights Entitlements through the SGX-ST will be effected under the book-entry (scripless) settlement system.

The procedures for, and the terms and conditions applicable to, acceptances, renunciation and/or sales of the Rights Entitlements and for the applications for Excess Rights Units, including the different modes of acceptance and application and payment, are contained in **Appendix C** –

¹ “**Market Day**” refers to any day (other than a Saturday, Sunday or gazetted public holiday) on which commercial banks are open for business in Singapore and the SGX-ST is open for trading.

Procedures for Acceptance, Payment, Renunciation and Excess Application by Eligible Unitholders, in Appendix D – Additional Terms and Conditions for Electronic Applications and in the ARE and the ARS.

INELIGIBLE UNITHOLDERS

No Rights Entitlements will be provisionally allotted to Unitholders who are not Eligible Unitholders (“**Ineligible Unitholders**”) and no purported acceptance thereof or application for Excess Rights Units therefore by Ineligible Unitholders will be valid.

This Offer Information Statement and its accompanying documents (including the ARE and the ARS) will not be despatched to Ineligible Unitholders. This Offer Information Statement and its accompanying documents (including the ARE and the ARS) relating to the Rights Issue have not been and will not be lodged, registered or filed in any jurisdiction other than Singapore.

The offer, sale and delivery of the Rights Units and the Rights Entitlements may be prohibited or restricted in certain jurisdictions under their relevant securities laws. Thus, for practical reasons and in order to avoid any violation of the securities legislation or other relevant laws applicable in countries (other than in Singapore) where Unitholders may have as their addresses registered with CDP, the Rights Issue will not be extended to Ineligible Unitholders.

The Rights Units and the Rights Entitlements have not been and will not be registered under the Securities Act or under any securities laws of any state or other jurisdiction of the U.S. and may not be offered, sold, resold, allotted, taken up, exercised, renounced, pledged, transferred or delivered, directly or indirectly, within the U.S. except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the U.S. The Rights Units and the Rights Entitlements will only be offered and sold (1) within the U.S. to a limited number of Eligible QIBs pursuant to one or more exemptions from the registration requirements of the Securities Act and (2) in offshore transactions in reliance on Regulation S.

This Offer Information Statement and its accompanying documents will also not be despatched to persons purchasing the Rights Entitlements, whose registered addresses with CDP are outside Singapore (“**Foreign Purchasers**”). Foreign Purchasers who wish to accept the Rights Entitlements credited to their Securities Accounts should ensure that they comply with the applicable rules, regulations and make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

The Manager reserves the right, but shall not be obliged, to treat as invalid any application or purported application, or decline to register such application or purported application which (i) appears to the Manager or its agents to have been executed in any jurisdiction outside Singapore or which the Manager believes may violate any applicable legislation of such jurisdiction, or (ii) purports to exclude any deemed representation or warranty.

Notwithstanding the above, Unitholders and any other person having possession of this Offer Information Statement are advised to inform themselves of and to observe all legal requirements applicable thereto. No person in any territory outside Singapore receiving this Offer Information Statement may treat the same as an offer, invitation or solicitation to subscribe for any Rights Units unless such offer, invitation or solicitation could lawfully be made without violating any regulation or legal requirements in such territory.

If it is practicable to do so, the Manager may, in its absolute discretion, arrange for Rights Entitlements which would otherwise have been allotted to Ineligible Unitholders to be sold “nil-paid” on the SGX-ST as soon as practicable after dealings in the Rights Entitlements

commence. Such sales may, however, only be effected if the Manager, in its absolute discretion, determines that a premium can be obtained from such sales, after deducting all expenses therefrom.

Where such Rights Entitlements are sold “nil-paid” on the SGX-ST, they will be sold at such price or prices as the Manager, may, in its absolute discretion, decide and no Ineligible Unitholder or persons acting for the account or benefit of any such persons, shall have any claim whatsoever against the Manager, the Trustee, the Joint Lead Managers and Underwriters, CDP or CPF Board or their respective officers in respect of such sales or the proceeds thereof, the Rights Entitlements or the Rights Units represented by such provisional allotments.

The net proceeds from all such sales, after deducting all expenses therefrom, will be pooled and thereafter distributed to Ineligible Unitholders in proportion to their respective unitholdings as at the Rights Issue Books Closure Date and sent to them at their own risk by ordinary post, without interest or any share of revenue or other benefit arising therefrom, provided that where the amount of net proceeds to be distributed to any single Ineligible Unitholder is less than S\$10.00, the Manager shall be entitled to retain or deal with such net proceeds as the Manager may, in its absolute discretion, deem fit for the sole benefit of Ascott REIT and no Ineligible Unitholder shall have any claim whatsoever against the Manager, the Joint Lead Managers and Underwriters, the Trustee or CDP in connection herewith.

If such Rights Entitlements cannot be or are not sold on the SGX-ST as aforesaid for any reason by such time as the SGX-ST shall have declared to be the last day for trading in the Rights Entitlements, the Rights Units represented by such Rights Entitlements will be issued to satisfy applications for Excess Rights Units or dealt with in such manner as the Manager may, in its absolute discretion, deem fit in the interest of Ascott REIT and no Ineligible Unitholder or persons acting for the account or benefit of any such persons, shall have any claim whatsoever against the Manager, the Trustee, the Joint Lead Managers and Underwriters, CDP or CPF Board and their respective officers in connection therewith.

Unitholders should note that the special arrangement described above will apply only to Ineligible Unitholders.

OFFERING, SELLING AND TRANSFER RESTRICTIONS

GENERAL

No action has been taken or will be taken to permit a public offering of the Rights Units or the Rights Entitlements to occur in any jurisdiction, or the possession, circulation, or distribution of this Offer Information Statement, its accompanying documents or any other material relating to Ascott REIT, the Rights Units or the Rights Entitlements in any jurisdiction where action for such purpose is required, except that this Offer Information Statement has been lodged with the Authority. Accordingly, the Rights Units or the Rights Entitlements may not be offered or sold, directly or indirectly, and none of this Offer Information Statement, its accompanying documents or any offering materials or advertisements in connection with the Rights Units or the Rights Entitlements may be distributed or published in or from any country or jurisdiction except under circumstances that will result in compliance with any applicable rules and regulations of any such country or jurisdiction. Investors are advised to consult their legal counsel prior to accepting any provisional allotment of Rights Units, applying for excess Rights Units or making any offer, sale, resale, pledge or other transfer of the Rights Units or the Rights Entitlements.

This Offer Information Statement and its accompanying documents are being supplied to you solely for your information and may not be reproduced, redistributed or passed on, directly or indirectly, to any other person or published, in whole or in part, for any purpose.

FOR INVESTORS IN THE UNITED STATES

The Rights Units and the Rights Entitlements have not been, and will not be, registered under the Securities Act or under any securities laws of any state or other jurisdiction of the U.S. and may not be offered, sold, resold, allotted, taken up, exercised, renounced, pledged, transferred or delivered (as applicable), directly or indirectly, within the U.S. except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the U.S. Neither receipt of this Offer Information Statement nor any of its accompanying documents constitutes an offer of the Rights Units or the Rights Entitlements to any Unitholder other than the Unitholder which has received this Offer Information Statement and its accompanying documents directly from the Manager.

The Rights Units and the Rights Entitlements have not been approved or disapproved by the U.S. Securities and Exchange Commission, any state securities commission in the U.S. or any other U.S. regulatory authority, nor have any of the foregoing authorities passed upon or endorsed the merits of the offering of the Rights Units or the Rights Entitlements or the accuracy or adequacy of this Offer Information Statement. Any representation to the contrary is a criminal offence in the U.S.

The Rights Units or the Rights Entitlements may only be acquired by persons in the U.S. who are QIBs pursuant to an exemption from the registration requirements of the Securities Act or in a transaction not subject to the registration requirements of the Securities Act. The Rights Units and the Rights Entitlements are being offered and sold outside the U.S. as defined in and in reliance on Regulation S under the Securities Act. Further, if you are in the U.S., you may not exercise any Rights Entitlements and/or acquire any Rights Units offered hereby unless you are a QIB and have been invited to participate directly by the Manager. In addition, in order to exercise your Rights Entitlements and/or acquire any Rights Units offered hereby, you must have completed, duly executed and delivered to the Manager (with a copy thereof to your Depository Agent (as defined herein), financial intermediary or nominee) prior to 3 December 2013 an Investor Representation Letter (which the Manager must have accepted), in the form attached as **Appendix B** to this Offer Information Statement.

Each person in the U.S. who accepts delivery of a copy of this Offer Information Statement shall be deemed to represent, warrant and agree that it is an Eligible QIB and have made each acknowledgement, representation, warranty and agreement in paragraphs 1 to 23 of the form of the Investor Representation Letter attached hereto as **Appendix B** of this Offer Information Statement. Any person in the U.S. who obtains a copy of this Offer Information Statement and who is not an Eligible QIB must disregard the contents of this Offer Information Statement.

Any envelope containing an ARE and/or an ARS which is post-marked from the United States will not be accepted unless the Manager has received and accepted a duly executed Investor Representation Letter in the form attached as **Appendix B** to this Offer Information Statement. Similarly, any ARE and/or ARS in which the exercising holder or subscribing applicant requests Rights Units to be credited to a Securities Account and gives an address in the United States will not be accepted. Any payment made in respect of any ARE and/or ARS that does not meet the foregoing criteria will be returned without interest.

Any person in the United States who obtains a copy of this Offer Information Statement or its accompanying documents and who has not been specifically invited by the Manager to participate or who is not a QIB is required to disregard it.

In addition, until the expiration of the 40-day period beginning on the date on which the Manager will allot and issue the Rights Units, an offer to sell or a sale of, or subscription for, the Rights Entitlements or the Rights Units within the United States by a broker/dealer (whether or not it is participating in the Rights Issue) may violate the registration requirements of the Securities Act.

U.S. Transfer Restrictions

The offering and delivery of the Rights Entitlements to, and the offering and acquisition of the Rights Entitlements or the Rights Units in the United States to and by certain persons reasonably believed to be QIBs is being made pursuant to an exemption from the registration requirements of the Securities Act. None of the Rights Entitlements or the Rights Units have been, or will be, registered under the Securities Act or with any securities regulatory authority of any state or other jurisdiction of the United States and, accordingly, the Rights Entitlements and the Rights Units may not be offered, sold, resold, allotted, taken up, exercised, renounced, pledged, or otherwise transferred or delivered (as applicable) except in offshore transactions in accordance with Rule 904 of Regulation S and in the United States pursuant to an applicable exemption from or in a transaction not subject to the registration requirements of the Securities Act.

Procedures for exercising and/or accepting the provisional allotments of Rights Entitlements by QIBs in the United States

If you are a QIB:

1. you may receive this Offer Information Statement and its accompanying documents from the Manager by completing and delivering to the Manager prior to 3 December 2013 a duly executed Investor Representation Letter in the form attached hereto as **Appendix B**;
2. you may exercise your Rights Entitlements, subscribe for Rights Units and apply for excess Rights Units instructing your Depository Agent, financial intermediary or nominee that you have been invited by the Manager to participate in this Rights Issue, and that the Depository Agent, financial intermediary or nominee should contact the Manager if such Depository Agent, financial intermediary or nominee wishes to confirm you have been invited to participate; and

3. in order to participate in the Rights Issue, you must forward to your Depository Agent, financial intermediary or nominee a copy of the properly completed and executed Investor Representation Letter you have previously delivered to the Manager prior to 3 December 2013 or at the time of such instruction to your Depository Agent, financial intermediary or nominee, as the case may be.

The Manager and its receiving agent have the discretion to refuse any ARE or ARS for the Rights Issue or other request to exercise the Rights Entitlements, subscribe for Rights Units or apply for excess Rights Units that is incomplete, unexecuted or not accompanied by any required documentation or that otherwise does not comply with the terms and conditions of the Rights Issue, including the receipt and acceptance by the Manager of an executed Investor Representation Letter in the form attached hereto as **Appendix B**.

FOR INVESTORS OUTSIDE THE UNITED STATES

Each purchaser of the Rights Entitlements and/or the Rights Units offered and sold outside the U.S. and in reliance on Regulation S will be deemed to have represented and agreed as follows (terms defined in Regulation S have the same meanings when used herein):

- (a) the purchaser (i) is, and the person, if any, for whose account it is acquiring such Rights Entitlements and/or the Rights Units is, outside the United States; and (ii) is acquiring the Rights Entitlements and/or the Rights Units in an offshore transaction meeting the requirements of Regulation S;
- (b) the purchaser is aware that the Rights Entitlements and/or the Rights Units have not been and will not be registered under the Securities Act and are being distributed and offered outside the United States in reliance on Regulation S; and
- (c) the purchaser acknowledges that the Manager, the Joint Lead Managers and Underwriters of the Rights Issue, their respective affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.

The Manager and the Joint Lead Managers and Underwriters have not taken any action, nor will the Manager and the Joint Lead Managers and Underwriters take any action, in any jurisdiction other than Singapore that would permit a public offering of the Rights Entitlements and Rights Units, or the possession, circulation or distribution of this Offer Information Statement or any other material relating to Ascott REIT, the Manager, the Rights Entitlements or the Rights Units in any jurisdiction other than Singapore where action for that purpose is required.

The distribution of this Offer Information Statement and/or its accompanying documents may be prohibited or restricted by law (either absolutely or subject to various securities requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant securities laws of these jurisdictions. Unitholders or any other persons having possession of this Offer Information Statement and/or its accompanying documents are advised to keep themselves informed of and to observe such prohibitions and restrictions. No person in any territory outside Singapore receiving this Offer Information Statement and/or its accompanying documents may treat the same as an offer, invitation or solicitation to subscribe for any Rights Units unless such offer, invitation or solicitation could lawfully be made without violating any regulation or legal requirements in such territory.

CERTAIN DEFINED TERMS AND CONVENTIONS

Ascott REIT publishes its financial statements in Singapore dollars. In this Offer Information Statement, references to “S\$”, “Singapore dollar” or “Singapore cent” are to the lawful currency of the Republic of Singapore, references to “A\$” and “Australian dollar” are to the lawful currency of Australia, references to “€” or “Euro” are to the lawful currency of the European Union, references to “£” or “Pound Sterling” or “GBP” are to the lawful currency of Great Britain, references to “¥,” “Japanese Yen” or “Yen” are to the lawful currency of Japan, references to “Renminbi” or “RMB” are to the lawful currency of the People’s Republic of China and references to “US\$” or “US dollar” are to the lawful currency of the U.S. All references to dates and times are to Singapore dates and times.

Capitalised terms used in this Offer Information Statement shall have the meanings set out in the Glossary on pages 48 to 55 of this Offer Information Statement.

This Offer Information Statement contains conversions of A\$, Euro, Pound Sterling, Japanese Yen, Renminbi and US\$ amounts into Singapore dollar. Unless otherwise indicated, A\$, Euro, Pound Sterling, Japanese Yen, Renminbi and US\$ amounts in this Offer Information Statement have been translated into Singapore dollar, based on the exchange rate of A\$1.00 = S\$1.17064, €1.00 = S\$1.69899, £1.00 = S\$2.02778, ¥1.00 = S\$0.01279, RMB1.00 = S\$0.20432 and US\$1.00 = S\$1.25646 respectively. None of the foreign currency conversion rates used to present or derive information in this Offer Information Statement should be construed as representations that A\$, Euro, Pound Sterling, Japanese Yen, Renminbi and US\$ amounts have been, would have been or could be converted into Singapore dollar at those rates or any other rate, at any particular rate or at all.

CORPORATE INFORMATION

Directors of the Manager	:	Mr Lim Jit Poh (Chairman and Independent Non-Executive Director) Mr Lim Ming Yan (Deputy Chairman and Non-Independent Non-Executive Director) Mr (TA) Tay Boon Hwee (Chief Executive Officer and Executive Director) Mr S. Chandra Das (Independent Non-Executive Director) Mr Giam Chin Toon @ Jeremy Giam (Independent Non-Executive Director) Mr Ku Moon Lun (Independent Non-Executive Director) Mr Lee Chee Koon (Non-Independent Non-Executive Director) Mr Zulkifli Bin Baharudin (Independent Non-Executive Director)
Registered office of the Manager	:	8 Shenton Way #13-01 AXA Tower Singapore 068811
Trustee of Ascott REIT	:	DBS Trustee Limited (in its capacity as trustee of Ascott REIT) 12 Marina Boulevard Marina Bay Financial Centre Tower 3 Singapore 018982
Joint Lead Managers and Issue Managers	:	DBS Bank Ltd. 12 Marina Boulevard, Level 46 Marina Bay Financial Centre Tower 3 Singapore 018982 J.P. Morgan (S.E.A.) Limited 17/F, Capital Tower 168 Robinson Road Singapore 068912
Legal Adviser for the Rights Issue and to the Manager	:	Allen & Gledhill LLP One Marina Boulevard #28-00 Singapore 018989
Legal Adviser to the Joint Lead Managers and Issue Managers	:	Allen & Overy LLP 50 Collyer Quay #09-01 OUE Bayfront Singapore 049321
Unit Registrar and Unit Transfer Office	:	Boardroom Corporate & Advisory Services Pte. Ltd. 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623

TABLE OF CONTENTS

	Page
1. Summary	1
2. Principal Terms of the Rights Issue	6
3. Timetable of Key Events	10
4. Overview of Ascott REIT	12
Background of Ascott REIT	12
The Manager of Ascott REIT	16
Information on the Units	17
Indebtedness	19
5. Use of Proceeds	21
6. Operating and Financial Review and Prospects	24
Operating Review	24
Financial Review	25
Business Prospects and Trend Information	26
7. Risk Factors	28
8. General Information	46
9. Glossary	48
APPENDICES	
Appendix A Certain Financial Information relating to Ascott REIT	A-1
Appendix B Form of QIB Investor Representation Letter	B-1
Appendix C Procedures for Acceptance, Payment, Renunciation and Excess Application by Eligible Unitholders	C-1
Appendix D Additional Terms and Conditions for Electronic Applications	D-1
Appendix E List of Participating Banks	E-1

SUMMARY

The following summary is qualified in its entirety by, and is subject to, the more detailed information contained or referred to elsewhere in this Offer Information Statement.

1. Overview of Ascott REIT

Ascott REIT is a serviced residence real estate investment trust, established with the objective of investing primarily in real estate and real estate-related assets which are income-producing and which are used, or predominantly used, as serviced residences, rental housing properties and other hospitality assets in any country in the world.

Comprising an initial asset portfolio of 12 strategically located properties with 2,068 Apartment Units¹ in five countries in the Pan-Asian Region², Ascott REIT was listed on the SGX-ST in March 2006 with an initial asset size of about S\$856.0 million. As at 30 September 2013, Ascott REIT's portfolio has more than tripled in size to reach S\$3.2 billion³, comprising 81 properties with 8,636 Apartment Units in 32 cities across 12 countries in Asia Pacific and Europe.

2. The Rights Issue

The Rights Issue comprises an offer of 253,749,218 Rights Units on a fully underwritten and renounceable basis to Eligible Unitholders based on the Rights Ratio of one (1) Rights Unit for every five (5) existing units in Ascott REIT ("**Existing Units**") held as at the Rights Issue Books Closure Date (fractional entitlements to be disregarded), at the issue price of S\$1.00 per Rights Unit ("**Issue Price**"), to raise gross proceeds of approximately S\$253.7 million.

The Rights Issue would provide unitholders of Ascott REIT ("**Unitholders**") with the opportunity to subscribe for their *pro rata* entitlement to the Rights Units at the Issue Price, which is at a discount of:

- (i) approximately 22.5% to the closing price of S\$1.29 per unit in Ascott REIT ("**Unit**") on Singapore Exchange Securities Trading Limited (the "**SGX-ST**") on 4 November 2013, being the last trading day of the Units prior to the announcement of the Rights Issue ("**Closing Price**");
- (ii) approximately 23.7% to Ascott REIT's pro forma net asset value ("**NAV**") per Unit of S\$1.31 after taking into account the latest valuation of the properties of Ascott REIT as at 30 June 2013 and the effects of the Rights Issue; and
- (iii) approximately 19.5% to the theoretical ex-rights price ("**TERP**") of S\$1.24 per Unit which is calculated as follows:

1 "**Apartment Unit**" means an available apartment unit for lease or licence, as the case may be, in the Properties (as defined herein).

2 "**Pan-Asian Region**" means, in the context of this Offer Information Statement, all countries in Asia and the Asia Pacific region.

3 This figure excludes the acquisition of a serviced residence with a hotel licence (the "**New Cairnhill SR**") to be located within the Cairnhill Development (as defined herein). If the acquisition of the New Cairnhill SR is included, the portfolio of Ascott REIT would be approximately S\$3.6 billion.

$$\text{TERP} = \frac{\text{Market capitalisation of Ascott REIT based on the Closing Price + Gross proceeds from the Rights Issue}}{\text{Units outstanding after the Rights Issue}}$$

The Rights Units will be issued pursuant to the general mandate (the “**General Mandate**”) that was given by the Unitholders to the Manager for the issue of new Units, pursuant to an ordinary resolution obtained at an annual general meeting of Unitholders held on 23 April 2013.

3. Rationale for the Rights Issue

Ascott REIT is one of the largest hospitality trusts listed on the SGX-ST and has demonstrated a successful track record of growth since its listing in 2006. The Manager continues to see a strong pipeline of potential quality acquisitions from The Ascott Limited (“**TAL**”) and third parties in key gateway cities in China, Japan, Malaysia, Australia and Europe.

The Rights Issue will increase Ascott REIT’s debt headroom through a reduction of its borrowings, and this will enhance Ascott REIT’s ability to pursue potential acquisitions in an efficient manner and uplift its competitive positioning in the market through various asset enhancement plans. The Rights Issue would also provide Ascott REIT with an enhanced credit profile and greater financial flexibility, enabling Ascott REIT to negotiate and secure debt facilities for future acquisitions at potentially more competitive terms.

The Rights Issue would provide Unitholders with the opportunity to subscribe for their pro rata entitlement to the Rights Units at the Issue Price which is at a discount of (i) approximately 22.5% to the Closing Price of S\$1.29 per Unit, (ii) approximately 23.7% to Ascott REIT’s pro forma NAV per Unit of S\$1.31 after taking into account the latest valuation of the properties of Ascott REIT as at 30 June 2013 and the effects of the Rights Issue and (iii) approximately 19.5% to the TERP of S\$1.24 per Unit. Eligible Unitholders who do not wish to subscribe for the Rights Units may choose to sell their Rights Entitlements during the Rights Entitlements trading period to realise the value of their Rights Entitlements.

The Rights Issue will increase the number of Units in issue by 253,749,218 Units. The increase in the total number of Units in issue pursuant to the Rights Issue may improve the trading liquidity of the Units after the Rights Issue.

4. Use of Proceeds

For each dollar of the gross proceeds of approximately S\$253.7 million that will be raised from the Rights Issue, the Manager intends to allocate the proceeds from the Rights Issue in the following manner:

- (i) approximately 80.8 cents (equivalent to approximately S\$204.9 million) will be used to pay down Ascott REIT’s debt;
- (ii) approximately 17.7 cents (equivalent to approximately S\$45.0 million) will be used to fund capital expenditure and asset enhancement initiatives, and for general corporate and working capital purposes;
- (iii) approximately 1.2 cents (equivalent to approximately S\$3.1 million) will be used to pay for the underwriting commission; and

- (iv) approximately 0.3 cents (equivalent to approximately S\$0.7 million) will be used to pay the estimated professional fees and expenses and other fees and expenses expected to be incurred in connection with the Rights Issue.

Notwithstanding its current intention, the Manager may, subject to relevant laws and regulations, use the gross proceeds from the Rights Issue at its absolute discretion for other purposes.

Pending the deployment of the gross proceeds from the Rights Issue, the gross 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.

Any increase in Ascott REIT's debt headroom, through a reduction of its borrowings, will enhance Ascott REIT's flexibility in pursuing potential acquisitions in an efficient manner and uplift its competitive positioning in the market through various asset enhancement plans.

5. Underwriting of the Rights Issue

The Rights Issue is fully underwritten by the Joint Lead Managers and Underwriters in equal proportions on the terms and subject to the conditions of a management and underwriting agreement entered into between the Manager and the Joint Lead Managers and Underwriters on 4 November 2013 (the "**Management and Underwriting Agreement**"). The Joint Lead Managers and Underwriters will be entitled to a commission of 2.25% of the Issue Price multiplied by the total number of Rights Units less the number of Rights Units subscribed for by TAL pursuant to the TAL Pro Rata Undertaking (as defined herein).

It should be noted that the Management and Underwriting Agreement may be terminated upon the occurrence of certain events, including those of a *force majeure* nature, but the Joint Lead Managers and Underwriters are not entitled to rely on *force majeure* to terminate the Management and Underwriting Agreement on or after the date on which ex-rights trading commences (being 12 November 2013) (in compliance with Rule 818 of the Listing Manual of the SGX-ST).

6. Commitment of TAL

To demonstrate its support for Ascott REIT and the Rights Issue, TAL, which directly and through its wholly-owned subsidiaries, the Manager and Somerset Capital Pte Ltd ("**SCPL**"), has interests in 575,035,597 Units (the "**TAL Initial Units**") representing approximately 45.32% of the issued Units as at 4 November 2013, has, on 4 November 2013, provided an irrevocable undertaking (the "**TAL Pro Rata Undertaking**") to each of (a) the Manager and (b) the Joint Lead Managers and Underwriters that:

- (i) as at the Rights Issue Books Closure Date, TAL and its subsidiaries will together have an interest (either actual or deemed) in not less than the number of TAL Initial Units credited to securities accounts with The Central Depository (Pte) Limited (the "**CDP**") which are held in TAL's name and in the name of the Manager and SCPL or, as the case may be, the nominee(s) or custodian(s) of such subsidiary/entity (the "**Relevant Entities**") (each with registered addresses with CDP in Singapore);
- (ii) in accordance with the terms and conditions of the Rights Issue and in any case not later than the last day for acceptance and payment of the Rights Units ("**Closing Date**"), TAL will accept, procure that the Relevant Entities accept, and/or procure one or more

of its existing subsidiaries and/or new subsidiaries set up by it to hold Units (together with the Relevant Entities, the “**Subscribing Entities**”), to subscribe and pay in full for, the Relevant Entities’ total provisional allotment of Rights Units; and

- (iii) unless required by applicable law or regulations or by an order of a court of competent jurisdiction, TAL will not, during the period commencing from the date of the announcement of the launch of the Rights Issue up to and including the date of the listing of the Rights Units, make any public statement or announcement regarding the Rights Issue, without first obtaining the prior written consent of the Manager and the Joint Lead Managers and Underwriters (such consent not to be unreasonably withheld or delayed).

7. Manager and TAL Lock-up

The Manager has, pursuant to the Management and Underwriting Agreement, agreed not to, without the prior written consent of the Joint Lead Managers and Underwriters (such consent not to be unreasonably withheld or delayed), among other things, directly or indirectly (i) offer, issue, contract to issue, grant any option to purchase any Units¹ (or any securities convertible into or exchangeable for Units or which carry rights to subscribe for Units), (ii) enter into a transaction (including a derivative transaction) with a similar economic effect to the foregoing and (iii) publicly announce any intention to do any of the foregoing transactions until the date falling 90 days after the date on which the Rights Units are listed on the SGX-ST.

TAL has, pursuant to the TAL Pro Rata Undertaking, agreed that save with the prior written consent of the Joint Lead Managers and Underwriters (such consent not to be unreasonably withheld or delayed) and subject to the terms and conditions in the TAL Pro Rata Undertaking, all the Units held by TAL and/or its Subscribing Entities will be subject to a lock-up arrangement during the period from the date of the TAL Pro Rata Undertaking to the date falling 90 days after the date on which the Rights Units are listed on the SGX-ST.

