



## Proposed Acquisition of 18 Tai Seng, Singapore

January 2019

# Important Notice

This presentation shall be read in conjunction with Mapletree Industrial Trust's ("MIT") circular to unitholders in relation to the proposed acquisition of 18 Tai Seng, Singapore which is an interested person transaction dated 4 January 2019.

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The past performance of the Units and MIT is not indicative of the future performance of MIT or Mapletree Industrial Trust Management Ltd. (the "Manager").

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Nothing in this presentation should be construed as financial, investment, business, legal or tax advice and you should consult your own independent professional advisors.

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# OVERVIEW

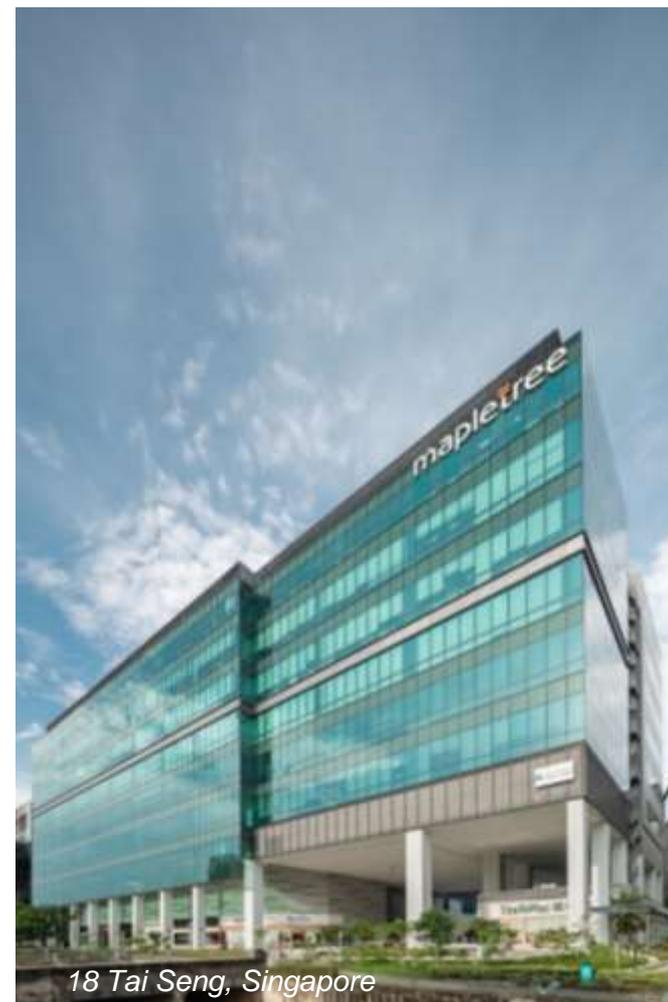


18 Tai Seng, Singapore

# Overview of the Proposed Acquisition

**Proposed acquisition of 18 Tai Seng, Singapore, a unique nine-storey mixed-use industrial development with Business 2 industrial, office and retail spaces**

<b>Address</b>	18 Tai Seng Street, Singapore 539775
<b>Agreed property value</b>	S\$268.3 million
<b>Total acquisition outlay</b>	S\$271.0 million
<b>Vendor</b>	Mapletree Tai Seng Pte. Ltd.
<b>Land area</b>	126,799 square feet ("sq ft")
<b>Land tenure</b>	30 years commencing from 26 Mar 2014
<b>Plot ratio</b>	3.5 (Business 2 Industrial: 2.5 & White: 1.0)
<b>GFA</b>	443,810 sq ft
<b>NLA</b>	384,212 sq ft - Industrial: 283,703 sq ft - Office: 53,441 sq ft - Retail: 47,068 sq ft
<b>Average passing rental rates<sup>1</sup></b>	S\$4.58 per square foot per month ("psf/mth") - Industrial: S\$4.04 psf/mth - Office: S\$5.15 psf/mth - Retail: S\$7.64 psf/mth
<b>WALE<sup>1</sup></b>	3.6 years (by gross rental income)
<b>Occupancy rate<sup>2</sup></b>	87.4%



<sup>1</sup> As at 30 Sep 2018.

<sup>2</sup> As at 30 Sep 2018. As at the Latest Practicable Date, the committed occupancy rate of the Property was 94.3%, with all the committed leases to commence progressively up to 1 Mar 2019.

# Strategically Located in Paya Lebar iPark

## *At the Centre of Paya Lebar iPark: Singapore's Modern Industrial Park*



- ✦ Prominent frontage along Upper Paya Lebar Road
- ✦ Easily accessible via major expressways (Kallang-Paya Lebar Expressway, Pan-Island Expressway and Central Expressway)
- ✦ Attractive to companies looking for high quality business space in the city fringe

