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Champion 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: 2778)

Managed by

Eagle Asset Management

Eagle Asset Management (CP) Limited

**PAYMENT OF MANAGER'S FEE TO
EAGLE ASSET MANAGEMENT (CP) LIMITED
BY WAY OF UNITS AND CASH**

Reference is made to the announcement of Champion REIT dated 12 January 2010 in relation to the notification from the REIT Manager to the Trustee in writing that it elected for Manager's Fee arising from Langham Place Properties for the financial year 2010 to be paid to the REIT Manager in the form of cash. The portion of Manager's Fee arising from Citibank Plaza Properties will continue to be paid in the form of Units.

The Board announces that on 31 August 2010 the REIT Manager received 15,485,825 new Units (representing approximately 0.3141% of the 4,930,584,756 Units in issue immediately after such issue) issued at the price of HK\$3.83 per Unit (being the Market Price) as payment in full of the Manager's Fee of approximately HK\$59,311,000 payable by Champion REIT to the REIT Manager in respect of Citibank Plaza Properties for the six-month period ended 30 June 2010. The REIT Manager held 170,822,973 Units before the receipt of the new Units. With the new Units issued, the REIT Manager holds 186,308,798 Units (representing approximately 3.7786% of the 4,930,584,756 Units in issue immediately after such issue).

The REIT Manager also received approximately HK\$34,306,000 in cash as the payment in full of the Manager's Fee payable by Champion REIT to the REIT Manager in respect of Langham Place Properties for the six-month period ended 30 June 2010.

This announcement is made pursuant to paragraph 10.4(k) of the REIT Code.

Reference is made to the announcement of Champion REIT dated 12 January 2010 in relation to the notification from the REIT Manager to the Trustee in writing that it elected for Manager's Fee arising from Langham Place Properties for the financial year 2010 to be paid to the REIT Manager in the form of cash. The portion of Manager's Fee arising from Citibank Plaza Properties will continue to be paid in the form of Units.

The Board announces that on 31 August 2010 the REIT Manager received approximately HK\$34,306,000 in cash being the Manager's Fee arising from Langham Place Properties for the Period and 15,485,825 new Units (representing approximately 0.3141% of the 4,930,584,756 Units in issue immediately after such issue) issued at the price of HK\$3.83 per Unit (being the Market Price) as payment in full of the Manager's Fee arising from Citibank Plaza Properties for the Period in the amount of approximately HK\$59,311,000. The basis of determination of the 15,485,825 Units as payment of the Manager's Fee arising from Citibank Plaza Properties is consistent with the relevant provisions of the Trust Deed. The REIT Manager held 170,822,973 Units before the receipt of the new Units. With the new Units issued, the REIT Manager holds 186,308,798 Units (representing approximately 3.7786% of the 4,930,584,756 Units in issue immediately after such issue). As at the date of this Announcement, the total number of Units issued to the REIT Manager as payment of Manager's fee for the financial year ending on 31 December 2010 did not exceed 3% of the total number of Units outstanding as at 31 December 2009 as required in the waiver condition (ii) mentioned hereinbelow.

The net property income of Champion REIT for the Period was approximately HK\$780,142,000 (i.e. the aggregate amount of HK\$494,256,000 arising from Citibank Plaza Properties and HK\$285,886,000 arising from Langham Place Properties). Since the net property income for the Period exceeded the required threshold of net property income of HK\$200 million, pursuant to the Trust Deed, the REIT Manager is entitled to receive the Manager's Fee for the Period.

The payment of the Manager's Fee by way of Units is in accordance with the terms of the Trust Deed and does not require specific prior approval of the Unitholders pursuant to a waiver granted by the SFC. Principal provisions regarding the Manager's fee have been set out in details in the Offering Circular.

