

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 estate-related 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

1. Name of Listed Issuer:

CapitalLand Retail China Trust

2. Type of Listed Issuer:

- Company/Corporation
 Registered/Recognised Business Trust
 Real Estate Investment Trust

Name of Trustee-Manager/Responsible Person:

CapitalLand Retail China Trust Management Limited

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-Oct-2019

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

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

Substantial Shareholder/Unitholder A 

1. Name of Substantial Shareholder/Unitholder:

Tembusu Capital Pte. Ltd. ("Tembusu")

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:

26-Sep-2019



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-Sep-2019

6. Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):

Tembusu is a wholly-owned subsidiary of Temasek. Tembusu does not have any direct interest in Units. Tembusu has a deemed interest in Units through CLA Real Estate Holdings Pte. Ltd. ("CLA Real Estate", formerly known as Ascendas-Singbridge Pte. Ltd.). CLA Real Estate is an independently managed Temasek portfolio company. Tembusu is not involved in its business or operating decisions, including those regarding its positions in Units.

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:

<i>Immediately before the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	412,885,453	412,885,453
As a percentage of total no. of voting shares/units: 	0	34.68	34.68
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures :	0	423,503,726	423,503,726
As a percentage of total no. of voting shares/units: 	0	35.13	35.13

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]

Tembusu does not have any direct interest in Units.

Tembusu is filing this notification form to report a change in the percentage level of its deemed interest in Units from 34.68% to 35.13% as a result of the issuance, on 26 September 2019, of an aggregate of 10,618,273 Units to CapitaLand Retail China Trust Management Limited ("CRCTML"), as manager of the Listed Issuer, and Retail Crown Pte. Ltd. ("Retail Crown"), pursuant to the Listed Issuer's Distribution Reinvestment Plan.

Tembusu has a deemed interest in Units through CLA Real Estate.

Tembusu's deemed interest via CLA Real Estate	35.13%
(i) CRCTML holds 5.478% of Units.	
(ii) Retail Crown holds 18.593% of Units.	
(iii) CRCTML is a subsidiary of CapitaLand Financial Limited ("CFL").	
(iv) Retail Crown is a subsidiary of CapitaLand Retail China Pte. Ltd. ("CRCPL").	
(v) CRCPL is a subsidiary of CapitaLand Mall Asia Limited ("CMA").	
(vi) HSBC Institutional Trust Services (Singapore) Limited (as trustee of CapitaLand Mall Trust ("CMT")) ("HSBC") holds 11.066% of Units.	
(vii) Albert Complex Pte Ltd ("ACPL"), Pyramex Investments Pte Ltd ("PIPL") and Premier Healthcare Services International Pte Ltd ("PHSIPL") are subsidiaries of CL Retail Singapore Pte. Ltd. ("CRSPL"). ACPL, PIPL and PHSIPL collectively have a more than 20% interest in CMT.	
(viii) CRSPL is a subsidiary of CapitaLand Singapore Limited ("CSL").	
(ix) CMA, CFL and CSL are subsidiaries of CapitaLand Limited ("CapitaLand").	
(x) CapitaLand is a subsidiary of CLA Real Estate.	
(xi) CLA Real Estate is a subsidiary of TJ Holdings (III) Pte. Ltd. ("TJ Holdings III").	
(xii) TJ Holdings III is a subsidiary of Glenville Investments Pte. Ltd. ("Glenville").	
(xiii) Glenville is a subsidiary of Mawson Peak Holdings Pte. Ltd. ("Mawson").	
(xiv) Mawson is a subsidiary of Bartley Investments Pte. Ltd. ("Bartley").	
(xv) Bartley is a subsidiary of Tembusu.	

Total deemed interest of Tembusu	----- 35.13% =====
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CLA Real Estate is an independently managed Temasek portfolio company. Tembusu is not involved in its business or operating decisions, including those regarding its positions in Units.

