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

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1.	Name of Listed Issuer:
	Bukit Sembawang Estates 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:
	01-Jun-2017

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

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

Substantial	Sharahaldar/Linithaldar A
Substantial	Shareholder/Unitholder A



Sub	stantial Shareholder/Unitholder A 🌖
1.	Name of Substantial Shareholder/Unitholder:
	GuoLine Overseas Limited
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.	
3.	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
4.	Date of acquisition of or change in interest: 30-May-2017
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):
	30-May-2017
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:
	Immediately before 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	12,948,500	12,948,500
As a percentage of total no. of voting shares/units:	0	5.0011	5.0011
Immediately after the transaction	Divact Interest	Decree of the towns of	Tatal
ininediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	0	12,930,700	12,930,700

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]			
	Disposal by Asia Fountain Investment Company Limited ("AFI"). GuoLine Overseas Limited ("GOL") is deemed to be interested in the shares of Bukit Sembawang Estates Limited by virtue of the operation of the provisions of Section 4 of the Securities And Futures Act (Cap. 289).			
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]			
	AFI is an indirect wholly-owned subsidiary of Guoco Group Limited which in turn a subsidiary of GOL.			
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 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:			
12.	Remarks (if any):			
	The percentage of shareholdings immediately before and after the change is calculated based on the total issued capital of 258,911,326 shares as at 30 May 2017.			
Sub	stantial Shareholder/Unitholder B			
1.	Name of Substantial Shareholder/Unitholder:			
	GuoLine Capital Assets Limited			
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 Sharehold	der/Unitholder		
	Change in the percentage level of		emaining a Substantia	al Shareholder/Unitholder
			J	
4.	Date of acquisition of or change in	interest:		
	30-May-2017			
5.	Date on which Substantial Shareh change in, interest (if different			•
	30-May-2017			
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/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	12,948,500	12,948,500
As a	a percentage of total no. of voting shares/	0	5.0011	5.0011
	Immediately after the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or lerlying the rights/options/warrants/ vertible debentures :	0	12,930,700	12,930,700
As a	a percentage of total no. of voting shares/	0	4.9943	4.9943
8.	Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises]	•	•	er/Unitholder's deemed
	Disposal by Asia Fountain Investment Codeemed to be interested in the shares of provisions of Section 4 of the Securities A	Bukit Sembawang Es	states Limited by virtue	
9.	Relationship between the Substan [You may attach a chart in item 10 to Unitholders]		•	

	AFI is an indirect wholly-owned subsidiary of Guoco Group Limited which in turn an indirect subsidiary of GCA.
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:
12.	Remarks (if any):
Sub:	stantial Shareholder/Unitholder C Name of Substantial Shareholder/Unitholder:
1.	Name of Substantial Shareholder/Unitholder: Hong Leong Company (Malaysia) Berhad
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:
	30-May-2017
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): 30-May-2017

warrants/convertible debentures {	conversion price		
Immediately before the transaction	Direct Interest	Deemed Interest	Total
of voting shares/units held and/or lerlying the rights/options/warrants/ vertible debentures:	0	12,948,500	12,948,500
a percentage of total no. of voting shares/s:	0	5.0011	5.0011
Immediately after the transaction	Direct Interest	Deemed Interest	Total
of voting shares/units held and/or lerlying the rights/options/warrants/ vertible debentures :	0	12,930,700	12,930,700
a percentage of total no. of voting shares/	0	4.9943	4.9943
[You may attach a chart in item 10 to interest arises] Disposal by Asia Fountain Investment Co ("HLCM") is deemed to be interested in t	illustrate how the Sompany Limited ("AFI he shares of Bukit Sei	ubstantial Shareholde "). Hong Leong Compa mbawang Estates Limit	ny (Malaysia) Berhad
[You may attach a chart in item 10 to Unitholders]	show the relationsh	ip between the Subst	antial Shareholders/
Attachments (if any):			
	Warrants/convertible debentures { Unitholder before and after the transaction Immediately before 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: 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: (Tircumstances giving rise to deem [You may attach a chart in item 10 to interest arises] Disposal by Asia Fountain Investment Co ("HLCM") is deemed to be interested in to operation of the provisions of Section 4 Relationship between the Substar [You may attach a chart in item 10 to Unitholders] AFI is an indirect wholly-owned subsidial	Warrants/convertible debentures {conversion price of Unitholder before and after the transaction: Immediately before the transaction Direct Interest of voting shares/units held and/or erlying the rights/options/warrants/vertible debentures: a percentage of total no. of voting shares/ si: immediately after the transaction Direct Interest Direct Interest Direct Interest Direct Interest O Circumstances diving shares/ of voting shares/ si: impercentage of total no. of voting shares/ of vertible debentures: Disposal by Asia Fountain Investment Company Limited ("AFI ("HLCM") is deemed to be interested in the shares of Bukit Seroperation of the provisions of Section 4 of the Securities And Relationship between the Substantial Shareholders/ [You may attach a chart in item 10 to show the relationsh Unitholders] AFI is an indirect wholly-owned subsidiary of Guoco Group Li	Immediately before 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: in 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/ of voting shares/ units held and/or erlying the rights/options/warrants/ vertible debentures: a percentage of total no. of voting shares/ s: in percentage of total no. of voting shares/ s: in percentage of total no. of voting shares/ s: in percentage of total no. of voting shares/ s: in percentage of total no. of voting shares/ si: in percentage of total no. of voting shares/

