mapletree
pan asia commercial

(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 25 August 2005 (as amended))

MAPLETREE PAN ASIA COMMERCIAL TRUST UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS AND DISTRIBUTION ANNOUNCEMENT FOR THE THIRD QUARTER AND FINANCIAL PERIOD FROM 1 APRIL 2022 TO 31 DECEMBER 2022

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INTRODUCTION

Mapletree Pan Asia Commercial Trust ("MPACT") is a real estate investment trust ("REIT") positioned to be the proxy to key gateway markets of Asia. Listed on the SGX-ST, it made its public market debut as Mapletree Commercial Trust ("MCT") on 27 April 2011.

On 21 July 2022, the Manager announced the completion of the merger of MCT and Mapletree North Asia Commercial Trust ("MNACT") by way of a trust scheme of arrangement (the "Merger", the "Trust Scheme"). Following which, MNACT Group's financials was consolidated into MPACT Group from 21 July 2022, the effective date of the Trust Scheme. On this date, the new management fee structure pegged to distributable income and DPU growth also took effect. On 3 August 2022, MNACT was delisted and consequently on the same day the merged entity was renamed MPACT.

MPACT's principal investment objective is to invest on a long-term basis, directly or indirectly, in a diversified portfolio of income-producing real estate used primarily for office and/or retail purposes, as well as real estate-related assets, in the key gateway markets of Asia (including but not limited to Singapore, China, Hong Kong, Japan and South Korea).

As at 31 December 2022, MPACT's total assets under management was S$16.7 billion[1], comprising 18 commercial properties (the "Properties") across five key gateway markets of Asia - five in Singapore, one in Hong Kong, two in China, nine in Japan and one in South Korea.

Within Singapore, the Properties are:

- VivoCity – Singapore's largest mall located in the HarbourFront Precinct;
- Mapletree Business City ("MBC") – a large-scale integrated office, business park and retail complex with Grade A building specifications, supported by ancillary retail space, located in the Alexandra Precinct;
- mTower – an established integrated development with a 40-storey office block and a three-storey retail centre, Alexandra Retail Centre ("ARC"), located in the Alexandra Precinct;
- Mapletree Anson – a 19-storey premium office building located in Singapore's Central Business District; and
- Bank of America HarbourFront ("BOAHF") – a premium six-storey office building located in the HarbourFront Precinct.

Outside Singapore, the Properties are:

- Festival Walk, Hong Kong[2] – a landmark territorial retail mall with an office component;
- Gateway Plaza, China – a Grade A office building with a podium area in Lufthansa sub-market within Beijing;
- Sandhill Plaza, China – a Grade A business park development in Zhangjiang Science City (Zhangjiang), a key business and innovation hub in Pudong, Shanghai;
- Japan Properties – nine freehold properties comprising five office buildings in Tokyo (IXINAL Monzen-nakacho Building, Higashi-nihonbashi 1-chome Building, TS Ikebukuro Building, Omori Prime Building and Hewlett-Packard Japan Headquarters Building ("HPB")); an office building in Yokohama (ABAS Shin-Yokohama Building) and three office buildings in Chiba (SII Makuhari Building, Fujitsu Makuhari Building and mBAY POINT Makuhari); and
- The Pinnacle Gangnam ("TPG"), South Korea – a freehold Grade A office building with retail amenities located in Gangnam Business District, Seoul.

MPACT's distribution policy is to distribute at least 90% of its taxable income. From 1 April 2020 to 30 September 2022, the distributions were paid out on a half-yearly basis. The Group has reverted to quarterly distribution policy with effect from 3Q FY22/23.

Footnotes:

1. Includes MPACT's 50% effective interest in TPG.
2. Where "Hong Kong" is mentioned, it refers to the Hong Kong Special Administrative Region.

MAPLETREE PAN ASIA COMMERCIAL TRUST UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS AND DISTRIBUTION ANNOUNCEMENT FOR THE THIRD QUARTER AND FINANCIAL PERIOD FROM 1 APRIL 2022 TO 31 DECEMBER 2022

SUMMARY RESULTS OF MAPLETREE PAN ASIA COMMERCIAL TRUST GROUP

	3Q FY22/23 (S$'000)	3Q FY21/22 (S$'000)	Variance %
Gross revenue	239,752	130,277	84.0
Property operating expenses	(60,363)	(28,827)	N.M.
Net property income	179,389	101,450	76.8
Amount available for distribution	128,335	80,347	59.7
- to Unitholders	127,038	80,347	58.1
- to Perpetual securities holders	1,297	-	N.M.
Distribution per unit (cents)	2.42	2.42	-

	YTD FY22/23[1] (S$'000)	YTD FY21/22 (S$'000)	Variance %
Gross revenue	592,914	373,999	58.5
Property operating expenses	(138,350)	(82,694)	(67.3)
Net property income	454,564	291,305	56.0
Amount available for distribution	330,315	226,803	45.6
- to Unitholders	328,008	226,803	44.6
- to Perpetual securities holders	2,307	-	N.M.
Distribution per unit (cents)	7.36[2]	6.81	8.1

N.M.: Not meaningful

Footnote:

1. The YTD FY22/23 results include MNACT Group's contribution from 21 July 2022 to 31 December 2022.
2. This includes clean-up distribution ("Clean-up Distribution") of 3.04 cents per unit for the period from 1 April 2022 to 20 July 2022 paid on 25 August 2022.

DISTRIBUTION DETAILS

Distribution period	1 October 2022 to 31 December 2022
Distribution rate/ type	Taxable income distribution of 1.46 cents per unit Tax-exempt income distribution of 0.60 cent per unit Capital distribution of 0.36 cent per unit
Trade ex-date	7 February 2023, 9.00 a.m.
Record date	8 February 2023, 5.00 p.m.
Payment date	15 March 2023

CONDENSED INTERIM FINANCIAL STATEMENTS

1(a) Consolidated Statement of Profit or Loss and Distribution Statement

Consolidated Statement of Profit or Loss	**3Q FY22/23 (S$'000)**	**3Q FY21/22 (S$'000)**	**Variance %**	**YTD FY22/23 (S$'000)**	**YTD FY21/22 (S$'000)**	**Variance %**
Gross revenue	239,752	130,277	84.0	592,914	373,999	58.5
Property operating expenses[1]	(60,363)	(28,827)	N.M.	(138,350)	(82,694)	(67.3)
Net property income	**179,389**	**101,450**	**76.8**	**454,564**	**291,305**	**56.0**
Finance income	486	77	N.M.	1,038	224	N.M.
Finance expenses	(50,790)	(17,787)	N.M.	(112,277)	(54,577)	N.M.
Manager's management fees[2]						
- Base fees	(13,514)	(5,590)	N.M.	(30,906)	(16,715)	(84.9)
- Performance fees	-	(4,058)	100.0	(5,217)	(11,652)	55.2
Trustee's fees	(474)	(262)	(80.9)	(1,200)	(782)	(53.5)
Other trust expenses	(174)	(286)	39.2	(2,383)	(944)	N.M.
Foreign exchange (loss)/gain[3]	(1,085)	3,541	N.M.	8,903	3,454	N.M.
Net change in fair value of financial derivatives[4]	3,937	(3,465)	N.M.	7,350	(3,241)	N.M.
Profit before tax and fair value change in investment properties and share of profit of a joint venture	**117,775**	**73,620**	**60.0**	**319,872**	**207,072**	**54.5**
Net change in fair value of investment properties[5]	-	-	-	142,175	41,885	N.M.
Share of profit of a joint venture[6]	1,435	-	N.M.	7,334	-	N.M.
Profit for the financial period before tax	**119,210**	**73,620**	**61.9**	**469,381**	**248,957**	**88.5**
Income tax expense[7]	(8,142)	(1)	N.M.	(17,603)	(4)	N.M.
Profit for the financial period after tax	**111,068**	**73,619**	**50.9**	**451,778**	**248,953**	**81.5**
Attributable to:						
- Unitholders	109,572	73,619	48.8	449,030	248,953	80.4
- Perpetual securities holders[8]	1,297	-	N.M.	2,307	-	N.M.
- Non-controlling interest[9]	199	-	N.M.	441	-	N.M.
Profit for the financial period after tax	**111,068**	**73,619**	**50.9**	**451,778**	**248,953**	**81.5**
Earnings per unit (cents)						
- Basic	**2.09**	**2.22**	**(5.9)**	**9.73**	**7.50**	**29.7**
- Diluted	**2.09**	**2.22**	**(5.9)**	**9.73**	**7.50**	**29.7**

1(a) Consolidated Statement of Profit or Loss and Distribution Statement (continued)

