

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:

Ascendas Hospitality Trust (See Part III paragraph 12 below)

2. Type of Listed Issuer:

Company/Corporation

Registered/Recognised Business Trust

Real Estate Investment Trust

Name of Trustee-Manager/Responsible Person:

Ascendas Hospitality Fund Management Pte. Ltd. (See Part III paragraph 12 below)

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:

11-Jun-2015

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:

Ascendas-Singbridge Pte. Ltd. (formerly known as TJ Holdings (I) Pte. Ltd.)

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:

10-Jun-2015



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):

10-Jun-2015

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

N.A.

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	0	0
As a percentage of total no. of voting shares/units: 	0	0	0
<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	296,996,047	296,996,047
As a percentage of total no. of voting shares/units: 	0	26.64	26.64

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 Investments Pte. Ltd. ("Glenville"), TJ Holdings (III) Pte. Ltd. ("TJIII") and JTC Corporation ("JTC") have entered into the merger agreement (the "Merger Agreement") pursuant to which Glenville will subscribe for new shares in TJIII such that Glenville will hold in aggregate 51 per cent. of the issued shares of TJIII (the "Subscription"). In conjunction with the entry into the Merger Agreement, TJ Holdings (I) Pte. Ltd. ("TJI") (now known as Ascendas-Singbridge Pte. Ltd.) had entered into a share purchase agreement with JTC (the "Share Purchase Agreement"), pursuant to which TJI will acquire (the "Acquisition") all the issued shares of Ascendas Pte Ltd ("Ascendas"). Immediately prior to the completion of both the Merger Agreement and the Share Purchase Agreement, TJI was a wholly-owned subsidiary of TJIII, which was in turn a wholly-owned subsidiary of Glenville.

The Subscription and the Acquisition (the "Relevant Transactions") took place on 10 June 2015, with the result that (i) Glenville holds 51 per cent. of the total issued shares of TJIII, (ii) TJIII holds 100 per cent. of the total issued shares of TJI and (iii) TJI holds 100 per cent. of the total issued shares of Ascendas.

As at 10 June 2015, Ascendas Land International Pte. Ltd. ("ALI") has a direct interest in an aggregate of 284,906,572 stapled securities (the "ALI Stapled Securities") in Ascendas Hospitality Trust ("Stapled Securities"). ALI is a wholly-owned subsidiary of Ascendas.

Ascendas Hospitality Fund Management Pte Ltd ("AHFM") has a direct interest in 3,646,538 Stapled Securities (the "AHFM Stapled Securities"). Ascendas Hospitality Trust Management Pte Ltd ("AHTM") has a direct interest in 8,442,937 Stapled Securities (the "AHTM Stapled Securities"). AHFM and AHTM are wholly-owned subsidiaries of Ascendas Investment Pte Ltd, which is in turn a wholly-owned subsidiary of Ascendas.

Accordingly, TJI has a deemed interest in the ALI Stapled Securities, the AHFM Stapled Securities and the AHTM Stapled Securities.

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]

Please refer to paragraph 8 above.

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*):

Ascendas Hospitality Trust is a stapled group comprising Ascendas Hospitality Real Estate Investment Trust ("A-HREIT") and Ascendas Hospitality Business Trust ("A-HBT"). Each stapled security comprises 1 unit in A-HREIT and 1 unit in A-HBT. The manager of A-HREIT is AHFM and the trustee-manager of A-HBT is AHTM.

The percentage of stapled security holding set out above is calculated on the basis of 1,114,959,100 Stapled Securities.

Substantial Shareholder/Unitholder B 

1. Name of Substantial Shareholder/Unitholder:

TJ Holdings (III) Pte. Ltd.

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:

10-Jun-2015


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):


10-Jun-2015

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

N.A.

