

General Announcement::Announcements posted by the Manager on Hong Kong Stock Exchange website on 3 January 2017

Issuer & Securities

<b>Issuer/ Manager</b>	ARA ASSET MANAGEMENT (FORTUNE) LIMITED
<b>Securities</b>	FORTUNE REAL ESTATE INV TRUST - SG1O33912138 - F25U
<b>Stapled Security</b>	No

Announcement Details

<b>Announcement Title</b>	General Announcement
<b>Date &amp; Time of Broadcast</b>	03-Jan-2017 18:24:18
<b>Status</b>	New
<b>Announcement Sub Title</b>	Announcements posted by the Manager on Hong Kong Stock Exchange website on 3 January 2017
<b>Announcement Reference</b>	SG170103OTHR2TB2
<b>Submitted By (Co./ Ind. Name)</b>	Justina Chiu
<b>Designation</b>	Director and Chief Executive Officer
<b>Description (Please provide a detailed description of the event in the box below)</b>	Announcements posted by the Manager on Hong Kong Stock Exchange website on 3 January 2017 - (1) Payment of Manager's base fee to ARA Asset Management (Fortune) Limited by way of units in Fortune Real Estate Investment Trust; (2) Next day disclosure return; (3) Monthly return on movement in units  Please see attached.
<b>Attachments</b>	<a href="#">📎 E-Fortune - Base Fee Announcement- 4Q 2016.pdf</a> <a href="#">📎 e-NDDR 3JAN17.pdf</a> <a href="#">📎 e-Monthly Return - Dec 16.pdf</a> Total size =244K

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**Fortune Real Estate Investment Trust**  
*(a collective investment scheme authorized under section 104  
of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong))*  
**(Stock Code: 778)**

**Managed by**



**ARA Asset Management (Fortune) Limited**

**PAYMENT OF MANAGER'S BASE FEE TO  
ARA ASSET MANAGEMENT (FORTUNE) LIMITED  
BY WAY OF UNITS IN FORTUNE REAL ESTATE INVESTMENT TRUST**

The Board announces that on 3 January 2017, the Manager received an aggregate of 3,177,375 Base Fee Units in Hong Kong, as payment to the Manager of the Base Fee in the amount of HK\$27,500,186, being full payment in arrears of the Base Fee component of its management fees for the period from 1 October 2016 to 31 December 2016 (both dates inclusive). The Base Fee Units were issued at a price of HK\$8.655 (being the Hong Kong Market Price) per Unit.

The payment of the Base Fee by way of the Base Fee Units is in accordance with the terms of the Trust Deed and does not require the specific prior approval of the Unitholders pursuant to a waiver granted by the SFC.

The Manager held 2,814,276 Units immediately before the issue of the Base Fee Units. Immediately after the issue of the Base Fee Units, the Manager holds 5,991,651 Units, representing approximately 0.32% of the 1,902,127,947 Units in issue (after the issue of the Base Fee Units).

Pursuant to the Trust Deed, the Manager is entitled to, among other management fees, the Base Fee. The Base Fee is payable quarterly in arrears, and will be in the form of Units. Pursuant to the Trust Deed, the Manager may elect to receive such Units as Units listed on the SGX-ST or Units listed on the HK Stock Exchange. The Manager shall receive such number of Units as may be purchased for the relevant amount of the Base Fee at the prevailing market price on the SGX-ST if it elects to receive Units in Singapore or at the prevailing market price on the HK Stock Exchange if it elects to receive Units in Hong Kong, at the time of the issue of such Units.

The Board announces that on 3 January 2017, the Manager received an aggregate of 3,177,375 Base Fee Units in Hong Kong, as payment to the Manager of the Base Fee in the amount of HK\$27,500,186, being full payment in arrears of the Base Fee component of its management fees for the period from 1 October 2016 to 31 December 2016 (both dates inclusive). The Base Fee Units were issued at a price of HK\$8.655 (being the Hong Kong Market Price) per Unit. The number of Base Fee Units issued was determined on a basis which is consistent with the relevant provisions of the Trust Deed.

