



**LIPPO MALLS INDONESIA RETAIL TRUST**

**2013 THIRD QUARTER UNAUDITED FINANCIAL STATEMENTS AND DISTRIBUTION ANNOUNCEMENT**

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**LIPPO MALLS INDONESIA RETAIL TRUST**  
**2013 THIRD QUARTER UNAUDITED FINANCIAL STATEMENTS AND DISTRIBUTION ANNOUNCEMENT**

**Introduction**

Lippo Malls Indonesia Retail Trust ("LMIR Trust") is a Singapore-based real estate investment trust ("REIT") constituted by a trust deed dated 8 August 2007 between LMIR Management Limited as the Manager and HSBC Institutional Trust Services (Singapore) Limited as the Trustee. LMIR Trust was listed on the Singapore Exchange Securities Trading Limited on 19 November 2007.

LMIR Trust was established with the principal investment objective of owning and investing on a long-term basis in a diversified portfolio of income-producing real estate in Indonesia that is primarily used for retail and / or retail-related purposes, and real estate related assets in connection with the foregoing purposes. As at 30 September 2013, LMIR Trust's property portfolio comprises 16 retail mall properties and seven retail spaces located within other retail malls, all of which are located in Indonesia.

LMIR Trust's distribution policy is to distribute at least 90.0% of the tax-exempt income (after deduction of applicable expenses) and capital receipts. The tax-exempt income comprises dividends received from the Singapore Special Purpose Companies ("SPCs"). These are dividends from the Indonesian SPCs paid out of income (less the related income taxes) derived by letting out of the properties. The capital receipts comprise mainly of amounts received by LMIR Trust from the redemption of redeemable preference shares in the Singapore SPCs.

**Summary of Lippo Malls Indonesia Retail Trust Group Results**

	<b>Group</b>					
	<b>3Q 2013</b>	<b>3Q 2012</b>	<b>Variance %</b>	<b>YTD 2013</b>	<b>YTD 2012</b>	<b>Variance %</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>Favourable/ (Unfavourable)</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>Favourable/ (Unfavourable)</b>
Gross Rental Income	38,956	34,297	13.6%	118,697	95,692	24.0%
Service Charge And Utilities Recovery	-	-	NM	-	19,878	NM
Total Gross Revenue	<u>38,956</u>	<u>34,297</u>	<u>13.6%</u>	<u>118,697</u>	<u>115,570</u>	<u>NM</u>
Net Property Income	37,144	33,109	12.2%	112,263	92,785	21.0%
Distributable Amount	19,136	15,848	20.7%	59,219	47,977	23.4%
<b>Available Distribution per Unit (cents)</b>	<u>0.87</u>	<u>0.73</u>	<u>19.2%</u>	<u>2.69</u>	<u>2.21</u>	<u>21.7%</u>

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1 (a) (i) **Statements of Total Return**

