# 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

FORM

3
(Electronic Format)

#### **Explanatory Notes**

- 1. Please read the explanatory notes carefully before completing the notification form.
- 2. This form is for a Substantial Shareholder(s)/Unitholder(s) to give notice under section 135, 136, 137, 137J (as applicable to sections 135, 136 and 137) or 137U (as applicable to sections 135, 136 and 137) of the Securities and Futures Act (the "SFA").
- 3. This electronic Form 3 and a separate Form C, containing the particulars and contact details of the Substantial Shareholder(s)/Unitholder(s), must be completed by the Substantial Shareholder(s)/Unitholder(s) or a person duly authorised by the Substantial Shareholder(s)/Unitholder(s) to do so. The person so authorised should maintain records of information furnished to him by the Substantial Shareholder(s)/Unitholder(s).
- 4. This form and Form C, are to be completed electronically and sent to the Listed Issuer via an electronic medium such as an e-mail attachment. The Listed Issuer will attach both forms to the prescribed SGXNet announcement template for dissemination as required under section 137G(1), 137R(1) or 137ZC(1) of the SFA, as the case may be. While Form C will be attached to the announcement template, it will not be disseminated to the public and is made available only to the Monetary Authority of Singapore (the "Authority").
- 5. Where a transaction results in similar notifiable obligations on the part of more than one Substantial Shareholder/Unitholder, all of these Substantial Shareholders/Unitholders may give notice using the same notification form.
- 6. A single form may be used by a Substantial Shareholder/Unitholder for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of becoming aware of the earliest transaction). There must be no netting-off of two or more notifiable transactions even if they occur within the same day.
- 7. All applicable parts of the notification form must be completed. If there is insufficient space for your answers, please include attachment(s) by clicking the paper clip icon on the bottom left-hand corner or in item 11 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
- 8. Except for item 5 of Part II and item 1 of Part IV, please select only one option from the relevant check boxes.
- 9. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
- 10. In this form, the term "Listed Issuer" refers to -
  - (a) a company incorporated in Singapore any or all of the shares in which are listed for quotation on the official list of a securities exchange;
  - (b) a corporation (not being a company incorporated in Singapore, or a collective investment scheme constituted as a corporation) any or all of the shares in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing;

- (c) a registered business trust (as defined in the Business Trusts Act (Cap. 31A)) any or all of the units in which are listed for quotation on the official list of a securities exchange;
- (d) a recognised business trust any or all of the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing; or
- (e) a collective investment scheme that is a trust, that invests primarily in real estate and real estaterelated assets specified by the Authority in the Code on Collective Investment Schemes, and any or all the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing ("Real Estate Investment Trust").
- 11. For further instructions and guidance on how to complete this notification form, please refer to section 7 of the User Guide on Electronic Notification Forms which can be accessed at the Authority's Internet website at <a href="http://www.mas.gov.sg">http://www.mas.gov.sg</a> (under "Regulations and Financial Stability", "Regulations, Guidance and Licensing", "Securities, Futures and Fund Management", "Forms", "Disclosure of Interests").

Part I - General

Name of Listed Issuer:
BHG Retail REIT
Type of Listed Issuer:  Company/Corporation
Registered/Recognised Business Trust
Real Estate Investment Trust
Name of Trustee-Manager/Responsible Person:
BHG RETAIL TRUST MANAGEMENT PTE LTD
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)
Date of notification to Listed Issuer:
25-Oct-2021

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

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

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Sub	ostantial Shareholder/Unitholder A
1.	Name of Substantial Shareholder/Unitholder:
	Beijing Hualian Mall (Singapore) Commercial Management 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:
	25-Oct-2021
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):
	25-Oct-2021
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:	14,899,000	15,103,842	30,002,842
As a percentage of total no. of voting shares/(	2.9	2.95	5.85
Immediately after the transaction	Direct Interest	Deemed Interest	Total
Immediately after the transaction  No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	Direct Interest	Deemed Interest 15,103,842	Total 34,402,842