The payment of the Base Fee by way of the Base Fee Units is in accordance with the terms of the Trust Deed and does not require the specific prior approval of the Unitholders pursuant to a waiver granted by the SFC.

Under the waiver, for the purposes of the REIT Code and among other conditions, the number of Units issued to the Manager as payment of all or part of the Manager's Fees for each financial year of Fortune REIT shall be counted as part of the 20% of outstanding Units that the Manager may issue in each financial year without Unitholders' approval pursuant to paragraph 12.2 of the REIT Code. Further, in respect of each financial year, the maximum number of Units that may be issued to the Manager as payment of all or part of the Manager's Fees for that financial year shall, in the aggregate, be limited to such number of Units as represents 3% of the total number of Units outstanding as at the last day of the immediately preceding financial year plus the number of Units, if any, issued in that financial year for the purpose of financing any acquisition or divestment (where applicable) of real estate by Fortune REIT. Immediately after the issue of the Base Fee Units, the number of Units issued to the Manager as payment of all or part of the Manager's Fees for the period from 1 January 2016 to 31 December 2016 represents approximately 0.65% of the total number of Units outstanding as at 31 December 2015.

The Manager held 2,814,276 Units immediately before the issue of the Base Fee Units. Immediately after the issue of the Base Fee Units, the Manager holds 5,991,651 Units, representing approximately 0.32% of the 1,902,127,947 Units in issue (after the issue of the Base Fee Units).

This announcement is made pursuant to paragraph 10.4(k) of the REIT Code.

## **DEFINITIONS**

“Base Fee”	The Manager's base fee which is 0.3% per annum of the Property Values and payable quarterly in arrears
“Base Fee Units”	The 3,177,375 Units which are the subject of this announcement
“Board”	The board of directors of the Manager
“Fortune REIT”	Fortune Real Estate Investment Trust
“HK Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Hong Kong Market Price”	The average closing price of the Units in the 10 Trading Days immediately prior to the earlier of the date of announcement of the proposed issue of Units and the date on which the issue price is fixed
“Manager”	ARA Asset Management (Fortune) Limited (as manager of Fortune REIT)
“Manager's Fee”	The Base Fee and, where applicable, the acquisition fee or divestment fee payable to the Manager

“Property Values”	The values of all the properties owned by Fortune REIT, whether directly held by the Trustee or indirectly held by the Trustee through a property holding company, including a property company
“REIT Code”	The Code on Real Estate Investment Trusts published by the SFC, as amended, supplemented or otherwise modified from time to time
“SFC”	The Securities and Futures Commission of Hong Kong
“SGX-ST”	The Singapore Exchange Securities Trading Limited
“Trading Day”	Any day on which the HK Stock Exchange is open for trading
“Trustee”	HSBC Institutional Trust Services (Singapore) Limited (as trustee of Fortune REIT)
“Trust Deed”	The deed of trust entered into between the Trustee and the Manager constituting Fortune REIT, originally dated 4 July 2003 and as amended and restated from time to time
“Unitholders”	Holders of the Units
“Units”	The units of Fortune REIT

By order of the board of directors of  
**ARA Asset Management (Fortune) Limited**  
(in its capacity as manager of Fortune Real Estate Investment Trust)  
**CHIU Yu, Justina**  
*Chief Executive Officer*

Hong Kong, 3 January 2017

*The Directors of the Manager as at the date of this announcement are Mr. Chui Sing Loi (alias Tsui Sing Loi) as Chairman and Independent Non-executive Directors; Dr. Chiu Kwok Hung, Justin, Mr. Lim Hwee Chiang, Ms. Yeung, Eirene and Mr. Ma Lai Chee, Gerald as Non-executive Directors; Ms. Chiu Yu, Justina as Executive Directors; Mr. Lim Lee Meng and Ms. Cheng Ai Phing as Independent Non-executive Directors.*

**Next Day Disclosure Return***(Collective Investment Scheme listed under Chapter 20 of the Exchange Listing Rules other than listed open-ended Collective Investment Scheme)*Name of Scheme: Fortune Real Estate Investment TrustStock code: 778Date submitted: 3 January 2017