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]

- (i) Tembusu Capital Pte. Ltd. is a subsidiary of Temasek Holdings (Private) Limited
- (ii) Bartley Investments Pte. Ltd. is a subsidiary of Tembusu Capital Pte. Ltd.
- (iii) Mawson Peak Holdings Pte. Ltd. is a subsidiary of Bartley Investments Pte. Ltd.
- (iv) Glenville Investments Pte. Ltd. is a subsidiary of Mawson Peak Holdings Pte. Ltd.
- (v) TJ Holdings (III) Pte. Ltd. is a subsidiary of Glenville Investments Pte. Ltd.

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"):

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(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 interest immediately before the change is calculated on the basis of 1,190,431,323 Units.

The percentage of interest immediately after the change is calculated on the basis of 1,205,224,110 Units.

In this Notice, figures are rounded down to the nearest 0.01% or 0.001%, as the case may be, and any discrepancies in aggregated figures are due to rounding.

Substantial Shareholder/Unitholder B 

1. Name of Substantial Shareholder/Unitholder:

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:

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):

6. Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):

Bartley is a wholly-owned subsidiary of Tembusu. Bartley does not have any direct interest in Units. Bartley has a deemed interest in Units through CLA Real Estate. CLA Real Estate is an independently managed Temasek portfolio company. Bartley is not involved in its business or operating decisions, including those regarding its positions in Units.

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	Direct Interest	Deemed Interest	Total
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No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	412,885,453	412,885,453
As a percentage of total no. of voting shares/units: ⓘ	0	34.68	34.68
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures :	0	423,503,726	423,503,726
As a percentage of total no. of voting shares/units: ⓘ	0	35.13	35.13

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]

Bartley does not have any direct interest in Units.

Bartley is filing this notification form to report a change in the percentage level of its deemed interest in Units from 34.68% to 35.13% as a result of the issuance, on 26 September 2019, of an aggregate of 10,618,273 Units to CRCTML, as manager of the Listed Issuer, and Retail Crown, pursuant to the Listed Issuer's Distribution Reinvestment Plan.

Bartley has a deemed interest in Units through CLA Real Estate.

Bartley's deemed interest via CLA Real Estate 35.13%

- (i) CRCTML holds 5.478% of Units.
- (ii) Retail Crown holds 18.593% of Units.
- (iii) CRCTML is a subsidiary of CFL.
- (iv) Retail Crown is a subsidiary of CRCPL.
- (v) CRCPL is a subsidiary of CMA.
- (vi) HSBC (as trustee of CMT) holds 11.066% of Units.
- (vii) ACPL, PIPL and PHSIPL are subsidiaries of CRSPL. ACPL, PIPL and PHSIPL collectively have a more than 20% interest in CMT.
- (viii) CRSPL is a subsidiary of CSL.
- (ix) CMA, CFL and CSL are subsidiaries of CapitalLand.
- (x) CapitalLand is a subsidiary of CLA Real Estate.
- (xi) CLA Real Estate is a subsidiary of TJ Holdings III.
- (xii) TJ Holdings III is a subsidiary of Glenville.
- (xiii) Glenville is a subsidiary of Mawson.
- (xiv) Mawson is a subsidiary of Bartley.

Total deemed interest of Bartley 35.13%

CLA Real Estate is an independently managed Temasek portfolio company. Bartley is not involved in its business or operating decisions, including those regarding its positions in Units.

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]

- (i) Tembusu Capital Pte. Ltd. is a subsidiary of Temasek Holdings (Private) Limited
- (ii) Bartley Investments Pte. Ltd. is a subsidiary of Tembusu Capital Pte. Ltd.
- (iii) Mawson Peak Holdings Pte. Ltd. is a subsidiary of Bartley Investments Pte. Ltd.
- (iv) Glenville Investments Pte. Ltd. is a subsidiary of Mawson Peak Holdings Pte. Ltd.
- (v) TJ Holdings (III) Pte. Ltd. is a subsidiary of Glenville Investments Pte. Ltd.

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"):

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- (b) Date of the Initial Announcement:

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- (c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:


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12. Remarks (if any):

The percentage of interest immediately before the change is calculated on the basis of 1,190,431,323 Units.