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	0	0
As a percentage of total no. of voting shares/units: 	0	0	0
<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	296,996,047	296,996,047
As a percentage of total no. of voting shares/units: 	0	26.64	26.64

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 Investments Pte. Ltd. ("Glenville"), TJ Holdings (III) Pte. Ltd. ("TJIII") and JTC Corporation ("JTC") have entered into the merger agreement (the "Merger Agreement") pursuant to which Glenville will subscribe for new shares in TJIII such that Glenville will hold in aggregate 51 per cent. of the issued shares of TJIII (the "Subscription"). In conjunction with the entry into the Merger Agreement, TJ Holdings (I) Pte. Ltd. ("TJI") (now known as Ascendas-Singbridge Pte. Ltd.) had entered into a share purchase agreement with JTC (the "Share Purchase Agreement"), pursuant to which TJI will acquire (the "Acquisition") all the issued shares of Ascendas Pte Ltd ("Ascendas"). Immediately prior to the completion of both the Merger Agreement and the Share Purchase Agreement, TJI was a wholly-owned subsidiary of TJIII, which was in turn a wholly-owned subsidiary of Glenville.

The Subscription and the Acquisition (the "Relevant Transactions") took place on 10 June 2015, with the result that (i) Glenville holds 51 per cent. of the total issued shares of TJIII, (ii) TJIII holds 100 per cent. of the total issued shares of TJI and (iii) TJI holds 100 per cent. of the total issued shares of Ascendas.

As at 10 June 2015, Ascendas Land International Pte. Ltd. ("ALI") has a direct interest in an aggregate of 284,906,572 stapled securities (the "ALI Stapled Securities") in Ascendas Hospitality Trust ("Stapled Securities"). ALI is a wholly-owned subsidiary of Ascendas.

Ascendas Hospitality Fund Management Pte Ltd ("AHFM") has a direct interest in 3,646,538 Stapled Securities (the "AHFM Stapled Securities"). Ascendas Hospitality Trust Management Pte Ltd ("AHTM") has a direct interest in 8,442,937 Stapled Securities (the "AHTM Stapled Securities"). AHFM and AHTM are wholly-owned subsidiaries of Ascendas Investment Pte Ltd, which is in turn a wholly-owned subsidiary of Ascendas.

Accordingly, TJIII has a deemed interest in the ALI Stapled Securities, the AHFM Stapled Securities and the AHTM Stapled Securities.

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]

Please refer to paragraph 8 above.

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):

Ascendas Hospitality Trust is a stapled group comprising Ascendas Hospitality Real Estate Investment Trust ("A-HREIT") and Ascendas Hospitality Business Trust ("A-HBT"). Each stapled security comprises 1 unit in A-HREIT and 1 unit in A-HBT. The manager of A-HREIT is AHFM and the trustee-manager of A-HBT is AHTM.

The percentage of stapled security holding set out above is calculated on the basis of 1,114,959,100 Stapled Securities.

Substantial Shareholder/Unitholder C 

1. Name of Substantial Shareholder/Unitholder:

Glenville Investments Pte. Ltd.

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:

10-Jun-2015

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):

10-Jun-2015

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

N.A.

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
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0

As a percentage of total no. of voting shares/ units:	0	0	0
<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	296,996,047	296,996,047
As a percentage of total no. of voting shares/ units:	0	26.64	26.64

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 Investments Pte. Ltd. ("Glenville"), TJ Holdings (III) Pte. Ltd. ("TJIII") and JTC Corporation ("JTC") have entered into the merger agreement (the "Merger Agreement") pursuant to which Glenville will subscribe for new shares in TJIII such that Glenville will hold in aggregate 51 per cent. of the issued shares of TJIII (the "Subscription"). In conjunction with the entry into the Merger Agreement, TJ Holdings (I) Pte. Ltd. ("TJI") (now known as Ascendas-Singbridge Pte. Ltd.) had entered into a share purchase agreement with JTC (the "Share Purchase Agreement"), pursuant to which TJI will acquire (the "Acquisition") all the issued shares of Ascendas Pte Ltd ("Ascendas"). Immediately prior to the completion of both the Merger Agreement and the Share Purchase Agreement, TJI was a wholly-owned subsidiary of TJIII, which was in turn a wholly-owned subsidiary of Glenville.