<b>Issues of units</b> <i>(Notes 6 and 7)</i>	<b>No. of units</b>	<b>Issued units as a % of the existing number of issued units before relevant unit issue</b> <i>(Notes 4, 6 and 7)</i>	<b>Issue price per unit</b> <i>(Notes 1, 6 and 7)</i>	<b>Closing market price per unit of the immediately preceding business day</b> <i>(Note 5)</i>	<b>% discount/premium of issue price to market price</b> <i>(Notes 6 &amp; 7)</i>
Opening balance as at <i>(Note 2)</i> <u>31 December 2016</u>	1,898,950,572				
<i>(Note 3)</i> <u>Payment of Base Fee on 3 January 2017 to ARA Asset Management (Fortune) Limited by way of units</u>	3,177,375	0.17%	HK\$8.655	HK\$8.91	2.86% Discount
Closing balance as at <i>(Note 8)</i> <u>3 January 2017</u>	1,902,127,947				

Notes:

1. *Where units have been issued at more than one issue price per unit, a weighted average issue price per unit should be given.*
2. *Please insert the closing balance date of the last Next Day Disclosure Return published pursuant to paragraph 4A of the Listing Agreement or Monthly Return pursuant to paragraph 4B of the Listing Agreement, whichever is the later.*
3. *Please set out all changes in issued units requiring disclosure pursuant to paragraph 4A of the Listing Agreement together with the relevant dates of issue. Each category will need to be disclosed individually with sufficient information to enable the user to identify the relevant category in the Scheme's Monthly Return. For example, multiple issues of units as a result of multiple exercises of unit options under the same unit option scheme or of multiple conversions under the same convertible note must be aggregated and disclosed as one category. However, if the issues resulted from exercises of unit options under 2 unit option schemes or conversions of 2 convertible notes, these must be disclosed as 2 separate categories.*
4. *The percentage change in the number of units in the Scheme is to be calculated by reference to the number of units in the Scheme (excluding for such purpose any units repurchased or redeemed but not yet cancelled) as it was immediately before the earliest relevant event which has not been disclosed in a Monthly Return or Next Day Disclosure Return.*
5. *Where trading in the units of the Scheme has been suspended, "closing market price per unit of the immediately preceding business day" should be construed as "closing market price per unit of the business day on which the units were last traded".*
6. *In the context of a repurchase of units:*
  - *"issues of units" should be construed as "repurchases of units"; and*
  - *"issued units as a % of the existing number of units before relevant unit issue" should be construed as "repurchased units as a % of the existing number of units before relevant unit repurchase"; and*
  - *"issue price per unit" should be construed as "repurchase price per unit".*
7. *In the context of a redemption of units:*
  - *"issues of units" should be construed as "redemptions of units";*
  - *"issued units as a % of the existing number of units before relevant unit issue" should be construed as "redeemed units as a % of the existing issued number of units before relevant unit redemption"; and*
  - *"issue price per unit" should be construed as "redemption price per unit".*
8. *The closing balance date is the date of the last relevant event being disclosed.*

Submitted by:           CHIU Yu, Justina            
(Name)

Title: Director of ARA Asset Management (Fortune) Limited (as manager of Fortune Real Estate Investment Trust)

(Director, Secretary or other duly authorised officer)



**Monthly Return for Collective Investment Scheme listed under Chapter 20 of the Exchange Listing Rules (other than listed open-ended Collective Investment Scheme) on Movements in Units**

**For the month ended (dd/mm/yyyy) :** 31/12/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Scheme Fortune Real Estate Investment Trust

Date Submitted 03/01/2017

*Stock Code* 778

**I. Movements in Interests**

	No. of units	
	(1)	(2)
Balance at close of preceding month	<b>1,898,950,572</b>	N/A
Increase/ (decrease) during the month	N/A	N/A
EGM approval date	N/A	N/A
Balance at close of the month	<b>1,898,950,572</b>	N/A