Distribution Statement	**3Q FY22/23 (S$'000)**	**3Q FY21/22 (S$'000)**	**Variance %**	**YTD FY22/23 (S$'000)**	**YTD FY21/22 (S$'000)**	**Variance %**
Profit for the financial period after tax before distribution	**109,572**	**73,619**	**48.8**	**449,030**	**248,953**	**80.4**
Adjustments:						
- Trustee's fees	474	262	80.9	1,200	782	53.5
- Financing fees	2,180	860	N.M.	5,196	2,573	N.M.
- Management fees paid/ payable in units	5,406	3,977	35.9	14,518	11,664	24.5
- Net change in fair value of financial derivatives	(3,937)	3,465	N.M.	5,584	3,241	72.3
- Net change in fair value of investment properties	-	-	-	(142,175)	(41,885)	N.M.
- Net unrealised foreign exchange loss/(gain)	941	(3,541)	N.M.	(9,007)	(3,454)	N.M.
- Share of net change in fair value of investment property of a joint venture	-	-	-	(4,818)	-	N.M.
- Deferred tax expenses	2,372	-	N.M.	4,408	-	N.M.
- Net realised gain from unwinding of a financial derivatives instrument	9,258	-	N.M.	-	-	-
- Net effect of other non-tax deductible items and other adjustments[10]	772	1,705	(54.7)	4,072	4,929	(17.4)
Amount available for distribution to Unitholders	**127,038**	**80,347**	**58.1**	**328,008**	**226,803**	44.6
Comprising:						
- Taxable income	76,412	79,108	(3.4)	239,348	211,877[11]	13.0
- Tax-exempt income	31,490	-	N.M.	64,074	10,699[12]	N.M.
- Capital distribution	19,136	1,239	N.M.	24,586	4,227	N.M.
	127,038	**80,347**	**58.1**	**328,008**	**226,803**	44.6

Footnotes:

1. Included as part of the property operating expenses were the following:

	3Q FY22/23 (S$'000)	**3Q FY21/22 (S$'000)**	**Variance %**	**YTD FY22/23 (S$'000)**	**YTD FY21/22 (S$'000)**	**Variance %**
Depreciation	295	39	N.M.	559	113	N.M.
(Write back)/Impairment of trade receivables	(33)	74	N.M.	3	128	97.6
Fixed asset written off	-	-	-	11	-	N.M.

2. Effective from 21 July 2022, the management fee structure is pegged to distributable income and DPU growth.

1(a) <u>Consolidated Statement of Profit or Loss and Distribution Statement</u> (continued)

3. This mainly relates to the Japanese Yen ("JPY") denominated medium term notes ("MTN") issued in March 2015. The foreign exchange gain/(loss) was unrealised and arose from the translation of the JPY MTN into MPACT Treasury Company Pte. Ltd.'s ("MPACT TCo") functional currency in Singapore dollar. A cross currency interest rate swap ("CCIRS") has been entered into to hedge against any foreign exchange exposure on the principal and interest payments. The unrealised foreign exchange gain/(loss) has no impact on the amount available for distribution to Unitholders.

4. This relates to the revaluation of the CCIRS which was entered into to hedge against the foreign exchange risk exposure, the revaluation of the currency forwards which was entered into to hedge against the foreign exchange risk exposure arising from highly probable transactions and any cumulative gain on the financial derivative instruments, previously recognised directly in other comprehensive income, reclassified to profit or loss when hedge accounting were discontinued and the hedged cash flows are no longer expected to occur. The CCIRS and currency forwards are not designated for hedge accounting and any change in fair value of these derivative financial instruments have been taken to profit or loss. The unrealised fair value change of financial derivatives has no impact on amount available for distribution to Unitholders.

5. This relates to the net change in investment properties values. The breakdown was as follows:

	YTD FY22/23 (S$'000)	**YTD FY21/22 (S$'000)**	**Variance %**
Change in fair value of investment properties	-	39,038	(100.0)
Excess of fair value of investment properties acquired over fair value of consideration transferred	142,175	-	N.M.
Effect of recognising rental incentives on a straight-line basis over the lease terms	-	2,847	(100.0)
Net change in fair value of investment properties recognised in profit or loss	**142,175**	**41,885**	**N.M.**

The Merger was accounted for as an asset acquisition on completion of the transaction. The related transaction costs and the differences between the scheme consideration and the acquired net assets (collectively "discount over net assets acquired") were initially capitalised/allocated to the investment properties and investment in joint venture, which were subsequently re-measured at fair value.

The scrip component of the scheme consideration was based on S$2.0039 per consideration unit, being the scheme issue price. In determining the fair value of the scheme consideration, the 1-day Volume-Weighted Average Price of S$1.804 per consideration unit was used. The movement in unit price resulted in a discount over net assets acquired of S$146,993,000, of which S$142,175,000 and S$4,818,000 were attributable to the investment properties acquired and investment in joint venture respectively.

The valuation of the acquired investment properties has not changed materially since the date of acquisition. The fair value gain recorded in YTD FY22/23 arose from a lower fair value of the consideration at the date of acquisition based on the traded price of MPACT units, rather than to a change in fair value of the acquired property portfolio.

For YTD FY21/22, the fair value change arose from the independent valuations carried out as at 30 September 2021 and included the effect of recognising rental incentives on a straight-line basis over the lease terms.

1(a) Consolidated Statement of Profit or Loss and Distribution Statement (continued)

6. This relates to the 50% effective interest in TPG, held through MNACT, and includes the effect of the excess of fair value of investment property acquired over fair value of consideration transferred.

	3Q FY22/23 (S$'000)	3Q FY21/22 (S$'000)	Variance %	YTD FY22/23 (S$'000)	YTD FY21/22 (S$'000)	Variance %
Share of net profit of a joint venture after tax	1,435	-	N.M.	2,516	-	N.M.
Excess of fair value of investment property acquired over fair value of consideration transferred	-	-	-	4,818	-	N.M.
Share of profit of a joint venture	**1,435**	**-**	**N.M.**	**7,334**	**-**	**N.M.**

The valuation of TPG has not changed materially since the date of acquisition. The effect of the excess of fair value of investment property acquired over fair value of consideration transferred recorded in YTD FY22/23 arose from a lower fair value of the consideration at the date of acquisition based on the traded price of MPACT units, rather than to a change in fair value of the acquired property.

7. This mainly relates to the income tax expense, withholding tax expense and deferred tax expense of MPACT TCo, 80 Alexandra Pte. Ltd. and the overseas subsidiaries subsequent to the Merger, where applicable.

8. This relates to the S$250,000,000 perpetual securities, at coupon rate of 3.50% per annum, issued by MNACT on 8 June 2021 to partially fund the acquisition of HPB. CCIRSs were entered to swap SGD coupon rate to JPY coupon rate for these perpetual securities.

9. This relates to the 1.53% effective interest in the Japan Properties held by Mapletree Investments Japan Kabushiki Kaisha ("MIJ").

10. This mainly includes capital allowances claims, other non-tax deductible items and rollover income adjustments.

11. This includes an adjustment of S$10.7 million arising from the COVID-19 cash grants received by the Group in FY20/21, which was included as part of the taxable income distribution in FY20/21. The COVID-19 cash grants received from the Government are exempted from tax.

12. This relates to the COVID-19 cash grants received by the Group in FY20/21.

1(b) Consolidated Statement of Comprehensive Income

	3Q FY22/23 (S$'000)	3Q FY21/22 (S$'000)	Variance %	YTD FY22/23 (S$'000)	YTD FY21/22 (S$'000)	Variance %
Profit for the financial period after tax before distribution	**111,068**	**73,619**	**50.9**	**451,778**	**248,953**	**81.5**
Other comprehensive income:						
Items that may be reclassified subsequently to profit or loss:						
Cash flow hedges						
- Fair value (loss)/gain, net of tax	(15,163)	4,280	N.M.	39,161	2,352	N.M.
- Reclassification to profit or loss, net of tax	(13,698)	3,530	N.M.	(4,091)	11,625	N.M.
Net currency translation differences relating to financial statements of foreign subsidiaries and quasi-equity loans	(136,910)	-	N.M.	(220,178)	-	N.M.
Share of currency translation differences relating to a foreign joint venture	2,333	-	N.M.	(3,831)	-	N.M.
Net currency translation differences on hedges of net investment in foreign operation[1]	2,817	-	N.M.	2,648	-	N.M.
Net currency translation differences reclassified to profit or loss	13	-	N.M.	23	-	N.M.
Other comprehensive (loss)/income, net of tax	**(160,608)**	**7,810**	**N.M.**	**(186,268)**	**13,977**	**N.M.**
Total comprehensive (loss)/income	**(49,540)**	**81,429**	**N.M.**	**265,510**	**262,930**	**1.0**
Attributable to:						
- Unitholders	(51,165)	81,429	N.M.	262,756	262,930	(0.1)
- Perpetual securities holders	1,297	-	N.M.	2,307	-	N.M.
- Non-controlling interest	328	-	N.M.	447	-	N.M.
Total comprehensive (loss)/income	**(49,540)**	**81,429**	**N.M.**	**265,510**	**262,930**	**1.0**

Footnote:

1. Relates to fair value changes on the derivative financial instruments (CCIRS to swap SGD coupon rate to JPY coupon rate) for perpetual securities issued to partially fund the acquisition of HPB.

