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: 1. Memories Group 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) Date of notification to Listed Issuer: 4. 30-Oct-2018

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

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

Substantial Shareholder/Unitholde	ſΑ
-----------------------------------	----



<u>500</u>	Name of Substantial Shareholder/Unitholder:
	Samena Mandalay Holdings
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/Unithold
	Ceasing to be a Substantial Shareholder/Unitholder
4.	Date of acquisition of or change in interest:
	26-Oct-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):
	26-Oct-2018
6.	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:
	mmediately before the transaction
	of voting shares/units held and/or erlying the rights/options/warrants/

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	0	0
As a percentage of total no. of voting shares/units:	0	0	0
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 0	Total 141,004,800

to S	tment and issuance of 141,004,800 new Consideration Shares in the capital of Memories Group Limited amena Mandalay Holdings pursuant to the completion of the acquisition of the entire issued and fully -up capital of SM Asset Holdings Pte. Ltd. announced by Memories Group Limited on 26 October 2018.
[Yo	ationship between the Substantial Shareholders/Unitholders giving notice in this form: u may attach a chart in item 10 to show the relationship between the Substantial Shareholders/tholders]
Sam	ena Mandalay Holdings is the vehicle through which Samena Capital holds its investment in Memories up.
Att	achments (<i>if any</i>): 🕥
Ġ	(The total file size for all attachment(s) should not exceed 1MB.)
If th	nis is a replacement of an earlier notification, please provide:
(a)	SGXNet announcement reference of the first 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:
D.	marka (if any):
re 	marks (<i>if any</i>):
ostan	tial Shareholder/Unitholder B
Na	me of Substantial Shareholder/Unitholder:
	nena Special Situations Fund III LP
Is sec	Substantial Shareholder/Unitholder a fund manager or a person whose interest in the curities of the Listed Issuer are held solely through fund manager(s)? Yes No

3.	Notification in respect of: ✓ Becoming a Substantial Sharehold	der/Unitholder		
	Change in the percentage level of		emaining a Substantia	al Shareholder/Unitholder
	Ceasing to be a Substantial Share		maning a Sassiania	
		,		
4.	Date of acquisition of or change in	interest:		
	26-Oct-2018			
5.	Date on which Substantial Shareh change in, interest (if different			•
	26-Oct-2018			
6.	Explanation (if the date of becomi change in, interest):	ing aware is differe	ent from the date o	f acquisition of, or the
7.	Quantum of total voting shares/ur warrants/convertible debentures { Unitholder before and after the tra	conversion price k	•	
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or lerlying the rights/options/warrants/ vertible debentures:	0	0	0
As a	a percentage of total no. of voting shares/	0	0	0
	Immediately after the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or lerlying the rights/options/warrants/ vertible debentures :		141,004,800	141,004,800
As a	a percentage of total no. of voting shares/	0	28.11	28.11
8.	Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises]			er/Unitholder's deemed
	Samena Special Situations Fund III (SSSF)			ew Consideration Shares), arising from its 100.0%
	shareholding interest in SMH.			

	3331 1	s the parent company of SMH.
10.	Atta	chments (<i>if any</i>): 🕤
	Ø	(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	arks (<i>if any</i>):
Sub	stantia	al Shareholder/Unitholder C
Sub	stantia	al Shareholder/Unitholder C e of Substantial Shareholder/Unitholder:
	stantia	al Shareholder/Unitholder C
<u>Sub</u> 1.	stantia Nam Same	al Shareholder/Unitholder C ie of Substantial Shareholder/Unitholder: na Capital ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the urities of the Listed Issuer are held solely through fund manager(s)?
<u>Sub</u> 1. 2.	Stantia Nam Same Is S secu	al Shareholder/Unitholder C ie of Substantial Shareholder/Unitholder: na Capital ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the urities of the Listed Issuer are held solely through fund manager(s)?
<u>Sub</u> 1. 2.	Stantia Nam Same Is S secu Y Y Notif	al Shareholder/Unitholder C ie of Substantial Shareholder/Unitholder: na Capital ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the irities of the Listed Issuer are held solely through fund manager(s)? es o
<u>Sub</u> 1. 2.	Stantia Nam Same Is S secu	al Shareholder/Unitholder C e of Substantial Shareholder/Unitholder: na Capital ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the rities of the Listed Issuer are held solely through fund manager(s)? es o ication in respect of: ecoming a Substantial Shareholder/Unitholder
<u>Sub</u> 1. 2.	Stantia Nam Same Is S secu	al Shareholder/Unitholder C e of Substantial Shareholder/Unitholder: na Capital ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the rities of the Listed Issuer are held solely through fund manager(s)? es o ication in respect of: ecoming a Substantial Shareholder/Unitholder
<u>Sub</u> 1. 2.	Stantia Nam Same Is S secu Y Y Notif B C C	al Shareholder/Unitholder C e of Substantial Shareholder/Unitholder: na Capital ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the irities of the Listed Issuer are held solely through fund manager(s)? es o ication in respect of: ecoming a Substantial Shareholder/Unitholder hange in the percentage level of interest while still remaining a Substantial Shareholder/Unitholde
Sub	stantia Nam Same Is S secu Y Y Notif O Date	al Shareholder/Unitholder C te of Substantial Shareholder/Unitholder: na Capital ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the rities of the Listed Issuer are held solely through fund manager(s)? es o 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

