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.
- 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 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:
Suntec Real Estate Investment Trust
Type of Listed Issuer: Company/Corporation
Registered/Recognised Business Trust
✓ Real Estate Investment Trust
Name of Trustee-Manager/Responsible Person:
ARA Trust Management (Suntec) Limited
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)
Date of notification to Listed Issuer:
06-May-2019
es may zer.

Part III - Substantial Shareholder(s)/Unitholder(s) Details

[To be used for multiple Substantial Shareholders/Unitholders to give notice]

Substantial Shareholder/Unitholder 🖊



Sub	stantial Shareholder/Unitholder A			
1.	Name of Substantial Shareholder/	Unitholder:		
	Alexandrite Gem Holdings Limited			
2.	Is Substantial Shareholder/Unithous securities of the Listed Issuer are I			vhose interest in the
	✓ No			
3.	Notification in respect of:			
	☐ Becoming a Substantial Sharehold	der/Unitholder		
	\checkmark Change in the percentage level of	interest while still re	maining a Substantia	Shareholder/Unitholde
	Ceasing to be a Substantial Share	holder/Unitholder		
4.	Date of acquisition of or change in	interest:		
	06-May-2019			
5.	Date on which Substantial Shareh change in, interest (if different			
	06-May-2019			
6.	Explanation (if the date of becoming change in, interest):	ng aware is differe	ent from the date of	acquisition of, or the
7.	Quantum of total voting shares/un warrants/convertible debentures {u} Unitholder before and after the train	conversion price k		
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
No.	of voting shares/units held and/or	0	194,298,621	194,298,621

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	194,298,621	194,298,621
As a percentage of total no. of voting shares/units:	0	7.24	7.24
Immediately after the transaction	Direct Interest	Deemed Interest	Total
Immediately after the transaction No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	Direct Interest	Deemed Interest 194,298,621	Total 194,298,621

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]

Following the Private Placement of 111,111,000 New Units at an Issue Price of S\$1.80 per New Unit, as announced by Suntec Real Estate Investment Trust ("Suntec REIT") on 25 April 2019, the number of units in issue increased from 2,683,541,797 on 5 May 2019 to 2,794,652,797 on 6 May 2019.

ARA RE Investment Group Limited holds 100% of the shares of ARA Investors II Limited, ARA Real Estate Investors XII Limited and ARA Real Estate Investors XIII Limited. ARA RE Investment Group (Singapore) Pte. Ltd. holds 100% of the shares of ARA RE Investment Group Limited. ARA Asset Management Limited holds 100% of the shares of ARA RE Investment Group (Singapore) Pte Ltd and ARA Trust Management (Suntec) Limited. ARA Investment (Cayman) Limited holds 100% of the shares of ARA Asset Management Limited. ARA Asset Management Holdings Pte. Ltd. holds 100% of the shares of ARA Investment (Cayman) Limited.

Accordingly, ARA RE Investment Group Limited and ARA RE Investment Group (Singapore) Pte. Ltd. are therefore deemed to be interested in the units in Suntec REIT held by each of ARA Investors II Limited, ARA Real Estate Investors XII Limited and ARA Real Estate Investors XIII Limited; and ARA Asset Management Limited, ARA Investment (Cayman) Limited and ARA Asset Management Holdings Pte. Ltd. are therefore deemed to be interested in the units in Suntec REIT held by each of ARA Investors II Limited, ARA Real Estate Investors XII Limited, ARA Real Estate Investors XIII Limited, ARA Real Estate Investors XIII Limited, ARA Real Estate Investors XIII Limited and ARA Trust Management (Suntec) Limited.

Alexandrite Gem Holdings Limited ("AGHL") holds more than 20 per cent. of the voting rights of ARA Asset Management Holdings Pte. Ltd.. By virtue of Section 4(5) of the Securities and Futures Act (Chapter 298 of Singapore), AGHL, through ARA Asset Management Holdings Pte. Ltd., is deemed interested in all the units in Suntec REIT which ARA Asset Management Holdings Pte. Ltd. is deemed interested in.

AGHL is wholly-owned by certain private equity funds which are limited partnerships ("the Funds") managed by Warburg Pincus LLC ("WP LLC"), a New York limited liability company.

Warbug Pincus XII, L.P., a Delaware limited partnership ("WP XII GP") and Warburg Pincus China GP, L.P., a Delaware limited partnership ("WPC GP") are the general partners of the Funds.

WP Global LLC, a Delaware limited liability company ("WP Global"), is the general partner of each of WP XII GP and WPC GP.

Warburg Pincus Partners II, L.P., a Delaware limited partnership ("WPP II"), is the managing member of WP Global.