8. Status of the Rights Issue

Ascott REIT’s current policy is to distribute its distributable income on a semi-annual basis to Unitholders. The Rights Units will, upon allotment and issue, rank *pari passu* in all respects with the existing Units in issue as at the date of issue of the Rights Units, including the right to any distributions which may accrue for the period from 1 July 2013 to 31 December 2013 as well as all distributions thereafter.

The accrued distribution for the quarter ended 30 September 2013, as announced in the unaudited financial statements of Ascott REIT for the financial quarter ended 30 September 2013 is 2.37 Singapore cents per Unit. This is based on the number of Units in issue as at 30 September 2013, before adjustment for the effects of the Rights Issue.

Eligible Unitholders who validly accept, in full, their provisional allotments of Rights Units in accordance with the terms of this Offer Information Statement, will receive such amount of the accrued distributions for the period from 1 July 2013 to 31 December 2013 which they would have been entitled to had the Rights Issue not occurred. Eligible Unitholders who decide not to accept in full their provisional allotments of Rights Units can, where applicable, make arrangements to trade their Rights Entitlements on the SGX-ST under the book-entry (scripless) settlement system.

¹ Save for the issue of the Rights Units, Units to be issued to the Manager in full or part payment of the Manager’s fees under the Trust Deed and Units to be issued as full or partial consideration for the acquisition of an investment by Ascott REIT.

For Ineligible Unitholders, the Manager may, at its absolute discretion and if it is practicable to do so, arrange for the Rights Entitlements which would otherwise have been provisionally allotted to Ineligible Unitholders to be sold “nil-paid” on the SGX-ST as soon as practicable after dealings in the Rights Entitlements commence. Such sales may, however, only be effected if the Manager, in its absolute discretion, determines that the proceeds from such sales can at least cover the expenses to be incurred in relation thereto. (See the section entitled “Eligibility of Unitholders to Participate in the Rights Issue – Ineligible Unitholders”.)

The Manager is of the view that the above arrangement is fair to existing Unitholders.

PRINCIPAL TERMS OF THE RIGHTS ISSUE

The following principal terms and conditions of the Rights Issue are derived from, and should be read in conjunction with, the full text of this Offer Information Statement, and are qualified in their entirety by reference to information appearing elsewhere in this Offer Information Statement.

- Issue Size** : 253,749,218 Rights Units.
- The Rights Issue is expected to raise gross proceeds of approximately S\$253.7 million.
- Basis of Provisional Allotments** : Each Eligible Unitholder is entitled to subscribe for one (1) Rights Unit for every five (5) existing Units standing to the credit of his Securities Account with CDP as at the Rights Issue Books Closure Date.
- Issue Price** : S\$1.00 per Rights Unit. The Rights Units are payable in full upon acceptance and/or application.
- Administrative Fee** : An administrative fee will be incurred by applicants for each Electronic Application made through the ATMs of the Participating Banks.
- Status of Rights Units** : The Rights Units will, upon allotment and issue, rank *pari passu* in all respects with the existing Units in issue as at the date of issue of the Rights Units, including the right to any distributions which may accrue for the period from 1 July 2013 to 31 December 2013 as well as all distributions thereafter.
- Eligible Unitholders who decide not to accept in full their Rights Entitlements can, where applicable, make arrangements to trade them on the SGX-ST under the book-entry (scripless) settlement system. The Manager may also, at its absolute discretion, make arrangements for the Rights Entitlements which would otherwise have been allotted to Ineligible Unitholders to be sold “nil-paid” on the SGX-ST under the book-entry (scripless) settlement system.
- Such sales may, however, only be effected if the Manager, in its absolute discretion, determines that the proceeds from such sales can at least cover the expenses to be incurred in relation thereto.
- For the avoidance of doubt, the Rights Units will not be entitled to participate in the distribution of any distributable income accrued by Ascott REIT prior to 1 July 2013 (including the distribution period commencing from 1 January 2013 to 30 June 2013).
- Eligibility to participate in the Rights Issue** : See the section entitled “Eligibility of Unitholders to Participate in the Rights Issue” for details.

Rights of Eligible Unitholders	<p>: Eligible Unitholders will receive their Rights Entitlements and are at liberty to accept in part or in full, decline, renounce or trade on the SGX-ST (during the Rights Entitlements trading period prescribed by the SGX-ST) their Rights Entitlements and are eligible to apply for the Excess Rights Units on 19 November 2013 from 9.00 a.m. up to the Closing Date as set out in the section entitled “Timetable of Key Events”.</p> <p>Eligible Unitholders who wish to renounce their Rights Entitlements in favour of a third party should note that CDP requires three Market Days to effect such renunciation. As such, Eligible Unitholders who wish to renounce are advised to do so early to allow sufficient time for the renounee to accept his Rights Entitlements and make payment for the Rights Units.</p> <p>Each Eligible Unitholder may, among other things, choose to:</p> <ul style="list-style-type: none"> (i) accept all or a portion of his Rights Entitlements; (ii) renounce all or a portion of Rights Entitlements in favour of a third party; and/or (iii) trade all or a portion of his Rights Entitlements. <p>In addition, each Eligible Unitholder may also apply for Excess Rights Units.</p> <p>The procedures for acceptance, payment, renunciation and application for Rights Units and/or Excess Rights Units by Eligible Unitholders are set out in Appendix C – Procedures for Acceptance, Payment, Renunciation and Excess Application by Eligible Unitholders and in Appendix D – Additional Terms and Conditions for Electronic Applications.</p>
Ineligible Unitholders	<p>: No provisional allotments of Rights Units will be made to Ineligible Unitholders and no purported acceptance thereof or application for Excess Rights Units thereof by Ineligible Unitholders will be valid.</p> <p>Ineligible Unitholders should refer to the section entitled “Eligibility of Unitholders to Participate in the Rights Issue – Ineligible Unitholders”.</p>
Trading of the Rights Units/Rights Entitlements	<p>: Eligible Unitholders who wish to trade all or part of their Rights Entitlements on the SGX-ST can do so for the period commencing on 19 November 2013 from 9.00 a.m., being the date and time of commencement of the Rights Entitlements trading, and ending on 27 November 2013 at 5.00 p.m., being the last date and time of the Rights Entitlements trading.</p>

The Rights Units and the Rights Entitlements will be traded on the Main Board of the SGX-ST under the book-entry (scripless) settlement system. For the purposes of trading on the Main Board of the SGX-ST, each board lot of Units and Rights Entitlements will comprise 1,000 Units or Rights Entitlements (as the case may be). All dealings in and transactions (including transfers) of the Rights Units effected through the SGX-ST and/or CDP shall be made in accordance with the “Terms and Conditions for Operation of Securities Accounts with CDP”, as the same may be amended from time to time, copies of which are available from CDP.

Manner of Refund

: When any acceptance of Rights Entitlements and/or excess Rights Units application is invalid or unsuccessful, the amount paid on acceptance and/or application will be returned or refunded to such applicants without interest or any share of revenue or other benefit arising therefrom within 14 days after the Closing Date as follows:

- (i) where the acceptance and/or application had been made through CDP, by means of a crossed cheque drawn on a bank in Singapore and sent by ordinary post at their own risk to their mailing addresses maintained with CDP or in such other manner as they may have agreed with CDP for the payment of any cash distribution; and
- (ii) where the acceptance and/or application had been made through Electronic Applications, by crediting their bank accounts with the relevant Participating Banks at their own risk, the receipt by such bank being a good discharge of the Manager’s and CDP’s obligations.

Trading of Odd Lots of Units

: Eligible Unitholders who hold odd lots of Units (that is, lots other than board lots of 1,000 Units) and who wish to trade in odd lots are able to trade odd lots of Units on the SGX-ST’s Unit Share Market¹.

In addition, approval has been obtained from the SGX-ST for the setting up of a temporary counter to allow Unitholders and investors to trade in board lots of 100 Units. This temporary counter will be maintained for a period of one month commencing on the first Market Day on which the Rights Units are listed for quotation on the Main Board of the SGX-ST.

1 “Unit Share Market” refers to the ready market of the SGX-ST for trading of odd lots of Units with a minimum size of one Unit.

Underwriting : The Rights Issue is fully underwritten by the Joint Lead Managers and Underwriters in equal proportions on the terms and subject to the conditions of the Management and Underwriting Agreement.

(See the sections entitled “Summary – Underwriting of the Rights Issue” and “Summary – Commitment of TAL” for further details.)

Listing of the Rights Units : Approval in-principle has been obtained from the SGX-ST on 4 November 2013 for the listing and quotation of, *inter alia*, the Rights Units on the Main Board of the SGX-ST.

The approval in-principle of the SGX-ST is not to be taken as an indication of the merits of the Rights Issue, the Rights Units, the Manager, Ascott REIT and/or its subsidiaries.

Unitholders who are CPFIS investors, SRS investors or who hold Units through a finance company and/or Depository Agent : CPFIS investors, SRS investors and investors who hold Units through a finance company and/or Depository Agent should see the section entitled “Important Notice to (A) CPFIS investors, (B) SRS Investors and (C) Investors who Hold Units Through a Finance Company and/or Depository Agent” for important details.

Governing Law : Laws of the Republic of Singapore.

AS THE RIGHTS ISSUE IS MADE ON A RENOUNCEABLE BASIS, THE RIGHTS ENTITLEMENTS CAN BE RENOUNCED IN FAVOUR OF A THIRD PARTY OR TRADED ON THE SGX-ST DURING THE RIGHTS ENTITLEMENTS TRADING PERIOD.

TIMETABLE OF KEY EVENTS

The timetable for the Rights Issue is set out below.

Event	Date and Time
Last day of “cum-rights” trading for the Rights Issue	: 11 November 2013
First day of “ex-rights” trading for the Rights Issue	: 12 November 2013
Rights Issue Books Closure Date	: 14 November 2013 at 5.00 p.m.
Despatch of this Offer Information Statement (together with the application forms) to Eligible Unitholders	: 19 November 2013
Commencement of trading of Rights Entitlements	: 19 November 2013 from 9.00 a.m.
Close of trading of Rights Entitlements	: 27 November 2013 at 5.00 p.m.
Closing Date:	
Last date and time for acceptance of the Rights Entitlements and payment for Rights Units ⁽¹⁾	: 3 December 2013 at 5.00 p.m. ⁽²⁾ (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)
Last date and time for application and payment for Excess Rights Units ⁽¹⁾	: 3 December 2013 at 5.00 p.m. ⁽²⁾ (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)
Last date and time for acceptance of and payment by the renounee ⁽¹⁾	: 3 December 2013 at 5.00 p.m. ⁽³⁾
Expected date of the issuance of the Rights Units	: 11 December 2013
Expected date for crediting of Rights Units	: 12 December 2013
Expected date for commencement of trading of Rights Units on the SGX-ST	: 12 December 2013 from 9.00 a.m.

Notes:

- (1) This does not apply to CPFIS investors, SRS investors and investors who hold Units through a finance company and/or Depository Agent. CPFIS investors, SRS investors and investors who hold Units through a finance company and/or Depository Agent should see the section entitled “Important Notice to (A) CPFIS 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 through CDP or through 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.
- (2) If acceptances of the Rights Entitlements and (if applicable) applications for Excess Rights Units, as the case may be, are made through CDP in accordance with the ARE and the ARS.
- (3) Eligible Unitholders who wish to renounce their Rights Entitlements in favour of a third party should note that CDP requires at least three Market Days to effect such renunciation. As such, Eligible Unitholders who wish to renounce are advised to do so early to allow sufficient time for the renounee to accept his Rights Entitlements and make payment for Rights Units.

The Manager may, in consultation with the Joint Lead Managers and Underwriters 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 Offer Information Statement, the Manager does not expect the above timetable to be modified.

RESULTS OF THE ALLOTMENT

The Manager will announce the results of the Rights Issue through an SGXNET announcement to be posted on the SGX-ST website at www.sgx.com.

CREDITING OF RIGHTS UNITS

The Rights Entitlements will be provisionally allotted to Eligible Unitholders on or about 18 November 2013, and the Rights Units will be credited on or about 12 December 2013.

In the case of Eligible Unitholders with valid acceptances and (where applicable) successful applications for Excess Rights Units, a notification letter representing such number of Rights Units will be sent by CDP within 10 Market Days after the Closing Date.

(See **Appendix C** for further details relating to the procedures for acceptance, payment, renunciation and application for Rights Units and/or Excess Rights Units by Eligible Unitholders.)

OVERVIEW OF ASCOTT REIT

BACKGROUND OF ASCOTT REIT

Ascott REIT is a serviced residence real estate investment trust, established with the objective of investing primarily in real estate and real estate-related assets which are income-producing and which are used or predominantly used as serviced residences, rental housing properties and other hospitality assets in any country in the world.

Comprising an initial asset portfolio of 12 strategically located properties with 2,068 Apartment Units in five countries in the Pan-Asian Region, Ascott REIT was listed on the SGX-ST in March 2006 with an initial asset size of about S\$856.0 million. As at 30 September 2013, Ascott REIT's portfolio has more than tripled in size to reach S\$3.2 billion¹, comprising 81 properties with 8,636 Apartment Units in 32 cities across 12 countries in Asia Pacific and Europe.

GENERAL DEVELOPMENT OF ASCOTT REIT

The general development of the business of Ascott REIT from the beginning of the period comprising the three most recent completed financial years to 7 November 2013, being the latest practicable date prior to the lodgement of the Offer Information Statement (the "**Latest Practicable Date**"), is set out below. Save as disclosed below, to the best of the Manager's knowledge and belief, there have been no material changes in the affairs of Ascott REIT since the release of Ascott REIT's financial results for the financial quarter ended 30 September 2013.

Date	Significant developments
20 August 2010	: The Trustee entered into conditional sale and purchase agreements for (i) the acquisition of 28 properties located in Singapore, Vietnam, France, United Kingdom, Belgium, Germany and Spain, and (ii) the divestment of Ascott Beijing located in China.
20 August 2010	: The Manager entered into an underwriting agreement in relation to an equity fund raising, comprising a non-renounceable preferential offering and a private placement, to raise gross proceeds of approximately S\$560.6 million (the " 2010 Equity Fund Raising "). The Manager announced that it had obtained approval in-principle from the SGX-ST on 19 August 2010 for the listing of new Units to be issued pursuant to the 2010 Equity Fund Raising.
20 August 2010	: TAL and the Trustee entered into a supplemental right of first refusal agreement to, among other things, expand the right of first refusal agreement to include Europe.

¹ This figure excludes the acquisition of a serviced residence with a hotel licence (the "**New Cairnhill SR**") to be located within the Cairnhill Development (as defined herein). If the acquisition of the New Cairnhill SR is included, the portfolio of Ascott REIT would be approximately S\$3.6 billion.

Date	Significant developments
9 September 2010	: The Manager convened an extraordinary general meeting of Unitholders to seek Unitholders' approval for, among other things, the acquisition of 28 properties located in Singapore, Vietnam, France, United Kingdom, Belgium, Germany and Spain, the divestment of Ascott Beijing and the 2010 Equity Fund Raising. All the resolutions in respect of the acquisition of the 28 properties, the divestment of Ascott Beijing and the 2010 Equity Fund Raising were approved.
1 October 2010	: Completion of the acquisition of 28 properties located in Singapore, Vietnam, France, United Kingdom, Belgium, Germany and Spain, and the divestment of Ascott Beijing.
29 October 2010	: Completion of the divestment of Country Woods located in Jalan W.R. Supratman Pondok Ranji, Rengas Ciputat, South Tangerang, Banten, Indonesia 15412.
30 November 2011	: Establishment of a US\$2,000,000,000 Euro-Medium Term Note Programme.
30 November 2011	: Issuance of S\$100,000,000 in principal amount of 4.30% Fixed Rate Notes due 2018 under its S\$1,000,000,000 Multi-currency Medium Term Note Programme established in September 2009.
16 December 2011	: Issuance of S\$150,000,000 in principal amount of 3.80% Fixed Rate Notes due 2015 under its S\$1,000,000,000 Multi-currency Medium Term Note Programme established in September 2009.
21 December 2011	: Completion of the acquisition of a 60% interest in Citadines Shinjuku Tokyo, a freehold property located at 28-5, 1 chome Shinjuku, Shinjuku-ku, Tokyo.
3 February 2012	: The Manager announced the resignation of Mr Chong Kee Hiong as Chief Executive Officer of the Manager and the relinquishment of Mr Lim Ming Yan as a member of the Corporate Disclosure Committee of the Manager with effect from 6 February 2012. The Manager announced the appointment of Mr Chong Kee Hiong as a member of the Corporate Disclosure Committee of the Manager with effect from 6 February 2012 and the appointment of Mr (TA) Tay Boon Hwee as Chief Executive Officer of the Manager subject to the approval of the Authority.
27 February 2012	: Appointment of Mr (TA) Tay Boon Hwee as Chief Executive Officer of the Manager.

Date	Significant developments
29 March 2012	: Completion of the acquisition of a 60% interest in Citadines Karasuma-Gojo Kyoto, a freehold property located at 429, Gojo-Dori Karasuma-Higashi-Iru Matsuyacho, Shimogyo-Ku, Kyoto.
26 April 2012	: Completion of the divestment of Somerset Gordon Heights Melbourne located in Australia.
28 September 2012	: Completion of the divestment of Somerset Grand Cairnhill and the acquisitions of a serviced residence located at 2 Finlayson Green, Singapore 049247 and a serviced residence located at No 73 Tianhe Dong Road, Tianhe District, Guangzhou 510630, China. Execution of a conditional put and call option agreement between the Trustee, CH Commercial Pte. Ltd. and CH Residential Pte. Ltd. (both of which are wholly-owned subsidiaries of CapitaLand Limited) to acquire the New Cairnhill SR, which has a long-stop date of 31 December 2013.
15 November 2012	: Completion of the acquisition of a freehold seven-storey building comprising 166 serviced residence units, in Hamburg, Germany.
31 December 2012	: The Manager announced the following changes to the composition of the board of Directors with effect from 1 January 2013: <ul style="list-style-type: none"> <li data-bbox="571 1115 1402 1216">(i) the resignation of Mr Liew Mun Leong as Non-Independent Non-Executive Director, Deputy Chairman of the Board and Chairman of the Executive Committee of the Manager; <li data-bbox="571 1249 1402 1350">(ii) the appointment of Mr Lim Ming Yan as Deputy Chairman of the Board and Chairman of the Executive Committee of the Manager; <li data-bbox="571 1384 1402 1462">(iii) the appointment of Mr Zulkifli Bin Baharudin as Independent Non-Executive Director of the Manager; and <li data-bbox="571 1496 1402 1563">(iv) the appointment of Mr (TA) Tay Boon Hwee as Executive Director of the Manager.
23 January 2013	: The Manager announced the following changes to the composition of the board of Directors with effect from 24 January 2013: <ul style="list-style-type: none"> <li data-bbox="571 1720 1402 1774">(i) the resignation of Mr Wen Khai Meng as Non-Independent Non-Executive Director of the Manager;

Date	Significant developments
	<ul style="list-style-type: none"> (ii) the appointment of Mr Zulkifli Bin Baharudin as a member of the Corporate Disclosure Committee of the Manager; (iii) the appointment of Mr (TA) Tay Boon Hwee as a member of the Corporate Disclosure Committee and Executive Committee of the Manager; (iv) the relinquishment of Mr S. Chandra Das as a member of the Corporate Disclosure Committee and Executive Committee of the Manager; (v) the relinquishment of Mr Giam Chin Toon @ Jeremy Giam as a member of the Executive Committee of the Manager; and (vi) the relinquishment of Ms Jennie Chua as a member of the Executive Committee of the Manager.
6 February 2013	: The Manager issued 114,943,000 new Units pursuant to a private placement to raise gross proceeds of approximately S\$150 million.
25 March 2013	: Resignation of Ms Jennie Chua as Non-Independent Non-Executive Director of the Manager.
1 June 2013	: Resignation of Mr Chong Kee Hiong as Non-Independent Non-Executive Director of the Manager. Appointment of Mr Lee Chee Koon as Non-Independent Non-Executive Director of the Manager.
28 June 2013	: Completion of the acquisition of interests in three serviced residence properties in China and 11 rental housing properties in Japan (the “ Recent Acquisitions ”).
27 September 2013	: Issuance of ¥5,000,000,000 (equivalent to S\$63,480,000 based on an exchange rate of ¥1.00 = S\$0.012696) in principal amount of 2.010% Fixed Rate Notes due 2018 under its S\$1,000,000,000 Multi-currency Medium Term Note Programme established in September 2009.
18 October 2013	: Launch of a strata sale by Somerset FG Pte. Ltd. (a wholly-owned subsidiary of Ascott REIT) under which it is intended that Somerset FG Pte. Ltd. will enter into sale and purchase agreements with separate individuals to divest 81 units in a serviced residence property located at No. 46 Liangmaqiao Road, Chaoyang District, Beijing, the People’s Republic of China and operated as Somerset Grand Fortune Garden.

Latest Valuation

The latest valuation of the properties comprising Ascott REIT's portfolio (the "Properties") as at 30 June 2013 is S\$3,142.8 million, which represents an increase of S\$307.9 million (or approximately 10.9%) from the valuation of the Properties of S\$2,834.9 million as at 31 December 2012.

Excluding the valuations of the Recent Acquisitions, the latest valuations of the remaining 67 Properties is S\$2,839.2 million, which represents an increase of S\$4.3 million (or approximately 0.2%) from the valuation of the Properties of S\$2,834.9 million as at 31 December 2012.

The Manager of Ascott REIT

The manager of Ascott REIT is Ascott Residence Trust Management Limited and its registered office is located at 8 Shenton Way, #13-01 AXA Tower, Singapore 068811. The names and addresses of the Directors are set out below.

Name	Position	Address
Mr Lim Jit Poh	Chairman and Independent Non-Executive Director	c/o 8 Shenton Way, #13-01 AXA Tower Singapore 068811
Mr Lim Ming Yan	Deputy Chairman and Non-Independent Non-Executive Director	c/o 8 Shenton Way, #13-01 AXA Tower Singapore 068811
Mr (TA) Tay Boon Hwee	Chief Executive Officer and Executive Director	c/o 8 Shenton Way, #13-01 AXA Tower Singapore 068811
Mr S. Chandra Das	Independent Non-Executive Director	c/o 8 Shenton Way, #13-01 AXA Tower Singapore 068811
Mr Giam Chin Toon @ Jeremy Giam	Independent Non-Executive Director	c/o 8 Shenton Way, #13-01 AXA Tower Singapore 068811
Mr Ku Moon Lun	Independent Non-Executive Director	c/o 8 Shenton Way, #13-01 AXA Tower Singapore 068811
Mr Lee Chee Koon	Non-Independent Non-Executive Director	c/o 8 Shenton Way, #13-01 AXA Tower Singapore 068811
Mr Zulkifli Bin Baharudin	Independent Non-Executive Director	c/o 8 Shenton Way, #13-01 AXA Tower Singapore 068811

Information on the Units

As at the Latest Practicable Date, there were 1,268,746,090 Units in issue.

Substantial Unitholders¹ of Ascott REIT and their Unitholdings

Based on the Register of Substantial Unitholders maintained by the Manager, the Substantial Unitholders of Ascott REIT² and their interests in the Units as at the Latest Practicable Date are as follows:

Unitholders	Direct Interest		Deemed Interest		Total Interest	
	No. of Units	%	No. of Units	%	No. of Units	%
The Ascott Limited	307,592,000	24.24	267,443,597	21.08	575,035,597	45.32
Somerset Capital Pte Ltd	202,931,000	15.99	–	–	202,931,000	15.99
Ascott Residence Trust Management Limited	64,512,597	5.08	–	–	64,512,597	5.08
CapitaLand Limited	–	–	575,035,597	45.32	575,035,597	45.32
Temasek Holdings (Private) Limited	–	–	594,598,946	46.87	594,598,946	46.87
AIA Group Limited	–	–	63,673,000	5.02	63,673,000	5.02
AIA Company Limited	1,650,000	0.13	62,023,000	4.89	63,673,000	5.02

Notes:

- (1) By virtue of Section 7 of the Companies Act, Chapter 50 of Singapore (the “**Companies Act**”), Temasek Holdings (Private) Limited (“**Temasek**”) is deemed to have an interest in 594,598,946 Units in which its subsidiaries and associated companies have or are deemed to have an interest. Temasek is wholly owned by the Minister for Finance.
- (2) TAL is a wholly-owned subsidiary of CapitaLand Limited (“**CapitaLand**”). SCPL and the Manager are wholly-owned subsidiaries of TAL. Accordingly, CapitaLand is deemed through its interests in TAL, SCPL and the Manager to have an interest in their aggregate holding of 575,035,597 Units by virtue of Section 7 of the Companies Act.
- (3) AIA Company Limited is a subsidiary of AIA Group Limited.

1 “**Substantial Unitholders**” refer to Unitholders with interests in not less than 5.0% of all Units in issue.

2 The Substantial Unitholders do not have different voting rights from ordinary Unitholders.

History of Issuance of Units

The table below sets out the Units issued for cash or services within the 12 months immediately preceding the Latest Practicable Date.

Date	Number of Units Issued
11 December 2012	Issue of (i) 2,330,360 Units to the Manager as payment of the acquisition fee in relation to the completion of the acquisition of two serviced residence properties, namely Ascott Raffles Place Singapore and Ascott Guangzhou, and (ii) 1,384,924 Units to the Manager as payment of the divestment fee in relation to the completion of the divestment of Somerset Grand Cairnhill, at an issue price of S\$1.2961 per Unit.
6 February 2013	Issue of 114,943,000 Units at an issue price of S\$1.305 per Unit in connection with a private placement which raised gross proceeds of approximately S\$150 million.
6 February 2013	Issue of 2,036,285 Units to the Manager at an issue price of S\$1.3588 per Unit as partial payment of the management fee to the Manager for the period from 1 October 2012 to 31 December 2012 (both dates inclusive).
6 May 2013	Issue of 1,797,692 Units to the Manager at an issue price of S\$1.4321 per Unit as partial payment of the management fee to the Manager for the period from 1 January 2013 to 31 March 2013 (both dates inclusive).
2 August 2013	Issue of 2,158,218 Units to the Manager at an issue price of S\$1.3067 per Unit as partial payment of the management fee to the Manager for the period from 1 April 2013 to 30 June 2013 (both dates inclusive).
10 September 2013	Issue of 2,559,825 Units to the Manager at an issue price of S\$1.1967 per Unit as payment of the acquisition fee to the Manager in relation to the completion of the Recent Acquisitions.
28 October 2013	Issue of 2,432,376 Units to the Manager at an issue price of S\$1.280 per Unit as partial payment of the management fee to the Manager for the period from 1 July 2013 to 30 September 2013 (both dates inclusive).

Price Range and Trading Volume of the Units on the SGX-ST

The highest and lowest closing prices and the average daily volume of Units traded on the SGX-ST for the twelve calendar months immediately preceding November 2013 and for the period commencing on 1 November 2013 to the Latest Practicable Date are as follows:

Month/Period	Price Range (S\$ per Unit)		Average Daily Volume Traded Units (million)
	Highest	Lowest	
November 2012	1.320	1.265	0.654
December 2012	1.365	1.280	0.749
January 2013	1.420	1.365	2.039
February 2013	1.355	1.320	2.302
March 2013	1.380	1.340	1.273
April 2013	1.465	1.380	1.239
May 2013	1.500	1.345	2.556
June 2013	1.395	1.225	1.780
July 2013	1.360	1.255	0.778
August 2013	1.285	1.185	0.962
September 2013	1.270	1.190	1.301
October 2013	1.310	1.235	1.276
1 November 2013 to the Latest Practicable Date	1.305	1.250	3.322

Source: Bloomberg L.P. Bloomberg L.P. has not provided its consent, for purposes of Section 249 of the SFA (read with Section 305B(4) of the SFA and regulation 36(3) of the Securities and Futures (Offers of Investments) (Collective Investment Schemes) Regulations 2005 (G.N. No. S602/2005)), to the inclusion of the information extracted from the relevant report published by it and therefore is not liable for such information under Sections 253 and 254 of the SFA (both read with Section 305B(4) of the SFA and regulation 36(3) of the Securities and Futures (Offers of Investments) (Collective Investment Schemes) Regulations 2005 (G.N. No. S602/2005)). While the Manager has taken reasonable actions to ensure that the information from the relevant report published by Bloomberg L.P. is reproduced in its proper form and context, and that the information is extracted accurately and fairly from such report, none of the Manager, the Joint Lead Managers and Underwriters or any other party has conducted an independent review of the information contained in such report or verified the accuracy of the contents of the relevant information.