The Subscription and the Acquisition (the "Relevant Transactions") took place on 10 June 2015, with the result that (i) Glenville holds 51 per cent. of the total issued shares of TJIII, (ii) TJIII holds 100 per cent. of the total issued shares of TJI and (iii) TJI holds 100 per cent. of the total issued shares of Ascendas.

As at 10 June 2015, Ascendas Land International Pte. Ltd. ("ALI") has a direct interest in an aggregate of 284,906,572 stapled securities (the "ALI Stapled Securities") in Ascendas Hospitality Trust ("Stapled Securities"). ALI is a wholly-owned subsidiary of Ascendas.

Ascendas Hospitality Fund Management Pte Ltd ("AHFM") has a direct interest in 3,646,538 Stapled Securities (the "AHFM Stapled Securities"). Ascendas Hospitality Trust Management Pte Ltd ("AHTM") has a direct interest in 8,442,937 Stapled Securities (the "AHTM Stapled Securities"). AHFM and AHTM are wholly-owned subsidiaries of Ascendas Investment Pte Ltd, which is in turn a wholly-owned subsidiary of Ascendas.

Accordingly, Glenville has a deemed interest in the ALI Stapled Securities, the AHFM Stapled Securities and the AHTM Stapled Securities.

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]

Please refer to paragraph 8 above.

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:

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12. Remarks (if any):

Ascendas Hospitality Trust is a stapled group comprising Ascendas Hospitality Real Estate Investment Trust ("A-HREIT") and Ascendas Hospitality Business Trust ("A-HBT"). Each stapled security comprises 1 unit in A-HREIT and 1 unit in A-HBT. The manager of A-HREIT is AHFM and the trustee-manager of A-HBT is AHTM.

The percentage of stapled security holding set out above is calculated on the basis of 1,114,959,100 Stapled Securities.

Substantial Shareholder/Unitholder D 

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):

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	0	0
As a percentage of total no. of voting shares/units: 	0	0	0
<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	296,996,047	296,996,047
As a percentage of total no. of voting shares/units: 	0	26.64	26.64

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 Investments Pte. Ltd. ("Glenville"), TJ Holdings (III) Pte. Ltd. ("TJIII") and JTC Corporation ("JTC") have entered into the merger agreement (the "Merger Agreement") pursuant to which Glenville will subscribe for new shares in TJIII such that Glenville will hold in aggregate 51 per cent. of the issued shares of TJIII (the "Subscription"). In conjunction with the entry into the Merger Agreement, TJ Holdings (I) Pte. Ltd. ("TJI") (now known as Ascendas-Singbridge Pte. Ltd.) had entered into a share purchase agreement with JTC (the "Share Purchase Agreement"), pursuant to which TJI will acquire (the "Acquisition") all the issued shares of Ascendas Pte Ltd ("Ascendas"). Immediately prior to the completion of both the Merger Agreement and the Share Purchase Agreement, TJI was a wholly-owned subsidiary of TJIII, which was in turn a wholly-owned subsidiary of Glenville.

The Subscription and the Acquisition (the "Relevant Transactions") took place on 10 June 2015, with the result that (i) Glenville holds 51 per cent. of the total issued shares of TJIII, (ii) TJIII holds 100 per cent. of the total issued shares of TJI and (iii) TJI holds 100 per cent. of the total issued shares of Ascendas.

As at 10 June 2015, Ascendas Land International Pte. Ltd. ("ALI") has a direct interest in an aggregate of 284,906,572 stapled securities (the "ALI Stapled Securities") in Ascendas Hospitality Trust ("Stapled Securities"). ALI is a wholly-owned subsidiary of Ascendas.

Ascendas Hospitality Fund Management Pte Ltd ("AHFM") has a direct interest in 3,646,538 Stapled Securities (the "AHFM Stapled Securities"). Ascendas Hospitality Trust Management Pte Ltd ("AHTM") has a direct interest in 8,442,937 Stapled Securities (the "AHTM Stapled Securities"). AHFM and AHTM are wholly-owned subsidiaries of Ascendas Investment Pte Ltd, which is in turn a wholly-owned subsidiary of Ascendas.

