

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

**NOTIFICATION FORM FOR SUBSTANTIAL
SHAREHOLDER(S)/UNITHOLDER(S) IN RESPECT OF INTERESTS IN**

FORM

3

(Electronic Format)

Explanatory Notes

1. Please read the explanatory notes carefully before completing the notification form.
2. This form is for a Substantial Shareholder(s)/Unitholder(s) to give notice under section 135, 136, 137, 137J (as applicable to sections 135, 136 and 137) or 137U (as applicable to sections 135, 136 and 137) of the Securities and Futures Act (the "SFA").
3. This electronic Form 3 and a separate Form C, containing the particulars and contact details of the Substantial Shareholder(s)/Unitholder(s), must be completed by the Substantial Shareholder(s)/Unitholder(s) or a person duly authorised by the Substantial Shareholder(s)/Unitholder(s) to do so. The person so authorised should maintain records of information furnished to him by the Substantial Shareholder(s)/Unitholder(s).
4. This form and Form C, are to be completed electronically and sent to the Listed Issuer via an electronic medium such as an e-mail attachment. The Listed Issuer will attach both forms to the prescribed SGXNet announcement template for dissemination as required under section 137G(1), 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 Substantial Shareholder/Unitholder, all of these Substantial Shareholders/Unitholders may give notice using the same notification form.
6. A single form may be used by a Substantial Shareholder/Unitholder for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of becoming aware of the earliest 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 the paper clip icon on the bottom left-hand corner or in item 11 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
8. Except for item 5 of Part II and item 1 of Part IV, 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 company incorporated in Singapore any or all of the shares in which are listed for quotation on the official list of a securities exchange;
 - (b) a corporation (not being a company incorporated in Singapore, or a collective investment scheme constituted as a corporation) any or all of the shares in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing;

- (c) 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;
 - (d) 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
 - (e) 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 7 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").

Part I - General

1. Name of Listed Issuer:

17LIVE Group Limited (the "Company")

2. Type of Listed Issuer:

- Company/Corporation
 Registered/Recognised Business Trust
 Real Estate Investment Trust

3. Is more than one Substantial Shareholder/Unitholder giving notice in this form?

- No (*Please proceed to complete Part II*)
 Yes (*Please proceed to complete Parts III & IV*)

4. Date of notification to Listed Issuer:

11-Dec-2023

Part II - Substantial Shareholder/Unitholder and Transaction(s) Details

[To be used for single Substantial Shareholder/Unitholder to give notice]

1. Name of Substantial Shareholder/Unitholder:

Temasek Holdings (Private) Limited

2. Is Substantial Shareholder/Unitholder a fund manager or a person whose interest in the securities of the Listed Issuer are held solely through fund manager(s)?

Yes

No

Transaction **A**

1. Notification in respect of:

Becoming a Substantial Shareholder/Unitholder

Change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder

Ceasing to be a Substantial Shareholder/Unitholder

2. Date of acquisition of or change in interest:

07-Dec-2023

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

07-Dec-2023

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

N/A

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

Voting shares/units

Rights/Options/Warrants over voting shares/units

Convertible debentures over voting shares/units (conversion price known)

Others (please specify):

6. Number of shares, units, rights, options, warrants and/or principal amount of convertible debentures acquired or disposed of by Substantial Shareholder/Unitholder:

30,674,496 (please refer to 8. below for details)

7. Amount of consideration paid or received by Substantial Shareholder/Unitholder (excluding brokerage and stamp duties):

Nil

8. Circumstance giving rise to the interest or change in interest:

Acquisition of:

- Securities via market transaction
- Securities via off-market transaction (*e.g. married deals*)
- Securities via physical settlement of derivatives or other securities
- Securities pursuant to rights issue
- Securities via a placement
- Securities following conversion/exercise of rights, options, warrants or other convertibles

Disposal of:

- Securities via market transaction
- Securities via off-market transaction (*e.g. married deals*)

Other circumstances:

- Acceptance of take-over offer for the Listed Issuer
- Corporate action by the Listed Issuer which Substantial Shareholder/Unitholder did not participate in (*please specify*):

- Others (*please specify*):

Pursuant to Completion (as defined in the Company's circular to shareholders dated 9 November 2023 (the "Circular")), Venezia, the Vertex Funds, Innoven and Pavilion (each as defined below) acquired an aggregate of 30,674,496 Shares (as defined below) on the Completion Date (as defined in the Circular).

