



# Proposed Acquisition of Three Government-leased Properties for £9.2 million

10 June 2025



## **UK REIT Listed In Singapore**



### A counter-cyclical portfolio amidst macro uncertainty



### AA-rated

Rental income backed by UK sovereign credit



99.1%

Gross Rental Income from UK Government (1)



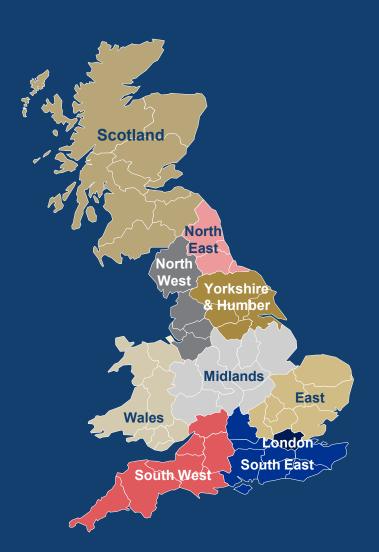
### Triple Net

Full Repairing & Insuring Leases ("FRI") (2)



100%

Freehold, Virtual Freehold and Long Leasehold



### 148 assets

As at 31 March 2025

Scotland	26

- North West 24
- North East 11
- Yorkshire & Humber 10
- Wales19
- Midlands 16
- South West 12
- East8
- London 10
- South East 12

<sup>(1)</sup> Nearly all leases are signed with the Ministry of Housing, Communities and Local Government, which is a Crown Body.

<sup>(2)</sup> Under a full repairing and insuring lease, commonly known as triple net lease, the responsibility for the repair of the external and internal parts as well as the structure of the property is placed with the tenant for occupied assets.

## **Key Investment Merits**



Unique Capital Structure



## Government-backed cashflow

AA-rated sovereign credit strength



## Tax-efficient structure

On par with other UK REITs



### Pound sterlingdenominated

UK pure-play exposure



### Natural Hedge

Assets, debts & distributions are all in Pound sterling

Specialist
Asset &
Lease
Features



### Strategically located

Town centre locations near amenities and key transport nodes



### Resilient tenants

Nearly all leases signed with a Crown Body, and Departments of Work & Pensions ("**DWP**") as key occupier



### Advance Rent Collection

Used to reduce debt and optimise financial costs



#### Freehold

Almost all assets are freehold or virtual freehold properties

Aligned & Experienced Leadership



## Best-in-class fee structure

Based on distributable income & DPU growth



### Boots on the Ground

Asset managers based in the same time zone as assets



## Proven Track Record

REIT management, real estate, and corporate finance



### **Strong Support**

>40% units held by substantial unitholders and sponsors

### **Focused on Defensive Cashflows**



### Long-term vision for Elite UK REIT

### Defensive cashflow backed by non-discretionary assets

- Benefit from resilient cashflow afforded by government tenancies
- Expand defensive portfolio to include non-government tenancies in non-discretionary sectors such as student housing and Build-to-Rent residential

## Multi-sector and focused market exposure to the UK

- Diversified exposure to UK real estate accessed via one of the pre-eminent REIT regimes for international capital
- Key international market for institutional-quality real estate backed by strong rule of law, property and tax regulations

## Asset management-led value creation

- Strengthen existing assets through value enhancements and futureproofing of current assets
- Participate in organic growth via strategic asset repositioning

### **Expansion of Investment Strategy**

### **UK Focus with Dual Sector Emphases**

### Social Infrastructure Assets



### **Living Sector Assets**



**Jobcentres** 



Government Workspaces



Student Housing



Built-to-Rent Residential



## **Proposed Acquisition**

### Reinforces the Manager's investment strategy



- Purchase Consideration of £9.2m, 7.6% discount to the average independent valuations<sup>(1)</sup>
- DPU accretion of 0.6% on a pro forma FY2024 basis<sup>(2)</sup>
- Attractive blended gross rental income ("GRI") Yield of 9.2% (Existing portfolio: 9.0%)<sup>(3)</sup>

