SECURITIES AND FUTURES ACT (CAP. 289) SECURITIES AND FUTURES (DISCLOSURE OF INTERESTS) REGULATIONS 2012

NOTIFICATION FORM FOR DIRECTOR/CHIEF EXECUTIVE OFFICER IN RESPECT OF INTERESTS IN SECURITIES

FORM

1
(Electronic Format)

Explanatory Notes

- 1. Please read the explanatory notes carefully before completing this notification form.
- 2. This form is for a Director/Chief Executive Officer ("CEO") to give notice of his interests in the securities of the Listed Issuer under section 133, 137N or 137Y of the Securities and Futures Act (Cap. 289) (the "SFA"). Please note that the requirement to disclose interests in participatory interests applies <u>only</u> to a director and where the Listed Issuer is a Singapore-incorporated company.
- 3. This electronic Form 1 and a separate Form C, containing the particulars and contact details of the Director/CEO, must be completed by the Director/CEO or a person duly authorised by him to do so. The person so authorised should maintain records of information furnished to him by the Director/CEO.
- 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. A single form may be used by a Director/CEO for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of/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.
- 6. All applicable parts of the notification form must be completed. If there is insufficient space for your answers, please include attachment(s) by clicking on the paper clip icon on the bottom left-hand corner or in item 3 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
- 7. Except for item 4 of Part III, please select only one option from the relevant check boxes.
- 8. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
- 9. 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").
- 10. For further instructions and guidance on how to complete this notification form, please refer to section 6 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: First Sponsor Group Limited ("FSGL") 2. Type of Listed Issuer: ✓ Company/Corporation Registered/Recognised Business Trust Real Estate Investment Trust 3. Name of Director/CEO: Neo Teck Pheng 4. Is the Director/CEO also a substantial shareholder/unitholder of the Listed Issuer? ✓ Yes ☐ No 5. Is the Director/CEO notifying in respect of his interests in securities of, or made available by, the Listed Issuer at the time of his appointment? Yes (Please proceed to complete Part II) (Please proceed to complete Part III) ✓ No Date of notification to Listed Issuer: 6. 21-May-2019

Part III - For an incumbent Director/CEO giving notice of an acquisition of, or a change in his interest in, securities of or made available by the Listed Issuer

	te of acquisition of or change in interest:
21-	May-2019
	te on which Director/CEO became aware of the acquisition of, or change in, interest (1) different from item 1 above, please specify the date):
21-l	May-2019
	planation (if the date of becoming aware is different from the date of acquisition of, or changinterest):
N.A	
	pe of securities which are the subject of the transaction (more than one option may bosen):
	Ordinary voting shares/units of Listed Issuer
	Other types of shares/units (excluding ordinary voting shares/units) of Listed Issuer
✓	Rights/Options/Warrants over shares/units of Listed Issuer
	Debentures of Listed Issuer
	Rights/Options over debentures of Listed Issuer
	Contracts over shares of the Listed Issuer which Director/CEO is a party to, or under which he is entitled to a benefit, being contracts under which any person has a right to call for or to make delivery of shares in the Listed Issuer
	Participatory interests made available by Listed Issuer
	Others (please specify):
	mber of shares, units, rights, options, warrants, participatory interests and/or principation of debentures or contracts acquired or disposed of by Director/CEO:
Ren	nunciation of entitlement to 40,966,324 series 2 convertible securities by First Sponsor Capital Limited
	nount of consideration paid or received by Director/CEO (excluding brokerage and stampties):
NIL	

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 employee share options/share awards
Vesting of share awards
Exercise of employee share options
Acceptance of take-over offer for Listed Issuer
Corporate action by Listed Issuer (please specify):
✓ Others (<i>please specify</i>):
Renunciation of entitlement to 40,966,324 series 2 convertible securities by First Sponsor Capital Limited to Tai Ta Asia Properties Limited. As a result, the Director's deemed interest in 40,966,324 nil-paid Rights, through his 80% interest in First Sponsor Management Limited which holds 67.5% interest in First Sponsor Capital Limited, has ceased.