Mawson Peak Holdings Pte. Ltd. ("Mawson") holds 100 per cent. of the issued shares of Glenville. Accordingly, Mawson has a deemed interest in the ALI Stapled Securities, the AHFM Stapled Securities and the AHTM Stapled Securities.

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]

Please refer to paragraph 8 above.

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*):

Ascendas Hospitality Trust is a stapled group comprising Ascendas Hospitality Real Estate Investment Trust ("A-HREIT") and Ascendas Hospitality Business Trust ("A-HBT"). Each stapled security comprises 1 unit in A-HREIT and 1 unit in A-HBT. The manager of A-HREIT is AHFM and the trustee-manager of A-HBT is AHTM.

The percentage of stapled security holding set out above is calculated on the basis of 1,114,959,100 Stapled Securities.

Substantial Shareholder/Unitholder **E** 

1. Name of Substantial Shareholder/Unitholder:

Bartley Investments Pte. Ltd.

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:

10-Jun-2015

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*):

10-Jun-2015

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

N.A.

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	0	0
As a percentage of total no. of voting shares/units: ⓘ	0	0	0
<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	296,996,047	296,996,047
As a percentage of total no. of voting shares/units: ⓘ	0	26.64	26.64

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 Investments Pte. Ltd. ("Glenville"), TJ Holdings (III) Pte. Ltd. ("TJIII") and JTC Corporation ("JTC") have entered into the merger agreement (the "Merger Agreement") pursuant to which Glenville will subscribe for new shares in TJIII such that Glenville will hold in aggregate 51 per cent. of the issued shares of TJIII (the "Subscription"). In conjunction with the entry into the Merger Agreement, TJ Holdings (I) Pte. Ltd. ("TJI") (now known as Ascendas-Singbridge Pte. Ltd.) had entered into a share purchase agreement with JTC (the "Share Purchase Agreement"), pursuant to which TJI will acquire (the "Acquisition") all the issued shares of Ascendas Pte Ltd ("Ascendas"). Immediately prior to the completion of both the Merger Agreement and the Share Purchase Agreement, TJI was a wholly-owned subsidiary of TJIII, which was in turn a wholly-owned subsidiary of Glenville.

The Subscription and the Acquisition (the "Relevant Transactions") took place on 10 June 2015, with the result that (i) Glenville holds 51 per cent. of the total issued shares of TJIII, (ii) TJIII holds 100 per cent. of the total issued shares of TJI and (iii) TJI holds 100 per cent. of the total issued shares of Ascendas.

As at 10 June 2015, Ascendas Land International Pte. Ltd. ("ALI") has a direct interest in an aggregate of 284,906,572 stapled securities (the "ALI Stapled Securities") in Ascendas Hospitality Trust ("Stapled Securities"). ALI is a wholly-owned subsidiary of Ascendas.

Ascendas Hospitality Fund Management Pte Ltd ("AHFM") has a direct interest in 3,646,538 Stapled Securities (the "AHFM Stapled Securities"). Ascendas Hospitality Trust Management Pte Ltd ("AHTM") has a direct interest in 8,442,937 Stapled Securities (the "AHTM Stapled Securities"). AHFM and AHTM are wholly-owned subsidiaries of Ascendas Investment Pte Ltd, which is in turn a wholly-owned subsidiary of Ascendas.

Mawson Peak Holdings Pte. Ltd. ("Mawson") holds 100 per cent. of the issued shares of Glenville. Mawson is in turn a wholly-owned subsidiary of Bartley Investments Pte. Ltd. ("Bartley"). Accordingly, Bartley has a deemed interest in the ALI Stapled Securities, the AHFM Stapled Securities and the AHTM Stapled Securities.

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]

Please refer to paragraph 8 above.

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:

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12. Remarks (if any):

Ascendas Hospitality Trust is a stapled group comprising Ascendas Hospitality Real Estate Investment Trust ("A-HREIT") and Ascendas Hospitality Business Trust ("A-HBT"). Each stapled security comprises 1 unit in A-HREIT and 1 unit in A-HBT. The manager of A-HREIT is AHFM and the trustee-manager of A-HBT is AHTM.

