## 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 **only** 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 1. Name of Listed Issuer: **ESR-REIT** 2. Type of Listed Issuer: Company/Corporation Registered/Recognised Business Trust Real Estate Investment Trust Name of Trustee-Manager/Responsible Person: ESR FUNDS MANAGEMENT (S) LIMITED 3. Name of Director/CEO: TONG JINQUAN 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) 6. Date of notification to Listed Issuer: 01-Apr-2020

## 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

<u>1S2</u>	action A 🕦
Da	te of acquisition of or change in interest:
30-	Mar-2020
	te on which Director/CEO became aware of the acquisition of, or change in, interest <b>(i)</b> different from item 1 above, please specify the date):
01-	Apr-2020
	planation (if the date of becoming aware is different from the date of acquisition of, or change interest):
Mr	Tong Jinquan was only notified of the transaction on 1 April 2020.
•	pe of securities which are the subject of the transaction (more than one option may be osen):
✓	Ordinary voting shares/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
	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
П	Participatory interests made available by Listed Issuer
	Others (please specify):
	umber of shares, units, rights, options, warrants, participatory interests and/or principation ount/value of debentures or contracts acquired or disposed of by Director/CEO:
3,0	00,000
	nount of consideration paid or received by Director/CEO (excluding brokerage and stamplies):
222	878,400.00
JAC	

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
	Disposal of:
	✓ Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
	Other circumstances :
	Acceptance of employee share options/share awards
	☐ Vesting of 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):

8. Quantum of interests in securities held by Director/CEO 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 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:	172,802,987	850,638,029	1,023,441,016
As a percentage of total no. of ordinary voting shares/units:	4.93	24.26	29.19
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	172,802,987	847,638,029	1,020,441,016

	As a percentage of total no. of ordinary voting shares/units:	4.93	24.18	29.11
9.	Circumstances giving rise to deemed [You may attach a chart(s) in item 10 set out in item 8 tables 1 to 8, arises]	to illustrate how		
	Wealthy Fountain Holdings Inc holds 145,65 13,172,094 ESR-REIT units. Both entities are 30,605,531 ESR-REIT units and is 25% owner	wholly owned by S		
	Leading Wealth Global Inc holds 658,209,87 Estate Pte Ltd, which is in turn a wholly-own			
	Both SSPL and Shanghai Summit (Group) Codeemed to be interested in the 847,638,029			
10.	Attachments (if any): (i)  (The total file size for all attachment(s))		4MD.)	
11.	If this is a <b>replacement</b> of an earlier			
	(a) SGXNet announcement referer (the "Initial Announcement"):	•	•	n was announced on SGXNet
	(b) Date of the Initial Announceme	nt:		
	(c) 15-digit transaction reference attached in the Initial Announce		elevant transact	tion in the Form 1 which was
12.	Remarks (if any):			
Tra 0	ansaction Reference Number (auto-get 6   0   3   9   9   4   3   1   4   2   0   5   2			

31-Mar-2020	nge in interest:
J 1-1VIGI -2U2U	
Date on which Director/CEO (if different from item 1 above	became aware of the acquisition of, or change in, interest <b>1</b> ve, please specify the date):
01-Apr-2020	
Explanation (if the date of be in, interest):	ecoming aware is different from the date of acquisition of, or change
Mr Tong Jinquan was only notifie	ed of the transaction on 1 April 2020.
Type of securities which a chosen):	re the subject of the transaction (more than one option may be
Ordinary voting shares/unit	s of Listed Issuer
Other types of shares/units	s (excluding ordinary voting shares/units) of Listed Issuer
Rights/Options/Warrants or	ver shares/units of Listed Issuer
Debentures of Listed Issue	er
Rights/Options over deben	
	ne Listed Issuer which Director/CEO is a party to, or under which he is contracts under which any person has a right to call for or to make sted Issuer
Participatory interests mad	le available by Listed Issuer
Others (please specify):	
	rights, options, warrants, participatory interests and/or principa or contracts acquired or disposed of by Director/CEO:
3,000,000	
Amount of consideration pa	aid or received by Director/CEO (excluding brokerage and stamp
S\$916,800.00	

	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:
<b>√</b>	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
Oth	ner circumstances :
	Acceptance of employee share options/share awards
	Vesting of 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):
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8. Quantum of interests in securities held by Director/CEO 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 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:	172,802,987	847,638,029	1,020,441,016
As a percentage of total no. of ordinary voting shares/units:	4.93	24.18	29.11
Immediately after the transaction	Direct Interest	Deemed Interest	Total
	172,802,987	844,638,029	1,017,441,016
No. of ordinary voting shares/units held:		,	1,533,733,733

