

RNS Miscellaneous



PrimaryBid Offer

SUPERMARKET INCOME REIT PLC

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THIS ANNOUNCEMENT AMOUNTS TO A FINANCIAL PROMOTION FOR THE PURPOSES OF SECTION 21 OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 ("FSMA") AND HAS BEEN APPROVED BY PRIMARYBID LIMITED, WHICH IS AUTHORISED AND REGULATED BY THE FINANCIAL CONDUCT AUTHORITY (FRN 779021)

THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION FOR THE PURPOSES OF ARTICLE 7 OF EU REGULATION 596/2014 (AS IT FORMS PART OF DOMESTIC LAW BY VIRTUE OF THE EUROPEAN UNION (WITHDRAWAL) ACT 2018). UPON PUBLICATION OF THIS ANNOUNCEMENT, THIS INSIDE INFORMATION IS NOW CONSIDERED IN THE PUBLIC DOMAIN.

04 October 2021

**SUPERMARKET INCOME REIT PLC
(LON: SUPR)**

PrimaryBid Offer

Supermarket Income REIT plc (the "**Company**"), the real estate investment trust providing secure, inflation-linked, long income from grocery property in the UK, is pleased to announce an offer for subscription via the PrimaryBid platform (the "**PrimaryBid Offer**") of new ordinary shares of £0.01 each in the capital of Company (the "**New Ordinary Shares**") at an issue price of 115 pence per New Ordinary Share (the "**Issue Price**"). The Issue Price represents a discount of 4.2 per cent to the closing mid-price on 29 September 2021 (being the last business day prior to the launch announcement). The PrimaryBid Offer provides private investors, who are either professionally advised or financially sophisticated, an opportunity to participate.

As separately announced earlier today, the Company is targeting a fundraise of approximately £100 million by way of the issue of 86,956,522 New Ordinary Shares pursuant to a placing and offer for subscription, also at the Issue Price (the "**Initial Issue**").

The net proceeds of the Issue will be used to make additional investments in accordance with the Company's investment criteria, further diversifying the Group's Portfolio and capitalising on its position in the UK supermarket real estate market.

PrimaryBid Offer

Private investors, who are either professionally advised or financially sophisticated may participate in the PrimaryBid Offer by applying exclusively through the PrimaryBid mobile app available on the Apple App Store and Google Play. PrimaryBid does not charge investors any commission for this service.

The PrimaryBid Offer, which is being made by the Company via the PrimaryBid mobile app, is now open and will close at 11am on 18 October 2021. The PrimaryBid Offer may close early if it is oversubscribed.

There is a minimum subscription of £1,000 per investor under the terms of the PrimaryBid Offer which is open to private investors who are either professionally advised or financially sophisticated. The Company reserves the right to scale back any order at its absolute discretion. The Company and PrimaryBid each also reserve the right to reject any application for subscription under the PrimaryBid Offer without giving any reason for such rejection. Aggregate demand under the PrimaryBid Offer will be limited to £10 million.

Any single investment request in excess of £200,000 will require the Company's consent and may be subject to scale back.

No commission will be charged to investors on applications to participate in the PrimaryBid Offer. It is important to note that once an application for New Ordinary Shares has been made and accepted via PrimaryBid, it cannot be withdrawn.

The New Ordinary Shares will be issued free of all liens, charges and encumbrances and will, when so issued, be fully paid and rank *pari passu* in all respects with each other and with the Company's existing ordinary shares including, without limitation, the right to receive all dividends and other distributions declared, made or paid after the date of issue.

The Company has declared a dividend of 1.485 pence per Ordinary Share in respect of the first quarter of the financial year ending 30 June 2022. The ex-dividend date for the first quarterly dividend is 7 October 2021 and it is expected to be paid on or around 16 November 2021. For the avoidance of doubt, New Ordinary Shares issued pursuant to the PrimaryBid Offer will not carry the right to receive this first quarterly dividend.

Application will be made to London Stock Exchange plc (the "London Stock Exchange") for the New Ordinary Shares to be admitted to trading on the Specialist Fund Segment of the Main Market of the London Stock Exchange. It is expected that Admission will become effective on, and that dealings for normal settlement in the New Ordinary Shares will commence on the London Stock Exchange by, 8.00 a.m. on 22 October 2021. The PrimaryBid Offer is subject to the approval of the shareholders of the Company in the General Meeting expected to be held at 2 p.m. on 18 October 2021.

The terms and conditions on which the PrimaryBid Offer is made, including the procedure for application and payment for New Ordinary Shares, is available at www.PrimaryBid.com.

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This Announcement should be read in its entirety. In particular, the information provided in the "**Important Notices**" section of this announcement should be read and understood.

Important Notices

This Announcement has been issued by and is the sole responsibility of the Company.

