Spring REIT is a real estate investment trust formed primarily to own and invest in high quality income-producing real estate in Asia. The key objectives of the REIT Manager for Spring REIT are to provide Unitholders with stable distributions and the potential for sustainable long-term growth in the distributions and enhancement in the value of the real estate assets.

Spring REIT is the first REIT to offer investors direct exposure to two Premium Grade office buildings located in the CBD of Beijing. Spring REIT will initially invest in and own the Property through its ownership of RCA01, which holds the land use rights and building ownership rights in respect of the Property. The Property comprises all of the office floors of Office Tower 1 (including Levels 4 to 28, and the equipment and emergency shelter floor on Level 16, which contains no lettable space) and Office Tower 2 (including Levels 4 to 32, and the equipment and emergency shelter floor on Level 20, which contains no lettable space) in China Central Place and a total of approximately 600 car parking spaces located in the underground levels of the two office buildings.

The Property is part of China Central Place (‡ 9 ‡ 0), a prime mixed-use development complex in Beijing. China Central Place has a total GFA of approximately 910,000 sq.m., and comprises:

- Three Premium Grade office buildings, including Office Tower 1 and Office Tower 2 which comprise the Property (華貿中心寫字樓1座和2座);
- Shin Kong Place (新光天地), one of the largest department stores in China by sales, and other shopping areas in China Central Mall (華貿購物中心), China Central Square and China Central Commercial Street;
- The Ritz-Carlton Hotel Beijing (北京麗思卡爾頓酒店) and JW Marriott Hotel Beijing (北京JW萬豪酒店), both five-star luxury hotels with a total of approximately 900 guest rooms;
- Residential and serviced apartment buildings and a clubhouse; and
- Approximately 3,600 car parking spaces, including a total of approximately 600 car parking spaces owned by Spring REIT.

The REIT Manager believes that Spring REIT presents Unitholders with an attractive investment proposition as described below.

Exposure to Premium Grade office buildings located in the CBD of Beijing

The Property is one of the most highly regarded Premium Grade office properties in Beijing. By DTZ's definitions, Premium Grade office buildings form a subset of Grade A office buildings with the highest quality standards of any office building. A Premium Grade office building is distinguished from a general Grade A office building by a number of features, including the location, supply of car parking spaces, building quality and standard of finish, provision and service of elevators and single ownership structure. Offices in Premium Grade office buildings generally command higher unit rents than offices in buildings with lower classifications. Based on DTZ's definitions, there are a total of 10 Premium Grade office properties in the CBD of Beijing.

The Property is located in the southeast corner of Beijing's traditional CBD and the central core area of the expanded CBD. The CBD is traditionally a hub for international business and activities and home to the PRC headquarters of many Fortune 500 companies and multi-national corporations. The REIT Manager believes that one of the main drivers

behind multi-national corporations choosing Beijing over Shanghai and other cities in the PRC as their PRC headquarters is due to its proximity to the PRC State-level government authorities.

The Property has good accessibility. It is bordered on the east by the Fourth Ring Road (東四環路) and exits directly onto Chang'an Avenue (長安街)/Jianguo Road (建國路) in front of the Property. Chang'an Avenue (長安街)/Jianguo Road (建國路) is the main east-west artery in Beijing. Along the west, the Property is bordered by West Dawang Road (西大望路), a six-lane throughway, which runs north-south between mostly residential neighborhoods. It is approximately 7 km away from the Tian'anmen Square and 20 km away from the Beijing Capital International Airport. The Property has direct access to Subway Line 1 Dawanglu Station through the shopping mall in the underground, and will also be directly connected to Subway Line 14, construction of which is expected to be completed in 2015. The Property's location allows tenants and visitors to avoid the heavy traffic congestion in the China World Trade Center intersection in the center of the traditional CBD and at the same time enjoy convenient accessibility to public transportation facilities. The REIT Manager believes that the Property's convenient location is one of the most important advantages the Property has over other Premium Grade office buildings in the CBD.

