

USE OF PROCEEDS

The Manager estimates that the total proceeds to Sunlight REIT from the Offering, combined with the proceeds from the subscription by SKFE and HLD, will be approximately HK\$7,593.2 million (based on the Minimum Offer Price) to HK\$7,816.2 million (based on the Maximum Offer Price).

The following table sets forth the sources of Sunlight REIT's funds following completion of the Offering and subscription by SKFE and HLD and the intended application of those funds.

	Based on the Minimum Offer Price of HK\$2.45	Based on the Maximum Offer Price of HK\$2.60
	HK\$ millions	
Sources of funds:		
1,045,370,362 Units issued under the Offering	2,561.2	2,718.0
374,072,708 Units issued to the subsidiaries of SKFE	916.5	972.6
67,569,930 Units issued to the subsidiaries of HLD	165.5	175.7
Initial drawdown from the Facility	3,950.0	3,950.0
Total	7,593.2	7,816.2
Uses of funds:		
The Acquisitions ⁽¹⁾	7,251.3	7,469.7
Issue costs and debt establishment fees ⁽²⁾⁽³⁾	187.4	192.1
Acquisition costs ⁽⁴⁾	154.4	154.4
Total	7,593.2	7,816.2

Notes:

- (1) Comprises the acquisition of the interests in the Target Companies, the Target Properties, the Finance Company and the Domain Name Company and the payment of the swap upfront fee.
- (2) Issue costs comprise expenses related to the Offering, which include underwriting commissions payable to the Underwriters (based on the final Offering size), legal fees, printing costs, auditors' fees, listing costs, roadshow, advertisement and marketing-related expenses and other administrative expenses. Debt establishment fees include primarily front-end-fees payable in respect of the Facility.
- (3) Under the Underwriting Agreements, the underwriting commission and certain expenses (including, but not limited to, Hong Kong Stock Exchange trading fee and SFC transaction levy) as a result of the exercise of the Over-allotment Option will be borne by Uplite Limited and Cobase Limited.
- (4) Acquisition costs include professional fees, stamp duty and other costs incurred in the Acquisitions, of the Target Companies and the Target Properties.

Based on the table above, the proceeds (net of all fees and charges) from the Offering, together with the monies drawn down from the Facility, which were negotiated on an arm's length basis, will be used for the Acquisitions pursuant to the Acquisition Arrangements. For further details about the Acquisition Arrangements, see the section headed "Material Agreements and Other Documents Relating to Sunlight REIT" in this Offering Circular.