	Group					
	3Q 2013 S\$'000	3Q 2012 S\$'000	Variance % Favourable/ (Unfavourable)	YTD 2013 S\$'000	YTD 2012 S\$'000	Variance % Favourable/ (Unfavourable)
Gross rent	31,344	26,221	19.5%	95,042	79,445	19.6%
Carpark income	3,800	1,977	92.2%	9,684	6,089	59.0%
Other rental income <sup>1, 2, 7</sup>	3,812	6,099	(37.5%)	13,971	10,158	37.5%
<b>Gross Rental Income</b>	<b>38,956</b>	<b>34,297</b>	<b>13.6%</b>	<b>118,697</b>	<b>95,692</b>	<b>24.0%</b>
Service charge and utilities recovery <sup>3</sup>	-	-	NM	-	19,878	NM
<b>Total Gross Revenue<sup>4</sup></b>	<b>38,956</b>	<b>34,297</b>	<b>13.6%</b>	<b>118,697</b>	<b>115,570</b>	<b>NM</b>
<b>Property Operating Expenses</b>						
Land rental	(356)	(309)	(15.2%)	(932)	(941)	1.0%
Property management fee <sup>3</sup>	(917)	(154)	NM	(2,488)	(2,588)	NM
Property operating and maintenance expenses <sup>3</sup>	(539)	(725)	NM	(3,014)	(19,256)	NM
<b>Total Property Operating Expenses<sup>4</sup></b>	<b>(1,812)</b>	<b>(1,188)</b>	<b>NM</b>	<b>(6,434)</b>	<b>(22,785)</b>	<b>NM</b>
<b>Net Property Income</b>	<b>37,144</b>	<b>33,109</b>	<b>12.2%</b>	<b>112,263</b>	<b>92,785</b>	<b>21.0%</b>
Interest income	157	210	(25.2%)	406	557	(27.1%)
Financial expenses <sup>5</sup>	(7,461)	(5,886)	(26.8%)	(21,638)	(12,480)	(73.4%)
<b>Administrative Expenses</b>						
Manager's management fees	(2,543)	(2,209)	(15.1%)	(7,963)	(6,663)	(19.5%)
Trustee's fee	(74)	(75)	1.3%	(239)	(222)	(7.7%)
Other trust operating expenses	(287)	(228)	(25.9%)	(885)	(744)	(19.0%)
<b>Total Administrative Expenses</b>	<b>(2,904)</b>	<b>(2,512)</b>	<b>(15.6%)</b>	<b>(9,087)</b>	<b>(7,629)</b>	<b>(19.1%)</b>
Other gains (net) (See Note A)	4,015	1,620	NM	4,512	5,248	NM
<b>Total Return For The Period Before Tax</b>	<b>30,951</b>	<b>26,541</b>	<b>NM</b>	<b>86,456</b>	<b>78,481</b>	<b>NM</b>
Income tax	(4,207)	(3,093)	(36.0%)	(13,023)	(12,592)	(3.4%)
Withholding tax	(2,554)	(2,268)	(12.6%)	(8,060)	(6,629)	(21.6%)
<b>Total Return For The Period After Tax</b>	<b>24,190</b>	<b>21,180</b>	<b>NM</b>	<b>65,373</b>	<b>59,260</b>	<b>NM</b>
<b>Other Comprehensive Income:</b>						
<b>Exchange Differences On Translating Foreign Operations</b>	<b>(254,579)</b>	<b>(67,043)</b>	<b>NM</b>	<b>(247,869)</b>	<b>(165,254)</b>	<b>NM</b>
<b>Total Comprehensive Loss For The Period</b>	<b>(230,389)</b>	<b>(45,863)</b>	<b>NM</b>	<b>(182,496)</b>	<b>(105,994)</b>	<b>NM</b>

1 (a) (ii) **Statements of Distribution**

Total Return for the period after tax before distribution	24,190	21,180	NM	65,373	59,260	NM
Add back/ (less) non-cash items and other adjustments:						
- Manager's fee payable in the form of units	1,486	1,104	34.6%	4,491	3,568	25.9%
- Depreciation of plant and equipment	132	85	NM	429	271	NM
- Unrealised gain on foreign exchange forward contracts	(4,942)	(5,862)	NM	(9,288)	(14,509)	NM
- Unrealised (gain)/ loss on interest rate swap	(69)	23	NM	(304)	235	NM
- Unrealised foreign exchange gain	(1,661)	(682)	NM	(1,482)	(848)	NM
<b>Total Unitholders' Distribution</b>	<b>19,136</b>	<b>15,848</b>	<b>20.7%</b>	<b>59,219</b>	<b>47,977</b>	<b>23.4%</b>
Unitholders' distribution:						
- as distributions from operations	14,846	11,713	26.7%	43,976	36,957	19.0%
- as return of capital <sup>6</sup>	4,290	4,135	3.7%	15,243	11,020	38.3%
<b>Total Unitholders' Distribution</b>	<b>19,136</b>	<b>15,848</b>	<b>20.7%</b>	<b>59,219</b>	<b>47,977</b>	<b>23.4%</b>

(Note A) **Other gains/ (losses) (net) comprise of:**

Unrealised gain on foreign exchange forward contracts	4,942	5,862	NM	9,288	14,509	NM
Unrealised gain/ (loss) on interest rate swap	69	(23)	NM	304	(235)	NM
Realised loss on foreign exchange forward contracts	(3,409)	(3,742)	NM	(10,423)	(11,250)	NM
Unrealised foreign exchange gain	1,661	682	NM	1,482	848	NM
Reversal of service charge and utilities recovery and corresponding expenses for May 2012 and June 2012 <sup>3</sup>	-	(1,917)	NM	-	-	NM
Miscellaneous income <sup>7</sup>	752	758	NM	3,861	1,376	NM
	4,015	1,620	NM	4,512	5,248	NM

