



(Constituted in the Republic of Singapore pursuant to a trust deed dated 8 August 2007 (as amended))

ANNOUNCEMENT

EXTENSION OF (1) TENDER OFFERS BY LMIRT CAPITAL PTE. LTD. (THE “COMPANY”) IN CONNECTION WITH THE OUTSTANDING (A) 7.25% SENIOR NOTES DUE 2024 (ISIN: XS2010198260) OF THE COMPANY, AND (B) 7.500% SENIOR NOTES DUE 2026 (ISIN: XS2295115997) OF THE COMPANY, AND (2) CONSENT SOLICITATION EXERCISE BY THE COMPANY IN RELATION TO PROPOSED AMENDMENTS TO THE INDENTURE DATED 19 JUNE 2019 AND THE INDENTURE DATED 9 FEBRUARY 2021

FOR IMMEDIATE RELEASE

Reference is made to the announcement of LMIRT Management Ltd., as manager of Lippo Malls Indonesia Retail Trust dated 11 December 2023 (the “**Launch Announcement**”) in relation to the Offers to Purchase and the Consent Solicitations and the Concurrent Consent Solicitations (each as defined in the Launch Announcement) relating to:

- (a) the USD 250,000,000 7.25% Senior Notes Due 2024 issued by the Company on 19 June 2019 pursuant to an indenture dated 19 June 2019 (the “**2024 Notes**”); and
- (b) the USD 200,000,000 7.500% Senior Notes Due 2026 issued by the Company on 9 February 2021 pursuant to an indenture dated 9 February 2021 (the “**2026 Notes**”, and together with the 2024 Notes, the “**Notes**”).

Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meanings as set out in (1) the Launch Announcement, (2) the 2024 Offer Memorandum, (3) the 2026 Offer Memorandum, (4) the 2024 Consent Solicitation Statement, and (5) the 2026 Consent Solicitation Statement, as applicable.

On the date of this announcement, the Company is making certain amendments to the Offer Memoranda and the Consent Solicitation Statements by issuing (1) a supplement to the 2024 Offer Memorandum dated 21 December 2023 (2) a supplement to the 2026 Offer Memorandum dated 21 December 2023 (the Offer Memoranda as supplemented, the “**Supplemented OTPs**”), (3) a supplement to the 2024 Consent Solicitation Statement dated 21 December 2023 and (4) a supplement to the 2026 Consent Solicitation Statement dated 21 December 2023 (the Consent Solicitation Statements as supplemented, the “**Supplemented CSSs**”). No amendments have been made to the Proposed Amendments.

The Company has extended the Expiration Time of the Offers to Purchase and Consent Solicitations and the Concurrent Consent Solicitations from 4:00 p.m., London time, on 20 December 2023 to 10:00 a.m., London time, on 27 December 2023 (the “**Extended Expiration Time**”). Correspondingly, subject to satisfaction or waiver of the conditions as set forth in the Supplemented OTPs and the Supplemented CSSs, the Consent Settlement Date for the Offers to Purchase and Consent Solicitations and the Concurrent Consent Solicitations is expected to occur on or around 28 December 2023 and the Offer Settlement Date is expected to occur on or around 29 December 2023.

The Company has increased the Consent Fee to US\$20 per US\$1,000 in principal amount of the Notes.

Eligible Holders who have validly tendered their Notes and Holders that have consented at or prior to the original Expiration Time do not need to take any action and they will be eligible to receive the increased Consent Fee if the relevant Requisite Consents are received and the relevant Consent Fee is paid by, or on behalf of, the Company. Their instructions in connection with the Offers to Purchase and Consent Solicitations and the Concurrent Consent Solicitations remain valid and irrevocable.

The amended indicative timetable for the Offers to Purchase and the Consent Solicitations and the Concurrent Consent Solicitations is as set out below.

