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SUNLIGHT REIT

Sunlight 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 : 435)

Managed by
Henderson Sunlight Asset Management Limited
恒基陽光資產管理有限公司

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE AND INVESTMENT COMMITTEE

The board of directors of Henderson Sunlight Asset Management Limited is pleased to announce that Mr. KWOK Tun Ho, Chester has been appointed as an Independent Non-executive Director of the Manager and member of each of the Audit Committee and the Investment Committee of the Manager with effect from 4 January 2016.

Appointment of Independent Non-executive Director and Member of Audit Committee and Investment Committee

The board of directors (the “**Board**”) of Henderson Sunlight Asset Management Limited (the “**Manager**”), the manager of Sunlight Real Estate Investment Trust (“**Sunlight REIT**”), is pleased to announce that Mr. KWOK Tun Ho, Chester (“**Mr. KWOK**”) has been appointed as an Independent Non-executive Director of the Manager and member of each of the Audit Committee and the Investment Committee of the Manager with effect from 4 January 2016.

Mr. KWOK, aged 52, holds a Bachelor of Arts degree from the University of Cambridge. He joined the banking industry in 1989 and has over 25 years of experience in corporate finance and investment and commercial banking in Hong Kong and in Asia. Prior to his retirement from the banking business in October 2015, he had held senior positions in a number of international financial institutions, including Credit Suisse and Standard Chartered Bank. Mr. KWOK is currently a member of the Takeovers and Mergers Panel and the Takeovers Appeal Committee of the Securities and Futures Commission of Hong Kong.

Mr. KWOK has not held any directorship in the last three years in any public company the securities of which are listed on any securities market in Hong Kong or overseas, and he does not have any interest in units of Sunlight REIT within the meaning of Part XV of the Securities and Futures Ordinance at the date of this announcement.

Mr. KWOK has entered into a service agreement with the Manager for a term of three years commencing from 4 January 2016. The service agreement contains provisions relating to early termination and provision relating to renewal upon expiry of the term. Mr. KWOK is subject to requirements relating to retirement and re-election at annual general meetings of the Manager in accordance with the articles of association of the Manager. All remuneration payable to Mr. KWOK under the service agreement will be paid and borne by the Manager out of its own resources.

Mr. KWOK does not have any relationship with any Directors or senior management of the Manager, any substantial or controlling unitholders of Sunlight REIT, or the shareholder of the Manager.

Mr. KWOK has confirmed that he has satisfied the independence criteria set out in the compliance manual of the Manager, and accordingly the Board is satisfied with the independence of Mr. KWOK in acting as an Independent Non-executive Director.

There is no information of Mr. KWOK to be disclosed with regard to the matters provided in paragraphs (h) to (v) of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as if such rule were applicable to Sunlight REIT), nor is there any other matter concerning the appointment of Mr. KWOK that needs to be brought to the attention of the unitholders of Sunlight REIT.

The Board would like to take this opportunity to express its warmest welcome to Mr. KWOK in joining the Board.

Composition of the Board, the Audit Committee and the Investment Committee

The composition of the Board, the Audit Committee and the Investment Committee immediately after this appointment becoming effective will be as follows:

The Board:

Chairman and Non-executive Director:

Mr. AU Siu Kee, Alexander

Chief Executive Officer and Executive Director:

Mr. WU Shiu Kee, Keith

Non-executive Director:

Mr. KWOK Ping Ho

Independent Non-executive Directors:

Mr. KWAN Kai Cheong

Mr. MA Kwong Wing

Dr. TSE Kwok Sang

Mr. KWOK Tun Ho, Chester

The Audit Committee:

Mr. KWAN Kai Cheong (*Chairman*)
Mr. MA Kwong Wing
Dr. TSE Kwok Sang
Mr. KWOK Tun Ho, Chester

The Investment Committee:

Mr. AU Siu Kee, Alexander (*Chairman*)
Mr. WU Shiu Kee, Keith
Dr. TSE Kwok Sang
Mr. KWOK Tun Ho, Chester

The Board confirms that the respective composition of the Board, the Audit Committee and the Investment Committee will continue to comply with the corporate governance policy of the Manager after this appointment.

By order of the Board
HENDERSON SUNLIGHT ASSET MANAGEMENT LIMITED
恒基陽光資產管理有限公司
(as manager of Sunlight Real Estate Investment Trust)
CHUNG Siu Wah
Company Secretary

Hong Kong, 29 December 2015

At the date of this announcement, the Board of the Manager comprises: (1) Chairman and Non-executive Director: Mr. AU Siu Kee, Alexander; (2) Chief Executive Officer and Executive Director: Mr. WU Shiu Kee, Keith; (3) Non-executive Director: Mr. KWOK Ping Ho; and (4) Independent Non-executive Directors: Mr. KWAN Kai Cheong, Mr. MA Kwong Wing, and Dr. TSE Kwok Sang.