



(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 29 January 2008 (as amended))

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## ANNOUNCEMENT

27 July 2011

### NOTICE OF:

- (I) **PREFERENTIAL OFFERING BOOKS CLOSURE DATE; AND**
- (II) **CUMULATIVE DISTRIBUTION BOOKS CLOSURE AND DISTRIBUTION PAYMENT DATES**

Please take note that this announcement shall supersede the previous announcement dated 26 July 2011 issued by Mapletree Industrial Trust Management Ltd., as manager of Mapletree Industrial Trust (“MIT”, and as manager of MIT, the “**Manager**”) in relation to the notification of the time and date of the Books Closure Date for the 1QFY2011 Distribution (as defined below).

Reference is made to (i) MIT’s financial statement and distribution announcement for the financial period from 1 April 2011 to 30 June 2011 and (ii) the announcement dated 26 July 2011 issued by the Manager in relation to the notification of the time and date of the Books Closure Date for the 1QFY2011 Distribution.

The Manager wishes to inform unitholders of MIT (“**Unitholders**”) that in addition to the quarterly distribution of 1.98 cents per Unit for the period from 1 April 2011 to 30 June 2011 (“**1QFY2011 Distribution**”), the Manager intends to declare an advance distribution (the

This announcement is not an offer to sell or a solicitation of an offer to buy the New Units or any other securities within the United States. The New Units have not been registered under the Securities Act of 1933, as amended (the “**Securities Act**”) or any state securities laws, and are being offered in the United States only to qualified institutional buyers as defined in Rule 144A under the Securities Act pursuant to an exemption from the registration requirement under the Securities Act, and to persons outside the United States in compliance with Regulation S of the Securities Act. Unless so registered, the New Units may not be offered or sold in the United States except pursuant to an exemption from registration requirements of the Securities Act and applicable state securities laws. This announcement is not being, and should not be, distributed in or sent into the United States.

DBS Bank Ltd. and Goldman Sachs (Singapore) Pte. were the joint global coordinators for the initial public offering (“**IPO**”) and listing of Mapletree Industrial Trust. The issue managers for the IPO were DBS Bank Ltd., Goldman Sachs (Singapore) Pte., Citigroup Global Markets Singapore Pte. Ltd. and Standard Chartered Securities (Singapore) Pte. Limited.

“**Advance Distribution**”, and together with the 1QFY2011 Distribution, the “**Cumulative Distribution**”) for the period from 1 July 2011 to the day immediately prior to the date on which the New Units are issued pursuant to the Equity Fund Raising (the “**Cumulative Distribution Books Closure Date**”).

**NOTICE IS HEREBY GIVEN THAT**, pursuant to the Equity Fund Raising (as defined below), the Transfer Books and Register of Unitholders will be closed on 4 August 2011 (the “**Books Closure Date**”) at 5.00 p.m. for the purpose of determining:

- (i) the provisional allotment of the new units in MIT (“**New Units**”) to Entitled Unitholders<sup>1</sup> under the Preferential Offering (as defined below) (the “**Preferential Offering Books Closure Date**”); and
- (ii) the Cumulative Distribution.

The New Units are expected to be issued on **23 August 2011**.

The Cumulative Distribution (comprising the 1QFY2011 Distribution and Advance Distribution) is estimated to range from 3.09 cents to 3.12 cents per Unit. The Cumulative Distribution will only be distributed in respect of the existing Units. A further announcement on the actual amount of Cumulative Distribution, based on the finalised amount of Advance Distribution, will be made by the Manager in due course.

It was announced earlier today that the Manager is proposing to carry out an equity fund raising comprising:

- (i) a private placement of 48,500,000 New Units at an issue price of between S\$1.07 and S\$1.09 per New Unit (the “**Private Placement Issue Price Range**”) to raise gross proceeds in excess of S\$51.9 million (the “**Private Placement**”); and
- (ii) a pro-rata and non-renounceable preferential offering of 117,013,120 New Units on the basis of 2 New Units for every 25 existing Units held on the Books Closure Date to Entitled Unitholders at an issue price of between S\$1.05 and S\$1.07 (the “**Preferential Offering Issue Price Range**”) (fractions of a New Unit to be disregarded) to raise gross proceeds in excess of S\$122.9 million (the “**Preferential Offering**”),

(together, the “**Equity Fund Raising**”).