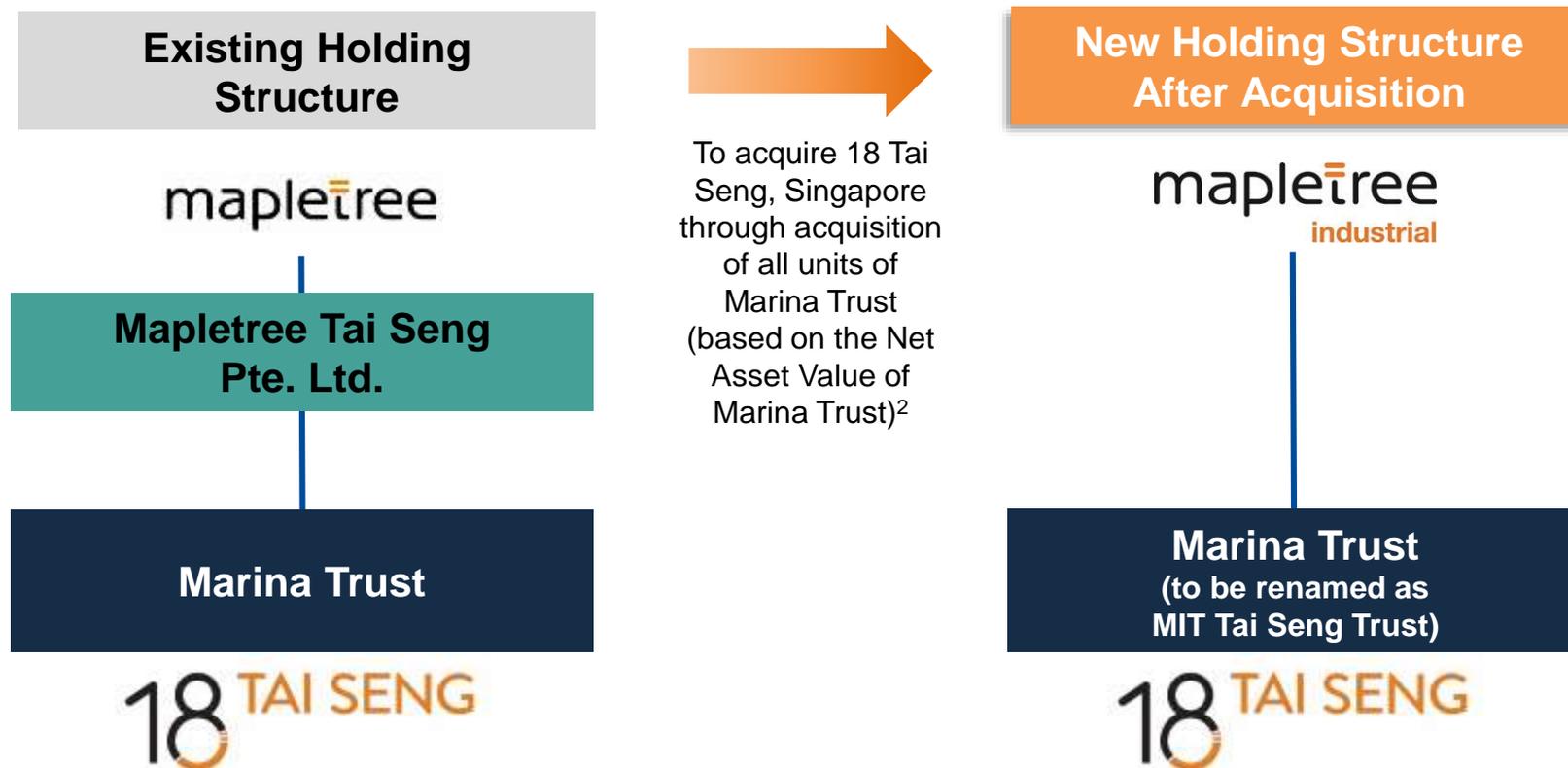
Short drive from mature housing estates like Hougang, Bedok and Toa Payoh and Central Business District



Directly connected to Tai Seng MRT Station (CC11) via an underground pedestrian link

# Structure of Proposed Acquisition

Proposed acquisition of 18 Tai Seng, Singapore from Mapletree Tai Seng Pte. Ltd. (indirect wholly-owned subsidiary of Mapletree Investments Pte Ltd) is subject to Unitholders' approval<sup>1</sup>



<sup>1</sup> The Proposed Acquisition will constitute an “interested person transaction” under Chapter 9 of the Listing Manual and an “interested party transaction” under the Property Funds Appendix, in respect of which the approval of Unitholders is required.

<sup>2</sup> The Aggregate Consideration for the Proposed Acquisition comprises the consideration payable to Mapletree Tai Seng Pte. Ltd. for all units of Marina Trust based on the Net Asset Value of Marina Trust as at Completion Date. The Net Asset Value shall take into account the Agreed Property Value of S\$268.3 million.

# FUNDING STRUCTURE AND VALUATION



*Underground Pedestrian Link to Tai Seng MRT Station*

# Total Acquisition Outlay

	S\$ million
Agreed Property Value	268.3
Intercompany Loan	(156.8)
Distribution Payable (for Retained Earnings up to Completion Date) <sup>1</sup>	(30.4)
Other Net Liabilities	(6.1)
<b>Aggregate Consideration<sup>2</sup></b>	<b>75.0</b>
Aggregate Consideration <sup>2</sup>	75.0
Trustee's Loan to Marina Trust (for Repayment of Intercompany Loan)	156.8
Subscription of Additional 35.0 million Units in Marina Trust at S\$1.00 each for:	
Distribution Payable <sup>1</sup>	30.4
Working Capital <sup>1</sup>	4.6
<b>Subtotal</b>	<b>266.8</b>
Acquisition Fee <sup>3</sup>	2.7
Professional and Other Fees	1.5
<b>MIT Total Acquisition Outlay</b>	<b>271.0</b>

About  
S\$262.2  
million  
payable to  
the  
Vendor

<sup>1</sup> Subject to completion adjustments up to the day immediately preceding the Completion Date.

<sup>2</sup> The actual amount of the Aggregate Consideration for the Proposed Acquisition will only be determined after the Completion Date.

<sup>3</sup> Based on 1% of the Agreed Property Value. As the Proposed Acquisition will constitute an "interested party transaction" under the Property Funds Appendix issued by the MAS, the Acquisition Fee will be in the form of Units, which shall not be sold within one year from the date of issuance in accordance with Paragraph 5.7 of the Property Funds Appendix.