Warburg Pincus Partners GP LLC, a Delaware limited liability company ("WPP GP LLC"), is the general partner of WPP II.

Warburg Pincus & Co., a New York general partnership ("WP"), is the managing member of WPP GP LLC.

Charles R. Kaye and Joseph P. Landy are each U.S. Citizens and Managing General Partners of WP and Managing Members and Co-Chief Executive Officers of WP LLC and may be deemed to control the Warburg Pincus entities.

Charles R. Kaye and Joseph P. Landy disclaim beneficial ownership of all shares held by the Warburg Pincus entities.

By virtue of this, each of WP Global, WPP II, WPP GP LLC and WP has a deemed interest in all the units in Suntec REIT which ARA Asset Management Holdings Pte. Ltd. is deemed interested in.

- 1. Total number of units used in the computation of the percentage interest (before the transaction) above is 2,683,541,797.
- 2. Total number of units used in the computation of the percentage interest (after the transaction) above is 2,794,652,797.

	Please	e see paragraph 8 above.
10.	Attac	chments (if any): 🕤
	IJ,	(The total file size for all attachment(s) should not exceed 1MB.)
11.	If this	s 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.	Rem	narks (if any):
Sub	estantia	al Shareholder/Unitholder B
	estantia Nam	
Sub	Nam WP G Is S secu	al Shareholder/Unitholder B ine of Substantial Shareholder/Unitholder: lobal LLC ubstantial Shareholder/Unitholder a fund manager or a person whose interest in tarities of the Listed Issuer are held solely through fund manager(s)?
<u>Sub</u>	Nam WP G Is S secu Y V Notif	al Shareholder/Unitholder B ine of Substantial Shareholder/Unitholder: lobal LLC ubstantial Shareholder/Unitholder a fund manager or a person whose interest in turities of the Listed Issuer are held solely through fund manager(s)? es o fication in respect of:
<u>Sub</u> 1. 2.	Nam WP G Is S secu Y V N Notif	al Shareholder/Unitholder B ine of Substantial Shareholder/Unitholder: Illobal LLC ubstantial Shareholder/Unitholder a fund manager or a person whose interest in turities of the Listed Issuer are held solely through fund manager(s)? es o iication in respect of: ecoming a Substantial Shareholder/Unitholder
<u>Sub</u> 1. 2.	Stantia Nam WP G Is S secu Y Notiff B	al Shareholder/Unitholder B the of Substantial Shareholder/Unitholder: Illobal LLC ubstantial Shareholder/Unitholder a fund manager or a person whose interest in turities of the Listed Issuer are held solely through fund manager(s)? es to circation in respect of: ecoming a Substantial Shareholder/Unitholder
<u>Sub</u> 1. 2.	Stantia Nam WP G Is S secu Y Notif B C C	al Shareholder/Unitholder B the of Substantial Shareholder/Unitholder: Illobal LLC ubstantial Shareholder/Unitholder a fund manager or a person whose interest in turities of the Listed Issuer are held solely through fund manager(s)? es o fication in respect of: ecoming a Substantial Shareholder/Unitholder thange in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder

5.	Date on which Substantial Shareh change in, interest (if different 06-May-2019			
6.	Explanation (if the date of becomi change in, interest):	ng aware is differ	ent from the date of	f acquisition of, or the
7.	Quantum of total voting shares/unwarrants/convertible debentures (Unitholder before and after the training shares)	conversion price l		
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
unc	of voting shares/units held and/or lerlying the rights/options/warrants/ vertible debentures:	0	194,298,621	194,298,621
As unit	a percentage of total no. of voting shares/	0	7.24	7.24
	Immediately after the transaction	Direct Interest	Deemed Interest	Total
unc	of voting shares/units held and/or lerlying the rights/options/warrants/ vertible debentures :	0	194,298,621	194,298,621
As unit	a percentage of total no. of voting shares/	0	6.95	6.95
	Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises]	`	,	r/Unitholder's deemed
	Please see paragraph 8 of Substantial Sh	areholder A's notifica	tion.	
).	Relationship between the Substan [You may attach a chart in item 10 to Unitholders]		0 0	
	Please see paragraph 8 of Substantial Sha	areholder A's notifica	tion.	
10.	Attachments (if any):			
1.	(The total file size for all attachmer If this is a replacement of an earli		•	
٠.	ii ano io a replacement or an eam	or notinication, pie	ado provido.	