The waiver in respect of payment of the Manager's fee by way of Units was granted by the SFC subject to the following conditions:

- (i) the number of Units issued to the REIT Manager as payment of all or part of the Manager's fee for each financial year of Champion REIT will be counted as part of the 20% (or such lower percentage as permitted by the REIT Code from time to time) of outstanding Units that the REIT Manager may issue in each financial year without Unitholders' approval pursuant to paragraph 12.2 of the REIT Code;
- (ii) in respect of each financial year, the maximum number of Units that may be issued to the REIT Manager as payment of all or part of the Manager's fee for that financial year shall, in aggregate, be limited to such number of Units which represents 3% of the total number of Units outstanding as at the last day of the immediately preceding financial year plus the number of Units (if any) issued in the relevant financial year for the purpose of financing any acquisition of real estate by Champion REIT;

- (iii) any issuance of Units to the REIT Manager as payment of all or part of the Manager's fee shall be made strictly in accordance with the requirements of the Trust Deed; and
- (iv) in the event that any payment of all or part of the Manager's fee in the form of Units to the REIT Manager exceeds the relevant thresholds set out in paragraph 12.2 of the REIT Code and paragraph (ii) above, and Unitholders' approval is not obtained for the issue of Units for such purpose, then payment of that excess part of the Manager's fee, as the case may be, will be made by Champion REIT to the REIT Manager in cash.

DEFINITIONS

"Board"	the board of directors of the REIT Manager
"Champion REIT"	Champion Real Estate Investment Trust
"Citibank Plaza Properties"	Citibank Plaza located at 3 Garden Road, Central, Hong Kong owned by Champion REIT with the exception of the 3rd Floor (other than the circulation area) and the whole of the 4th, 5th and 6th Floors of Citibank Tower
"Langham Place Properties"	Langham Place Office Tower (with the exception of levels 35, 36, 37 and 55 which are owned by independent third parties), the Langham Place Mall, the Langham Place Carpark and the Reserved Areas (as such terms are defined in the circular to Unitholders dated 16 February 2008), located at 8 Argyle Street and 555 Shanghai Street, Mongkok, Hong Kong
"Manager's Fee"	the fee of approximately HK\$93,617,000 payable by Champion REIT out of Citibank Plaza Properties and Langham Place Properties to the REIT Manager, of 12% of the net property income of Champion REIT for the Period, and payable in arrears within 15 days after the publication of the semi-annual financial statements of Champion REIT for the Period
"Market Price"	has the meaning ascribed to this term in the Trust Deed and in the case of issue of Units as payment for the Manager's Fee, Market Price shall mean the price as determined by the REIT Manager as being the higher of: <ul style="list-style-type: none">(1) the closing price of the Units on the Stock Exchange on the trading day immediately preceding the date on which the new Units are issued; and(2) the average closing price of the Units in the ten trading days immediately preceding the date on which the new Units are issued
"Offering Circular"	the offering circular dated 11 May 2006 issued by the REIT Manager in connection with the initial public offering of the Units

“Period”	the six-month period ended 30 June 2010
“REIT Code”	the Code on Real Estate Investment Trusts
“REIT Manager”	Eagle Asset Management (CP) Limited (as manager of Champion REIT)
“SFC”	The Securities and Futures Commission of Hong Kong
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Trust Deed”	the trust deed constituting Champion REIT dated 26 April 2006, as supplemented by a first supplemental deed dated 5 December 2006, a second supplemental deed dated 4 February 2008, a third supplemental deed dated 9 March 2009 and a fourth supplemental deed dated 23 July 2010
“Unitholders”	holders of the Units
“Units”	the units of Champion REIT

By Order of the Board
Eagle Asset Management (CP) Limited
 (as manager of Champion Real Estate Investment Trust)
LO Ka Shui
Chairman

Hong Kong, 31 August 2010

As at the date of this announcement, the Board comprises:

Non-executive Directors:

Dr. Lo Ka Shui (*Chairman*), Mr. Cheng Wai Chee, Christopher, Mr. Ho Shut Kan and Mr. Lo Kai Shui

Executive Director:

Mr. Lee Ching Ming, Adrian (*Chief Executive Officer*)

Independent Non-executive Directors:

Mr. Cha Mou Sing, Payson, Mr. David Gordon Eldon and Mr. Shek Lai Him, Abraham