

No. S 227

**SECURITIES AND FUTURES ACT
(CHAPTER 289)**

**SECURITIES AND FUTURES (OFFERS OF INVESTMENTS)
(USE OF TERM “REAL ESTATE INVESTMENT TRUST”)
ORDER 2007**

ARRANGEMENT OF PARAGRAPHS

Paragraph

1. Citation and commencement
2. Persons who may use term “real estate investment trust”
3. Revocation

In exercise of the powers conferred by section 283A(1)(c) of the Securities and Futures Act, the Monetary Authority of Singapore hereby makes the following Order:

Citation and commencement

1. This Order may be cited as the Securities and Futures (Offers of Investments) (Use of Term “Real Estate Investment Trust”) Order 2007 and shall come into operation on 1st June 2007.

Persons who may use term “real estate investment trust”

2.—(1) For the purposes of section 283A(1)(c) of the Act, the Authority declares, as persons who may use the term “real estate investment trust” or any of its derivatives in any language in the name or description, or in any representation, of an arrangement (the rights or interests of which are, will be or have been the subject of an offer or intended offer) when describing or referring to that arrangement, the class of persons comprising every person who —

- (a) makes the offer or intended offer only to —
- (i) an institutional investor;
 - (ii) an accredited investor;
 - (iii) a corporation the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor;

- (iv) a trustee of a trust the sole purpose of which is to hold investments and each beneficiary of which is an individual who is an accredited investor;
 - (v) where the person who makes the offer or intended offer is an entity, its officer or equivalent person, or a spouse, parent, brother, sister, son or daughter of that officer or equivalent person;
 - (vi) where the person who makes the offer or intended offer is an individual, his spouse, parent, brother, sister, son or daughter; or
 - (vii) a person who, if he acquires any right or interest in the arrangement, does so as principal and on terms that the right or interest is acquired at a consideration of not less than \$200,000 (or its equivalent in a foreign currency) for each transaction, whether such amount is to be paid for in cash or by exchange of securities or other assets;
- (b) informs every person to whom he makes the offer or intended offer that the offer or intended offer does not relate to a collective investment scheme which is authorised under section 286 of the Act or recognised under section 287 of the Act; and
- (c) if the offer or intended offer is made to a person referred to in sub-paragraph (a)(ii), (iii), (iv), (v), (vi) or (vii), satisfies the conditions under sub-paragraph (2).
- (2) The person making the offer or intended offer shall ensure that —
- (a) the offer or intended offer is not accompanied by an advertisement making an offer or calling attention to the offer or intended offer; and
 - (b) no selling or promotional expenses are paid or incurred in connection with the offer or intended offer, other than expenses incurred —
 - (i) for administrative or professional services in respect of the offer or intended offer; or
 - (ii) by way of commission or fee for services rendered in respect of the offer or intended offer by —
 - (A) the holder of a capital market services licence to deal in securities;
 - (B) an exempt person in respect of dealing in securities; or

(C) a person who is licensed, approved, authorised or otherwise regulated under the laws, codes or other requirements of any foreign jurisdiction in respect of dealing in securities, or who is exempted therefrom in respect of such dealing.

Revocation

3. The Securities and Futures (Offers of Investments) (Use of Term “Real Estate Investment Trust”) Order 2005 (G.N. No. S 668/2005) is revoked.

Made this 28th day of May 2007.

HENG SWEE KEAT
Managing Director,
Monetary Authority of
Singapore.

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