



DASIN RETAIL TRUST
大信商用信托

(a business trust constituted on 15 January 2016
under the laws of the Republic of Singapore)

RESPONSE TO THE SGX-ST'S QUERIES DATED 6 JULY 2023

The Board of Directors (the “**Board**”) of Dasin Retail Trust Management Pte. Ltd. (the “**Trustee-Manager**”), as trustee-manager of Dasin Retail Trust (the “**Trust**”), wishes to announce the information set out below in response to the queries from the Singapore Exchange Securities Trading Limited (the “**SGX Queries**”) received on 6 July 2023 in relation to the Trust’s announcement dated 6 July 2023, entitled “Update on Progress of Consensual Restructuring Exercise” (the “**Announcement**”);

Unless otherwise defined, capitalised terms used herein shall bear the same meanings as defined in the Announcement.

SQX Query 1

- 1) “It is stated in paragraph 8 that ‘The Lenders are concerned whether the CEO is acting in the interests of all stakeholders including the Lenders and if conflicts of interest are being managed appropriately. The Lenders have requested the Board to review the conduct of the CEO and take such appropriate action as the Board deems fit and necessary to ensure that the interest of secured Lenders are safeguarded.’
 - (a) Please explain the basis for the Lenders’ concerns on whether the CEO is acting in the interest of all stakeholders and the nature of the “conflicts of interests” that needs to be managed; and
 - (b) Please disclose the outcome of the Board’s review of the conduct of the CEO and actions taken, if any.”

Trustee-Manager’s response to SGX Queries 1(a) and (b)

The Board has made queries to the CEO of the Trustee-Manager about the meeting attended by the CEO together with Mr. Zhang Zhongming (“**ZZM**”), representative of the major unitholder of the Trust, at 10:30am on Friday, 26 May 2023, whereat the Lenders were informed of the intention to terminate the services of FTI. The CEO has since informed the Board that she only received a request from ZZM to call for the meeting with all Lenders, and she did not make any remarks at the meeting. The Trustee-Manager will be engaging the Lenders to ascertain and understand their concerns and, thereafter, assess what further steps should be taken on this matter.

SQX Query 2

- 2) “Please clarify what is meant by ‘The Board has also been informed that certain Lenders under Offshore Facility 2 believing that the finalised restructuring term sheet (dated 22

May 2023) has been ratified by the Board, have already put the restructuring term sheet through their respective internal channels for approval are shocked.”

Trustee-Manager’s response to SGX Query 2

The Trustee-Manager understands that some Lenders were under the impression that the Board had already approved the draft of the restructuring term sheet dated 22 May 2023, and proceeded to seek internal approval of the restructuring term sheet on that basis.

However, as indicated in the Announcement, the Trustee-Manager was still in discussions with the reputable Chinese entity in June 2023 in relation to the progression of the MOU (the entry into the MOU being one of the conditions precedent in the restructuring term sheet). The Board was not in a position to ratify the draft restructuring term sheet dated 22 May 2023 without clarity on the major unitholder of the Trust’s position on the MOU. As stated in the Announcement, during a meeting on 28 June 2023, the reputable Chinese entity eventually stated that it will not be proceeding further on the MOU and will be ceasing negotiations on the same for the reasons expressed in the Announcement.

SGX Query 3

- 3) “In the Announcement, it states that ‘The Board will continue to explore the available options in relation to its restructuring exercise with the Lenders.’. Please provide more information regarding the options that the Board is exploring, given that negotiations regarding the MOU has ceased.”

Trustee-Manager’s response to SGX Query 3

The Trustee-Manager will continue to negotiate the terms of the debt restructuring with the Lenders with the assistance of FTI, and explore the available options in relation to the restructuring exercise with the Lenders. Such options include but are not limited to: (i) engaging CBRE and JLL to dispose retail malls of the Trust within 24-month timeframe in an orderly and structured manner; and (ii) engaging FTI and JLL or any such other parties to search for other potential strategic investors.

The Trustee-Manager will make further announcements on the SGXNET in the event there are any material developments which warrant disclosure, in compliance with its obligations under the Listing Manual.

In the meantime, the Board wishes to advise unitholders and potential investors to exercise caution when dealing in the units of the Trust. In the event of any doubt, they should consult with their stockbrokers, bank managers, solicitors, accountants or other professional advisers.

On behalf of the Board

Dasin Retail Trust Management Pte. Ltd.

(Company Registration No. 201531845N)

(in its capacity as Trustee-Manager of Dasin Retail Trust)

Dr. Kong Weipeng

Chairman and Non-Executive Director

10 July 2023

IMPORTANT NOTICE

The value of the units of Dasin Retail Trust (the "Units") and the income derived from them may fall as well as rise. Units are not obligations of, deposits in, or guaranteed by, the Trustee-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 have no right to request the Trustee-Manager to redeem their Units while the Units are listed. It is intended that unitholders of Dasin Retail Trust 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.

The past performance of Dasin Retail Trust is not necessarily indicative of the future performance of Dasin Retail Trust.

This announcement may contain forward-looking statements that involve risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition from other companies and venues for the sale or distribution of goods and services, shifts in customer demands, customers and partners, changes in operating expenses (including employee wages, benefits and training costs), governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business. Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the Trustee-Manager's current view on future events.