	[You	umstances giving rise to deemed interests ( <i>if the interest is such</i> ): may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed est arises]
	(Singa	g Hualian Mall (Singapore) Commercial Management Pte. Ltd. ("BHM SCM") wholly-owns BHG Mall apore) Property Management Pte Ltd ("PM") and BHG Retail Trust Management Pte Ltd ("RM"). BHM is deemed interested in an aggregate of 15,103,842 Units, which include 8,400,556 Units owned by the Id 6,703,286 Units owned by the PM.
9.	[You	tionship between the Substantial Shareholders/Unitholders giving notice in this form: may attach a chart in item 10 to show the relationship between the Substantial eholders/Unitholders]
	equity Mall (	g Hualian Group Investment Holding Co., Ltd. ("Beijing Hualian Group") holds 27.39% of the total issue of interest of Beijing Hualian Department Store Co., Ltd. ("BHDS"). BHDS wholly-owns Beijing Hualian Singapore) Commercial Management Pte. Ltd. ("BHM SCM"), which in turn wholly-owns BHG Mall apore) Property Management Pte Ltd ("PM") and BHG Retail Trust Management Pte Ltd ("RM").
10.	Atta	chments ( <i>if any</i> ): <b>①</b>
	G	(The total file size for all attachment(s) should not exceed 1MB.)
11.	If this	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 ( <i>the "Initial Announcement"</i> ):
		on SGANET (the Tinual Announcement ).
	/I- \	Data of the Indian Agreements
	(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:
		which was attached in the Initial Announcement:
12.	Rem	which was attached in the Initial Announcement:  arks (if any):
12.		
	The p	arks ( <i>if any</i> ):
<u>Sub</u>	The p	arks (if any): ercentage of unitholding is calculated based on the total issued units of 512,450,442.
	The p	arks (if any): ercentage of unitholding is calculated based on the total issued units of 512,450,442.  al Shareholder/Unitholder B
<u>Sub</u>	Stantia  Nam  Beijin  Is S secu	arks ( <i>if any</i> ): ercentage of unitholding is calculated based on the total issued units of 512,450,442.  al Shareholder/Unitholder B  e of Substantial Shareholder/Unitholder: g Hualian Department Store Co., Ltd.  ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the circles of the Listed Issuer are held solely through fund manager(s)? es
<u>Sub</u> 1.	Stantia  Nam  Beijin  Is S  secu	arks ( <i>if any</i> ): ercentage of unitholding is calculated based on the total issued units of 512,450,442.  al Shareholder/Unitholder B  e of Substantial Shareholder/Unitholder: g Hualian Department Store Co., Ltd.  ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the critics of the Listed Issuer are held solely through fund manager(s)? es

	✓ Change in the percentage level of	interest while still re	maining a Substantia	I Shareholder/Unitholde							
	Ceasing to be a Substantial Share	holder/Unitholder									
4.	Date of acquisition of or change in interest:										
	25-Oct-2021										
5.	Date on which Substantial Shareh change in, interest (if different			•							
	25-Oct-2021										
6.	Explanation (if the date of becoming change in, interest):	ng aware is differe	ent from the date of	acquisition of, or the							
	N/A										
7.	Quantum of total voting shar rights/options/warrants/convertible Shareholder/Unitholder before and	debentures (conv	version price known								
	Immediately before the transaction	Direct Interest	Deemed Interest	Total							
unc	of voting shares/units held and/or derlying the hts/options/warrants/convertible debentures:	0	30,002,842	30,002,842							
1	a percentage of total no. of voting ares/t	0	5.85	5.85							
	Immediately after the transaction	Direct Interest	Deemed Interest	Total							
unc	of voting shares/units held and/or derlying the rights/options/warrants/	0	34,402,842	34,402,842							

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]

6.71

6.71

Beijing Hualian Department Store Co., Ltd. ("BHDS") wholly-owns Beijing Hualian Mall (Singapore) Commercial Management Pte. Ltd. ("BHM SCM"). BHDS is deemed interested in the total Units owned and deemed interested by BHM SCM.

