PROSPECTUS

TOWER REAL ESTATE INVESTMENT TRUST

(established in Malaysia under the deed dated 17 February 2006 entered into between GLM REIT Management Sdn Bhd (formerly known as Premiumview Development Sdn Bhd) and AmTrustee Berhad)

INITIAL PUBLIC OFFERING



as manager of Tower Real Estate Investment Trust ("Tower REIT"), is making an offering of 201,874,000 new units in Tower REIT ("Public Offering Units") at an issue price of RM1.07 per Public Offering Unit, payable in full upon application, comprising:

- (i) 9,300,000 Public Offering Units to the Malaysian public;
- (ii) 2,500,000 Public Offering Units to eligible directors and employees of GLM REIT Management Sdn Bhd (formerly known as Premiumview Development Sdn Bhd), GuocoLand (Malaysia) Berhad ("GLM"), GuocoLand Limited ("GLL") and subsidiaries and associated companies of GLM and GLL; and
- (iii) 190,074,000 Public Offering Units to identified investors by way of private placement

in conjunction with the listing of Tower REIT on the Main Board of Bursa Malaysia Securities Berhad.

Adviser, Underwriter, Lead Manager and Joint Placement Agent

CIMB

Commerce International Merchant Bankers Berhad

Company Number 18417-M

HLG Securities Sdn Bhd (12855-D)

A Participating Organisation of Bursa Malaysia Securities Berhad

A Member of the Hong Leong Group Malaysia

Joint Placement Agent









FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH YOU SHOULD CONSIDER, YOU MAY REFER TO "RISK FACTORS" IN SECTION 4 OF THIS PROSPECTUS.

YOU ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THIS PROSPECTUS. IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER.

THIS PROSPECTUS IS DATED 22 MARCH 2006 AND EXPIRES ON 21 MARCH 2007

This section is qualified in its entirety by, and should be read in conjunction with, the full text of this Prospectus. You may refer to the "Glossary of Abbreviations and Defined Terms" section of this Prospectus for the meanings of capitalised terms used in this section.

TOWER REAL ESTATE INVESTMENT TRUST

Tower REIT is a **Malaysian-based** real estate investment trust established on 21 February 2006. Its key investment objective is to invest primarily in a portfolio of quality office buildings and commercial properties in order to:

- provide Unitholders with regular and stable distributions; and
- achieve medium to long-term growth in the NAV per unit.

We aim to achieve Tower REIT's key investment objective through the implementation of the following key investment strategies:

- active asset management to improve operational efficiency and maximise growth and performance of Tower REIT's Real Estate Investments:
- acquisition growth by selectively acquiring additional yield accretive assets or properties of good quality with strong recurring income that would add value to Tower REIT's portfolio and improve returns to Unitholders; and
- **optimisation of capital structure** by employing an optimal combination of debt and equity funding.

Tower REIT's initial portfolio will consist of **HP Towers** and **Menara HLA**, two prime office buildings in Kuala Lumpur.