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
	Wealthy Fountain Holdings Inc holds 145,650,526 ESR-REIT units and Skyline Horizon Consortium Ltd holds 13,172,094 ESR-REIT units. Both entities are wholly owned by Shanghai Summit Pte Ltd ("SSPL"). ESR-FM holds 30,605,531 ESR-REIT units and is 25% owned by SSPL.
	Leading Wealth Global Inc holds 655,209,878 ESR-REIT units and is a wholly-owned subsidiary of Longemont Real Estate Pte Ltd, which is in turn a wholly-owned subsidiary of Shanghai Summit (Group) Co., Ltd.
	Both SSPL and Shanghai Summit (Group) Co., Ltd are wholly owned by Tong Jinquan. Therefore, Tong Jinquan is deemed to be interested in the 844,638,029 ESR-REIT units held by the above-mentioned entities.
10.	Attachments (if any): (1)  (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 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 1 which was attached in the Initial Announcement:
12.	Remarks (if any):
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Tra	Ansaction Reference Number (auto-generated):  4 5 4 1 1 3 4 9 9 2 4 5 8 1

in which Director/CEO became aware of the acquisition of, or change in, interest rent from item 1 above, please specify the date):  2020  ation (if the date of becoming aware is different from the date of acquisition of, or change rest):  of securities which are the subject of the transaction (more than one option may be n): inary voting shares/units of Listed Issuer ter types of shares/units (excluding ordinary voting shares/units) of Listed Issuer thts/Options/Warrants over shares/units of Listed Issuer thts/Options over debentures of Listed Issuer hts/Options over debentures of Listed Issuer hts/Options over debentures of Listed Issuer htsracts over shares of the Listed Issuer which Director/CEO is a party to, or under which he is tled to a benefit, being contracts under which any person has a right to call for or to make very of shares in the Listed Issuer ticipatory interests made available by Listed Issuer
ation (if the date of becoming aware is different from the date of acquisition of, or change rest):  of securities which are the subject of the transaction (more than one option may be a): inary voting shares/units of Listed Issuer her types of shares/units (excluding ordinary voting shares/units) of Listed Issuer hts/Options/Warrants over shares/units of Listed Issuer bentures of Listed Issuer hts/Options over debentures of Listed Issuer which Director/CEO is a party to, or under which he is tled to a benefit, being contracts under which any person has a right to call for or to make every of shares in the Listed Issuer
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ticipatory interests made available by Listed Issuer
ers (please specify):
er of shares, units, rights, options, warrants, participatory interests and/or principa t/value of debentures or contracts acquired or disposed of by Director/CEO:
0
nt of consideration paid or received by Director/CEO (excluding brokerage and stamp:
07.16

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
☐ Vesting of 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):

8. Quantum of interests in securities held by Director/CEO 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 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:	172,802,987	844,638,029	1,017,441,016
As a percentage of total no. of ordinary voting shares/units:	4.93	24.09	29.02
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	172,802,987	842,083,829	1,014,886,816

9.	[You	umstances giving rise to deemed interests ( <i>if the interest is such</i> ):  I may attach a chart(s) in item 10 to illustrate how the Director/CEO's deemed interest, as out in item 8 tables 1 to 8, arises]
	13,17	thy Fountain Holdings Inc holds 145,650,526 ESR-REIT units and Skyline Horizon Consortium Ltd holds 2,094 ESR-REIT units. Both entities are wholly owned by Shanghai Summit Pte Ltd ("SSPL"). ESR-FM holds 15,531 ESR-REIT units and is 25% owned by SSPL.
		ing Wealth Global Inc holds 652,655,678 ESR-REIT units and is a wholly-owned subsidiary of Longemont Real e Pte Ltd, which is in turn a wholly-owned subsidiary of Shanghai Summit (Group) Co., Ltd.
		SSPL and Shanghai Summit (Group) Co., Ltd are wholly owned by Tong Jinquan. Therefore, Tong Jinquan is ned to be interested in the 842,083,829 ESR-REIT units held by the above-mentioned entities.
10.	Atta	chments ( <i>if any</i> ): 🕥
	IJ	(The total file size for all attachment(s) should not exceed 1MB.)
11.	If thi	s 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 1 which was attached in the Initial Announcement:
12.	Rem	arks (if any):
Tre	ansac	tion Reference Number (auto-generated):
3	1 2	4 2 1 3 4 9 9 2 6 8 7 2
Itei	m 13 i	s to be completed by an individual submitting this notification form on behalf of the Director/CEO.
13.		culars of Individual submitting this notification form to the Listed Issuer:
	(a)	Name of Individual:
		Loy York Ying
		Designation (if applicable):
	(b)	Designation (if applicable):
	(b)	Head of Compliance & Risk Management

(c)	Name of entity (if applicable):
	ESR Funds Management (S) Limited