Indebtedness

Existing Borrowings

As at the Latest Practicable Date, Ascott REIT has the following borrowings, which include both loan facilities and multi-currency medium term note programmes:

Borrowings of Ascott REIT

(A) Loan/Credit Facilities

Ascott REIT has drawn down:

- (i) an equivalent of S\$980.2 million from its secured facilities; and
- (ii) an equivalent of S\$71.1 million from its unsecured facilities.

In addition, Ascott REIT has received a letter of offer from United Overseas Bank Limited to extend the maturity date of an existing S\$30.0 million multi-currency revolving credit facility from 30 November 2013 to 30 November 2016.

(B) Medium Term Note Programmes

Ascott REIT has put in place a S\$1.0 billion Medium Term Note Programme and a US\$2.0 billion Euro-Medium Term Note Programme established through its wholly-owned subsidiaries.

As at the Latest Practicable Date, S\$314.0 million of the S\$1.0 billion Medium Term Note Programme has been issued and on-lent to Ascott REIT. The notes which have been issued pursuant to the S\$1.0 billion Medium Term Note Programme are due between 2015 and 2018, with fixed interest rates ranging from 2.01% per annum to 4.30% per annum. As at the Latest Practicable Date, there has been no utilisation of the US\$2.0 billion Euro-Medium Term Note Programme.

As at 30 September 2013, the average cost of debt of Ascott REIT is 3.2% per annum. As at the Latest Practicable Date, approximately 71.8% of the borrowings of the Group are on fixed rate basis or have been hedged with interest rate caps.

The Group's borrowings are generally secured on the following:

- (a) mortgages on the serviced residences held by Ascott REIT's subsidiaries and the assignment of the rights, titles and interests with respect to the serviced residences;
- (b) assignment of rental proceeds of the serviced residences and insurance policies relating to the serviced residences;
- (c) a pledge of shares of certain subsidiaries; and
- (d) a corporate guarantee from Ascott REIT.

USE OF PROCEEDS

OFFER PROCEEDS AND USE OF PROCEEDS

The Rights Issue is intended to raise gross proceeds of approximately S\$253.7 million with the net proceeds of the Rights Issue, being the gross proceeds of the Rights Issue less the estimated amount of underwriting commission as well as the other fees and expenses (including professional fees and expenses) incurred in connection with the Rights Issue, estimated to be approximately S\$249.9 million.

For each dollar of the gross proceeds of approximately S\$253.7 million that will be raised from the Rights Issue, the Manager intends to allocate the proceeds from the Rights Issue in the following manner:

- (i) approximately 80.8 cents (equivalent to approximately S\$204.9 million) will be used to pay down Ascott REIT's debt;
- (ii) approximately 17.7 cents (equivalent to approximately S\$45.0 million) will be used to fund capital expenditure and asset enhancement initiatives, and for general corporate and working capital purposes;
- (iii) approximately 1.2 cents (equivalent to approximately S\$3.1 million) will be used to pay for the underwriting commission; and
- (iv) approximately 0.3 cents (equivalent to approximately S\$0.7 million) will be used to pay the estimated professional fees and expenses and other fees and expenses expected to be incurred in connection with the Rights Issue.

Notwithstanding its current intention, the Manager may, subject to relevant laws and regulations, use the gross proceeds from the Rights Issue at its absolute discretion for other purposes.

Pending the deployment of the net proceeds from the Rights Issue, 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.

Any increase in Ascott REIT's debt headroom, through a reduction of its borrowings, will enhance Ascott REIT's flexibility in pursuing potential acquisitions in an efficient manner and uplift its competitive positioning in the market through various asset enhancement plans.

Costs of the Rights Issue

Ascott REIT will have to bear the following costs and expenses in relation to the Rights Issue:

- (i) underwriting commission and related expenses of S\$3.1 million (excluding goods and service taxes payable) which the Manager will pay to the Joint Lead Managers and Underwriters upon completion of the Rights Issue; and
- (ii) professional and other fees and expenses of S\$0.7 million (excluding goods and service taxes payable) which is in connection with the Rights Issue.

ADDITIONAL DETAILS ON THE USE OF PROCEEDS

The following sets out additional details on the use of proceeds if such proceeds are used to (i) acquire or refinance the acquisition of an asset (other than in the ordinary course of business), (ii) acquire or refinance the acquisition of a business and (iii) discharge, reduce or retire the indebtedness of Ascott REIT.

Acquisition or Refinancing the Acquisition of an Asset other than in the Ordinary Course of Business

None of the proceeds from the Rights Issue will be used to acquire or refinance the acquisition of an asset other than in the ordinary course of business.

Financing or Refinancing the Acquisition of a Business

None of the proceeds from the Rights Issue will be used to finance or refinance the acquisition of a business.

Discharge, Reduction or Retirement of the Indebtedness of Ascott REIT

The actual indebtedness which would be reduced by the Manager out of the proceeds of the Rights Issue and the order of repayment of the facilities set out in the table below would depend on, among other things, the outcome of the Manager's negotiations with the relevant lenders, the prevailing economic environment and exchange rates at the relevant time as well as the requirements of Ascott REIT. Each such repayment would be announced by the Manager on SGXNET. The details of the indebtedness of Ascott REIT which the Manager may reduce in full or in part with the net proceeds from the Rights Issue (including the details of the maturity of such indebtedness and, in relation to indebtedness which Ascott REIT has incurred over the past 12 months, the uses to which the proceeds giving rise to such indebtedness were put) are set out in the table below.

Indebtedness which may be reduced	Usage	Amount	Maturity Date(s)
Multi-Currency Revolving Facilities			
Multi-currency revolving credit facility	General capital management, general corporate and working capital requirements and to part finance the Recent Acquisitions	Up to S\$147.4 million (denominated in Australian dollar, Euro, Japanese Yen, Pound Sterling and US dollar)	February 2014 ⁽¹⁾
Multi-currency revolving credit facility	To part finance the Recent Acquisitions	Up to S\$15.1 million (denominated in Pound Sterling)	June 2014
Multi-currency revolving credit facility	General capital management, general corporate and working capital requirements and to part finance the Recent Acquisitions	Up to S\$27.0 million (denominated in Pound Sterling)	February 2015

Indebtedness which may be reduced	Usage	Amount	Maturity Date(s)
Multi-currency revolving credit facility	General capital management, general corporate and working capital requirements and to part finance the Recent Acquisitions	Up to S\$29.1 million (denominated in Japanese Yen)	September 2016
Multi-currency revolving credit facility	To part finance the Recent Acquisitions	Up to S\$12.2 million (denominated in Pound Sterling)	September 2017
Term Loans			
Term loans	Not applicable ⁽²⁾	Up to S\$22.4 million (denominated in Euro)	September 2014
Term loans	Not applicable ⁽²⁾	Up to S\$18.2 million (denominated in Euro)	February 2015
Term loans	Not applicable ⁽²⁾	Up to S\$55.7 million (denominated in Euro and Pound Sterling)	September 2015
Approximately S\$204.9 million may be used to repay any of the above indebtedness			

Notes:

- (1) Ascott REIT has accepted a letter of offer to extend the maturity date of this facility to February 2021.
- (2) This indebtedness was not incurred over the past 12 months.

WORKING CAPITAL

The Manager is of the view that, in its reasonable opinion, after taking into consideration Ascott REIT's internal resources, its available loan facilities and the net proceeds of the Rights Issue, the working capital available to Ascott REIT, as at the date of lodgement of this Offer Information Statement, is sufficient to meet Ascott REIT's present obligations as and when they fall due.

COMMISSION

The following sets out details of the commission payable to the Joint Lead Managers and Underwriters.

Commission payable to the Joint Lead Managers and Underwriters

Pursuant to the Management and Underwriting Agreement, the Joint Lead Managers and Underwriters will be entitled to the following aggregate underwriting commission of 2.25% of the Issue Price multiplied by the total number of Rights Units less the number of Rights Units subscribed for by TAL pursuant to the TAL Pro Rata Undertaking.

OPERATING AND FINANCIAL REVIEW AND PROSPECTS

*This section should be read together with the selected financial data from the Financial Statements which are set out in **Appendix A**. Such selected financial data should be read together with the relevant notes to the Financial Statements, where applicable, which are available on the website of Ascott REIT at <http://www.ascottreit.com> and are also available for inspection during normal business hours at the registered office of the Manager at 8 Shenton Way, #13-01 AXA Tower, Singapore 068811, from the date of this Offer Information Statement up to and including the date falling six months after the date of this Offer Information Statement¹.*

Save for the Financial Statements which are deemed incorporated into this Offer Information Statement by reference, the information contained in the website of Ascott REIT does not constitute part of this Offer Information Statement.

OPERATING REVIEW

Statements of Total Return and Distribution Statements

Selected financial data from the FY2010 Audited Financial Statements, the FY2011 Audited Financial Statements, the FY2012 Audited Financial Statements and the 9M2013 Unaudited Financial Statements is set out in **Appendix A**. Financial data relating to (i) DPU, (ii) earnings per Unit and (iii) earnings per Unit after adjustment to reflect the Recent Acquisitions (as defined herein) and the issuance of the Rights Units, amongst others, are also set out in **Appendix A**.

Such selected financial data should be read together with the relevant notes to the Financial Statements where applicable.

Balance Sheets and Cash Flow Statements

Selected financial data from the FY2012 Audited Financial Statements and the 9M2013 Unaudited Financial Statements, including the line items in the consolidated balance sheets and cash flow statements of Ascott REIT, NAV per Unit, and NAV per Unit after any adjustment to reflect the issuance of the Rights Units is also set out in **Appendix A**.

Such selected financial data should be read together with the relevant notes to the Financial Statements.

Liquidity and Capital Resources

FY2012

The cash balance of Ascott REIT decreased by S\$20.3 million to S\$125.2 million during FY2012. The decrease was mainly due to S\$146.8 million of cash outflow due to financing activities and S\$6.5 million due to foreign exchange rate impact, which was offset by S\$125.2 million of cash generated from operating activities and S\$7.8 million of net cash inflow from investing activities.

The net cash outflow from financing activities was mainly due to distribution to Unitholders of S\$97.2 million and payment of borrowing costs of S\$46.8 million. The net cash inflow from investing activities was mainly due to proceeds from divestment of serviced residence properties of S\$374.3 million, offset by acquisitions of serviced residence properties and plant and equipment of S\$350.4 million and capital expenditure on serviced residence properties of S\$11.1 million.

¹ Prior appointment with the Manager will be appreciated.

9M2013

The cash balance of Ascott REIT decreased by S\$3.6 million to S\$121.6 million during 9M2013. The decrease was mainly due to S\$187.9 million of cash outflow due to investing activities, offset by S\$101.8 million of cash generated from operating activities, S\$81.9 million of cash inflow due to financing activities and S\$0.6 million due to foreign exchange impact.

The net cash outflow from investing activities was mainly due to the acquisition of three serviced residence properties and a portfolio of 11 rental housing properties of S\$159.0 million during the year and capital expenditure on serviced residence properties of S\$21.0 million. The net cash inflow from financing activities was mainly due to the net proceeds of S\$148.0 million from the placement of new units on 6 February 2013 and net increase in bank loans and medium term notes of S\$73.9 million, partially offset by distribution to Unitholders of S\$107.0 million and payment of borrowing costs of S\$29.6 million.

FINANCIAL REVIEW

The following sets out the management's discussion and analysis on significant factors, including any unusual or infrequent event or new development, which materially affected income available for distribution to Unitholders after tax, including significant components of revenue or expenditure relating to distribution to Unitholders after tax for the financial periods referred to below.

Management's Discussion and Analysis of Financial Condition and Results of Operations

FY2010

On 1 October 2010, Ascott REIT expanded beyond the Pan-Asian Region and entered the established hospitality markets of Europe by its acquisition of 26 properties located in France, United Kingdom, Germany, Belgium and Spain.

Gross revenue of S\$207.2 million for FY2010 had increased by S\$31.7 million or 18% as compared to the previous financial year ended 31 December 2009 ("**FY2009**"). The increase in revenue was mainly contributed by the acquisitions of 28 properties on 1 October 2010 and higher contribution from the remaining properties, offset by the decrease in revenue from the divestment of Ascott Beijing and Country Woods Jakarta. As a result of increased revenue, gross profit improved to S\$101.3 million from S\$84.6 million in FY2009.

Due to the acquisitions made in the fourth quarter of FY2010 and improvement in operating performance, Ascott REIT's DPU for FY2010 of 7.54 cents increased by 3% against FY2009. DPU for the quarter ended 31 December 2010 of 2.16 cents exceeded the forecast of 1.84 cents by 17%.

With the new acquisitions as well as the increase in valuation of the serviced residence properties, Ascott REIT's total assets grew to S\$2.8 billion as at 31 December 2010, as compared with S\$1.7 billion as at 31 December 2009.

FY2011

Gross revenue for FY2011 of S\$288.7 million was higher than the gross revenue for FY2010 by S\$81.5 million or 39%. This was mainly due to the full year contribution from the 28 serviced residence properties acquired on 1 October 2010. Gross profit for FY2011 was also a record high of S\$157.5 million, a 55% increase over the gross profit for FY2010.

DPU for FY2011 was 8.53 cents, 13% higher than FY2010 and 10% higher than the full year forecast of 7.74 cents. As at 31 December 2011, the total assets of Ascott REIT was S\$3.0 billion, an increase of 7% against 31 December 2010 mainly due to revaluation gains from serviced residence properties and the acquisition of Citadines Shinjuku Tokyo in December 2011.

FY2012

Gross revenue for FY2012 of S\$303.8 million was higher than the gross revenue for FY2011 by S\$15.1 million or 5%. This was mainly contributed by the acquisitions of Citadines Karasuma-Gojo Kyoto, Ascott Raffles Place Singapore, Ascott Guangzhou and Madison Hamburg, partially offset by the decrease in revenue from the divestment of Somerset Gordon Heights Melbourne and Somerset Grand Cairnhill Singapore. In line with the increase in revenue, gross profit increased by 1% to S\$159.1 million. Bolstered by a quality portfolio, as well as proactive acquisition, asset management and enhancement strategies, DPU for FY2012 grew by 3% to 8.76 cents.

9M2013

Gross revenue for 9M2013 was S\$232.7 million, an increase of 2% compared with the same period in 2012. This was mainly due to the full year effect of the acquisitions made in FY2012 and the acquisitions of 14 properties on 28 June 2013, partially offset by decrease in revenue from the divestments made in FY2012. Despite higher revenue, gross profit decreased by 1% due to higher staff costs and higher depreciation expense arising from the completed refurbishment of properties. DPU for 9M2013 increased to 7.07 cents, an improvement of 5% period-on-period.

Working Capital

Ascott REIT's internal resources and its available loan facilities have been sufficient for its working capital requirements for FY2010, FY2011, FY2012 and 9M2013.

BUSINESS PROSPECTS AND TREND INFORMATION

Business and Financial Prospects of Ascott REIT

Global economic recovery continues to remain slow and uncertain. Notwithstanding the foregoing, the Manager believes that Ascott REIT's extended-stay business model, geographical diversification and resilience through a stable income base have and will continue to mitigate such impact.

The Rights Issue will enhance Ascott REIT's financial flexibility and increase its debt headroom by lowering its Aggregate Leverage¹ of 41.1% as at 30 September 2013 to about 34.3% upon its completion and repayment of certain borrowings. This will also improve Ascott REIT's percentage of non-current loans to total borrowings to about 90% and further extend the average duration of debt to about 3.7 years. The more robust balance sheet and improved credit profile will enable Ascott REIT to negotiate and secure debt facilities at potentially more competitive terms. The Manager believes that the reduction in the Aggregate Leverage would place Ascott REIT in a stronger position with greater financial flexibility to capitalise on acquisition opportunities and uplift its competitive positioning in the market through various asset enhancement plans.

1 "Aggregate Leverage" means the ratio of the value of total borrowings and deferred payments (if any) to the value of all the assets of Ascott REIT for the time being held or deemed to be held upon the trusts of the Trust Deed (the "Deposited Property").

To optimise returns to Unitholders, the Manager has adopted a multi-pronged strategy through unlocking value of assets which have reached their optimal stage of life cycle, continuous proactive efforts to enhance the real estate value of assets and deploying capital efficiently to acquire good quality assets through seizing market opportunities from both TAL and third parties. With about 62% of Ascott REIT's asset value in Asia and the remaining 38% in Europe, Ascott REIT's geographical diversity has ensured greater stability of the portfolio across different economic cycles. The Manager continues to remain committed in diversifying the portfolio and seek to pursue acquisition opportunities across different geography and that are yield accretive.

Significant trends and conditions of the market

According to the *2013 Hotel Investment Outlook* by Jones Lang Lasalle¹, hotel operating fundamentals are expected to remain strong, and REVPAU² growth would still remain strong in gateway cities of the world and resource-rich countries. Most significant growth in demand and rates would be evident in cities most visited by global travellers and those seeing a rise in the affluent middle class. Ascott REIT's Properties are sited in key global cities and are consistent with the locale where strong growth is purportedly expected. The Manager continues to pursue acquisition opportunities of good quality assets in these global key gateway cities, on the back of strong operating fundamentals and active investment market. The Group's operating performance for the financial year ending 31 December 2013 is expected to remain profitable.

(See the section entitled "Risk Factors" for a discussion of certain factors to be considered in connection with an investment in the Rights Units and the Rights Entitlements.)

1 2013 Hotel Investment Outlook, Jones Lang Lasalle (URL: http://www.joneslanglasalle.com.sg/ResearchLevel1/JLL_Hotel_Investment_Outlook_2013_1.pdf). Jones Lang Lasalle has not provided its consent, for purposes of Section 249 of the SFA (read with Section 305B(4) of the SFA and regulation 36(3) of the Securities and Futures (Offers of Investments) (Collective Investment Schemes) Regulations 2005 (G.N. No. S602/2005)), to the inclusion of the information extracted from the relevant report published by it and therefore is not liable for such information under Sections 253 and 254 of the SFA (both read with Section 305B(4) of the SFA and regulation 36(3) of the Securities and Futures (Offers of Investments) (Collective Investment Schemes) Regulations 2005 (G.N. No. S602/2005)). While the Manager has taken reasonable actions to ensure that the information from the relevant report published by Jones Lang Lasalle is reproduced in its proper form and context, and that the information is extracted accurately and fairly from such report, none of the Manager, the Joint Lead Managers and Underwriters or any other party has conducted an independent review of the information contained in such report or verified the accuracy of the contents of the relevant information.

2 "REVPAU" refers to revenue per available unit in the Properties.

RISK FACTORS

The risks described below should be carefully considered before making an investment decision in relation to the Rights Entitlements, the Rights Units or the Units. The risks described below are not the only ones relevant to Ascott REIT, the Manager, the Trustee, the Rights Entitlements, the Rights Units or the Units. These risk factors are not intended to be exhaustive and, in particular, are not intended to repeat the risk factors set out in the prospectus dated 6 March 2006 in connection with the listing of Ascott REIT on the SGX-ST (the “Prospectus”), the offer information statement dated 19 September 2006 (the “2006 Offer Information Statement”), the offer information statement dated 12 March 2007 (the “2007 Offer Information Statement”) and the offer information statement dated 13 September 2010 (the “2010 Offer Information Statement”), certain of which may continue to be applicable to Ascott REIT. Details of some of the risk factors relating to the portfolio of properties currently held by Ascott REIT (“Existing Portfolio”) which continue to be applicable to Ascott REIT can be found in the Prospectus. Additional risks not described below or not presently known to the Manager and/or the Trustee or that it/they currently deem(s) immaterial may also impair the business operations of Ascott REIT. The business, financial condition or results of operations of Ascott REIT could be materially and adversely affected by any of these risks.

RISKS ASSOCIATED WITH THE GROUP’S BUSINESS

Ascott REIT’s prospects may be adversely affected by natural disasters and the occurrence of epidemics.

Natural disasters and epidemics that are beyond Ascott REIT’s control may adversely affect the economy, infrastructure and livelihood of the people in those countries or regions. Some countries or regions where Ascott REIT operates face threats of floods, earthquakes, sandstorms, snowstorms, fires and droughts, and epidemics such as Severe Acute Respiratory Syndrome (SARS), H5N1 avian flu or swine flu (Influenza A (H1N1)). An outbreak of Influenza A (H1N1) virus, SARS, H5N1 avian flu or a similar epidemic, or the measures taken by the governments of affected countries against such an outbreak, could severely disrupt Ascott REIT’s business operations and undermine investor confidence, thereby materially and adversely affecting its financial condition or results of operations.

Ascott REIT’s business may be harmed by changes in general economic and business conditions resulting from an increase in worldwide terrorism and political instability.

Ascott REIT operates in various countries around the world and is exposed to the risks of political unrest, war, acts of terrorism and other instability which can result in disruption to its business or the business of its customers and seizure of or damage to assets. The consequences of any of these terrorist attacks or armed conflicts are unpredictable, and the Group may not be able to foresee events that could have an adverse effect on its businesses, financial condition, results of operations and prospects.

Ascott REIT may be adversely affected by economic and real estate market conditions, as well as changes in regulatory, fiscal and other governmental policies in which the assets of Ascott REIT are located.

Ascott REIT depends, to a large extent, on the performance of the local, regional and/or global economy in which its assets are located.

An economic decline in the countries in which the assets of Ascott REIT are located could adversely affect Ascott REIT's operations, results and future growth. These events could adversely affect Ascott REIT insofar as they result in:

- a negative impact on the ability of the tenants/lessees to pay their rents in a timely manner or continue their leases, thus reducing Ascott REIT's cash flow;
- an increase in counterparty risk; and/or
- an increased likelihood that one or more of (i) Ascott REIT's banking syndicates (if any), (ii) banks or insurers, as the case may be, providing bankers' guarantees or performance bonds for the rental deposits or other types of deposits relating to or in connection with the Properties or Ascott REIT's operations or (iii) Ascott REIT's insurers, may be unable to honour their commitments to Ascott REIT.

Investment in real estate and real estate-related assets in other countries will expose Ascott REIT to additional local real estate market conditions. Other real estate market conditions which may adversely affect the performance of Ascott REIT include the attractiveness of competing real estate and real estate-related assets or an oversupply or reduced demand for such real estate-related assets.

Further, Ascott REIT is subject to foreign real estate laws, regulations and policies as a result of its property investments in foreign countries. Measures and policies adopted by the relevant foreign governments and regulatory authorities at national, provincial or local levels, such as government control over property investments or foreign exchange regulations, might negatively impact Ascott REIT's properties in foreign countries.

In addition, the income and gains derived from its investment in real estate and real estate-related assets will be subject to various types of taxes in the countries where the assets are located, including income tax, withholding tax, capital gains tax and any other taxes that may be imposed specifically for ownership of real estate. All of these taxes, which are subject to changes in laws and regulations that may lead to an increase in tax rates or the introduction of new taxes, could adversely affect and erode the returns from these real estate and real estate-related assets and hence affect the distribution to Unitholders. There is also no assurance that Ascott REIT will be able to repatriate to Singapore the income and gains derived from investment in real estate and real estate-related assets outside Singapore on a timely and regular basis. Any inability to repatriate the income and gains to Singapore will affect Ascott REIT's ability to make distributions to Unitholders out of such income and gains.

The Group will be subject to the operating risks inherent in the serviced residence and rental housing industry.

Ascott REIT directly or indirectly owns the Properties. As a result, the Group will be subject to the operating risks inherent in the serviced residence and rental housing industry which may adversely affect the results of operations of the Group. These include:

- cyclical downturns arising from changes in general and local economic conditions;
- decreases in the amount of longer term business travel and corporate executives requiring mid-term to long-term accommodation;
- periodic local oversupply of serviced residences and/or rental housing properties;
- the recurring need for renovation, refurbishment and improvement of serviced residences and rental housing properties;

- changes in wages, prices, energy costs and construction and maintenance costs that may result from inflation, government regulations, changes in interest rates or currency fluctuations;
- availability of financing for operating or capital requirements;
- increases in operating costs due to inflation which may not necessarily be offset by corresponding increases in average daily rates (which refers to the income from the rental or licensing of apartment units under the Group's portfolio divided by the number of paid occupied nights during the applicable period); and
- other factors, including acts of terrorism, natural disasters, extreme weather conditions, labour shortages and work stoppages or disputes.

The Group operates in an industry which may become intensely competitive, which may have a material adverse effect on its business.

The serviced residence and rental housing industry is competitive and may become increasingly so. Each of the Properties is located in an area that includes serviced residences and/or other types of accommodation such as hotels and guest houses owned and/or operated by third parties. The Group competes locally and regionally with existing serviced residences or rental housing properties and serviced residences or rental housing properties that may be developed in the future. An increase in the number of competitive serviced residences or rental housing properties in a particular area could have a material adverse effect on the occupancy rates and contribution to revenue generated by each of the Properties.

The Group may be adversely affected by the illiquidity of real estate investments.

Real estate investments are generally illiquid, limiting the ability of an owner or a developer to convert property assets into cash on short notice with the result that property assets may be required to be sold at a discount in order to ensure a quick sale. Such illiquidity also limits the ability of the Manager to manage the Group's portfolio in response to changes in economic or other conditions. This could have an adverse effect on the Group's financial condition and results of operations, with a consequential adverse effect on the Group's ability to make expected returns. Moreover, the Group may face difficulties in securing timely and commercially favourable financing in asset-based lending transactions secured by real estate due to its illiquidity.

The Group may experience limited availability of funds.

The Group may require additional financing to fund working capital requirements, to support the future growth of its business and/or to refinance existing debt obligations. There can be no assurance that additional financing, either on a short-term or a long-term basis, will be made available or, if available, that such financing will be obtained on terms favourable to the Group. Factors that could affect the Group's ability to procure financing include the cyclical nature of the property market and market disruption risks which could adversely affect the liquidity, interest rates and the availability of funding sources. Recently, the U.S. Federal Reserve Chairman has announced plans to gradually phase out its "quantitative easing" policy in the short to medium term, subject to improving economic conditions in the United States. The primary goal of the "quantitative easing" policy was to maintain downward pressure on longer-term interest rates, support mortgage markets, and help to make broader financial conditions more accommodative in the United States. On that account, should the "quantitative easing" programme decelerate or conclude, longer-term interest rates may rise accordingly. Higher interest rates may make it more expensive and difficult to secure financing.

Ascott REIT faces risks associated with debt financing.

Ascott REIT is subject to risks associated with debt financing, including the risk that its cash flow will be insufficient to meet the required payments of principal and interest under such financing, and therefore to make distributions to Unitholders.

Ascott REIT may be required to repay maturing debt with funds from additional debt or equity financing or both. There is no assurance that such financing will be available on acceptable terms or at all. If principal amounts due for repayment at maturity cannot be refinanced, extended or paid with proceeds of other capital transactions, such as new equity capital, Ascott REIT will not be able to pay distributions at expected levels to Unitholders or to repay all maturing debt.

Ascott REIT will also be subject to the risk that it may not be able to refinance its existing and/or future borrowings or that the terms of such refinancing will not be as favourable as the terms of its existing borrowings. In addition, Ascott REIT may be subject to certain covenants in connection with any future borrowings that may limit or otherwise adversely affect its operations and Ascott REIT's ability to make payments to Unitholders. Such covenants may also restrict Ascott REIT's ability to acquire properties or undertake other capital expenditure or may require it to set aside funds for maintenance or repayment of security deposits. Furthermore, if prevailing interest rates or other factors at the time of refinancing (such as the possible reluctance of lenders to make real estate loans) result in higher interest rates upon refinancing, the interest expense relating to such refinanced indebtedness would increase.