# Pro Forma Financing

- ✦ Sufficient debt headroom to fund the proposed Acquisition entirely by debt
- ✦ Final decision regarding whether the acquisition will be funded entirely by debt financing or any combination of financing through debt, equity and internal cash resources will depend on market conditions

For Illustrative Purposes	Total Acquisition Outlay		
<b>Transaction Gearing (“LTV”)<sup>1</sup></b>	40.0%	60.0%	100.0%
<b>Debt (S\$ million)</b>	107.3	161.0	268.3
<b>Equity (S\$ million)<sup>2</sup></b>	163.7	110.0	2.7
<b>Total Acquisition Outlay (S\$ million)</b>	<b>271.0</b>	<b>271.0</b>	<b>271.0</b>

For Illustrative Purposes	MIT’s Aggregate Leverage		
<b>LTV<sup>1</sup></b>	40.0%	60.0%	100.0%
<b>Before the Proposed Acquisition</b>	35.1% <sup>3</sup>	35.1% <sup>3</sup>	35.1% <sup>3</sup>
<b>After the Proposed Acquisition</b>	35.4% <sup>4</sup>	36.5% <sup>4</sup>	38.7% <sup>4</sup>

<sup>1</sup> The respective LTV scenarios refer to the amount of debt as a percentage of the Total Acquisition Outlay excluding the Acquisition Fee which is payable in Units.

<sup>2</sup> Includes the Acquisition Fee which is payable in Units.

<sup>3</sup> As at 30 Sep 2018.

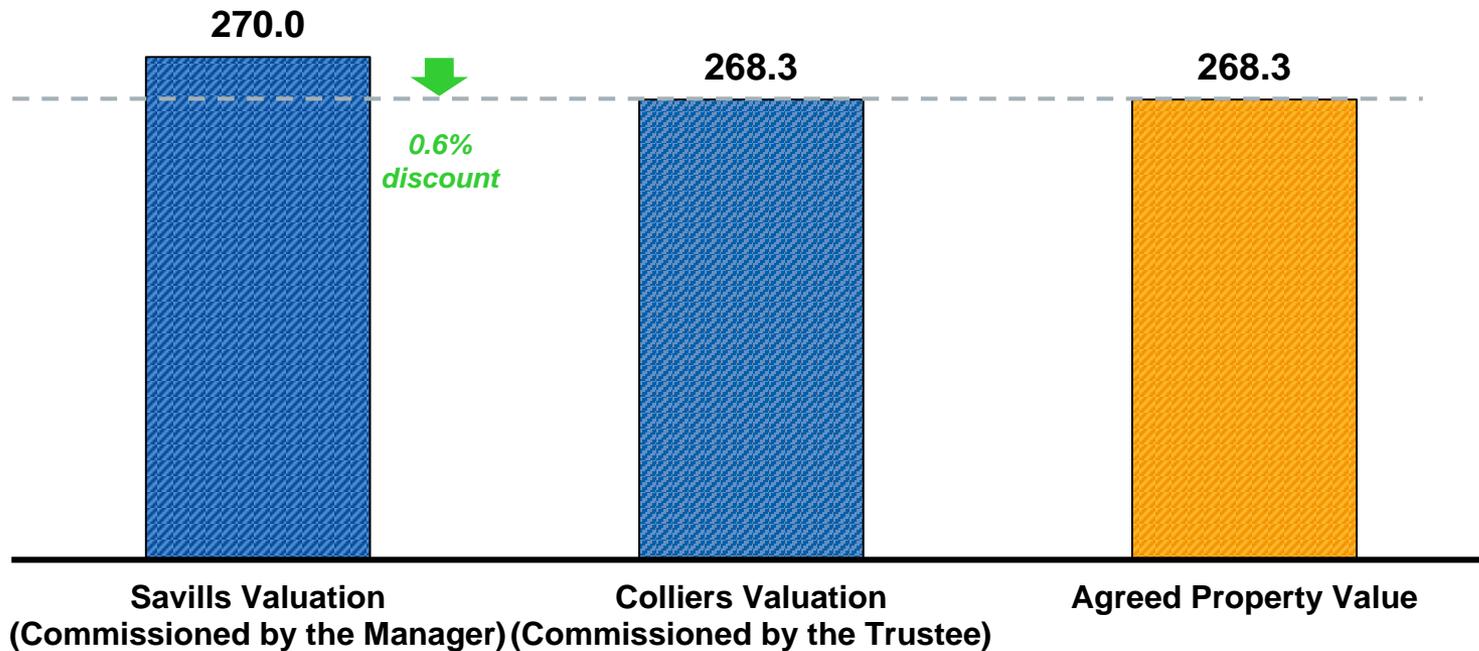
<sup>4</sup> Based on MIT’s aggregate leverage as at 30 Sep 2018, adding the incremental borrowings as a result of the Proposed Acquisition at the respective LTVs, and adding the incremental Deposited Property as a result of the Proposed Acquisition.

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## Agreed Property Value Relative to Independent Valuations<sup>1</sup>

(S\$ million)

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<sup>1</sup> Both Colliers and Savills relied on the income capitalisation method and discounted cash flow analysis to conduct the valuation and used the comparison method as a check.