**Footnote:**

- The YTD 2013 other rental income includes rental guarantee income of S\$5,639,000 from the vendors of Pluit Village and Lippo Plaza Kramat Jati (previously known as Kramat Jati Indah Plaza) (YTD 2012: S\$4,338,000 from the vendors of Pluit Village and Plaza Medan Fair), S\$5,212,000 (YTD 2012: S\$ 3,588,000) from rental of electrical, mechanical and mall operating equipment and S\$1,093,000 (YTD 2012: S\$626,000) from rental of office space to the Operating Company (please refer to footnote 3 below).
- Due to the delay in finalisation of legal documentation and transition of operational responsibilities to the Operating Company (please refer to details in footnote 3 below), the income from the rental of electrical, mechanical and mall operating equipment and rental of office space to the Operating Company for period 1 May 2012 to 30 June were also taken up in Q3 2012.
- With effect from 1 May 2012, a third party operating company ("Operating Company") was engaged to co-manage the individual retail malls. Pursuant to the operating agreements ("Operating Agreements") entered into between the Property Manager PT Lippo Malls Indonesia (previously known as PT Consulting & Management Services Division), and the Operating Company, the Operating Company agreed to be responsible for all costs directly related to the maintenance and operation of the individual retail malls, as well as pay for the rental of office and use of electrical, mechanical and mall operating equipment of the individual malls.

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**Footnote (continued):**

- 3 (continued)  
 In consideration of its obligations under the Operating Agreements, the Operating Company has the right to collect a service charge and statutory income from the tenants of the retail malls. The service charge is intended to cover the costs directly related to the maintenance and operation of the retail malls. As a result of the Operating Agreements, and due to the delay of finalisation of legal documentation and transition of operational responsibilities to the Operating Company, the service charge and utilities recovery income and the corresponding expenses for period 1 May 2012 to 30 June 2012 which were taken up in the financial statements of Q2 2012 were accounted accordingly in Q3 2012 based on the new agreement. The net effect of such adjustment has been reflected in other gains/(losses) (net).
- 4 The gross revenue and property operating expenses include financial results of Palembang Square, Palembang Square Extension, Tamini Square, Lippo Plaza Kramat Jati (previously known as Kramat Jati Indah Plaza), Pejaten Village and Binjai Supermall which were acquired between October 2012 and December 2012.
- 5 Increase in YTD finance expenses is mainly due to additional interest expense and amortisation of transaction costs as a result of issuance of S\$250,000,000 and S\$75,000,000 Notes under the EMTN Programme in July 2012 and November 2012 respectively.
- 6 The return of capital comprises the amounts received by LMIR Trust from the redemption of its investment in the redeemable preference shares in the Singapore SPCs.
- 7 The YTD 2013 miscellaneous income includes an indemnity recovery of S\$1,239,000 and (YTD 2012: S\$681,000) from vendor of Pluit Village for loss of income in connection with litigation case with PT Carrefour Indonesia ("Carrefour cases"), S\$2,189,000 (YTD 2012: Nil) from vendors of Palembang Square and Binjai Supermall in relation to compensation for loss of rental income resulting from the delay in completion of asset enhancements.
- 8 Certain comparative figures have been restated to conform with current period's presentation.

**1 (b) (i) Statements of Financial Position**

	Group		Trust	
	30-Sep-13 S\$'000	31-Dec-12 S\$'000	30-Sep-13 S\$'000	31-Dec-12 S\$'000
<b>Current Assets</b>				
Cash and cash equivalents <sup>1</sup>	127,643	139,410	-	-
Trade and other receivables	37,901	34,753	154,107	171,524
Other financial assets, current <sup>2</sup>	417	-	417	-
<b>Total Current Assets</b>	<b>165,961</b>	<b>174,163</b>	<b>154,524</b>	<b>171,524</b>
<b>Non-current Assets</b>				
Investment properties <sup>3</sup>	1,508,571	1,753,322	-	-
Investments in subsidiaries	-	-	1,383,141	1,399,756
Plant and equipment	3,063	3,155	-	-
Other financial assets, non-current <sup>2</sup>	212	-	212	-
<b>Total Non-current Assets</b>	<b>1,511,846</b>	<b>1,756,477</b>	<b>1,383,353</b>	<b>1,399,756</b>
<b>Total Assets</b>	<b>1,677,807</b>	<b>1,930,640</b>	<b>1,537,877</b>	<b>1,571,280</b>
<b>Current Liabilities</b>				
Secured and unsecured borrowing <sup>4</sup>	145,277	-	145,277	-
Trade and other payables	27,209	25,187	359,791	358,465
Current tax payable	10,489	9,619	2,723	1,301
Security deposits	24,960	25,747	-	-
Other financial liabilities, current <sup>5</sup>	815	9,593	778	9,503
<b>Total Current Liabilities</b>	<b>208,750</b>	<b>70,146</b>	<b>508,569</b>	<b>369,269</b>
<b>Non-current Liabilities</b>				
Secured and unsecured borrowing <sup>4</sup>	318,983	460,221	-	143,021
Deferred tax liabilities	65,913	65,913	-	-
Deferred income	86,314	101,573	-	-
Other financial liabilities, non-current <sup>5</sup>	1,464	1,892	-	239
<b>Total non-current liabilities</b>	<b>472,674</b>	<b>629,599</b>	<b>-</b>	<b>143,260</b>
<b>Total Liabilities</b>	<b>681,424</b>	<b>699,745</b>	<b>508,569</b>	<b>512,529</b>
<b>Unitholders' funds</b>	<b>996,383</b>	<b>1,230,895</b>	<b>1,029,308</b>	<b>1,058,751</b>
<b>Total Liabilities and Unitholders' funds</b>	<b>1,677,807</b>	<b>1,930,640</b>	<b>1,537,877</b>	<b>1,571,280</b>