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]

As a percentage of total no. of voting

shares/(

Mall (Singapore) Commercial Management Pte. Ltd. ("BHM SCM"), which in turn wholly-owns BHG Mall (Singapore) Property Management Pte Ltd ("PM") and BHG Retail Trust Management Pte Ltd ("RM"). 10. Attachments (if any): (The total file size for all attachment(s) should not exceed 1MB.) If this is a **replacement** of an earlier notification, please provide: SGXNet announcement reference of the first notification which was announced (a) on SGXNet (the "Initial Announcement"): Date of the Initial Announcement: (b) (c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement: Remarks (if any): 12. The percentage of unitholding is calculated based on the total issued units of 512,450,442. Substantial Shareholder/Unitholder C 1. Name of Substantial Shareholder/Unitholder: Beijing Hualian Group Investment Holding Co., 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: 25-Oct-2021 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): 25-Oct-2021

Beijing Hualian Group Investment Holding Co., Ltd. ("Beijing Hualian Group") holds 27.39% of the total issued equity interest of Beijing Hualian Department Store Co., Ltd. ("BHDS"). BHDS wholly-owns Beijing Hualian

0.	change in, interest):	
	N/A	

Explanation (if the data of becoming aware in different from the data of cognicition of or the

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	186,438,142	186,438,142
As a percentage of total no. of voting shares/til:	0	36.38	36.38
Immediately after the transaction	Direct Interest	Deemed Interest	Total
Immediately after the transaction  No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	Direct Interest 0	Deemed Interest 190,838,142	Total 190,838,142

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 arises1

Beijing Hualian Group Investment Holding Co., Ltd. ("Beijing Hualian Group") wholly-owns Beijing Hua Lian Group (Singapore) International Trading Pte. Ltd. ("BHG SIT") and is deemed interested in the 148,310,300 Units held by BHG SIT.

Beijing Hualian Group holds 29.17% of the total issued equity interest of Beijing Hualian Hypermarket Co., Ltd. ("BHH") which in turn wholly-owns Beijing Hualian Hypermarket (Singapore) Purchasing Pte. Ltd. ("BHH SPP") and is deemed interested in the 8,125,000 Units held by BHH SPP.

Beijing Hualian Group holds 27.39% of the total issued equity interest of Beijing Hualian Department Store Co., Ltd. ("BHDS"). Accordingly, Beijing Hualian Group is deemed interested in the total Units deemed interested by BHDS.

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]

Beijing Hualian Group Investment Holding Co., Ltd. ("Beijing Hualian Group") holds 27.39% of the total issued equity interest of Beijing Hualian Department Store Co., Ltd. ("BHDS"). BHDS wholly-owns Beijing Hualian Mall (Singapore) Commercial Management Pte. Ltd. ("BHM SCM"), which in turn wholly-owns BHG Mall (Singapore) Property Management Pte Ltd ("PM") and BHG Retail Trust Management Pte Ltd ("RM").

10. Attachments (if any):



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

If this is a **replacement** of an earlier notification, please provide:

	(a)	SGXNet announcement reference of the <u>first</u> notification which was announced on SGXNet (the "Initial Announcement"):
	(b)	Date of the Initial Announcement:
	(D)	Date of the illitial Afficultient.
	(0)	15 digit transaction reference number of the relevant transaction in the Form 2
	(c)	15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:
12.	Rem	narks ( <i>if any</i> ):
	The p	ercentage of unitholding is calculated based on the total issued units of 512,450,442.
Sub	stantia	al Shareholder/Unitholder D
1.	Nam	ne of Substantial Shareholder/Unitholder:
١.		an Hong Ju Industrial Co., Ltd.
2.		ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the urities of the Listed Issuer are held solely through fund manager(s)?
		res S T T T T T T T T T T T T T T T T T T
	✓ N	lo
3.	Notif	fication in respect of:
		secoming a Substantial Shareholder/Unitholder
		change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder
	☐ C	Ceasing to be a Substantial Shareholder/Unitholder
4.	Date	e of acquisition of or change in interest:
	25-0	ct-2021
5.		e on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the age in, interest (i) (if different from item 4 above, please specify the date):
		ct-2021
6.	Expl	anation (if the date of becoming aware is different from the date of acquisition of, or the
0.	•	nge 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	186,438,142	186,438,142
As a percentage of total no. of voting shares/t :	0	36.38	36.38
Immediately after the transaction	Diversity to the second	Deemed Interest	Total
ininediately after the transaction	Direct Interest	Deemed mieresi	TOlat
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	0	190,838,142	190,838,142

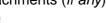
8. Circumstances giving rise to deemed interests (if the interest is such):
[You may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

Hainan Hong Ju Industrial Co., Ltd. holds 30% of the total issued equity interest of Beijing Hualian Group Investment Holding Co., Ltd. ("Beijing Hualian Group") and is deemed interested in the total Units that Beijing Hualian Group is deemed interested in.