2 Statements of Financial Position

	Group		MPACT	
	31 Dec 2022 (S$'000)	**31 Mar 2022 (S$'000)**	**31 Dec 2022 (S$'000)**	**31 Mar 2022 (S$'000)**
Current assets				
Cash and bank balances[1]	167,188	124,170	15,057	113,051
Trade and other receivables[2]	14,077	2,725	17,278	3,157
Tax recoverable[3]	5,850	5,849	-	-
Other assets[4]	4,651	649	871	475
Inventories	478	-	-	-
Derivative financial instruments[5]	59,805	-	5,317	-
	252,049	**133,393**	**38,523**	**116,683**
Non-current assets				
Investment properties[6]	16,426,609	8,821,000	7,287,789	7,270,000
Plant and equipment	2,212	162	40	116
Investment in subsidiaries[7]	-	-	4,969,433	910,964
Investment in joint venture[8]	118,957	-	-	-
Other assets[4]	-	2,227	-	2,227
Derivative financial instruments[5]	123,702	27,741	50,306	27,741
	16,671,480	**8,851,130**	**12,307,568**	**8,211,048**
Total assets	**16,923,529**	**8,984,523**	**12,346,091**	**8,327,731**
Current liabilities				
Trade and other payables[9]	219,660	102,919	93,139	87,046
Borrowings[10]	1,222,994	460,547	169,832	263,894
Lease liabilities	67	-	-	-
Loans from a subsidiary[11]	-	-	272,939	196,653
Current income tax liabilities[12]	46,814	-	-	-
Derivative financial instruments[5]	12,059	4,570	14,109	4,570
	1,501,594	**568,036**	**550,019**	**552,163**
Non-current liabilities				
Other payables[9]	146,186	53,923	56,174	49,915
Borrowings[10]	5,487,377	2,543,787	1,661,049	1,179,815
Lease liabilities	93	-	-	-
Loans from a subsidiary[11]	-	-	643,772	728,522
Deferred tax liabilities[13]	181,597	24,974	-	-
Derivative financial instruments[5]	7,402	266	25,007	12,887
	5,822,655	**2,622,950**	**2,386,002**	**1,971,139**
Total liabilities	**7,324,249**	**3,190,986**	**2,936,021**	**2,523,302**
Net assets	**9,599,280**	**5,793,537**	**9,410,070**	**5,804,429**
Represented by:				
- Unitholders' funds	9,338,372	5,793,537	9,410,070	5,804,429
- Perpetual securities holders[14]	248,142	-	-	-
- Non-controlling interest	12,766	-	-	-
	9,599,280	**5,793,537**	**9,410,070**	**5,804,429**
Units in issue ('000)	**5,236,061**	**3,323,514**	**5,236,061**	**3,323,514**
Net asset value per unit attributable to Unitholders (S$)	**1.78**	**1.74**	**1.80**	**1.75**

2 Statements of Financial Position (continued)

Footnotes:

1. The increase in cash and bank balances was mainly due to the Merger, net cash generated from operations and net drawdown of bank borrowings, offset partially by payment of 2H FY21/22 distribution, Clean-up Distribution and 1H FY22/23 distribution to Unitholders.

2. The increase in trade and other receivables was mainly due to the Merger. There was no allowance for expected credit losses included in trade and other receivables as at 31 December 2022 (31 March 2022: S$80,000).

3. Tax recoverable refers mainly to the net income tax recoverable of Mapletree Business City LLP ("MBC LLP") prior to the acquisition by MPACT.

4. The increase in other assets (current) was mainly due to the Merger. Other assets (non-current) relate to prepayment of directly attributable transaction costs, namely legal and professional fees incurred in relation to the Merger. The Merger was accounted for as an asset acquisition on completion of the transaction. At completion, the prepayment was capitalised in the carrying amount of investment in subsidiaries. At the Group level, the acquisition-related transaction costs were initially capitalised in the carrying amount of investment properties and investment in joint venture, which were subsequently re-measured at fair value.

5. Derivative financial instruments reflect the fair value as at period end of the (i) interest rate swaps ("IRS"); (ii) CCIRS; and (iii) currency forwards entered into by the Group to manage its interest rate risks and foreign currency risks. The change in fair value of derivative financial instruments was mainly due to fluctuations in interest rates and currency exchange rates.

6. The increase in investment properties was mainly due to the Merger as well as capital expenditure incurred for the period. For more details, please refer Paragraph 5.5.

7. The increase in investment in subsidiaries was due to the Merger during the period. The list of subsidiaries acquired are as follow:

Name of subsidiary	Country of Incorporation	Effective interest held by the Group
Mapletree North Asia Commercial Trust	Singapore	100%
Mapletree North Asia Commercial Trust Treasury Company (S) Pte. Ltd	Singapore	100%
Mapletree North Asia Commercial Treasury Company (HKSAR) Limited	Hong Kong	100%
Claymore Limited	Cayman	100%
Festival Walk Holdings Limited	Hong Kong	100%
Festival Walk (2011) Limited	Hong Kong	100%
Beijing Gateway Plaza (Cayman) Ltd.	Cayman	100%
HK Gateway Plaza Company Limited	Hong Kong	100%
Gateway Plaza Property Operations (Beijing) Limited	China	100%
Glamour II Limited	Cayman	100%
China Orient Limited	Hong Kong	100%
Shanghai Zhan Xiang Real Estate Company Limited	China	100%
Pinnacle KR Asset Pte. Ltd.	Singapore	100%
Tsubaki 1 Pte. Ltd.	Singapore	100%
Tsubaki Tokutei Mokuteki Kaisha	Japan	100%
Godo Kaisha Makuhari Blue	Japan	98.47%
Tsubaki 2 Pte. Ltd.	Singapore	100%
Godo Kaisha Tsubaki 3	Japan	98.47%

2 <u>Statements of Financial Position</u> (continued)

8. Investment in joint venture relates to the 50% effective interest in IGIS Qualified Investment Type Private Placement Real Estate Investment Trust No. 6, which holds TPG.

9. The increase in trade and other payables was mainly due to the Merger. Other payables (non-current) relate to tenancy related deposits.

10. Borrowings represent bank borrowings, MTN and Tokutei Mokuteki Kaisha ("TMK") bonds measured at amortised cost. The increase in total borrowings was mainly due to (i) the Merger; and (ii) acquisition debt drawdown to partially fund the scheme consideration and transaction costs; partially offset by net repayment of borrowings during the period.

    Notwithstanding the net current liabilities position, based on the Group's available financial resources, the Manager is of the opinion that the Group will be able to refinance its borrowings and meet its current obligations as and when they fall due. Specifically, the Group has sufficient credit facilities available to refinance the portion of the borrowings due within the next 12 months.

11. Loans from a subsidiary represent the unsecured borrowings from MPACT TCo on-lent to MPACT. The unsecured borrowings from MPACT TCo were raised through the issuance of MTN under the MTN Programme.

12. The increase in the current income tax liabilities was due to the Merger.

13. The increase in the deferred tax liabilities was due to the Merger. Deferred tax liabilities rose from (i) changes in fair value of investment properties; (ii) accelerated tax depreciation; (iii) changes in fair value of derivative financial instruments; and (iv) unremitted earnings of overseas subsidiaries.

14. The perpetual securities issued by MNACT on 8 June 2021 have no fixed redemption date, with the redemption at the option of MNACT on 8 June 2026 and each distribution payment date thereafter, and will bear an initial rate of distribution of 3.50% per annum for the first five years. The rate of distribution will be repriced after the first five years. Distributions are payable semi-annually at the discretion of MNACT and will be non-cumulative. The perpetual securities, net of issuance costs, are classified and recognised as equity instruments. CCIRSs were entered to swap SGD coupon rate to JPY coupon rate for these perpetual securities.

3 Consolidated Statement of Cash Flows

	3Q FY22/23 (S$'000)	3Q FY21/22 (S$'000)	YTD FY22/23 (S$'000)	YTD FY21/22 (S$'000)
Cash flows from operating activities				
Profit for the financial period after tax before distribution	111,068	73,619	451,778	248,953
Adjustments for:				
- Income tax expense	8,142	1	17,603	4
- Depreciation	295	39	559	113
- Fixed asset written off	-	-	11	-
- Adjustments for rental incentives amortisation	41	1,434	931	4,281
- (Write back)/Impairment of trade receivables	(33)	74	3	128
- Net unrealised foreign exchange loss/(gain)	941	(3,541)	(9,007)	(3,454)
- Net change in fair value of investment properties	-	-	(142,175)	(41,885)
- Net change in fair value of financial derivatives	(3,937)	3,465	(7,350)	3,241
- Finance income	(486)	(77)	(1,038)	(224)
- Finance expenses	50,790	17,787	112,277	54,577
- Manager's management fees paid/ payable in units	5,406	3,977	14,518	11,664
- Share of profit of a joint venture	(1,435)	-	(7,334)	-
	170,792	96,778	430,776	277,398
Change in working capital:				
- Trade and other receivables	(396)	(45)	2,825	3,957
- Other current assets	(25)	(317)	1,740	(86)
- Inventories	56	-	66	-
- Trade and other payables	6,314	(4,176)	10,463	(18,866)
Cash generated from operations	**176,741**	**92,240**	**445,870**	**262,403**
- Income tax paid	(2,652)	-	(4,851)	(5)
Net cash provided by operating activities	**174,089**	**92,240**	**441,019**	**262,398**
Cash flows from investing activities				
Net cash outflow on acquisition of interest in investment properties[1]	(5,113)	-	(2,254,149)	-
Additions to investment properties	(12,785)	(2,904)	(28,423)	(13,165)
Additions to plant and equipment	(144)	(6)	(172)	(40)
Dividend received from a joint venture	2,838	-	2,838	-
Finance income received	725	88	1,196	310
Net cash used in investing activities	**(14,479)**	**(2,822)**	**(2,278,710)**	**(12,895)**