Immediately before the transaction	Direct Interest	Deemed Interest	Total
of voting shares/units held and/or erlying the rights/options/warrants/vertible debentures:	0	0	0
a percentage of total no. of voting shares/	0	0	0
Immediately after the transaction	Direct Interest	Deemed Interest	Total
of voting shares/units held and/or erlying the rights/options/warrants/ vertible debentures :	0	141,004,800	141,004,800
a percentage of total no. of voting shares/s:	0	28.11	28.11
[You may attach a chart in item 10 to interest arises] Samena Capital holds a deemed interest	illustrate how the So	ubstantial Shareholde	andalay Holdings wl
•		0 0	
		nena Special Situations	Fund III LP which is t
	rerlying the rights/options/warrants/ vertible debentures: a percentage of total no. of voting shares/ s: Immediately after the transaction of voting shares/units held and/or erlying the rights/options/warrants/ vertible debentures: a percentage of total no. of voting shares/ s: a percentage of total no. of voting shares/ s: a percentage of total no. of voting shares/ si:	erlying the rights/options/warrants/ vertible debentures: a percentage of total no. of voting shares/ s: a percentage of total no. of voting shares/ of voting shares/units held and/or erlying the rights/options/warrants/ vertible debentures: a percentage of total no. of voting shares/ s: a percentage of total no. of voting shares/ s: a percentage of total no. of voting shares/ s: a percentage of total no. of voting shares/ s: a percentage of total no. of voting shares/ s: a percentage of total no. of voting shares/ s: a percentage of total no. of voting shares/ si groundly shares/ si ground	or voting snares/units held and/or perfying the rights/options/warrants/vertible debentures: In percentage of total no. of voting shares/ s: Immediately after the transaction Immediately after the transaction O

12.	Rem	narks (<i>if any</i>):			
12.	TCII	and the anything the second se			
Sub	stantia	al Shareholder/Unitholder D			
1.	Nam	ne of Substantial Shareholder/Unitholder:			
	Same	ena General Partner III Limited			
2.	secu	ubstantial Shareholder/Unitholder a fund manager or a person whose interest in thurities of the Listed Issuer are held solely through fund manager(s)?			
	✓ N	0			
3.		fication in respect of:			
		ecoming 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.		e of acquisition of or change in interest:			
		ct-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):				
5.		ct-2018			
5.	Expl	anation (if the date of becoming aware is different from the date of acquisition of, or the design of the design o			
 6. 	char				
	Qua warr	ntum of total voting shares/units (<i>including voting shares/units underlying rights/option rants/convertible debentures {conversion price known}</i>) held by Substantial Shareholde holder before and after the transaction:			