Summary of the New Properties			
Purchase Consideration	£9.2m		
No. of assets	3		
Total NIA	139,967 square feet		
Occupancy rate	100%		
WALE	7.4 years <sup>(4)</sup>		

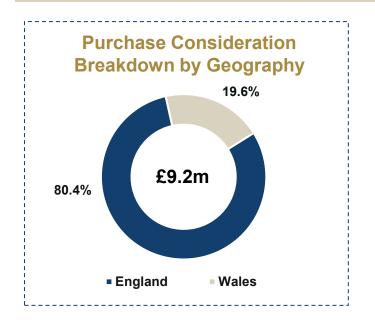
### **Key Highlights of the New Properties**

- ✓ Three freehold and virtual freehold<sup>(5)</sup> government infrastructure
  and workspaces in the United Kingdom (the "New Properties")
- ✓ Strategically located with excellent connectivity to port and rural infrastructure with good long term asset management potential.
- ✓ Triple-net leases at an attractive portfolio yield with a
  long weighted average lease expiry ("WALE") of 7.4 years<sup>(4)</sup>
- Reinforcing strategy of focusing on high credit quality tenants 100% of rental income from UK Government tenants collected three months in advance
- ✓ Portfolio diversification benefits from occupier concentration and WALE perspectives – adding a new UK Government tenant to the tenant mix
  - (1) Based on average independent valuations conducted by CBRE and Colliers as at 31 January 2025.
  - (2) Assuming (i) approximately 13,333,333 units are issued pursuant to a private placement at an illustrative issue price of £0.300 per unit (the "Private Placement", and the units, the "Private Placement Units") to part-finance the proposed acquisition of the New Properties (the "Proposed Acquisition"), (ii) approximately 306,667 units are issued to the Manager as payment of the acquisition fee for the Proposed Acquisition (the "Acquisition Fee", and the units, the "Acquisition Fee Units") at an illustrative issue price of £0.300 per Acquisition Fee Unit and (iii) pro forma distribution takes into account 90% payout ratio for 1H FY2024 and 95% for 2H FY2024.
  - (3) Weighted based on the GRI as at 31 March 2025 of each New Property over the Purchase Consideration of each New Property.
  - (4) Weighted based on GRI as of 31 March 2025.
  - (5) Two properties are on freehold tenures and one property is on a virtual freehold tenure of 999 years.

## **Overview of the New Properties**



Strategically located close to the port or rural infrastructure they serve and are well-connected to the national highway network, providing efficient access for the tenants and well as rural communities.





Property Name	CBRE Valuation <sup>(1)</sup> (£'m)	Colliers Valuation <sup>(2)</sup> (£'m)	Average of Valuations (£'m)	Purchase Consideration (£'m)	Discount to Average Valuation
1 Custom House, Felixstowe	2.8	3.9	3.4	3.4	-
2 Priory Court, Dover	4.1	5.0	4.5	4.0	10.7%
3 Tŷ Merlin, Carmarthen	1.8	2.4	2.1	1.8	13.3%
Total	8.6	11.3	10.0	9.2	7.6%

<sup>(1)</sup> Based on independent valuation commissioned by the Manager as at 31 January 2025.

<sup>(2)</sup> Based on independent valuation commissioned by the Trustee as at 31 January 2025.