The Group is subject to interest rate fluctuations.

As at 30 September 2013, the Group's proportionate debt amounted to approximately S\$1,333.4 million, of which approximately 28.4% is on a floating rate basis and the remaining is hedged with interest rate caps, interest rate swaps or on a fixed rate basis. There is no certainty that interest rates will not move against Ascott REIT. Consequently, the interest cost to the Group for the floating interest rate debt will be subject to the risks of interest rate fluctuations.

As part of its active capital management strategies, the Group has entered into some hedging transactions to partially mitigate the risk of such interest rate fluctuations. However, its hedging policy may not adequately cover the Group's exposure to interest rate fluctuations. As a result, its operations and/or financial condition could potentially be adversely affected by interest rate fluctuations.

The Group may be involved in legal and/or other proceedings arising from its operations from time to time.

The Group may be involved from time to time in disputes with various parties involved in the development, operation, renovation and lease of the Properties such as contractors, subcontractors, suppliers, construction companies, purchasers and tenants. These disputes may lead to legal or other proceedings, and may cause the Group to incur additional costs and delays. In addition, the Group may have disagreements with regulatory bodies in the course of its operations, which may subject it to administrative proceedings and unfavourable orders, directives or decrees that would result in financial losses and cause delay to the renovation or completion of its projects.

The Manager is a wholly-owned subsidiary of TAL. There may be potential conflicts of interest between Ascott REIT, the Manager and TAL.

TAL, its subsidiaries, related corporations and associates are engaged in the investment in, and the development and operation of, among other things, real estate and real estate related assets which are used, or predominantly used, as serviced residences and rental housing properties in

Singapore and elsewhere. As at the Latest Practicable Date, TAL has an aggregate interest (direct and deemed) of approximately 45.32% of the total number of Units in issue and holds a 100.0% interest in the Manager.

TAL may exercise influence over the activities of the Group through the Manager. As a result, the strategy and activities of the Group may be influenced by the overall interests of TAL. Moreover, TAL may in the future sponsor, manage or invest in other real estate investment trusts or other vehicles which may also compete directly with the Group. There can be no assurance that conflicts of interest will not arise between the Group and TAL in the future, or that the Group's interests will not be subordinated to those of TAL whether in relation to the future acquisition of additional properties, acquisitions of property-related investments or competition for guests, in Singapore and elsewhere.

There is no assurance that the Group will be able to leverage on TAL's experience in the operation of serviced residences and rental housing properties.

In the event (a) that TAL decides to transfer or dispose of its Units and ceases to be a Controlling Unitholder¹ of Ascott REIT, or (b) of the expiry, and non-renewal, of the SR Management Agreements (as defined herein) or the asset management agreements in relation to the Properties, the Group may no longer be able to leverage on TAL's experience in the ownership and operation of serviced residences and rental housing properties, financial strength, market reach and network of contacts in the serviced residence sector to further its growth. Ascott REIT may, in addition, not be able to benefit from the range of corporate services which are available to owners of properties managed by TAL and its subsidiaries. This could have a material and adverse impact on the Group's results of operations and financial condition.

Ascott REIT operates substantially through Property Companies and its ability to make payments to Unitholders is dependent on the financial position of the Property Companies.

Ascott REIT operates substantially through companies incorporated to hold the Properties ("**Property Companies**") and relies on payments and other distributions from these Property Companies for its income and cash flows. In addition, save for the Properties in Singapore, all of the assets of Ascott REIT consist of shareholdings in holding companies of the Property Companies ("**Property Holding Companies**") and Somerset FG Pte. Ltd.

In order to make payments to Unitholders, the Trustee will rely on the receipt by Ascott REIT of dividends from these Property Companies to the Property Holding Companies. The ability of the Property Companies to make such payments may be restricted by, among other things, the Property Companies' respective businesses and financial positions, the availability of distributable profits, applicable laws and regulations (which may restrict the payment of dividends by the Property Companies) or the terms of agreements to which they are, or may become, a party to.

There can be no assurance that the Property Companies will have sufficient distributable or realised profits or surplus in any future period to pay dividends or make advances to Ascott REIT. The level of profit or surplus of each Property Company available for distribution by way of dividends to Ascott REIT may be affected by a number of factors, including:

- operating losses incurred by the Property Companies in any financial year;

1 "**Controlling Unitholder**" means a person who (i) holds directly or indirectly, 15.0% or more of the nominal amount of Units; or (ii) in fact exercises control over Ascott REIT, as defined in the Listing Manual.

- losses arising from a revaluation of any of the Properties following any diminution in value of any of the relevant Properties. Such losses may become realised losses which would adversely affect the level of realised profits from which the relevant Property Company may make distributions to Ascott REIT;
- accounting standards that require profits generated from investment properties to be net of depreciation;
- charges before such profits are distributed to Ascott REIT;
- changes in accounting standards, taxation regulations, corporation laws and regulations relating hereto; and
- insufficient cash flows received by the Property Companies from the Properties.

The occurrence of these or other factors that affect the ability of the Property Companies to pay dividends or other distributions to Ascott REIT would adversely affect the ability of the Trustee to make payments to the Unitholders.

There is no assurance that the other joint venture partners of the Property Companies, which are not wholly-owned, directly or indirectly, or the holding company of the Property Companies will co-operate on matters concerning these companies or honour all their obligations under these joint ventures.

Several of the Property Companies are not wholly-owned, directly or indirectly, by the Trustee, as trustee of Ascott REIT. Accordingly, the Trustee does not have an unfettered discretion to deal with these Properties through the Property Companies as if these Properties are entirely, directly or indirectly, owned by it.

Under the relevant shareholders' agreements or joint venture agreements (as the case may be) relating to the abovementioned Properties, certain matters such as making amendments to the joint venture agreements, changing the business or equity capital structure of the Property Companies, issuing of securities by the Property Companies, use of funds, capital borrowings and other credit activities and appointment of key personnel, may require a unanimous or a majority shareholders' approval of the relevant Property Companies being obtained.

As Ascott REIT does not own the entire interests in these Property Companies, there is no assurance that such unanimous/majority approval from the shareholders of the Property Companies can be obtained. The other shareholders of these Property Companies may vote against such resolutions and hence prevent such resolutions from being passed. If such resolutions are not passed, certain matters relating to the Properties, such as those relating to the operation of the Properties and the level of dividends to be declared by the Property Companies, may not be carried out and this may adversely affect Ascott REIT's financial condition and results of operations.

In addition, if the other joint venture partners of the Property Companies or the holding company of the Property Companies are obliged to contribute additional capital or funds to the Property Companies, but lack financial resources at the relevant time to meet these obligations, necessary capital or funds required for development or operations may be delayed or cancelled. This adds to the uncertainty of such collaborations and may adversely affect Ascott REIT's financial condition and results of operations.

The Manager may not be able to implement its investment strategy for Ascott REIT or may change Ascott REIT's investment strategy.

There can be no assurance that the Manager will be able to continue to implement its principal investment strategy successfully or that it will be able to expand Ascott REIT's portfolio any further, or at any specified rate or to any specified size. The Manager may not be able to make investments or acquisitions on favourable terms or within a desired time frame. Ascott REIT will be relying on external sources of funding to expand its portfolio, which may not be available on terms favourable to Ascott REIT. Even if Ascott REIT were able to successfully make additional property investments, there can be no assurance that Ascott REIT will achieve its intended return on such investments. Since the amount of debt that Ascott REIT can incur to finance acquisitions is limited by Appendix 6 of the Code of Collective Investment Schemes issued by the Authority (the "**Property Funds Appendix**"), such acquisitions will largely be dependent on Ascott REIT's ability to raise equity capital. Potential vendors may also view the prolonged time frame and lack of certainty generally associated with the raising of equity capital to fund any such purchase negatively and may prefer other potential purchasers.

Furthermore, there may be significant competition for attractive investment opportunities from other real estate investors, including serviced residence development companies, private investment funds and other real estate investment funds whose investment policy is also to invest in commercial properties. There can be no assurance that Ascott REIT will be able to compete effectively against such entities.

Ascott REIT's policies with respect to certain activities including investments and acquisitions will be determined by the Manager. While the Manager has stated its principal investment strategy, the Trust Deed gives the Manager wide powers of investing in other types of assets, including any real estate, real estate-related assets as well as listed and unlisted securities in Singapore and other jurisdictions. There are risks and uncertainties with respect to the selection of investments and with respect to the investments themselves.

There is no assurance that the current rating given in respect of Ascott REIT by Moody's will be maintained or that the rating will not be reviewed, downgraded, suspended or withdrawn in the future.

Moody's has assigned a "Baa3" corporate family rating in respect of Ascott REIT with a stable outlook. The rating assigned by Moody's is based on the views of Moody's only. Future events could have a negative impact on the rating in respect of Ascott REIT and prospective investors should be aware that there is no assurance that the rating assigned will be maintained or that the rating would not be reviewed, downgraded, suspended or withdrawn as a result of future events or judgement on the part of Moody's.

A downgrade of the rating may lead to the Trustee being unable to obtain future credit on terms which are as favourable as those of its existing borrowings, resulting in loans at higher interest rates.

The Group depends on certain key personnel, and the loss of any key personnel may adversely affect its operations.

The Group's operations depend, in part, upon the continued service and performance of members of the Manager's senior management team and certain key senior personnel. These key personnel may in future leave the Manager and compete with the Manager and the Group. The loss of any of these individuals, or of one or more of the Manager's other key employees could have a material adverse effect on the Group's financial condition and results of operations.

Fluctuations in exchange rates may adversely affect the Group's reported financial results.

The Group's current portfolio of Properties is located across seven countries in the Pan-Asian Region, namely Singapore, Australia, China, Indonesia, Japan, the Philippines and Vietnam, and five countries in Europe, namely France, United Kingdom, Belgium, Germany and Spain. Accordingly, because of the geographic diversity of the Group's portfolio of Properties, the Group receives income in the local currencies where its Properties are located at the then applicable exchange rates. As a result, the Group is exposed to fluctuations in foreign currency exchange rates against the Singapore dollar. Such fluctuations can cause fluctuations in the Group's results of operations and could have a material adverse effect on the Group's reported financial results. A weakening of foreign currencies against the Singapore dollar may also result in an increase in Ascott REIT's Aggregate Leverage due to the reduction in asset value as a result of the weaker currency and a corresponding decline in the Group's NAV.

Ascott REIT may engage in hedging transactions. Such hedging transactions may not be effective and can limit gains and increase exposure to losses. These hedging transactions could fail to protect, or could even adversely affect, Ascott REIT.

Ascott REIT has entered into some hedging transactions to partially mitigate the risk of interest rate and exchange rate fluctuations, but there can be no assurance as to the extent or efficacy of any such hedging arrangements. Hedging activities may not have the desired beneficial impact on Ascott REIT's business, financial condition, results of operations and prospects. Hedging involves risks and typically involves costs, including transaction costs, which may reduce overall returns. The Manager will regularly monitor the feasibility of engaging in such hedging transactions while taking into account the cost of such transactions. These costs will increase as the period covered by the hedging increases and during periods of rising and volatile interest rates and/or foreign exchange rates.

Ascott REIT may be unable to comply with the terms and conditions of tax rulings and tax exemptions obtained, or such tax rulings or tax exemptions may be revoked or amended.

Ascott REIT has obtained various tax rulings and tax exemptions from the Inland Revenue Authority of Singapore (the "IRAS") and the Singapore Ministry of Finance (the "MOF"), including the tax transparency ruling and exemptions on foreign sourced income received in Singapore in respect of its overseas Properties. These tax rulings and tax exemptions are subject to stipulated terms and conditions based on the facts presented to the IRAS and the MOF at the time of such applications and include the requirement that Ascott REIT distribute at least 90% of its taxable income. There can be no assurance that Ascott REIT will be able to comply with these terms and conditions on an on-going basis or ensure that the facts presented to the IRAS or the MOF do not change over time. There can also be no assurance that the IRAS or the MOF will not review, amend or revoke the tax rulings and the tax exemptions, either in whole or in part, either arising from a change in the tax laws or their interpretations or a change in policy. Non-compliance with the terms and conditions imposed on Ascott REIT by the IRAS and the MOF may affect Ascott REIT's tax transparent status, its ability to distribute its taxable income free of tax deduction at source and may also cause Ascott REIT to pay income tax on its taxable income which may result in Ascott REIT facing liquidity constraints.

The Singapore Minister for Finance announced in the 2010 Budget that a sunset clause of 31 March 2015 has been imposed for the foreign-sourced income exemption for listed REITs and wholly-owned Singapore subsidiary companies of listed REITs. This sunset clause means that the income tax exemption granted or to be granted under Section 13(2) of the Income Tax Act to listed REITs or wholly-owned Singapore subsidiary companies of listed REITs will only apply to qualifying foreign-sourced income that is received in Singapore on or before 31 March 2015.

Unless the tax exemption is subsequently extended, the foreign-sourced income received in Singapore by Ascott REIT after 31 March 2015 may be subject to Singapore income tax at the prevailing corporate rate of tax, currently 17.0%.

Ascott REIT does not own the trademarks used by the Properties.

Ascott REIT's operation of certain Properties relies on certain trademarks, including "Ascott", "Somerset" and "Citadines", in each case with the associated logos and other relevant trademarks.

Ascott International Management (2001) Pte Ltd ("**AIM**"), a wholly-owned subsidiary of TAL, has registered the "Ascott" and "Somerset" trademarks under the laws of each jurisdiction where the applicable Properties are located. Pursuant to a licence agreement dated 6 March 2006 entered into by and between the Trustee and AIM, Ascott REIT has been granted a non-exclusive right to use and sub-licence to subsidiaries of Ascott REIT in connection with the business of Ascott REIT, the trademarks "Ascott", "Somerset" and associated logos as well as other trademarks owned by AIM and/or which AIM has the right and authority to licence as may be further agreed, in consideration of Ascott REIT paying a one-time nominal fee. The licence granted by AIM to Ascott REIT may be terminated in the event, inter alia, that the Manager ceases to be the manager of Ascott REIT or upon material breach of any of the provisions of the licence agreement.

In connection with the Properties in respect of which the "Citadines" trademarks are used, the relevant owners of such Properties have entered into licence agreements with Citadines SA (which owns the "Citadines" trademarks and/or their sub-licencees) for use of the "Citadines" trademarks and the associated logos.

Loss of the right to use the trademarks "Ascott", "Somerset" or "Citadines" or, in each case, the associated logos, and other relevant trademarks, may have a material adverse effect on Ascott REIT's reputation, goodwill, business, prospects and results of operations.

RISKS ASSOCIATED WITH THE PROPERTIES

Ascott REIT is exposed to risks associated with changes in applicable tax laws, changes in the application of treaty benefits under relevant double taxation agreements and tax treaties and cessation of preferential tax benefits for its Properties.

The income and gains derived by Ascott REIT, directly or indirectly, from its Properties may be exposed to various types of taxes in Singapore, Australia, China, Indonesia, Japan, the Philippines, Vietnam and various countries in Europe. These include, but are not limited to, income tax, withholding tax, capital gains tax and other taxes specifically imposed for the ownership of such assets, and the level of taxation in each of these countries is subject to changes in laws and regulations and such changes, if any, may lead to an increase in tax rates or the introduction of new taxes. All of these factors may adversely affect the level of distributions payable to Unitholders.

In addition, the application of treaty benefits under relevant double taxation agreements and tax treaties, such as the application of reduced withholding tax rates or preferential tax rates on interest and/or dividend income received by the relevant subsidiaries of Ascott REIT, may be subject to certain conditions. There can be no assurance that the relevant subsidiaries of Ascott REIT will, on an on-going basis, be able to meet the requisite conditions to benefit from the reduced withholding tax rates or preferential tax rates provided under such double taxation agreements or tax treaties. Where the reduced withholding tax rates or preferential tax rates are not applicable, this would reduce Ascott REIT's income, which may in turn adversely affect the amount available for distribution to Unitholders.

The proportionate distributions received by Ascott REIT from Somerset Chancellor Court, Somerset Ho Chi Minh City and Somerset Grand Hanoi will be diluted in the future.

Somerset Chancellor Court is owned by Saigon Office and Serviced Apartment Company Limited, a 67.0% subsidiary of East Australia Trading Company (S) Pte Ltd (“**EATC(S)**”). Somerset Ho Chi Minh City is owned by Mekong-Hacota Joint Venture Company Limited (“**Mekong-Hacota**”), a 69.0% subsidiary of Ascott Residences Pte Ltd (“**Ascott Residences**”). Somerset Grand Hanoi is owned by Hanoi Tower Center Company Limited, a 76.0% subsidiary of Burton Engineering Pte Ltd (“**Burton Engineering**”). EATC(S), Ascott Residences and Burton Engineering (together, the “**Vietnam Property Holding Companies**”) are wholly-owned by the Trustee, as trustee of Ascott REIT. The remaining shareholding interests in Saigon Office and Serviced Apartment Company Limited, Mekong-Hacota and Hanoi Tower Center Company Limited (together, the “**Vietnam Property Companies**”) are owned by unrelated third parties. Ascott REIT’s interests in the Vietnam Property Companies are held under the terms of a joint venture arrangement (each, a “**Vietnam Properties JVA**”) with each of these unrelated third parties.

Under the terms of the Vietnam Properties JVAs, the net profits of each of the Vietnam Property Companies, after the fulfilment of certain statutory financial obligations and the payment of other amounts due, are to be distributed to the shareholders of Vietnam Property Companies in certain proportions during different periods in accordance with the terms of the relevant Vietnam Properties JVA and/or the applicable investment licence under which the Vietnam Property Companies operate.

In relation to EATC(S), Ascott REIT is entitled to 67.0% of the distributed profits during the period for which loan capital injected by Ascott REIT and interest is outstanding. Ascott REIT’s entitlement to the distributed profits will decrease to 60.0% following the repayment of loan capital and interest and further decrease to 40.0% from the 31st to 48th year from the date of issuance of the investment licence. In relation to Ascott Residences, Ascott REIT owns 69.0% of the legal capital in Mekong-Hacota. From the 19th year of the date of issuance of the investment licence, the unrelated joint venture partner in Mekong-Hacota has a right to acquire approximately 0.9% of the legal capital in Mekong-Hacota every year until it owns 43.0% of the legal capital in Mekong-Hacota (in the 32nd year), whereupon the legal capital of Mekong-Hacota owned by Ascott Residences will decrease to 57.0%. Consequently, the distributed profits that Ascott REIT is entitled to receive will decrease from the 19th year to the 32nd year. In relation to Burton Engineering, Ascott REIT is entitled to 76.0% of the distributed profits in the first 25 years after fulfilling all financial obligations to the Government of Vietnam and other obligations. From the 26th to 35th year, Ascott REIT is entitled to 70.0% of the distributed profits. From the 36th to the 45th year, Ascott REIT is entitled to 50.0% of the distributed profits.

The decreasing proportion of distributed profits that each of the Vietnam Property Holding Companies is entitled to for the duration of the relevant Vietnam Properties JVAs will adversely affect Ascott REIT’s financial condition and results of operations.

Where Ascott REIT only owns a portion of the strata lots of a subdivided development with common property, there is no assurance that the other subsidiary proprietors of such subdivided development will co-operate with Ascott REIT on matters concerning the common property of this subdivided development.

Ascott REIT owns, and may acquire, a portion (and not all) of the strata lots of a subdivided development with common property. All the subsidiary proprietors of such subdivided development, who constitute the management corporation of the subdivided development, jointly own the common property in the subdivided development as tenants-in-common in proportion to the share values attributable to their respective strata lots. If Ascott REIT does not own all of the total share value of strata lots comprising the subdivided development, it cannot deal with the common property in the subdivided development as if the subdivided development is entirely

owned by it. The other subsidiary proprietors of such subdivided development may vote against resolutions concerning the common property of such Properties and hence prevent such resolutions from being passed. If such resolutions are not passed, enhancement works involving the common property of the subdivided development cannot be carried out by the management corporation of the subdivided development. This may affect the ability of the subdivided development to attract guests which may adversely affect the operating results of Ascott REIT.

The President of the Republic of Singapore may, as head lessor, re-enter the Singapore Properties upon breach of terms and conditions of the State lease.

Citadines Mount Sophia Property Singapore is held under a registered State lease, with the President of the Republic of Singapore as head lessor. The Somerset Liang Court Property was leased under the registered State lease to the Urban Redevelopment Authority, which was subsequently sub-leased to Ascott REIT. The State lease contains terms and conditions commonly found in State leases in Singapore, including the lessor's right to re-enter the Singapore Properties and terminate the lease (without compensation) in the event the lessee fails to observe or perform the terms and conditions of the lease.

The future market value of the Properties may differ from the valuations determined by independent valuers.

Property valuations generally include a subjective evaluation of certain factors relating to the relevant properties, such as their relative market positions, their financial and competitive strengths and their physical conditions.

A valuer's determination of the appraised value of any property does not guarantee a sale of such property at its appraised value at present or in the future. The price at which Ascott REIT may sell any of the new properties acquired in the future may be lower than the price paid for that property.

In addition, there can be no assurance that there will be no downward revaluation of the Properties in the future. In addition, Ascott REIT is required to measure investment properties at fair value at each balance sheet date and any change in the fair value of the investment properties is recognised in the statements of total return. The changes in fair value may have an adverse effect on Ascott REIT's financial results as revaluation losses will be charged to Ascott REIT's statements of total return in the financial years where there is a significant decrease in the valuation of any of the Properties. A downward revaluation of any of these properties may also result in an increase in Ascott REIT's Aggregate Leverage.

The Group may suffer material losses in excess of insurance proceeds.

The Group maintains insurance policies for the Properties in line with general market practices and legal requirements. However, the Properties could suffer physical damage caused by fire or other causes or the Group may suffer public liability claims, all of which may result in losses (including loss of rent) that may not be fully compensated by insurance proceeds. In addition, certain types of risks (such as war risk, terrorist acts and losses caused by the outbreak of contagious diseases) may be uninsurable or the cost of insurance may be prohibitive when compared to the risk. Currently, the Group's insurance policies for the Properties cover acts of terrorism but do not cover acts of war or outbreak of contagious diseases. The Japanese properties within Ascott REIT's portfolio are not insured against earthquakes, save for the 18 rental housing properties in Tokyo managed under the Asyl Court, Gala, Joy City and Zesty brands. Should an uninsured loss or a loss in excess of insured limits occur, the Group could be required to pay compensation and/or lose capital invested in the affected property as well as anticipated future revenue from that Property. The Group would also remain liable for any debt or

other financial obligation related to that Property. No assurance can be given that material losses in excess of insurance proceeds will not occur in the future. Such an event would adversely affect Ascott REIT's financial condition and results of operations.

Ascott REIT does not have legal title to certain Properties in France that are subject to finance leases.

Certain Properties in France, namely, Citadines Antigone Montpellier, Citadines Castellane Marseille, Citadines Austerlitz Paris, Citadines République Paris, Citadines Montparnasse Paris, Citadines Croisette Cannes and Citadines Porte de Versailles Paris (the "**Relevant France Properties**"), are subject to finance leases, entered into with two third party finance companies, namely, Genefim SA and Antin Bail, which are related corporations of Société Générale and BNP Paribas respectively (the "**Finance Lease Companies**"). Under French law, a finance lease is a contract by which a financing company that owns the property grants the lessee a long term lease on the property, with an option to purchase the property at the end of the term. The Finance Lease Companies remain the owner of the Relevant France Properties during the term of the lease and the lessee only has an occupancy right, with an option to become the owner at the end of the term. Ascott REIT accordingly does not have legal title to the Relevant France Properties that are subject to finance leases and would thus not have the usual rights and benefits of a property owner, including right to retain the fixtures added during the term of the lease, right to deal with or sublet the property freely and benefit of any builders' guarantee and warranty in relation to the Relevant France Properties. In addition, should Ascott REIT be in breach of any terms or conditions of the relevant finance lease or if payment is not promptly made in relation to the relevant finance lease, that relevant finance lease may be terminated. In the event where the relevant Finance Lease Company is in liquidation and it is necessary for the liquidation proceedings that the lease be terminated and where such termination would not prejudice the lessee, the relevant finance lease may be terminated. In the event of such termination, Ascott REIT's financial condition and results of operations may be adversely affected.

Any breach by (a) the master lessees of a Property (each a "Master Lessee") of its obligations under their respective master leases (each a "Master Lease") or (b) the SR Management Companies of their obligations under the SR Management Agreements may have an adverse effect on Ascott REIT.

Some of Ascott REIT's Properties, such as the properties located in France, Germany, Singapore and Japan, are under Master Lease arrangements with Master Lessees. Net rental payments in respect of such properties will depend on the ability of the Master Lessees to make rental payments. A downturn in the business of the Master Lessees may weaken their financial condition and result in the Master Lessees' failure to make timely rental payments or default under the Master Leases. Any non-payment of rent by the Master Lessees or failure to pay and satisfy the Trustee and/or the master lessor (the "**Master Lessor**") of outstanding sums which are due to the Master Lessor under the Master Leases, may have an adverse effect on the financial condition of Ascott REIT and its level of distributable income.

Failure by the Master Lessees to maintain the relevant Properties in a good state of tenable repair and condition could have an adverse impact on the physical condition on the relevant Properties, rendering them unattractive to existing end-users and potential end-users. The performance of the Master Lessees' other businesses could also have an impact on their ability to make rental payments to Ascott REIT. Factors that affect the ability of the Master Lessees to meet their obligations include, but are not limited to their financial position and the local economies in which they have business operations.

In addition, subsidiaries of TAL are appointed to operate, maintain, manage and market the serviced apartment units in some of the Properties (the "**SR Management Companies**"), pursuant to separate serviced residence management agreements executed for each of the Properties

between the SR Management Companies and Ascott REIT (together, the “**SR Management Agreements**”). Any failure by the SR Management Companies to pay the relevant Property Holding Companies the minimum guaranteed income in accordance with the terms of certain of the SR Management Agreements or failure by TAL to pay and satisfy the Trustee and/or the relevant Property Holding Companies of outstanding sums owing by the SR Management Companies to the relevant Property Holding Companies, may have an adverse effect on the financial condition of Ascott REIT and its level of distributable income.

The Master Lessees may not renew the Master Leases.

There is no assurance that the Master Lessees will renew their respective Master Lease(s) upon the expiry of the term of such Master Lease(s).

If a Master Lease expires or is terminated, Ascott REIT may not be able to find a suitable purchaser or a suitable replacement master lessee or tenant, as a result of which Ascott REIT may lose the source of revenue from the Property. In any event, it may not be possible to replace the relevant Master Lessee immediately upon the termination of the Master Lease. The failure to renew or termination of any of these Master Leases may have an adverse effect on Ascott REIT’s financial condition and its level of distributable income.

RISKS RELATING TO THE COUNTRIES IN WHICH THE PROPERTIES ARE LOCATED

The Group is subject to risks relating to the economic, political, legal or social environments of the countries in which the Properties are located.

The Group is subject to risks associated with countries where certain Properties are located and which have at various times in the past, been adversely affected by volatile economic, political and social conditions. The business, prospects, profitability and asset values of the Properties may be materially and adversely affected by factors such as, among other things:

- unexpected changes in laws and regulations and uncertainty in connection with the application and/or implementation of existing laws and regulations;
- the ability of the Manager to deal with multiple and diverse regulatory regimes;
- potentially adverse tax consequences;
- uncertain protection for intellectual property rights;
- fluctuations in exchange rates between the Singapore dollar and the relevant foreign currency;
- the risk of nationalisation and expropriation of the Group’s assets;
- imposition or tightening of foreign exchange controls or restrictions on repatriation of dividends or profits;
- social unrest or political instability; and
- adverse economic, political and other conditions.

