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

NOTIFICATION FORM FOR DIRECTOR/CHIEF EXECUTIVE OFFICER IN RESPECT OF INTERESTS IN SECURITIES

(Electronic Format)

FORM

Explanatory Notes

- 1. Please read the explanatory notes carefully before completing this notification form.
- This form is for a Director/Chief Executive Officer ("CEO") to give notice of his interests in the securities of the Listed Issuer under section 133, 137N or 137Y of the Securities and Futures Act (Cap. 289) (the "SFA"). Please note that the requirement to disclose interests in participatory interests applies <u>only</u> to a director and where the Listed Issuer is a Singapore-incorporated company.
- 3. This electronic Form 1 and a separate Form C, containing the particulars and contact details of the Director/CEO, must be completed by the Director/CEO or a person duly authorised by him to do so. The person so authorised should maintain records of information furnished to him by the Director/CEO.
- 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. A single form may be used by a Director/CEO for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of/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.
- 6. 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 3 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
- 7. Except for item 4 of Part III, please select only one option from the relevant check boxes.
- 8. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
- 9. 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").
- 10. For further instructions and guidance on how to complete this notification form, please refer to section 6 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:
	Perennial Real Estate Holdings Limited
2.	Type of Listed Issuer:
	Registered/Recognised Business Trust
	Real Estate Investment Trust
3.	Name of Director/CEO:
	Pua Seck Guan
4.	Is the Director/CEO also a substantial shareholder/unitholder of the Listed Issuer? Yes No
5.	Is the Director/CEO notifying in respect of his interests in securities of, or made available by, the Listed Issuer at the time of his appointment? Yes (Please proceed to complete Part II) No (Please proceed to complete Part III)
6.	Date of notification to Listed Issuer:
	19-Aug-2020

3	Insaction A 🕤								
	Date of acquisition of or change in interest:								
	30-Jul-2020								
	Date on which Director/CEO became aware of the acquisition of, or change in, interest (if different from item 1 above, please specify the date):								
	30-Jul-2020								
	Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest):								
	N.A.								
	Type of securities which are the subject of the transaction (more than one option may be chosen):								
	 Other types of shares/units (<i>excluding ordinary voting shares/units</i>) of Listed Issuer 								
	Rights/Options/Warrants over shares/units of Listed Issuer								
	Debentures of Listed Issuer								
	Rights/Options over debentures of Listed Issuer								
	Contracts over shares of the Listed Issuer which Director/CEO is a party to, or under which he is entitled to a benefit, being contracts under which any person has a right to call for or to make delivery of shares in the Listed Issuer								
	Participatory interests made available by Listed Issuer								
	Others (<i>please specify</i>):								
	Number of shares, units, rights, options, warrants, participatory interests and/or principa amount/value of debentures or contracts acquired or disposed of by Director/CEO:								
	Please refer to paragraph 9 below.								
	Amount of consideration paid or received by Director/CEO (<i>excluding brokerage and stamp duties</i>):								
	Please refer to paragraph 9 below.								

	Circumstance giving rise to the interest or change in interest:											
	Acquisition of:											
	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 (e.g. married deals)												
	Other circumstances :											
	Acceptance of employee share options/share awards											
	Vesting of share awards											
Exercise of employee share options												
Acceptance of take-over offer for Listed Issuer												
	Corporate action by Listed Issuer (<i>please specify</i>):											
	✓ Others (<i>please specify</i>):											
	Please refer to paragraph 9 below.											

8. Quantum of interests in securities held by Director/CEO before and after the transaction. Please complete relevant table(s) below (for example, Table 1 should be completed if the change relates to ordinary voting shares of the Listed Issuer; Table 4 should be completed if the change relates to debentures):

Table 1. Change in respect of ordinary voting shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	7,423,668	165,503,926	172,927,594
As a percentage of total no. of ordinary voting shares/units:	0.45	9.96	10.41
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	0	0	0

	0	0	0
As a percentage of total no. of ordinary			
voting shares/units: 👔			

 Circumstances giving rise to deemed interests (*if the interest is such*): [You may attach a chart(s) in item 10 to illustrate how the Director/CEO's deemed interest, as set out in item 8 tables 1 to 8, arises]

As disclosed in the offer announcement dated 12 June 2020 (the "Offer Announcement") issued for and on behalf of Primero Investment Holdings Pte. Ltd. (the "Offeror") and the offer document dated 3 July 2020 (the "Offer Document"), Pua Seck Guan ("PSG") had undertaken to tender 74,533,324 ordinary shares (the "PSG Shares") in the capital of Perennial Real Estate Holdings Limited ("PREH") into the voluntary conditional cash offer (the "Offer") by the Offeror for all the issued and paid-up ordinary shares (the "Shares") in the capital of PREH, including all the Shares already owned, controlled or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror in relation to the Offer, but excluding Shares held in treasury. The PSG Shares comprise 7,423,668 Shares directly held by PSG and 67,109,656 Shares held in the name of bank nominees.

As also disclosed in the Offer Announcement and the Offer Document, PSGH has agreed to subscribe for new ordinary shares in the Offeror in cash, with the amount to be paid to the Offeror being set-off against the obligation of the Offeror to pay the offer price to PSG and PSGH for the PSG Shares and PSGH Shares tendered in acceptance of the Offer.

PSG is the 100% shareholder of PSG Holdings Pte. Ltd. ("PSGH") and is deemed interested in the Shares held by PSGH pursuant to Section 4 of the Securities and Futures Act (Chapter 289 of Singapore). As disclosed in the Offer Announcement and Offer Document, PSGH had undertaken to tender its 98,394,270 Shares (the "PSGH Shares") into the Offer.

The PSG Shares and PSGH Shares were tendered on 14 July 2020 and 15 July 2020, and were transferred on 30 July 2020. The Offer turned unconditional on 21 July 2020 and closed on 17 August 2020.

10. Attachments (if any): 🕤

(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 1 which was attached in the Initial Announcement:

12. Remarks (*if any*):

Shareholding percentage before and after the change in interest is computed based on the total number of 1,661,709,368 issued Shares, but excluding Shares held in treasury.

In this notice, figures are rounded to the nearest 0.01%, and any discrepancies in aggregated figures are due to rounding.

Transaction Reference Number (auto-generated):

8	8	3	7	9	9	0	4	4	5	4	4	5	6	8	
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Item 13 is to be completed by an individual submitting this notification form on behalf of the Director/CEO.

- 13. Particulars of Individual submitting this notification form to the Listed Issuer:
 - (a) Name of Individual:
 - (b) Designation (*if applicable*):
 - (c) Name of entity (*if applicable*):