## Custom House, Felixstowe IP11 3RF











Population	24,440		
Accessibility	<ul> <li>1.5 miles south of the town centre, and adjacent to Felixstowe Port, Britain's biggest and busiest container port, dealing with 48% of the country's containerised trade</li> <li>The town's strategic importance to British trade led to decades of investments, translated into excellent road and train connectivity</li> </ul>		
<ul> <li>6-storey property comprising of 3 octagon shaped units</li> <li>Its ground to 3rd floors are designated offices with the 4th floor housing a water tar floor serving as a watch tower</li> <li>Used by the Border Force as a Customs Office with direct port access</li> </ul>			
Total Land Area	208,818 sq ft		
Net Internal Area 52,578 sq ft and 200 surface parking lots			
Land Tenure Freehold			
Tenant / Occupier	Home Office		
WALE (31 Mar 2025)	11.0 years		
Lease Expiry / Break 02-Apr-36 / 02-Apr-31			
Potential Alternative Use Cases  Re-letting to another port user, or redevelopment into industrial/logistics			

## Priory Court, Dover CT17 9SH











Population	31,020		
Accessibility	<ul> <li>Situated in Dover Town Centre, within proximity of Dover Priory Train Station, offering direct high-speed links to Ashford International and London St Pancras stations</li> <li>&lt;1 mile from Port of Dover, the 2nd busiest port in the UK, hosting some of the world's largest cruise lines, cross-channel ferry crossings and a cargo terminal</li> </ul>		
Description	<ul> <li>12 separate buildings arranged on a site of approx. 6.3 acres</li> <li>Home Office/HMRC operational facility for neighbouring Port of Dover</li> </ul>		
Total Land Area	452,083 sq ft		
Net Internal Area 72,052 sq ft & 273 surface parking lots			
Land Tenure	Freehold		
Tenant / Occupier	Home Office		
WALE (31 Mar 2025)	6.0 years		
Lease Expiry / Break 02-Apr-31			
Potential Alternative Use Cases	Re-letting to another port user, or redevelopment into residential		

## **Tŷ Merlin, Carmarthen** SA31 2NF











Population	107,000		
Accessibility	<ul> <li>Located at Parc Pensarn, a well-established commercial location 1.2 miles south of Carmarthen Town Centre</li> <li>Tŷ Merlin is located along an estate road which leads off the A484 and the main A48 roundabout</li> </ul>		
<ul> <li>Modern 2-storey portal frame construction occupied by vets, field technicians and staff from the DEFRA, and functions as its HQ for South and West Wales</li> <li>DEFRA's main TB testing and registry facility</li> </ul>			
Total Land Area	82,882 sq ft		
Net Internal Area 15,337 sq ft & 55 surface parking lots			
Land Tenure	999 years from Mar 2005		
Tenant / Occupier	DEFRA		
WALE (31 Mar 2025)	5.7 years		
Lease Expiry / Break	15-Dec-30		
Potential Alternative Use Cases	Conversion to industrial/logistics and residential		

## **Funding Structure**



Method of Financing <sup>(1)</sup>			
Illustrative Uses			
	Total Acquisition Outlay: £10.5m		
	■ Purchase Consideration: £9.2m		
Proposed Acquisition	■ Stamp Duty: £0.5m		
·	<ul> <li>Acquisition Fee payable in Units to the Manager: £0.1m</li> </ul>		
	<ul><li>Estimated professional and other fees and expenses: £0.7m</li></ul>		
Illustrative Source	es		
Debt Facilities	■ External bank borrowings of up to £4.9m		
Internal cash resources	■ Net proceeds from divestment of Hilden House, Warrington amounting to £1.4m		
Acquisition Fee Units  Issuance of 306,667 <sup>(2)</sup> Acquisition Fee Units to the Manager amounting to £0.1m			
Equity Fund Raising	■ Elite UK REIT is proposing to issue approximately 13,333,333 <sup>(2)</sup> Private Placement Units under the Private Placement to raise gross proceeds of no less than, approximately £4.0m to part-finance the Proposed Acquisition		

<sup>(1)</sup> Variance of £0.1m between Illustrative Uses and Illustrative Sources is due to rounding

<sup>(2)</sup> Based on an illustrative issue price of £0.300 per Acquisition Fee Unit



