Centurion Corporation Limited ("Centurion" or the "Company")
Incorporated in the Republic of Singapore with limited liability
Company Registration No. 198401088W

Extraordinary General Meeting held on 10 September 2025 ("EGM")
Summary of Questions & Answers

[The following questions were asked by shareholders during the EGM and addressed consequently.]

Question 1

Could the management address what has led to this EGM, and how will shareholders benefit in the short, medium, and long-term?

Company's response:

Since 2011, the Company has grown from 5,300 beds to approximately 70,000 beds, with an AUM (Asset Under Management) of S$2.6 billion. This growth has been underpinned by profits and prudent borrowings, without equity funding.

We believe that Centurion can accelerate growth through an asset-light strategy by the establishment of a REIT platform, which provides a more sustainable path for growth. This will enable the Company to recycle capital, unlock value from mature assets, and expand AUM and fee income.

This is a growth strategy, not an exit from the REIT portfolio. Centurion is retaining a significant stake in the REIT of approximately 45.8%.

For shareholders, this means Centurion will be able to accelerate growth, pursue more development projects/assets, and capture opportunities within these asset classes, which can then be injected into the REIT to recycle capital effectively. The long-term asset light strategy and strategy to pursue a more sustainable growth path that Centurion is adopting would benefit shareholders in the medium and long term.

Question 2

Will shareholders receive units in the REIT at a discount, or will these be distributed free of charge?

Company's response:

Centurion has announced that the Company will be distributing some of the sponsor units held by Centurion to entitled shareholders of the Company through the dividend-in-specie (DIS). This is expected to take place after the Company's 2026 AGM.

Question 3

I read about Centurion has acquired accommodation assets in Malaysia. Will these Malaysian assets be injected into the REIT portfolio?

Company's response:

Centurion has announced that Malaysian assets will not be part of the REIT portfolio.

Question 4

What is the difference between Centurion and the proposed REIT? How will the proceeds from divestments be used?

Company's response:

Centurion will continue to own, develop and manage assets, focusing on growing its AUM in the specialized living accommodation asset class, while the REIT will serve as a separate property investment vehicle that will own and acquire assets that are stabilized, and distribute the majority of its income to its unitholders.

The REIT structure is aligned with many established REIT models in Singapore.

Proceeds from the divestments will be deployed to fund further growth, including acquisitions and developments of new purpose-built worker accommodation (PBWA) assets, purpose-built student accommodation (PBSA) assets and/or assets for other accommodation purposes, with the aim of enlarging the Company's AUM and earnings base. Centurion will continue to hold a significant stake in the REIT after the proposed divestments.

Question 5

Will the Company record gains from the divestments of its assets into the REIT? Will these be shared with shareholders?

Company's response:

Centurion has recognised gains from the divestments, which have been reported in the circular. As mentioned earlier, shareholders of the Company will benefit through the distribution of REIT units via DIS. This will enable shareholders of the Company to own units in the REIT.

Question 6

How is the performance of the US assets, in light of recent tariffs? Are they profitable?

Company's response:

The PBSA business is very resilient and remains largely unaffected by tariffs.

Every part of our business is profitable, including US assets. The US assets are operating close to full occupancy and have been largely unaffected by tariffs or government policies in the US as they house mostly domestic students.

Question 7

Given that the number of migrant workers and dormitories in Singapore are tightly regulated by the government, how does Centurion intend to grow further? How do these regulations and mandates compare with the typical developer's spin-off?

Company's response:

The PBWA sector in Singapore is regulated by the government agencies such as the Ministry of Manpower. However, the Company has demonstrated strong growth, from 5,300 PBWA beds in 2011 to nearly 40,000 PBWA beds in Singapore today. This shows that significant growth is achievable even within a regulated framework.

The Centurion Accommodation REIT will be subject to the same MAS regulations governing all REITs in Singapore.

Question 8

How does Centurion manage the risks involved in the business, such as the COVID-19 pandemic, changing government regulations, and competition? Given that growth is impacted by regulatory factors, how does Centurion plan to achieve further growth?

Company's response:

Our business has demonstrated resilience during the COVID-19 pandemic. Operationally, Centurion faced challenges, but financially, profits continued to grow, unlike many other asset classes. The government was helpful in assisting Centurion address the issues faced during the COVID-19 pandemic. In terms of financials, occupancies across both PBWA and PBSA assets were resilient, and any revenue dip lasted only for a short period.

