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

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Name of Listed Issuer:
Starhill Global Real Estate Investment Trust ("Starhill Global REIT")
Type of Listed Issuer: Company/Corporation
Registered/Recognised Business Trust
Real Estate Investment Trust
Name of Trustee-Manager/Responsible Person:
YTL Starhill Global REIT Management Limited
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:
26-Jun-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:
	YTL Corporation Berhad
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/Unitholde
	Ceasing to be a Substantial Shareholder/Unitholder
4.	Date of acquisition of or change in interest:
	25-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):
	25-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/

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:	80,054,810	700,918,264	780,973,074
As a percentage of total no. of voting shares/units:	3.72	32.55	36.27
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 80,054,810	728,904,432	Total 808,959,242

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]

Deemed interest in 539,840,000 units in Starhill Global REIT ("Units") held by Starhill Global REIT Investments Limited ("SGRIL"), 18,000,000 Units held by YTL Cayman Limited, 12,937,885 Units held by YTL Starhill Global REIT Management Limited ("YSGRM") and 130,140,379 Units held by YTL Hotels & Properties Sdn Bhd ("YTLHP") before the Conversion (as defined herein) and an additional deemed interest in 27,986,168 Units held by Business & Budget Hotels (Penang) Sdn Bhd ("BBHP") following the Conversion.

YTL Corporation Berhad ("YTL") is deemed to have an interest in the above Units by virtue of Section 4 of the Securities and Futures Act, Chapter 289 of Singapore pursuant to the relationships set out in paragraph 9 below.

Direct interest in 80,054,810 Units are held through its nominee, Raffles Nominees Pte Ltd.

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]

SGRIL and YSGRM are wholly-owned subsidiaries of YTL Cayman Limited, which is in turn, wholly-owned by YTL Corporation Berhad ("YTL"). YTLHP is a wholly-owned subsidiary of YTL. BBHP is an indirect 51%-owned subsidiary of YTL. Yeoh Tiong Lay & Sons Holdings Sdn Bhd ("YTLSH") has a 49.30% interest in YTL. Tan Sri Dato' Seri (Dr) Yeoh Tiong Lay owns 20.18% of YTLSH.

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"):

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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):

The interest of YTL in the Units have increased from 36.27% to 37.09% as a result of the issue of 27,986,168 new Units to BBHP through the conversion of 20,334,750 Convertible Preferred Units of Starhill Global REIT (the "Conversion") on 25 June 2015.

The percentage of total no. of voting units immediately before the transaction is calculated based on 2,153,218,267 Units as at 24 June 2015.

The percentage of total no. of voting units immediately after the transaction is calculated based on 2,181,204,435 Units as at 25 June 2015 after the Conversion.

Substantial Shareholder/Unitholder B



Name of Substantial Shareholder/Unitholder:
Yeoh Tiong Lay & Sons Holdings Sdn Bhd
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:
25-Jun-2015
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-Jun-2015
Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):
N.A.

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	780,973,074	780,973,074
As a percentage of total no. of voting shares/units:	0	36.27	36.27
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 808,959,242	Total 808,959,242

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]

Deemed interest in 539,840,000 Units held by SGRIL, 18,000,000 Units held by YTL Cayman Limited, 12,937,885 Units held by YSGRM, 130,140,379 Units held by YTLHP and 80,054,810 Units held by YTL before the Conversion, and an additional deemed interest in 27,986,168 Units held by BBHP following the Conversion.

YTLSH is deemed to have an interest in the Units by virtue of Section 4 of the Securities and Futures Act, Chapter 289 of Singapore pursuant to the relationships set out in paragraph 9 below.

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]

SCRIL and VSCRM are wholly-owned subsidiaries of VTL Cayman Limited, which is in turn, wholly-owned by

10.	Δttac	chments (<i>if any</i>):
10.	Milac	
	9	(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 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 Form 3 which was attached in the Initial Announcement:
12.	Rem	arks (<i>if any</i>):
	1	terest of YTLSH in the Units have increased from 36.27% to 37.09% as a result of the issue of 27,986,168 Inits to BBHP through the Conversion.
		ercentage of total no. of voting units immediately before the transaction is calculated based on 218,267 Units as at 24 June 2015.
		ercentage of total no. of voting units immediately after the transaction is calculated based on 204,435 Units as at 25 June 2015 after the Conversion.
Sub	stantia	al Shareholder/Unitholder C
1.	Nam	e of Substantial Shareholder/Unitholder:
	Tan Sı	ri Dato' Seri (Dr) Yeoh Tiong Lay
2.	ls S	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)?

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-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):
	25-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	780,973,074	780,973,074	
As a percentage of total no. of voting shares/units:	0	36.27	36.27	
Immediately after the transaction	Direct Interest	Deemed Interest	Total	
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	0	808,959,242	808,959,242	

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]

Deemed interest in 539,840,000 Units held by SGRIL, 18,000,000 units held by YTL Cayman Limited, 12,937,885 Units held by YSGRM, 130,140,379 Units held by YTLHP and 80,054,810 Units held by YTL before the Conversion and an additional deemed interest in 27,986,168 Units held by BBHP following the Conversion.

Tan Sri Dato Seri (Dr) Yeoh Tiong Lay is deemed to have an interest in the above Units by virtue of Section 4 of the Securities and Futures Act, Chapter 289 of Singapore pursuant to the relationships set out in paragraph 9 below.

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]
	SGRIL and YSGRM are wholly-owned subsidiaries of YTL Cayman Limited, which is in turn, wholly-owned by YTL. YTLHP is a wholly-owned subsidiary of YTL. BBHP is an indirect 51%-owned subsidiary of YTL. YTLSH has a 49.30% interest in YTL. Tan Sri Dato' Seri (Dr) Yeoh Tiong Lay owns 20.18% of YTLSH.
10.	Attachments (if any): (1) (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:
12.	Remarks (<i>if any</i>):
	The interest of Tan Sri Dato' Seri (Dr) Yeoh Tiong Lay in the Units have increased from 36.27% to 37.09% as a result of the issue of 27,986,168 new Units to BBHP through the Conversion.
	The percentage of total no. of voting units immediately before the transaction is calculated based on 2,153,218,267 Units as at 24 June 2015.
	The percentage of total no. of voting units immediately after the transaction is calculated based on 2,181,204,435 Units as at 25 June 2015 after the Conversion.

Part IV - Transaction details

	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):		
	Number of shares, units, rights, options, warrants and/or principal amount of convertible debentures acquired or disposed of by Substantial Shareholders/Unitholders:		
	27,986,168		
	Amount of consideration paid or received by Substantial Shareholders/Unitholders (excluding brokerage and stamp duties):		
	S\$0.7266 per unit		
	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):		

	(a)	iculars of Individual submitting this notification form to the Listed Issuer: Name of Individual:
	(a)	Ho Say Keng
	(b)	Designation (if applicable):
	` ,	Company Secretary
	(c)	Name of entity (if applicable):
		YTL Corporation Berhad
Trans	sactio	on Reference Number (auto-generated):
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