The percentage of interest immediately after the change is calculated on the basis of 1,205,224,110 Units.

In this Notice, figures are rounded down to the nearest 0.01% or 0.001%, as the case may be, and any discrepancies in aggregated figures are due to rounding.

Substantial Shareholder/Unitholder C 

1. Name of Substantial Shareholder/Unitholder:

Mawson Peak Holdings Pte. Ltd. ("Mawson")

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:

26-Sep-2019

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-Sep-2019

6. Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):

Mawson is a wholly-owned indirect subsidiary of Tembusu. Mawson does not have any direct interest in Units. Mawson has a deemed interest in Units through CLA Real Estate. CLA Real Estate is an independently managed Temasek portfolio company. Mawson is not involved in its business or operating decisions, including those regarding its positions in Units.

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:

<i>Immediately before the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	412,885,453	412,885,453
As a percentage of total no. of voting shares/units: ⓘ	0	34.68	34.68
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures :	0	423,503,726	423,503,726
As a percentage of total no. of voting shares/units: ⓘ	0	35.13	35.13

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]

Mawson does not have any direct interest in Units.

Mawson is filing this notification form to report a change in the percentage level of its deemed interest in Units from 34.68% to 35.13% as a result of the issuance, on 26 September 2019, of an aggregate of 10,618,273 Units to CRCTML, as manager of the Listed Issuer, and Retail Crown, pursuant to the Listed Issuer's Distribution Reinvestment Plan.

Mawson has a deemed interest in Units through CLA Real Estate.

Mawson's deemed interest via CLA Real Estate 35.13%


(i) CRCTML holds 5.478% of Units.
(ii) Retail Crown holds 18.593% of Units.
(iii) CRCTML is a subsidiary of CFL.
(iv) Retail Crown is a subsidiary of CRCPL.
(v) CRCPL is a subsidiary of CMA.
(vi) HSBC (as trustee of CMT) holds 11.066% of Units.
(vii) ACPL, PIPL and PHSIPL are subsidiaries of CRSPL. ACPL, PIPL and PHSIPL collectively have a more than 20% interest in CMT.
(viii) CRSPL is a subsidiary of CSL.
(ix) CMA, CFL and CSL are subsidiaries of CapitaLand.
(x) CapitaLand is a subsidiary of CLA Real Estate.
(xi) CLA Real Estate is a subsidiary of TJ Holdings III.
(xii) TJ Holdings III is a subsidiary of Glenville.
(xiii) Glenville is a subsidiary of Mawson.

Total deemed interest of Mawson -----
35.13%
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CLA Real Estate is an independently managed Temasek portfolio company. Mawson is not involved in its business or operating decisions, including those regarding its positions in Units.

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]

(i) Tembusu Capital Pte. Ltd. is a subsidiary of Temasek Holdings (Private) Limited
(ii) Bartley Investments Pte. Ltd. is a subsidiary of Tembusu Capital Pte. Ltd.
(iii) Mawson Peak Holdings Pte. Ltd. is a subsidiary of Bartley Investments Pte. Ltd.
(iv) Glenville Investments Pte. Ltd. is a subsidiary of Mawson Peak Holdings Pte. Ltd.
(v) TJ Holdings (III) Pte. Ltd. is a subsidiary of Glenville Investments Pte. Ltd.

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"):

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(b) Date of the Initial Announcement:

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(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:

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12. Remarks (if any):

The percentage of interest immediately before the change is calculated on the basis of 1,190,431,323 Units.

The percentage of interest immediately after the change is calculated on the basis of 1,205,224,110 Units.

In this Notice, figures are rounded down to the nearest 0.01% or 0.001%, as the case may be, and any discrepancies in aggregated figures are due to rounding.