No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0
As a percentage of total no. of voting share units:	es/ 0	0	0
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	141,004,800	141,004,800
As a percentage of total no. of voting share units:	es/ 0	28.11	28.11
Circumstances giving rise to de [You may attach a chart in item 10 interest arises]	•	,	r/Unitholder's deemed
Samena General Partner III Limited h Mandalay Holdings which is directly Memories Group Limited.			
. Relationship between the Subs [You may attach a chart in item 10 Unitholders]		•	
Samena General Partner III Limited h III LP which is the parent company o			a Special Situations Fund
III LP which is the parent company o	f Samena Mandalay Hol	dings.	a Special Situations Fund
III LP which is the parent company of the lattach and the latt	f Samena Mandalay Hol	ed 1MB.)	a Special Situations Fund
O. Attachments (if any): (The total file size for all attach	f Samena Mandalay Hol nment(s) should not exce earlier notification, pl reference of the <u>fir</u>	ed 1MB.) ease provide:	
 O. Attachments (if any): (1) (The total file size for all attach 1. If this is a replacement of an edge (a) SGXNet announcement 	f Samena Mandalay Hole ment(s) should not exce earlier notification, plants of the fire Announcement"):	ed 1MB.) ease provide:	
O. Attachments (if any): (The total file size for all attach 1. If this is a replacement of an e (a) SGXNet announcement on SGXNet (the "Initial A	rence number of the	ed 1MB.) ease provide: st notification which	was announced
O. Attachments (if any): (1) (The total file size for all attach 1. If this is a replacement of an explanation on SGXNet (the "Initial Announcement on SGXNet (the Initial Initial Announcement on SGXNet (the Initial I	rence number of the	ed 1MB.) ease provide: st notification which	was announced
O. Attachments (if any): (The total file size for all attach If this is a replacement of an e (a) SGXNet announcement on SGXNet (the "Initial A (b) Date of the Initial Announcement which was attached in the	rence number of the	ed 1MB.) ease provide: st notification which	was announced
III LP which is the parent company of the lattice of the line of t	rence number of the	ed 1MB.) ease provide: st notification which	was announced
III LP which is the parent company of the lattice of the Initial Annous (c) 10. Attachments (if any): (The total file size for all attached attached in the lattice of the Initial Annous (c) 11. If this is a replacement of an explanation of SGXNet announcement on SGXNet (the "Initial Annous (c) 15-digit transaction reference which was attached in the lattice of the Initial Annous (c)	rence number of the	ed 1MB.) ease provide: st notification which	was announced

Sub	stantial Shareholder/Unitholder E	•		
1.	Name of Substantial Shareholder/	Jnitholder:		
••	Samena Capital Investors Co	51111101G011		7
2.	Is Substantial Shareholder/Unithous securities of the Listed Issuer are Fig. Yes		•	vhose interest in the
3.	Notification in respect of:			
0.	✓ Becoming a Substantial Sharehold	ler/Unitholder		
	☐ 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:		
т.	26-Oct-2018	interest.		
5.	Date on which Substantial Sharehochange in, interest (if different			•
	26-Oct-2018	nom nem 4 above	, picase specify the	datoj.
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 {c Unitholder before and after the train	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	0	0
As a	a percentage of total no. of voting shares/s:	0	0	0
	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	141,004,800	141,004,800

28.11

0

28.11

units:

As a percentage of total no. of voting shares/

whic	ena Capital Investors Co holds a deemed interest through its over 20% shareholding of Samena Capital, ch has indirect control of Samena Mandalay Holdings which is directly interested in the 141,004,800 new sideration Shares in the capital of Memories Group Limited.
[Yo	ationship between the Substantial Shareholders/Unitholders giving notice in this form: u may attach a chart in item 10 to show the relationship between the Substantial Shareholders/tholders]
Spec	ena Capital Investors Co owns over 20% of Samena Capital, which (a) exercises control over Samena cial Situations Fund III LP being the parent company of Samena Mandalay Holdings; and (b) is the parent opany of Samena General Partner III Limited.
Atta	achments (<i>if any</i>): 🕤
IJ	(The total file size for all attachment(s) should not exceed 1MB.)
If th	nis 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:
Re	marks (if any):
stant	tial Shareholder/Unitholder F
Na	me of Substantial Shareholder/Unitholder:
2S F	Holdings
sec ✓	Substantial Shareholder/Unitholder a fund manager or a person whose interest in the curities of the Listed Issuer are held solely through fund manager(s)? Yes No

3.	Notification in respect of:	1/		
	Becoming a Substantial Sharehold			al Chanabaldan/Ila:44-aldan
	Change in the percentage level of		emaining a Substantia	ai Snarenoider/Unithoider
	Ceasing to be a Substantial Share	enolder/Unitholder		
4.	Date of acquisition of or change in	interest:		
	26-Oct-2018			
5.	Date on which Substantial Shareh change in, interest (if different			•
	26-Oct-2018			
6.	Explanation (if the date of becomi change in, interest):	ing aware is differ	ent from the date o	f acquisition of, or the
_				
7.	Quantum of total voting shares/un warrants/convertible debentures { Unitholder before and after the tra	conversion price k	•	
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or derlying the rights/options/warrants/ overtible debentures:	0	0	0
As a	a percentage of total no. of voting shares/	0	0	0
	Immediately after the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or derlying the rights/options/warrants/ overtible debentures :	0	141,004,800	141,004,800
As a	a percentage of total no. of voting shares/	0	28.11	28.11
8.	Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises]			er/Unitholder's deemed
	2S Holdings holds a deemed interest threindirect control of Samena Mandalay Ho Consideration Shares in the capital of Me	ldings which is direct	ly interested in the 14°	