The percentage of stapled security holding set out above is calculated on the basis of 1,114,959,100 Stapled Securities.

Substantial Shareholder/Unitholder **F** 

1. Name of Substantial Shareholder/Unitholder:

Tembusu Capital Pte. Ltd.

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:

10-Jun-2015

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):

10-Jun-2015

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

N.A.

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	0	0
As a percentage of total no. of voting shares/units: ⓘ	0	0	0
<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	296,996,047	296,996,047
As a percentage of total no. of voting shares/units: ⓘ	0	26.64	26.64

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 Investments Pte. Ltd. ("Glenville"), TJ Holdings (III) Pte. Ltd. ("TJIII") and JTC Corporation ("JTC") have entered into the merger agreement (the "Merger Agreement") pursuant to which Glenville will subscribe for new shares in TJIII such that Glenville will hold in aggregate 51 per cent. of the issued shares of TJIII (the "Subscription"). In conjunction with the entry into the Merger Agreement, TJ Holdings (I) Pte. Ltd. ("TJI") (now known as Ascendas-Singbridge Pte. Ltd.) had entered into a share purchase agreement with JTC (the "Share Purchase Agreement"), pursuant to which TJI will acquire (the "Acquisition") all the issued shares of Ascendas Pte Ltd ("Ascendas"). Immediately prior to the completion of both the Merger Agreement and the Share Purchase Agreement, TJI was a wholly-owned subsidiary of TJIII, which was in turn a wholly-owned subsidiary of Glenville.

The Subscription and the Acquisition (the "Relevant Transactions") took place on 10 June 2015, with the result that (i) Glenville holds 51 per cent. of the total issued shares of TJIII, (ii) TJIII holds 100 per cent. of the total issued shares of TJI and (iii) TJI holds 100 per cent. of the total issued shares of Ascendas.

As at 10 June 2015, Ascendas Land International Pte. Ltd. ("ALI") has a direct interest in an aggregate of 284,906,572 stapled securities (the "ALI Stapled Securities") in Ascendas Hospitality Trust ("Stapled Securities"). ALI is a wholly-owned subsidiary of Ascendas.

Ascendas Hospitality Fund Management Pte Ltd ("AHFM") has a direct interest in 3,646,538 Stapled Securities (the "AHFM Stapled Securities"). Ascendas Hospitality Trust Management Pte Ltd ("AHTM") has a direct interest in 8,442,937 Stapled Securities (the "AHTM Stapled Securities"). AHFM and AHTM are wholly-owned subsidiaries of Ascendas Investment Pte Ltd, which is in turn a wholly-owned subsidiary of Ascendas.

Mawson Peak Holdings Pte. Ltd. ("Mawson") holds 100 per cent. of the issued shares of Glenville. Mawson is in turn a wholly-owned subsidiary of Bartley Investments Pte. Ltd. ("Bartley"), which is in turn a wholly-owned subsidiary of Tembusu Capital Pte. Ltd. ("Tembusu"). Accordingly, Tembusu has a deemed interest in the ALI Stapled Securities, the AHFM Stapled Securities and the AHTM Stapled Securities.

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]

Please refer to paragraph 8 above.

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):

Ascendas Hospitality Trust is a stapled group comprising Ascendas Hospitality Real Estate Investment Trust ("A-HREIT") and Ascendas Hospitality Business Trust ("A-HBT"). Each stapled security comprises 1 unit in A-HREIT and 1 unit in A-HBT. The manager of A-HREIT is AHFM and the trustee-manager of A-HBT is AHTM.

The percentage of stapled security holding set out above is calculated on the basis of 1,114,959,100 Stapled Securities.

Substantial Shareholder/Unitholder G 

1. Name of Substantial Shareholder/Unitholder:

Temasek Holdings (Private) 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 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:

10-Jun-2015

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):

10-Jun-2015

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

N.A.