## Rationale for the Proposed Acquisition



- 1 Strengthens Elite UK REIT's counter-cyclical revenue stream amidst rising macro uncertainty
- 2 Leases with expiries beyond 2028. Improves portfolio WALE
- 3 Tenancy diversification include a new tenant (DEFRA) and additional revenue generated from existing tenant (Home Office)
- 4 Enhances pro forma GRI yield & DPU accretive
- 5 Continues strategy of reducing portfolio gearing

#### **Assets**

- New UK Government tenant added to the tenancy mix
   Department for Environment, Food & Rural Affairs
- More diversified: 1.5x increase in GRI contribution from non-DWP UK Government occupiers
- Longer WALE: 7.4 years WALE<sup>(1)</sup> for acquisition portfolio, compared with WALE of 3.1 years for existing portfolio
- Exposure to essential and high-priority national assets linked to biosecurity and border control and customs operations

#### Financial

- 0.6% DPU accretion on a pro forma FY2024 basis<sup>(2)</sup>
- GRI yield of **9.2%**, higher than existing portfolio yield of 9.0%
- 20 bps reduction in gearing, in alignment with goal to bring gearing closer to <40%</li>

<sup>(1)</sup> Weighted based on GRI as at 31 March 2025.

<sup>(2)</sup> For illustrative purposes only. Assuming (i) approximately 13,333,333 Private Placement Units are issued pursuant to the Private Placement at an illustrative issue price of £0.300 per Private Placement Unit to part-finance the Proposed Acquisition, (ii) approximately 306,667 Acquisition Fee Units are issued to the Manager as payment of the Acquisition Fee at an illustrative issue price of £0.300 per Acquisition Fee Unit and (iii) pro forma distribution takes into account 90% payout ratio for 1H FY2024 and 95% for 2H FY2024.



## Strengthens Elite UK REIT's counter-cyclical revenue stream amidst rising macro uncertainty



- Acquisition assets complementary to current portfolio assets and are tenanted to UK Government agencies providing resilient and counter-cyclical revenue streams
- ✓ UK Govt's AA (stable) rating affirmed by Standard & Poor's credit rating on 18 October 2024 based on its:
  - ✓ High income levels
  - ✓ Large, diversified economy and financial sector
  - ✓ Developed product and labour markets
  - ✓ Strength and independence of its key institutions
  - ✓ The Sterling's reserve currency status
- √ 1.5x increase in GRI contribution from non-DWP UK government occupiers
- ✓ GRI contribution by DWP decreases from 94.4% to 92.3%

### Contribution from non-DWP UK government occupiers increases by 1.5x

GRI Contribution	March 2025	Pro Forma March 2025	Change
DWP	94.4%	92.3%	▼ 210 bps
Ministry of Defence	2.4%	2.4%	-
Home Office	0.6%	2.1%	▲ 150 bps
HM Courts & Tribunals	1.4%	1.4%	-
Department for Environment, Food & Rural Affairs ("DEFRA")	-	0.7%	▲ 70 bps
Environment Agency	0.3%	0.3%	-
Other tenants	0.9%	0.8%	▼ 10 bps
Non-DWP UK Government	4.7%	6.9%	▲ 220 bps



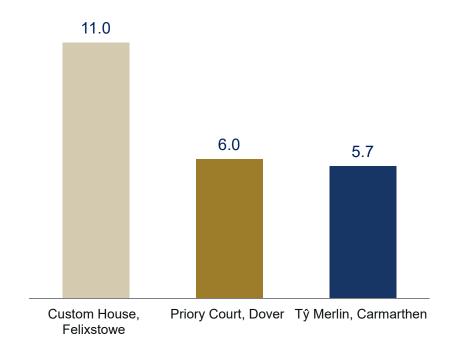
### Leases with expiries beyond 2028. Improves portfolio WALE



