

## SGX-ST Announcement

For immediate release

### Notice to Series A CPPU holders of adjustment to the Conversion Price following Unit Consolidation

**Singapore, 28 January 2011** - Frasers Centrepoint Asset Management (Commercial) Ltd., as manager of Frasers Commercial Trust (“**FCOT**”, and the manager of FCOT, the “**Manager**”) refers to the approval granted at the meeting of unitholders on 28 January 2011 for the proposed consolidation of every five (5) existing units in FCOT held by Unitholders as at the Books Closure Date (the “**Existing Units**”) into one (1) unit in FCOT (the “**Consolidated Units**”), fractional entitlements to be disregarded (the “**Unit Consolidation**”).

The Manager wishes to notify all holders of Series A Convertible Perpetual Preferred Units (the “**Series A CPPUs**”) that pursuant to Clause 22.8.1(i) of the terms of the Series A CPPUs, the Unit Consolidation constitutes an adjustment event which will result in an adjustment to be made to the conversion price per Existing Unit at which the Series A CPPUs currently in issue may be converted into Units (“**Conversion Price**”).

As at this date, the Conversion Price is S\$0.2369 per Existing Unit. As there are currently **3,120,815,000** Existing Units in issue and assuming that no new Existing Units will be issued by the Manager and no Series A CPPUs will be converted into Existing Units between this date and the Books Closure Date for the Unit Consolidation and based on the Consolidation Ratio, there will be **624,163,000** Consolidated Units in issue following the Unit Consolidation, after disregarding fractions of Consolidated Units arising from the Unit Consolidation. The adjusted Conversion Price as a result of the Unit Consolidation will be calculated as follows and will take effect from 9.00 a.m. on 11 February 2011 at the same time the Unit Consolidation becomes effective:

$$\begin{array}{rcl}
 \text{Adjusted Conversion Price} & = & \text{S\$0.2369} \times \frac{\text{Assumed total number of Existing Units}}{\text{Assumed total number of Consolidated Units}} \\
 & & \\
 & = & \text{S\$0.2369} \times \frac{3,120,815,000}{624,163,000} \\
 & = & \text{S\$1.1845}
 \end{array}$$

In relation to the acquisition of Alexandra Technopark under Rule 1015 of the Listing Manual of Singapore Exchange Trading Securities Limited and the issue of new units in FCOT on 26 August 2009 pursuant to a rights issue, the sole financial adviser was DBS Bank Ltd. and the joint lead managers and underwriters were DBS Bank Ltd., BNP Paribas, Singapore Branch, Standard Chartered Securities Pte Limited (formerly known as Cazenove & Co. (Singapore) Pte. Limited) and Oversea-Chinese Banking Corporation Limited.

Series A CPPU holders will be separately notified in writing by the Manager of the adjustment event and the resulting adjustment to the Conversion Price.

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

Anthony Cheong Fook Seng  
Company Secretary  
28 January 2011

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**About Frasers Commercial Trust**

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

FCOT invests primarily in quality income-producing commercial properties and its current portfolio includes nine quality commercial buildings located in Singapore, Australia and Japan. As at 31 December 2010, the portfolio represented a combined appraised value of approximately S\$1.9 billion.

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

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

For more information on FCOT, please visit [www.fraserscommercialtrust.com](http://www.fraserscommercialtrust.com)

### **About Frasers Centrepoint Limited**

Frasers Centrepoint Limited (FCL), the wholly-owned property arm of Singapore-listed consumer group Fraser and Neave, Limited, is one of Singapore's top property companies, with total assets close to S\$9 billion. To date, the company has a combined global land bank in excess of 30 million sq ft.

From owning just a single shopping mall in 1983, Frasers Centrepoint has since grown to become an integrated real estate company with a portfolio of residential, commercial and serviced residences spanning 14 countries across Asia, Australasia, Europe and the Middle-East. Its serviced residences management company, Frasers Hospitality, has award-winning gold-standard serviced residences in 21 gateway cities. Frasers Property, FCL's international property arm, develops world-class projects in UK, Australia, New Zealand, China, Thailand and Vietnam.

FCL's listed entities comprise Frasers Centrepoint Trust (FCT, a retail trust), Frasers Commercial Trust (FCOT, an office/business space trust) and Frasers Property China Limited (FPCL).

As a testament to its excellent service standards, best practices and support of the environment, the company is the proud recipient of numerous awards and accolades both locally and abroad.

Website: [www.fraserscentrepoint.com](http://www.fraserscentrepoint.com)

### **About Fraser and Neave, Limited**

Established in 1883, Fraser and Neave, Limited (F&NL) is a leading Asia Pacific Consumer Group with expertise and prominent standing in the Food & Beverage, Property and Publishing & Printing industries.

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

Listed on the Singapore stock exchange, F&NL ranks as one of the most established and successful companies in the region with an impressive array of renowned brands that enjoy strong market leadership. It has shareholders' funds of over S\$6 billion and total assets employed of over S\$13 billion. F&NL is present in over 20 countries spanning Asia Pacific, Europe and the USA and employs over 17,000 people worldwide.

For more information on F&NL, please visit [www.fraserandneave.com](http://www.fraserandneave.com)

## **IMPORTANT NOTICE**

This announcement may contain forward-looking statements that involve risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition from similar developments, shifts in expected levels of property rental income, changes in operating expenses, (including employee wages, benefits and training costs), property expenses and governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business.

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

The value of Units and the income derived from them, if any, may fall or rise. Units are not obligations of, deposits in, or guaranteed by, the Manager or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

Investors should note that they have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on SGX-ST. Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

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