Unitholders whose securities accounts with CDP are credited with units as at 5.00 p.m. on the Books Closure Date will be entitled to the Cumulative Distribution that will be paid on or around 31 August 2011.

The Preferential Offering Books Closure Date and the Cumulative Distribution Books Closure Date are subject to change, at the discretion of the Manager, in consultation with Citigroup

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<sup>1</sup> Entitled Unitholders are (i) Unitholders with units in MIT (“**Units**”) standing to the credit of their securities accounts with CDP as at 5.00 p.m. on the Books Closure Date and (a) whose registered addresses with CDP are in Singapore as at the Books Closure Date or (b) who have, at least three market days prior to the Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents (“**Entitled Depositors**”); and (ii) qualified institutional buyers (as defined in Rule 144A under the U.S. Securities Act of 1933, as amended) (a) whose identities have been agreed upon by the Manager and the Joint Bookrunners and Underwriters, (b) who have each provided the Manager and the Joint Bookrunners and Underwriters with a signed Investor Representation Letter (as defined in the underwriting agreement to be entered into between the Manager and the Joint Bookrunners and Underwriters), and (c) who are Entitled Depositors.

Global Markets Singapore Pte. Ltd. and DBS Bank Ltd. as joint bookrunners and underwriters for the Equity Fund Raising (the “**Joint Bookrunners and Underwriters**”), subject to compliance with all applicable laws and regulations (including but not limited to the requirements of Singapore Exchange Securities Trading Limited). In the event of any such change, the Manager will announce such new Preferential Offering Books Closure Date, Cumulative Distribution Books Closure Date and/or any other dates in relation to the Equity Fund Raising on SGXNET.

#### **Status of the New Units issued pursuant to the Preferential Offering**

The New Units issued pursuant to the Preferential Offering will, upon issue, rank *pari passu* in all respects with the Units in issue on the day immediately prior to the date on which the New Units are issued pursuant to the Preferential Offering including the right to MIT’s distributable income for the period from the day the New Units are issued pursuant to the Equity Fund Raising to 30 September 2011, as well as distributions thereafter, other than in respect of the Cumulative Distribution.

#### **Status of the New Units issued pursuant to the Private Placement**

The New Units issued pursuant to the Private Placement will, upon issue, rank *pari passu* in all respects with the Units in issue on the day immediately prior to the date on which the New Units are issued pursuant to the Private Placement, other than in respect of the Cumulative Distribution and the eligibility to participate in the Preferential Offering. For the avoidance of doubt, the holders of the New Units to be issued pursuant to the Private Placement will not be entitled to the Cumulative Distribution or be eligible to participate in the Preferential Offering.

#### **Declaration for Singapore Tax Purposes**

- 1 The capital component of the distribution is treated as a return of capital for Singapore income tax purposes. No tax will be deducted at source from this component.
- 2 Tax will be deducted at source from the taxable income component in certain circumstances. The following paragraphs describe the circumstances in which tax will or will not be deducted from the taxable income component of the distribution.
- 3 The following categories of Unitholders will receive a gross distribution (i.e. no tax will be deducted from the taxable income component):-
  - (a) Unitholders who are individuals and who hold the Units either in their sole names or jointly with other individuals;
  - (b) Unitholders which are companies incorporated and tax resident in Singapore;
  - (c) Unitholders which are Singapore branches of foreign companies that have obtained specific approval from the Inland Revenue Authority of Singapore to receive the distribution from MIT without deduction of tax; and
  - (d) Unitholders which are non-corporate entities (excluding partnerships) constituted or registered in Singapore.
- 4 To receive a gross distribution, Unitholders in category (b) to (d) above must complete a prescribed form – the “Declaration for Singapore Tax Purposes Form” (“**Form A**”).