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	1,000,000	1,000,000
As a percentage of total no. of voting shares/units: ⓘ	0	0.09	0.09
<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	297,996,047	297,996,047
As a percentage of total no. of voting shares/units: ⓘ	0	26.73	26.73

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 Investments Pte. Ltd. ("Glenville"), TJ Holdings (III) Pte. Ltd. ("TJIII") and JTC Corporation ("JTC") have entered into the merger agreement (the "Merger Agreement") pursuant to which Glenville will subscribe for new shares in TJIII such that Glenville will hold in aggregate 51 per cent. of the issued shares of TJIII (the "Subscription"). In conjunction with the entry into the Merger Agreement, TJ Holdings (I) Pte. Ltd. ("TJI") (now known as Ascendas-Singbridge Pte. Ltd.) had entered into a share purchase agreement with JTC (the "Share Purchase Agreement"), pursuant to which TJI will acquire (the "Acquisition") all the issued shares of Ascendas Pte Ltd ("Ascendas"). Immediately prior to the completion of both the Merger Agreement and the Share Purchase Agreement, TJI was a wholly-owned subsidiary of TJIII, which was in turn a wholly-owned subsidiary of Glenville.

The Subscription and the Acquisition (the "Relevant Transactions") took place on 10 June 2015, with the result that (i) Glenville holds 51 per cent. of the total issued shares of TJIII, (ii) TJIII holds 100 per cent. of the total issued shares of TJI and (iii) TJI holds 100 per cent. of the total issued shares of Ascendas.

As at 10 June 2015, Ascendas Land International Pte. Ltd. ("ALI") has a direct interest in an aggregate of 284,906,572 stapled securities (the "ALI Stapled Securities") in Ascendas Hospitality Trust ("Stapled Securities"). ALI is a wholly-owned subsidiary of Ascendas.

Ascendas Hospitality Fund Management Pte Ltd ("AHFM") has a direct interest in 3,646,538 Stapled Securities (the "AHFM Stapled Securities"). Ascendas Hospitality Trust Management Pte Ltd ("AHTM") has a direct interest in 8,442,937 Stapled Securities (the "AHTM Stapled Securities"). AHFM and AHTM are wholly-owned subsidiaries of Ascendas Investment Pte Ltd, which is in turn a wholly-owned subsidiary of Ascendas.

The filing of Temasek's deemed interest arises from the aggregation of the interests held by ALI, AHFM, AHTM and DBS Bank Ltd ("DBS Bank").

(A) Temasek's deemed interest via ALI, AHFM and AHTM	26.64%
(i) ALI has a direct interest in 25.55% of Stapled Securities.	
(ii) AHFM has a direct interest in 0.33% of Stapled Securities.	
(iii) AHTM has a direct interest in 0.76% of Stapled Securities.	
(iv) Mawson Peak Holdings Pte. Ltd. ("Mawson") holds 100 per cent. of the issued shares of Glenville.	
(v) Mawson is in turn a wholly-owned subsidiary of Bartley Investments Pte. Ltd. which is in turn a wholly-owned subsidiary of Tembusu Capital Pte. Ltd. Tembusu is a wholly-owned subsidiary of Temasek.	
 (B) Temasek's deemed interest through DBS Bank	 0.09%
(i) DBS Bank is a wholly-owned subsidiary of DBS Group Holdings Ltd ("DBSH").	
(ii) DBS Bank has a direct interest in 1,000,000 Stapled Securities / 0.09% of Stapled Securities.	
(iii) Temasek owns more than 20% of DBSH, an independently managed Temasek portfolio company.	
 Total deemed interest of Temasek after the Transaction	 ----- 26.73% =====

DBSH is an independently managed Temasek portfolio company. Temasek is not involved in its business or operating decisions, including those regarding its positions in the Stapled Securities.

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]

Please refer to paragraph 8 above.

10. Attachments (if any): 



(The total file size for all attachment(s) should not exceed 1MB.)

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:

296,996,047 stapled securities in Ascendas Hospitality Trust

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

N.A.

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*):

Please refer to paragraph 8 of Part III above.

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:

Christina Choo

(b) Designation (if applicable):

Director, Legal & Regulations

(c) Name of entity (if applicable):

Temasek International Pte Ltd

Transaction Reference Number (auto-generated):

7	7	5	7	3	6	2	4	1	5	1	7	6	5	3
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