**Footnote:**

- 1 Decrease in cash and cash equivalents is mainly due to depreciation of Indonesian Rupiah ("IDR") against Singapore Dollar ("SGD") in Q3 2013.
- 2 Other financial assets (current and non-current) relates to the mark-to-market value of a currency option contract entered into in June 2013.
- 3 The carrying values of the properties are stated based on the independent valuation as at 31 December 2012 and adjusted for property enhancements to-date. The valuations and property enhancements figures are recorded in the financial statements of the Indonesian subsidiaries in IDR and translated into SGD using the respective exchange rate as at the end of each period. Decrease in investment properties is mainly due to depreciation of IDR against SGD.
- 4 The secured borrowing of S\$147.5 million will mature in June 2014. Please refer to item 1 (b) (ii) Borrowings and Debt Securities for details.
- 5 The movements in other financial assets and other financial liabilities (current and non-current) are mainly as a result of unrealised movements in the value of derivatives, principally being foreign currency forward contracts of Indonesian Rupiah to Singapore Dollars.

**1 (b) (ii) Borrowings and Debt Securities**

	Group	
	30-Sep-13 S\$'000	31-Dec-12 S\$'000
<u>Secured borrowings:</u>		
Amount payable after one year	-	147,500
Less: Unamortised transaction costs for secured borrowings	-	(4,479)
Amount payable within one year	147,500	-
Less: Unamortised transaction costs for secured borrowings	(2,223)	-
<b>Total secured borrowings</b>	<b>145,277</b>	<b>143,021</b>
<u>Unsecured borrowings:</u>		
Amount payable after one year	325,000	325,000
Less: Unamortised transaction costs for unsecured borrowings	(6,017)	(7,800)
<b>Total unsecured borrowings</b>	<b>318,983</b>	<b>317,200</b>
<b>Total borrowings</b>	<b>464,260</b>	<b>460,221</b>

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**1 (b) (ii) Borrowings and Debt Securities (continued)**

Secured borrowings

LMIR Trust has in place secured bank loan facility of S\$147.5 million maturing in June 2014 at an interest margin of 4% per annum over the base rate.

The facility is secured mainly on the following:

-Pledge over the shares in 7 retail mall Singapore SPCs and 7 retail space Singapore SPCs ("Restricted Singapore Subsidiaries")

-Pledge over the shares in 3 retail mall Indonesia SPCs and 6 retail space Indonesia SPCs ("Restricted Indonesia Subsidiaries")

-First fixed mortgage charge over 3 retail malls and 6 retail spaces and first fixed and/ or floating charges over all the other assets of 9 Indonesia SPCs

-First legal assignment of earnings of Restricted Singapore Subsidiaries and Indonesia Subsidiaries

-Legal assignment of rights under each lease agreement, lease guarantee, all insurance policies associated with the 3 retail malls and 6 retail spaces

Unsecured borrowings

LMIR Trust has in place S\$200,000,000 4.88% Notes due July 2015, S\$50,000,000 5.875% Notes due July 2017 and S\$75,000,000 4.48% Notes due November 2017 (collectively, the Notes), issued under the Guaranteed Euro Medium Term Note Programme ("EMTN Programme") established by its wholly owned subsidiary, LMIRT Capital Pte Ltd.