- 5 These categories of Unitholders, unless they are exempt from tax because of their own circumstances, will have to pay income tax subsequently at their own applicable tax rates.
- 6 Unitholders in category (a) are not required to submit any form. The gross distribution received by these Unitholders (irrespective of their tax residence status) is exempt from tax. However, this tax exemption does not apply to such Unitholders in respect of distributions derived by them through a partnership in Singapore or from the carrying on of a trade, business or profession.
- 7 Tax at the reduced rate of 10% will be deducted from the distribution made to foreign non-individual Unitholders. A foreign non-individual Unitholder is one (other than an individual) who is not a resident of Singapore for income tax purposes and:-
  - (a) who does not have a permanent establishment in Singapore; or
  - (b) who carries on any operation in Singapore through a permanent establishment in Singapore, where the funds used to acquire the units in MIT are not obtained from that operation.
- 8 To receive the distribution net of tax deducted at 10%, foreign non-individual Unitholders are required to complete Form A.
- 9 Beneficial owners of units in MIT who hold units through depository agents will receive:-
  - (a) gross distribution if they are persons described in categories (a) to (d) under Paragraph 3 above; and
  - (b) distribution net of tax deducted at 10% if they are foreign non-individuals described in Paragraph 7 above.
- 10 To receive gross distribution and distribution net of tax deducted at 10%, depository agents are required to complete the "Declaration by Depository Agents for Singapore Tax Purposes Form" ("**Form B**") and its annexes.
- 11 Form A and Form B (and its annexes) will be sent to Unitholders and depository agents respectively, by MIT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., on or around Wednesday 10 August 2011.
- 12 Unitholders (Form A) and the depository agents (Form B and its annexes) will have to complete the forms legibly and send it to the Unit Registrar's office such that they are received by **5.00 pm** on or around **Thursday 18 August 2011**. Failure to comply with any of these requirements will render Form A and Form B invalid and the trustee of MIT and the Manager will be obliged to deduct tax at the rate of 17% from the distribution.
- 13 Unitholders who hold units under the Central Provident Fund Investment Scheme ("**CPFIS**") and the Supplementary Retirement Scheme ("**SRS**") do not have to return any form. They will receive gross distribution.

### Declaration in Income Tax Return

This Cumulative Distribution is considered as income for the year 2012. Beneficial owners of the distribution, other than those who are exempt from tax on the distribution or who are entitled to the reduced tax rate of 10%, are required to declare the gross amount of the taxable income component of the distribution as taxable income in their Singapore income tax return for the year of assessment 2013.

### Important Reminder

Unitholders and depository agents must complete and return the Form A and Form B (and its annexes), respectively to the Unit Registrar's office by **5.00 pm** on or around **Thursday 18 August 2011** in order to receive the Cumulative Distribution either at gross or at net (after deduction of tax at 10%) as described above.

### Important Dates and Times

Date / Deadline	Event
5.00 pm, Thursday 4 August 2011	Closure of MIT's Transfer Books and Register of Unitholders
5.00 pm, On Thursday 18 August 2011	Unitholders and depository agents must have completed and returned Form A or Form B (and its annexes), as applicable, to the Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd.
On or around Wednesday 31 August 2011	Payment of distribution

Should Unitholders have any queries in relation to these procedures, please do not hesitate to contact:-

Ms Melissa TAN

Investor Relations Senior Manager

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Email : [melissa.tanhl@mapletree.com.sg](mailto:melissa.tanhl@mapletree.com.sg)

Or visit MIT's website at [www.mapletreeindustrialtrust.com](http://www.mapletreeindustrialtrust.com)

By Order of the Board

Wan Kwong Weng

Joint Company Secretary

Mapletree Industrial Trust Management Ltd.

(Company Registration No. 201015667D)

(as Manager of Mapletree Industrial Trust)

**Important Notice**

This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for 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.

Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders of MIT may only deal in their Units through trading on Singapore Exchange Securities Trading Limited (the "SGX-ST"). Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

The past performance of MIT is not necessarily indicative of the future performance of MIT.

The information in this Announcement must not be published outside the Republic of Singapore and in particular, but without limitation, must not be published in any United States edition of any publication.