II. Details of Movements in Units

Unit Options (under Unit Option Schemes of the Scheme)

Particulars of unit option scheme including EGM approval date (dd/mm/yyyy)	Movement during the month				No. of new units in Scheme issued during the month pursuant thereto	No. of new units in Scheme which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1. N/A _____ _____ _____ ( / / )						
2. N/A _____ _____ _____ ( / / )						
3. N/A _____ _____ _____ ( / / )						
				Total	A. N/A	
Total funds raised during the month from exercise of options (State currency)						N/A

Warrants to Issue Units in the Scheme which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new units in Scheme issued during the month pursuant thereto	No. of new units in Scheme which may be issued pursuant thereto as at close of the month
1. N/A _____ _____ _____ _____	_____	_____	_____	_____	_____	_____
(   /   /   ) Stock code (if listed) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (   /   /   )	_____	_____	_____	_____	_____	_____
2. N/A _____ _____ _____ _____	_____	_____	_____	_____	_____	_____
(   /   /   ) Stock code (if listed) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (   /   /   )	_____	_____	_____	_____	_____	_____
3. N/A _____ _____ _____ _____	_____	_____	_____	_____	_____	_____
(   /   /   ) Stock code (if listed) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (   /   /   )	_____	_____	_____	_____	_____	_____
4. N/A _____ _____ _____ _____	_____	_____	_____	_____	_____	_____
(   /   /   ) Stock code (if listed) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (   /   /   )	_____	_____	_____	_____	_____	_____
Total B. N/A _____					_____	_____

Convertibles (i.e. Convertible into Units in the Scheme which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new units in Scheme issued during the month pursuant thereto	No. of new units in Scheme which may be issued pursuant thereto as at close of the month
1. N/A						
Stock code (if listed)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
2. N/A						
Stock code (if listed)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
3. N/A						
Stock code (if listed)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
4. N/A						
Stock code (if listed)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
					Total C. N/A	

Any other Agreements or Arrangements to Issue Units in the Scheme which are to be Listed, including Options (other than under Unit Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable:	No. of new units in Scheme issued during the month pursuant thereto	No. of new units in Scheme which may be issued pursuant thereto as at close of the month
1. N/A _____ _____ _____ _____ ( / / )		
2. N/A _____ _____ _____ _____ ( / / )		
3. N/A _____ _____ _____ _____ ( / / )		
Total	D. N/A	

## Other Movements in Units

Type of Issue				No. of new units in Scheme issued during the month pursuant thereto	No. of new units in Scheme which may be issued pursuant thereto as at close of the month	
1. Rights issue	At price :	State currency	_____	Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
2. Open offer	At price :	State currency	_____	Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
3. Placing	At price :	State currency	_____	Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
4. Bonus issue				Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
5. Scrip dividend	At price :	State currency	_____	Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
6. Repurchase of units				Cancellation date : (dd/mm/yyyy) ( / / ) EGM approval date (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>
7. Redemption of units				Redemption date : (dd/mm/yyyy) ( / / ) EGM approval date (dd/mm/yyyy) ( / / )	<u>N/A</u>	<u>N/A</u>

Type of Issue				No. of new units in Scheme issued during the month pursuant thereto	No. of new units in Scheme which may be issued pursuant thereto as at close of the month
8.	Consideration issue	At price :	State currency _____	Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date (dd/mm/yyyy) ( / / )	<u>N/A</u> <u>N/A</u>
9.	Other	At price :	State currency _____	Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date (dd/mm/yyyy) ( / / )	<u>N/A</u> <u>N/A</u>
				Total E.	<u>N/A</u>

Total increase / (decrease) during the month (i.e. Total of A to E):	<u>N/A</u>
<i>(This figure should be the same as the relevant figure under I above (“Movements in Interests”).)</i>	

Remarks (if any):

**N/A**

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Submitted by: CHIU Yu, Justina

Title: Executive Director of ARA Asset Management (Fortune) Limited  
(as manager of Fortune Real Estate Investment Trust)  
(Director, Secretary or other duly authorised officer)



Note : If there is insufficient space, please append the prescribed continuation sheet.