In particular, the interpretation or application of laws and regulations in the countries in which the Properties are located may be uncertain and subject to rapid and unforeseen changes. The Group or the Manager has no control over such conditions and developments and cannot provide any assurance that such conditions and developments will not have a material adverse effect on the operations, financial condition and results of operations of the Properties.

The gross revenue earned from, and the value of, the Properties may be adversely affected by a number of factors.

The gross revenue earned from and the value of the Properties may be adversely affected by a number of factors, including, among other things:

- a general downturn of the economy affecting occupancy and rental rates;
- the local and international economic climate and real estate market conditions (such as oversupply of, or reduced demand for, serviced residences or rental housing properties, changes in market rental rates and operating expenses for the Group's Properties);
- competition for occupants from other properties which may affect rental levels or occupancy levels at the Group's Properties;
- changes in laws and governmental regulations in relation to real estate, including those governing usage, zoning, taxes, government charges and environmental issues, which may lead to an increase in management expenses or unforeseen capital expenditure to ensure compliance;
- legislative actions, such as the enactment or revisions to the laws relating to building standards, town planning, condemnation and redevelopment, which may affect or restrict rights related to relevant Properties in the Group's portfolio; and
- acts of God, natural disasters, earthquakes, volcanic eruptions, floods, wars, military coups, terrorist attacks, riots, outbreak of infectious diseases, civil unrest and other events beyond the control of the Group and/or the Manager (such as the spread of severe acute respiratory syndrome or other communicable diseases).

The Properties or part thereof may be acquired compulsorily.

The Properties or the land on which the properties therein are located in and outside of Singapore may be compulsorily acquired by the respective governments of the countries in which they are located for, among other things, public use or due to public interest.

In the event the Properties or the land on which they are located are compulsorily acquired, the income of the Group may be adversely affected. The owner of a property within the Properties that is compulsorily acquired may be compensated in accordance with the laws of the respective jurisdiction. If the market value of the land (or part thereof) to be compulsorily acquired is greater than the compensation paid to the Group, the Group's business, financial condition and results of operations could be adversely affected.

Potential liability for environmental problems could result in substantial costs.

Ascott REIT is subject to a variety of laws and regulations in countries in which the Properties are located concerning the protection of health and the environment that may require a current or previous owner of real estate to investigate and clean up hazardous or toxic substances on a property. For example, owners and operators of real estate may be liable for the costs of removal or remediation of certain hazardous substances or other regulated materials on or in such

property. Such laws often impose liability without regard to whether the owner or operator knows of, or is responsible for, the presence of such substances or materials. The cost of investigation, remediation or removal of these substances may be substantial. Ascott REIT has not provided for such potential obligations in its consolidated financial statements. Environmental laws and regulations may also impose compliance obligations on owners and operators of properties with respect to the management of hazardous substances and other regulated materials. Failure to comply with these laws can result in penalties or other sanctions.

Existing environmental reports and investigations with respect to any of the Properties may not reveal all environmental liabilities, whether previous or current owners or operators of such Properties had created any material environmental condition not known to them or whether a material environmental condition exists in any one or more of these properties. There also exists the risk that material environmental conditions, liabilities, or compliance concerns may have arisen or may arise in the future. Future laws, ordinances or regulations and future interpretations of existing laws, ordinances or regulations may impose additional material environmental liability.

Ascott REIT cannot provide assurance that more stringent requirements for environmental protection will not be imposed by the relevant governmental authorities in the future. If Ascott REIT fails to comply with existing or future environmental laws and regulations in the jurisdictions of the Properties, or fails to meet the expectations of society with regard to environmental issues, Ascott REIT may suffer damage to its reputation or may be required to pay penalties or fines or take remedial actions, any of which could have a material adverse effect on its financial condition, results of operations and prospects.

RISKS ASSOCIATED WITH THE RIGHTS ISSUE

An active trading market may not develop for the Rights Entitlements and, if a market does develop, the Rights Entitlements may be subject to greater price volatility than the Unit.

A trading period for the Rights Entitlements has been fixed for 19 November 2013 to 27 November 2013. There is no assurance that an active trading market for the Rights Entitlements on the SGX-ST will develop during the Rights Entitlements trading period or that any over-the-counter trading market in the Rights Entitlements will develop. Even if active markets develop, the trading price of the Rights Entitlements, which depends on the trading price of the Units, may be volatile. As the Manager may arrange for the sales of the Rights Entitlements of the Ineligible Unitholders, the sales may give pressure to the trading price of the Rights Entitlements. In addition, the market price of the Rights Entitlements may not reflect their actual value.

Unitholders who do not or are not able to accept their provisional allotments of Rights Units will experience a dilution in their interest in Ascott REIT.

If Unitholders do not or are not able to accept their provisional allotments of Rights Units, their proportionate interest in Ascott REIT will be reduced. They may also experience a dilution in the value of their Units. Even if a Unitholder sells his Rights Entitlements, or such Rights Entitlements are sold on his behalf, the consideration he receives may not be sufficient to compensate him fully for the dilution of his interest in Ascott REIT as a result of the Rights Issue.

Resales of the Rights Units and the Rights Entitlements in the U.S. are subject to restrictions.

The offering and delivery of the Rights Units and the Rights Entitlements in the U.S. is being made to certain Eligible QIBs in reliance on one or more exemptions from the registration requirements of the Securities Act in Section 4(a)(2) thereof. None of the Rights Entitlements or the Rights Units has been, or will be, registered under the Securities Act or with any securities regulatory authority of any state or other jurisdiction of the U.S. Accordingly, investors acquiring the Rights

Entitlements or the Rights Units in the Rights Issue should note that the Rights Units and the Rights Entitlements may only be resold or transferred in the U.S. pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act.

The Rights Units and the Rights Entitlements cannot be freely resold in the United States.

The offering and delivery of the Rights Units and the Rights Entitlements, and the offering and acquisition of the Rights Units and the Rights Entitlements in the U.S. to and by certain persons reasonably believed to be QIBs, is being made in reliance on an exemption from the registration requirements of the Securities Act. None of the Rights Units or the Rights Entitlements has been, or will be, registered under the Securities Act or with any securities regulatory authority of any state or other jurisdiction of the U.S. Accordingly, investors who are QIBs and who are acquiring the Rights Units or the Rights Entitlements in the Rights Issue pursuant to an exemption from the registration requirements of the Securities Act, should note that the Rights Units and the Rights Entitlements may not be freely resold or transferred in the U.S. The Rights Units and the Rights Entitlements may only be resold, renounced, pledged, or otherwise transferred or delivered (as applicable) in an offshore transaction in accordance with Rule 904 of Regulation S, and in accordance with any applicable securities laws of the U.S. and of any state of the U.S.

The Issue Price of the Rights Units is not an indication of the underlying value of the Units.

The Issue Price of the Rights Units was determined based on the last traded price of the Units on the SGX-ST on 4 November 2013, being the last trading day of the Units on the SGX-ST prior to the release of the announcement of the Rights Issue on 4 November 2013. The Issue Price was set at a discount to the Closing Price and to the TERP at that time. The Issue Price does not bear a direct relationship to the book value of Ascott REIT's assets, past operations, cash flow, earnings, financial condition or any other established criteria for value, and Unitholders should not consider the Issue Price to be any indication of the Units' underlying value. The Units may trade at prices lower than the Issue Price in the future.

The Rights Issue may cause the price of the Units to decrease, and this decrease may continue.

The Issue Price of the Rights Units represents a discount of (i) approximately 22.5% to the Closing Price of S\$1.29 per Unit, (ii) approximately 23.7% to Ascott REIT's pro forma NAV per Unit of S\$1.31 after taking into account the latest valuation of the properties of Ascott REIT as at 30 June 2013 and the effects of the Rights Issue and (iii) approximately 19.5% to the TERP of S\$1.24 per Unit. This discount, along with the number of Rights Units, may result in a decrease in the trading price of the Units and this decrease may continue after the completion of the Rights Issue.

Unitholders need to act promptly and follow subscription instructions, otherwise their exercise of Rights Entitlements may be rejected and their Rights Entitlements may expire without value and without any compensation.

Unitholders who desire to accept their Rights Entitlements or apply for excess Rights Units in the Rights Issue must act promptly to ensure that all required forms, letters and payments are actually received by the relevant agents prior to the respective expiration dates and times as set forth under **Appendix C – Procedures for Acceptance, Payment, Renunciation and Excess Application by Eligible Unitholders** and in **Appendix D – Additional Terms and Conditions for Electronic Applications** to this Offer Information Statement. Failure to complete and sign the required acceptance forms or letters, the sending of an incorrect payment amount, or otherwise failure to follow the procedures that apply to a Unitholder's desired transaction may lead to rejection of the Unitholder's acceptance of the Rights Entitlements and any Rights Entitlements not accepted will expire without value and without any compensation.

None of the Manager, the Unit Registrar, CDP, or the Joint Lead Managers and Underwriters undertakes to contact the Unitholder concerning, or attempt to correct, an incomplete or incorrect acceptance form, letter or payment. The Manager has sole discretion to determine whether an acceptance of Rights Entitlements and acceptance of or subscription for Rights Units properly follows the appropriate procedures. Unitholders who hold Units through a securities sub-account, brokerage account or other similar custodial account with a depository agent, broker, custodian or nominee other than CDP are urged to consult their depository agent, broker, custodian or nominee without delay regarding the procedures that they need to follow for the subscription and payment for the Rights Units.

RISKS ASSOCIATED WITH AN INVESTMENT IN THE UNITS

The trading price of the Units has been, and may continue to be, volatile.

The trading price of the Units has been, and may continue to be, subject to large fluctuations. The trading price of the Units may increase or decrease in response to a number of events and factors, including:

- quarterly variations in operating results;
- changes in estimates and recommendations by securities analysts;
- the operating and stock price performance of companies in the real estate industry and other REITs;
- developments affecting Ascott REIT, its tenants or its competitors;
- valuations of the properties held by Ascott REIT;
- changes to the regulatory system, including the tax system, both generally and specifically in relation to Singapore REITs;
- changes in general economic conditions; and
- other events or factors described in this Offer Information Statement.

This volatility may adversely affect the trading price of the Units, including the Rights Units to be allotted and issued by the Manager, regardless of Ascott REIT's operating performance.

A fall in the price of the Units could have a material adverse impact on the value of the Rights Units. There can be no assurance that investors will be able to sell the Rights Units at a price equal to or greater than the Issue Price of the Rights Units. Accordingly, holders of the Units who are existing Unitholders or have acquired Rights Entitlements in the secondary market and/or subscribed to the Rights Units, whether existing Unitholders or not, may suffer a loss.

Investors may experience future dilution in the value of their Units.

The Manager may need to raise additional funds in the future to finance the repayment of borrowings, expansion of new developments relating to Ascott REIT's existing operations and/or to finance future investments and acquisitions. If additional funds are raised through the issuance by the Manager of new Units other than on a pro rata basis to existing Unitholders, the percentage ownership of existing Unitholders may be reduced and existing Unitholders may experience dilution in the value of their Units.

Ascott REIT may not be able to make distributions or the level of distributions may fall.

The income which Ascott REIT earns from its real estate investments depends on, among other things, its debt-servicing requirements, the amount of rental income received, and the level of property expenses and operating expenses incurred. If the properties held by Ascott REIT do not generate sufficient income, its cash flow and ability to make distributions will be adversely affected. There can be no assurance that the level of distributions will increase over time, that there will be contractual increases in rent under the leases of the properties held by Ascott REIT or that the receipt of rental revenue in connection with any enhancement of the properties held by Ascott REIT or future acquisitions of properties will increase Ascott REIT's income available for distribution to Unitholders.

The Singapore Code on Take-overs and Mergers may discourage or prevent certain types of transactions.

The SFA and the Singapore Code on Take-overs and Mergers contains certain provisions that may delay, deter or prevent a future take-over or change in control of Ascott REIT. Any person acquiring an interest (either on his or her own or together with parties acting in concert with him or her) in:

- (i) 30.0% or more of the total Units; or
- (ii) when holding not less than 30.0% but not more than 50.0% of the total Units, more than 1.0% of the total Units in any six-month period,

will be required to make a general offer for the remaining Units. These provisions may discourage or prevent certain types of transactions involving an actual or threatened change of control of Ascott REIT. Some of the Unitholders may, therefore, be disadvantaged as a transaction of that kind might have allowed the sale of Units at a price above the prevailing market price.

GENERAL INFORMATION

LEGAL AND ARBITRATION PROCEEDINGS

To the best of the Manager's knowledge and belief, there are no legal or arbitration proceedings, including those which are pending or known to be contemplated, which, in the opinion of the Manager, may have or have had in the last 12 months before the date of lodgement of this Offer Information Statement, a material effect on the financial position or profitability of Ascott REIT.

MATERIAL CONTRACTS

There were no material contracts entered into by the Trustee or the Manager, other than contracts entered into in Ascott REIT's ordinary course of business, for the period of two years before the date of lodgement of this Offer Information Statement, save for:

- (i) the placement agreement dated 28 January 2013 entered into between the Manager, DBS Bank Ltd. and Standard Chartered Securities (Singapore) Pte. Limited in relation to a placement of 114,943,000 new Units to institutional and other investors;
- (ii) the Management and Underwriting Agreement dated 4 November 2013 entered into between the Manager and the Joint Lead Managers and Underwriters in relation to the Rights Issue; and
- (iii) the TAL Pro Rata Undertaking dated 4 November 2013 provided by TAL to the Manager and the Joint Lead Managers and Underwriters pursuant to which TAL will accept, and will procure that the Relevant Entities accept, and/or procure one or more of its existing subsidiaries and/or new subsidiaries set up by it to hold Units, to subscribe and pay in full for, the Relevant Entities' total provisional allotment of Rights Units.

BREACH OF TERMS AND CONDITIONS OR COVENANTS OF CREDIT ARRANGEMENT OR BANK LOAN

To the best of the Manager's knowledge and belief, Ascott REIT is not in breach of any of the terms and conditions or covenants associated with any credit arrangement or bank loan which could materially affect Ascott REIT's financial position and results or business operations, or the investments by Unitholders.

SIGNIFICANT CHANGES

Save as disclosed in this Offer Information Statement, to the best of the Manager's knowledge and belief, no event has occurred from 30 September 2013, being the last day of the period covered by the 9M2013 Unaudited Financial Statements, to the Latest Practicable Date, which may have a material effect on the financial position and results of Ascott REIT.

TRADING OF UNITS

The Manager is not aware of any significant trading suspension on the SGX-ST during the three years immediately preceding the Latest Practicable Date.

The Manager believes that Units are regularly traded on the SGX-ST.

STATEMENT BY EXPERTS

No statement or report attributed to an expert is included in this Offer Information Statement.

CONSENTS FROM ISSUE MANAGERS AND UNDERWRITERS

Each of DBS Bank Ltd. and J.P. Morgan (S.E.A.) Limited has given, and has not, before the lodgement of this Offer Information Statement, withdrawn its written consent to being named in this Offer Information Statement as a Joint Lead Manager and Underwriter to the Rights Issue.

AUTHORITY TO ISSUE RIGHTS UNITS

The Manager's authority to issue the Rights Units is pursuant to the General Mandate that was given by the Unitholders to the Manager for the issue of new Units, pursuant to an ordinary resolution obtained at an annual general meeting of Unitholders held on 23 April 2013.

MISCELLANEOUS

Ascott REIT is subject to the Code on Collective Investment Schemes issued by the Authority. The Code on Collective Investment Schemes can be found on the website of the Authority at www.mas.gov.sg.

Save as disclosed in this Offer Information Statement, including the Appendices to this Offer Information Statement, the Manager is not aware of any other matters which could materially affect, directly or indirectly, the operations or financial position or results of Ascott REIT or Unitholders.

Statements contained in this Offer Information Statement which do not state historical facts may be forward-looking statements. Such statements are based on certain assumptions and are subject to certain risks and uncertainties which could cause actual results to differ materially from those forecasts. See the section entitled "Risk Factors" for further details. Under no circumstances should the inclusion of such information herein be regarded as a representation, warranty or prediction with respect to the accuracy of the underlying assumptions by the Manager or any other person or that these results will be achieved or are likely to be achieved.

Other than the Rights Entitlements under the Rights Issue, none of the Unitholders has pre-emptive rights to subscribe for or purchase the Rights Units.

As there may be prohibitions or restrictions against the offering of Rights Units in certain jurisdictions (other than Singapore), only Eligible Unitholders are eligible to participate in the Rights Issue. Please refer to the section entitled "Eligibility of Unitholders to Participate in the Rights Issue" for further information.

GLOSSARY

For the purpose of this Offer Information Statement, the following definitions apply throughout unless the context otherwise requires or otherwise stated:

2006 Offer Information Statement	:	The offer information statement of Ascott REIT dated 19 September 2006
2007 Offer Information Statement	:	The offer information statement of Ascott REIT dated 12 March 2007
2010 Audited Financial Statements	:	The audited financial statements of Ascott REIT for the financial year ended 31 December 2010
2010 Equity Fund Raising	:	The equity fund raising of Ascott REIT in 2010, comprising a non-renounceable preferential offering and a private placement, to raise gross proceeds of approximately S\$560.6 million
2010 Offer Information Statement	:	The offer information statement of Ascott REIT dated 13 September 2010
2011 Audited Financial Statements	:	The audited financial statements of Ascott REIT for the financial year ended 31 December 2011
2012 Audited Financial Statements	:	The audited financial statements of Ascott REIT for the financial year ended 31 December 2012
9M2013	:	The nine months ended 30 September 2013
9M2013 Unaudited Financial Statements	:	The unaudited financial statements of Ascott REIT for 9M2013
Aggregate Leverage	:	The ratio of the value of total borrowings and deferred payments (if any) to the value of the Deposited Property
AIM	:	Ascott International Management (2001) Pte Ltd, a wholly-owned subsidiary of TAL
Apartment Unit	:	An available apartment unit for lease or licence, as the case may be, in the Properties
ARE	:	The application and acceptance form for Rights Units and Excess Rights Units issued to Eligible Unitholders in respect of their Rights Entitlements under the Rights Issue
ARS	:	The application and acceptance form for Rights Units to be issued to purchasers of the Rights Entitlements under the Rights Issue traded on the SGX-ST under the book-entry (scripless) settlement system

Ascott REIT	:	Ascott Residence Trust, a unit trust constituted in the Republic of Singapore pursuant to the Trust Deed
Ascott Residences	:	Ascott Residences Pte Ltd
ATM	:	Automated teller machine
Authority	:	Monetary Authority of Singapore
Burton Engineering	:	Burton Engineering Pte Ltd
Cairnhill Development	:	The site on which Somerset Grand Cairnhill was located which will be redeveloped into an integrated development which will include, among other components, the New Cairnhill SR and residential units for sale
CapitaLand	:	CapitaLand Limited
CDP	:	The Central Depository (Pte) Limited
Closing Date	:	(i) 3 December 2013 at 5.00 p.m. (or such other date(s) and/or time(s) as may be announced from time to time by or on behalf of the Manager), being the last date and time for acceptance of and payment for the Rights Units by the renounees (if acceptance is made through CDP); or (ii) 3 December 2013 at 9.30 p.m. (or such other date(s) and/or time(s) as may be announced from time to time by or on behalf of the Manager), being the last date and time for acceptance of and payment for the Rights Units by the renounees (if acceptance is made through an ATM of a Participating Bank)
Closing Price	:	The closing price of S\$1.29 per Unit on the SGX-ST on 4 November 2013, being the last trading day of the Units prior to the announcement of the Rights Issue
Companies Act	:	The Companies Act, Chapter 50 of Singapore
Controlling Unitholder	:	A person who (i) holds directly or indirectly, 15.0% or more of the nominal amount of Units; or (ii) in fact exercises control over Ascott REIT, as defined in the Listing Manual
CPF	:	Central Provident Fund
CPF Funds	:	CPF Investible Savings
CPFIS	:	CPF Investment Scheme
Deposited Property	:	All the assets of Ascott REIT for the time being held or deemed to be held upon the trusts of the Trust Deed

Directors	:	The directors of the Manager
DPU	:	Distribution per Unit
EATC(S)	:	East Australia Trading Company (S) Pte Ltd
Electronic Application	:	Acceptance of the Rights Units and (if applicable) application for Excess Rights Units under the Rights Issue made through an ATM of a Participating Bank in accordance with the terms and conditions of this Offer Information Statement
Eligible Depositors	:	Unitholders with Units standing to the credit of their Securities Accounts and whose registered addresses with CDP are in Singapore as at the Rights Issue Books Closure Date or who have, at least three Market Days prior to the Rights Issue Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents, but exclude, subject to certain exceptions, Unitholders located, resident or with a registered address in the United States or any jurisdiction in which the offering of Rights Entitlements and Rights Units may not be lawfully made
Eligible QIBs	:	QIBs (a) whose identities have been agreed upon by the Manager and the Joint Lead Managers and Underwriters, (b) who have each provided the Manager with a signed Investor Representation Letter (in the form attached to Appendix B of this Offer Information Statement) and (c) who are Eligible Depositors
Eligible Unitholders	:	Eligible Depositors and Eligible QIBs
Excess Rights Units	:	The Rights Units represented by the provisional allotments (A) of (i) Eligible Unitholders who decline, do not accept, and elect not to renounce or sell their Rights Entitlements under the Rights Issue (during the Rights Entitlements trading period prescribed by the SGX-ST) and/or (ii) Ineligible Unitholders which have not been sold during the Rights Entitlements trading period or (B) that have not been validly taken up by the original allottees, renounees of the Rights Entitlements or the purchasers of the Rights Entitlements
Existing Portfolio	:	The portfolio of properties currently held by Ascott REIT
Existing Units	:	The existing Units as at the Rights Issue Books Closure Date
Finance Lease Companies	:	Genefim SA and Antin Bail, which are related corporations of Société Générale and BNP Paribas respectively
Financial Statements	:	The FY2010 Audited Financial Statements, the FY2011 Audited Financial Statements, the FY2012 Audited Financial Statements and the 9M2013 Unaudited Financial Statements

Foreign Purchasers	:	Persons whose registered addresses with CDP are outside Singapore and who purchase the Rights Entitlements through the book-entry (scripless) settlement system
FY2009	:	The financial year ended 31 December 2009
FY2010	:	The financial year ended 31 December 2010
FY2011	:	The financial year ended 31 December 2011
FY2012	:	The financial year ended 31 December 2012
General Mandate	:	The general mandate that was given by the Unitholders to the Manager for the issue of new Units, pursuant to an ordinary resolution obtained at an annual general meeting of Unitholders held on 23 April 2013
Group	:	Ascott REIT and its subsidiaries
Ineligible Unitholders	:	Unitholders who are neither Eligible Depositors nor Eligible QIBs
IRAS	:	The Inland Revenue Authority of Singapore
Issue Price	:	S\$1.00, being the issue price per Rights Unit
Joint Lead Managers and Underwriters	:	DBS Bank Ltd. and J.P. Morgan (S.E.A.) Limited, as joint lead managers and underwriters for the Rights Issue
Latest Practicable Date	:	7 November 2013, being the latest practicable date prior to the lodgement of this Offer Information Statement with the Authority
Listing Manual	:	The Listing Manual of the SGX-ST
Management and Underwriting Agreement	:	The management and underwriting agreement entered into between the Manager and the Joint Lead Managers and Underwriters on 4 November 2013
Manager	:	Ascott Residence Trust Management Limited, as manager of Ascott REIT
Market Day	:	Any day (other than a Saturday, Sunday or gazetted public holiday) on which commercial banks are open for business in Singapore and the SGX-ST is open for trading
Master Lease	:	The master lease over a Property
Master Lessee	:	The master lessee of a Property
Master Lessor	:	The master lessor of a Property

Mekong Hacota	:	Mekong-Hacota Joint Venture Company Limited
MOF	:	The Singapore Ministry of Finance
NAV	:	Net asset value
New Cairnhill SR	:	A serviced residence with a hotel licence to be located within the Cairnhill Development
Offer Information Statement	:	This offer information statement to Unitholders dated 14 November 2013
Pan-Asian Region	:	In the context of this Offer Information Statement, all countries in Asia and the Asia Pacific region
Participating Banks	:	The banks as set out in Appendix E of this Offer Information Statement
Properties	:	The properties comprising Ascott REIT's portfolio
Property Companies	:	The companies incorporated to hold some of the Properties
Property Funds Appendix	:	Appendix 6 of the Code of Collective Investment Schemes issued by the Authority
Property Holding Companies	:	The holding companies of the Property Companies
Prospectus	:	The prospectus dated 6 March 2006 in connection with the listing of Ascott REIT on the SGX-ST
QIB	:	Qualified institutional buyer (as defined in Rule 144A under the Securities Act)
Recent Acquisitions	:	The acquisition of interests in three serviced residence properties in China and 11 rental housing properties in Japan in June 2013
Relevant Entities	:	Comprises the wholly-owned subsidiaries of TAL which holds Units, being Ascott Residence Trust Management Limited and Somerset Capital Pte Ltd, or as the case may be, the nominees(s) or custodian(s) of TAL and/or such subsidiary
Relevant France Properties	:	Certain Properties in France, namely, Citadines Antigone Montpellier, Citadines Castellane Marseille, Citadines Austerlitz Paris, Citadines République Paris, Citadines Montparnasse Paris, Citadines Croisette Cannes and Citadines Porte de Versailles Paris
REVPAU	:	Revenue per available unit in the Properties

Rights Entitlements	:	The provisional allotments of Rights Units to Eligible Unitholders under the Rights Issue
Rights Issue	:	The issue of new Units on a renounceable basis to Eligible Unitholders on the basis of the Rights Ratio at the Issue Price
Rights Issue Books Closure Date	:	5.00 p.m. on 14 November 2013 being the time and date on which the Transfer Books and Register of Unitholders are closed to determine the Rights Entitlements of Eligible Unitholders under the Rights Issue
Rights Ratio	:	The rights ratio of one (1) Rights Unit for every five (5) existing Units standing to the credit of an Eligible Unitholders' Securities Account as at the Rights Issue Books Closure Date
Rights Units	:	The new Units to be issued by the Manager pursuant to the Rights Issue
SCPL	:	Somerset Capital Pte Ltd
Securities Account	:	A securities account maintained by a Depositor with CDP (but does not include securities sub-accounts)
Securities Act	:	U.S. Securities Act of 1933, as amended
SFA	:	Securities and Futures Act, Chapter 289 of Singapore
SGX-ST	:	Singapore Exchange Securities Trading Limited
SR Management Agreements	:	The serviced residence management agreements between the SR Management Companies and Ascott REIT pursuant to which the SR Management Companies are appointed to operate, maintain, manage and market the serviced apartment units in some of the Properties
SR Management Companies	:	The management companies currently engaged to manage some of the Properties, which are subsidiaries of TAL
SRS	:	Supplementary Retirement Scheme
SRS Account	:	An account opened by a participant in the SRS from which money may be withdrawn for, <i>inter alia</i> , payment of the Issue Price of the Rights Units and/or, excess Rights Units
Subscribing Entities	:	Relevant Entities and/or one or more of the existing subsidiaries of TAL and/or new subsidiaries set up by TAL to hold Units
Substantial Unitholders	:	Unitholders with interests in not less than 5.0% of all Units in issue
TAL	:	The Ascott Limited

TAL Initial Units	:	The 575,035,597 Units (representing approximately 45.32% of the issued Units) which TAL, directly and through its wholly-owned subsidiaries, Ascott Residence Trust Management Limited and Somerset Capital Pte Ltd, has interests in as at 4 November 2013
TAL Pro Rata Undertaking	:	The irrevocable undertaking dated 4 November 2013 provided by TAL to the Manager and the Joint Lead Managers and Underwriters pursuant to which, among others, TAL will accept, procure that the Relevant Entities accept, and/or procure the Subscribing Entities to subscribe and pay in full for, the Relevant Entities' total provisional allotment of Rights Units (see the section titled "Summary – Commitment of TAL" for further details)
Temasek	:	Temasek Holdings (Private) Limited
TERP	:	The theoretical ex-rights price of S\$1.24 per Unit which is calculated as follows:
		$\text{TERP} = \frac{\text{Market capitalisation of Ascott REIT based on the Closing Price} + \text{Gross proceeds from the Rights Issue}}{\text{Units outstanding after the Rights Issue}}$
Trust Deed	:	The trust deed dated 19 January 2006 constituting Ascott REIT entered into between the Trustee and the Manager, as amended, varied, or supplemented from time to time
Trustee	:	DBS Trustee Limited, as trustee of Ascott REIT
U.S.	:	United States
Unit	:	A unit representing an undivided interest in Ascott REIT
Unit Registrar	:	Boardroom Corporate & Advisory Services Pte. Ltd.
Unit Share Market	:	The ready market of the SGX-ST for trading of odd lots of Units with a minimum size of one Unit
Unitholder	:	A holder of Units
Vietnam Properties JVA	:	A joint venture arrangement with a third party unrelated to Ascott REIT under which Ascott REIT's interests in a Vietnam Property Company are held
Vietnam Property Companies	:	Saigon Office and Serviced Apartment Company Limited, Mekong-Hacota and Hanoi Tower Center Company Limited
Vietnam Property Holding Companies	:	EATC(S), Ascott Residences and Burton Engineering
%	:	Per centum or percentage

For the purpose of this Offer Information Statement, the following definitions apply throughout unless the context otherwise requires or otherwise stated:

The terms “Depositor” and “Depository Agent” shall have the meanings ascribed to them respectively in Section 130A of the Companies Act.