# ***RATIONALE FOR THE PROPOSED ACQUISITION***

ZAN  
UTURE

kcuts 10周年  
SEOUL SINGAPORE

guardian x

huggs  
coffee

# Rationale for the Proposed Acquisition

1

**Unique Integrated High-Specification Industrial Development with Office and Retail Spaces**

2

**Centrally Located in the Paya Lebar iPark with Underground Pedestrian Link to Tai Seng MRT Station**

3

**Stable and Quality Cash Flows**

4

**DPU and NAV Accretive to Unitholders**

5

**Strengthens the MIT Portfolio**

# Unique Integrated High-Specification Industrial Development with Office and Retail Spaces



Established food and beverage outlets with essential amenities

High quality finishes for common areas



- ✦ Newest mixed-use industrial development (completed on 1 Nov 2016) in Paya Lebar iPark
- ✦ Large column-free floor plates of over 50,000 sq ft with core-to-window depth of 20 metres that offers businesses flexibility in designing efficient work spaces
- ✦ Full-height windows offer natural lighting with double-glazed windows for insulation against noise and sunlight
- ✦ Obtained BCA Green Mark Gold certification

## Increased exposure to Paya Lebar iPark

- ✦ Modern 15ha industrial park nestled in mature Paya Lebar industrial estate
- ✦ Designed to foster close interaction and collaboration between the businesses and talents by creating the urban design concept of pedestrian-space-activity
- ✦ An industrial hub for lifestyle-related and light manufacturing industries
- ✦ Serves as an alternative for businesses to be closer to homes due to proximity to mature housing estates like Hougang, Bedok and Toa Payoh
- ✦ Retail and food and beverage outlets to enjoy healthy catchment from surrounding industrial buildings



# Centrally Located in the Paya Lebar iPark with Underground Pedestrian Link to Tai Seng MRT Station



## Direct underground pedestrian link to Tai Seng MRT Station

- ✦ Sole property with a direct underground pedestrian link to Tai Seng MRT Station (CC11)
- ✦ Connected to key interchanges via the Circle Line
- ✦ Flanked by major expressways (Kallang-Paya Lebar Expressway, Pan-Island Expressway and Central Expressway)

*Strong Tenant Base with Established Tenants*

Top 10 Tenants	% of Gross Rental Income (As at 30 Sep 2018)
Sivantos Pte. Ltd.	36.6%
Silicon Laboratories International Pte. Ltd.	8.7%
Schaeffler (Singapore) Pte. Ltd. <sup>1</sup>	6.5%
AES Global Holdings Pte. Ltd. <sup>2</sup>	5.7%
Williams-Sonoma Singapore Pte. Ltd.	5.2%
NTUC Fairprice Co-Operative Ltd	2.6%
Junior Champs Educampus Pte. Ltd.	2.6%
Michael Page International Pte Ltd	2.6%
Hersing F&B Pte. Ltd.	1.8%
Fei Siong Food Management Pte. Ltd.	1.7%
<b>Top 10 Tenants<sup>4</sup></b>	<b>74.0%</b>

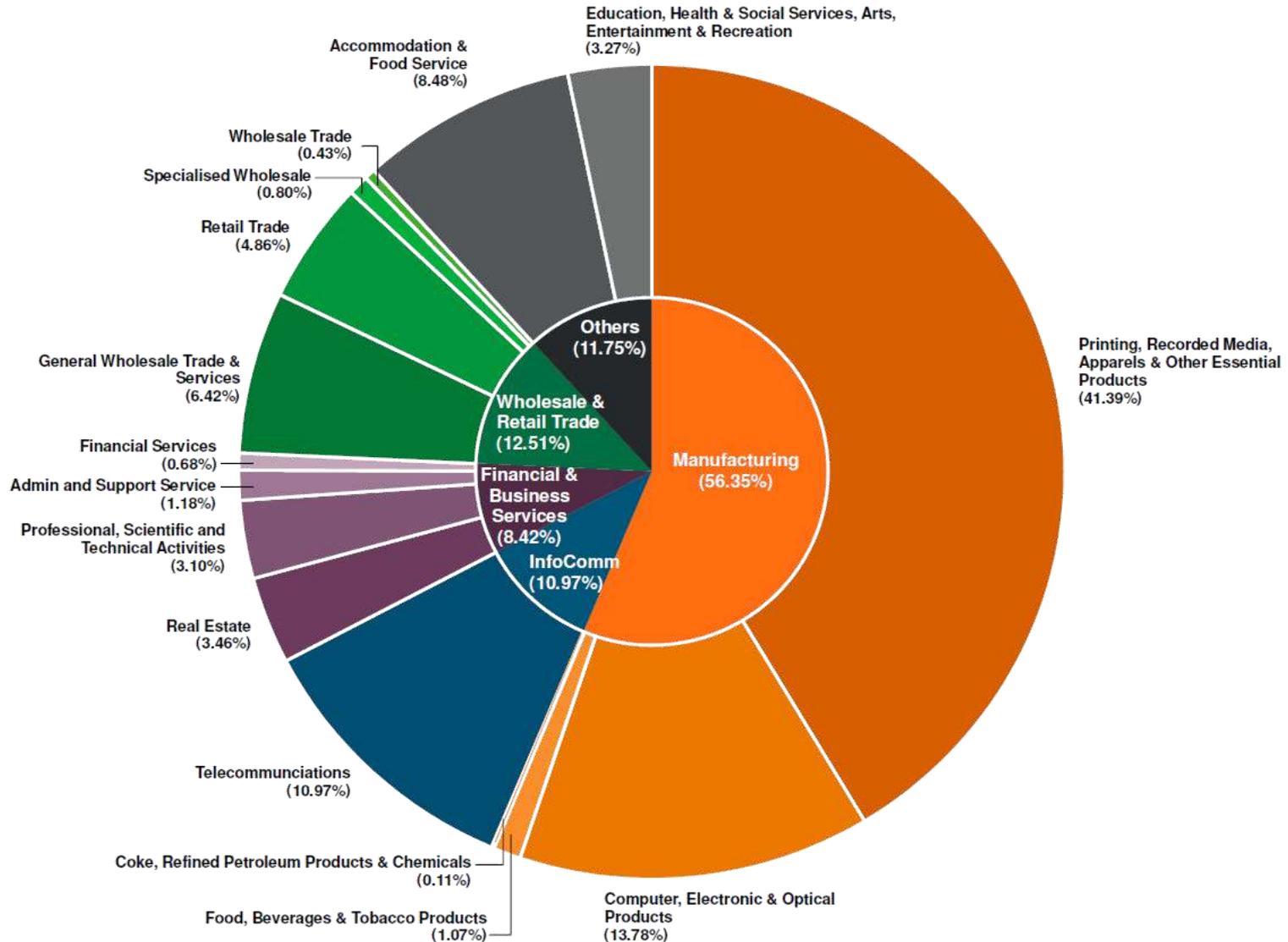
- ✦ Leased to 44 high-quality tenants
- ✦ Enlarges tenant base to include multinational companies in high value-added services such as medical technology, information and communications technology and automotive technology
- ✦ As at the Latest Practicable Date, the Property had a high committed occupancy of 94.3%<sup>3</sup>