### Elite UK REIT's portfolio WALE extends to 3.2 years with 2028 lease maturity reduced by 220 bps

- ✓ New Properties have a long weighted average lease expiry ("WALE") of 7.4 years<sup>(1)</sup>
- ✓ Following proposed acquisition, portfolio's pro forma WALE increases to 3.2 years from 3.1 years<sup>(1)</sup>
- ✓ Proportion of leases expiring in 2028 decreases by 220 basis points from 97.9% to 95.7%

#### WALE of New Properties (years)



Lease Expiry Profile as at 31 March 2025	Before	After	Change	
Pre-2028	No lease expiry before 2028			
2028	97.9%	95.7%	▼ 220 bps	
2029	0.7%	0.8%	▲ 10 bps	
2030	0.5%	1.2%	▲ 70 bps	
2031	0.3%	1.1%	▲ 80 bps	
After 2031	0.6%	1.2%	▲ 60 bps	
Portfolio WALE	3.1 years	3.2 years	▲ 0.1 year	



### Tenancy diversification includes a new tenant (DEFRA) and additional revenue generated from existing tenant (Home Office)



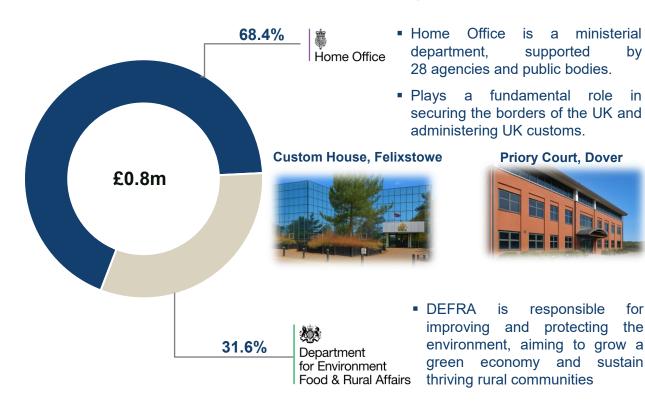
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### **New Properties' leases part of** mission critical national infrastructure

- **Custom House and Priory** Court are occupied by Home Office for customs and immigration purposes
- Tŷ Merlin is an asset occupied by DEFRA – an agency supporting green economy and rural communities

**New Properties portfolio** introduces DEFRA as a new tenant to Elite UK REIT's portfolio mix

### New Properties Tenant Breakdown by Annual GRI<sup>(1)</sup>



Tŷ Merlin, Carmarthen



### Enhances pro forma GRI yield & DPU accretive



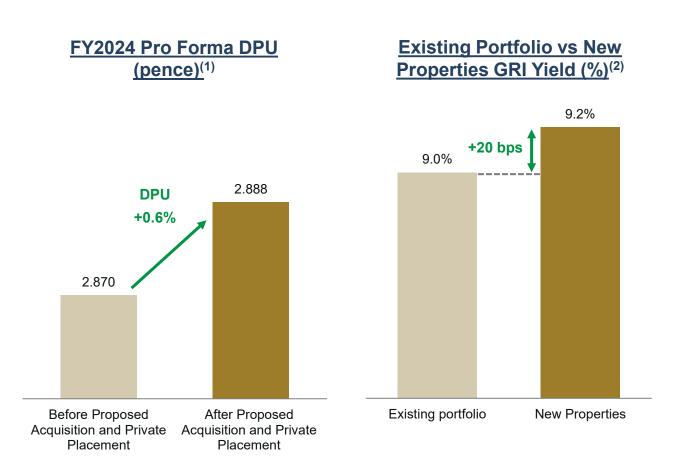
## **Proposed Acquisition is DPU Accretive**

 0.6% DPU accretive<sup>(1)</sup>, from 2.870 pence to 2.888 pence

## **Enhances Elite UK REIT's overall GRI yield**

- New Properties provide an attractive blended GRI yield of 9.2%<sup>(2)</sup>, higher than Elite UK REIT's existing portfolio yield of 9.0%
- Positive reversionary potential