,	(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: Remarks (if any):
,	(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:
	which was attached in the Initial Announcement:
12.	Remarks (if any):
Subst	tantial Shareholder/Unitholder C
1.	Name of Substantial Shareholder/Unitholder:
V	Warburg Pincus Partners II, LP.
; [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. I	Notification in respect of: Becoming a Substantial Shareholder/Unitholder
[
[Ceasing to be a Substantial Shareholder/Unitholder
4.	Date of acquisition of or change in interest:
(06-May-2019
(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):
[06-May-2019
	Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):

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 194,298,621 194,298,621 0 No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures: 7.24 0 7.24 As a percentage of total no. of voting shares/ units: Immediately after the transaction Direct Interest Deemed Interest Total 0 194,298,621 194,298,621 No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures: 6.95 0 6.95 As a percentage of total no. of voting shares/ units: 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] Please see paragraph 8 of Substantial Shareholder A's notification. 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] Please see paragraph 8 of Substantial Shareholder A's notification. 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"): 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:

12.

Remarks (if any):

Subs	stantial Shareholder/Unitholder D	•		
1.	Name of Substantial Shareholder/U	Jnitholder:		
	Warburg Pincus Partners GP LLC			
2.	Is Substantial Shareholder/Unitholsecurities of the Listed Issuer are hardy Yes No		•	whose interest in the
3.	Notification in respect of:			
	☐ Becoming a Substantial Sharehold	ler/Unitholder		
	✓ Change in the percentage level of	interest while still re	maining a Substantia	Shareholder/Unitholder
	Ceasing to be a Substantial Share	holder/Unitholder		
4.	Date of acquisition of or change in	interest:		
	06-May-2019			
5.	Date on which Substantial Shareho change in, interest (if different			•
6.	Explanation (if the date of becomine change in, interest):	ng aware is differe	ent from the date of	acquisition of, or the
7.	Quantum of total voting shares/un warrants/convertible debentures {c Unitholder before and after the transfer the transfer to	conversion price k	•	
	mmediately before the transaction	Direct Interest	Deemed Interest	Total
unde	of voting shares/units held and/or erlying the rights/options/warrants/vertible debentures:	0	194,298,621	194,298,621
As a	a percentage of total no. of voting shares/	0	7.24	7.24

Direct Interest

0

Deemed Interest

194,298,621

convertible debentures :

Immediately after the transaction

No. of voting shares/units held and/or underlying the rights/options/warrants/

Total

194,298,621

	[You may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises] Please see paragraph 8 of Substantial Shareholder A's notification.
	r lease see paragraph o or outstand shareholder 713 hounted for.
•	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]
	Please see paragraph 8 of Substantial Shareholder A's notification.
	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:
	(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:
	which was attached in the initial Announcement.
	Remarks (if any):
	stantial Shareholder/Unitholder E

Warburg Pincus & Co.
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
Notification in respect of:
Becoming a Substantial Shareholder/Unitholder
✓ Change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholde
Ceasing to be a Substantial Shareholder/Unitholder
Date of acquisition of or change in interest:
06-May-2019
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):
06-May-2019
Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):

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

194,298,621

194,298,621

convertible debentures:

As a percentage of total no. of voting shares/ units:

7.24

7.24

Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	0	194,298,621	194,298,621
As a percentage of total no. of voting shares/units:	0	6.95	6.95

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]

No. of voting shares/units held and/or underlying the rights/options/warrants/

Please	e see paragraph 8 of Substantial Shareholder A's notification.
Atta	chments (<i>if any</i>): 🕦
G.	(The total file size for all attachment(s) should not exceed 1MB.)
If thi	s is a replacement of an earlier notification, please provide: 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:
Rem	narks (if any):

Part IV - Transaction details

ו]]	Rights/Options/Warrants over voting shares/units Convertible debentures over voting shares/units (conversion price known) Others (please specify):
·	
	Number of shares, units, rights, options, warrants and/or principal amount of convertible lebentures acquired or disposed of by Substantial Shareholders/Unitholders:
	NA. See paragraph 4 below.
	Amount of consideration paid or received by Substantial Shareholders/Unitholders (excluding prokerage and stamp duties):
	NA. See paragraph 4 below.
(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
I	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 Shareholders/Unitholders did not participate in (please specify):
	The changes in substantial unitholders' interest were a consequence of the Private Placement of 111,111,000 New Units at an Issue Price of S\$1.80 per New Unit, as announced by Suntec REIT on 25 April 2019. Following the Privat Placement, the number of units in issue increased from 2,683,541,797 on 5 May 2019 to 2,794,652,797 on 6 May 2019.
Г	Others (nlesse specify):
L	Others (please specify):

	rticulars of Individual submitting this notification form to the Listed Issuer:
(a	Name of Individual:
	Steven G Glenn
(b)	Designation (if applicable):
	Director
(c)	Name of entity (if applicable):
	Warburg Pincus LLC
9 4 6	tion Reference Number (auto-generated): 7 3 9 3 4 2 9 3 1 3 8 3