<sup>1</sup> On 9 Jul 2018, Schaeffler (Singapore) Pte. Ltd. entered into a lease agreement to lease certain units of the Property from 1 Mar 2019 for a period of five years. The figure above is based on the committed lease of Schaeffler (Singapore) Pte. Ltd..

<sup>2</sup> On 23 Oct 2018, AES Global Holdings Pte. Ltd. entered into another lease agreement to lease certain units of the Property from 1 Jan 2019 for a period of three years and nine months. The figure above is based on the committed lease of AES Global Holdings Pte. Ltd..

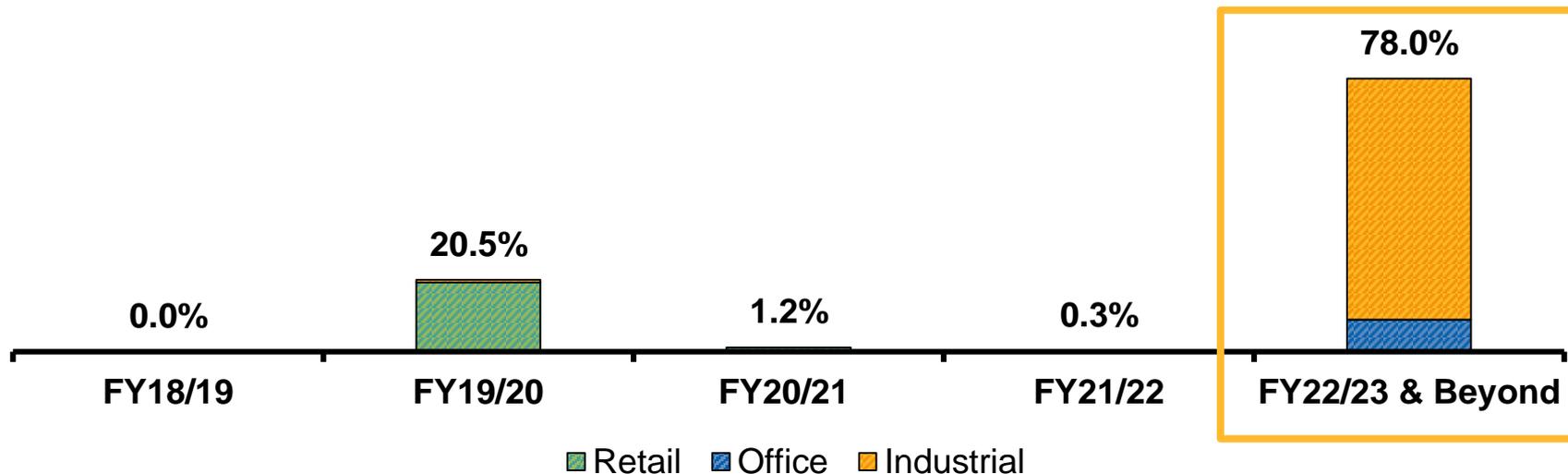
<sup>3</sup> The actual occupancy of the Property was 87.4% as at 30 Sep 2018. All committed leases will commence progressively up to 1 Mar 2019.

<sup>4</sup> The table above excludes a telecommunications tenant which would have been the second largest tenant by gross rental income of the Property (but not contributing to more than 15% of the gross rental income of the Property) due to confidentiality.

*Diversification across Trade Sectors*

*Well-structured Leases with Embedded Organic Growth***LEASE EXPIRY PROFILE OF THE PROPERTY (BY GROSS RENTAL INCOME)**

As at 30 September 2018

78.0% of leases expiring in FY22/23 & beyond,  
which enhance income stability**WALE of the Property = 3.6 years**

- ✦ No significant industrial and office lease expirations in the next 3 years (commencing from 1 Apr 2019)
- ✦ Built-in annual rental escalations are included in 95.7% of the leases

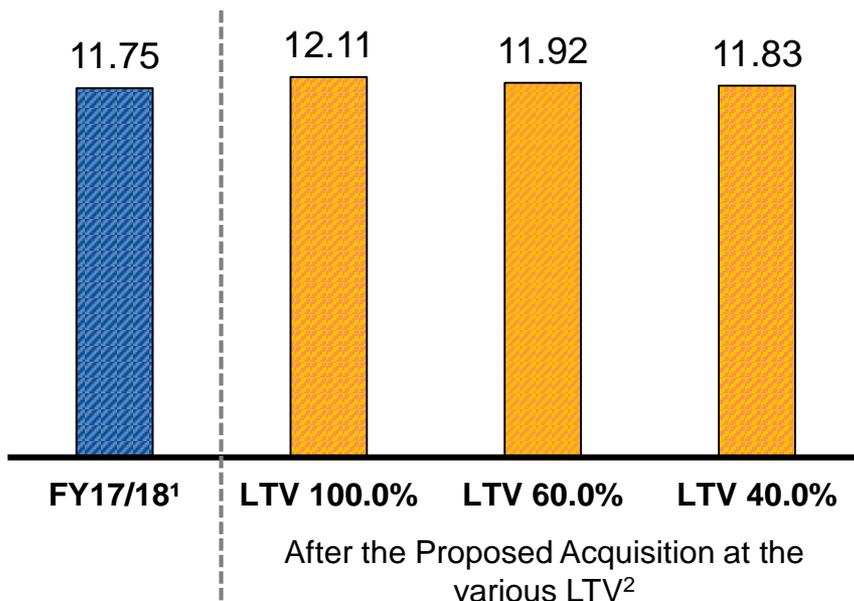
# 4 DPU and NAV Accretive to Unitholders