Substantial Shareholder/Unitholder D 

1. Name of Substantial Shareholder/Unitholder:

Glenville Investments Pte. Ltd. ("Glenville")

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:

26-Sep-2019


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-Sep-2019

6. Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):

Glenville is a wholly-owned indirect subsidiary of Tembusu. Glenville does not have any direct interest in Units. Glenville has a deemed interest in Units through CLA Real Estate. CLA Real Estate is an independently managed Temasek portfolio company. Glenville is not involved in its business or operating decisions, including those regarding its positions in Units.

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:

<i>Immediately before the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	412,885,453	412,885,453
As a percentage of total no. of voting shares/units: 	0	34.68	34.68
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>

No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures :	0	423,503,726	423,503,726
As a percentage of total no. of voting shares/units: 	0	35.13	35.13

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]

Glenville does not have any direct interest in Units.

Glenville is filing this notification form to report a change in the percentage level of its deemed interest in Units from 34.68% to 35.13% as a result of the issuance, on 26 September 2019, of an aggregate of 10,618,273 Units to CRCTML, as manager of the Listed Issuer, and Retail Crown, pursuant to the Listed Issuer's Distribution Reinvestment Plan.

Glenville has a deemed interest in Units through CLA Real Estate.

Glenville's deemed interest via CLA Real Estate 35.13%

- (i) CRCTML holds 5.478% of Units.
- (ii) Retail Crown holds 18.593% of Units.
- (iii) CRCTML is a subsidiary of CFL.
- (iv) Retail Crown is a subsidiary of CRCPL.
- (v) CRCPL is a subsidiary of CMA.
- (vi) HSBC (as trustee of CMT) holds 11.066% of Units.
- (vii) ACPL, PIPL and PHSIPL are subsidiaries of CRSPL. ACPL, PIPL and PHSIPL collectively have a more than 20% interest in CMT.
- (viii) CRSPL is a subsidiary of CSL.
- (ix) CMA, CFL and CSL are subsidiaries of CapitalLand.
- (x) CapitalLand is a subsidiary of CLA Real Estate.
- (xi) CLA Real Estate is a subsidiary of TJ Holdings III.
- (xii) TJ Holdings III is a subsidiary of Glenville.

 Total deemed interest of Glenville 35.13%
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CLA Real Estate is an independently managed Temasek portfolio company. Glenville is not involved in its business or operating decisions, including those regarding its positions in Units.

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]

- (i) Tembusu Capital Pte. Ltd. is a subsidiary of Temasek Holdings (Private) Limited
- (ii) Bartley Investments Pte. Ltd. is a subsidiary of Tembusu Capital Pte. Ltd.
- (iii) Mawson Peak Holdings Pte. Ltd. is a subsidiary of Bartley Investments Pte. Ltd.
- (iv) Glenville Investments Pte. Ltd. is a subsidiary of Mawson Peak Holdings Pte. Ltd.
- (v) TJ Holdings (III) Pte. Ltd. is a subsidiary of Glenville Investments Pte. Ltd.

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"):

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(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 interest immediately before the change is calculated on the basis of 1,190,431,323 Units.

The percentage of interest immediately after the change is calculated on the basis of 1,205,224,110 Units.

In this Notice, figures are rounded down to the nearest 0.01% or 0.001%, as the case may be, and any discrepancies in aggregated figures are due to rounding.

Substantial Shareholder/Unitholder E 

1. Name of Substantial Shareholder/Unitholder:

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:

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):

6. Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):

TJ Holdings III is a wholly-owned indirect subsidiary of Tembusu. TJ Holdings III does not have any direct interest in Units. TJ Holdings III has a deemed interest in Units through CLA Real Estate. CLA Real Estate is an independently managed Temasek portfolio company. TJ Holdings III is not involved in its business or operating decisions, including those regarding its positions in Units.