Events	Expected Dates and Times	Description
Launch	11 December 2023	<p>Launch of the Offers to Purchase and the Consent Solicitations and the Concurrent Consent Solicitations.</p> <p>Notice of the Offers to Purchase and the Consent Solicitations and the Concurrent Consent Solicitations submitted to the Clearing Systems, available on the Offer and Consent Website and submitted for release via SGXNET.</p> <p>Offer Memoranda and the Consent Solicitation Statements available on the Offer and Consent Website.</p>
Extended Expiration Time	10:00 a.m. London Time 27 December 2023	Deadline for receipt of all Electronic Instructions.
Results Announcement Date	On or around 27 December 2023	<p>The Company will announce whether it will accept any tenders of Notes and if so, the relevant Maximum Acceptance Amount and principal amount of Notes to be purchased and deemed to provide the relevant Consents. The Company will also announce whether it has received the relevant Requisite Consents pursuant to the Consent Solicitations.</p> <p>Announcement submitted for release via SGXNET.</p>
Consent Settlement Date	On or around 28 December 2023	The Company will pay (subject to the satisfaction or waiver (other than each of the Requisite Consent Conditions, the 2026 Notes Offer and Consent Solicitation Condition and the 2024 Notes Offer and Consent Solicitation Condition) of the conditions to the Offers to Purchase and the Consent Solicitations and the Concurrent Consent Solicitations) the relevant Consent Fee to Eligible Holders who are deemed to have delivered the relevant Consents or who have validly delivered the relevant Consents, but did not tender their Notes in the Offer or their Notes tendered in the Offer have been subject to proration.

If each of the Requisite Consents are received, and each of the Consent Fee, as applicable, is paid by, or on behalf of, the Company to the Clearing Systems on or prior to the Consent Settlement Date, the Trustee and the Agent shall execute each of the Supplemental Indentures (as defined in each of the 2024 Offer Memorandum and 2026 Offer Memorandum) which is expected to be executed by the Company, the Guarantor, the Trustee and the Agent upon receiving (i) each of the Opinion of Counsel and an Officers' Certificate in accordance with the relevant Indenture and (ii) each of the certification from the Tabulation, Information and Tender Agent regarding the relevant Consents received and that the Requisite Consents have been received.

**Offer
Settlement
Date**

On or around 29
December 2023

The Company will pay (subject to the satisfaction or waiver of the conditions (other than each of the Requisite Consent Conditions, the 2026 Notes Offer and Consent Solicitation Condition and the 2024 Notes Offer and Consent Solicitation Condition) to the Offers to Purchase and the Consent Solicitations and the Concurrent Consent Solicitations) the relevant Tender Consideration in respect of the relevant Offer subject to proration.

Announcement submitted for release via SGXNET and made available on the Offer and Consent Website after the payments were made.

Further information

Questions about the terms of the Offer and Consent Solicitation and the Concurrent Consent Solicitation should be directed to the Dealer Manager at the address listed below.

All documentation relating to the Offer, together with any updates, can be found on the Offer and Consent Website at <https://projects.morrowsodali.com/LMIRTTender>. All documentation relating to the Consent Solicitation and the Concurrent Consent Solicitation, together with any updates, can be found on the Consent Website at <https://projects.morrowsodali.com/LMIRTconsent>. Any questions concerning the results of the Offer and Consent Solicitation and Concurrent Consent Solicitation may be directed to the Tabulation, Information and Tender Agent for the Offer and Consent Solicitation and the Information and Tabulation Agent for the Concurrent Consent Solicitation using the contact details below.

DEALER MANAGER

Deutsche Bank AG, Singapore Branch

One Raffles Quay
#17-00 South Tower
Singapore 048583
Attention: Asia DCM Syndicate
Tel: +65 6423 5342
Email: dcm.sea@list.db.com

**TABULATION, INFORMATION AND TENDER AGENT
INFORMATION AND TABULATION AGENT**

Morrow Sodali Limited

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Consent Website: <https://projects.morrowsodali.com/LMIRTconsent>

Offer and Consent Website: <https://projects.morrowsodali.com/LMIRTtender>

IMPORTANT NOTICE

The value of units in LMIR Trust (“**Units**”) and the income derived from them, if any, may fall or 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 LMIR Trust is not necessarily indicative of the future performance of LMIR Trust.

Investors have no right to request the Manager to redeem or purchase their Units for so long as the Units are listed on the SGX-ST. It is intended that holders of Units may only deal in their Units through trading on the SGX-ST. The 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. You are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager’s current view of future events.

This announcement is for information only, does not constitute an invitation to participate in the Offers to Purchase, the Consent Solicitations or the Concurrent Consent Solicitations and does not constitute or form part of, and should not be construed as, an offer for sale or subscription of, or a solicitation of any offer to buy or subscribe for, any securities of the Company, LMIR Trust or any other entity (including, without limitation, Units). No offer or invitation to issue or redeem any securities is being made pursuant to this announcement. This announcement must be read in conjunction with the Offer Memoranda and the Consent Solicitation Statements.