The term “subsidiary” shall have the meaning ascribed to it in Section 5 of the Companies Act. Any references to the Manager shall refer to it acting in its capacity as manager of Ascott REIT, unless the context of the statement otherwise requires.

Any reference in this Offer Information Statement, the ARE or the ARS to any enactment is a reference to that enactment for the time being amended or re-enacted. Any words defined in the Companies Act, the SFA, the Securities and Futures (Offer of Investments) (Collective Investment Schemes) Regulations 2005, the Code on Collective Investment Schemes issued by the Authority, the Property Funds Appendix, the Listing Manual or any modification thereof and used in this Offer Information Statement, the ARE or the ARS shall, where applicable, have the same meaning ascribed to it in the Companies Act, the SFA, the Securities and Futures (Offer of Investments) (Collective Investment Schemes) Regulations 2005, the Code on Collective Investment Schemes issued by the Authority, the Property Funds Appendix, the Listing Manual or such modification thereof, as the case may be, unless otherwise provided.

Words importing the singular shall, where applicable, include the plural and *vice versa* and words importing the masculine gender shall, where applicable, include the feminine and neuter genders. References to persons shall, where applicable, include corporations.

Any reference in this Offer Information Statement to any enactment is a reference to that enactment for the time being amended or re-enacted.

Any reference to dates and to a time of day in this Offer Information Statement shall be a reference to Singapore dates and time unless otherwise stated.

Any discrepancies in the tables, graphs and charts between the listed amounts and totals thereof are due to rounding. Figures and percentages are rounded to an appropriate number of decimal places, where applicable.

This page has been intentionally left blank.

CERTAIN FINANCIAL INFORMATION RELATING TO ASCOTT REIT

Selected financial data from the FY2010 Audited Financial Statements, the FY2011 Audited Financial Statements, the FY2012 Audited Financial Statements and the 9M2013 Unaudited Financial Statements including the line items in the statements of total return and distribution statements, consolidated balance sheets and cash flow statements of Ascott REIT, is set out in this Appendix. Financial data relating to (i) DPU, (ii) earnings per Unit, (iii) earnings per Unit after adjustment for the issuance of the Rights Units, (iv) NAV per Unit and (v) NAV per Unit after any adjustment to reflect the Recent Acquisitions and the issuance of the Rights Units is also set out below.

Such selected financial data should be read together with the relevant notes to the Financial Statements, where applicable, which are available on the website of Ascott REIT at <http://www.ascottreit.com> and are also available for inspection during normal business hours at the registered office of the Manager at 8 Shenton Way, #13-01 AXA Tower, Singapore 068811, from the date of this Offer Information Statement up to and including the date falling six months after the date of this Offer Information Statement¹.

Save for the Financial Statements which are deemed incorporated into this Offer Information Statement by reference, the information contained on the website of Ascott REIT does not constitute part of this Offer Information Statement.

¹ Prior appointment with the Manager will be appreciated.

Consolidated Statements of Total Return and Distribution Statements

	9M2013 S\$'000	FY2012 S\$'000	FY2011 S\$'000	FY2010 S\$'000
Statements of Total Return				
Gross revenue	232,701	303,841	288,653	207,223
Direct expenses	(113,158)	(144,694)	(131,171)	(105,868)
Gross profit	119,543	159,147	157,482	101,355
Finance income	1,586	2,038	1,558	1,133
Other income	228	2,112	563	1,583
Audit fees	(1,629)	(1,757)	(1,541)	(1,018)
Finance costs	(29,136)	(42,343)	(39,510)	(27,586)
Manager's management fees	(10,673)	(14,129)	(13,741)	(8,923)
Professional fees	(1,743)	(1,912)	(2,388)	(1,109)
Trustee's fees	(240)	(311)	(298)	(225)
Foreign exchange gain/(loss)	6,860	3,827	(1,543)	(3,524)
Other operating expenses	(680)	(1,149)	(2,617)	(536)
Net income before share of results of associate	84,116	105,523	97,965	61,150
Share of results of associate (net of tax)	–	24	(22)	(18)
Net income	84,116	105,547	97,943	61,132
Net change in fair value of serviced residence properties	65,433	100,030	130,177	26,301
Net change in fair value of financial derivatives	2,511	4,677	(5)	(5,566)
Net divestment (expenses)/gain	–	(9,683)	–	115,595
Assets written off	–	(621)	(3,115)	(1,405)
Total return for the period/year before income tax	152,060	199,950	225,000	196,057
Income tax expense	(25,910)	(27,367)	(31,222)	(33,094)
Total return for the period/year	126,150	172,583	193,778	162,963
Total return attributable to:				
Unitholders of the Trust	121,261	162,354	180,277	156,119
Non-controlling interests	4,889	10,229	13,501	6,844
	126,150	172,583	193,778	162,963

	9M2013 S\$'000	FY2012 S\$'000	FY2011 S\$'000	FY2010 S\$'000
Distribution Statements				
Total return for the period/year attributable to Unitholders	121,261	162,354	180,277	156,119
Adjustment for net effect of non-tax deductible/chargeable items and other adjustments	(32,702)	(62,656)	(84,111)	(98,405)
Amount available for distribution to Unitholders⁽¹⁾	88,559	99,698	96,166	57,714
Distribution per Unit (Singapore cents)	7.07	8.76	8.53	7.54
Pro Forma Distribution per Unit (as adjusted) (Singapore cents)				
– Before the Rights Issue	–	9.01 ⁽²⁾	–	–
– After the Rights Issue	–	8.02 ^{(2),(3)}	–	–
Earnings per Unit (Singapore cents)				
– Basic and diluted	9.73	14.30	16.06	20.79
Adjusted Earnings per Unit (Singapore cents) ⁽⁴⁾				
– Basic and diluted	8.09	11.69	13.10	15.54
Pro Forma Earnings per Unit (as adjusted) (Singapore cents)				
– Before the Rights Issue	–	13.63 ⁽²⁾	–	–
– After the Rights Issue	–	11.85 ^{(2),(3)}	–	–

Notes:

- (1) Distribution for the quarter ending 30 September 2013 has been accrued.
- (2) Based on the pro forma financial information as disclosed in the circular to Unitholders dated 2 May 2013, which is prepared based on the FY2012 Audited Financial Statements, as if the Recent Acquisitions and the placement of 114,943,000 new Units were completed on 1 January 2012.
- (3) The pro forma financial information as disclosed above is strictly for illustrative purposes and prepared based on the following assumptions:
 - (i) the Rights Issue was completed on 1 January 2012;
 - (ii) approximately S\$204.9 million of the net proceeds from the Rights Issue are used to reduce certain borrowings with an average interest cost of 4.01% per annum; and
 - (iii) approximately S\$45.0 million of the net proceeds from the Rights Issue are used to fund capital expenditure and asset enhancement initiatives, and for general corporate and working capital purposes.
- (4) Adjusted earnings per Unit after Rights Issue is shown based on:
 - (i) the weighted average number of Units in issue during the financial year/period under review; and
 - (ii) the assumption that the Rights Issue was completed at the beginning of each such year/period and without taking into account the use of proceeds from the Rights Issue on the earnings of Ascott REIT.

Consolidated Balance Sheets

	As at 30 September 2013 S\$'000	As at 31 December 2012 S\$'000
Non-current assets		
Serviced residence properties	3,097,214	2,785,147
Plant and equipment	55,409	50,327
Associate	3,085	2,932
Financial derivative assets	26	4
Deferred tax assets	2,734	2,583
	3,158,468	2,840,993
Current assets		
Assets held for sale	87,651	–
Inventories	453	476
Trade and other receivables	31,899	35,858
Cash and cash equivalents	121,619	125,181
	241,622	161,515
Total assets	3,400,090	3,002,508
Non-current liabilities		
Financial liabilities	1,184,614	1,003,056
Financial derivative liabilities	15,798	18,757
Deferred tax liabilities	61,623	47,329
	1,262,035	1,069,142
Current liabilities		
Trade and other payables	114,025	110,727
Financial liabilities	180,804	167,765
Financial derivative liabilities	248	645
Provision for taxation	4,216	13,259
	299,293	292,396
Total liabilities	1,561,328	1,361,538
Net assets	1,838,762	1,640,970
Represented by:		
Unitholders' funds	1,744,326	1,547,373
Non-controlling interests	94,436	93,597
	1,838,762	1,640,970
Units in issue ('000)	1,266,314	1,142,819
Units in issue and to be issued ('000)	1,522,495 ⁽¹⁾	1,513,816 ^{(2),(3)}
NAV per Unit (S\$)	1.38	1.35
Pro forma NAV per Unit (as adjusted) (S\$)		
– Before the Rights Issue	–	1.35 ⁽²⁾
– After the Rights Issue	1.31 ⁽¹⁾	1.29 ^{(2),(3)}

Notes:

- (1) Based on the 9M2013 Unaudited Financial Statements, adjusted for the completion of the Rights Issue as at 30 September 2013 and taking into account the 2,432,376 Units issued as payment of the Manager's management fee for the period from 1 July 2013 to 30 September 2013.
- (2) Based on the pro forma financial information as disclosed in the circular to Unitholders dated 2 May 2013, which is prepared based on the FY2012 Audited Financial Statements, as if the Recent Acquisitions and the placement of 114,943,000 new Units were completed on 31 December 2012.
- (3) The pro forma NAV as disclosed above is strictly for illustrative purposes and prepared based on the assumption that the Rights Issue was completed on 31 December 2012.

Consolidated Cash Flow Statements

	9M2013 S\$'000	FY2012 S\$'000
Cash flow from operating activities		
Total return for the period/year before income tax	152,060	199,950
Adjustments for:		
Depreciation of plant and equipment	9,916	10,799
Finance costs	29,136	42,343
Finance income	(1,586)	(2,038)
Foreign exchange loss/(gain) – unrealised	2,783	(1,807)
Loss/(gain) on disposal of plant and equipment	30	(400)
Manager's management fees paid/payable in units	8,413	10,734
Net change in fair value of financial derivatives	(2,511)	(4,677)
Net change in fair value of serviced residence properties	(65,433)	(100,030)
Net divestment expenses	–	9,683
Assets written off	–	621
Impairment loss on trade and other receivables	119	4
Share of profit of associate	–	(24)
Operating income before working capital changes	132,927	165,158
Changes in working capital:		
Inventories	5	(44)
Trade and other payables	(14,084)	(7,034)
Trade and other receivables	6,213	(12,298)
Cash generated from operations	125,061	145,782
Income tax paid	(23,247)	(20,605)
Cash generated from operating activities	101,814	125,177
Cash flows from investing activities		
Acquisition of serviced residence properties, net of cash movements	(159,025)	(342,673)
Capital expenditure on serviced residence properties	(21,010)	(11,140)
Expenses incurred for divestment of serviced residence properties	(887)	(7,729)
Interest received	1,586	2,038
Proceeds from divestment of serviced residence properties	–	374,335
Proceeds from sale of plant and equipment	77	722
Purchase of plant and equipment	(8,632)	(7,728)
Cash flows (used in)/from investing activities	(187,891)	7,825
Cash flows from financing activities		
Distributions to Unitholders	(106,970)	(97,165)
Dividends paid to non-controlling interests	(3,508)	(2,893)
Interest paid	(26,937)	(43,555)
Payment of finance lease	(2,620)	(3,267)
Proceeds from issue of new units	150,001	–
Payment of issue expenses	(2,032)	–
Proceeds from borrowings	299,290	283,034
Proceeds from issue of medium term notes	63,585	–
Repayment of borrowings	(288,935)	(232,957)
Repayment of medium term notes	–	(50,000)
Cash flows from/(used in) financing activities	81,874	(146,803)
Net decrease in cash and cash equivalents	(4,203)	(13,801)
Cash and cash equivalents at beginning of the period/year	125,181	145,466
Effect of foreign exchange rate changes on cash balances	641	(6,484)
Cash and cash equivalents at end of the period/year	121,619	125,181

This page has been intentionally left blank.

FORM OF QIB INVESTOR REPRESENTATION LETTER**Important Note to QIBs:**

Please return a duly signed investor representation letter to Ascott Residence Trust Management Limited (as manager of Ascott Residence Trust, the “**Manager**”) by mail, fax or e-mail to the Manager so as to reach the Manager on or before 3 December 2013. Please also forward a copy of the signed investor representation letter to your depository agent, financial intermediary or nominee. You should note that if you do not return a duly signed investor representation letter in a timely manner, you may not be eligible to participate in the Rights Issue and will not be allowed to receive the Offer Information Statement and/or its accompanying documents.

Copies of the signed investor representation letters will be made available to DBS Bank Ltd. and J.P. Morgan (S.E.A.) Limited, each of whom shall be entitled to rely on the letters.

Dated _____

Ascott Residence Trust Management Limited

(as manager of Ascott Residence Trust)

8 Shenton Way
#13-01 AXA Tower
Singapore 068811
Tel: +65 6389 9388
Fax: +65 6389 9399
Attention: Ronald Tay

With a copy to:

DBS Bank Ltd.

12 Marina Boulevard
DBS Asia Central @ Marina Bay Financial Centre Tower 3
Singapore 018982
Tel: +65 6878 8973
Fax: +65 6225 6783
Attention: Eng-Kwok Seat Moey/Joyce Foo/Kelvin Wong

J.P. Morgan (S.E.A.) Limited

168 Robinson Road
17th Floor, Capital Tower
Singapore 068912
Tel: +65 6882 1837
Fax: +65 6882 1589
Attention: Yeo Hong-Ping/Chua Teck Wee/Lim Jiongting

Ladies and Gentlemen:

This letter is delivered in connection with our participation in the renounceable underwritten rights issue (the "**Rights Issue**") by the Manager of new units in Ascott Residence Trust ("**Ascott REIT**", and the new units in Ascott REIT, the "**Rights Units**"), including the rights in nil-paid form to subscribe for Rights Units (the "**Rights**" and, together with the Rights Units, the "**Securities**"). We hereby acknowledge, represent, warrant and agree as follows:

1. We are the beneficial holder of (or acting on account of unitholders beneficially holding) units in Ascott REIT as at the date hereof.
2. We are a "qualified institutional buyer" ("**QIB**") as defined in Rule 144A under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), with full power and authority to make the acknowledgements, representations, warranties and agreements contained herein, and, if we are acquiring the Rights or the Rights Units as a fiduciary or agent for one or more investor accounts, each owner of such account is a QIB, we have sole investment discretion with respect to each such account, and we have full power and authority to make the acknowledgements, representations, warranties and agreements contained herein on behalf of each owner of such account.
3. To the extent we exercise the Rights and subscribe for Rights Units, or apply for excess Rights Units, we will acquire such Rights and Rights Units for our own account, or for the account of one or more QIB(s) as to which we have full investment discretion, in each case for investment purposes, and not with a view to any resale, distribution or other disposition (within the meaning of U.S. securities laws) of the Rights or the Rights Units.
4. Provided that we have returned and duly signed this investor representation letter in a timely manner, we understand that we will receive a copy of the offer information statement (the "**Offer Information Statement**") which the Manager is issuing in connection with the Rights Issue, a copy of which will also be lodged with the Monetary Authority of Singapore and will be publicly available, and our receipt of the Rights, any subscription we may make for the Rights Units and application we may make for excess Rights Units will be subject to and based upon all the terms, conditions, representations, warranties, acknowledgements, agreements and undertakings and other information contained in the Offer Information Statement, its accompanying documents and this letter. We agree that we will hold the Offer Information Statement in confidence, it being understood that the Offer Information Statement will be received by us solely for our use and that we will not duplicate, distribute, forward, transfer or otherwise transmit the Offer Information Statement, any provisional allotment letter relating to the Rights Issue or any other materials concerning the Rights Issue (including electronic copies thereof) to any persons within the United States.
5. We are aware and understand (and each account for which we are acting has been advised and understands) that an investment in the Securities involves a considerable degree of risk and that the Securities are a speculative investment, and further, that no U.S. federal or state or other agency has made any finding or determination as to the fairness of any such investment or any recommendation or endorsement of any such investment.
6. We understand (and each account for which we are acting has been advised and understands) that no action has been or will be taken to permit an offering of the Securities in any jurisdiction (other than the intended lodgement of the Offer Information Statement with the Monetary Authority of Singapore); and we will not offer, resell, pledge or otherwise transfer any of the Rights or Rights Units which we may acquire, or any beneficial interests therein, in any jurisdiction or in any circumstances in which such offer or sale is not

authorised or to any person to whom it is unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any applicable laws and/or regulations.

7. Without limiting the generality of the foregoing, we are aware and understand (and each account for which we are acting has been advised and understands) that (i) the Securities have not been and will not be registered under the Securities Act or under any securities laws of any state or other jurisdiction of the United States, (ii) any offer and sale of the Securities to us is being made in reliance on an exemption from the registration requirements of the Securities Act, and (iii) the Securities are “restricted securities” within the meaning of Rule 144(a)(3) under the Securities Act; and we agree, on our own behalf and on behalf of any accounts for which we are acting, that for so long as the Securities are “restricted securities”, we will not offer, resell, pledge or otherwise transfer any Rights or Rights Units which we may acquire, or any beneficial interests therein, except in an offshore transaction complying with Rule 904 of Regulation S under the Securities Act.
8. To the extent we exercise the Rights and subscribe for Rights Units, or apply for excess Rights Units, we acknowledge and agree that we are not acquiring or subscribing for the Securities as a result of any general solicitation or general advertising (as those terms are defined in Regulation D under the Securities Act). We understand and agree that although offers and sales of the Securities are being made in the United States to QIBs, such offers and sales are not being made under Rule 144A under the Securities Act.
9. To the extent we exercise the Rights and subscribe for Rights Units, or apply for excess Rights Units, we agree not to deposit any Securities into any unrestricted depository facility maintained by any depository bank unless and until such time as the Securities are no longer “restricted securities” within the meaning of Rule 144(a)(3) under the Securities Act.
10. Prior to making any investment decision to exercise the Rights and subscribe for Rights Units, or apply for excess the Rights Units, we (i) will have consulted with our own legal, regulatory, tax, business, investment, financial and accounting advisers in each jurisdiction in connection herewith to the extent we have deemed necessary, (ii) will have been furnished with and will have carefully read and reviewed a copy of the Offer Information Statement and its accompanying documents, (iii) will have possessed all information relating to Ascott REIT, the Manager, the Rights Issue and the Securities which we believe is necessary or appropriate for the purpose of making our investment decision, including, without limitation, the Offer Information Statement and Exchange Information (as defined below), and will have had a reasonable opportunity to ask questions of and receive answers from officers and representatives of the Manager concerning the financial condition and results of operations of Ascott REIT and the purchase of the Securities, and any such questions have been answered to our satisfaction, (iv) will have reviewed all information that we believe is necessary or appropriate in connection with an investment in the Securities and (v) will have conducted our own due diligence on Ascott REIT, the Manager, the Rights Issue and the Securities, will have made our own investment decisions based upon our own judgment, due diligence and advice from such advisers as we have deemed necessary, and will not have relied upon any investigation that DBS Bank Ltd. (“**DBS Bank**”), J.P. Morgan (S.E.A.) Limited (“**J.P. Morgan**”) or any of their respective affiliates or any person acting on their behalf may have conducted with respect to Ascott REIT, the Manager, the Rights Issue or the Securities, nor upon any recommendation, promise, representation or warranty of or view expressed by or on behalf of Ascott REIT, the Manager, DBS Bank, J.P. Morgan or their respective affiliates (including any research reports). For the avoidance of doubt, this Clause shall not be construed as a waiver of any of our rights and protections under applicable securities laws and regulations in relation to the Offer Information Statement.

11. Without limiting the generality of the foregoing, we acknowledge that (i) the Units are listed on the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) and the Manager is therefore required to publish certain business, financial and other information in accordance with the rules and practices of the SGX-ST (the “**Exchange Information**”), which includes, but is not limited to, a description of the nature of Ascott REIT’s business and the Ascott REIT’s most recent balance sheet and profit and loss account, and similar statements for preceding years, and that we have reviewed such Exchange Information as we have deemed necessary or that we are able to obtain or access the Exchange Information without undue difficulty; and (ii) none of the Manager, DBS Bank, J.P. Morgan or any of their respective affiliates, employees, officers, directors or representatives has made any recommendation, promise, representation or warranty to us, express or implied, with respect to Ascott REIT, the Manager, the Rights Issue or the Securities or the accuracy, completeness or adequacy of the Exchange Information.
12. We understand that the Exchange Information has been, and the Offer Information Statement will be, prepared in accordance with content, format and style which is either prescribed by the SGX-ST or under Singapore laws or is customary in rights offerings in Singapore, which differs from the content, format and style customary for similar offerings in the United States. In particular, (i) the Ascott REIT’s financial information contained in the Exchange Information and to be contained in the Offer Information Statement will be prepared in accordance with the Statement of Recommended Accounting Practice 7 “Reporting Framework for Unit Trusts” issued by the Institute of Certified Public Accountants of Singapore, and (ii) with respect to the financial information to be contained in the Offer Information Statement, such financial information is not being prepared for an offering registered with the U.S. Securities and Exchange Commission. We further understand that Ascott REIT has not made a determination as to whether it may be classified as a “passive foreign investment company” (a “**PFIC**”) within the meaning of section 1297 of the U.S. Internal Revenue Code of 1986, as amended, for the current or any future taxable year and will not provide information required for us to make a “qualified election fund” election, and that there may be certain adverse consequences under United States tax laws if Ascott REIT were to be a PFIC in the current or any future taxable year in which we may hold units in Ascott REIT. We understand that a separate determination must be made each year as to Ascott REIT’s PFIC status and are seeking our own advice and will make our own assessment on this matter.
13. We acknowledge that (i) any information that we have received or will receive relating to or in connection with the Rights Issue, and the Securities, including the Offer Information Statement and the Exchange Information (collectively, the “**Information**”), has been or will be prepared solely by the Manager and (ii) that none of DBS Bank, J.P. Morgan or any of their respective affiliates has verified or will verify such Information, and no recommendation, promise, representation or warranty (express or implied) is, has been or will be made or given by DBS Bank, J.P. Morgan or their respective affiliates as to the accuracy, completeness or sufficiency of the Information, and nothing contained in the Information is, or shall be relied upon as, a promise, representation or warranty by any of them or their affiliates.
14. We will not hold DBS Bank, J.P. Morgan or any of their respective affiliates responsible for any misstatements in or omissions to the Information or in any other written or oral information provided by the Manager to us. We acknowledge that no written or oral information relating to the Rights Issue, the Rights and the Rights Units has been or will be provided by DBS Bank, J.P. Morgan or any of their respective affiliates to us.
15. We are a highly sophisticated investor and have such knowledge and experience in financial, business and international investment matters as to be capable of evaluating the merits and risks of an investment in the Securities. We, or any account for which we are acting, have the

financial ability to bear the economic risk of investment in the Securities, have adequate means of providing for our current and contingent needs, have no need for liquidity with respect to any investment we (or such account for which we are acting) may make in the Securities, and are able to sustain a complete loss in connection therewith and we will not look to Ascott REIT, the Manager, DBS Bank or J.P. Morgan, for all or part of any such loss or losses we may suffer. We have no reason to anticipate any change in our circumstances, financial or otherwise, which may cause or require any sale or distribution by us of all or any part of any Securities we may decide to invest in.

16. We understand and acknowledge that DBS Bank and J.P. Morgan are assisting the Manager in respect of the Rights Issue and that DBS Bank and J.P. Morgan are acting solely for Ascott REIT and the Manager and no one else in connection with the Rights Issue and, in particular, are not providing any service to us, making any recommendations to us, advising us regarding the suitability of any transactions we may enter into to subscribe or purchase any Securities nor providing advice to us in relation to Ascott REIT, the Rights Issue or the Securities. Further, to the extent permitted by law, we waive any and all claims, actions, liabilities, damages or demands we may have against DBS Bank and J.P. Morgan arising from their engagement with the Manager.
17. We have full power and authority to execute and deliver this letter, which constitutes our valid and legally binding obligation and is enforceable against us in accordance with its terms.
18. We understand that the foregoing acknowledgments, representations, warranties and agreements have been provided in connection with United States, Singapore and other securities laws. We acknowledge that DBS Bank, J.P. Morgan, the Manager, their respective affiliates and others (including legal counsels to each of the Manager and DBS Bank and J.P. Morgan) will rely upon the truth and accuracy of the foregoing acknowledgements, representations, warranties and agreements and agree that, if at any time before the closing of the Rights Issue or the issuance of the Rights Units, any of the acknowledgements, representations, warranties and agreements made in connection with our exercise of Rights and subscription for Rights Units or application for excess Rights Units is no longer accurate, we shall promptly notify the Manager in writing.
19. We understand that the Manager, DBS Bank and J.P. Morgan and their respective affiliates are entitled to rely upon this letter and are irrevocably authorised to produce this letter or a copy hereof to any interested party in any administrative, arbitration or legal proceeding or official inquiry with respect to the matters covered hereby.
20. We irrevocably authorise any depositary agent, which includes any nominee, custodian or other financial intermediary through which we hold units in Ascott REIT, to provide the Manager and each of DBS Bank and J.P. Morgan with a copy of this letter and such information regarding our identity and unitholding in Ascott REIT (including pertinent account information and details of our identity and contact information) as may be necessary or appropriate to facilitate our receipt or exercise of Rights or purchase of Rights Units.
21. For the purposes of the above acknowledgements, representations, warranties and agreements, the words “we”, “us”, “our” and similar words shall refer to ourselves and each account for which we are acting as if such acknowledgements, representations, warranties and agreements was made by us and each such account as principal.
22. This letter shall be governed by, and construed in accordance with, the laws of the State of New York without regard to the conflict provisions thereof. The parties irrevocably agree to waive trial by jury in any action, proceeding, claim or counterclaim brought by or on behalf of either party related to or arising out of this letter agreement or the performance of services hereunder.

23. We, and each account on whose behalf we are acting, irrevocably submit to the exclusive jurisdiction of any New York State or United States federal court sitting in the Borough of Manhattan, The City of New York over any suit, action or proceeding arising out of or relating to this letter agreement. We, and each account on whose behalf we are acting, irrevocably waive, to the fullest extent permitted by law, any objection which they may now or hereafter have to the laying of venue of any such suit, action or proceeding brought in such a court and any claim that any such suit, action or proceeding brought in such a court has been brought in an inconvenient forum. To the extent that we, or any account on whose behalf we are acting, have or hereafter may acquire any immunity (on the grounds of sovereignty or otherwise) from the jurisdiction of any court or from any legal process with respect to itself or its property, such party irrevocably waives, to the fullest extent permitted by law, such immunity in respect of any such suit, action or proceeding.