3 Consolidated Statement of Cash Flows (continued)

	3Q FY22/23 (S$'000)	3Q FY21/22 (S$'000)	YTD FY22/23 (S$'000)	YTD FY21/22 (S$'000)
Cash flows from financing activities				
Proceeds from bank borrowings	326,878	17,000	1,373,883	106,900
Repayments of bank borrowings	(347,270)	-	(981,162)	(55,800)
Redemption of MTN	-	-	-	(70,000)
Principal payment of lease liabilities	(16)	-	(27)	-
Payments of financing fees	(1,206)	-	(8,097)	-
Finance expenses paid	(37,914)	(15,506)	(92,988)	(52,106)
Payments of distribution to Unitholders	(99,435)	(145,804)	(371,437)	(322,226)
Payments of distribution to MNACT ex-Unitholders	-	-	(67,712)	-
Payment of transaction costs related to issuance of new units[2]	(54)	-	(638)	-
Proceeds from preferential offering[3]	-	-	2,040,737	-
Payment of distributions to perpetual securities holders	(2,599)	-	(2,599)	-
Capital return to non-controlling interest	(97)	-	(97)	-
Change in restricted cash	-	-	(21,335)	-
Net cash (used in)/provided by financing activities	**(161,713)**	**(144,310)**	**1,868,528**	**(393,232)**
Net (decrease)/increase in cash and cash equivalents	**(2,103)**	**(54,892)**	**30,837**	**(143,729)**
Cash and cash equivalent at beginning of financial period	152,892	103,706	124,170	192,543
Effect of currency translation on cash and cash equivalents	(4,239)	-	(8,457)	-
Cash and cash equivalent at end of financial period[4]	**146,550**	**48,814**	**146,550**	**48,814**

Footnotes:

1. This relates to the cash consideration paid on the adjusted net asset value (net of cash and bank balances acquired) of MNACT and the related transaction costs.
2. This relates to transaction costs for the issuance of new units for settlement of the Scheme Consideration ("Consideration Units") and preferential offering.
3. On 28 July 2022, 1,018,382,531 units at S$2.0039 per unit, amounting to S$2,040.7 million were issued pursuant to the preferential offering. The proceeds from the preferential offering were fully used to partially fund the cash consideration in relation to the Merger as set out in the circular to Unitholders dated 29 April 2022 (the "Circular"). As at 31 December 2022, the gross proceeds have been fully utilised.

3 Consolidated Statement of Cash Flows (continued)

4. For purpose of presenting the consolidated statement of cash flows, cash and cash equivalents comprise of the following:

	YTD FY22/23 (S$'000)	YTD FY21/22 (S$'000)
Cash and bank balances	**167,188**	**48,814**
Less: Restricted cash	(20,638)	-
Cash and cash equivalents per consolidated statement of cash flows	**146,550**	**48,814**

Restricted cash relates to the amount of cash reserves for the Japan Properties which is required to be maintained based on the agreements with the banks. Restricted cash are reserves kept for use in capital expenditure, interest expense and certain property-related expenses to ensure these liabilities can be met when incurred.

4 Statements of Movements in Unitholders' Funds

	Group		MPACT	
	YTD FY22/23 (S$'000)	YTD FY21/22 (S$'000)	YTD FY22/23 (S$'000)	YTD FY21/22 (S$'000)
Operations				
Balance at 1 April	**1,792,513**	**1,767,720**	**1,816,026**	**1,805,715**
Profit for the financial period	339,458	175,334	147,429	160,726
Distributions to Unitholders	(272,002)	(176,422)	(272,002)	(176,422)
Transfer to General Reserve	(245)	-	-	-
Balance at 30 September	**1,859,724**	**1,766,632**	**1,691,453**	**1,790,019**
Profit for the financial period	109,572	73,619	161,644	73,848
Distributions to Unitholders	(99,435)	(145,804)	(99,435)	(145,804)
Transfer to General Reserve	(332)	-	-	-
Balance at 31 December	**1,869,529**	**1,694,447**	**1,753,662**	**1,718,063**
Unitholders' Contribution				
Balance at 1 April	**3,974,425**	**3,959,140**	**3,974,425**	**3,959,140**
Issue of new units arising from:				
- Settlement of management fees	10,919	10,687	10,919	10,687
- Preferential offering	2,040,737	-	2,040,737	-
- Settlement of Scheme Consideration	1,597,865	-	1,597,865	-
Issue expenses	(720)	-	(720)	-
Balance at 30 September	**7,623,226**	**3,969,827**	**7,623,226**	**3,969,827**
Issue of new units arising from:				
- Settlement of management fees	4,715	2,297	4,715	2,297
Balance at 31 December	**7,627,941**	**3,972,124**	**7,627,941**	**3,972,124**
Hedging Reserve				
Balance at 1 April	**26,599**	**(17,892)**	**13,978**	**(12,400)**
Fair value changes, net of tax	54,312	(1,928)	28,701	(1,157)
Reclassification to profit or loss, net of tax	9,604	8,095	135	5,821
Balance at 30 September	**90,515**	**(11,725)**	**42,814**	**(7,736)**
Fair value changes, net of tax	(15,213)	4,280	(10,264)	1,423
Reclassification to profit or loss, net of tax	(13,702)	3,530	(4,083)	2,387
Balance at 31 December	**61,600**	**(3,915)**	**28,467**	**(3,926)**

4 Statements of Movements in Unitholders' Funds (continued)

	Group		MPACT	
	YTD FY22/23 (S$'000)	**YTD FY21/22 (S$'000)**	**YTD FY22/23 (S$'000)**	**YTD FY21/22 (S$'000)**
General Reserve				
Balance at 1 April	**-**	**-**	**-**	**-**
Transfer from Operations	245	-	-	-
Balance at 30 September	**245**	**-**	**-**	**-**
Transfer from Operations	332	-	-	-
Balance at 31 December	**577**	**-**	**-**	**-**
Foreign Currency Translation Reserve				
Balance at 1 April	**-**	**-**	**-**	**-**
Net currency translation differences reclassified to profit or loss	10	-	-	-
Net currency translation differences relating to financial statements of foreign subsidiaries and quasi-equity loans	(83,130)	-	-	-
Share of currency translation differences relating to a foreign joint venture	(6,164)	-	-	-
Net currency translation differences on hedges of net investment in foreign operation	(169)	-	-	-
Balance at 30 September	**(89,453)**	**-**	**-**	**-**
Net currency translation differences reclassified to profit or loss	13	-	-	-
Net currency translation differences relating to financial statements of foreign subsidiaries and quasi-equity loans	(136,985)	-	-	-
Share of currency translation differences relating to a foreign joint venture	2,333	-	-	-
Net currency translation differences on hedges of net investment in foreign operation	2,817	-	-	-
Balance at 31 December	**(221,275)**	**-**	**-**	**-**
Total Unitholders' funds at 31 December	**9,338,372**	**5,662,656**	**9,410,070**	**5,686,261**

4 **Statements of Movements in Unitholders' Funds** (continued)

	Group		MPACT	
	YTD FY22/23 (S$'000)	**YTD FY21/22 (S$'000)**	**YTD FY22/23 (S$'000)**	**YTD FY21/22 (S$'000)**
Total Unitholders' funds at 31 December (continued)	**9,338,372**	**5,662,656**	**9,410,070**	**5,686,261**
Perpetual securities				
Balance at 1 April	-	-	-	-
Acquisition of subsidiaries	248,434	-	-	-
Profit attributable to perpetual securities holders	1,010	-	-	-
Balance at 30 September	**249,444**	**-**	**-**	**-**
Profit attributable to perpetual securities holders	1,297	-	-	-
Coupon paid	(2,599)	-	-	-
Balance at 31 December	**248,142**	**-**	**-**	**-**
Non-controlling interest				
Balance at 1 April	**-**	**-**	**-**	**-**
Acquisition of subsidiaries	12,416	-	-	-
Profit attributable to non-controlling interest	242	-	-	-
Fair value changes on hedge, net of tax	12	-	-	-
Reclassification to profit or loss, net of tax	3	-	-	-
Net currency translation differences relating to financial statements of foreign subsidiaries	(138)	-	-	-
Balance at 30 September	**12,535**	**-**	**-**	**-**
Profit attributable to non-controlling interest	199	-	-	-
Fair value changes on hedge, net of tax	50	-	-	-
Reclassification to profit or loss, net of tax	4	-	-	-
Net currency translation differences relating to financial statements of foreign subsidiaries	75	-	-	-
Capital return to non-controlling interest	(97)	-	-	-
Balance at 31 December	**12,766**	**-**	**-**	**-**
Total	**9,599,280**	**5,662,656**	**9,410,070**	**5,686,261**

5 Notes to the Condensed Interim Financial Statements

5.1 Basis of Preparation

The condensed interim financial statements for the third quarter and nine-month period ended 31 December 2022 have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)") 1-34 *Interim Financial Reporting* issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in MPACT's and the Group's financial positions and the Group's performance since the most recent audited annual financial statements for the financial year ended 31 March 2022.

The condensed interim financial statements are presented in Singapore Dollars ("S$" or "SGD"), which is MPACT's functional currency and rounded to the nearest thousand, unless otherwise stated.

The accounting policies adopted and methods of computation applied are consistent with those used in the audited financial statements for the financial year ended 31 March 2022, except for the adoption of new and amended standards as set out in Paragraph 5.2 and revised management fees structure from 21 July 2022. The revised management fee structure was adopted such that management fees payable to the MPACT Manager will constitute:

(a) base fee comprising 10.0% of the distributable income of the Group (calculated before accounting for the base fee and performance fee); and

(b) performance fee comprising 25.0% of the difference in DPU in a financial year with the DPU in the preceding financial year (calculated before accounting for the performance fee, but after accounting for the base fee in each financial year), multiplied by the weighted average number of the Group's units in issue for such financial year.

