



**ASIA'S PREMIER HEALTHCARE TRUST**

(Constituted in the Republic of Singapore pursuant to  
a trust deed dated 19 October 2006 (as amended))

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## **RENEWED MASTER LEASE AGREEMENT FOR IMPERIAL ARYADUTA HOTEL & COUNTRY CLUB**

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### **1. INTRODUCTION**

First REIT Management Limited, in its capacity as manager of First Real Estate Investment Trust (“**First REIT**”, and the manager of First REIT, the “**Manager**”), wishes to announce that PT Karya Sentra Sejahtera (“**PT KSS**”), an indirect wholly-owned subsidiary of First REIT has entered into a master lease agreement with PT Lippo Karawaci Tbk (“**LKPR**”) in respect of the lease renewal of Imperial Aryaduta Hotel & Country Club (“**Renewed IAHCC MLA**”) for a term commencing 1 January 2023 and ending 31 December 2023 (the “**Term**”).

### **2. TERMS OF RENEWED IAHCC MLA**

#### **2.1 Term**

Under the Renewed IAHCC MLA, PT KSS has a right to terminate for any reason prior to the expiry of the Term by giving no less than six months’ written notice to LPKR.

If LPKR gives written notice to PT KSS, not later than 14 weeks before the expiry date of the Term, that it requires a further lease and at the expiry date of the Term, LPKR is not in default under the Renewed IAHCC Master Lease Agreement, upon the mutual agreement of PT KSS and LPKR, PT KSS shall grant to LPKR a lease of IAHCC for a further term of one year commencing on the date after the expiry date of the Term (the “**Further Term**”). The lease for the Further Term shall be on terms and conditions (including the rent payable for the Further Term) to be mutually agreed in good faith between PT KSS and LPKR.

#### **2.2 Rent**

The rent payable by LPKR for the Term shall be a fixed amount of 20,235,751,296 Indonesian Rupiahs, which shall be paid by LPKR in Indonesian Rupiah and shall be paid quarterly in advance.

Prior to the finalisation of the terms of the Renewed IAHCC MLA, Colliers International Consultancy & Valuation (Singapore) Pte Ltd, in collaboration with KJPP Rinaldi Alberth Baroto & Partners (the “**Independent Valuer**”) was commissioned by the Manager and Perpetual (Asia) Limited, in its capacity as trustee of First REIT (the “**Trustee**”), to provide an independent assessment on the fair market rental rate(s) of IAHCC. The Independent Valuer had, on 9 December 2022, issued its independent valuation report on the fair market rental rate(s) for

IAHCC (the “**Independent Valuation Report**”). As set out in the Independent Valuation Report, having considered all relevant information, the Independent Valuer considers that the rental rate under the Renewed IAHCC MLA is reasonable and in line with market.

### 2.3 Security Deposit

Under the Renewed IAHCC MLA, LPKR is required to pay to and maintain with PT KSS, for the duration of the Term, a security deposit equivalent to three months of the monthly rent payable by LPKR in accordance with the terms of the Renewed IAHCC MLA for the Term.

### 3. RATIONALE FOR THE RENEWED IAHCC MLA

One of the pillars in First REIT 2.0 Growth Strategy is to reshape First REIT’s portfolio for capital efficient growth through the recycling of capital from non-core, non-healthcare or mature assets. In line with First REIT 2.0 Growth Strategy, the Manager had identified IAHCC as a non-core asset and appointed PT Rantaka Haburi Radika and PT Colliers International Indonesia to procure a suitable purchaser for IAHCC since May 2021. As at the date of this Announcement, there are no suitable prospects.

The Manager intends to continue to market IAHCC for divestment and believes it is prudent to continue to have in place a short-term lease in line with market terms while this process remains ongoing. The renewed lease provides some revenue stability from IAHCC while still allowing the Manager strategic flexibility to divest IAHCC should the opportunity arise.

Further updates will be provided to unitholders of First REIT as and when there are material developments.