Very truly yours,

By Institution:

Signature:

Name:

Title:

Institution's Address

Daytime Telephone Number:

If signing on behalf of another person, please indicate the capacity in which signed:

Name, address and contact details of the depository agent, financial intermediary or custodian through which Units are held:

Please note that this QIB Investor Representation Letter does not represent an order to subscribe for or purchase Securities.

PROCEDURES FOR ACCEPTANCE, PAYMENT, RENUNCIATION AND EXCESS APPLICATION BY ELIGIBLE UNITHOLDERS

1. INTRODUCTION

- 1.1 Eligible Unitholders are entitled to receive this Offer Information Statement and the ARE which forms part of this Offer Information Statement. For the purposes of this Offer Information Statement, any reference to an application by way of an Electronic Application without reference to such an Electronic Application being made through an ATM of a Participating Bank shall, where the Eligible Unitholder is a Depository Agent, be taken to include an application made via the SGX-SSH Service.
- 1.2 The Rights Entitlements are governed by the terms and conditions of this Offer Information Statement, (if applicable) the Trust Deed and the instructions in the ARE.

The number of Rights Entitlements allotted to each Eligible Unitholder is indicated in the ARE (fractional entitlements (if any) having been disregarded). The Securities Accounts of Eligible Unitholders have been credited by CDP with the Rights Entitlements as indicated in the ARE. Eligible Unitholders may accept their Rights Entitlements in whole or in part and are eligible to apply for Excess Rights Units under the Rights Issue. Full instructions for the acceptance of and payment for the Rights Entitlements and payment for Excess Rights Units are set out in the Offer Information Statement as well as the ARE.

- 1.3 If an Eligible Unitholder wishes to accept his Rights Entitlements specified in the ARE, in full or in part, and (if applicable) apply for Excess Rights Units in addition to the Rights Entitlements allotted to him, he may do so by completing and signing the relevant sections of the ARE or by way of an Electronic Application. An Eligible Unitholder should ensure that the ARE is accurately completed and signed, failing which the acceptance of the Rights Entitlements and (if applicable) application for Excess Rights Units may be rejected.

For and on behalf of the Manager, CDP reserves the right to refuse to accept any acceptance(s) and (if applicable) excess application(s) if the ARE is not accurately completed and signed or if the "Free Balance" of the relevant Securities Account is not credited with, or is credited with less than, the relevant number of Rights Entitlements accepted as at the last date and time for acceptance, application and payment or for any other reason(s) whatsoever the acceptance and (if applicable) the excess application is in breach of the terms of the ARE or the Offer Information Statement, at CDP's absolute discretion, and to return all monies received to the person(s) entitled thereto **BY CREDITING HIS/THEIR BANK ACCOUNT(S) WITH THE RELEVANT PARTICIPATING BANK** (if he/they accept and (if applicable) apply through an ATM of a Participating Bank) or **BY MEANS OF A CROSSED CHEQUE SENT BY ORDINARY POST**, as the case may be, (in each case) **AT HIS/THEIR OWN RISK** or in such other manner as he/they may have agreed with CDP for the payment of any cash distributions without interest or any share of revenue or other benefit arising therefrom (if he/they accept and (if applicable) apply through CDP).

AN ELIGIBLE UNITHOLDER MAY ACCEPT HIS RIGHTS ENTITLEMENTS SPECIFIED IN HIS ARE AND (IF APPLICABLE) APPLY FOR EXCESS RIGHTS UNITS EITHER THROUGH CDP AND/OR BY WAY OF AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK AS DESCRIBED BELOW. WHERE AN ELIGIBLE UNITHOLDER IS A DEPOSITORY AGENT, IT MAY MAKE ITS ACCEPTANCE AND EXCESS APPLICATION (IF APPLICABLE) VIA THE SGX-SSH SERVICE.

Where an acceptance, application and/or payment does not conform strictly to the terms set out under this Offer Information Statement, the ARE, the ARS and/or any other application form for the Rights Units and/or excess Rights Units in relation to the Rights Issue, or is illegible, incomplete, incorrectly completed, unsigned, signed but not in its originality or is accompanied by an improperly or insufficiently drawn remittance, or does not comply with the instructions for Electronic Application, or where the “Free Balance” of the Eligible Unitholder’s Securities Account is not credited with or is credited with less than the relevant number of Rights Entitlements accepted as at the last date and time for acceptance of and excess application and payment for the Rights Units, the Manager and/or CDP may, at their/its absolute discretion, reject or treat as invalid any such acceptance, application, payment and/or other process of remittances at any time after receipt in such manner as they/it may deem fit.

The Manager and CDP shall be entitled to process each application submitted for the acceptance of Rights Entitlements, and where applicable, application of Excess Rights Units in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Eligible Unitholder, on its own, without regard to any other application and payment that may be submitted by the same Eligible Unitholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid; evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid acceptance of Rights Entitlements and (if applicable) application for Excess Rights Units.

- 1.4 Persons who have previously bought their Units under the CPF Investment Scheme – Ordinary Account (collectively, “CPFIS Members”) can only use, subject to applicable CPF rules and regulations, their CPF account savings (“CPF Funds”) for the payment of the Issue Price to accept their provisional allotments of Rights Entitlements and (if applicable) apply for excess Rights Units. CPFIS Members who wish to accept their provisional allotments of Rights Entitlements and (if applicable) apply for excess Rights Units using CPF Funds will need to instruct their respective approved banks, where such CPFIS Members hold their CPF Investment Accounts, to accept the Rights Entitlements and (if applicable) apply for the excess Rights Units on their behalf in accordance with this Offer Information Statement. In the case of insufficient CPF Funds or stock limit, CPFIS Members could top-up cash into their CPF Investment Accounts before instructing their respective approved CPF agent banks to accept the Rights Entitlements and (if applicable) apply for excess Rights Units. Any acceptance and (if applicable) application made directly to CDP, Electronic Applications at ATMs of the Participating Banks, the Unit Registrar and/or the Manager will be rejected. CPF Funds cannot, however, be used for the purchase of provisional allotments of Rights Entitlements directly from the market.**

SRS investors who had purchased Units using their SRS Accounts and who wish to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units can only do so, subject to applicable SRS rules and regulations, using monies standing to the credit of their respective SRS Accounts. Such Unitholders who wish to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units using SRS monies, must instruct the relevant approved banks in which they hold their SRS Accounts to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units on their behalf. Such Unitholders who have insufficient funds in their SRS Accounts may, subject to the SRS contribution cap, deposit cash into their SRS Accounts with their approved banks before instructing their respective approved banks to accept their Rights Entitlements and/or apply for Excess Rights Units. SRS investors are advised to provide their respective approved banks in which they hold their SRS Accounts with the appropriate instructions no later than the deadlines set by their respective approved banks in order for their respective approved banks to make

the relevant acceptance and (if applicable) application on their behalf by the Closing Date. Any acceptance and/or application made directly through CDP, Electronic Applications at ATMs of the Participating Banks, the Unit Registrar and/or the Manager will be rejected. For the avoidance of doubt, monies in SRS Accounts may not be used for the purchase of the Rights Entitlements directly from the market.

- 1.5 Unless expressly provided to the contrary in this Offer Information Statement, the ARE and/or the ARS with respect to enforcement against Eligible Unitholders or their renounees, a person who is not a party to any contracts made pursuant to this Offer Information Statement, the ARE or the ARS has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore, to enforce any term of such contracts. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

2. MODE OF ACCEPTANCE AND APPLICATION

2.1 Acceptance/Application by way of Electronic Application through an ATM of a Participating Bank

Instructions for Electronic Applications through ATMs to accept the Rights Entitlements or (if applicable) to apply for Excess Rights Units will appear on the ATM screens of the respective Participating Banks. Please refer to **Appendix D** of this Offer Information Statement for the additional terms and conditions for Electronic Applications through an ATM of a Participating Bank.

IF AN ELIGIBLE UNITHOLDER MAKES AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK, HE WOULD HAVE IRREVOCABLY AUTHORISED THE PARTICIPATING BANK TO DEDUCT THE FULL AMOUNT PAYABLE FROM HIS BANK ACCOUNT WITH SUCH PARTICIPATING BANK IN RESPECT OF SUCH APPLICATION. IN THE CASE OF AN ELIGIBLE UNITHOLDER WHO HAS ACCEPTED THE RIGHTS ENTITLEMENTS BY WAY OF THE ARE AND/OR THE ARS AND/OR HAS APPLIED FOR EXCESS RIGHTS UNITS BY WAY OF THE ARE AND ALSO BY WAY OF AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK, THE MANAGER AND/OR CDP SHALL BE AUTHORISED AND ENTITLED TO ACCEPT HIS INSTRUCTIONS IN WHICHEVER MODE OR COMBINATION AS THE MANAGER AND/OR CDP MAY, IN THEIR ABSOLUTE DISCRETION, DEEM FIT.

2.2 Acceptance/Application through CDP

If the Eligible Unitholder wishes to accept the Rights Entitlements and (if applicable) apply for Excess Rights Units through CDP, he must:

- (a) complete and sign the ARE. In particular, he must state in Part (A) of Section II of the ARE the number of Rights Units accepted, in Part (B) of Section II of the ARE the number of Excess Rights Units applied for and in Section II of the ARE the respective and total amounts to be made payable to **“CDP – ART RIGHTS ISSUE ACCOUNT”**; and

- (b) deliver the duly completed and original signed ARE accompanied by **A SINGLE REMITTANCE** for the full amount payable for the relevant number of Rights Entitlements accepted and (if applicable) Excess Rights Units applied for:
- (i) by hand to **ASCOTT RESIDENCE TRUST MANAGEMENT LIMITED, AS MANAGER OF ASCOTT RESIDENCE TRUST, C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 4 SHENTON WAY, #02-01, SGX CENTRE 2, SINGAPORE 068807**; or
 - (ii) by post, **AT THE SENDER'S OWN RISK**, in the self-addressed envelope provided, to **ASCOTT RESIDENCE TRUST MANAGEMENT LIMITED, AS MANAGER OF ASCOTT RESIDENCE TRUST, C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147**,

in each case so as to arrive not later than **5.00 P.M. on 3 DECEMBER 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager).

The payment for the relevant number of Rights Entitlements accepted and (if applicable) Excess Rights Units applied for at the Issue Price must be made in Singapore currency in the form of a Cashier's Order or a Banker's Draft drawn on a bank in Singapore and made payable to "**CDP – ART RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the name and Securities Account number of the Eligible Unitholder clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft.

NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORM OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.

FOR SRS INVESTORS AND INVESTORS WHO HOLD UNITS THROUGH FINANCE COMPANIES OR DEPOSITORY AGENTS, ACCEPTANCES OF THE RIGHTS ENTITLEMENTS AND (IF APPLICABLE) APPLICATIONS FOR EXCESS RIGHTS UNITS MUST BE DONE THROUGH THE RELEVANT APPROVED BANKS IN WHICH THEY HOLD THEIR SRS ACCOUNTS AND THE RESPECTIVE FINANCE COMPANIES OR DEPOSITORY AGENTS, RESPECTIVELY. SUCH INVESTORS ARE ADVISED TO PROVIDE THEIR RESPECTIVE BANKS IN WHICH THEY HOLD THEIR SRS ACCOUNTS, FINANCE COMPANIES OR DEPOSITORY AGENTS, AS THE CASE MAY BE, WITH THE APPROPRIATE INSTRUCTIONS NO LATER THAN THE DEADLINES SET BY THEM IN ORDER FOR SUCH INTERMEDIARIES TO MAKE THE RELEVANT ACCEPTANCE AND (IF APPLICABLE) APPLICATION ON THEIR BEHALF BY THE CLOSING DATE. ANY ACCEPTANCE AND/OR APPLICATION MADE DIRECTLY THROUGH CDP, ELECTRONIC APPLICATIONS AT ATMS OF PARTICIPATING BANKS, THE UNIT REGISTRAR AND/OR THE MANAGER WILL BE REJECTED.

WHERE AN ELIGIBLE UNITHOLDER IS A DEPOSITORY AGENT, IT MAY MAKE ITS ACCEPTANCE VIA THE SGX-SSH SERVICE.

2.3 Acceptance through the SGX-SSH Service (for Depository Agents only)

Depository Agents may accept Rights Entitlements and (if applicable) apply for Excess Rights Units through the SGX-SSH Service provided by CDP as listed in Schedule 3 of the Terms and Conditions for User Services for Depository Agents. CDP has been authorised by the Manager to receive acceptances and (if applicable) applications on its behalf. Such acceptances and (if applicable) applications will be deemed irrevocable and subject to each of the terms and conditions contained in the ARE and the Offer Information Statement as if the ARE had been completed and submitted to CDP.

2.4 Insufficient Payment

If no remittance is attached or the remittance attached is less than the full amount payable for the Rights Entitlements accepted by the Eligible Unitholder and (if applicable) the Excess Rights Units applied for by the Eligible Unitholder, the attention of the Eligible Unitholder is drawn to paragraphs 1.3 and 5.2 of this **Appendix C** which set out the circumstances and manner in which the Manager and CDP shall be authorised and entitled to determine and appropriate all amounts received by CDP on the Manager's behalf whether under the ARE, the ARS or any other application form for Rights Units in relation to the Rights Issue.

2.5 Acceptance of Part of Rights Entitlements and Trading of Rights Entitlements

An Eligible Unitholder may choose to accept his Rights Entitlements specified in the ARE in full or in part. If an Eligible Unitholder wishes to accept part of his Rights Entitlements and trade the balance of his Rights Entitlements on the SGX-ST, he should:

- (a) complete and sign the ARE for the number of Rights Entitlements which he wishes to accept and submit the signed ARE together with payment in the prescribed manner as described above to CDP; or
- (b) accept and subscribe for that part of his Rights Entitlements by way of Electronic Application(s) in the prescribed manner as described in paragraph 2.1 or 2.3 above.

The balance of his Rights Entitlements may be sold as soon as dealings therein commence on the SGX-ST.

Eligible Unitholders who wish to trade all or part of their Rights Entitlements on the SGX-ST during the Rights Entitlements trading period should note that the Rights Entitlements will be tradable in board lots of 1,000 Rights Entitlements, or any other board lot size which the SGX-ST may require. Such Eligible Unitholders may start trading in their Rights Entitlements as soon as dealings therein commence on the SGX-ST. Eligible Unitholders who wish to trade in lot sizes other than mentioned above may do so in the Unit Share Market of the SGX-ST during the Rights Entitlements trading period.

2.6 Sale of Rights Entitlements

The ARE need not be forwarded to the purchasers of the Rights Entitlements ("**Purchasers**") as arrangements will be made by CDP for separate ARS to be issued to the Purchasers. Purchasers should note that CDP will, on behalf of the Manager, send the ARS, accompanied by this Offer Information Statement and other accompanying documents, **BY ORDINARY POST AND AT THE PURCHASERS' OWN RISK**, to their respective Singapore addresses as maintained in the records of CDP. Purchasers should ensure that their ARS are accurately completed and signed, failing which their acceptances of the Rights Entitlements may be rejected. Purchasers who do not receive the ARS, accompanied by this Offer Information

Statement and other accompanying documents, may obtain the same from CDP or the Unit Registrar, for the period up to **5.00 P.M. on 3 DECEMBER 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager).

This Offer Information Statement and its accompanying documents will not be despatched to Purchasers whose registered addresses with CDP are not in Singapore (“**Foreign Purchasers**”). Subject to compliance with applicable laws, Foreign Purchasers who wish to accept the Rights Entitlements credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

PURCHASERS SHOULD INFORM THEIR FINANCE COMPANIES OR DEPOSITORY AGENTS IF THEIR PURCHASES OF SUCH RIGHTS ENTITLEMENTS ARE SETTLED THROUGH THESE INTERMEDIARIES. IN SUCH INSTANCES, IF THE PURCHASERS WISH TO ACCEPT THE RIGHTS ENTITLEMENTS REPRESENTED BY THE RIGHTS ENTITLEMENTS PURCHASED, THEY WILL NEED TO GO THROUGH THESE INTERMEDIARIES, WHO WILL THEN ACCEPT THE RIGHTS ENTITLEMENTS ON THEIR BEHALF.

2.7 Renunciation of Rights Entitlements

Eligible Unitholders who wish to renounce in full or in part their Rights Entitlements in favour of a third party should complete the relevant transfer forms with CDP (including any accompanying documents as may be required by CDP) for the number of Rights Entitlements which they wish to renounce. Such renunciation shall be made in accordance with the “Terms and Conditions for Operations of Securities Accounts with CDP”, as the same may be amended from time to time, copies of which are available from CDP. As CDP requires at least three (3) Market Days to effect such renunciation, Eligible Unitholders who wish to renounce are advised to do so early to allow sufficient time for CDP to send the ARS and other accompanying documents, for and on behalf of the Manager, to the renounee by ordinary post and **AT HIS OWN RISK**, to his Singapore address as maintained in the records of CDP, and for the renounee to accept his Rights Entitlements. The last date and time for acceptance of the Rights Entitlements and payment for the Rights Units by the renounee is **5.00 P.M. on 3 DECEMBER 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager).

2.8 Acceptance/Application using CPF Funds

Unitholders participating under the CPFIS – Ordinary Account must use, subject to applicable CPF rules and regulations, monies standing to the credit of their respective CPF Investment Accounts to pay for the acceptance of their Rights Entitlements and (if applicable) application for Excess Rights Units, if they have previously bought their Units using their CPF Funds.

Such Unitholders who wish to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units using CPF Funds must have sufficient funds in their CPF Investment Accounts and must instruct their respective approved banks, where such Unitholders hold their CPF Investment Accounts, to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units on their behalf in accordance with this Offer Information Statement.

Such Unitholders who have insufficient funds in their CPF Investment Accounts may deposit cash into their CPF Investment Accounts with their approved banks to enable them to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units. CPF Funds may not, however, be used for the purchase of the Rights Entitlements directly from the market.

2.9 Acceptance/Application using SRS Funds

Unitholders with SRS Accounts must use, subject to applicable SRS rules and regulations, monies standing to the credit of their respective SRS Accounts to pay for the acceptance of their Rights Entitlements and (if applicable) application for Excess Rights Units.

Such Unitholders who wish to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units using SRS monies will need to instruct the relevant approved banks in which they hold their SRS Accounts (“**SRS Banks**”) to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units on their behalf and make sure that they have sufficient funds in their SRS Accounts to pay for the number of Rights Units (including, if applicable, the Excess Rights Units) for which they intend to subscribe. They may also partially accept their Rights Entitlements and/or instruct their respective brokers to sell their Rights Entitlements held under their SRS Accounts during the Rights Entitlements trading period on the SGX-ST.

Unitholders who have insufficient funds in their SRS Accounts to fully accept their Rights Entitlements and/or apply for Excess Rights Units and who have:

- (a) **not reached their SRS contribution cap** may, subject to the SRS contribution cap, deposit cash into their SRS Accounts and (i) instruct their respective SRS Banks to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units on their behalf, to the extent of the funds available in their SRS Accounts, and/or (ii) to the extent that there are insufficient funds in their SRS Accounts after the said deposit to fully accept their Rights Entitlements, instruct their respective brokers to sell their Rights Entitlements during the Rights Entitlements trading period on the SGX-ST.
- (b) **reached their SRS contribution cap** may instruct their respective SRS Banks to (i) accept their Rights Entitlements and (if applicable) apply for Excess Rights Units to the extent of the funds available in their SRS Accounts, and/or (ii) to the extent that there are insufficient funds in their SRS Accounts to fully accept their Rights Entitlements, instruct their respective brokers to sell their Rights Entitlements during the Rights Entitlements trading period on the SGX-ST.

If a Unitholder instructs the relevant SRS Bank to subscribe for Rights Units and (if applicable) apply for Excess Rights Units offered under the Rights Issue and he does not have sufficient funds in his SRS Account to pay for the number of Rights Units which he intends to subscribe, his acceptance of Rights Entitlements under the Rights Issue and, if applicable, application for Excess Rights Units will be made in part to the extent of the funds available in his SRS Account with the balance rejected.

SRS monies may not be used for the purchase of Rights Entitlements directly from the market.

Any acceptance of Rights Entitlements and (if applicable) application for Excess Rights Units made by the above-mentioned Unitholders directly through CDP, Electronic Applications at ATMs of the Participating Banks, the Unit Registrar and/or the Manager will be rejected.

2.10 Acceptance/Application via Finance Company and/or Depository Agent

Unitholders who hold Units through a finance company and/or Depository Agent must instruct the relevant finance company and/or Depository Agent to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units on their behalf in accordance with this Offer Information Statement.

Any acceptance and (if applicable) application made by the above-mentioned Unitholders directly through CDP, Electronic Applications at ATMs of Participating Banks, the Unit Registrar and/or the Manager will be rejected.

2.11 Return of Surplus Application Monies

In the case of applications for Excess Rights Units, if no Excess Rights Units are allotted to an Eligible Unitholder or if the number of Excess Rights Units allotted to an Eligible Unitholder is less than that applied for, the amount paid on application or the surplus application monies, as the case may be, will be refunded to the Eligible Unitholder without interest or any share of revenue or other benefit arising therefrom within 14 days after the Closing Date, at the Eligible Unitholder's own risk by any one or a combination of the following: (i) by crediting the Eligible Unitholder's bank account with the relevant Participating Bank if the Eligible Unitholder accepts and (if applicable) applies through an ATM of a Participating Bank, the receipt by such bank being a good discharge to the Manager and CDP of their obligations, if any, thereunder; or (ii) by means of a crossed cheque drawn in Singapore currency on a bank in Singapore and sent **BY ORDINARY POST AT THE ELIGIBLE UNITHOLDER'S OWN RISK** to the Eligible Unitholder's mailing address as recorded with CDP or in such other manner as the Eligible Unitholder may have agreed with CDP for the payment of any cash distributions, if the Eligible Unitholder accepts and (if applicable) applies through CDP.

3. COMBINATION APPLICATION

In the event that the Eligible Unitholder or the Purchaser accepts the Rights Entitlements by way of the ARE and/or the ARS and/or has applied for Excess Rights Units by way of the ARE and also by way of Electronic Application(s), the Manager and/or CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Manager and/or CDP may, in their/its absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Eligible Unitholder and the Purchaser shall be regarded as having irrevocably authorised the Manager and/or CDP to apply all amounts received whether under the ARE, the ARS and (if applicable) any other acceptance of Rights Entitlements and/or application for Excess Rights Units (including an Electronic Application(s)) in whichever mode or combination as the Manager and/or CDP may, in their/its absolute discretion, deem fit.

4. ILLUSTRATIVE EXAMPLES

As an illustration, if an Eligible Unitholder has 5,000 Units standing to the credit of his Securities Account as at the Rights Issue Books Closure Date, the Eligible Unitholder will be provisionally allotted 1,000 Rights Entitlements as set out in his ARE. The Eligible Unitholder's alternative courses of action, and the necessary procedures to be taken under each course of action, are summarised below:

Alternatives Procedures to be taken

Alternatives

- (a) Accept his entire 1,000 Rights Entitlements and (if applicable) apply for Excess Rights Units

Procedures to be taken

By way of Electronic Application

- (1) Accept his entire 1,000 Rights Entitlements and (if applicable) apply for Excess Rights Units by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager); or

Through CDP

- (2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance in full of his 1,000 Rights Entitlements and (if applicable) the number of Excess Rights Units applied for and forward the original signed ARE together with a single remittance for S\$1,000.00 (or, if applicable, such higher amount in respect of the total number of Rights Entitlements accepted and Excess Rights Units applied for) by way of a Cashier's Order or Banker's Draft drawn in Singapore currency on a bank in Singapore, and made payable to "**CDP – ART RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" for the full amount due on acceptance and (if applicable) application, by hand to **ASCOTT RESIDENCE TRUST MANAGEMENT LIMITED, AS MANAGER OF ASCOTT RESIDENCE TRUST, C/O THE CENTRAL DEPOSITORY (PTE) LIMITED** at **4 SHENTON WAY, #02-01, SGX CENTRE 2, SINGAPORE 068807** or by post, **AT HIS OWN RISK**, in the self-addressed envelope provided to **ASCOTT RESIDENCE TRUST MANAGEMENT LIMITED, AS MANAGER OF ASCOTT RESIDENCE TRUST, C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** so as to arrive not later than **5.00 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager), and with the name and Securities Account number of the Eligible Unitholder clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft.

Alternatives

Procedures to be taken

NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.

- (b) Accept a portion of his Rights Entitlements, for example 500 of his 1,000 Rights Entitlements, not apply for Excess Rights Units and trade the balance on the SGX-ST

By way of Electronic Application

- (1) Accept 500 of his 1,000 Rights Entitlements by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager); or

Through CDP

- (2) Complete and sign the ARE in accordance with the instructions contained therein for the acceptance of his 500 of his 1,000 Rights Entitlements, and forward the original signed ARE, together with a single remittance for S\$500.00 in the prescribed manner described in alternative (a)(2) above, to CDP, so as to arrive not later than **5.00 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager).

The balance of the 500 Rights Entitlements which are not accepted by the Eligible Unitholder may be traded on the SGX-ST during the Rights Entitlements trading period. **Eligible Unitholders should note that the Rights Entitlements will be tradable in the ready market, with each board lot comprising 1,000 Rights Entitlements. Eligible Unitholders who wish to trade in other lot sizes can do so on the SGX-ST's Unit Share Market during the Rights Entitlements trading period.**

- (c) Accept a portion of his Rights Entitlements, for example 500 of his 1,000 Rights Entitlements, and reject the balance.

By way of Electronic Application

- (1) Accept 500 of his 1,000 Rights Entitlements by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager); or

Alternatives

Procedures to be taken

Through CDP

- (2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance of his 500 Rights Entitlements, and forward the ARE, together with a single remittance for S\$500.00 in the prescribed manner described in alternative (a)(2) above, to CDP, so as to arrive not later than **5.00 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager).

The balance of his 500 Rights Entitlements which is not accepted by the Eligible Unitholder will automatically lapse and cease to be available for acceptance by that Eligible Unitholder if an acceptance is not made through an ATM of a Participating Bank by **9.30 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager), or if an acceptance is not made through CDP by **5.00 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager).

5. TIMING AND OTHER IMPORTANT INFORMATION

5.1 Timing

THE LAST TIME AND DATE FOR ACCEPTANCE OF RIGHTS ENTITLEMENTS AND (IF APPLICABLE) APPLICATION FOR EXCESS RIGHTS UNITS AND PAYMENT FOR THE RIGHTS UNITS IN RELATION TO THE RIGHTS ISSUE IS:

- (A) **9.30 P.M. ON 3 DECEMBER 2013 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE MANAGER) IF AN ACCEPTANCE OF THE RIGHTS ENTITLEMENTS AND (IF APPLICABLE) AN APPLICATION FOR EXCESS RIGHTS UNITS AND PAYMENT IS MADE THROUGH AN ATM OF A PARTICIPATING BANK; OR**
- (B) **5.00 P.M. ON 3 DECEMBER 2013 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE MANAGER) IF AN ACCEPTANCE OF THE RIGHTS ENTITLEMENTS AND (IF APPLICABLE) AN APPLICATION FOR EXCESS RIGHTS UNITS AND PAYMENT IS MADE THROUGH CDP OR SGX-SSH SERVICE.**

If acceptance of Rights Entitlements and (if applicable) application for Excess Rights Units and payment in the prescribed manner as set out in this Offer Information Statement, the ARE and the ARS (as the case may be) is not received through an ATM of the Participating Banks by **9.30 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager) or through CDP by **5.00 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager) from any Eligible Unitholder or Purchaser, the Rights Entitlements that have been offered shall be deemed to have been declined and shall

forthwith lapse and become void, and such Rights Entitlements not so accepted will be used to satisfy applications for Excess Rights Units, if any, or be otherwise dealt with in such manner as the Manager may, in its absolute discretion, deem fit, in the interests of Ascott REIT. All monies received subsequent to the dates and times specified above will be returned by CDP for and on behalf of the Manager to the Eligible Unitholders or the Purchasers, as the case may be, without interest or any share of revenue or other benefit arising therefrom, by ordinary post **AT THE ELIGIBLE UNITHOLDER'S OR PURCHASER'S OWN RISK (AS THE CASE MAY BE)** to their mailing address as maintained in the records of CDP.