The Manager has elected to receive 40% of its base fee in units from 1 July 2022 and the balance in cash from MPACT Group. From 1 April 2022 to 30 June 2022, the Manager has elected to receive 50% of its base fee in units and the balance in cash from MPACT and 100% of its base fee in cash from MBC LLP. The Manager has elected to receive 40% of its performance fee in units and the balance in cash from MPACT Group for FY22/23.

In relation to the Japan Properties, the asset management services are provided by MIJ. In consideration of the asset management services provided, MIJ is entitled to receive a fee amounting to 10.0% per annum of distributable income derived from the Japan Properties (the "Japan Asset Management Fee"). For as long as the Manager and MIJ are wholly-owned by Mapletree Investments Pte Ltd and MIJ continues to receive the Japan Asset Management Fee, the Manager will offset the amount equivalent to the Japan Asset Management Fee from the base fee. Accordingly, there will be no double payment for services provided.

In preparing the condensed interim financial statements, the Manager has exercised its judgement, and made estimates and assumptions in the process of applying the Group's accounting policies. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. Actual results may differ from these estimates.

Areas involving a higher degree of judgement, where estimates and assumptions are significant to the condensed interim financial statements, are disclosed in Paragraph 5.5 – Investment Properties.

5.2 New and Amended Standards Adopted by the Group

The Group has adopted new or amended SFRS(I)s and Interpretations to SFRS(I)s ("INT SFRS(I)") that are mandatory for application from 1 April 2022. The adoption of these new or amended SFRS(I)s and INT SFRS(I)s did not result in substantial changes to the Group's accounting policies and had no material effect on the amounts reported for the current or prior financial period.

5.3 Gross Revenue

	Group			
	3Q FY22/23 (S$'000)	**3Q FY21/22 (S$'000)**	**YTD FY22/23 (S$'000)**	**YTD FY21/22 (S$'000)**
Rental income	218,636	122,125	544,565	346,215
Car parking income	5,991	2,594	14,596	6,919
Other operating income[1]	15,125	5,558	33,753	20,865
	239,752	**130,277**	**592,914**	**373,999**
Government grant income[2]	-	-	-	48
Less: Government grant expenses[2]	-	-	-	(48)
	239,752	**130,277**	**592,914**	**373,999**

[1] The other operating income mainly includes sale of electricity, compensation income from pre-termination of leases, ice rink income, additional air-conditioning, and rental from event space.

[2] The government grant income relates to cash grant received from the Singapore Government as part of the COVID-19 relief measures. The corresponding disbursements to eligible tenants are recorded as government grant expenses. The Group has fully passed through all government grant, as mandated by the Government, in the form of rental rebates and rental waivers to eligible tenants.

5.4 Earnings Per Unit ("EPU") and Distribution Per Unit ("DPU")

	Group			
	3Q FY22/23	**3Q FY21/22**	**YTD FY22/23**	**YTD FY21/22**
Weighted average number of units ('000)	5,235,469	3,321,881	4,615,560	3,320,418
EPU[1] (cents) – basic and diluted[2]	**2.09**	**2.22**	**9.73**	**7.50**
Number of units in issue at end of financial period ('000)	5,236,061	3,322,354	5,236,061	3,322,354
DPU (cents)	**2.42**	**2.42**	**7.36**	**6.81**

[1] In computing the EPU, profit after tax for the financial period and the weighted average number of units at the end of the financial period are used.

[2] Diluted EPU is the same as the basic EPU as there are no dilutive instruments in issue during the financial period.

5.5 Investment Properties

	Group		MPACT	
	31 Dec 2022 (S$'000)	**31 Mar 2022 (S$'000)**	**31 Dec 2022 (S$'000)**	**31 Mar 2022 (S$'000)**
Completed investment properties				
Beginning of financial period/year	8,821,000	8,737,000	7,270,000	7,202,000
Additions through acquisition[1]	7,747,580	-	-	-
Additions during the period/year	26,804	18,304	17,789	18,014
Change in fair value of investment properties	142,175	65,696	-	49,986
Translation difference on consolidation	(310,950)	-	-	-
End of financial period/year	**16,426,609**	**8,821,000**	**7,287,789**	**7,270,000**

[1] On 21 July 2022, the Group acquired all the issued and paid-up units of MNACT by way of a Trust Scheme in accordance with the Singapore Code on Take-overs and Mergers. Following the completion, MNACT became a wholly owned subsidiary and unlisted sub-trust of MPACT. The fair value of the total Scheme Consideration was S$4,052.4 million and was settled as follows (i) S$2,454.5 million in cash; and (ii) allotment and issuance of 885,734,587 Consideration Units. The Group incurred total transaction costs of S$7.5 million, of which S$5.9 million related to directly attributable transaction costs (namely legal, professional and other fees paid/payable) were capitalised under investment properties. The Manager has waived its acquisition fee entitlement in respect of the Merger.

The Group's investment properties are measured at fair value based on valuations performed by independent professional valuers at least once a year, or more frequently if required. Under the Monetary Authority of Singapore's Property Funds Guideline, a valuer should not value the same property for more than two consecutive financial years.

The latest independent valuations were performed as at 31 March 2022 for all the properties. The fair value of the Group's investment properties as at 31 December 2022 are based on valuations performed by independent professional valuers as at 31 March 2022 and capital expenditure capitalised during the period from 1 April 2022 to 31 December 2022.

Taking into account the operating performance of the investment properties since 31 March 2022 together with the business environments in which the properties are situated, the Manager is of the view that the fair value of the investment properties has not materially changed from the most recent valuations conducted as at 31 March 2022.

SFRS(I) 13 *Fair Value Measurement* establishes a fair value hierarchy that categorises the fair values into three levels based on the inputs used in the valuation techniques when measuring the fair value of assets and liabilities.

- Level 1 — quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 — inputs for the asset or liability that are not based on observable market data (unobservable inputs).

5.5 Investment Properties (continued)

The fair value of the investment properties within the Group's and MPACT's portfolio is classified within Level 3 of the fair value measurement hierarchy. The following table presents the valuation techniques and key unobservable inputs that were used:

Geographical regions	**Valuation techniques**	**Key unobservable inputs**
Singapore	Income capitalisation	Capitalisation rate 3.35% - 4.85% (31 March 2022: 3.35% - 4.85%)
	Discounted cash flow	Discount rate 6.50% - 7.25% (31 March 2022: 6.50% - 7.25%)
Hong Kong	Term and reversion[1]	Term and reversion rate 4.15%[2]
	Discounted cash flow	Discount rate 7.80%[2]
China	Term and reversion[1]	Term and reversion rate 5.00% - 5.50%[2]
	Discounted cash flow	Discount rate 7.50% - 9.25%[2]
	Direct comparison	Adjusted price per square metre RMB38,066 – RMB61,997[2]
Japan	Discounted cash flow	Discount rate 3.20% - 4.20%[2]

[1] Properties are valued by capitalising the amount of net income receivable from existing tenancies, after deducting any specific costs which must be borne by the recipient. Both the term and reversion are capitalised by the market capitalisation rates, which reflect the rate of investment, alienation restrictions, effect of inflation and prospect of rental growth, if any.

[2] Relates to the investment properties held through MNACT that are acquired during the financial period.

Relationship of key unobservable inputs to fair value
- The higher the capitalisation rate, the lower the fair value.
- The higher the discount rate, the lower the fair value.
- The higher the term and reversion rate, the lower the fair value.
- The higher the adjusted price per square feet, the higher the fair value.

There were no significant inter-relationships between unobservable inputs.

<u>Security</u>

As at 31 December 2022, the investment properties in Japan with an aggregate fair value of S$1,443,468,000 have been pledged as security for the TMK bonds and certain bank loans of the Japanese subsidiaries. As at 31 March 2022, the Group's investment properties were unencumbered.

As at 31 December 2022 and 31 March 2022, all investment properties held directly by MPACT were unencumbered.

5.6 Borrowings and Loans from a Subsidiary

	Group		MPACT	
	31 Dec 2022 (S$'000)	**31 Mar 2022 (S$'000)**	**31 Dec 2022 (S$'000)**	**31 Mar 2022 (S$'000)**
Borrowings				
Current				
Bank loans (unsecured)	764,433	264,000	170,000	264,000
MTN (unsecured)	459,388	196,788	-	-
Transaction costs to be amortised	(827)	(241)	(168)	(106)
	1,222,994	**460,547**	**169,832**	**263,894**
Non-current				
Bank loans (secured)	716,902	-	-	-
Bank loans (unsecured)	4,057,430	1,820,000	1,665,000	1,182,000
TMK Bonds (secured)	63,699	-	-	-
MTN (unsecured)	664,548	730,000	-	-
Transaction costs to be amortised	(15,202)	(6,213)	(3,951)	(2,185)
	5,487,377	**2,543,787**	**1,661,049**	**1,179,815**
Loans from a subsidiary				
Current				
Loans from a subsidiary	-	-	273,000	196,788
Transaction costs to be amortised	-	-	(61)	(135)
	-	**-**	**272,939**	**196,653**
Non-current				
Loans from a subsidiary	-	-	645,000	730,000
Transaction costs to be amortised	-	-	(1,228)	(1,478)
	-	**-**	**643,772**	**728,522**
Total borrowings	**6,710,371**	**3,004,334**	**2,747,592**	**2,368,884**

5.6 Borrowings and Loans from a Subsidiary (continued)

(a) Ratios

	Group	
	31 Dec 2022 (S$'000)	**31 Mar 2022 (S$'000)**
Total gross borrowings[1]	6,853,687	3,014,000
Total deposited property[1]	17,052,276	8,984,523
Aggregate leverage ratio	40.2%	33.5%
Interest coverage ratio ("ICR")[2]	3.9 times	4.8 times
Adjusted ICR[3]	3.8 times	4.8 times

[1] Excludes share attributable to non-controlling interest and includes the Group's proportionate share of joint venture's gross borrowings and deposited property value.