**1 (c) Statements of Cash Flows**

	Group		Group	
	3Q 2013 S\$'000	3Q 2012 S\$'000	YTD 2013 S\$'000	YTD 2012 S\$'000
<b>Operating activities</b>				
Total return for the period before tax	30,951	26,541	86,456	78,481
<b>Adjustments for</b>				
- Manager's fee payable in units	1,486	1,104	4,491	3,568
- Interest income	(157)	(210)	(406)	(557)
- Amortisation of borrowing costs	1,440	1,125	4,218	2,610
- Interest expense	6,021	4,761	17,420	8,272
- Arrangement and commitment fee for unutilised facility written off	-	-	-	1,598
- Depreciation of plant and equipment	132	85	429	271
- Unrealised foreign exchange gain	(1,661)	(682)	(1,482)	(848)
- Unrealised gain on foreign exchange forward contracts	(4,942)	(5,862)	(9,288)	(14,509)
- Net effect of exchange rate changes	2,776	1,883	(1,491)	6,565
- Unrealised (gain)/ loss on interest rate swap	(69)	23	(304)	235
<b>Operating income before working capital changes</b>	<b>35,977</b>	<b>28,768</b>	<b>100,043</b>	<b>85,686</b>
Changes in working capital				
Trade and other receivables	601	1,880	(3,148)	(2,986)
Trade and other payables	(2,650)	(5,845)	3,236	(12,601)
Security deposits	(1,821)	(955)	(787)	(232)
Net cash from operating activities before income tax	32,107	23,848	99,344	69,867
Income tax paid	(7,411)	(5,568)	(20,213)	(17,134)
<b>Cash flows from operating activities</b>	<b>24,696</b>	<b>18,280</b>	<b>79,131</b>	<b>52,733</b>
<b>Investing activities</b>				
Capital expenditures on investment properties	(396)	(599)	(1,626)	(2,216)
Purchase of plant and equipment	(69)	(73)	(337)	(162)
Interest income	157	210	406	557
<b>Cash flows used in investing activities</b>	<b>(308)</b>	<b>(462)</b>	<b>(1,557)</b>	<b>(1,821)</b>
<b>Financing activities</b>				
Arrangement and commitment fee for unutilised facility written off	-	-	-	(1,598)
Proceeds from Notes issued under EMTN Programme	-	250,000	-	250,000
Decrease in other financial liabilities	(265)	(4,350)	(422)	(3,533)
Deferred income	(12,925)	(4,901)	(15,259)	(11,345)
Interest on bank loan paid	(6,021)	(4,761)	(17,420)	(8,272)
Distribution to unitholders	(20,462)	(17,121)	(56,240)	(43,550)
<b>Cash flows (used in)/ from financing activities</b>	<b>(39,673)</b>	<b>218,867</b>	<b>(89,341)</b>	<b>181,702</b>
<b>Net (decrease)/ increase in cash and cash equivalents</b>	<b>(15,285)</b>	<b>236,685</b>	<b>(11,767)</b>	<b>232,614</b>
<b>Cash and cash equivalents at beginning of the period</b>	<b>141,428</b>	<b>109,159</b>	<b>137,910</b>	<b>113,230</b>
<b>Cash and cash equivalents at end of the period</b>	<b>126,143</b>	<b>345,844</b>	<b>126,143</b>	<b>345,844</b>
<b>Cash and cash equivalents in Statement of Cash Flows:</b>				
Cash and cash equivalents per Statement of Cash Flows	126,143	345,844	126,143	345,844
Add: Cash restricted in use for bank facilities	1,500	1,500	1,500	1,500
<b>Cash and cash equivalents in Statements of Financial Position</b>	<b>127,643</b>	<b>347,344</b>	<b>127,643</b>	<b>347,344</b>

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1 (d) (i) Statements of Changes in Unitholders' Funds

