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# ChampionREIT

## 冠君產業信託

### Champion Real Estate Investment Trust

*(a Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong))*

(Stock Code: 2778)

Managed by

**Eagle Asset Management**  
Eagle Asset Management (CP) Limited

## PAYMENT OF MANAGER'S FEE

## AND

## FINAL DISTRIBUTION PER UNIT FOR THE YEAR 2022

Reference is made to the announcement of Champion REIT dated 30 November 2012 in relation to the notification from the REIT Manager to the Trustee in writing that it elected to receive 50% of the Manager's Fee arising from the real estate owned by Champion REIT in the form of Units and the remaining 50% in cash. As the REIT Manager has not elected the payment method of Manager's Fee for the financial year 2022, the most recent valid election by the REIT Manager on 30 November 2012 shall apply to the financial year 2022 according to Clause 11.1.2 of the Trust Deed.

The Board announces that on 13 March 2023 the REIT Manager received 17,006,654 new Units (representing approximately 0.2839% of the 5,990,682,244 Units in issue immediately after such issue) issued by Champion REIT at the price of HK\$3.519 per Unit (being the Market Price) as payment of 50% of the Manager's Fee for the Period of approximately HK\$59,846,000. The remaining 50% of the Manager's Fee in the amount of approximately HK\$59,846,000 was received in cash.

The REIT Manager held 536,652,996 Units before the receipt of the new Units. With the new Units issued, the REIT Manager holds 553,659,650 Units (representing approximately 9.2420% of the 5,990,682,244 Units in issue immediately after such issue).

Based on the total number of issued Units as of the date of this announcement, the distribution per Unit for the Period shall be HK\$0.0893, which will be payable on 30 May 2023 to Unitholders whose names appear on the Register of Unitholders on the Record Date. Together with the distribution for the six months ended 30 June 2022 of HK\$0.1061 per Unit, the total distribution for the year ended 31 December 2022 amounts to HK\$0.1954 per Unit.

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

Reference is made to the announcement of Champion REIT dated 30 November 2012 in relation to the notification from the REIT Manager to the Trustee in writing that it elected to receive 50% of the Manager's Fee arising from the real estate owned by Champion REIT in the form of Units and the remaining 50% in cash. As the REIT Manager has not elected the payment method of Manager's Fee for the financial year 2022, the most recent valid election by the REIT Manager on 30 November 2012 shall apply to the financial year 2022 according to Clause 11.1.2 of the Trust Deed.

As disclosed in the Final Results Announcement, the net property income of Champion REIT (including the share of net property income arising from the property held by a joint venture) for the Period was approximately HK\$997,440,000. Since the net property income for the Period exceeded the required threshold of net property income of HK\$200 million, pursuant to the Trust Deed, the REIT Manager is entitled to receive the Manager's Fee for the Period.

The Board announces that on 13 March 2023 the REIT Manager received 17,006,654 new Units (representing approximately 0.2839% of the 5,990,682,244 Units in issue immediately after such issue) issued by Champion REIT at the price of HK\$3.519 per Unit (being the Market Price) as payment of 50% of the Manager's Fee for the Period of approximately HK\$59,846,000. The remaining 50% of the Manager's Fee in the amount of approximately HK\$59,846,000 was received in cash. The basis of determination of the 17,006,654 Units as payment of 50% of the Manager's Fee is consistent with the relevant provisions of the Trust Deed. The REIT Manager held 536,652,996 Units before the receipt of the new Units. With the new Units issued, the REIT Manager holds 553,659,650 Units (representing approximately 9.2420% of the 5,990,682,244 Units in issue immediately after such issue).

As at the date of this announcement, the total number of Units issued to the REIT Manager as payment of Manager's fee for the financial year ended 31 December 2022 (35,625,703 Units in aggregate, representing approximately 0.6001% of the total number of Units outstanding as at 31 December 2021) did not exceed 3% as required under 12.6 of the REIT Code.

The payment of the Manager's Fee by way of Units is in accordance with the terms of the Trust Deed and does not require the specific prior approval of the Unitholders pursuant 12.6 of the REIT Code.