	(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 shareholdings immediately before and after the change is calculated based on the total
	issued capital of 258,911,326 shares as at 30 May 2017.
Sub	stantial Shareholder/Unitholder D
1.	Name of Substantial Shareholder/Unitholder:
	HL Holdings Sdn Bhd
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:
	30-May-2017
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):
	30-May-2017
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:
	Immediately before the transaction

	ng shares/units held and/or the rights/options/warrants/ debentures:	0	12,948,500	12,948,500
As a perce units:	ntage of total no. of voting shares/	0	5.0011	5.0011
Imme	diately after the transaction	Direct Intere	st Deemed Intere	est Total
underlying	ng shares/units held and/or the rights/options/warrants/ debentures :	0	12,930,700	12,930,700
As a perce units:	ntage of total no. of voting shares/	0	4.9943	4.9943
[You intereduced i	umstances giving rise to deem may attach a chart in item 10 to est arises] sal by Asia Fountain Investment Costed in the shares of Bukit Sembawon 4 of the Securities And Futures A	illustrate how the ompany Limited (vang Estates Limit	e Substantial Shareho	older/Unitholder's deemed Bhd ("HLH") is deemed to be
Unith AFI is Hong	may attach a chart in item 10 to colders] an indirect wholly-owned subsidia Leong Company (Malaysia) Berhactovisions of Section 4 of the Securit	ry of Guoco Grou d, a company in w	o Limited which in turr hich HLH is deemed to	n an indirect subsidiary of
0. Attac	chments (<i>if any</i>): ①			
0. Attac	chments (if any): ① (The total file size for all attachmen	nt(s) should not ex	ceed 1MB.)	
Ø		er notification, erence of the	please provide:	nich was announced
<i>O</i> 1. If this	(The total file size for all attachments is a replacement of an earling SGXNet announcement ref	er notification, erence of the ouncement"):	please provide:	nich was announced
1. If this (a)	(The total file size for all attachments is a replacement of an earling SGXNet announcement reform SGXNet (the "Initial Annotation")	er notification, erence of the cuncement"): ment: ce number of	please provide: first notification when the relevant transa	

Sub	stantial Shareholder/Unitholder E					
1.	Name of Substantial Shareholder/	Unitholder:		_		
	Quek Leng Chan					
2.	Is Substantial Shareholder/Unithousecurities of the Listed Issuer are In Yes No		•	vhose interest in the		
3.	Notification in respect of:					
	☐ 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:				
••	30-May-2017	interest.				
_						
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):					
	30-May-2017	nom nom 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 { 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	12,948,500	12,948,500		
As a	a percentage of total no. of voting shares/	0	5.0011	5.0011		
	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	12,930,700	12,930,700		

4.9943

0

4.9943

units:

As a percentage of total no. of voting shares/

	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]					
	intere	sal by Asia Fountain Investment Company Limited ("AFI"). Mr Quek Leng Chan is deemed to be sted in the shares of Bukit Sembawang Estates Limited by virtue of the operation of the provisions of in 4 of the Securities And Futures Act (Cap 289).				
	[You	tionship between the Substantial Shareholders/Unitholders giving notice in this form: may attach a chart in item 10 to show the relationship between the Substantial Shareholders/olders]				
	Hong	an indirect wholly-owned subsidiary of Guoco Group Limited which in turn an indirect subsidiary of Leong Company (Malaysia) Berhad, a company in which Mr Quek Leng Chan is deemed to have st by virtue of the provisions of Section 4 of the Securities And Futures Act (Cap. 289).				
١.	Attac	chments (<i>if any</i>): 👔				
	Ŋ	(The total file size for all attachment(s) should not exceed 1MB.)				
	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)	(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	arks (if any):				
		ercentage of shareholdings immediately before and after the change is calculated based on the total discapital of 258,911,326 shares as at 30 May 2017.				

Part IV - Transaction details

	Rights/Options/Warrants over voting shares/units Convertible debentures over voting shares/units (conversion price known) Others (please specify):
	mber of shares, units, rights, options, warrants and/or principal amount of convertible pentures acquired or disposed of by Substantial Shareholders/Unitholders:
17,	300 ordinary shares
	ount of consideration paid or received by Substantial Shareholders/Unitholders (excluding kerage and stamp duties):
SGI	D6.12977 per share
Cir	cumstance giving rise to the interest or change in interest:
Aco	quisition 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
Dis	posal of:
√	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
Oth	ner circumstances:
	Acceptance of take-over offer for the Listed Issuer
	Corporate action by the Listed Issuer which Substantial Shareholders/Unitholders did not participate in (<i>please specify</i>):
	Others (please specify):

	Particulars of Individual submitting this notification form to the Listed Issuer:			
	(a)	Name of Individual:		
		Chin Min Yann		
	(b)	Designation (if applicable):		
		Company Secretary		
	(c)	Name of entity (if applicable):		
		HL Management Co Sdn Bhd		
7 8	T	n Reference Number (auto-generated): 3 8 2 4 8 5 3 9 3 9 3		