This Announcement is an advertisement and does not constitute a prospectus relating to the Company and does not constitute, or form part of, any offer or invitation to sell or issue, or an invitation to purchase investments of any description, or any solicitation of any offer to subscribe for, any securities in the Company in any jurisdiction nor shall it, or any part of it, or the fact of its distribution, form the basis of, or be relied on in connection with or act as any inducement to enter into, any contract therefor. This Announcement does not constitute a recommendation regarding any securities. Copies of the prospectus published by the Company in connection with the Initial Issue (the "**Prospectus**") are available on www.supermarketincomereit.com and the PrimaryBid mobile app.

Recipients of this Announcement who are considering acquiring any New Ordinary Shares, are reminded that any such acquisition must be made only on the basis of the information contained in the Prospectus (or any supplementary prospectus) which may be different from the information contained in this Announcement and must not be made in reliance on this Announcement. The subscription for New Ordinary Shares is subject to specific legal or regulatory restrictions in certain jurisdictions. Persons distributing this Announcement must satisfy themselves that it is lawful to do so. The Company assumes no responsibility in the event that there is a violation by any person of such restrictions.

Persons distributing this announcement must satisfy themselves that it is lawful to do so. This Announcement is for information purposes only and shall not constitute an offer to sell or issue or the solicitation of an offer to buy, subscribe for or otherwise acquire securities in any jurisdiction in which any such offer or solicitation would be unlawful. Any failure to comply with this restriction may constitute a violation of the securities laws of such jurisdictions. Persons needing advice should consult an independent financial adviser.

The distribution of this announcement and the offering, placing and/or issue of the New Ordinary Shares in certain jurisdictions may be restricted by law. No action has been taken by the Company or any of its affiliates, agents, directors, officers or employees that that would permit an offer of the New Ordinary Shares or possession or distribution of this announcement or any other offering or publicity material relating to such New Ordinary Shares in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required by the Company to inform themselves about and to observe any such restrictions.

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Certain statements contained in this announcement constitute "forward-looking statements" with respect to the financial condition, performance, strategic initiatives, objectives, results of operations and business of the Company. All statements other than statements of historical facts included in this announcement are, or may be deemed to be, forward-looking statements. Without limitation, any statements preceded or followed by or that include the words "targets", "plans", "believes", "expects", "aims", "intends", "anticipates", "estimates", "projects", "will", "may", "would", "could" or "should", or words or terms of similar substance or the negative thereof, are forward-looking statements. Forward-looking statements include statements relating to the following: (i) future capital expenditures, expenses, revenues, earnings, synergies, economic performance, indebtedness, financial condition, dividend policy, losses and future prospects; and (ii) business and management strategies and the expansion and growth of the Company's operations. Such forward-looking statements involve risks and uncertainties that could significantly affect expected results and are based on certain key assumptions. Many factors could cause actual results, performance or achievements to differ materially from those projected or implied in any forward-looking statements. The important factors that could cause the Company's actual results, performance or achievements to differ materially from those in the forward-looking statements include, among others, the macroeconomic and other impacts of COVID-19, economic and business cycles, the terms and conditions of the Company's financing arrangements, foreign currency rate fluctuations, competition in the Company's principal markets, acquisitions or disposals of businesses or assets and trends in the Company's principal industries. Due to such uncertainties and risks, readers are cautioned not to place undue reliance on such forward-looking statements, which speak only as of the date hereof. In light of these risks, uncertainties and assumptions, the events described in the forward-looking statements in this announcement may not occur. The forward-looking statements contained in this announcement speak only as of the date of this announcement. The Company and its directors each expressly disclaim any obligation or undertaking to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, unless required to do so by applicable law or regulation, the Listing Rules, the Market Abuse Regulation, the Disclosure Guidance and Transparency Rules, the rules of the London Stock Exchange or the UK Financial Conduct Authority.

Any indication in this announcement of the price at which ordinary shares have been bought or sold in the past cannot be relied upon as a guide to future performance. No statement in this announcement is intended as a profit forecast or estimate for any period and no statement in this announcement should be interpreted to mean that earnings, earnings per share or income, cash flow from operations or free cash flow for the Company, as appropriate, for the current or future years would necessarily match or exceed the historical published earnings, earnings per share or income, cash flow from operations or free cash flow for the Company.

Neither the content of the Company's website (or any other website) nor the content of any website accessible from hyperlinks on the Company's website (or any other website) is incorporated into or forms part of this announcement. The New Ordinary Shares to be issued or sold pursuant to the PrimaryBid Offer will not be admitted to trading on any stock exchange other than the London Stock Exchange.

Investors should read the Prospectus before making any investment decision. Investors should not subscribe for any shares referred to in this document except on the basis of the information contained in the Prospectus. In particular, before purchasing any securities or otherwise investing in the Company, persons viewing this document should ensure that they fully understand and accept the risks that are set out in the Prospectus. Investors should make their own investigations into the merits of an investment in the Company. Nothing in this announcement amounts to a recommendation to invest in the Company or amounts to investment, taxation or legal advice.

It should be noted that a subscription for New Ordinary Shares and investment in the Company carries a number of risks. Investors should consider the risk factors set out on PrimaryBid.com before making a decision to subscribe for New Ordinary Shares. Investors should take independent advice from a person experienced in advising on investment in securities such as the New Ordinary Shares if they are in any doubt.

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