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

1. Name of Listed Issuer:

LTC Corporation Limited

- 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:

03-Jul-2018

	Part III - Substantial Sh	arehold <u>er(s)/Ur</u>	nitholder(s) Detai	ls
[То	be used for multiple Substantial Sha	areholders/Unithol	ders to give notice]	
Sub	stantial Shareholder/Unitholder A	()		
1.	Name of Substantial Shareholder/	Unitholder:		
	Mountbatten Enterprises Pte. Ltd.			
2.	Is Substantial Shareholder/Unitho securities of the Listed Issuer are I Yes		•	whose interest in the
3.	Notification in respect of:			
0.	Becoming a Substantial Sharehold	der/Unitholder		
	✓ Change in the percentage level of	interest while still re	emaining a Substantia	I Shareholder/Unitholder
	Ceasing to be a Substantial Share	holder/Unitholder	-	
4.	Date of acquisition of or change in	interest:		
	29-Jun-2018			
5.	Date on which Substantial Shareh change in, interest i (<i>if different</i>			•
	29-Jun-2018			
6.	Explanation (<i>if the date of becomin change in, interest</i>):	ng aware is differe	ent from the date of	f acquisition of, or the
	N.A.			
7.	Quantum of total voting shares/un warrants/convertible debentures { Unitholder before and after the trai	conversion price k	-	
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
unc	of voting shares/units held and/or derlying the rights/options/warrants/ nvertible debentures:	136,415,095	1,951,473	138,366,568
As unit	a percentage of total no. of voting shares/ ts:	87.19	1.25	88.44
	Immediately after the transaction	Direct Interest	Deemed Interest	Total
unc	of voting shares/units held and/or derlying the rights/options/warrants/ avertible debentures :	138,366,568	0	138,366,568

0

88.44

88.44

1

units:

As a percentage of total no. of voting shares/

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]

On 9 February 2018, Overseas-Chinese Banking Corporation Limited announced, for and on behalf of Mountbatten Enterprises Pte. Ltd. ("ME"), a voluntary conditional cash offer (the "Offer") for all the issued and ordinary shares ("Shares") in the capital of LTC Corporation Limited other than those already owned, controlled or agreed to be acquired by ME, its related corporations or their respective nominees.

The Offer was declared unconditional in all respects on 9 April 2018 and closed on 25 June 2018 (the "Closing Date"). The final settlement of consideration for the Shares tendered in acceptance of the Offer after 5.00 p.m. on 19 June 2018 up to the Closing Date, was made on 29 June 2018 (the "Final Settlement").

Immediately prior to the Final Settlement, ME had a direct interest in 136,415,095 Shares and a deemed interest in 1,951,473 Shares that were tendered in acceptance of the Offer but had not been settled yet, amounting to a total interest in 138,366,568 Shares.

Following the Final Settlement, ME had a direct interest in 138,366,568 Shares (the "LTC Shares").

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]

N.A.

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:
 - 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 percentage of shareholding interest set out above is calculated on the basis of 156,453,000 Shares.

1

This filing submitted by ME, LI, CYC, CYK and LR is not triggered by any percentage level change of interest arising from the Final Settlement, but instead is being submitted to provide additional information on ME, LI, CYC, CYK and LR.

Substantial Shareholder/Unitholder B

1.	Name of Substantial Shareholder/Unitholder:
	Lion Investment (Singapore) 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:
	29-Jun-2018
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):

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	138,366,568	138,366,568
As a percentage of total no. of voting shares/ units:	0	88.44	88.44
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/	0	138,366,568	138,366,568
convertible debentures :			

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]

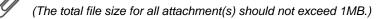
29-Jun-2018

Lion Investment (Singapore) Pte. Ltd. ("LI") is the holding company of ME. Accordingly, LI has a deemed interest in the LTC Shares in which ME has an interest in.

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]

LI is the holding company of ME.

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"*):

L								

- (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 percentage of shareholding interest set out above is calculated on the basis of 156,453,000 Shares.

This filing submitted by ME, LI, CYC, CYK and LR is not triggered by any percentage level change of interest arising from the Final Settlement, but instead is being submitted to provide additional information on ME, LI, CYC, CYK and LR.

Substantial Shareholder/Unitholder C

1

1. Name of Substantial Shareholder/Unitholder:

Cheng Yoong Choong

- 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:

29-Jun-2018

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*):

29-Jun-2018

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	138,366,568	138,366,568
As a percentage of total no. of voting shares/ units:	0	88.44	88.44
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 138,366,568	<i>Total</i> 138,366,568

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]

Cheng Yoong Choong ("CYC") has a total interest in more than 20% of the shares in LI, which is the holding company of ME. Accordingly, CYC has a deemed interest in the LTC Shares in which ME has an interest in.