### 4. OPINION OF AUDIT AND RISK COMMITTEE

After taking into consideration the Independent Valuation Report and the rationale for the Renewed IAHCC MLA as set out above, the audit and risk committee of the Manager is of the view that the Renewed IAHCC MLA is on normal commercial terms and is not prejudicial to the interests of First REIT and its minority unitholders.

### 5. INTERESTED PERSON TRANSACTIONS<sup>1</sup> AND INTERESTED PARTY TRANSACTIONS<sup>2</sup>

Under Chapter 9 of the listing manual of Singapore Exchange Securities Trading Limited (the “**SGX-ST**”, and the listing manual of the SGX-ST, the “**Listing Manual**”), where First REIT proposes to enter into a transaction with an Interested Person<sup>3</sup> and the value of the transaction (either in itself or when aggregated with the value of other transactions, each of a value equal to or greater than S\$100,000, with the same Interested Person during the same financial year) is equal to or exceeds 3.0% of First REIT’s latest audited net tangible assets (“**NTA**”), First REIT must make an immediate announcement. First REIT should also announce the transaction immediately under the Property Funds Appendix if the transaction (either in itself or when

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1 “**Interested Person Transaction**” means a transaction between an entity at risk and an Interested Person (as defined herein).  
2 “**Interested Party Transaction**” has the meaning ascribed to it in Paragraph 5 of Appendix 6 of the Code on Collective Investment Schemes issued by the Monetary Authority of Singapore (the “**MAS**”) (the “**Code on CIS**”, and Appendix 6 of the Code on CIS, the “**Property Funds Appendix**”).  
3 The Listing Manual states that in the case of a REIT, the term “interested person” shall have the meaning ascribed to the term “interested party” in the Code on CIS. Therefore, the meaning of the term “**Interested Person**” is the same as the meaning of the term “**Interested Party**”.

aggregated with the value of other transactions with the same Interested Party<sup>4</sup> during the current financial year) is equal to or exceeds 3.0% of First REIT's latest audited net asset value (“NAV”).

The entry into the Renewed IAHCCLA with LPKR would be regarded as an Interested Person Transaction under Chapter 9 of the Listing Manual, as well as an Interested Party Transaction under Paragraph 5 of the Property Funds Appendix.

As at the date of this announcement, save for the Renewed IAHCCLA, there are no other Interested Person Transactions entered into between First REIT and LPKR and its subsidiaries during the course of the current financial year ending 31 December 2022. The aggregate value of the Renewed IAHCCLA is S\$1.8 million<sup>5</sup> which is approximately 0.3% of the NTA and NAV of the NTA and NAV of First REIT as at 31 December 2021.

This Announcement is being released by the Manager on a voluntary basis.

By Order of the Board<sup>5</sup>

Tan Kok Mian Victor  
Executive Director and Chief Executive Officer  
First REIT Management Limited  
(Company registration no. 200607070D)  
As Manager of First Real Estate Investment Trust

22 December 2022

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- 4 As defined in the Property Funds Appendix, the term “Interested Party” means:
- (a) a director, chief executive officer or Controlling Shareholder (as defined herein) of the manager, or the manager, the trustee, or Controlling Unitholder (as defined herein) of First REIT; or
  - (b) an associate of any director, chief executive officer or Controlling Shareholder of the manager, or an associate of the manager, the trustee or any Controlling Unitholder of First REIT.
- “Controlling Shareholder” means a person who:
- (a) holds directly or indirectly 15% or more of the total voting rights in the company. The SGX-ST may determine that a person who satisfies this paragraph is not a controlling shareholder; or
  - (b) in fact exercises control over a company.
- “Controlling Unitholder” means a person who:
- (a) holds directly or indirectly 15% or more of the nominal amount of all voting units in the property fund. The MAS may determine that such a person is not a controlling unitholder; or
  - (b) in fact exercises control over the property fund.
5. Calculated based on annual rental of IDR20,235,751,296 divided by average bid and offer exchange rate of S\$1 = IDR11,494 extracted from The Straits Times dated 1 December 2022.

## **Important Notice**

This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for units in First REIT (“**Units**”).

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. The past performance of First REIT is not necessarily indicative of the future performance of First REIT.

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 the Units on the SGX-ST does not guarantee a liquid market for the Units.

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