

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement is for information purposes only and does not constitute an offer to acquire, purchase or subscribe for any securities or an invitation to enter into an agreement to do any such things, nor is it calculated to invite any offer to buy, sell or subscribe for any securities.*



**ESR CAYMAN LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1821)**

**MAJOR AND CONNECTED TRANSACTION  
IN RELATION TO THE PROPOSED ACQUISITION OF  
ARA ASSET MANAGEMENT LIMITED**

**ADDITIONAL IRREVOCABLE VOTING UNDERTAKING**

ESR Cayman Limited (the “**Company**”) refers to the announcements relating to the proposed acquisition of ARA Asset Management Limited dated 4 August 2021 and 24 August 2021 (the “**Announcements**”). Terms defined in the Announcements have the same meanings when used in this announcement.

On 26 August 2021, SK INC. (which holds approximately 6.4% of the existing total issued Shares as at the date of this announcement) gave an irrevocable undertaking to the Company to, among other things, vote or appoint a proxy to vote all of the Shares held by it in favour of the ordinary resolutions to approve the Proposed Transaction and the Specific Mandate at the EGM.

Together with the irrevocable undertakings received from each of Redwood, Laurels, OMERS and Jingdong, the Company has received irrevocable undertakings from Shareholders holding in aggregate approximately 53% of the existing total issued Shares as at the date of this announcement to vote in favour of the ordinary resolutions to approve the Proposed Transaction and the Specific Mandate at the EGM.

**The Proposed Transaction is subject to all of the Conditions being satisfied (or, if applicable, waived) and therefore may or may not become unconditional. If any of the Conditions is not satisfied (or, if applicable, waived), the Proposed Transaction will not proceed. Shareholders and potential investors are reminded to exercise caution when dealing in the Shares and other securities of the Company.**

By Order of the Board  
**ESR Cayman Limited**  
**Jinchu Shen**  
*Director*

Hong Kong, 26 August 2021

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Jinchu Shen and Mr. Stuart Gibson as Executive Directors, Mr. Jeffrey David Perlman as the Chairman and Non-executive Director, Mr. Charles Alexander Portes, Mr. Wei Hu and Mr. David Alasdair William Matheson as Non-executive Directors, Mr. Brett Harold Krause, The Right Honourable Sir Hugo George William Swire, KCMG, Mr. Simon James McDonald, Ms. Jingsheng Liu and Mr. Robin Tom Holdsworth as Independent Non-executive Directors.*