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]

LI is the holding company of ME. CYC has a total interest in more than 20% of the shares in LI.

	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:
	(a) SGXNet announcement reference of the <u>first</u> notification which was announced on SGXNet (<i>the "Initial Announcement"</i>):
	(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>):
12.	
	The percentage of shareholding interest set out above is calculated on the basis of 156,453,000 Shares.
	This filing submitted by ME, LI, CYC, CYK and LR is not triggered by any percentage level change of interest arising from the Final Settlement, but instead is being submitted to provide additional information on ME, I
	CYC, CYK and LR.
Subs	stantial Shareholder/Unitholder D
1.	Name of Substantial Shareholder/Unitholder:
	Tan Sri Cheng Yong Kim
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.	
з.	Notification in respect of: Becoming a Substantial Shareholder/Unitholder
	✓ Change in the percentage level of interest while still remaining a Substantial Shareholder/Unithol
	Ceasing to be a Substantial Shareholder/Unitholder
4.	Date of acquisition of or change in interest:
	29-Jun-2018
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>):
5.	

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	138,366,568	138,366,568
As a percentage of total no. of voting shares/ units:	0	88.44	88.44
Immodiately after the transaction		D	—
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	Deemed Interest 138,366,568	1 otal 138,366,568

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]

Tan Sri Cheng Yong Kim ("CYK") holds more than 20% of the shares in LI, which is the holding company of ME. Accordingly, CYK has a deemed interest in the LTC Shares in which ME has an interest in.

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]

LI is the holding company of ME. CYK holds more than 20% of the shares in LI.

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 3 which was attached in the Initial Announcement:
40	-	
12.	Rem	arks (<i>if any</i>):
	The pe	ercentage of shareholding interest set out above is calculated on the basis of 156,453,000 Shares.
	arising	ing submitted by ME, LI, CYC, CYK and LR is not triggered by any percentage level change of interest from the Final Settlement, but instead is being submitted to provide additional information on ME, LI, YK and LR.
<u>Sub</u>	stantia	I Shareholder/Unitholder E
1.	Nam	e of Substantial Shareholder/Unitholder:
	Lion R	lealty Private Limited
2.	secu	
	✓ No	
3.		ication in respect of: ecoming a Substantial Shareholder/Unitholder
		hange in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder
		easing to be a Substantial Shareholder/Unitholder
4.	Data	of acquisition of or change in interest:
4.		n-2018
F		
5.		on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the ge in, interest (if different from item 4 above, please specify the date):
		n-2018
6.	•	anation (if the date of becoming aware is different from the date of acquisition of, or the ge in, interest):
	N.A.	
7.	warra	ntum of total voting shares/units (<i>including voting shares/units underlying rights/options/</i> ants/convertible debentures {conversion price known}) held by Substantial Shareholder/ nolder before and after the transaction:
	Immed	liately before the transaction Direct Interest Deemed Interest Total

No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures:	0	138,366,568	138,366,568
As a percentage of total no. of voting shares/ units:	0	88.44	88.44
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	138,366,568	138,366,568
As a percentage of total no. of voting shares/	0	88.44	88.44

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]

Lion Realty Private Limited ("LR") holds more than 20% of the shares in ME. Accordingly, LR has a deemed interest in the LTC Shares in which ME has an interest in.

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]

LR holds more than 20% of the the shares in ME.

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)	Da	te o	of tl	he	In	itia	al A	nn	our	nce	me	ent	:				
	(c)		-															ne relevant transaction in the Form 3 nent:
12.	Rema	arks	(if	an	y) :													
	The pe	ercen	tag	e of	fsh	nare	ehc	oldiı	ngi	nte	rest	se	tοι	ut al	oov	e is	cal	Iculated on the basis of 156,453,000 Shares.

This filing submitted by ME, LI, CYC, CYK and LR is not triggered by any percentage level change of interest

arising from the Final Settlement, but instead is being submitted to provide additional information on ME, LI, CYC, CYK and LR.

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:
	1,951,473 Shares
3.	Amount of consideration paid or received by Substantial Shareholders/Unitholders (<i>excluding brokerage and stamp duties</i>):
	S\$0.925 per Share
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 (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):
	✓ Others (<i>please specify</i>): This filing submitted by ME, LI, CYC, CYK and LR is not triggered by any percentage level change of interest arising from the Final Settlement, but instead is being submitted to provide additional information on ME, LI, CYC, CYK and LR.

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:

Justin Ang

(b) Designation (*if applicable*):

Associate

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

Allen & Gledhill LLP

Transaction Reference Number (auto-generated):

4	7	7	2	3	7	3	4	2	5	3	5	9	1	3