Assuming LTV 100.0%, 60.0% and 40.0% for illustrative purposes:

- ✦ Expected to result in pro forma DPU accretion of 3.1%, 1.5% and 0.7% respectively
- ✦ Expected to result in pro forma net asset value per Unit of S\$1.47, S\$1.48 and S\$1.49 respectively

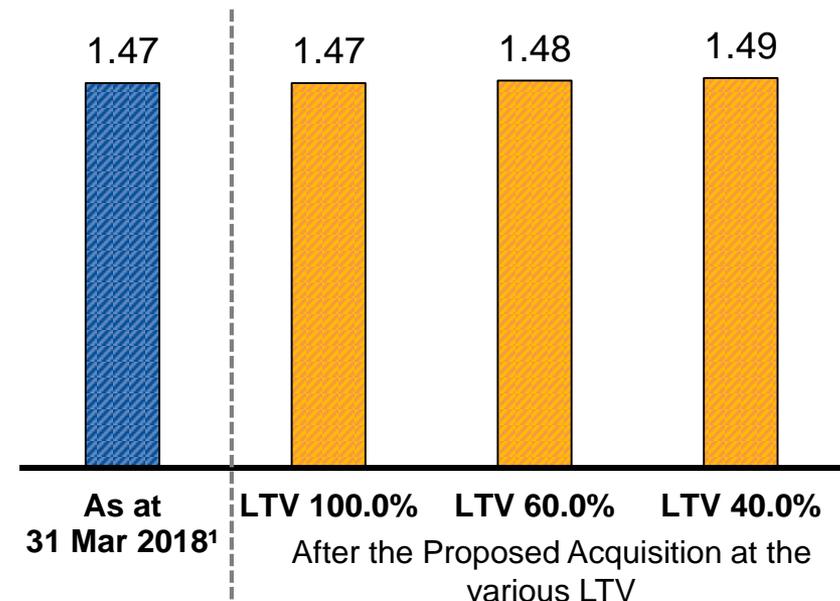
## Distribution per Unit

Singapore cents



## Net Asset Value per Unit

S\$

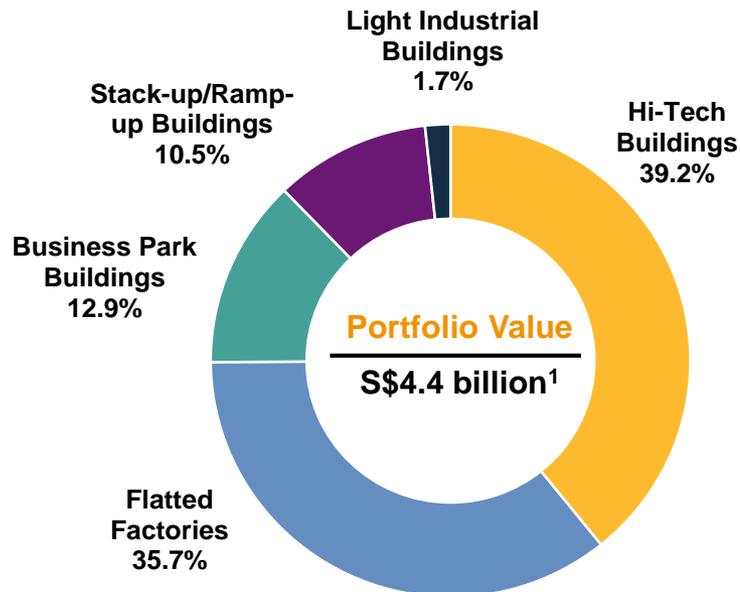


<sup>1</sup> For the financial year ended 31 Mar 2018.

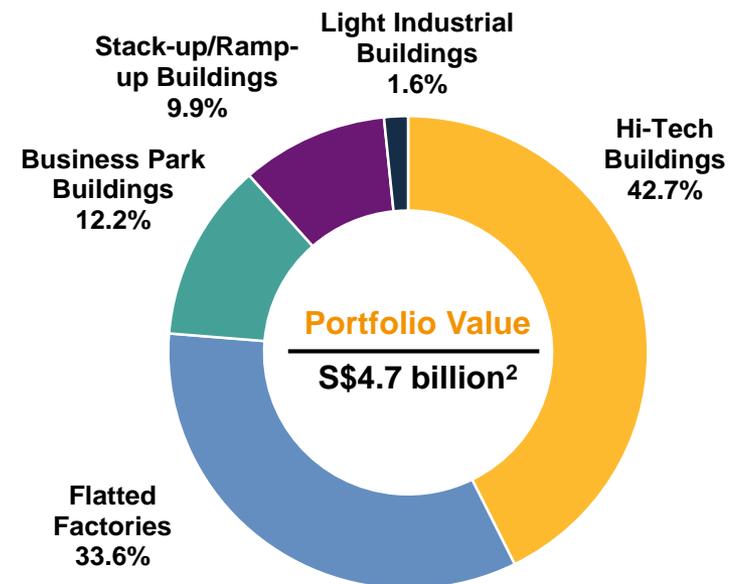
<sup>2</sup> Assuming that (i) the Property had a portfolio occupancy rate of 94.3% for the entire financial year ended 31 Mar 2018 and all leases, whether existing or committed as at the Latest Practicable Date, were in place since 1 Apr 2017 and (ii) all tenants have paid their rents in full. MIT's expenses comprising borrowing costs associated with the drawdown of the loan to finance the Proposed Acquisition, the Manager's management fees, Trustee's fees and other trust expenses incurred in connection with the operation of the properties of MIT have been deducted.