	Issued equity S\$'000	Currency translation reserve S\$'000	Retained earnings/ (Accumulated losses) S\$'000	Total S\$'000
<b>Group</b>				
<b>3Q 2013</b>				
Balance at beginning of the period	1,167,294	(223,923)	302,349	1,245,720
Total comprehensive income for the period	-	(254,579)	24,190	(230,389)
Manager's management fees settled in units	1,514	-	-	1,514
Distribution to unitholders	-	-	(20,462)	(20,462)
<b>Balance at end of the period</b>	<b>1,168,808</b>	<b>(478,502)</b>	<b>306,077</b>	<b>996,383</b>
<b>Group</b>				
<b>3Q 2012</b>				
Balance at beginning of the period	1,159,910	(163,804)	219,421	1,215,527
Total comprehensive income for the period	-	(67,043)	21,180	(45,863)
Manager's management fees settled in units	1,229	-	-	1,229
Distribution to unitholders	-	-	(17,121)	(17,121)
<b>Balance at end of the period</b>	<b>1,161,139</b>	<b>(230,847)</b>	<b>223,480</b>	<b>1,153,772</b>
<b>Group</b>				
<b>YTD 2013</b>				
Balance at beginning of the period	1,164,584	(230,633)	296,944	1,230,895
Total comprehensive income for the period	-	(247,869)	65,373	(182,496)
Manager's management fees settled in units	4,224	-	-	4,224
Distribution to unitholders	-	-	(56,240)	(56,240)
<b>Balance at end of the period</b>	<b>1,168,808</b>	<b>(478,502)</b>	<b>306,077</b>	<b>996,383</b>
<b>Group</b>				
<b>YTD 2012</b>				
Balance at beginning of the period	1,157,692	(65,593)	207,770	1,299,869
Total comprehensive income for the period	-	(165,254)	59,260	(105,994)
Manager's management fees settled in units	3,447	-	-	3,447
Distribution to unitholders	-	-	(43,550)	(43,550)
<b>Balance at end of the period</b>	<b>1,161,139</b>	<b>(230,847)</b>	<b>223,480</b>	<b>1,153,772</b>
<b>Trust</b>				
<b>3Q 2013</b>				
Balance at beginning of the period	1,167,294	-	(111,817)	1,055,477
Total comprehensive income for the period	-	-	(7,221)	(7,221)
Manager's management fees settled in units	1,514	-	-	1,514
Distribution to unitholders	-	-	(20,462)	(20,462)
<b>Balance at end of the period</b>	<b>1,168,808</b>	<b>-</b>	<b>(139,500)</b>	<b>1,029,308</b>
<b>Trust</b>				
<b>3Q 2012</b>				
Balance at beginning of the period	1,159,910	-	(97,425)	1,062,485
Total comprehensive income for the period	-	-	13,174	13,174
Manager's management fees settled in units	1,229	-	-	1,229
Distribution to unitholders	-	-	(17,121)	(17,121)
<b>Balance at end of the period</b>	<b>1,161,139</b>	<b>-</b>	<b>(101,372)</b>	<b>1,059,767</b>
<b>Trust</b>				
<b>YTD 2013</b>				
Balance at beginning of the year	1,164,584	-	(105,833)	1,058,751
Total comprehensive income for the year	-	-	22,573	22,573
Manager's management fees settled in units	4,224	-	-	4,224
Distribution to unitholders	-	-	(56,240)	(56,240)
<b>Balance at end of the year</b>	<b>1,168,808</b>	<b>-</b>	<b>(139,500)</b>	<b>1,029,308</b>
<b>Trust</b>				
<b>YTD 2012</b>				
Balance at beginning of the year	1,157,692	-	(90,000)	1,067,692
Total comprehensive income for the year	-	-	32,178	32,178
Manager's management fees settled in units	3,447	-	-	3,447
Distribution to unitholders	-	-	(43,550)	(43,550)
<b>Balance at end of the year</b>	<b>1,161,139</b>	<b>-</b>	<b>(101,372)</b>	<b>1,059,767</b>

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1 (d) (ii) Details of Any Change in the Issued and Issuable Units

	3Q 2013 (units)	3Q 2012 (units)
<b>Issued units at the beginning of the period</b>	2,197,268,028	2,180,663,153
Issuance of new units for 2Q management fees	3,156,219	3,154,962
Issued units at the end of the period	2,200,424,247	2,183,818,115
Management fees payable in units to be issued	3,311,993	2,472,861
Acquisition fee payable in units to be issued	2,657,840	-
<b>Total issued and issuable units at the end of the period</b>	<b>2,206,394,080</b>	<b>2,186,290,976</b>

1 (d) (iii) To show the total number of issued shares excluding treasury shares as at the end of current financial period and as at the end of the immediately preceding year

	30-Sep-13 (units)	31-Dec-12 (units)
<b>Issued units at the end of the period</b>	<b>2,200,424,247</b>	<b>2,191,798,619</b>

1 (d) (iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on

Not applicable.

2 Whether the figures have been audited, or reviewed and in accordance with which auditing standard or practice

The figures have not been audited nor reviewed by our auditors.

3 Where the figures have been audited, or reviewed, the auditors' report (including any qualifications or emphasis of matter)

Not applicable.

4 Whether the same accounting policies and methods of computation as in the issuer's most recently audited financial statements have been applied

Except as disclosed in paragraph 5 below, the accounting policies and method of computation applied in the financial statement for the current financial period are consistent with those applied in the audited financial statements for the year ended 31 December 2012.

5 If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change

Other than the adoption of various new Singapore FRS including related interpretations to Singapore FRSs and the revised RAP 7, which took effect from 1 January 2013 and 1 July 2012 respectively, there has been no change in the accounting policies and methods of computation adopted by the Group. They had no impact on the amounts in the financial statements.

