SECURITIES AND FUTURES ACT (CAP. 289)
SECURITIES AND FUTURES (DISCLOSURE OF INTERESTS) REGULATIONS 2012

NOTIFICATION FORM FOR SHAREHOLDER(S) OF UNLISTED TRUSTEE-MANAGER OR RESPONSIBLE PERSON

FORM **5** (Electronic Format)

Explanatory Notes

1. Please read the explanatory notes carefully before completing this notification form.
2. This form is for a Shareholder(s) of an unlisted Trustee-Manager or Responsible Person to give notice under section 137P or 137ZA of the Securities and Futures Act (Cap. 289) (the "SFA") for change in interests in the Trustee-Manager or Responsible Person, as the case may be.
3. This Form 5 and a separate Form C, containing the particulars and contact details of the Shareholder(s), must be completed by the Shareholder(s) or a person duly authorised by the Shareholder(s) to do so. The person so authorised should maintain records of information furnished to him by the Shareholder(s).
4. This form and Form C, are to be completed electronically and sent to the Trustee-Manager or Responsible Person via an electronic medium such as an e-mail attachment. The Trustee-Manager/Responsible Person will attach both forms to the prescribed SGXNet announcement template for dissemination under section 137R(1) or 137ZC(1) of the SFA, as the case may be. While Form C will be attached to the announcement template, it will not be disseminated to the public and is made available only to the Monetary Authority of Singapore (the "Authority").
5. Where a transaction results in similar notifiable obligations on the part of more than one Shareholder, all of these Shareholders may give notice using the same notification form.
6. Subject to paragraph 5, a separate notification form must be used by a Shareholder for each notifiable transaction. There must be no netting-off of two or more notifiable transactions even if they occur within the same day.
7. All applicable parts of the notification form must be completed. If there is insufficient space for your answers, please include attachment(s) by clicking on the paper clip icon on the bottom left-hand corner or in item 8 of Part II. The total file size for all attachment(s) should not exceed 1MB.
8. Except for item 1 of Part III, please select only one option from the relevant check boxes.
9. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
10. In this form, the term "Listed Issuer" refers to -
    (a) a registered business trust (as defined in the Business Trusts Act (Cap. 31A)) any or all of the units in which are listed for quotation on the official list of a securities exchange;
    (b) a recognised business trust any or all of the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing; or
    (c) a collective investment scheme that is a trust, that invests primarily in real estate and real estate-related assets specified by the Authority in the Code on Collective Investment Schemes, and any or all the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing ("Real Estate Investment Trust").
11. For further instructions and guidance on how to complete this notification form, please refer to section 8 of the User Guide on Electronic Notification Forms which can be accessed at the Authority's Internet website at http://www.mas.gov.sg (under "Regulations and Financial Stability", "Regulations, Guidance and Licensing, "Securities, Futures and Fund Management", "Forms", "Disclosure of Interests").

Export XML

Part I - General

1. Name of Listed Issuer:

Suntec Real Estate Investment Trust ("Suntec REIT")

2. Type of Listed Issuer:

- [ ] Registered/Recognised Business Trust
- [x] Real Estate Investment Trust

3. Name of Trustee-Manager/Responsible Person:

ARA Trust Management (Suntec) Limited (the "Suntec REIT Manager")

4. Date of notification to Trustee-Manager/Responsible Person:

13-Apr-2017

Part II - Shareholder(s) details

Shareholder A

1. Name of Shareholder:

Straits Equities Holdings (One) Pte. Ltd ("SE1")

2. Date of acquisition of or change in interest:

12-Apr-2017

3. Date on which Shareholder became aware of the acquisition of, or change in, interest (*if different from item 2 above, please specify the date*):

12-Apr-2017

4. Explanation (*if the date of becoming aware is different from the date of acquisition of, or change in, interest*):

N/A

5. Quantum of total voting shares (*including voting shares underlying rights/options/warrants/ convertible debentures {conversion price known}*) held by Shareholder before and after the transaction:

Immediately before the transaction	*Direct Interest*	*Deemed Interest*	*Total*
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0
As a percentage of total no. of voting shares:	0	0	0
Immediately after the transaction	*Direct Interest*	*Deemed Interest*	*Total*
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	1,000,000	1,000,000
As a percentage of total no. of voting shares:	0	100	100

6. Circumstances giving rise to deemed interests (*if the interest is such*):
[You may attach a chart in item 8 to illustrate how the Shareholder's deemed interest arises]

Please see paragraph 7 below.

