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 SECURITIES

FORM **3** (Electronic Format)

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 Name of Listed Issuer: 1. ARA US Hospitality Trust (see paragraph 12 of Part III below) 2. Type of Listed Issuer: Company/Corporation Registered/Recognised Business Trust Real Estate Investment Trust Name of Trustee-Manager/Responsible Person: ARA Trust Management (USH) Pte. Ltd. (see paragraph 12 of Part III below) 3. Is more than one Substantial Shareholder/Unitholder giving notice in this form? (Please proceed to complete Part II) No ✓ Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer: 4. 28-Jun-2019

	Part III - Substantial Sh	areholder(s)/Un	itholder(s) Detai	ls						
[To l	be used for multiple Substantial Sha									
Sub	stantial Shareholder/Unitholder A									
1. Name of Substantial Shareholder/Unitholder:										
	Straits Equities Holdings (One) 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)?									
3.	Notification in respect of:									
	Becoming a Substantial Sharehold	ler/Unitholder								
	\checkmark Change in the percentage level of	interest while still re	maining a Substantia	I Shareholder/Unitholder						
	Ceasing to be a Substantial Share	holder/Unitholder								
4.	Date of acquisition of or change in	interest:								
	26-Jun-2019									
5.	Date on which Substantial Shareho change in, interest (if different			•						
	26-Jun-2019									
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						
	N.A.									
7.	Quantum of total voting shares/un warrants/convertible debentures { Unitholder before and after the tran	conversion price k	•							
	Immediately before the transaction	Direct Interest	Deemed Interest	Total						
und	of voting shares/units held and/or erlying the rights/options/warrants/ vertible debentures:	0	44,391,700	44,391,700						
As a unit	a percentage of total no. of voting shares/ s:	0	7.84	7.84						
	Immediately after the transaction	Direct Interest	Deemed Interest	Total						

0

0

53,750,000

9.5

53,750,000

9.5

1

units:

convertible debentures :

No. of voting shares/units held and/or

underlying the rights/options/warrants/

As a percentage of total no. of voting shares/

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]
	ARA Real Estate Investors 23 Pte. Ltd. (the "Sponsor") is a wholly-owned subsidiary of ARA RE Investment Group (Singapore) Pte. Ltd., which in turn is a wholly-owned subsidiary of ARA Asset Management Limited, which in turn is a wholly-owned subsidiary of ARA Investment (Cayman) Limited, which in turn is a wholly- owned subsidiary of ARA Asset Management Holdings Pte. Ltd.
	Straits Equities Holdings (One) Pte. Ltd. in turn holds 20.95% of the voting rights of ARA Asset Management Holdings Pte. Ltd. Straits Equities Holdings (One) Pte. Ltd. is in turn a wholly-owned subsidiary of The Straits Trading Company Limited. By virtue of the foregoing, each of Straits Equities Holdings (One) Pte. Ltd. and The Straits Trading Company Limited has a deemed interest in the Sponsor's interest in the Stapled Securities.

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]

See paragraph 8 of Substantial Shareholder/Unitholder A.

10. Attachments (*if any*):

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

- If this is a **replacement** of an earlier notification, please provide: 11.
 - SGXNet announcement reference of the first notification which was announced (a) on SGXNet (the "Initial Announcement"):

1			1					

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

Remarks (if any): 12.

The listed issuer, ARA US Hospitality Trust, is a stapled group comprising ARA US Hospitality Property Trust ("ARA H-REIT") and ARA US Hospitality Management Trust ("ARA H-BT"). Each Stapled Security comprises one unit in ARA H-REIT stapled to one unit in ARA H-BT. ARA H-REIT is managed by ARA Trust Management (USH) Pte. Ltd. while ARA H-BT is managed by ARA Business Trust Management (USH) Pte. Ltd.

The percentage of stapled securityholding set out above is calculated on the basis of 565,909,000 Stapled Securities currently in issue.

In connection with the initial public offering of ARA US Hospitality Trust, DBS Bank Ltd. is the Sole Issue Manager. DBS Bank Ltd., Oversea-Chinese Banking Corporation Limited and United Overseas Bank Limited are the Joint Financial Advisers and Joint Global Coordinators. DBS Bank Ltd., Oversea-Chinese Banking Corporation Limited, United Overseas Bank Limited and Credit Suisse (Singapore) Limited are the Joint Bookrunners and Underwriters.

Substantial Shareholder/Unitholder B

1.	Name of Substantial Shareholder/Unitholder:
	The Straits Trading Company 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
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: 26-Jun-2019
5.	Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the change in, interest (<i>if different from item 4 above, please specify the date</i>): 26-Jun-2019

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

N.A.			

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:	0	44,391,700	44,391,700
As a percentage of total no. of voting shares/ units:	0	7.84	7.84
Immediately after the transaction	Direct Interest	Deemed Interest	Tatal
ininioulatory after the transaction	Direct initerest	Deemed interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	0	53,750,000	53,750,000

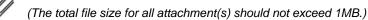
8. Circumstances giving rise to deemed interests (*if the interest is such*): [You may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

See paragraph 8 of Substantial Shareholder/Unitholder A.

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]

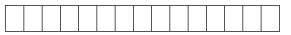
See paragraph 8 of Substantial Shareholder/Unitholder A.

10. Attachments (if any):



- 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):

The listed issuer, ARA US Hospitality Trust, is a stapled group comprising ARA H-REIT and ARA H-BT. Each Stapled Security comprises one unit in ARA H-REIT stapled to one unit in ARA H-BT. ARA H-REIT is managed by ARA Trust Management (USH) Pte. Ltd. while ARA H-BT is managed by ARA Business Trust Management (USH) Pte. Ltd.

The percentage of stapled securityholding set out above is calculated on the basis of 565,909,000 Stapled Securities currently in issue.

In connection with the initial public offering of ARA US Hospitality Trust, DBS Bank Ltd. is the Sole Issue Manager. DBS Bank Ltd., Oversea-Chinese Banking Corporation Limited and United Overseas Bank Limited are the Joint Financial Advisers and Joint Global Coordinators. DBS Bank Ltd., Oversea-Chinese Banking Corporation Limited, United Overseas Bank Limited and Credit Suisse (Singapore) Limited are the Joint Bookrunners and Underwriters.

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 (<i>conversion price known</i>)
	Others (<i>please specify</i>):
2.	Number of shares, units, rights, options, warrants and/or principal amount of convertible debentures acquired or disposed of by Substantial Shareholders/Unitholders:
	9,358,300 Stapled Securities
3.	Amount of consideration paid or received by Substantial Shareholders/Unitholders (<i>excluding brokerage and stamp duties</i>):
	US\$0.890 per Stapled Security
4.	Circumstance giving rise to the interest or change in interest:
	Acquisition of:
	Securities via market transaction
	Securities via off-market transaction (<i>e.g. married deals</i>)
	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:

Aldric Tan Jee Wei

(b) Designation (*if applicable*):

Company Secretary

(c) Name of entity (*if applicable*): The Straits Trading Company Limited

Transaction Reference Number (auto-generated):