6 Earnings Per Unit ('EPU') and Distribution Per Unit ('DPU') for the Financial Period

	Group			
	3Q 2013 S\$'000	3Q 2012 S\$'000	YTD 2013 S\$'000	YTD 2012 S\$'000
Weighted average number of units in issue	2,198,914,751	2,182,274,927	2,195,935,485	2,179,083,625
<b>Earnings per unit in cents (EPU) <sup>(1)</sup></b>	1.10	0.97	2.98	2.72
Number of units in issue	2,200,424,247	2,183,818,115	2,200,424,247	2,183,818,115
<b>Distribution per unit in cents (DPU) <sup>(2)</sup></b>	0.87	0.73	2.69	2.21

Footnote:

- 1 In computing the quarterly EPU, the weighted average number of units for the end of the period is used.
- 2 In computing the quarterly DPU, the number of units in issue as at the end of the period is used.

7 Net Asset Value Per Unit Based on Units Issued at the End of the Period

	Group		Trust	
	30-Sep-13	31-Dec-12	30-Sep-13	31-Dec-12
Net asset value per unit (Cents)	45.28	56.16	46.78	48.31

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**8** Review of the Performance

	Group			
	3Q 2013 S\$'000	3Q 2012 S\$'000	YTD 2013 S\$'000	YTD 2012 S\$'000
<b>Statement of Total Return</b>				
Gross rental income	38,956	34,297	118,697	95,692
Service charge and utilities recovery	-	-	-	19,878
Total gross revenue	38,956	34,297	118,697	115,570
Property operating expenses	(1,812)	(1,188)	(6,434)	(22,785)
<b>Net Property Income</b>	<b>37,144</b>	<b>33,109</b>	<b>112,263</b>	<b>92,785</b>
Interest income	157	210	406	557
Financial expenses	(7,461)	(5,886)	(21,638)	(12,480)
Administrative expenses	(2,904)	(2,512)	(9,087)	(7,629)
Other gains/ (losses) (net)	4,015	1,620	4,512	5,248
<b>Total Return For The Period Before Tax</b>	<b>30,951</b>	<b>26,541</b>	<b>86,456</b>	<b>78,481</b>
Income tax	(4,207)	(3,093)	(13,023)	(12,592)
Withholding tax	(2,554)	(2,268)	(8,060)	(6,629)
<b>Total Return For The Period After Tax</b>	<b>24,190</b>	<b>21,180</b>	<b>65,373</b>	<b>59,260</b>
Unitholders' distribution:				
- as distributions from operations	14,846	11,713	43,976	36,957
- as return of capital	4,290	4,135	15,243	11,020
<b>Total Unitholders' distribution</b>	<b>19,136</b>	<b>15,848</b>	<b>59,219</b>	<b>47,977</b>
<b>Distribution per Unit (cents)</b>	<b>0.87</b>	<b>0.73</b>	<b>2.69</b>	<b>2.21</b>

**3Q 2013 vs 3Q 2012**

Gross rental income is S\$4.7 M above 3Q 2012, mainly due to the acquisition of the 6 new malls in 4Q 2012, as well as positive rental reversions within the existing malls. The higher gross rental income is partly offset by the effect of foreign exchange rates used for translating revenues denominated in IDR to SGD. The increase in financial expenses to S\$7.5 M is mainly due to additional interest expenses and amortisation of transaction costs as a result of issuance of S\$75.0 M Notes under the EMTN Programme in November 2012, as well as finance charges for currency options entered into in June 2013.

Administrative expenses are S\$0.4 M above 3Q 2012, mainly due to higher management fee as a result of higher net property income.

Other gains (net) of S\$4.0 M are mainly made up of (i) realised loss on foreign exchange forward contracts of S\$3.4 M, due to the difference between the contracted rates and the rates prevailing during the period, (ii) unrealised gain on foreign exchange of S\$4.9 M as a result of appreciation of SGD against the IDR in 3Q 2013, (iii) unrealised gain on foreign exchange of S\$1.7 M arising from translation of balances denominated in non-functional currency and (iv) S\$0.7 M from vendors of Palembang Square and Binjai Supermall in relation to compensation for delay in completion of asset enhancements.

The higher unrealised foreign exchange gain arising from translation of balances denominated in non-functional currency, coupled with an adjustment on service charge and utilities recovery and corresponding expenses of S\$1.9 M in Q2 2012, partly offset by lower unrealised gain on foreign exchange forward contracts, resulted in higher other gains (net) in Q3 2013.

The Trust has foreign exchange forward contracts to mitigate its exposure on currency movement due to the fact that the majority of the Trust's income is in IDR. The unrealised gain/ loss on foreign exchange forward contracts is a non-cash item and does not affect the amount of distribution to unitholders.