[2] Computed by dividing the trailing 12 months earnings before interest, tax, depreciation and amortisation (excluding effect of any fair value changes of derivatives and investment properties, and foreign exchange differences) ("EBITDA"), by the trailing 12 months interest expense and borrowing-related fees.

[3] Computed by dividing the trailing 12 months EBITDA, by the trailing 12 months interest expense and borrowing-related fees and distribution of hybrid securities. There are no hybrid securities issued by the Group as at 31 March 2022.

The Group is in compliance with the borrowing limit requirement imposed by the CIS Code and all externally imposed capital requirements for the financial period ended 31 December 2022 and financial year ended 31 March 2022.

(b) Undrawn committed borrowing facilities

	Group		MPACT	
	31 Dec 2022 (S$'000)	**31 Mar 2022 (S$'000)**	**31 Dec 2022 (S$'000)**	**31 Mar 2022 (S$'000)**
Expiring beyond one year	564,361	375,000	172,000	375,000

5.7 Units in Issue

	Group and MPACT			
	3Q FY22/23 ’000	**3Q FY21/22 ’000**	**YTD FY22/23 ’000**	**YTD FY21/22 ’000**
Units at beginning of financial period	5,233,433	3,321,268	3,323,514	3,316,204
Units issued as settlement of Manager’s management fees	2,628[1]	1,086[2]	8,431[3]	6,150[4]
Units issued pursuant to preferential offering	-	-	1,018,383[5]	-
Units issued pursuant to settlement of Scheme Consideration	-	-	885,735[6]	-
Units at end of financial period[7]	**5,236,061**	**3,322,354**	**5,236,061**[8]	**3,322,354**

1 On 11 November 2022, 2,627,813 new units were issued at an issue price of S$1.7942 per unit as part payment of Manager’s base fees for the period from 1 July 2022 to 30 September 2022.

2 On 10 November 2021, 1,085,779 new units were issued at an issue price of S$2.1156 per unit as part payment of Manager’s base fees for the period from 1 July 2021 to 30 September 2021.

3 On 5 May 2022, 12 August 2022 and 11 November 2022, 8,430,595 new units were issued at an issue price of S$1.8989, S$1.8202 and S$1.7942 per unit respectively as part payment of Manager’s base fees for the period from 1 January 2022 to 30 September 2022 and Manager’s performance fees for FY21/22.

4 On 10 May 2021, 5 August 2021 and 10 November 2021, 6,149,513 new units were issued at an issue price of S$2.1007, S$2.1473 and S$2.1156 per unit respectively as part payment of Manager’s base fees for the period from 1 January 2021 to 30 September 2021 and Manager’s performance fees for FY20/21.

5 On 28 July 2022, 1,018,382,531 new units were issued at an issue price of S$2.0039 per unit pursuant to the preferential offering.

6 On 29 July 2022, 885,734,587 new units were issued at an issue price of S$2.0039 per unit pursuant to settlement of Scheme Consideration in relation to the Merger.

7 There were no convertibles, treasury units and units held by its subsidiaries as at 31 December 2022 and 31 December 2021.

8 As at 31 December 2022, the units in issue is 5,236,061,298 (31 December 2021: 3,322,353,562). Total does not sum up due to rounding differences.

5.8 Net Asset Value ("NAV") and Net Tangible Asset ("NTA") Per Unit

	Group		MPACT	
	31 Dec 2022	**31 Mar 2022**	**31 Dec 2022**	**31 Mar 2022**
Number of units in issue at end of financial period/ year ('000)	5,236,061	3,323,514	5,236,061	3,323,514
NAV and NTA per unit[1] (S$)	**1.78**	**1.74**	**1.80**	**1.75**

[1] NAV and NTA per unit are the same as there is no intangible asset as at 31 December 2022 and 31 March 2022.

5.9 Fair Value Measurement

(a) Derivative financial instruments

The following table presents derivative financial instruments measured at fair value and classified by level of the fair value measurement hierarchy:

	Group		MPACT	
	31 Dec 2022 (S$'000)	**31 Mar 2022 (S$'000)**	**31 Dec 2022 (S$'000)**	**31 Mar 2022 (S$'000)**
Level 2				
Assets				
Derivative financial instruments	183,507	27,741	55,623	27,741
Liabilities				
Derivative financial instruments	(19,461)	(4,836)	(39,116)	(17,457)

The fair value of the derivative financial instruments (namely IRS, CCIRS and forward currency contracts) not traded in an active market is determined by using valuation techniques based on market conditions existing at each of the balance sheet date. The fair value of IRS and CCIRS are calculated as the present value of the estimated future cash flows using assumptions based on market conditions existing at the quoted currency rates as at the balance sheet date. The fair values of forward currency contracts are determined using banks' quoted forward rates and foreign exchange spot rates at the balance sheet date.

5.9 Fair Value Measurement (continued)

(b) Other financial assets and liabilities

The carrying values of cash and bank balances, trade and other receivables, other current assets, trade and other payables, current borrowings and non-current borrowings, which are at variable market rates, approximate their fair values.

The carrying amount and fair value of the fixed rate non-current borrowings are as follow:

	Carrying amount		Fair value	
	31 Dec 2022 (S$'000)	31 Mar 2022 (S$'000)	31 Dec 2022 (S$'000)	31 Mar 2022 (S$'000)
Group				
MTNs (non-current)	663,320	728,522	620,936	722,597
MPACT				
Loans from a subsidiary (non-current)	643,772	728,522	603,205	722,597

5.10 Significant Related Party Transactions

The following significant related party transactions took place at terms agreed between the parties:

	Group	
	YTD FY22/23 (S$'000)	YTD FY21/22 (S$'000)
Manager's management fees paid/payable to the Manager	34,211	28,367
Japan asset management fee paid/payable to MIJ	1,912	-
Acquisition of MNACT Group through Trust Scheme from related entities	1,621,819	-
Trustee's fees	1,200	782
Property management fees paid/ payable to the property managers	23,371	15,141
Staff costs paid/payable to the property managers	14,971	8,793
Rental and other related income received/receivable from related parties	23,117	10,170
Finance income received/receivable from a related company of the Manager	4,560	-
Professional fees, other products and service fees paid/payable to related parties	5,510	2,096
Interest expenses, financing fees and fees related to the issue of units paid/payable to a related party	35,240	11,617

5.11 Segment Reporting

The Manager considers the business from a business segment perspective; managing and monitoring the business based on geographies and the group of properties within the Group's portfolio. The change in reportable segments during the period was due to the expansion of the investment mandate from Singapore to key gateway markets in Asia after the completion of the Merger.

The Manager assesses the performance of the operating segments based on a measure of Net Property Income. Interest income and borrowing costs are not allocated to segments, as the treasury activities are centrally managed by the Manager. In addition, the Manager monitors the non-financial assets as well as financial assets directly attributable to each segment when assessing segment performance. Segment results include items directly attributable to a segment.

Segment results, assets and liabilities include items directly attributable to a segment.

The segment information by the reportable segments for the reporting period and comparative period are as follow:

(a) Segment Revenue and Results

For the financial period ended 31 December 2022

Geographical Market	**Singapore**	**Singapore**	**Singapore**	**Hong Kong**	**China**	**Japan**	**Korea**	
Property	**VivoCity**	**MBC**	**Other Singapore Properties[1]**	**Festival Walk[2]**	**China Properties[2,3]**	**Japan Properties[2]**	**TPG[2]**	**Total**
	(S$'000)	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**
Gross revenue	166,166	168,956	73,345	96,365	44,298	43,784	-	592,914
Property operating expenses	(40,753)	(33,481)	(17,647)	(24,400)	(7,675)	(14,394)	-	(138,350)
Segment net property income	**125,413**	**135,475**	**55,698**	**71,965**	**36,623**	**29,390**	**-**	**454,564**
Finance income								1,038
Finance expenses								(112,277)
Manager's management fees								(36,123)
Trustee's fees								(1,200)
Other trust expenses								(2,383)
Foreign exchange gain								8,903
Net change in fair value of financial derivatives								7,350
Profit before tax and fair value change in investment properties and share of profit of a joint venture								**319,872**
Net change in fair value of investment properties	-	-	-	79,196	33,454	29,525	-	142,175
Share of profit of a joint venture	-	-	-	-	-	-	7,334	7,334
Profit for the financial period before tax								**469,381**
Income tax expense								(17,603)
Profit for the financial period after tax before distribution								**451,778**

[1] Include mTower, Mapletree Anson and BOAHF
[2] The contributions from these properties are from 21 July 2022 to 31 December 2022
[3] Include Sandhill Plaza and Gateway Plaza

5.11 Segment Reporting (continued)

(a) Segment Revenue and Results (continued)