The Property, together with Office Tower 3 at China Central Place, has won numerous awards, including:

- Top 20 Office Buildings in China jointly by <u>www.funxun.com</u> ("房訊網"), China Office Building Industry Association ("中國寫字樓行業協會") and Nanfeng Think Tank ("南豐智庫") in 2012;
- Model Business Service Building in Beijing ("北京市商務服務業示範樓宇") by Beijing Municipal Commission of Commerce ("北京商務中心區總工會") in 2012; and
- National Construction Decoration Design Award ("全國建築工程裝飾獎") by China Building Decoration Association ("中國建築裝飾協會") in 2008.

The Property is able to benefit from being part of China Central Place (華貿中心), a prime mixed-use complex in Beijing and a well recognized brand

The Property is part of China Central Place, a prime mixed-use development complex in Beijing. The REIT Manager believes that the Property benefits from the synergies between the different components of the China Central Place complex as tenants and visitors to the Property are able to enjoy a wide range of facilities in the same complex within close proximity to each other. The status of China Central Place also reinforces the positioning of the Property as a leading Premium Grade office development in the CBD and helps to promote the business of the Property.

The office buildings and shopping malls in China Central Place are inter-connected underground, and are directly connected to the Beijing Subway. The REIT Manager believes that the four components of China Central Place (office towers, shopping malls, hotels and residential complexes) are complementary to each other and form a community with a range of facilities and services, which facilitate the business activities and daily life activities of the users of the complex.

China Central Place is widely recognized as a shopping landmark in Beijing, primarily owing to Shin Kong Place, one of the largest department stores in China by sales. With the

combination of its shopping experience and a wide variety of leisure activities as well as food and beverage options, Shin Kong Place has become one of the most popular shopping and leisure destinations in Beijing. The presence of The Ritz-Carlton Hotel Beijing and JW Marriott Hotel Beijing in China Central Place also complements the business and commercial activities of the users of the complex, in particular the tenants of the Property. The REIT Manager believes that Shin Kong Place and these five-star hotels not only provide facilities and convenience for the business activities of tenants to the Property but also help to promote the leading status of the Property among Premium Grade office developments.

The REIT Manager believes the synergies between the different components of China Central Place and its well-known status are key elements contributing to the success of the business of the Property.

High occupancy rates and a diverse and high quality tenant base at the Property

The Property maintained a high occupancy rate during the Track Record Period. The average Office Occupancy Rate was 90%, 96%, 96% and 96% for the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013, respectively.

The Property has a diverse and high quality tenant base with a total of 125 tenants under 174 leases as of June 30, 2013. A significant number of these tenants are leading multi-national and domestic companies, which include Deutsche Bank, Condé Nast, NBA, Tesco, SAP AG, White & Case LLP, Zhong De Securities, Global Law Office, Aecom, Itochu, Brasil Embraer, Baxter, Richemont and Bain & Company. The tenants are also in a wide variety of industry sectors, including finance, insurance, professional services, education, media, sport, energy, technology and health care, and represent a balance of international and domestic organizations. None of the tenants accounted for more than 6.0% of the Property's Total Office GFA for the six months ended June 30, 2013. The REIT Manager believes that a diverse and high quality tenant base will help Spring REIT to achieve a stable income stream.

Attractive distribution prospects supported by organic growth

DTZ expects that the supply of Grade A office space for lease in Beijing's CBD will be limited in the next few years and that there will be no supply of Premium Grade offices in the coming two years. As of the first quarter of 2013, the occupancy rate of Grade A offices in the CBD was 97.3%. Given the limited supply and the current occupancy rate position, DTZ expects that the occupancy rate for Grade A offices in the CBD from 2013 to 2016 will remain high at around 97%. Grade A offices in the CBD also enjoy a higher average rental rate than the citywide average. In the first quarter of 2013, the average rental rate for Grade A offices in the CBD was 11.7% higher than the citywide average. In addition, the average rental rate for Premium Grade office buildings was higher than general Grade A office buildings within the same submarket by a further 36.2% in the first quarter of 2013. DTZ expects that rental rates will remain high in the CBD in the next few years as a result of the scarcity of office space in the CBD.