8. Quantum of interests in securities held by Director/CEO before and after the transaction. Please complete relevant table(s) below (for example, Table 1 should be completed if the change relates to ordinary voting shares of the Listed Issuer; Table 4 should be completed if the change relates to debentures):

Table 3. Change in respect of rights/options/warrants over shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	480,428	43,080,209	43,560,637
No. (<i>if known</i>) of shares/units underlying the rights/options/ warrants:	480,428 series 2 convertible securities	43,080,209 series 2 convertible securities	43,560,637 series 2 convertible securities
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	480,428	2,113,885	2,594,313

	No. (if known) rights/options/	of shares/units underlying the warrants:	480,428 series 2 convertible securities	2,113,885 series 2 convertible securities	2,594,313 series 2 convertible securities			
).	Circumstances giving rise to deemed interests (if the interest is such): [You may attach a chart(s) in item 10 to illustrate how the Director/CEO's deemed interest, as set out in item 8 tables 1 to 8, arises]							
	2,113,885 nil-pa nil-paid Rights a	is deemed under Section 4 o id Rights, through his interest ind (ii) 100% of Magnificent O Company's Rights Issue of ser	in (i) 100% of Ararat F pportunity Limited, w	loldings Limited, whi hich was allotted 1,0°	ch was allotted 1,094,814			
0.	Attachments (if any): (The total file size for all attachment(s) should not exceed 1MB.)							
1.	If this is a rep	lacement of an earlier no	otification, please p	rovide:				
	(the "Ini	t announcement reference itial Announcement"): the Initial Announcement		cation which was a	announced on SGXNet			
		transaction reference nud in the Initial Announcem		ant transaction in	the Form 1 which was			
2.	Remarks (if a	nud:						
۷.		able warrant will be issued for	r every one series 2 co	nvertible security val	idly subscribed for.			
T	ana antian Data	Novel and a set a set						
		rence Number (auto-gene	erated):					
Tra		rence Number (auto-gene	erated):					
			erated):					
			erated):					
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			erated):					
			erated):					
			erated):					

10 (1) 2 E ir C	Date of acquisition of or change in interest: 6-May-2019 Date on which Director/CEO became aware of the acquisition of, or change in, interest if different from item 1 above, please specify the date): 1-May-2019 Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest): DP confirmed the completion of renunciation of entitlement by Magnificent Opportunity Limited over the elephone call on 21-May-19.					
[2] E iii	Date on which Director/CEO became aware of the acquisition of, or change in, interest if different from item 1 above, please specify the date): 1-May-2019 Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest): DP confirmed the completion of renunciation of entitlement by Magnificent Opportunity Limited over the					
(if different from item 1 above, please specify the date): 1-May-2019 Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest): DP confirmed the completion of renunciation of entitlement by Magnificent Opportunity Limited over the					
E ii	Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest): DP confirmed the completion of renunciation of entitlement by Magnificent Opportunity Limited over the					
<i>ir</i> C	n, interest): DP confirmed the completion of renunciation of entitlement by Magnificent Opportunity Limited over the					
	Type of securities which are the subject of the transaction (more than one option may be chosen): Ordinary voting shares/units of Listed Issuer					
	Other types of shares/units (excluding ordinary voting shares/units) of Listed Issuer					
□						
	Debentures of Listed Issuer					
	Rights/Options over debentures of Listed Issuer					
	Contracts over shares of the Listed Issuer which Director/CEO is a party to, or under which he is entitled to a benefit, being contracts under which any person has a right to call for or to make delivery of shares in the Listed Issuer					
	Participatory interests made available by Listed Issuer					
	Others (please specify):					
	Number of shares, units, rights, options, warrants, participatory interests and/or principal mount/value of debentures or contracts acquired or disposed of by Director/CEO:					
R	enunciation of entitlement to 1,019,071 series 2 convertible securities by Magnificent Opportunity Limited					
	Amount of consideration paid or received by Director/CEO (excluding brokerage and stamp fluties):					
N	IIL					

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 employee share options/share awards
Vesting of share awards
Exercise of employee share options
Acceptance of take-over offer for Listed Issuer
Corporate action by Listed Issuer (please specify):
✓ Others (please specify):
Renunciation of entitlement to 1,019,071 series 2 convertible securities by Magnificent Opportunity Limited to th Director. As a result, the Director's deemed interest in 1,019,071 nil-paid Rights, through his 100% interest in Magnificent Opportunity Limited, has become a direct interest.

8. Quantum of interests in securities held by Director/CEO before and after the transaction. Please complete relevant table(s) below (for example, Table 1 should be completed if the change relates to ordinary voting shares of the Listed Issuer; Table 4 should be completed if the change relates to debentures):

Table 3. Change in respect of rights/options/warrants over shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	480,428	2,113,885	2,594,313
No. (<i>if known</i>) of shares/units underlying the rights/options/ warrants:	480,428 series 2 convertible securities	2,113,885 series 2 convertible securities	2,594,313 series 2 convertible securities
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	1,499,499	1,094,814	2,594,313