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]

Hainan Hong Ju Industrial Co., Ltd. holds 30% of the total issued equity interest of Beijing Hualian Group Investment Holding Co., 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 <u>first</u> notification which was announced on SGXNet (the "Initial Announcement"):

(b) Date of the Initial Announcement:

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

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		ı				l	ı	

The percentage of unitholding is calculated based on the total issued units of 512,450,442. Remarks (if any):

Sub	ostantial Shareholder/Unitholder E
1.	Name of Substantial Shareholder/Unitholder:
	Hainan Hong Ju Culture Media Group 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:
	25-Oct-2021
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):
	25-Oct-2021
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	186,438,142	186,438,142
As a percentage of total no. of voting shares/(	0	36.38	36.38
Immediately after the transaction	Direct Interest	Deemed Interest	Total

. C [Y in Ha Ju int	ircumstances giving rise to dee  You may attach a chart in item 10  terest arises]  Ininan Hong Ju Culture Media Group Industrial Co., Ltd. and is deemed interested in.  Terested in.  Telelationship between the Substance of the	Limited holds nterested in the antial Sharel to show the re-	51.0% of the total issued e E Units that Hainan Hong J nolders/Unitholders givelationship between the S	quity interest of Hainan Hong u Industrial Co., Ltd. is deeme ing notice in this form:
In I	You may attach a chart in item 10 terest arises]  Ininan Hong Ju Culture Media Group Industrial Co., Ltd. and is deemed interested in.  Pelationship between the Substaction of the Subs	Limited holds nterested in the antial Sharel to show the re-	51.0% of the total issued e E Units that Hainan Hong J nolders/Unitholders givelationship between the S	quity interest of Hainan Hong u Industrial Co., Ltd. is deeme ing notice in this form:
Ju int	Industrial Co., Ltd. and is deemed in terested in.  elationship between the Substance of th	antial Sharel	e Units that Hainan Hong J nolders/Unitholders givelationship between the S	industrial Co., Ltd. is deeme
(Property of the state of the s	You may attach a chart in item 10 hareholders/Unitholders] ninan Hong Ju Culture Media Group Industrial Co., Ltd.	to show the re	elationship between the S	Substantial
Ju 0. A & 1. If	Industrial Co., Ltd.	Limited holds	51.0% of the total issued e	quity interest of Hainan Hong
رگ 1. If	ttachmente (if ani).			
් 1. If				
	ttachments ( <i>if any</i> ): <b>①</b> (The total file size for all attachn	ment(s) should r	not exceed 1MB.)	
(a	this is a <b>replacement</b> of an ea		•	
	SGXNet announcement r on SGXNet (the "Initial Ar			nich was announced
(b	Date of the Initial Announce	cement:		
(C	<ul> <li>15-digit transaction references</li> <li>which was attached in the</li> </ul>			action in the Form 3
2. R	emarks ( <i>if any</i> ):			
Th	e percentage of unitholding is calcu	ulated based or	n the total issued units of 5	12,450,442.

## 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:
	4,400,000 Units
3.	Amount of consideration paid or received by Substantial Shareholders/Unitholders (excluding brokerage and stamp duties):
	\$0.590 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):

	Part	iculars of Individual submitting this notification form to the Listed Issuer:
	(a)	Name of Individual:
		Zhao Fei
	(b)	Designation (if applicable):
		Company Secretary
	(c)	Name of entity (if applicable):
		Beijing Hualian Group Investment Holding Co., Ltd.
$\neg$	-	on Reference Number (auto-generated):  5   3   8   4   4   4   1   1   5   1   5   3