7. Relationship between the Shareholders giving notice in this form:
[You may attach a chart in item 8 to show the relationship between the Shareholders]

Pursuant to the Scheme (as defined in the Scheme Document issued by ARA Asset Management Limited ("ARA")

dated 28 February 2017 (the "Scheme Document")) and the transfer of the Rollover Shares (as defined in the Scheme Document), Athena Investment Company (Cayman) Limited ("BidCo") has acquired 997,278,289 shares in ARA, representing 100 per cent. of the issued and paid-up share capital of ARA. BidCo is a wholly-owned subsidiary of Athena Investment Company (Singapore) Pte. Limited ("HoldCo").

The transfer of the Rollover Shares included, amongst others, (i) a transfer of 100,241,000 shares in ARA from SE1, in exchange for cash and shares in HoldCo; and (ii) a transfer of 100,241,000 shares in ARA from Straits Equities Holdings (Two) Pte. Ltd. ("SE2"), in exchange for cash and shares in HoldCo. SE2 has nominated SE1 to receive SE2's shares in HoldCo to which it is entitled pursuant to the Rollover Agreement (as defined in the Scheme Document).

Following completion of the Scheme and the Rollover Agreement (as defined in the Scheme Document), ARA has become a wholly-owned subsidiary of BidCo. As HoldCo holds 100 per cent. of the voting rights of BidCo, which in turn holds 100 per cent. of the voting rights of ARA, which in turn holds 100 per cent. of the voting rights of the Suntec REIT Manager, each of HoldCo and BidCo has a deemed interest in ARA's 1,000,000 shares in the Suntec REIT Manager, representing 100 per cent. of the issued and paid-up share capital of the Suntec REIT Manager.

SE1 holds more than 20 per cent. of the voting rights of HoldCo. By virtue of this, through HoldCo, SE1 has a deemed interest in ARA's 1,000,000 shares in the Suntec REIT Manager, representing 100 per cent. of the issued and paid-up share capital of the Suntec REIT Manager.

8. Attachments (*if any*):

(The total file size for all attachment(s) should not exceed 1MB.)

9. If this is a **replacement** of an earlier notification, please provide:

(a) SGXNet announcement reference of the **first** notification which was announced on SGXNet (*the "Initial Announcement"*):

(b) Date of the Initial Announcement:

(c) 15-digit transaction reference number of the relevant transaction in the Form 5 which was attached in the Initial Announcement:

10. Remarks (*if any*):

N/A

Part III - Transaction Details

1. Type of securities which are the subject of the transaction *(more than one option may be chosen):*

- [x] Voting shares
- [ ] Rights/Options/Warrants over voting shares
- [ ] Convertible debentures over voting shares (*conversion price known*)
- [ ] Others (*please specify*):

2. Number of shares, rights, options, warrants, and/or principal amount of convertible debentures acquired or disposed by Shareholder(s):

Please see paragraph 4 below.

3. Amount of consideration paid or received by Shareholder(s) *(excluding brokerage and stamp duties)*:

Please see paragraph 4 below.

4. Circumstance giving rise to the interest or change in interest *(please specify)*:

Pursuant to the Rollover Agreement (as defined in the Scheme Document dated 28 February 2017), SE1 transferred 100,241,000 shares in ARA to Athena Investment Company (Cayman) Limited for an aggregate consideration of S $178,428,980, of which S$24,105,482 was paid in cash and S$154,323,498 was utilised to subscribe for 154,323,498 shares in the HoldCo. SE2 has nominated SE1 to receive SE2's 154,323,499 shares in HoldCo.

Item 5 is to be completed by an individual submitting this notification form on behalf of the Shareholder(s).

5. Particulars of Individual submitting this notification form to the Trustee-Manager/Responsible Person:

(a) Name of Individual:

Aldric Tan Jee Wei

(b) Designation (*if applicable*):

Company Secretary

(c) Name of entity (*if applicable*):

The Straits Trading Company

Transaction Reference Number (auto-generated):

6	5	1	6	5	3	2	4	8	7	2	7	2	4	5