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

## NOTIFICATION FORM FOR TRUSTEE-MANAGER OR RESPONSIBLE PERSON IN RESPECT OF CHANGES IN ITS INTEREST IN SECURITIES

FORM

6
(Electronic Format)

## **Explanatory Notes**

- 1. Please read the explanatory notes carefully before completing this notification form.
- 2. This form is for a Trustee-Manager or Responsible Person to give notice under section 137R(1)(a) or 137ZC(1)(a) of the Securities and Futures Act (Cap. 289) (the "SFA").
- 3. This electronic Form 6 and a separate Form C, containing the particulars and contact details of the Trustee-Manager/Responsible Person must be completed by a person authorised by the Trustee-Manager/Responsible Person to do so. The person so authorised should maintain records of information furnished to him by the Trustee-Manager/Responsible Person.
- 4. This form and Form C, are to be completed electronically. The Trustee-Manager/Responsible Person will attach both forms to the prescribed SGXNet announcement template for dissemination as required under section 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 Trustee-Manager/Responsible Person for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within one business day 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 10 of Part II. The total file size for all attachment(s) should not exceed 1MB.
- 7. Except for item 4 of Part II, 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. The term "Listed Issuer" as used in this form refers to -
  - (a) 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;
  - (b) 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
  - (c) 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 9 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:
	Cromwell European Real Estate Investment Trust ("CEREIT")
2.	Type of Listed Issuer:  ☐ Registered/Recognised Business Trust  ☑ Real Estate Investment Trust
3.	Name of Trustee-Manager/Responsible Person:
	Cromwell EREIT Management Pte. Ltd. (the "Manager")
4.	Is the Trustee-Manager/Responsible Person also a substantial unitholder of the Listed Issuer?  ☐ Yes  ☑ No

## **Part II - Transaction Details**

D cl	Date of acquisition of or change in interest:  4-Mar-2019  Date on which the Trustee-Manager/Responsible Person became aware of the acquisition of, or hange in, interest (if different from item 1 above, please specify the date):  4-Mar-2019  Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest):  tot applicable.
D cl 0 <sup>4</sup> E	Date on which the Trustee-Manager/Responsible Person became aware of the acquisition of, or hange in, interest (i) (if different from item 1 above, please specify the date):  4-Mar-2019  Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest):
cl 04 E ir	hange in, interest (if different from item 1 above, please specify the date):  4-Mar-2019  Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest):
E ir	Explanation (if the date of becoming aware is different from the date of acquisition of, or change n, interest):
ir	n, interest):
N	ot applicable.
T	ype of securities which are the subject of the transaction (more than one option may be chosen):  Ordinary voting units
	Other type of units (excluding ordinary voting units)
	Rights/Options/Warrants over units
	Debentures
	Rights/Options over debentures  Others (please specify):
	lumber of units, rights, options, warrants and/or principal amount of debentures acquired or isposed of by Trustee-Manager/Responsible Person:
3,6	603,430 units in CEREIT ("Units")
	mount of consideration paid or received by Trustee-Manager/Responsible Person (excluding prokerage and stamp duties):
(i)	1,600,130 Units at €0.5281 each; and (ii) 2,003,300 new Units at €0.439 each

7.	Circumstance giving rise to the interest or change in interest:
۲.	
	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
	Securities as part of management, acquisition and/or divestment fees paid by the Listed Issuer
	Disposal of:
	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
	Other circumstances:
	Acceptance of take-over offer for Listed Issuer
	Corporate action by Listed Issuer (please specify):
	Others (please specify):
	Curiors (preduce specifix).

8. Quantum of interests in securities held by Trustee-Manager/Responsible Person 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 units of the Listed Issuer; Table 4 should be completed if the change relates to debentures):

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

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting units held:	14,391,859	0	14,391,859
As a percentage of total no. of ordinary voting units:	0.66	0	0.66
Lance Patalogical attaches			
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting units held:	17,995,289	Deemed Interest 0	17,995,289