IF ANY ELIGIBLE UNITHOLDER OR PURCHASER (AS THE CASE MAY BE) IS IN ANY DOUBT AS TO THE ACTION HE SHOULD TAKE, HE SHOULD CONSULT HIS STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS IMMEDIATELY.

5.2 Appropriation

Without prejudice to paragraph 1.3 of this Appendix, an Eligible Unitholder should note that:

- (a) by accepting his Rights Entitlements and/or applying for Excess Rights Units, he acknowledges that, in the case where:
 - (i) the amount of remittance payable to the Manager in respect of his acceptance of the Rights Entitlements and (if applicable) in respect of his application for Excess Rights Units as per the instructions received by CDP whether under the ARE, the ARS and/or in any other application form for Rights Units in relation to the Rights Issue differs from the amount actually received by CDP; or
 - (ii) the amounts as stated in Parts (A) and (B) of Section II in the ARE, the ARS and/or in any other application form for Rights Units in relation to the Rights Issue differs from the amount received by CDP, or otherwise payable by him in respect of his acceptance of the Rights Entitlements and (if applicable) in respect of his application for the Excess Rights Units,

the Manager and CDP shall be authorised and entitled to determine and appropriate all amounts received by CDP on the Manager's behalf for each application on its own whether under the ARE, the ARS and/or any other application form for Rights Units in relation to the Rights Issue as follows: firstly, towards payment of all amounts payable in respect of his acceptance of the Rights Units; and secondly, (if applicable) towards payment of all amounts payable in respect of his application for Excess Rights Units. The determination and appropriation by the Manager and CDP shall be conclusive and binding;

- (b) if he has attached a remittance to the ARE, the ARS and/or any other application form for Rights Units made through CDP, he would have irrevocably authorised the Manager and CDP, in applying the amounts payable for his acceptance of the Rights Entitlements and (if applicable) his application for Excess Rights Units, to apply the amount of the remittance which is attached to the ARE, the ARS and/or any other application form for Rights Units in relation to the Rights Issue made through CDP; and
- (c) in the event that the Eligible Unitholder accepts the Rights Entitlements by way of the ARE and/or the ARS and/or has applied for Excess Rights Units by way of the ARE and also by way of an Electronic Application, the Manager and/or CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Manager and/or CDP may, in their/its absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Eligible Unitholder shall be deemed

as having irrevocably authorised the Manager and/or CDP to apply all amounts received whether under the ARE, the ARS and/or any other acceptance and/or application for Rights Units (including Electronic Application(s)) in whichever mode or combination as the Manager and/or CDP may, in their/its absolute discretion, deem fit.

5.3 Availability of Excess Rights Units

The Excess Rights Units available for application are subject to the terms and conditions contained in the ARE, this Offer Information Statement and (if applicable) the Trust Deed. Applications for Excess Rights Units will, at the Directors' absolute discretion, be satisfied from such Rights Units as are not validly taken up by the Eligible Unitholders, the original allottee(s) or their respective renouncee(s) or the Purchaser(s) of the Rights Entitlements together with the aggregated fractional entitlements to the Rights Units, any unsold Rights Entitlements (if any) of Foreign Unitholders and any Rights Units that are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in the ARE, this Offer Information Statement and (if applicable) the Trust Deed. In the event that applications are received by the Manager for more Excess Rights Units than are available, the Excess Rights Units available will be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of Ascott REIT. **CDP TAKES NO RESPONSIBILITY FOR ANY DECISION THAT THE DIRECTORS MAY MAKE.** In the allotment of Excess Rights Units, preference will be given to the rounding of odd lots. Each of TAL, the Subscribing Entities, other Substantial Unitholders who have control or influence over the Manager in connection with the day-to-day affairs of the Manager or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board and Directors will rank last in priority for the rounding of odd lots and allotment of Excess Rights Units. The Manager reserves the right to refuse any application for Excess Rights Units, in whole or in part, without assigning any reason whatsoever. In the event that the number of Excess Rights Units allotted to an Eligible Unitholder is less than the number of Excess Rights Units applied for, the Eligible Unitholder shall be deemed to have accepted the number of Excess Rights Units actually allotted to him.

If no Excess Rights Units are allotted or if the number of Excess Rights Units allotted is less than that applied for, the amount paid on application or the surplus application monies, as the case may be, will be refunded to such Eligible Unitholders, without interest or any share of revenue or other benefit arising therefrom, within 14 days after the Closing Date, by crediting their bank accounts with the relevant Participating Bank **AT THEIR OWN RISK** (if they had applied for Excess Rights Units by way of an Electronic Application through an ATM of a Participating Bank), the receipt by such banks being a good discharge to the Manager and CDP of their obligations, if any, thereunder, or by means of a crossed cheque in Singapore currency on a bank in Singapore and sent **BY ORDINARY POST AT THEIR OWN RISK** to their mailing address as maintained in the records of CDP or in such other manner as they may have agreed with CDP for the payment of any cash distributions (if they had applied for Excess Rights Units through CDP).

5.4 Deadlines

It should be particularly noted that unless:

- (a) acceptance of Rights Entitlements is made by the Eligible Unitholders or the Purchasers (as the case may be) by way of an Electronic Application through an ATM of a Participating Bank and payment of the full amount payable for such Rights Units is effected by **9.30 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager); or

- (b) the duly completed and original signed ARE or ARS accompanied by a single remittance for the full amount payable for the relevant number of Rights Entitlements accepted and (if applicable) Excess Rights Units applied for at the Issue Price, made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**CDP – ART RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the names and Securities Account numbers of the Eligible Unitholders or the Purchasers (as the case may be) clearly written in block letters on the reverse side of the Cashier's order or Banker's Draft is submitted by hand to **ASCOTT RESIDENCE TRUST MANAGEMENT LIMITED, AS MANAGER OF ASCOTT RESIDENCE TRUST, C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 4 SHENTON WAY, #02-01, SGX CENTRE 2, SINGAPORE 068807** or by post in the self-addressed envelope provided, at the sender's own risk, to **ASCOTT RESIDENCE TRUST MANAGEMENT LIMITED, AS MANAGER OF ASCOTT RESIDENCE TRUST, C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** by **5.00 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager); or
- (c) acceptance is made by a Depository Agent via the SGX-SSH Service and payment in Singapore currency by way of telegraphic transfer by the Depository Agent for the Rights Units is effected by **5.00 p.m. on 3 December 2013** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Manager),

the Rights Entitlements will be deemed to have been declined and shall forthwith lapse and become void and cease to be capable of acceptance.

All monies received in connection therewith will be returned to the Eligible Unitholders or the Purchasers (as the case may be) without interest or any share of revenue or other benefit arising therefrom **BY ORDINARY POST** and at the **ELIGIBLE UNITHOLDER'S OR PURCHASER'S OWN RISK (AS THE CASE MAY BE)** to their mailing addresses as maintained in the records of CDP.

ACCEPTANCES AND/OR APPLICATIONS ACCOMPANIED BY ANY OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL NOT BE ACCEPTED.

5.5 Confirmation Note

A confirmation note confirming the date of issue and the number of Rights Units issued will be issued by the Manager or the agent appointed by the Manager to CDP. Upon crediting of the Rights Units and Excess Rights Units, CDP will send to Eligible Unitholders and/or Purchasers, **BY ORDINARY POST AND AT THEIR OWN RISK**, notification letters showing the number of Rights Units and Excess Rights Units credited to their Securities Accounts.

5.6 General

For reasons of confidentiality, CDP will not entertain telephone enquiries relating to the number of Rights Entitlements provisionally allotted to an Eligible Unitholder's Securities Account. An Eligible Unitholder can verify the number of Rights Entitlements provisionally allotted and credited to his Securities Account online if he has registered for CDP Internet Access or through CDP Automated Phone Services Hotline number (65) 6535-7511 using his telephone pin ("T-Pin"). Alternatively, an Eligible Unitholder may proceed personally to CDP with his identity card or passport to verify the number of Rights Entitlements provisionally allotted and credited to his Securities Account.

It is the responsibility of an Eligible Unitholder and/or Purchaser to ensure that the ARE and/or ARS is accurately completed in all respects and signed. The Manager and/or CDP will be authorised and entitled to reject any acceptance and/or application which does not comply with the terms and instructions contained herein and in the ARE and/or ARS, or which is otherwise incomplete, incorrect, unsigned, signed but not in its originality or invalid in any respect. Any decision to reject the ARE and/or ARS on the grounds that it has been signed but not in its originality, incompletely, incorrectly or invalidly signed, completed or submitted will be final and binding, and neither CDP nor the Manager accepts any responsibility or liability for the consequences of such a decision.

EXCEPT AS SPECIFICALLY PROVIDED FOR IN THIS OFFER INFORMATION STATEMENT, ACCEPTANCE OF THE RIGHTS ENTITLEMENTS AND (IF APPLICABLE) APPLICATION FOR EXCESS RIGHTS UNITS IS IRREVOCABLE.

No acknowledgement will be given for any submissions sent by post or deposited into boxes located at CDP's premises or submitted by hand at CDP's counters. An Eligible Unitholder can check the status of his acceptance of Rights Entitlements and (if applicable) application for Excess Rights Units through CDP Automated Phone Services Hotline number (65) 6535-7511 using his T-Pin.

CDP Phone User Guide

1. Dial (65) 6535-7511.
2. Press '1' for English; Press '2' Mandarin.
3. Press '3' for 'Corporate Actions Announcement and Transactions'.
4. Press '2' for your rights application status.
5. Enter your 12 digit CDP securities account number.
6. Enter your 6 digit telephone pin.

All communications, notices, documents and remittances to be delivered or sent to an Eligible Unitholder and/or Purchaser will be sent by **ORDINARY POST** to his mailing address as maintained in the records of CDP, **AT HIS OWN RISK.**

This page has been intentionally left blank.

ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATIONS

The procedures for Electronic Applications are set out on the ATM screens of the relevant Participating Banks (the “**Electronic Application Steps**”). Please read carefully the terms and conditions set out in this Offer Information Statement, the Electronic Application Steps and the terms and conditions for Electronic Applications set out below before making an Electronic Application. An ATM card issued by one Participating Bank cannot be used to accept Rights Entitlements and (if applicable) apply for Excess Rights Units at an ATM belonging to other Participating Banks. Any Electronic Application which does not strictly conform to the instructions set out on the screens of the ATM through which the Electronic Application is made will be rejected.

Unitholders who have subscribed for or purchased Units under the CPFIS and/or the SRS or through a finance company and/or Depository Agent can only accept their Rights Entitlements and (if applicable) apply for Excess Rights Units by instructing the respective approved banks in which they hold their CPFIS accounts and/or SRS Accounts, finance company and/or Depository Agent to do so on their behalf. ANY APPLICATION MADE BY THE ABOVEMENTIONED UNITHOLDERS DIRECTLY THROUGH CDP OR THROUGH ATMS WILL BE REJECTED. Such Unitholders who have insufficient funds in their CPF Investment Accounts or SRS Accounts may deposit cash into their CPF Investment Accounts or SRS Accounts with their approved banks before instructing their respective approved banks to accept their Rights Entitlements and (if applicable) apply for Excess Rights Units. CPF Funds may not, however, be used for the purchase of the Rights Entitlements directly from the market.

Such Unitholders, 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.

All references to “Rights Issue” and “Rights Application” on the ATM screens of the Participating Banks shall mean the offer of Rights Units under the Rights Issue and the acceptance of Rights Entitlements and (if applicable) the application for Excess Rights Units, respectively. All references to “Document” on the ATM screens of the Participating Banks shall mean this Offer Information Statement.

Any reference to the “Applicant” in the terms and conditions for Electronic Applications and the Electronic Application Steps shall mean the Eligible Unitholder or the Purchaser who accepts his Rights Entitlements and (if applicable) applies for Excess Rights Units through an ATM of a Participating Bank.

An Applicant must have an existing bank account with and be an ATM cardholder of one of the Participating Banks before he can make an Electronic Application at the ATM of that Participating Bank. The actions that the Applicant must take at ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks.

Upon the completion of his Electronic Application transaction, the Applicant will receive an ATM transaction slip (the “**Transaction Slip**”), confirming the details of his Electronic Application. The Transaction Slip is for retention by the Applicant and should not be submitted with any ARE and/or ARS.

An Applicant, including one who has a joint bank account with a Participating Bank, must ensure that he enters his own Securities Account number when using the ATM card issued to him in his own name. Using his own Securities Account number with an ATM card which is not issued to him in his own name will render his acceptance of his Rights Entitlements and (if applicable) application for Excess Rights Units liable to be rejected.

The Electronic Applications shall be made on, and subject to, the terms and conditions of this Offer Information Statement including, but not limited to, the terms and conditions appearing below:

- (1) In connection with his Electronic Application, the Applicant is required to confirm statements to the following effect in the course of activating the ATM for his Electronic Application:
 - (a) that he has received a copy of this Offer Information Statement and has read, understood and agreed to all the terms and conditions of acceptance of his Rights Entitlements and (if applicable) application for Excess Rights Units under the Rights Issue prior to effecting the Electronic Application and agrees to be bound by the same; and
 - (b) that he authorises CDP to give, provide, divulge, disclose or reveal information pertaining to his Securities Account maintained in CDP's record, including, without limitation, his name(s), his NRIC number(s) or passport number(s), Securities Account number(s), address(es), the number of Units standing to the credit of his Securities Account, the number of Rights Entitlements allotted to him, his acceptance and (if applicable) application for Excess Rights Units and any other information (the "**Relevant Particulars**") to the Manager and any other relevant parties (the "**Relevant Parties**") as CDP may deem fit for the purpose of the Rights Issue and his acceptance and (if applicable) application.

His acceptance of his Rights Entitlements and (if applicable) application for Excess Rights Units will not be successfully completed and cannot be recorded as a complete transaction in the ATM unless he presses the "Enter" or "OK" or "Confirm" or "Yes" key. By doing so, the Applicant shall be treated as signifying his confirmation of each of the two statements above. In respect of statement 1(b) above, his confirmation, by pressing the "Enter" or "OK" or "Confirm" or "Yes" key, shall signify and shall be treated as his written permission, given in accordance with the relevant laws of Singapore including Section 47(2) and the Third Schedule of the Banking Act, Chapter 19 of Singapore, to the disclosure by that Participating Bank of the Relevant Particulars to the Relevant Parties.

- (2) An Applicant may make an Electronic Application using cash only by authorising such Participating Bank to deduct the full amount payable from his account with such Participating Bank.
- (3) The Applicant irrevocably agrees and undertakes to subscribe for and accept up to the aggregate of the number of Rights Entitlements allotted and Excess Rights Units applied for as stated on the Transaction Slip or the number of Rights Units standing to the credit of the "Free Balance" of his Securities Account as at the Closing Date. In the event that the Manager decides to allot any lesser number of Excess Rights Units or not to allot any number of Excess Rights Units to the Applicant, the Applicant agrees to accept the decision as conclusive and binding.
- (4) If the Applicant's Electronic Application is successful, his confirmation (by his action of pressing the "Enter" or "OK" or "Confirm" or "Yes" key on the ATM) of the number of Rights Entitlements accepted and (if applicable) Excess Rights Units applied for shall signify and shall be treated as his acceptance of the number of Rights Units that may be allotted to him and (if applicable) his application for Excess Rights Units.

- (5) In the event that the Applicant accepts the Rights Entitlements both by way of the ARE and/or the ARS (as the case may be) through CDP and/or by way of Electronic Application through the ATM, CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as it may, in its absolute discretion, deem fit. In determining the number of Rights Entitlements which the Applicant has validly given instructions to accept, the Applicant shall be deemed to have irrevocably given instructions to accept the lesser of the number of Rights Entitlements which are standing to the credit of the "Free Balance" of his Securities Account as at the Closing Date, and the aggregate number of Rights Entitlements which have been accepted by the Applicant by way of the ARE and/or the ARS (as the case may be) and by Electronic Application through an ATM, and the Manager and/or CDP, in determining the number of Rights Entitlements which the Applicant has validly given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptance of Rights Entitlements, whether by way of Cashier's Order or Banker's Draft in Singapore currency drawn on a bank in Singapore accompanying the ARE and/or the ARS or by way of the acceptance through the Electronic Application through the ATM of a Participating Bank, which the Applicant has authorised or deemed to have authorised to be applied towards the payment in respect of the Applicant's acceptance.
- (6) If applicable, in the event that the Applicant applies for Excess Rights Units both by way of ARE through CDP and by Electronic Application through the ATM, the Manager and/or CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as it may, in its absolute discretion, deem fit. In determining the number of Excess Rights Units which the Applicant has validly given instructions for the application of, the Applicant shall be deemed to have irrevocably given instructions to apply for and agreed to accept such number of Excess Rights Units not exceeding the aggregate number of Excess Rights Units for which he has applied by way of Electronic Application through the ATM and by way of ARE through CDP. The Manager and/or CDP, in determining the number of Excess Rights Units which the Applicant has given valid instructions for the application, shall be authorised and entitled to have regard to the aggregate amount of payment received for the application of Excess Rights Units, whether by way of Cashier's Order or Banker's Draft drawn on a bank in Singapore accompanying the ARE or by way of Electronic Application through an ATM of a Participating Bank, which the Applicant has authorised or deemed to have authorised to be applied towards the payment in respect of the Applicant's application.
- (7) The Applicant irrevocably requests and authorises the Manager to:
- (a) register, or procure the registration of the Rights Units allotted to the Applicant in the name of CDP for deposit into his Securities Account; and
 - (b) return or refund (without interest or any share of revenue or other benefit arising therefrom) the full amount or, as the case may be, the balance of the acceptance and/or application monies, should his Electronic Application in respect of the Rights Entitlements accepted and (if applicable) Excess Rights Units applied for, as the case may be, not be accepted or, as the case may be, be accepted in part only by or on behalf of the Manager for any reason, by automatically crediting the Applicant's bank account with the relevant Participating Bank with the relevant amount within 14 days after the Closing Date.
- (8) **BY MAKING AN ELECTRONIC APPLICATION, THE APPLICANT CONFIRMS THAT HE IS NOT ACCEPTING THE RIGHTS ENTITLEMENTS OR APPLYING FOR EXCESS RIGHTS UNITS AS A NOMINEE OF ANY OTHER PERSON.**

- (9) The Applicant irrevocably agrees and acknowledges that his Electronic Application is subject to risks of electrical, electronic, technical and computer-related faults and breakdowns, fires, acts of God, mistakes, losses and theft (in each case whether or not within the control of CDP, the Participating Banks, the Joint Lead Managers and Underwriters and/or the Manager) and any events whatsoever beyond the control of CDP, the Participating Banks, the Joint Lead Managers and Underwriters and/or the Manager and if, in any such event, CDP, the Participating Banks, the Joint Lead Managers and Underwriters and/or the Manager do not record or receive the Applicant's Electronic Application by 9.30 p.m. on 3 December 2013, or such data or the tape containing such data is lost, corrupted, destroyed or not otherwise accessible, whether wholly or partially for whatever reason, the Applicant shall be deemed not to have made an Electronic Application and the Applicant shall have no claim whatsoever against CDP, the Participating Banks, the Joint Lead Managers and Underwriters and/or the Manager for any purported acceptance of the Rights Entitlements and (if applicable) application for Excess Rights Units, or for any compensation, loss or damage in connection therewith or in relation thereto.
- (10) Electronic Applications may only be made at the ATMs of the Participating Banks from Mondays to Saturdays (excluding public holidays) between **7.00 a.m. and 9.30 p.m.**
- (11) Electronic Applications shall close at **9.30 p.m. on 3 December 2013** or such other time as the Manager (in consultation with the Joint Lead Managers and Underwriters) may, in its absolute discretion, deem fit in the interests of Ascott REIT.
- (12) All particulars of the Applicant in the records of the relevant Participating Bank at the time he makes his Electronic Application shall be deemed to be true and correct and the relevant Participating Bank and the Relevant Parties shall be entitled to rely on the accuracy thereof. If there has been any change in the particulars of the Applicant after the time of the making of his Electronic Application, the Applicant shall promptly notify the relevant Participating Bank.
- (13) The Applicant must have sufficient funds in his bank account(s) with the relevant Participating Bank at the time he makes his Electronic Application, failing which his Electronic Application will not be completed. Any Electronic Application made at the ATMs of Participating Banks which does not strictly conform to the instructions set out on the ATM screens of such Participating Banks will be rejected.
- (14) Where an Electronic Application is not accepted, it is expected that the full amount of the acceptance and/or application monies will be refunded in Singapore dollars (without interest or any share of revenue or other benefit arising therefrom) to the Applicant by being automatically credited to the Applicant's account with the relevant Participating Bank within 14 days after the Closing Date. An Electronic Application may also be accepted in part, in which case the balance amount of acceptance and/or application monies will be refunded on the same terms.
- (15) In consideration of the Manager arranging for the Electronic Application facility through the ATMs of the Participating Banks and agreeing to close the Rights Issue at **9.30 p.m. on 3 December 2013** or such other time or date as the Manager may (in consultation with the Joint Lead Managers and Underwriters), in its absolute discretion, decide, and by making and completing an Electronic Application, the Applicant agrees that:
- (a) his Electronic Application is irrevocable (whether or not, to the extent permitted by law, any supplementary document or replacement document is lodged with the Authority);

- (b) his Electronic Application, the acceptance thereof by the Manager and the contract resulting therefrom shall be governed by and construed in accordance with the laws of Singapore and he irrevocably submits to the non-exclusive jurisdiction of the Singapore courts;
 - (c) none of the Manager, the Joint Lead Managers and Underwriters or the Participating Banks shall be liable for any delays, failures or inaccuracies in the recording, storage or in the transmission or delivery of data relating to his Electronic Application to the Manager or CDP due to a breakdown or failure of transmission, delivery or communication facilities or any risks referred to in paragraph 9 above or to any cause beyond their respective control;
 - (d) he will not be entitled to exercise any remedy of rescission or misrepresentation at any time after acceptance of his Rights Entitlements and (if applicable) application for Excess Rights Units;
 - (e) in respect of the Rights Entitlements and (if applicable) the Excess Rights Units for which his Electronic Application has been successfully completed and not rejected, acceptance of the Applicant's Electronic Application shall be constituted by written notification by or on behalf of the Manager and not otherwise, notwithstanding any payment received by or on behalf of the Manager; and
 - (f) unless expressly provided to the contrary in this Offer Information Statement or the Electronic Application, a person who is not party to any contracts made pursuant to this Offer Information Statement or the Electronic Application has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore to enforce any term of such contracts. Notwithstanding any term contained in this Offer Information Statement or the Electronic Application, the consent of any third party is not required for any subsequent agreement by the parties thereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.
- (16) The Applicant should ensure that his personal particulars as recorded by both CDP and the relevant Participating Bank are correct and identical, otherwise, his Electronic Application may be liable to be rejected. The Applicant should promptly inform CDP of any change in his address, failing which the notification letter on successful allotment and other correspondences will be sent to his address last registered with CDP.
- (17) The existence of a trust will not be recognised. Any Electronic Application by an Applicant must be made in his own name and without qualification. The Manager will reject any application by any person acting as nominee.
- (18) In the event that the Applicant accepts the Rights Entitlements, by way of the ARE, the ARS, and/or by way of Electronic Application through ATMs of Participating Banks, the Rights Units and/or Excess Rights Units will be allotted in such manner as the Manager and/or CDP may, in their/its absolute discretion, deem fit and the surplus acceptance and (if applicable) application monies, as the case may be, will be refunded, without interest or any share of revenue or other benefit arising therefrom, within 14 days after the Closing Date by any one or a combination of the following:
- (a) by means of a crossed cheque in Singapore currency sent by ORDINARY POST at his own risk to his mailing address as maintained with CDP or in such other manner as he may have agreed with CDP for the payment of any cash distributions if he accepts and (if applicable) applies through CDP; and

- (b) by crediting the Applicant's bank account with the Participating Bank at his own risk if he accepts and (if applicable) applies through an ATM of that Participating Bank, the receipt by such bank a good discharge to the Manager and CDP of their obligations, if any, thereunder.
- (19) The Applicant hereby acknowledges that, in determining the total number of Rights Entitlements which the Applicant can validly accept, the Manager and CDP are entitled and the Applicant hereby authorises the Manager and CDP to take into consideration:
- (a) the total number of Rights Entitlements which the Applicant has validly accepted, whether by way of an ARE or any other form of application (including an Electronic Application) for the Rights Units; and
 - (b) the total number of Rights Entitlements allotted to the Applicant and standing to the credit of the "Free Balance" of his Securities Account which is available for acceptance.

The Applicant hereby acknowledges that CDP's and the Manager's determination shall be conclusive and binding on him.

- (20) The Applicant irrevocably requests and authorises CDP to accept instructions from the relevant Participating Bank through whom the Electronic Application is made in respect of the Rights Entitlements accepted by the Applicant and (if applicable) the Excess Rights Units which the Applicant has applied for, and such instructions shall be binding and conclusive on the Applicant.
- (21) With regard to any acceptance of Rights Entitlements and (if applicable) application for Excess Rights Units which does not conform strictly to the instructions set out under this Offer Information Statement, the ARE, the ARS and/or any other application form for the Rights Units in relation to the Rights Issue, or which does not comply with the instructions for Electronic Application, or where the "Free Balance" of the Applicant's Securities Account is credited with less than the relevant number of Rights Units subscribed for as at the Closing Date, or in the case of an application by the ARE, the ARS and/or any other application form for the Rights Units in relation to the Rights Issue which is illegible, incomplete, incorrectly completed or which is accompanied by an improperly or insufficiently drawn remittance, the Manager and/or CDP may, at their/its absolute discretion, reject or treat as invalid any such application and payment or otherwise process all remittances at any time after receipt in such manner as it deems fit.
- (22) The Manager and CDP shall be entitled to process each application submitted for the acceptance of Rights Entitlements and (if applicable) application of Excess Rights Units in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application on its own, without regard to any other application and payment that may be submitted by the Applicant. For the avoidance of doubt, insufficient payment for an application submitted for the acceptance of the Rights Entitlements and (if applicable) application for Excess Rights Units may render the application invalid; evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application.

LIST OF PARTICIPATING BANKS

- DBS Bank Ltd. (including POSB);
- Oversea-Chinese Banking Corporation Limited; and
- United Overseas Bank Limited and its subsidiary, Far Eastern Bank Limited.

This page has been intentionally left blank.

In relation to this Offer Information Statement

Dated 14 November 2013

**Directors of Ascott Residence Trust Management Limited
(as manager of Ascott Residence Trust)**

Mr Lim Jit Poh
Chairman and Independent
Non-Executive Director

Mr Lim Ming Yan
Deputy Chairman and
Non-Independent Non-Executive Director

Mr (TA) Tay Boon Hwee
Chief Executive Officer and
Executive Director

Mr S. Chandra Das
Independent Non-Executive Director

Mr Giam Chin Toon @ Jeremy Giam
Independent Non-Executive Director

Mr Ku Moon Lun
Independent Non-Executive Director

Mr Lee Chee Koon
Non-Independent Non-Executive Director

Mr Zulkifli Bin Baharudin
Independent Non-Executive Director

This page has been intentionally left blank.

This page has been intentionally left blank.

