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

FORM

1
(Electronic Format)

Explanatory Notes

- 1. Please read the explanatory notes carefully before completing this notification form.
- 2. 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 Name of Listed Issuer: ASPEN (GROUP) HOLDINGS LIMITED 2. Type of Listed Issuer: ✓ Company/Corporation Registered/Recognised Business Trust Real Estate Investment Trust 3. Name of Director/CEO: DATO' ALAN TEO KWONG CHIA 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) (Please proceed to complete Part III) ✓ No Date of notification to Listed Issuer: 6. 28-Jul-2017

Part III - For an incumbent Director/CEO giving notice of an acquisition of, or a change in his interest in, securities of or made available by the Listed Issuer

	action A 🕠			
Date of acquisition of or change in interest:				
27-	Jul-2017			
	Ite on which Director/CEO became aware of the acquisition of, or change in, interest (1) different from item 1 above, please specify the date):			
27-	Jul-2017			
	Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest):			
No	t applicable.			
<u> </u>				
ch	pe of securities which are the subject of the transaction (more than one option may be osen): Ordinary voting shares (units of Listed Issuer)			
✓	Ordinary voting shares/units of Listed Issuer Other types of charge/units (eveluding ordinary voting charge/units) of Listed Issuer			
	Other types of shares/units (excluding ordinary voting shares/units) of Listed Issuer			
	Rights/Options/Warrants over shares/units of Listed Issuer			
	Debentures of Listed Issuer			
Ш	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 (please specify):			
	imber of shares, units, rights, options, warrants, participatory interests and/or principation of debentures or contracts acquired or disposed of by Director/CEO:			
200	0,000			
	nount of consideration paid or received by Director/CEO (excluding brokerage and stampties):			
S\$4	16,000			

	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 employee share options/share awards
	Exercise of employee share options
	Acceptance of take-over offer for Listed Issuer
	Corporate action by Listed Issuer (please specify):
√	✓ Others (please specify):
	This notification is pursuant to the listing of Aspen (Group) Holdings Limited (the "Company") on Catalist of the
	Singapore Exchange Securities Trading Limited on 28 July 2017.
C li	Dato' Alan Teo Kwong Chia had subscribed for 200,000 Invitation Shares in connection with the invitation and

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:	0	0	0
As a percentage of total no. of ordinary voting shares/units:	0	0	0
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	200,000	0	200,000

	As a	a percentage of total no. of ordinary ng shares/units:	0.02	0	0.02			
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 Director/CEO's deemed interest, as set out in item 8 tables 1 to 8, arises]							
	Not a	pplicable.						
10.	Attac	chments (<i>if any</i>): 🕦						
	Ø	(The total file size for all attachment(s) sh	nould not exceed 1MB.)				
11.	If this	If this is a replacement of an earlier notification, please provide:						
	(a) (b)	SGXNet announcement reference (the "Initial Announcement"): Date of the Initial Announcement:		ation which was a	innounced on SGXNet			
	(c)	15-digit transaction reference nu attached in the Initial Announcem		int transaction in t	he Form 1 which was			
12. Remarks (if any):								
		percentage interest for shares held after the Invitation issued shares of the Company.	ne transaction is calcu	lated based on a tota	I number of 866,617,900			
т,	onooo	tion Deference Number (oute gene	rata di					
	arisaci	tion Reference Number (auto-gene	rateu).					
0	7 5	1 9 0 9 4 2 4 4 2 6 2 5						
	7 5	1 9 0 9 4 2 4 4 2 6 2 5						
0		s to be completed by an individual sub	mitting this notificatio	on form on behalf of	the Director/CEO.			
0	em 13 is		_		the Director/CEO.			
0 Ite	em 13 is	s to be completed by an individual sub	_		the Director/CEO.			

(b)	Designation (if applicable):
	INDEPENDENT NON-EXECUTIVE DIRECTOR
(c)	Name of entity (if applicable):
	ASPEN (GROUP) HOLDINGS LIMITED