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. Breadtalk Group 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. 07-Oct-2015

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:
	Paradice Investment Management Pty 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:
	14-Nov-2014
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):
	05-Oct-2015
6.	Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):
	Please see section 12 below.
7.	Quantum of total voting shares/units (including voting shares/units underlying rights/options/

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	13,946,924	13,946,924
As a percentage of total no. of voting shares/units:	0	4.95	4.95
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 14,116,924	Total 14,116,924

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] Paradice Investment Management Pty Ltd ("PIMPL"), being the direct parent company of and having controlling interests in Paradice Investment Management LLC ("Paradice LLC") (which had already previously

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

notified its deemed interest in the shares notified herein (the "Shares") - see SGXNet announcement broadcasted on 14 January 2015 (announcement reference SG150114OTHR21JW) (the "Primary

Notification")), is also deemed to have interest in the Shares.

	is the direct parent company of Paradice LLC.
Atta	chments (<i>if any</i>): 👔
Ŋ	(The total file size for all attachment(s) should not exceed 1MB.)
If this	s 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:
Rem	narks (if any):
	otification should be read with the Primary Notification which had already disclosed the deemed est of Paradice LLC in the Shares, from which this present notification flows from solely.

investment in Singapore securities is in the Company and it was not aware until now that its other upstream

entities and shareholders may also have deemed interests under Singapore law unlike some other jurisdictions. Upon such awareness, Paradice LLC arranged for all the required filings to be immediately

Substantial Shareholder/Unitholder B

made by its affected upstream shareholders.



Angus David St John Paradice
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
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
Date of acquisition of or change in interest:
14-Nov-2014
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):
05-Oct-2015
Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):
Please see section 12 below.

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	13,946,924	13,946,924
As a percentage of total no. of voting shares/units:	0	4.95	4.95
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 14,116,924	<i>Total</i> 14,116,924

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]

David Paradice is a shareholder in PIMPL and is entitled to exercise or control the exercise of not less than 20% of the votes attached to the voting shares in PIMPL, which has deemed interests in the abovementioned Shares (solely by virtue of it being the holding company of Paradice LLC, the fund manager of the portfolios for which the shares in the Company were acquired). 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] David Paradice is entitled to exercise or control the exercise of not less than 20% of the votes attached to the voting shares in PIMPL, which is the holding company of Paradice LLC, the fund manager of the portfolios for which the shares in the Company were acquired. 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 on SGXNet (the "Initial Announcement"): (b) Date of the Initial Announcement: 15-digit transaction reference number of the relevant transaction in the Form 3 (c) which was attached in the Initial Announcement: 12. Remarks (if any): This notification should be read with the Primary Notification which had already disclosed the deemed interest of Paradice LLC in the Shares, from which this present notification flows from solely. David Paradice, as shareholder in PIMPL, generally has no knowledge of Paradice LLC's actual investments for the various managed portfolios including securities in the Company given the information barriers within the group in this regard. Paradice LLC's first and only investment in Singapore securities is in the Company and it was not aware until now that its other upstream entities and shareholders may also have deemed interests under Singapore law unlike some other jurisdictions. Upon such awareness, Paradice LLC arranged for all the required filings to be immediately made by its affected upstream shareholders. Substantial Shareholder/Unitholder C Name of Substantial Shareholder/Unitholder: Troy Christopher Angus 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

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11.

3.	Notification in respect of:			
	✓ Becoming a Substantial Sharehold	der/Unitholder		
	Change in the percentage level of	interest while still re	emaining a Substantia	al Shareholder/Unitholder
	Ceasing to be a Substantial Share	eholder/Unitholder		
4.	Date of acquisition of or change in	interest:		
	14-Nov-2014			
5.	Date on which Substantial Shareh change in, interest (if different			•
	05-Oct-2015			
6.	Explanation (if the date of becomi change in, interest):	ing aware is differ	ent from the date of	f acquisition of, or the
7.	Please see section 12 below. Quantum of total voting shares/ur	nits (<i>including voti</i>	ng shares/units und	lerlying rights/options/
	warrants/convertible debentures { Unitholder before and after the tra	conversion price l	•	
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
U	lo. of voting shares/units held and/or nderlying the rights/options/warrants/ onvertible debentures:	0	13,946,924	13,946,924
	as a percentage of total no. of voting shares/	0	4.95	4.95
	Immediately after the transaction	Direct Interest	Deemed Interest	Total

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]

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Troy Angus is a shareholder in PIMPL and is entitled to exercise or control the exercise of not less than 20% of the votes attached to the voting shares in PIMPL, which has deemed interests in the abovementioned Shares (solely by virtue of it being the holding company of Paradice LLC, the fund manager of the portfolios for which the shares in the Company were acquired).

14,116,924

5.01

14,116,924

5.01

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]

No. of voting shares/units held and/or underlying the rights/options/warrants/

As a percentage of total no. of voting shares/

convertible debentures :

units:

10.	Attac	chments (if any): 🕤
	Ø	(The total file size for all attachment(s) should not exceed 1MB.)
11.	If this	s 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:
12.	Rem	arks (if any):

Troy Angus is entitled to exercise or control the exercise of not less than 20% of the votes attached to the voting shares in PIMPL, which is the holding company of Paradice LLC, the fund manager of the portfolios for

which the shares in the Company were acquired.

This notification should be read with the Primary Notification which had already disclosed the deemed interest of Paradice LLC in the Shares, from which this present notification flows from solely.

Troy Angus, as shareholder in PIMPL, generally has no knowledge of Paradice LLC's actual investments for the various managed portfolios including securities in the Company given the information barriers within the group in this regard. Paradice LLC's first and only investment in Singapore securities is in the Company and it was not aware until now that its other upstream entities and shareholders may also have deemed interests under Singapore law unlike some other jurisdictions. Upon such awareness, Paradice LLC arranged for all the required filings to be immediately made by its affected upstream shareholders.

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:
	170,000
3.	Amount of consideration paid or received by Substantial Shareholders/Unitholders (excluding brokerage and stamp duties):
	235399.00
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):

	Pari	iculars of Individual submitting this notification form to the Listed Issuer:	
	(a)	Name of Individual:	
		Kevin Beck	
	(b)	Designation (if applicable):	
		Portfolio Manager	
	(c)	Name of entity (if applicable):	
		Paradice Investment Management LLC	
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