The number of Units issued to the REIT Manager as payment of all or part of the Manager's Fees for each financial year of Champion REIT shall be counted as part of the 20% of outstanding Units that the REIT Manager may issue in each financial year without Unitholders' approval pursuant to 12.2 of the REIT Code. Further, pursuant to 12.6 of the REIT Code, in respect of each financial year, the maximum number of Units that may be issued to the REIT Manager as payment of all or part of the Manager's Fees for that financial year without Unitholders' approval 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 the relevant financial year for the purpose of financing any acquisition of real estate by Champion REIT.

According to the Final Results Announcement, a distribution for the Period of HK\$0.0895 per Unit will be paid to persons who are registered Unitholders as at the Record Date, subject to dilution upon issuance of Units to the REIT Manager for settlement of 50% of the Manager's Fee in respect of the second half of year 2022 and any other issuance of Units from 1 January 2023 up to the Record Date. Accordingly, based on the total number of issued Units as of the date of this announcement, the distribution per Unit for the Period shall be HK\$0.0893, which will be payable on 30 May 2023 to Unitholders whose names appear on the Register of Unitholders on the Record Date. Together with the distribution for the six months ended 30 June 2022 of HK\$0.1061 per Unit, the total distribution for the year ended 31 December 2022 amounts to HK\$0.1954 per Unit. Further announcement will be made if there is any change to the distribution per Unit subsequent to the publication of this announcement.

## DEFINITIONS

“Board”	the board of directors of the REIT Manager
“Champion REIT”	Champion Real Estate Investment Trust
“Final Results Announcement”	2022 Final Results Announcement dated 24 February 2023 issued by the REIT Manager
“Manager’s Fee”	the fee of approximately HK\$119,693,000 payable by Champion REIT out of the real estate owned by Champion REIT to the REIT Manager calculated at 12% of the net property income of Champion REIT (including the share of net property income arising from the property held by a joint venture) for the Period
“Market Price”	has the meaning ascribed to this term in the Trust Deed and in the case of issue of Units as payment for the Manager’s Fee, Market Price shall mean the price as determined by the REIT Manager as being the higher of: <ul style="list-style-type: none"> <li>(1) the closing price of the Units on the Stock Exchange on the trading day immediately preceding the date on which the new Units are issued; and</li> <li>(2) the average closing price of the Units in the ten trading days immediately preceding the date on which the new Units are issued</li> </ul>
“Offering Circular”	the offering circular dated 11 May 2006 issued by the REIT Manager in connection with the initial public offering of the Units
“Period”	the six-month period ended 31 December 2022
“Record Date”	25 May 2023
“REIT Code”	the Code on Real Estate Investment Trusts

“REIT Manager”	Eagle Asset Management (CP) Limited, as manager of Champion REIT
“SFC”	The Securities and Futures Commission of Hong Kong
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Trust Deed”	the trust deed constituting Champion REIT dated 26 April 2006, the first amending and restating deed dated 21 April 2021 and the eighth supplemental deed dated 24 May 2021 respectively, entered into between the Trustee and the REIT Manager
“Trustee”	HSBC Institutional Trust Services (Asia) Limited, as trustee of Champion REIT
“Unitholders”	holders of the Units
“Units”	the units of Champion REIT

By Order of the Board  
**Eagle Asset Management (CP) Limited**  
**(as manager of Champion Real Estate Investment Trust)**  
**Lo Ka Shui**  
*Chairman*

Hong Kong, 13 March 2023

As at the date of this announcement, the Board of the REIT Manager comprises:

*Non-executive Directors:*

Dr Lo Ka Shui (*Chairman*) and Ms Wong Mei Ling, Marina

*Executive Directors:*

Ms Hau Shun, Christina (*Chief Executive Officer*) and Mr Kwong Chi Kwong

*Independent Non-executive Directors:*

Mr Cheng Wai Chee, Christopher, Mr Ip Yuk Keung, Albert and Mr Shek Lai Him, Abraham