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	Direct Interest	Deemed Interest	Total
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No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	412,885,453	412,885,453
As a percentage of total no. of voting shares/units: ⓘ	0	34.68	34.68
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures :	0	423,503,726	423,503,726
As a percentage of total no. of voting shares/units: ⓘ	0	35.13	35.13

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]

TJ Holdings III does not have any direct interest in Units.	
TJ Holdings III is filing this notification form to report a change in the percentage level of its deemed interest in Units from 34.68% to 35.13% as a result of the issuance, on 26 September 2019, of an aggregate of 10,618,273 Units to CRCTML, as manager of the Listed Issuer, and Retail Crown, pursuant to the Listed Issuer's Distribution Reinvestment Plan.	
TJ Holdings III has a deemed interest in Units through CLA Real Estate.	
TJ Holdings III's deemed interest via CLA Real Estate	35.13%
(i) CRCTML holds 5.478% of Units.	
(ii) Retail Crown holds 18.593% of Units.	
(iii) CRCTML is a subsidiary of CFL.	
(iv) Retail Crown is a subsidiary of CRCPL.	
(v) CRCPL is a subsidiary of CMA.	
(vi) HSBC (as trustee of CMT) holds 11.066% of Units.	
(vii) ACPL, PIPL and PHSIPL are subsidiaries of CRSPL. ACPL, PIPL and PHSIPL collectively have a more than 20% interest in CMT.	
(viii) CRSPL is a subsidiary of CSL.	
(ix) CMA, CFL and CSL are subsidiaries of CapitalLand.	
(x) CapitalLand is a subsidiary of CLA Real Estate.	
(xi) CLA Real Estate is a subsidiary of TJ Holdings III.	
Total deemed interest of TJ Holdings III	----- 35.13% =====
CLA Real Estate is an independently managed Temasek portfolio company. TJ Holdings III is not involved in its business or operating decisions, including those regarding its positions in Units.	

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]

(i) Tembusu Capital Pte. Ltd. is a subsidiary of Temasek Holdings (Private) Limited
(ii) Bartley Investments Pte. Ltd. is a subsidiary of Tembusu Capital Pte. Ltd.
(iii) Mawson Peak Holdings Pte. Ltd. is a subsidiary of Bartley Investments Pte. Ltd.
(iv) Glenville Investments Pte. Ltd. is a subsidiary of Mawson Peak Holdings Pte. Ltd.
(v) TJ Holdings (III) Pte. Ltd. is a subsidiary of Glenville Investments Pte. Ltd.

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"):

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(b) Date of the Initial Announcement:

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(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:

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12. Remarks (if any):

The percentage of interest immediately before the change is calculated on the basis of 1,190,431,323 Units.

The percentage of interest immediately after the change is calculated on the basis of 1,205,224,110 Units.

In this Notice, figures are rounded down to the nearest 0.01% or 0.001%, as the case may be, and any discrepancies in aggregated figures are due to rounding.

Part IV - Transaction details

1. Type of securities which are the subject of the transaction (*more than one option may be chosen*):

- Voting shares/units
- Rights/Options/Warrants over voting shares/units
- Convertible debentures over voting shares/units (*conversion price known*)
- Others (*please specify*):

2. Number of shares, units, rights, options, warrants and/or principal amount of convertible debentures acquired or disposed of by Substantial Shareholders/Unitholders:

10,618,273 Units in aggregate acquired by CRCTML and Retail Crown

3. Amount of consideration paid or received by Substantial Shareholders/Unitholders (*excluding brokerage and stamp duties*):

\$\$1.5323 per Unit

4. 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 take-over offer for the Listed Issuer
- Corporate action by the Listed Issuer which Substantial Shareholders/Unitholders did not participate in (*please specify*):

Others (*please specify*):

Issuance of an aggregate of 10,618,273 Units to CRCTML, as manager of the Listed Issuer, and Retail Crown, pursuant to the Listed Issuer's Distribution Reinvestment Plan.

Item 5 is to be completed by an individual submitting this notification form on behalf of the Substantial Shareholders/Unitholders.

5. Particulars of Individual submitting this notification form to the Listed Issuer:

(a) Name of Individual:

Chua Tse-Ling / Zahedah Abdul Rashid

(b) Designation (if applicable):

(c) Name of entity (if applicable):

Temasek Holdings (Private) Limited

Transaction Reference Number (auto-generated):

7	7	1	7	3	3	3	4	7	4	5	2	9	1	3
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