# 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 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 http://www.mas.gov.sg (under "Regulations and Financial Stability", "Regulations, Guidance and Licensing", "Securities, Futures and Fund Management", "Forms", "Disclosure of Interests").

Part I - General Name of Listed Issuer: 1. APAC Realty Limited 2. Type of Listed Issuer: ✓ Company/Corporation Registered/Recognised Business Trust □ Real Estate Investment Trust 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) Date of notification to Listed Issuer: 4. 13-Oct-2017

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

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

Sub	stantial Shareholder/Unitholder A
1.	Name of Substantial Shareholder/Unitholder:
	Tan Choon Hong
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:
	13-Oct-2017
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):
	13-Oct-2017
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	265,458,745	265,458,745
As a percentage of total no. of voting shares/units:	0	74.74	74.74
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 255,708,745	Total 255,708,745

8.	[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]
		hoon Hong has a deemed interest by virtue of Section 4(5) of the Securities and Futures Act (Cap. 289) g from the listing of the shares of APAC Realty Limited on 28 September 2017.
	this no	hoon Hong's deemed interest in APAC Realty Limited arises by virtue of him having, as at the date of otice, a 100% direct interest in the issued share capital of PGA Realty Partners Ltd, which holds 100% or ass A voting shares of Asia Pacific Realty Holdings Ltd, which in turn has a 72% direct interest in the s of APAC Realty Limited.
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 Shareholders/olders]
	1	hoon Hong has, as at the date of this notice, a 100% direct interest in the issued share capital of PGA Partners Ltd.
10	Δtta	chments ( <i>if any</i> ): 👔
10.	Ø	(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 (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:
12.	Rem	arks ( <i>if any</i> ):
	Please	e refer to item 12 on page 7 below.
Sub	stantia	al Shareholder/Unitholder B
	Nam	e of Substantial Shareholder/Unitholder:
1.		
1.	PGA F	Realty Partners Ltd
1. 2.	Is S	Realty Partners Ltd  ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the rities of the Listed Issuer are held solely through fund manager(s)?  es

3.	Notification in respect of:	dor/I loitholdor		
	Becoming a Substantial Sharehold	der/Unitholder		
	✓ Change in the percentage level of	interest while still re	emaining a Substantia	al Shareholder/Unitholde
	Ceasing to be a Substantial Share	holder/Unitholder		
4.	Date of acquisition of or change in	interest:		
	13-Oct-2017			
5.	Date on which Substantial Shareh	older/Unitholder b	ecame aware of the	e acquisition of, or the
	change in, interest 🧿 (if different			
	13-Oct-2017			,
6.	Explanation (if the date of becoming change in, interest):	ng aware is differe	ent from the date o	f acquisition of, or the
	N/A			
7.	Quantum of total voting shares/unwarrants/convertible debentures (Unitholder before and after the train	conversion price k	•	
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
unc	of voting shares/units held and/or derlying the rights/options/warrants/ overtible debentures:	0	265,458,745	265,458,745
As	a percentage of total no. of voting shares/	0	74.74	74.74

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	265,458,745	265,458,745
As a percentage of total no. of voting shares/units:	0	74.74	74.74
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	Direct Interest 0	Deemed Interest 255,708,745	Total 255,708,745

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]

PGA Realty Partners Ltd has a deemed interest by virtue of Section 4(5) of the Securities and Futures Act (Cap. 289) arising from the listing of the shares of APAC Realty Limited on 28 September 2017.

PGA Realty Partners Ltd's deemed interest in APAC Realty Limited arises by virtue of it holding, as at the date of this notice, a 100% of the class A voting shares of Asia Pacific Realty Holdings Ltd, which in turn has a 72% direct interest in the shares of APAC Realty Limited.

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]

). Atta	chments (if any): 🕤
Ø	(The total file size for all attachment(s) should not exceed 1MB.)
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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:
1. In (the '	narks ( <i>if any</i> ):  connection with the initial public offering of APAC Realty Limited, DBS Bank Ltd., as stabilising manager (Stabilising Manager"), had over-allotted an additional 9,750,000 shares, which were covered by the 0,000 shares borrowed by the Stabilising Manager from Asia Pacific Realty Holdings Ltd ("APRH")
1. In (the '9,750 pursu) 2. The purculations been prospersional transcolumns.	connection with the initial public offering of APAC Realty Limited, DBS Bank Ltd., as stabilising manager
1. In (the '9,750 pursu	connection with the initial public offering of APAC Realty Limited, DBS Bank Ltd., as stabilising manager 'Stabilising Manager"), had over-allotted an additional 9,750,000 shares, which were covered by the 0,000 shares borrowed by the Stabilising Manager from Asia Pacific Realty Holdings Ltd ("APRH") uant to a share lending agreement entered into between the Stabilising Manager and APRH.  e Stabilising Manager had, on 13 October 2017, exercised the over-allotment option granted by APRH to hase an aggregate of 9,750,000 shares. In connection with such exercise and as part of the same action, the Stabilising Manager's obligation to re-deliver 9,750,000 shares to APRH was deemed to have discharged on 13 October 2017, upon payment of the aggregate Offering Price (as defined in the pectus dated 21 September 2017) multiplied by the number of shares. Accordingly, APRH no longer has
1. In (the '9,750 pursu	connection with the initial public offering of APAC Realty Limited, DBS Bank Ltd., as stabilising manager 'Stabilising Manager"), had over-allotted an additional 9,750,000 shares, which were covered by the 0,000 shares borrowed by the Stabilising Manager from Asia Pacific Realty Holdings Ltd ("APRH") uant to a share lending agreement entered into between the Stabilising Manager and APRH.  e Stabilising Manager had, on 13 October 2017, exercised the over-allotment option granted by APRH to hase an aggregate of 9,750,000 shares. In connection with such exercise and as part of the same action, the Stabilising Manager's obligation to re-deliver 9,750,000 shares to APRH was deemed to have discharged on 13 October 2017, upon payment of the aggregate Offering Price (as defined in the pectus dated 21 September 2017) multiplied by the number of shares. Accordingly, APRH no longer has
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### Part IV - Transaction details

	mber of shares, units, rights, options, warrants and/or principal amount of convertible bentures acquired or disposed of by Substantial Shareholders/Unitholders:
	50,000
	nount of consideration paid or received by Substantial Shareholders/Unitholders (excluding observage and stamp duties):
S\$0	0.66 per share
Circ	cumstance giving rise to the interest or change in interest:
	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  sposal of:  Securities via market transaction  Securities via market transaction (e.g. married deals)  mer 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 ( <i>please specify</i> ): ase refer to item 12 above.

	ran	iculars of Individual submitting this notification form to the Listed Issuer:
	(a)	Name of Individual:
		Tan Choon Hong
	(b)	Designation (if applicable):
		Director
	(c)	Name of entity (if applicable):
		PGA Realty Partners Ltd
Trar	nsactio	on Reference Number (auto-generated):
6	4 8	6 3 2 3 4 0 0 2 6 0 7 3