### 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

**3** (Electronic Format)

FORM

#### **Explanatory Notes**

- 1. Please read the explanatory notes carefully before completing the notification form.
- 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 estaterelated 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:

BHG Retail REIT

2. Type of Listed Issuer:

Company/Corporation

Registered/Recognised Business Trust

✓ Real Estate Investment Trust

Name of Trustee-Manager/Responsible Person:

BHG Retail Trust Management Pte. Ltd.

- 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:

27-Nov-2020

	Part III - Substantial Sh	areholder(s)/Un	itholder(s) Detai	ls
[To	be used for multiple Substantial Sha	reholders/Unithold	ders to give notice]	
Sub	stantial Shareholder/Unitholder A			
1.	Name of Substantial Shareholder/I	Unitholder:		
	Beijing Hualian Department Store Co., Lto			]
2.	Is Substantial Shareholder/Unithe securities of the Listed Issuer are h		• .	」 vhose interest in the
3.	Notification in respect of:			
0.	Becoming a Substantial Sharehold	ler/Unitholder		
	Change in the percentage level of		maining a Substantia	I Shareholder/Unitholder
	Ceasing to be a Substantial Share		9	
4.	Date of acquisition of or change in	interest:		
	09-Oct-2020			
5.	Date on which Substantial Shareho change in, interest (1) ( <i>if different</i>			•
	27-Nov-2020			
6.	Explanation ( <i>if the date of becomin change in, interest</i> ):	ng aware is differe	ent from the date of	acquisition of, or the
	Reference is made to the announcement substantial unitholders arising from the a Management Pte. Ltd. ("BHM SCM")("the wholly-owns BHM SCM. BHDS became av interest in Units arising from the transact	equisition of units by transaction"). Beijing vare on 27 November	Beijing Hualian Mall (S Hualian Department S 2020 that its aggrega	Singapore) Commercial tore Co., Ltd. ("BHDS") te percentage deemed
7.	Quantum of total voting shar rights/options/warrants/convertible Shareholder/Unitholder before and	debentures {conv	ersion price known	
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or erlying the ts/options/warrants/convertible debentures:	0	24,845,639	24,845,639
	a percentage of total no. of voting res/ເ①::	0	4.9	4.9
	Immediately after the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or erlying the rights/options/warrants/ vertible debentures :	0	28,547,439	28,547,439

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As a percentage of total no. of voting

8.	Circumstances giving rise to deemed interests ( <i>if the interest is such</i> ): [You may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]
	Beijing Hualian Department Store Co., Ltd. ("BHDS") wholly owns Beijing Hualian Mall (Singapore) Commercial Management Pte. Ltd. ("BHM SCM") and is deemed interested in the 11,197,200 Units owned by BHM SCM.
	BHM SCM in turn wholly-owned BHG Mall (Singapore) Property Management Pte Ltd ("PM") and BHG Retail Trust Management Pte Ltd ("RM"). Accordingly, BHDS is deemed interested in the 5,247,883 Units owned by the PM and the 8,400,556 Units owned by the RM.
	As such, prior to the transaction entered into by BHM SCM to acquire 3,701,800 Units, BHDS was deemed interested in BHM SCM, the PM and the RM's aggregate holdings of 24,845,639 Units, representing approximately 4.9% of the total issued Units.
	Following the acquisition by BHM SCM of 3,701,800 Units, BHDS is deemed interested in an aggregate of 28,547,439 Units, representing 5.6% of the total issued Units.
9.	Relationship between the Substantial Shareholders/Unitholders giving notice in this form: [You may attach a chart in item 10 to show the relationship between the Substantial Shareholders/Unitholders]
	Beijing Hualian Department Store Co., Ltd. ("BHDS") wholly owns Beijing Hualian Mall (Singapore) Commercial Management Pte. Ltd. ("BHM SCM").
10.	Attachments ( <i>if any</i> ): 🕥
	(The total file size for all attachment(s) should not exceed 1MB.)
11.	If this is a replacement of an earlier notification, please provide:
	<ul> <li>(a) SGXNet announcement reference of the <u>first</u> notification which was announced on SGXNet (<i>the "Initial Announcement"</i>):</li> </ul>
	(b) Date of the Initial Announcement:
	(c) 15-digit transaction reference number of the relevant transaction in the Form 3
	which was attached in the Initial Announcement:
12.	Remarks ( <i>if any</i> ):
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<u>300</u>	ostantial Shareholder/Unitholder B
1.	Name of Substantial Shareholder/Unitholder:
	Beijing Hualian Mall (Singapore) Commercial Management Pte. Ltd.

- 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
- 3. 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
- 4. Date of acquisition of or change in interest:

09-Oct-2020

5. Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the change in, interest (if different from item 4 above, please specify the date):

27-Nov-2020

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

Reference is made to the announcement made on 12 October 2020 on the disclosure of interest by substantial unitholders arising from the acquisition of units by Beijing Hualian Mall (Singapore) Commercial Management Pte. Ltd. ("BHM SCM")("the transaction"). BHM SCM became aware on 27 November 2020 that the transaction resulted in it becoming a substantial unitholder.

7. 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:

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	11,197,200	13,648,439	24,845,639
As a percentage of total no. of voting shares/():	2.2	2.7	4.9
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	14,899,000	13,648,439	28,547,439
As a percentage of total no. of voting shares/	2.9	2.7	5.6

8. Circumstances giving rise to deemed interests (*if the interest is such*): [You may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises] Beijing Hualian Mall (Singapore) Commercial Management Pte. Ltd. ("BHM SCM") wholly owns BHG Mall (Singapore) Property Management Pte Ltd ("PM") and BHG Retail Trust Management Pte Ltd ("RM"). Accordingly, BHM SCM is deemed interested in the 5,247,883 Units owned by the PM and the 8,400,556 Units owned by the RM.

As such, prior to and after the transaction entered into by BHM SCM to acquire 3,701,800 Units, BHM SCM was deemed interested in the PM and the RM's aggregate holdings of 13,648,439 Units, representing approximately 2.7% of the total issued Units.

9. Relationship between the Substantial Shareholders/Unitholders giving notice in this form: [You may attach a chart in item 10 to show the relationship between the Substantial Shareholders/Unitholders]

Beijing Hualian Department Store Co., Ltd. ("BHDS") wholly owns Beijing Hualian Mall (Singapore) Commercial Management Pte. Ltd. ("BHM SCM").

10. Attachments (if any): 🕤

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

- 11. If this is a **replacement** of an earlier notification, please provide:
  - (a) SGXNet announcement reference of the <u>first</u> 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 3 which was attached in the Initial Announcement:

12. Remarks (if any):

# Part IV - Transaction details

1.	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):
2.	Number of shares, units, rights, options, warrants and/or principal amount of convertible debentures acquired or disposed of by Substantial Shareholders/Unitholders:
	3,701,800
3.	Amount of consideration paid or received by Substantial Shareholders/Unitholders ( <i>excluding brokerage and stamp duties</i> ):
	S\$0.56 per Unit
4.	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 ( <i>e.g. married deals</i> )
	Other circumstances:
	Acceptance of take-over offer for the Listed Issuer
	Corporate action by the Listed Issuer which Substantial Shareholders/Unitholders did not participate in ( <i>please specify</i> ):
	Others (please specify):

Item 5 is to be completed by an individual submitting this notification form on behalf of the Substantial Shareholders/Unitholders.

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

(a) Name of Individual:

Zhou Jianjun

(b) Designation (*if applicable*):

Company Secretary

(c) Name of entity (*if applicable*): Beijing Hualian Department Store Co., Ltd.

# Transaction Reference Number (auto-generated):

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