	rights/options/ warrants:	securities	securities	
[Circumstances giving rise to deemed i You may attach a chart(s) in item 10 to set out in item 8 tables 1 to 8, arises]			eemed interest, as
þ	Neo Teck Pheng is deemed under Section 4 control of the Company's Rights Issue of security and the Company's Rights Issue of the Company's Right	rat Holdings Limited	d, which was allotted 1,0	
Α (Attachments (<i>if any</i>): (The total file size for all attachment(s) s	should not exceed 11.	1B.)	
ŀ	f this is a replacement of an earlier n	otification, please	e provide:	
	(a) SGXNet announcement reference	-	•	announced on SGXNet
	(the "Initial Announcement"):			
,				
((b) Date of the Initial Announcemen	t:		
((c) 15-digit transaction reference no	 Imber of the rela	want transaction in	the Form 1 which was
,	attached in the Initial Announcer		evant transaction in	ule i olili i willeli was
_				
_	Remarks (<i>if any</i>): One free detachable warrant will be issued fo	ur avary and sarios 3	convertible security val	idly subscribed for
	one nee detachable wanant wiii be issued ic	or every orie series 2	convertible security var	idiy subscribed for.
_	nsaction Reference Number (auto-gen	erated):		
ran	, ,			
ran 7 7				

1,499,499 series 2

convertible

No. (if known) of shares/units underlying the

1,094,814 series 2

convertible

2,594,313 series 2

convertible securities

16-May-2019					
Date on which Director/CEO became aware of the acquisition of, or change in, interest (if different from item 1 above, please specify the date):					
21-May-2019					
Explanation (if ti in, interest):	he date of becoming aware is different from the date of acquisition of, or change				
CDP confirmed the on 21-May-19.	completion of renunciation of entitlement by Ararat Holdings Limited over the telephone ca				
chosen):	ies which are the subject of the transaction (more than one option may being shares/units of Listed Issuer				
	of shares/units (excluding ordinary voting shares/units) of Listed Issuer				
	ns/Warrants over shares/units of Listed Issuer				
	of Listed Issuer				
 ☐ Rights/Option	ns over debentures of Listed Issuer				
entitled to a b	er shares of the Listed Issuer which Director/CEO is a party to, or under which he is benefit, being contracts under which any person has a right to call for or to make ares in the Listed Issuer				
Participatory	interests made available by Listed Issuer				
Others (pleas	ne specify):				
	ares, units, rights, options, warrants, participatory interests and/or principations or contracts acquired or disposed of by Director/CEO:				
Renunciation of en	titlement to 1,094,814 series 2 convertible securities by Ararat Holdings Limited				
Amount of cons	sideration paid or received by Director/CEO (excluding brokerage and stam				
NIL					

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 employee share options/share awards
Vesting of share awards
Exercise of employee share options
Acceptance of take-over offer for Listed Issuer
Corporate action by Listed Issuer (please specify):
✓ Others (please specify):
Renunciation of entitlement to 1,094,814 convertible securities by Ararat Holdings Limited to the Director. As a result, the Director's deemed interest in 1,094,814 nil-paid Rights, through his 100% interest in Ararat Holdings Limited, has become a direct interest.

8. Quantum of interests in securities held by Director/CEO before and after the transaction. Please complete relevant table(s) below (for example, Table 1 should be completed if the change relates to ordinary voting shares of the Listed Issuer; Table 4 should be completed if the change relates to debentures):

Table 3. Change in respect of rights/options/warrants over shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	1,499,499	1,094,814	2,594,313
No. (<i>if known</i>) of shares/units underlying the rights/options/ warrants:	1,499,499 series 2 convertible securities	1,094,814 series 2 convertible securities	2,594,313 series 2 convertible securities
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	2,594,313	0	2,594,313

	No. (if known) of rights/options/ wa	shares/units underlying the arrants:	2,594,313 series 2 convertible securities	0	2,594,313 series 2 convertible securities			
9.	[You may attac	Circumstances giving rise to deemed interests (if the interest is such): [You may attach a chart(s) in item 10 to illustrate how the Director/CEO's deemed interest, as set out in item 8 tables 1 to 8, arises]						
	NIL							
10.	Attachments (if	any): 1	ould not exceed 1MR					
11								
11.	(a) SGXNet a (the "Initial	acement of an earlier not announcement reference al Announcement"): The Initial Announcement:	e of the <u>first</u> notific		nnounced on SGXNet			
		ransaction reference nui in the Initial Announcem		nt transaction in t	he Form 1 which was			
12.	Remarks (if any	v): ole warrant will be issued for	every one series 2 co	nvertible security vali	dly subscribed for.			
Tr	ansaction Refere	nce Number (auto-gene	rated):					
9	6 4 4 2 0 3	4 6 5 2 9 4 8 2						
	•	pleted by an individual subj	•		the Director/CEO.			
13.		idividual submitting this i Individual:	nouncauon 101111 to	the Listed Issuef:				
	Neo Teck P							
	1400 10001	9						

(b)	Designation (if applicable):
	N.A.
(c)	Name of entity (if applicable):
	N.A.