Lease expiration presents an opportunity for increasing rental rates. Typically, the term for a lease agreement relating to the Property is approximately three years. Beijing office rental levels have increased significantly since 2011 and a large portion of leases at the Property were entered into before the increase. As of June 30, 2013, leases comprising approximately 28%, 31% and 12% of the Total Office GFA will expire and can potentially be

re-leased or renewed to achieve higher rents in 2013, 2014 and 2015, respectively. The average leased Unit Rent for the six months ended June 30, 2013 was RMB268, which is much lower than the average Unit Rent of RMB376 for leases entered into in the first six months ended June 30, 2013.

Benefiting from office rental market growth in Beijing and the potential to increase rental rates through lease renewals and new leases, the REIT Manager believes that Spring REIT will experience significant rental income growth in 2013, should current market conditions continue and subject to the other assumptions set out in the section headed "Profit Forecast" in this Offering Circular. Currently, the REIT Manager expects to pay an annualized distribution yield of 4.94% based on the Maximum Offer Price and 5.23% based on the Minimum Offer Price, in respect of the period from the Listing Date to December 31, 2013. See the sections headed "Profit Forecast", "Statement of Distributions" and "Risk Factors — Risks Relating to an Investment in the Units — The forward-looking and certain other information in this Offering Circular may prove inaccurate" in this Offering Circular for further details.

Transparent and professional management by a highly experienced management team with a proven track record

Spring REIT will be managed by the REIT Manager, Spring Asset Management Limited, which is 100% owned by AD Capital, a private equity investment firm owned by DBJ, Asuka Asset Management Co., Ltd. and certain minority management shareholders. AD Capital, based in Japan and led by Mr. Toshihiro Toyoshima, has considerable experience in private equity and real estate investments. AD Capital, as a professional investment manager, has gained considerable experience in management of projects through its active involvement in the day-to-day management and operation of each project it has invested in with support from professional third parties. The REIT Manager believes that the successful investment and management experience of AD Capital will be beneficial to Spring REIT.

Furthermore, the Board of Directors and the management team of the REIT Manager have extensive experience in real estate investment and asset management. In particular, Mr. Toshihiro Toyoshima, Chairman of the Board and the CEO of AD Capital, has extensive experience in investment and real estate management. Mr. Toyoshima also led a number of innovative financing schemes while he worked with DBJ, three of which were awarded Deal of the Year by Project Finance Magazine. Mr. Lau Jin Tin, Don, a managing director of the REIT Manager, previously served as a Responsible Officer and Deputy Chief Executive Officer of a REIT listed on the Hong Kong Stock Exchange. He has the appropriate experience in planning the business direction and managing the overall day-to-day operations of a REIT. Mr. Nobumasa Saeki, a managing director of the REIT Manager, has extensive experience in managing properties, especially properties in Japan, and has been actively involved in the management and operation of the Property since 2008.

The REIT Manager believes that the management team's experience of and insight into the Beijing office rental market will make Spring REIT well positioned to capitalize on market growth and achieve optimal operational results. The management team, together with the Property Manager, has demonstrated its ability to strategically select the right tenant mix in order to promote the Property as a leading office property and as a result attract better tenants and increase rental rates. Spring REIT's management team also has a proven track record of actively managing the Property. The average Office Occupancy Rate of the Property was 90%, 96%, 96% and 96% for the years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013, respectively. Under their management, the

Property has become one of the most highly regarded Premium Grade offices in Beijing and received numerous awards. With a strong emphasis on customer service, the management team, with the support of the Property Manager and the Building Manager, has been able to provide, and expects to continue to provide, professional and high quality services to tenants and thereby retain existing tenants and attract new tenants. Spring REIT's management team will endeavor to deliver stable and sustainable distributions to Unitholders, in part, through their experience and expertise in managing the Property.

Spring REIT's management team also intends to focus on transparency and management accountability. The REIT Manager has established several board committees, including an audit committee and a disclosure committee, and adopted international best-practice corporate governance standards, in order to seek to guarantee the ongoing transparency of management of Spring REIT.