### FOR ILLUSTRATIVE PURPOSES ONLY



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### 5 Continues strategy of declining portfolio gearing



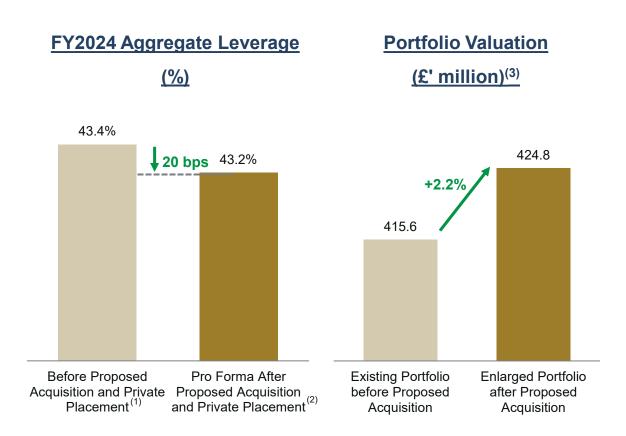
### 2.2% increase in portfolio valuation

- Number of assets in Flite UK REIT's portfolio increases from 148 assets to 151 assets
- Further diversify its asset base and contribute to its income stability

### Reduction in pro forma gearing

Gearing down by 20 bps from 43.4% to 43.2%

### FOR ILLUSTRATIVE PURPOSES ONLY



- (1) Based on the audited financial statements for the financial year ended 31 December 2024.
- (2) For illustrative purposes only. Assuming (i) approximately 13,333,333 Private Placement Units are issued pursuant to the Private Placement at an illustrative issue price of £0.300 per Private Placement Unit to part-finance the Proposed Acquisition, (ii) approximately 306,667 Acquisition Fee Units are issued to the Manager as payment of the Acquisition Fee at an illustrative issue price of £0.300 per Acquisition Fee Unit and (iii) pro forma distribution takes into account 90% payout ratio for 1H FY2024 and 95% for 2H FY2024. This also assumes the completion of announced divestments in 1H 2025, proceeds of which will be partially used to repay loans.
- (3) Based on valuation of Elite UK REIT's existing portfolio of 148 assets (after divestment of Crown Buildings, Caerphilly in March 2025) as at 31 December 2024 and the Purchase Consideration.



## **Key Priorities**

### Management's focus areas in the near-term





1. Proactive asset management



Opportunistic divestment + capital recycling to lower gearing



Widen analyst + media coverage



Highest + best alternative uses





























3. Improve liquidity



- Reduced borrowings by £46.7m through fundraising and capital recycling from dilapidation settlements and divestments
- All refinancing completed with no refinancing requirements until 2027
- Funded £15m of sustainability capital expenditure in collaboration with tenants to reduce their occupation costs
- 100% sustainability financing supported by a diversified group of relationship banks
- Generated £24.9m gross receipts through capital recycling from dilapidation settlements and divestments
- Portfolio valuation of £416m as at 31 Mar 2025 held steady, well-supported by transacted divestments

## **Disclaimer**

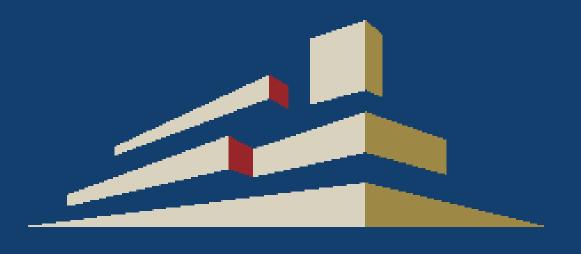


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This announcement should be read in conjunction with accompanying disclosure materials, including but not limited to, the announcement dated 10 June 2025 relating to the Proposed Acquisition, and the unaudited or audited financial statements of Elite UK REIT.



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