

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**  
(Non-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 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. Upon its completion, this non-electronic format of Form 3 and Form C, together with the respective continuation sheets for additional transaction(s) or additional Substantial Shareholder(s)/Unitholder(s), if any, should be sent to the Listed Issuer. The Listed Issuer will transcribe the information contained in both forms and their respective continuation sheets, if any, onto their electronic format. Both electronic forms will then be attached 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)/annex(es) which should be appropriately identified.
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”). While the User Guide focuses on the electronic form, instructions contained therein on how information is to be provided will also apply to this non-electronic form.

**Part I – General:**

1. Name of Listed Issuer:
2. Type of Listed Issuer:  
 Company/Corporation  
 Registered/Recognised Business Trust  
Name of Trustee-Manager:   
 Real Estate Investment Trust  
Name of Responsible Person:
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 and IV.*)
4. Date of Notification to Listed Issuer:

**Part II – Substantial Shareholder/Unitholder and Transaction(s) Details**

*[To be used for single Substantial Shareholder/Unitholder to give notice]*

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

**Transaction “A”<sup>1</sup>**

1. Notification in respect of:  
 Becoming a Substantial Shareholder/Unitholder

<sup>1</sup> In a case where the Substantial Shareholder/Unitholder is giving notice in respect of multiple transactions in the same form, please use Form 3 - Continuation Sheet for Part II (Notification of Interests in Additional Transaction(s)), to provide details of each additional transaction.

- Change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder
- Ceasing to be a Substantial Shareholder/Unitholder

2. Date of acquisition of or change in interest:

3. Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the change in, interest (*if different from item 2 above, please specify the date*):

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

5. 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*):

6. Number of shares, units, rights, options, warrants and/or principal amount of convertible debentures acquired or disposed of by Substantial Shareholder/Unitholder:

7. Amount of consideration paid or received by Substantial Shareholder/Unitholder (excluding brokerage and stamp duties):

--

8. 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 Shareholder/Unitholder did not participate in (*please specify*):

--

- Others (*please specify*):

--

9. 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>	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:			
As a percentage of total no. of voting shares/units <sup>2</sup> :			
<i>Immediately after the transaction</i>	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:			
As a percentage of total no. of voting shares/units <sup>2</sup> :			

10. Circumstances giving rise to deemed interests (if the interest is such):

*[You may attach a chart to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]*

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"):

- (b) Date of the Initial Announcement:

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

<sup>2</sup> The percentages shall be calculated based on the no. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures in which the Substantial Shareholder/Unitholder has an interest divided by the total no. of voting shares (excluding treasury shares)/units of the Listed Issuer at the relevant time.

12. Remarks *(if any)*:

--

---

Continuation of Part II for an additional transaction(s) “B”, “C” etc

*[Use Form 3 - Continuation Sheet for Part II (Notification of Interests in Additional Transaction(s)) provided on the Authority’s Internet website.]*

*Item 13 is to be completed by an individual submitting this notification form on behalf of the Substantial Shareholder/Unitholder.*

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

(a) Name of Individual:

--

(b) Designation *(if applicable)*:

--

(c) Name of entity *(if applicable)*:

--

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

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

**Substantial Shareholder/Unitholder "A"<sup>3</sup>**

1. Name of Substantial Shareholder/Unitholder:

PepsiCo, Inc ("PepsiCo")

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:

31 October 2016

5. Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or change in, interest *(if different from item 4 above, please specify the date)*:

31 October 2016

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

N.A.

<sup>3</sup> In a case where more than one Substantial Shareholder/Unitholder is giving notice in respect of a transaction in the same form, please use Form 3 - Continuation Sheet for Part III (Notification for Additional Substantial Shareholder(s)/Unitholder(s)), to provide details of each additional Substantial Shareholder/Unitholder.



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>	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 <sup>4</sup> :	0	0	0
<i>Immediately after the transaction</i>	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 <sup>4</sup> :	0	0	0

8. Circumstances giving rise to deemed interests (if the interest is such):

*[You may attach a chart to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]*

N.A.

9. Relationship between the Substantial Shareholders/Unitholders giving notice in this form:

*[You may attach a chart to show the relationship between the Substantial Shareholders/Unitholders]*

(i) Pursuant to undertakings dated 1 July 2011 executed by Jelco Properties Pte Ltd ("Jelco") and Far East Organisation Pte. Ltd. ("FEO") in favour of PepsiCo and CMCI (in consideration of PepsiCo and CMCI entering into exclusive bottling appointments with the Company effective as of 1 July 2011 (the "Agreements")) whereby Jelco and FEO agreed to provide PepsiCo and CMCI with preferential rights, in the event, inter alia, that Jelco and FEO cease collectively to own 51% of the capital of the Company for the time being, to acquire from Jelco and FEO shares in the Company to be transferred, upon the respective terms of such undertakings.

(ii) The aforementioned preferential rights have not been exercised.

(iii) The Agreements have terminated on 31 October 2016.

<sup>4</sup> The percentages shall be calculated based on the no. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures in which the Substantial Shareholder/Unitholder has an interest divided by the total no. of voting shares (excluding treasury shares)/units of the Listed Issuer at the relevant time.

10. 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"*):

- (b) Date of the Initial Announcement:

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

11. Remarks (*if any*):

N.A.
------

---

Continuation of Part III for an additional Substantial Shareholder/Unitholder "B", "C" etc  
*[Use Form 3 - Continuation Sheet for Part III (Notification for Additional Substantial Shareholder(s)/Unitholder(s)) provided on the Authority's Internet website.]*

#### **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:

0

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

0

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 see paragraph 9 of Substantial Shareholder A's notification. The Agreements have terminated on 31 October 2016.

*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:

Flora W. Feng

- (b) Designation (*if applicable*):

Senior Director & Legal Counsel, PepsiCo Asia Pacific Region

- (c) Name of entity (*if applicable*):

PepsiCo, Inc.

*Additional Part III for an additional Substantial Shareholder(s)/Unitholder(s)*

Name of Substantial Shareholder/Unitholder A identified in Form 3:

PepsiCo, Inc ("PepsiCo")

Substantial Shareholder/Unitholder (B)<sup>1</sup>

1. Name of Substantial Shareholder/Unitholder:

The Concentrate Manufacturing Company of Ireland ("CMCI")

2. Is Substantial Shareholder/Unitholder a fund manager or a person whose interests in the securities of the Listed Issuer are solely held 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:

31 October 2016

5. Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or change in, interest (*if different from Item 4 above, please specify the date*):

31 October 2016

---

<sup>1</sup> Please insert B for second Substantial Shareholder/Unitholder, C for third Substantial Shareholder/Unitholder, and so forth.

6. Explanation (if the date of becoming aware is different from the date of the acquisition of, or 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>	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 <sup>2</sup> :	0	0	0
<i>Immediately after the transaction</i>	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 <sup>3</sup> :	0	0	0

8. Circumstances giving rise to deemed interests (if the interest is such):

*[You may attach a chart to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]*

N.A.

<sup>2</sup> The percentages shall be calculated based on the no. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures in which the Substantial Shareholder/Unitholder has an interest divided by the total no. of voting shares (excluding treasury shares)/ units of the Listed Issuer at the relevant time.

9. Relationship between the Substantial Shareholders/Unitholders giving notice in this form:

*[You may attach a chart to show the relationship between the Substantial Shareholders/Unitholders]*

Please see paragraph 9 of Substantial Shareholder A's notification. CMCI is a subsidiary of PepsiCo.

10. 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"*):

(b) Date of the Initial Announcement:

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

11. Remarks (*if any*):

N.A.