Centurion believes that government regulations on dormitory operators are positive, as it ensures orderly competition and sustainable industry growth. Entry into the PBWA sector is restricted by licensing and the scarcity of suitable land, which gives Centurion a competitive advantage.

Despite the land scarcity in Singapore, the Company continues to grow through Asset Enhancement Initiatives (AEIs), which will add more than 5,000 beds in two dormitories, with more to come.

Question 9

Will there be any impact to existing shareholders' stake in Centurion when the REIT is listed on the Singapore Exchange?

Company's response:

There will be no change in the shareholding of Centurion's shareholders. Shareholders of the Company will continue to hold the same number of Centurion's shares.

The REIT, if listed on the Singapore Exchange, will be a separate entity, and Centurion will retain approximately 45.8% ownership stake in it.

Question 10

What will happen to Centurion once all the assets are divested into the REIT?

Company's response:

Centurion will not be divesting all its assets. The Company will continue to retain certain assets and will also hold approximately 45.8% of the REIT, as the majority of the proceeds from the divestments will be received in REIT units.

In exchange for the injected assets, Centurion will be issued REIT units. Post-listing, the REIT platform will enable the Company to recycle capital more effectively and accelerate its growth.

Question 11

When will the REIT be listed?

Company's response:

The REIT is targeted for listing on the Singapore Exchange by the end of September 2025, subject to regulatory approvals.

Question 12

Could the management elaborate on the structure of the REIT? Will it be asset-light, with Centurion earning fees as the REIT manager?

Company's response:

The REIT structure provides two sources of recurring income to Centurion: (i) Manager fees from the REIT, and (ii) Property Management fees, as Centurion continues to operate the assets. The Manager's fees include a performance-based component of 10% of Distribution per Unit (DPU), ensuring strong alignment with unitholders' interests.

Not all the Company's 37 operating assets will be injected into the REIT. Only 14 suitable assets will be injected into the REIT. For example, the US PBSA assets will not be injected as they are held under a private fund structure, which is aligned with our asset-light strategy. These assets are performing well, with occupancies largely driven by domestic students, and are unaffected by US immigration policy. Hence, Centurion will continue to earn rental and fee income from assets not injected into the REIT.

Question 13

How will future fundraising be conducted? Will retail shareholders have access, or will it be through private placements only?

Company's response:

As for future fundraising, management will carefully balance efficiency and fairness. While private placements may be used for smaller-scale fundraising, the Company recognises the importance of including retail shareholders and will consider rights issues where appropriate.

Question 14

Is now the right time to divest dormitory assets into the REIT, given that some leases are not being renewed and the government recently announced new supply of beds? Would it be better to wait before launching the REIT?

Company's response:

The dormitory market is dynamic, with a new supply of beds being added and expiring beds being removed regularly. For example, the government recently announced 35,000 new beds entering the market over the next two years, while older leases will also expire during the same period.

The timing of the REIT listing is therefore not based on short-term supply fluctuations. Instead, the exercise is driven by the Company's long-term strategy of strengthening its balance sheet, recycling capital, and positioning itself to seize growth opportunities. The REIT platform will allow Centurion to deploy capital more effectively into pipeline projects and growth opportunities.

Question 15

Regarding the AEI at Westlite Toh Guan which will result in a 24-storey dormitory, did the government grant a higher plot ratio? For Westlite Woodlands, which has a 30-year lease with about 20 years remaining, when do you plan to conduct AEIs there, and will it be a joint venture between Centurion and the REIT? Will it require converting the REIT into a business trust due to the MAS regulation that no more than 10% of their deposited property for development activities?

Company's response:

After the COVID-19 pandemic, the government reviewed dormitory standards and consequently the AEI at Westlite Toh Guan was granted a higher plot ratio.

For Westlite Woodlands, cost evaluation, technical due diligence and application for the plot ratio are ongoing. If permissible, the redevelopment will be undertaken by the REIT, with Centurion advising and managing the project. However, this is still some years away.

Conversion of the REIT into a business trust will not be necessary. The Woodlands project is very small relative to the REIT.

Question 16

Once the REIT is listed, will existing Centurion shareholders get dividends or REIT units? How many REIT units will be allotted for every 100 Centurion shares held?

Company's response:

Both a cash dividend and a DIS in the form of REIT units will be considered, which will be subject to shareholder approval at the AGM next year. Further details will be announced at the appropriate time.

Question 17

Given that the government is building dormitories too, will Centurion be able to compete effectively?

Company's response:

Competition is a constant in the industry. Centurion competes with other dormitory operators in Singapore, and we remain confident in our position.