9.	Circumstances giving rise to deemed interests (if the interest is such): [You may attach a chart(s) in item 10 to illustrate how the Trustee-Manager/deemed interest, as set out in item 8 tables 1 to 6, arises]	Responsible Person's
	Not applicable.	
10.		
4.4	(The total file size for all attachment(s) should not exceed 1MB.)	
11.	If this is a <b>replacement</b> of an earlier notification, please provide:  (a) SGXNet announcement reference of the <u>first</u> notification which was a (the "Initial Announcement"):	innounced on SGXNet
	(b) Date of the Initial Announcement:	
	(c) 15-digit transaction reference number of the relevant transaction in attached in the Initial Announcement:	the Form 6 which was
12.	Remarks (if any):	
	The percentages of total number of ordinary voting units are calculated based on the total as at the date of this notification, being 2,194,613,274 Units.	al number of Units in issue
	A total of 3,603,430 units in CEREIT ("Management Fee Units") have been issued to the Malager's base fee ("Base Fee") for the period from 1 July 2018 to 30 Septem inclusive) at an issue price of €0.5281 (1,600,130 units) and for the period from 1 October (both dates inclusive) at an issue price of €0.439 (2,003,300 units).	ber 2018 (both dates
	Goldman Sachs (Singapore) Pte. and UBS AG, Singapore Branch were the joint issue mana offering of CEREIT. DBS Bank Ltd., Goldman Sachs (Singapore) Pte., and UBS AG, Singapor global coordinators for the initial public offering of CEREIT. DBS Bank Ltd., Goldman Sach Singapore Branch, Daiwa Capital Markets Singapore Limited and CLSA Singapore Pte Ltd bookrunners and underwriters for the initial public offering of CEREIT.	e Branch were the joint is (Singapore) Pte., UBS AG,
	Insaction Reference Number (auto-generated):    6   3   6   4   8   5   4   3   2   5   8   3   2   9	
Tran	nsaction B	
1.	Date of acquisition of or change in interest:	
	04-Mar-2019	
2.	Date on which the Trustee-Manager/Responsible Person became aware of change in, interest (if different from item 1 above, please specify the date)	
	04-Mar-2019	
3.	Explanation (if the date of becoming aware is different from the date of actin, interest):	quisition of, or change

Type of securities which are the subject of the transaction (more than one option may be chosen
Ordinary voting units  Other type of write (evaluating and increased in a vertical vertical)
Other type of units (excluding ordinary voting units)
<ul><li>☐ Rights/Options/Warrants over units</li><li>☐ Debentures</li></ul>
<ul><li>☐ Rights/Options over debentures</li><li>☐ Others (<i>please specify</i>):</li></ul>
Officia (picase specify).
Number of units, rights, options, warrants and/or principal amount of debentures acquired disposed of by Trustee-Manager/Responsible Person:
4,833,292 units in CEREIT ("Units")
Amount of consideration paid or received by Trustee-Manager/Responsible Person (excluding
brokerage and stamp duties):
€0.498 per Unit

7.	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
	Securities as part of management, acquisition and/or divestment fees paid by the Listed Issuer
	Disposal of:
	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
	Other circumstances:
	Acceptance of take-over offer for Listed Issuer
	Corporate action by Listed Issuer (please specify):
	Others (please specify):

8. Quantum of interests in securities held by Trustee-Manager/Responsible Person 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 units of the Listed Issuer; Table 4 should be completed if the change relates to debentures):

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

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting units held:	17,995,289	0	17,995,289
As a percentage of total no. of ordinary voting units:	0.82	0	0.82
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting units held:	22,828,581	0	22,828,581

No	t applicable.				
Att	achments ( <i>if any</i> ):				
G	(The total file size for all attachment(s) should not exceed 1MB.)				
lf t	his is a <b>replacement</b> 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 6 which wa attached in the Initial Announcement:				
Re	emarks ( <i>if any</i> ):				
	The percentages of total number of ordinary voting units are calculated based on the total number of Units in issue as at the date of this notification, being 2,194,613,274 Units.				
acc for hav Fur	otal of 4,833,292 units in CEREIT ("Acquisition Fee Units") have been issued to the Manager as payment of quisition fees in relation to the purchase of the properties in The Netherlands and Finland which were acquired a combined purchase price of €240,697,968 as announced on 31 December 2018. The Acquisition Fee Units we been issued at an issue price of €0.498 per Unit. In accordance with the Trust Deed and Appendix 6 (Property ands Appendix) of the Code on Collective Investment Schemes, the acquisition fee for related party transactions all be paid in units and cannot not be sold within one year from the date of issuance.				
offe glo Sin	ldman Sachs (Singapore) Pte. and UBS AG, Singapore Branch were the joint issue managers for the initial public ering of CEREIT. DBS Bank Ltd., Goldman Sachs (Singapore) Pte., and UBS AG, Singapore Branch were the joint bal coordinators for the initial public offering of CEREIT. DBS Bank Ltd., Goldman Sachs (Singapore) Pte., UBS AG gapore Branch, Daiwa Capital Markets Singapore Limited and CLSA Singapore Pte Ltd were the joint okrunners and underwriters for the initial public offering of CEREIT.				
	tion Reference Number (auto-generated):				
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	articulars of Individual completing this notification form:	
(8	a) Name of Individual:	
	Christina Tham	
(b	Designation:	
	Head of Legal, Compliance & Corporate Secretarial	
(c	c) Name of entity:	
	Cromwell EREIT Management Pte. Ltd.	