	2S Holdings owns over 20% of Samena Capital, which (a) exercises control over Samen Fund III LP being the parent company of Samena Mandalay Holdings; and (b) is the par Samena General Partner III Limited.	
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 v on SGXNet (the "Initial Announcement"):	vas announced
	(b) Date of the Initial Announcement:	
	(c) 15-digit transaction reference number of the relevant transaction which was attached in the Initial Announcement:	in the Form 3
12.	Remarks (if any):	
Sub	tantial Shareholder/Unitholder G	
1.	Name of Substantial Shareholder/Unitholder:	
	Shirish Sharaf	
2.	Is Substantial Shareholder/Unitholder a fund manager or a person where securities of the Listed Issuer are held solely through fund manager(s)? Yes No	nose interest in the
3.	Notification in respect of: Becoming a Substantial Shareholder/Unitholder	
3.	·	Shareholder/Unitholder
3.	✓ Becoming a Substantial Shareholder/Unitholder	Shareholder/Unitholder
	Becoming a Substantial Shareholder/Unitholder Change in the percentage level of interest while still remaining a Substantial	Shareholder/Unitholder
 4. 	 ✓ Becoming a Substantial Shareholder/Unitholder ☐ Change in the percentage level of interest while still remaining a Substantial Stareholder/Unitholder ☐ Ceasing to be a Substantial Shareholder/Unitholder 	Shareholder/Unitholder

7.	Quantum of total voting shares/ur warrants/convertible debentures {	conversion price i	•	, , ,
	Unitholder before and after the tra	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or derlying the rights/options/warrants/overtible debentures:	0	0	0
As a	a percentage of total no. of voting shares/ts:	0	0	0
	Immediately after the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or derlying the rights/options/warrants/nvertible debentures :	0	141,004,800	141,004,800
con				+
	a percentage of total no. of voting shares/	0	28.11	28.11
As		ned interests (if the illustrate how the Simongh his ownership has indirect control or	e interest is such): ubstantial Shareholde and control of entities of f Samena Mandalay Ho	er/Unitholder's deem which have over 20% Idings which is direct
As a	Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises] Shirish Saraf holds a deemed interest thr shareholding of Samena Capital, which hinterested in the 141,004,800 new Considered Felationship between the Substant [You may attach a chart in item 10 to Unitholders]	ned interests (if the illustrate how the Sirough his ownership has indirect control or deration Shares in the show the relationsh	e interest is such): ubstantial Shareholde and control of entities of Samena Mandalay Ho e capital of Memories G (Unitholders giving r	which have over 20% Idings which is direct Group Limited.
As a unit	Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises] Shirish Saraf holds a deemed interest thr shareholding of Samena Capital, which hinterested in the 141,004,800 new Consideration of Samena Capital (Which hinterested in the 141,004,800 new Consideration). Relationship between the Substant [You may attach a chart in item 10 to	ned interests (if the illustrate how the Sirough his ownership has indirect control or deration Shares in the show the relationsh	e interest is such): ubstantial Shareholde and control of entities of Samena Mandalay Ho e capital of Memories G (Unitholders giving r	which have over 20% Idings which is direct Group Limited.

	(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

	Convertible debentures over voting shares/units (conversion price known) Others (please specify):
	umber of shares, units, rights, options, warrants and/or principal amount of convertible bentures acquired or disposed of by Substantial Shareholders/Unitholders:
14	11,004,800
	mount of consideration paid or received by Substantial Shareholders/Unitholders (excluding tokerage and stamp duties):
SS	35,251,200
С	rcumstance giving rise to the interest or change in interest:
	equisition 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
D	sposal of:
	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
0	ther 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):
S	llotment and issuance of 141,004,800 new Consideration Shares in the capital of Memories Group Limited to amena Mandalay Holdings pursuant to the completion of the acquisition of the entire issued and fully paid-up apital of SM Asset Holdings Pte. Ltd. announced by Memories Group Limited on 26 October 2018.
L	
	Others (please specify):

.		iculars of Individual submitting this notification form to the Listed Issuer:	
	(a)	Name of Individual:	
		Markus Federle	
	(b)	Designation (if applicable):	
		Director	
	(c)	Name of entity (if applicable):	
		Samena Mandalay Holdings	
rans	sactio	on Reference Number (auto-generated):	
7 7	4 !	5 3 0 3 4 4 1 3 5 9 0 3	