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(a real estate investment trust constituted on 28 April 2017 under the laws of the Republic of Singapore) Managed by Cromwell EREIT Management Pte. Ltd.

ANNOUNCEMENT PURSUANT TO RULE 704(31) OF THE LISTING MANUAL OF THE
SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

Cromwell EREIT Management Pte. Ltd., as manager of Cromwell European Real Estate Investment Trust ("CEREIT", and the manager of CEREIT, the "Manager"), is pleased to announce that Cromwell EREIT Lux Finco S.à r.l., a wholly-owned subsidiary of CEREIT ("Lux Finco"), as borrower, has entered into a new debt facility agreement for an aggregate amount of €340,000,000 (the "Facility"). The Facility has a term of one year with a one-year extension by Lux Finco, and a further one-year extension subject to lender approval.

The mandated lead arrangers for the Facility are Citibank, N.A., London Branch, Deutsche Bank Aktiengesellschaft and ING Bank N.V., the lead arranger for the Facility is Credit Agricole Corporate and Investment Bank, the arranger for the Facility is Banque Internationale à Luxembourg, and the original lenders for the Facility are Citibank, N.A., London Branch, Deutsche Bank Luxembourg S.A., ING Bank N.V., Credit Agricole Corporate and Investment Bank and Banque Internationale à Luxembourg (collectively, the "Lenders"). The Manager was advised by Rothschild & Co.

The Facility, along with the existing committed largely undrawn revolving credit facility provides ample liquidity and flexibility to repay the outstanding €450 million 2.125 per cent bonds due in November 2025.

For purpose of disclosure under Rule 704(31) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST"), the Facility contains conditions where a mandatory prepayment event affecting the entire relevant outstanding Facility may occur if any of the following events, among others, takes place (the "Relevant Events"):

- (i) the Manager ceases to manage CEREIT; or
- (ii) a person or persons acting in concertⁱ or any person or persons acting on behalf of any such person(s) (the Relevant Person(s)) at any time, directly or indirectly, come(s) to own or acquire(s) more than 50 per cent. of the issued unit capital of CEREIT and/or voting rights normally exercisable at a general meeting of CEREIT, if such Relevant Person(s) does not or do not have, and would not be deemed to have, controlⁱⁱ of such entity on the date of the Facility (a "REIT Change of Control"), provided that a REIT Change of Control shall not be deemed to have occurred if:
 - (a) an event which would otherwise have constituted a REIT Change of Control occurs or is carried out for the purpose of a reorganisation on terms approved in writing by the Lenders; or
 - (b) all or substantially all of the unitholders of CEREIT immediately after the event which would otherwise have constituted a REIT Change of Control were the unitholders of the CEREIT with the same (or substantially similar) pro rata economic interests in the unit capital of the CEREIT as such unitholders had in the unit capital of the CEREIT immediately prior to such event taking place, provided that such event is not part of a pre-determined series of events which, taken together, would have constituted a REIT Change of Control.

None of the Relevant Events has occurred as at the date of this Announcement. If any Relevant Event occurs, the aggregate level of facilities, debt issues and borrowings that may be affected is approximately €1,154 million.

For the avoidance of doubt, the proposed change in shareholding of the Manager whereby Stoneweg Global Platform SCSp and its associates will acquire 100% shareholding of the Manager is not a Relevant Event.

By Order of the Board
Simon Garing
Executive Director and Chief Executive Officer

Cromwell EREIT Management Pte. Ltd.
(Company Registration no. 201702701N)
(as manager of Cromwell European Real Estate
Investment Trust)

15 November 2024

ABOUT CROMWELL EUROPEAN REAL ESTATE INVESTMENT TRUST

Cromwell European Real Estate Investment Trust (“Cromwell European REIT” or “CEREIT”) has a principal mandate to invest, directly or indirectly, in income-producing commercial real estate assets across Europe with a minimum portfolio weighting of at least 75% to Western Europe and at least 75% to the logistics / light industrial and office sectors. CEREIT currently targets a majority investment weighting to the logistics / light industrial sector while also investing in core office assets in gateway cities. CEREIT strives to be a resilient, ethical, and socially responsible organisation that contributes positively to all stakeholders, leading to higher risk-adjusted returns while maintaining an appropriate capital structure.

CEREIT’s €2.2 billion portfolio comprises 100+ predominantly freehold properties in or close to major gateway cities in The Netherlands, Italy, France, Poland, Germany, Finland, Denmark, Slovakia, the Czech Republic and the United Kingdom, with an aggregate lettable area of approximately 1.7 million sqm and 800+ tenant-customers.

CEREIT is listed on the Singapore Exchange Limited and is managed by Cromwell EREIT Management Pte. Ltd., a wholly-owned subsidiary of CEREIT’s sponsor, Cromwell Property Group, a real estate investor and fund manager with operations in 14 countries, listed on the Australian Securities Exchange Ltd.

IMPORTANT NOTICE

This announcement is not for distribution, directly or indirectly, in or into the United States and is not an offer of securities for sale in the United States or any other jurisdictions.

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of any securities of CEREIT in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or be relied upon in connection with, any contract or commitment whatsoever.

The value of 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 Manager, Perpetual (Asia) Limited, in its capacity as trustee of CEREIT, the Cromwell Property Group as the sponsor of CEREIT, or any of their respective affiliates.

An investment in the Units is subject to investment risks, including the possible loss of the principal amount invested. Unitholders have no right to request that the Manager redeem or purchase their Units while the Units are listed. It is intended that Unitholders 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.

This announcement may contain forward-looking statements that involve assumptions, 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. Predictions, projections or forecasts of the economy or economic trends of the markets are not necessarily indicative of the future or likely performance of CEREIT. The forecast financial performance of CEREIT is not guaranteed.

A potential investor is 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 not an offer for sale of the Units in the United States or any other jurisdiction. The Units have not been and will not be registered under the Securities Act and may not be offered or sold in the United States unless registered under the Securities Act, or pursuant to an applicable exemption from registration. There is no intention to register any portion of the offering in the United States or to conduct a public offering of securities in the United States.

This announcement is not to be distributed or circulated outside of Singapore. Any failure to comply with this restriction may constitute a violation of United States securities laws or the laws of any other jurisdiction.

ⁱ “Acting in concert” means, a group of persons who, pursuant to an agreement or understanding (whether formal or informal), actively co-operate, through the acquisition directly or indirectly in the CEREIT by any of them, either directly or indirectly, to obtain or consolidate their interests in the CEREIT.

ii “Control” means (a) the power (whether by way of ownership of shares, proxy, contract, agency or otherwise) to (in the case of CEREIT, through a trustee as trustee for CEREIT) (i) cast, or control the casting of, more than 50% of the maximum number of votes that might be cast at a general meeting or equivalent of an entity; (ii) appoint or remove all, or the majority, of the directors or other equivalent officers of an entity; or (iii) give directions with respect to the operating and financial policies of an entity with which the directors or other equivalent officers of that entity are obliged to comply; or (b) the holding (in the case of CEREIT, through a trustee as trustee for the REIT) beneficially of more than 50% of the issued share capital or equivalent of an entity (excluding any part of that issued share capital or equivalent that carries no right to participate beyond a specified amount in a distribution of either profits or capital).