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

<i>Immediately before the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	14,600,000	14,600,000
As a percentage of total no. of voting shares/units: ⓘ	0	35.09	35.09
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	45,274,496	45,274,496
As a percentage of total no. of voting shares/units: ⓘ	0	22.26	22.26


10. Circumstances giving rise to deemed interests (if the interest is such):
 [You may attach a chart in item 11 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

Temasek Holdings (Private) Limited's ("Temasek") deemed interest arises from the aggregate of the interests of Venezio Investments Pte. Ltd. ("Venezio"), Fullerton Fund Management Company Ltd. ("FFMC"), Vertex Co-Investment Fund Pte. Ltd ("Vertex SPV"), Vertex Legacy Continuation Fund Pte. Ltd., Vertex Ventures SEA Fund III Pte. Ltd. and Vertex Growth Fund Pte. Ltd. (together, the "Vertex Funds"), Innoven Capital Singapore Pte. Ltd. ("Innoven") and Pav Investments Pte. Ltd. ("Pavilion") as follows:

(1) Temasek's deemed interest arising from Venezio:	3.24%
<ul style="list-style-type: none"> (i) Venezio has an interest in 3.24% of ordinary shares in the Company ("Shares"). (ii) Venezio is a wholly-owned subsidiary of Napier Investments Pte. Ltd. ("Napier"). (iii) Napier is a wholly-owned subsidiary of Tembusu Capital Pte. Ltd. ("Tembusu"). (iv) Tembusu is a wholly-owned subsidiary of Temasek. 	
(2) Temasek's deemed interest arising from FFMC:	1.27%
<ul style="list-style-type: none"> (i) FFMC has an interest in 1.27% of Shares. (ii) FFMC is a wholly-owned subsidiary of FFMC Holdings Pte. Ltd. ("FFMCH"). (iii) Seviara Holdings Pte. Ltd. ("Seviara") holds 51.0% of shares in FFMCH. (iv) Seviara is a wholly-owned subsidiary of Pilatus Investments Pte. Ltd. ("Pilatus"). (v) Pilatus is a wholly-owned subsidiary of Tembusu. (vi) Tembusu is a wholly-owned subsidiary of Temasek. 	
(3) Temasek's deemed interest arising from Vertex SPV:	2.95%
<ul style="list-style-type: none"> (i) Vertex SPV has an interest in 2.95% of Shares. (ii) Vertex SPV is a wholly-owned subsidiary of Vertex Master Fund I Pte. Ltd. ("VMFI"). (iii) VMFI is a wholly-owned subsidiary of Vertex Venture Holdings Ltd (the "Sponsor"). (iv) The Sponsor is a wholly-owned subsidiary of Ellensburg Holding Pte. Ltd. ("Ellensburg"). (v) Ellensburg is a wholly-owned subsidiary of Fullerton (Private) Limited ("Fullerton"). (vi) Fullerton is a wholly-owned subsidiary of Temasek. 	
(4) Temasek's deemed interest arising from the Vertex Funds:	11.82%
<ul style="list-style-type: none"> (i) The Vertex Funds collectively have an interest in 11.82% of Shares. (ii) The Sponsor has invested in 17LIVE Inc. (the "Target Company") through the Vertex Funds. Accordingly, the Sponsor is deemed to be interested in the Shares held by the Vertex Funds. (iii) The Sponsor is a wholly-owned subsidiary of Ellensburg. (iv) Ellensburg is a wholly-owned subsidiary of Fullerton. (v) Fullerton is a wholly-owned subsidiary of Temasek. 	
(5) Temasek's deemed interest arising from Innoven:	0.13%
<ul style="list-style-type: none"> (i) Innoven has an interest in 0.13% of Shares. (ii) Innoven is a wholly-owned subsidiary of Innoven Capital Pte. Ltd. ("Innoven Capital"). (iii) Seviara holds 50.0% of shares in Innoven Capital. (iv) Seviara is a wholly-owned subsidiary of Pilatus. (v) Pilatus is a wholly-owned subsidiary of Tembusu. (vi) Tembusu is a wholly-owned subsidiary of Temasek. 	
(6) Temasek's deemed interest arising from Pavilion:	2.82%
<ul style="list-style-type: none"> (i) Pavilion has an interest in 2.82% of Shares. (ii) Pavilion is an indirect wholly-owned subsidiary of Pavilion Capital Holdings Pte. Ltd. ("PCH"). (iii) PCH is an indirectly wholly-owned subsidiary of Temasek. 	
Total:	22.26%
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Venezio is a Temasek investment holding company.

Each of FFMC, Seviara, Vertex SPV, the Vertex Funds, the Sponsor, Innoven and Pavilion is an independently managed Temasek portfolio company. Temasek is not involved in the business or operational decisions of these entities, including their decisions in relation to the Company.

11. Attachments (if any): 



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

12. 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"*):

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(b) Date of the Initial Announcement:

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(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:

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13. Remarks (*if any*):

The percentage of interest immediately before the change is calculated on the basis of 41,606,000 Shares.

The percentage of interest immediately after the change is calculated on the basis of 203,387,631 Shares, being the total issued Share capital of the Company as at 7 December 2023.

In this Notice, figures are rounded down to the nearest 0.01%. Any discrepancies in aggregated figures are due to rounding.

Transaction Reference Number (auto-generated):

1	3	1	9	1	8	2	4	5	5	5	2	3	8	6
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Item 14 is to be completed by an individual submitting this notification form on behalf of the Substantial Shareholder/Unitholder.

14. Particulars of Individual submitting this notification form to the Listed Issuer:

(a) Name of Individual:

Phang Liying

(b) Designation (*if applicable*):

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

Temasek Holdings (Private) Limited