*In Line with Strategy to Grow Hi-Tech Buildings Segment***Pre-Acquisition<sup>1</sup>**

- ✦ Hi-Tech Buildings segment accounted for 39.2% of the MIT portfolio
- ✦ 90.3% Singapore, 9.7% United States

**Post-Acquisition<sup>2</sup>**

- ✦ Hi-Tech Buildings segment expected to increase to 42.7%<sup>2</sup> of MIT portfolio
- ✦ 90.9% Singapore, 9.1% United States



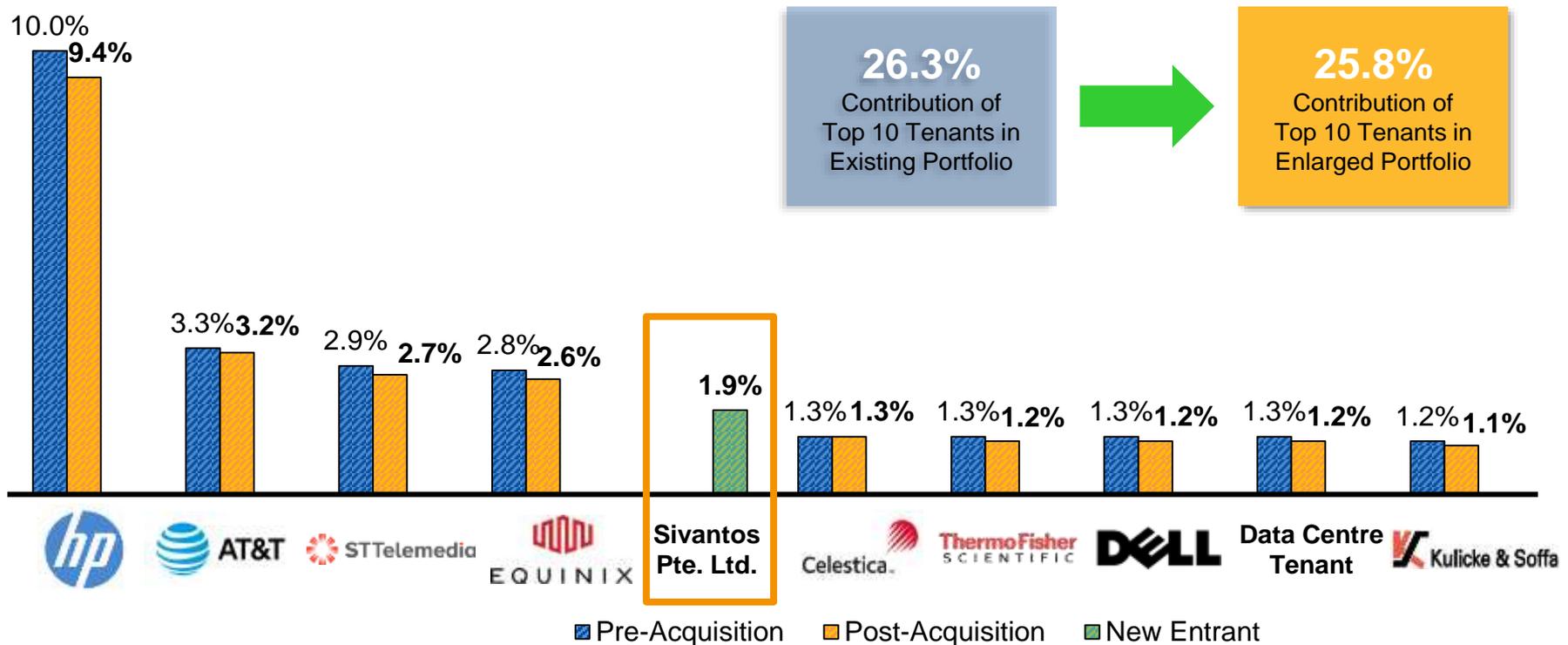
<sup>1</sup> Based on MIT's book value of investment properties and investment properties under development as well as MIT's 40% interest in the joint venture with MIPL in a portfolio of 14 data centres in the United States on 30 Sep 2018.

<sup>2</sup> Assuming the Property was acquired on 30 Sep 2018.

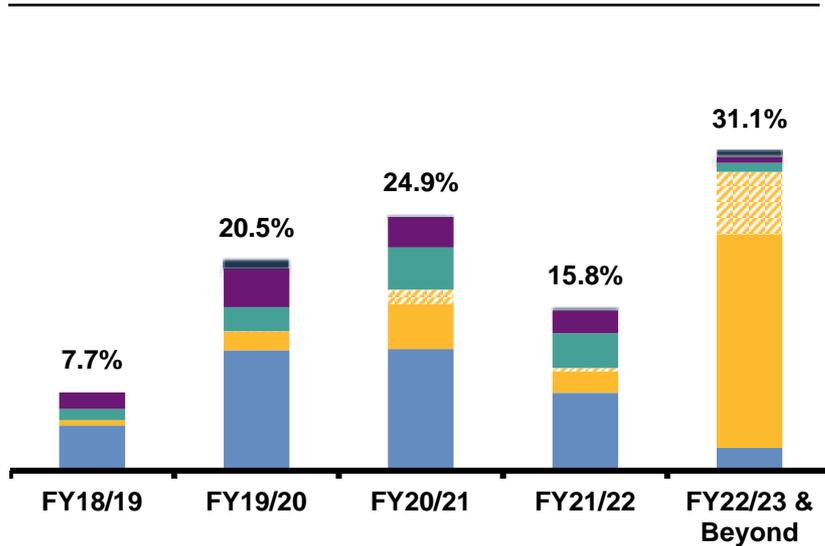
*Reduces Maximum Risk Exposure to Any Single Tenant From 10.0% to 9.4%*