For the financial period ended 31 December 2021

Geographical Market	Singapore						
Property	**VivoCity**	**MBC**	**mTower**	**Mapletree Anson**	**BOAHF**	**Other Singapore Properties**	**Total**
	(S$'000)	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**
Gross revenue	135,037	162,655	35,700	25,562	15,045	76,307	373,999
Property operating expenses	(35,224)	(30,794)	(8,731)	(5,064)	(2,881)	(16,676)	(82,694)
Segment net property income	**99,813**	**131,861**	**26,969**	**20,498**	**12,164**	**59,631**	**291,305**
Finance income							224
Finance expenses							(54,577)
Manager's management fees							(28,367)
Trustee's fees							(782)
Other trust expenses							(944)
Foreign exchange gain							3,454
Net change in fair value of financial derivative							(3,241)
Profit before tax and fair value change in investment properties							**207,072**
Net change in fair value of investment properties	(8,306)	41,673	4,565	2,932	1,021	8,518	41,885
Profit for the financial period before tax							**248,957**
Income tax expense							(4)
Profit for the financial period after tax before distribution							**248,953**

(b) Segment Assets and Liabilities

As at 31 December 2022

Geographical Market	**Singapore**	**Singapore**	**Singapore**	**Hong Kong**	**China**	**Japan**	**Korea**	
Property	**VivoCity**	**MBC**	**Other Singapore Properties**	**Festival Walk**	**China Properties**	**Japan Properties**	**TPG**	**Total**
	(S$'000)	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**
Segment assets								
- Investment properties	3,196,167	3,800,958	1842,057	4,442,854	1,701,105	1,443,468	-	16,426,609
- Plant and equipment	26	29	7	2,144	6	-	-	2,212
- Investment in joint venture	-	-	-	-	-	-	118,957	118,957
- Trade and other receivables	2,650	851	177	989	2,329	6,060	-	13,056
	3,198,843	3,801,838	1,842,241	4,445,987	1,703,440	1,449,528	118,957	16,560,834
Unallocated assets								362,695
Total assets								16,923,529
Segment liabilities	50,169	17,448	17,309	86,611	34,119	66,258	717	272,631
Unallocated liabilities								7,051,618
Total liabilities								7,324,249

5.11 Segment Reporting (continued)

(b) Segment Assets and Liabilities (continued)

As at 31 March 2022

Geographical Market	**Singapore**						
Property	**VivoCity**	**MBC**	**mTower**	**Mapletree Anson**	**BOAHF**	**Other Singapore Properties**	**Total**
	(S$'000)	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**	**(S$'000)**
Segment assets							
- Investment properties	3,182,000	3,800,000	747,000	752,000	340,000	1,839,000	8,821,000
- Plant and equipment	69	73	14	4	2	20	162
- Trade and other receivables	1,843	499	79	85	42	206	2,548
	3,183,912	3,800,572	747,093	752,089	340,044	1,839,226	8,823,710
Unallocated assets							160,813
Total assets							**8,984,523**
Segment liabilities	46,665	22,163	10,234	7,041	648	17,923	86,751
Unallocated liabilities							3,104,235
Total liabilities							**3,190,986**

OTHER INFORMATION

6. Review of the Condensed Interim Financial Statements

The Statements of Financial Position of MPACT and the Group as at 31 December 2022 and the related Consolidated Statement of Profit or Loss, Distribution Statement, Consolidated Statement of Comprehensive Income, Statements of Movements in Unitholders' Funds of MPACT and the Group and the Consolidated Statement of Cash Flows for the third quarter and nine-month period ended 31 December 2022 and the explanatory notes have not been audited or reviewed by the Group's auditors.

7. Review of the Performance

3Q FY22/23 versus 3Q FY21/22

Gross revenue was higher by 84.0% at S$239.8 million for 3Q FY22/23 compared to 3Q FY21/22. This was due to the effect of the Merger and higher contribution from all Singapore properties. Excluding the effect of the Merger, gross revenue was 5.9% or S$7.6 million higher year-on-year ("yoy"). As Singapore continues to recover from the COVID-19 pandemic, positive contribution across all major revenue categories including fixed rent, turnover rent, car park income and advertising and promotion income, were observed for the Singapore properties. The increase was offset partially by lower compensation sum received from pre-termination of leases during this period.

Property operating expenses were 109.4% or S$31.5 million higher at S$60.4 million for 3Q FY22/23 compared to 3Q FY21/22 mainly due to the effect of the Merger and higher expenses across all Singapore properties. Higher expenses were observed across all Singapore properties' property operating expenses categories which moved in tandem with the increase in activities this year.

Accordingly, NPI increased by 76.8% yoy to S$179.4 million for 3Q FY22/23. Excluding the contribution from the Merger, NPI increased by 2.1% yoy to S$103.6 million.

Net finance expenses were 184.0% or S$32.6 million higher at S$50.3 million for 3Q FY22/23 compared to 3Q FY21/22 mainly due to the effect of the Merger, the acquisition debt interest incurred and the higher interest rates on the existing Singapore dollar borrowings.

7. Review of the Performance (continued)

<u>3Q FY22/23 versus 3Q FY21/22</u> (continued)

The foreign exchange gain/(loss) arose largely from the translation of the JPY denominated MTN. The net change in fair value of financial derivatives relates to the mark-to-market movement of currency forward contracts to hedge currency exposures of future HKD, RMB, JPY and KRW distributable income and the CCIRS entered into to hedge against any foreign exchange exposure on the principal and interest payments of a JPY denominated MTN. The unrealised foreign exchange gain/(loss) and unrealised fair value change of financial derivatives have no impact on the amount available for distribution to Unitholders.

As a result, 3Q FY22/23 amount available for distribution to Unitholders was S$127.0 million, 58.1% higher as compared to 3Q FY21/22.

<u>YTD FY22/23 versus YTD FY21/22</u>

Gross revenue was higher by 58.5% at S$592.9 million for YTD FY22/23 compared to YTD FY21/22. This was due to the effect of the Merger, higher contribution from VivoCity and MBC, offset by lower contribution from other Singapore properties. Excluding the effect of the Merger, gross revenue was 9.2% or S$34.5 million higher yoy. As Singapore continues to recover from the COVID-19 pandemic, positive contribution across all major revenue categories including fixed rent, turnover rent, car park income and advertising and promotion income, were observed for the Singapore properties. The increase was offset partially by lower compensation sum received from pre-termination of leases during this period.

Property operating expenses were 67.3% or S$55.7 million higher at S$138.4 million compared to YTD FY21/22 mainly due to the effect of the Merger and higher expenses across all Singapore properties. Higher expenses were observed across all Singapore properties' property operating expenses categories which moved in tandem with the increase in activities this year.

Accordingly, NPI increased by 56.0% yoy to S$454.6 million for YTD FY22/23. Excluding the contribution from the Merger, NPI increased by 8.7% yoy to S$316.6 million.

Net finance expenses were 104.7% or S$56.9 million higher at S$111.2 million for YTD FY22/23 compared to YTD FY21/22 mainly due to the effect of the Merger, the acquisition debt interest incurred and the higher interest rates on the existing Singapore dollar borrowings.

The foreign exchange gain/(loss) arose largely from the translation of the JPY denominated MTN. The net change in fair value of financial derivatives relates to the mark-to-market movement of currency forward contracts to hedge currency exposures of future HKD, RMB, JPY and KRW distributable income, the CCIRS entered into to hedge against any foreign exchange exposure on the principal and interest payments of a JPY denominated MTN and the cumulative gain on the financial derivative instrument, previously recognised directly in other comprehensive income, reclassified to profit or loss when hedge accounting was discontinued and the hedged cash flows are no longer expected to occur. The unrealised foreign exchange gain/(loss) and unrealised fair value change of financial derivatives have no impact on the amount available for distribution to Unitholders.

As a result, YTD FY22/23 amount available for distribution to Unitholders was S$328.0 million, 44.6% higher as compared to YTD FY21/22.

8. Variance between Actual and Forecast Results

MPACT has not disclosed any forecast to the market.

9. Commentary on the 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 and the next 12 months

Singapore Retail

The easing of COVID restrictions and the lifting of border measures have supported the recovery of the retail sector and consumer spending in 2022.

Approximately 1.41 million square feet of space is expected to be delivered from 2023 to 2025, translating into an average of 0.47 million square feet per year, lower than the past five-year annual average of 0.56 million square feet. The limited upcoming supply should support improvements in occupancy levels and rents.

Growth in demand for retail space is expected to continue albeit at a slower pace in 2023, with weaker economic outlook, inflationary pressures, GST rate hike and manpower shortages remaining as the key challenges for the sector.

Singapore Office

Rents in CBD and City Fringe picked up pace in 2022 YTD on the back of a broad-based recovery, and continued flight-to-quality has supported a relatively stronger rental growth in the Grade A segment, particularly in the CBD.

Approximately 5.10 million square feet of space, of which 3.23 million square feet is in the CBD, is expected to be delivered between 2023 to 2025, translating into an average of 1.70 million square feet per year, higher than the past five-year annual average of 1.10 million square feet.

A weaker economic outlook and slowdown in demand could weigh on office leasing activities in 2023, and vacancy rates are expected to edge up in 2023 with potential supply injection.

Singapore Business Park

Rents in Q3 2022 exhibited sustained growth on the back of tighter vacancy especially in the city fringe areas. However, pre-terminations by some tech companies have been observed particularly towards the end of 2022 given the weakening outlook for the tech sector.

Approximately 5.12 million square feet of space is expected to be delivered from 2023 to 2025, translating into an average of 1.70 million square feet per year, higher than the past five-year annual average of 0.55 million square feet. However, the new supply is predominately outside the fringe submarket.