**YTD 2013 vs YTD 2012**

Gross rental income for YTD 2013 is S\$23.0 M above YTD 2012, mainly due to the acquisition of the 6 new malls in 4Q 2012, as well as positive rental reversions within the existing malls. The higher gross rental income is partly offset by the effect of foreign exchange rates used for translating revenues denominated in IDR to SGD.

The increase in financial expenses to S\$21.6 M is mainly due to additional interest expenses and amortisation of transaction costs as a result of issuance of S\$250.0 M and S\$75.0 M Notes under the EMTN Programme in July 2012 and November 2012 respectively. In addition, there are also finance charges incurred in relation to the currency options entered into in June 2013.

Administrative expenses are S\$1.5 M above YTD 2012, mainly due to higher management fee as a result of higher net property income.

Other gains (net) of S\$4.5 M are mainly made up of (i) realised loss on foreign exchange forward contracts of S\$10.4 M, due to the difference between the contracted rates and the rates prevailing during the period, (ii) unrealised gain on foreign exchange forward contracts of S\$9.3 M as a result of appreciation of SGD against the IDR in 2013, (iii) unrealised gain on interest rate swap of S\$0.3 M, (iv) unrealised gain on foreign exchange of S\$1.5 M arising from translation of balances denominated in non-functional currency and (v) an indemnity recovery of S\$1.2 M from vendor of Pluit Village for loss of income in connection with litigation case with PT Carrefour Indonesia ("Carrefour cases"), and S\$2.2 M from vendors of Palembang Square and Binjai Supermall in relation to compensation for delay in completion of asset enhancements.

The lower unrealised gain on foreign exchange forward contracts, partly offset by (i) unrealised gain on interest rate swap (as opposed to unrealised loss in YTD 2012), (ii) lower realised loss on foreign exchange forward contracts, (iii) higher unrealised foreign exchange gain on arising from translation of balances denominated in non-functional currency, (iv) indemnity recovery from vendor of Pluit Village for loss of income in connection with Carrefour cases and compensation from vendors of Palembang Square and Binjai Supermall for delay in completion of asset enhancements, resulted in lower other gains (net) in YTD 2013.

The Trust has foreign exchange forward contracts to mitigate its exposure on currency movement due to the fact that the majority of the Trust's income is in IDR. The unrealised gain/ loss on foreign exchange forward contracts is a non-cash item and does not affect the amount of distribution to unitholders.



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**9 Commentary on the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months**

Indonesia is ASEAN's largest economy and continues to be one of the better performing G20 countries with GDP growth of 5.8% in the second quarter of 2013. With a growing population, urbanization, middle-class expansion and rising foreign investment, the economy will likely remain buoyant.

The outlook for quality and strategically located retail spaces is expected to remain positive in the next 12 months as both local and foreign retail players remain active. Higher projected income per capita coupled with higher disposable income, lower inflation, and emerging lifestyle trend of shopping mall by a large growing consumer class is expected to fuel the demand for retail space.

**10 Distributions**

**(a) Current financial period**

Any distributions declared for the current financial period:	Yes
Name of distribution:	Third quarter distribution for the period from 1 July 2013 to 30 September 2013.
Distribution Type:	Tax-exempt and capital distribution.
Distribution Rate:	Tax-exempt distribution of 0.68 cents per unit and capital distribution of 0.19 cents per unit.
Par value of units:	NA
Tax rate:	NA

**(b) Corresponding period of the preceding financial period**

Any distributions declared for the corresponding period of the immediate preceding financial period:	Yes
Name of distribution:	Third quarter distribution for the period from 1 July 2012 to 30 September 2012.
Distribution Type:	Tax-exempt and capital distribution.
Distribution Rate:	Tax-exempt distribution of 0.54 cents per unit and capital distribution of 0.19 cents per unit.
Par value of units:	NA
Tax rate:	NA

**(c) Date payable:** 29 November 2013

**(d) Book closure date:** 14 November 2013

**11 If no distribution has been declared/(recommended), a statement to that effect**

Not applicable.

**12 Interested Person Transactions Mandate**

LMIR Trust is not required to obtain a general mandate from the Unitholders for Interested Party Transactions.

**13 Confirmation by the Board Pursuant to Rule 705(5) of the Listing Manual**

The Board of Directors of LMIRT Management Ltd do hereby confirm that, to the best of their knowledge, nothing has come to their attention in which may render these interim financial results to be false or misleading in any material aspect.

BY ORDER OF THE BOARD OF  
LMIRT MANAGEMENT LIMITED  
(AS MANAGER OF LIPPO MALLS INDONESIA RETAIL TRUST)

Mr Alvin Cheng Yu Dong  
Executive Director and Chief Executive Officer  
6 November 2013