## TOP 10 TENANTS BY GROSS RENTAL INCOME<sup>1</sup>

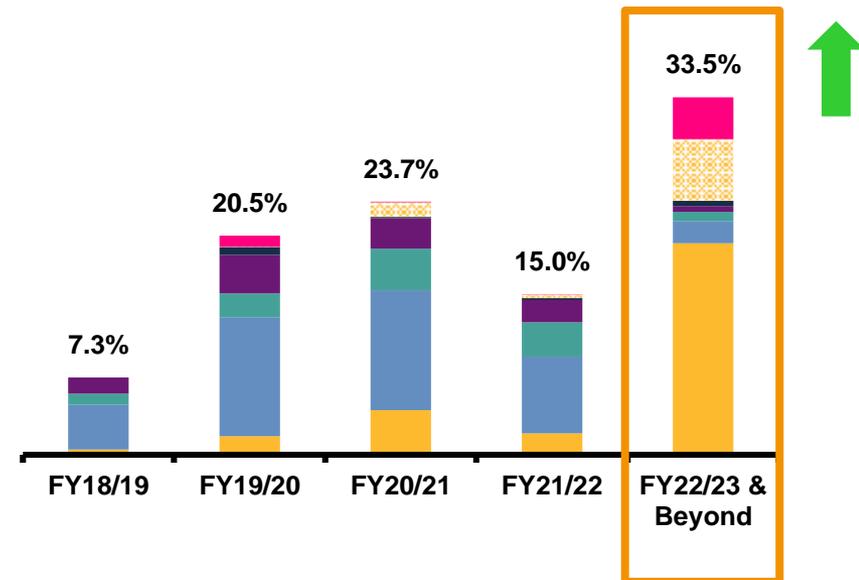
As at 30 September 2018



<sup>1</sup> Based on MIT's 40% interest in the joint venture with MIPL in a portfolio of 14 data centres in the United States through Mapletree Redwood Data Centre Trust.

*Improves Lease Expiry Profile for Enlarged Portfolio*Pre-Acquisition: Lease Expiry Profile<sup>1</sup>

Portfolio WALE = 3.7 years

Post-Acquisition: Lease Expiry Profile<sup>2</sup>

Portfolio WALE = 3.7 years

■ Hi-Tech Buildings   
 ■ Flatted Factories   
 ■ Business Park Buildings   
 ■ Stack-up/Ramp-up Buildings   
 ■ Light Industrial Buildings   
 ▨ US Data Centres   
 ■ The Property

<sup>1</sup> Expiring leases by gross rental income as at 30 Sep 2018.

<sup>2</sup> Expiring leases by gross rental income as at 30 Sep 2018 and assuming the Property was acquired on 30 Sep 2018.



**CONCLUSION**

18 Tai Seng, Singapore

## Strategic Addition of High Quality Asset

- ✦ Unique integrated high-specification industrial development with office and retail spaces
- ✦ Sole property in Paya Lebar iPark with underground pedestrian link to Tai Seng MRT Station
- ✦ Centrally located in Paya Lebar iPark with easy accessibility and connectivity

## Deepens Presence in Paya Lebar iPark

- ✦ An industrial hub for lifestyle-related and light manufacturing industries
- ✦ Serves as an alternative for businesses to be closer to homes due to proximity to mature housing estates
- ✦ Retail and food and beverage outlets to enjoy healthy catchment from surrounding industrial buildings

## Enhances Quality of the MIT Portfolio

- ✦ DPU and NAV accretive to Unitholders
- ✦ Greater income stability and portfolio diversification
- ✦ Continued focus on Hi-Tech Buildings segment



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***EGM RESOLUTION***

18 Tai Seng, Singapore

# Summary of Approval Required

**Deloitte & Touche Corporate Finance Pte Ltd<sup>1</sup> (the “Independent Financial Adviser”) is of the opinion that Proposed Acquisition is based on normal commercial terms and will not be prejudicial to the interests of MIT and its minority unitholders**

**Accordingly, the Independent Financial Adviser advises that the Independent Directors<sup>2</sup> and the Audit and Risk Committee to recommend that the unitholders vote in favour of the resolution in connection with the Proposed Acquisition**

## **Ordinary Resolution**

Proposed Acquisition of 18 Tai Seng, Singapore which is an Interested Person Transaction

**Date and time of Extraordinary General Meeting (“EGM”):  
22 Jan 2019 (Tue) at 2.30 p.m.**

**Place of EGM:  
10 Pasir Panjang Road,  
Mapletree Business City,  
Town Hall – Auditorium,  
Singapore 117438**

<sup>1</sup> The Manager has appointed Deloitte & Touche Corporate Finance Pte Ltd as the Independent Financial Adviser, pursuant to Rule 921(4)(a) of the Listing Manual, as well as to advise the independent directors of the Manager (the “Independent Directors”), the audit and risk committee of the Manager (the “Audit and Risk Committee”) and DBS Trustee Limited in relation to the Proposed Acquisition.

<sup>2</sup> Save for Mr Andrew Chong Yang Hsueh, Dr Andrew Lee Tong Kin and Mr Pok Soy Yoong, who were only appointed as Independent Non-Executive Directors of the Manager on 26 Dec 2018 after the signing of the Unit Purchase Agreement in respect of the Proposed Acquisition.



## End of Presentation

For enquiries, please contact Ms Melissa Tan, Vice President, Investor Relations,  
DID: (65) 6377 6113, Email: [melissa.tanhl@mapletree.com.sg](mailto:melissa.tanhl@mapletree.com.sg)