Global economic uncertainties are expected to impact the market in 2023, but rents are likely to remain stable with marginal growth. Singapore continues to be an attractive ground for high-value and knowledge sectors which will support demand, albeit at a moderated pace.

9. Commentary on the 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 and the next 12 months (continued)

Hong Kong Retail

Retail sales dropped 4.2% yoy in November 2022 after a 4.0% yoy increase in October.

Q4 2022 rents have remained largely flat across all districts in Hong Kong, including rents in Kowloon East that have remained almost flat since the beginning of 2021.

Support policies by the Hong Kong government, vast removal of COVID restrictions and the reopening of borders with mainland China are expected to support the sector. However, there could be some downward pressure on the Kowloon East submarket due to new supply entering in 2023.

Beijing Office

Rents in Lufthansa submarket have been down since 2019 and are now at 2016 levels.

Market activities remained relatively quiet due to the pandemic. With the reversal of China's zero-COVID policy, economic activities are expected to improve eventually and in turn boost business sentiments and office demand.

The Grade A office market is expected to have a short-term supply peak in 2023. This is due to the delayed completion of several scheduled projects to 2023 as a result of the pandemic. Vacancy rates in the near term are expected to rise due to pressure on the supply side.

Shanghai Business Park

The reversal of COVID policies should help boost the Chinese economy in 2023, creating positive momentum for leasing demand and in turn support rental growth through 2023-2026.

Demand will remain largely driven by the tech sector led by fast-growing AI and biomedicine.

Japan Office

While rents have declined in the Tokyo 5 wards, the suburban submarkets of Tokyo 18 wards, Yokohama and Chiba are showing relatively more stable trends, which are likely to continue in 2023.

New supply in 2023 will be significant in Tokyo 5 wards, but this is not expected to impact the suburban submarkets considerably.

Occupancy levels in Tokyo 18 wards, Yokohama and Chiba are expected to remain stable. However, rents in Tokyo 18 wards are likely to see discounts as landlords backfill existing vacancies and demand levels are not yet back to pre-pandemic levels.

9. Commentary on the 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 and the next 12 months (continued)

South Korea Office

New demand for the key office submarkets of CBD, GBD, YBD from startups and business expansions has decreased due to the economic downturn.

However, with limited new supply, occupancy rates for office properties in Seoul are likely to remain high.

The lack of significant supply in GBD up until 2025 is expected to lend support to rental levels.

Conclusion

Although operating indicators remained sound, the external economic environment continued to be fragile due to the ongoing Russia-Ukraine conflict and weaker global economic outlook. Increasing inflationary pressures especially from rising energy prices and interest rate hikes, as well as volatilities in the global financial markets could heighten downside risks.

The Manager will keep its focus on maintaining healthy portfolio occupancy and steady rental income, while managing costs in a sustainable manner.

In navigating the volatile interest rate environment, the priority will be to safeguard MPACT's financial position, ensure reasonable certainty over interest expenses while achieving an optimal balance of risks and costs.

10. Distributions

(a) Current financial period

Any distributions declared for the current financial period? Yes

Name of distribution: 43rd distribution for the period from 1 October 2022 to 31 December 2022

Distribution type/rate:

Distribution type	Distribution rate per unit (cents)
Taxable Income	1.46
Tax-Exempt Income	0.60
Capital	0.36
Total	**2.42**

Par value of units: Not meaningful

Tax rate: Taxable Income Distribution

Qualifying investors and individuals (other than those who hold their units through a partnership) will generally receive pre-tax distributions. These distributions are exempt from tax in the hands of individuals unless such distributions are derived through a Singapore partnership or from the carrying on of a trade, business or profession. Such individual unitholders, i.e. to whom the exemption will not apply, must declare the distribution received as income in their tax returns. Qualifying investors, unless they are exempt from tax because of their own circumstances, will have to pay income tax subsequently on such distributions at their own applicable tax rates.

Qualifying foreign non-individual investors and qualifying non-resident funds will receive their distributions after deduction of tax at the rate of 10%.

All other investors will receive their distributions after deduction of tax at the rate of 17%.

Tax-Exempt Income Distribution

Tax-Exempt Income Distribution is exempt from Singapore income tax in the hands of all Unitholders.

Capital Distribution

Capital Distribution represents a return of capital to Unitholders for Singapore income tax purposes and is therefore not subject to Singapore income tax. For Unitholders who are liable to Singapore income tax on profits from sale of MPACT Units, the amount of Capital Distribution will be applied to reduce the cost base of their MPACT Units for Singapore income tax purposes.

10. Distributions (continued)

(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: 40th distribution for the period from 1 October 2021 to 31 March 2022

Distribution type/rate:

Distribution type	Distribution rate per unit (cents)
Taxable Income	4.61
Capital	0.53
Total	**5.14**

Par value of units: Not meaningful

Tax rate: Taxable Income Distribution

Qualifying investors and individuals (other than those who hold their units through a partnership) will generally receive pre-tax distributions. These distributions are exempt from tax in the hands of individuals unless such distributions are derived through a Singapore partnership or from the carrying on of a trade, business or profession. Such individual unitholders, i.e. to whom the exemption will not apply, must declare the distribution received as income in their tax returns. Qualifying investors, unless they are exempt from tax because of their own circumstances, will have to pay income tax subsequently on such distributions at their own applicable tax rates.

Qualifying foreign non-individual investors and qualifying non-resident funds will receive their distributions after deduction of tax at the rate of 10%.

All other investors will receive their distributions after deduction of tax at the rate of 17%.

Capital Distribution

Capital Distribution represents a return of capital to Unitholders for Singapore income tax purposes and is therefore not subject to Singapore income tax. For Unitholders who are liable to Singapore income tax on profits from sale of MPACT Units, the amount of Capital Distribution will be applied to reduce the cost base of their MPACT Units for Singapore income tax purposes.

(c) Record date: The Transfer Books and Register of Unitholders of MPACT will be closed at 5.00 p.m. on Wednesday, 8 February 2023 for the purposes of determining each Unitholder's entitlement to MPACT's distribution.

The ex-distribution date will be on Tuesday, 7 February 2023.

(d) Date Payable: Wednesday, 15 March 2023

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

Not applicable.

12. General Mandate relating to Interested Person Transactions

MPACT has not obtained a general mandate from Unitholders for Interested Person Transactions.

13. Confirmation pursuant to Rule 720(1) of the Listing Manual

The Manager confirms that it has procured undertakings from all its directors and executive officers, in the format set out in Appendix 7.7 under the Rule 720(1) of the Listing Manual.

14. Confirmation pursuant to Rule 705(5) of the Listing Manual

The Board of Directors of the Manager has confirmed that, to the best of their knowledge, nothing has come to their attention which may render these interim financial results to be false or misleading in any material aspect.

15. Additional Information Required Pursuant to Rule 706A of the Listing Manual

<u>Merger between MPACT and MNACT</u>

The Group acquired all the issued and paid-up units of MNACT by way of a Trust Scheme which became effective on 21 July 2022 in accordance with the Singapore Code on Take-overs and Mergers. Pursuant to the Merger, each MNACT unitholder was entitled to receive, for each unit in MNACT held by it as at 5.00 p.m. on 20 July 2022, the following consideration (the “Scheme Consideration”), at its election:

(i) Scrip-only consideration: 0.5963 Consideration Units at the scheme issue price of S$2.0039 per consideration unit (the “Scheme Issue Price”); OR

(ii) Cash-and-scrip consideration: S$0.1912 in cash and 0.5009 Consideration Units at the Scheme Issue Price; OR

(iii) Cash-only consideration: S$1.1949 in cash.

15. Additional Information Required Pursuant to Rule 706A of the Listing Manual (continued)

Merger between MPACT and MNACT (continued)

The terms of the Merger were the result of extensive negotiations between MPACT and MNACT on an arm's length basis. The Scheme Consideration was determined by taking into consideration, among other factors, the then-prevailing and historical relative market prices of the respective REITs and the latest available independent market valuations of their respective property portfolios prior to the announcement of the Merger. Please refer to the Circular for more information, including paragraph 1.3.1 of the Circular for further details on the factors taken into account.

Following completion of the Merger, MNACT is now a wholly owned subsidiary and unlisted sub-trust of the MPACT. The fair value of the total Scheme Consideration was S$4,052.4 million and was settled as follows on 29 July 2022: (i) S$2,454.5 million in cash; and (ii) allotment and issuance of 885,734,587 Consideration Units.

For avoidance of doubt, the fair value of the Consideration Units component of the total Scheme Consideration is based on one-day volume weighted average traded price for all trades done on SGX-ST of MPACT on the effective date of the scheme, which is not equivalent to the Scheme Issue Price of S$2.0039.

As at 21 July 2022 (being the effective date of the Merger), the aggregate net asset value of MNACT Group acquired (incidental to and as a consequence of the Merger) was approximately S$4,205.5 million.

Please refer to the announcements dated 31 December 2021, 28 January 2022, 21 March 2022, 23 May 2022, 7 June 2022, 15 June 2022, 21 July 2022 and the Circular for more information.

Please refer to footnotes 7 and 8 of the Statements of Financial Position section of this announcement for the list of entities being acquired.

This release 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. Representative examples of these risks, uncertainties and assumptions 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), governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business. You are cautioned not to place undue reliance on these forward-looking statements, which are based on current view of management of future events.

By Order of the Board
Wan Kwong Weng
Joint Company Secretary
MPACT Management Ltd.
(Company Registration No.200708826C)
As Manager of Mapletree Pan Asia Commercial Trust

31 January 2023