

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

**NOTIFICATION FORM FOR SHAREHOLDER(S) OF UNLISTED
TRUSTEE-MANAGER OR RESPONSIBLE PERSON**

FORM
5

(Electronic Format)

Explanatory Notes

1. Please read the explanatory notes carefully before completing this notification form.
2. This form is for a Shareholder(s) of an unlisted Trustee-Manager or Responsible Person to give notice under section 137P or 137ZA of the Securities and Futures Act (Cap. 289) (the "SFA") for change in interests in the Trustee-Manager or Responsible Person, as the case may be.
3. This Form 5 and a separate Form C, containing the particulars and contact details of the Shareholder(s), must be completed by the Shareholder(s) or a person duly authorised by the Shareholder(s) to do so. The person so authorised should maintain records of information furnished to him by the Shareholder(s).
4. This form and Form C, are to be completed electronically and sent to the Trustee-Manager or Responsible Person via an electronic medium such as an e-mail attachment. The Trustee-Manager/Responsible Person will attach both forms to the prescribed SGXNet announcement template for dissemination under section 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 Shareholder, all of these Shareholders may give notice using the same notification form.
6. Subject to paragraph 5, a separate notification form must be used by a Shareholder for each notifiable 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 on the paper clip icon on the bottom left-hand corner or in item 8 of Part II. The total file size for all attachment(s) should not exceed 1MB.
8. Except for item 1 of Part III, 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 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;
 - (b) 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
 - (c) 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 8 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

1. Name of Listed Issuer:

Croesus Retail Trust

2. Type of Listed Issuer:

Registered/Recognised Business Trust

Real Estate Investment Trust

3. Name of Trustee-Manager/Responsible Person:

Croesus Retail Asset Management Pte. Ltd.

4. Date of notification to Trustee-Manager/Responsible Person:

16-Sep-2016

Part II - Shareholder(s) details

Shareholder **A** 

1. Name of Shareholder:

Perpetual (Asia) Limited (as trustee of the Trustee-Manager Share Trust)

2. Date of acquisition of or change in interest:

31-Aug-2016



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

31-Aug-2016

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

Not applicable.

5. Quantum of total voting shares (including voting shares underlying rights/options/warrants/convertible debentures {conversion price known}) held by Shareholder before and after the transaction:

<i>Immediately before the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0
As a percentage of total no. of voting shares: 	0	0	0
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	100,000	0	100,000
As a percentage of total no. of voting shares: 	100	0	100

6. Circumstances giving rise to deemed interests (if the interest is such):
[You may attach a chart in item 8 to illustrate how the Shareholder's deemed interest arises]

Not applicable.

7. Relationship between the Shareholders giving notice in this form:
[You may attach a chart in item 8 to show the relationship between the Shareholders]

Perpetual (Asia) Limited is wholly owned by Perpetual (Asia Holdings) Pte. Limited.

Perpetual (Asia Holdings) Pte. Limited is wholly owned by The Trust Company Limited.
The Trust Company Limited is wholly owned by Perpetual Limited.

8. Attachments (if any): 



(The total file size for all attachment(s) should not exceed 1MB.)

9. 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"):

S	G	1	6	0	9	0	5	O	T	H	R	M	4	2	9
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

- (b) Date of the Initial Announcement:

05-Sep-2016

- (c) 15-digit transaction reference number of the relevant transaction in the Form 5 which was attached in the Initial Announcement:

9	9	9	8	5	1	2	4	6	3	2	0	8	6	5
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

10. Remarks (if any):

Perpetual (Asia) Limited had on 2 September 2016 notified the Trustee-Manager of its interest via Form 5 (which was subsequently announced by the Trustee-Manager on 5 September 2016). While it was previously already stated in item 4 of Part III of Form 5 that Perpetual (Asia) Limited was holding the shares in the Trustee-Manager in its capacity as trustee of the Trustee-Manager Share Trust, Perpetual (Asia) Limited is filing this replacement Form 5 to make it clear throughout the Form 5 that it is disclosing its interest in the shares of the Trustee-Manager in its capacity as the trustee of the Trustee-Manager Share Trust.


Shareholder B 

1. Name of Shareholder:

Perpetual (Asia Holdings) Pte. Limited

2. Date of acquisition of or change in interest:

31-Aug-2016

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

31-Aug-2016

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

Not applicable.

5. Quantum of total voting shares (including voting shares underlying rights/options/warrants/convertible debentures {conversion price known}) held by Shareholder before and after the transaction:

<i>Immediately before the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0
As a percentage of total no. of voting shares: ⓘ	0	0	0
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	100,000	100,000
As a percentage of total no. of voting shares: ⓘ	0	100	100

6. Circumstances giving rise to deemed interests (*if the interest is such*):
[You may attach a chart in item 8 to illustrate how the Shareholder's deemed interest arises]

Perpetual (Asia) Limited is a wholly-owned subsidiary of Perpetual (Asia Holdings) Pte. Limited. Perpetual (Asia Holdings) Pte. Limited is deemed to be interested in the shares of Croesus Retail Asset Management Pte. Ltd. which are held by Perpetual (Asia) Limited (in its capacity as trustee of the Trustee-Manager Share Trust).

7. Relationship between the Shareholders giving notice in this form:
[You may attach a chart in item 8 to show the relationship between the Shareholders]

Perpetual (Asia) Limited is wholly owned by Perpetual (Asia Holdings) Pte. Limited.
 Perpetual (Asia Holdings) Pte. Limited is wholly owned by The Trust Company Limited.
 The Trust Company Limited is wholly owned by Perpetual Limited.

8. Attachments (*if any*): ⓘ



(The total file size for all attachment(s) should not exceed 1MB.)

9. 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"*):

S	G	1	6	0	9	0	5	O	T	H	R	M	4	2	9
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

- (b) Date of the Initial Announcement:


05-Sep-2016

- (c) 15-digit transaction reference number of the relevant transaction in the Form 5 which was attached in the Initial Announcement:

9	9	9	8	5	1	2	4	6	3	2	0	8	6	5
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

10. Remarks (*if any*):

Please refer to the explanation under Part II, Shareholder A, item 10 above.


Shareholder **C** 

1. Name of Shareholder:

The Trust Company Limited

2. Date of acquisition of or change in interest:

31-Aug-2016



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

31-Aug-2016

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

Nil.

5. Quantum of total voting shares (including voting shares underlying rights/options/warrants/convertible debentures {conversion price known}) held by Shareholder before and after the transaction:

<i>Immediately before the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0
As a percentage of total no. of voting shares: 	0	0	0
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	100,000	100,000
As a percentage of total no. of voting shares: 	0	100	100

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

[You may attach a chart in item 8 to illustrate how the Shareholder's deemed interest arises]

Perpetual (Asia) Limited is a wholly-owned subsidiary of Perpetual (Asia Holdings) Pte. Limited. Perpetual (Asia Holdings) Pte. Limited is in turn a wholly-owned subsidiary of The Trust Company Limited. The Trust Company Limited is deemed to be interested in the shares of Croesus Retail Asset Management Pte. Ltd. which are held by Perpetual (Asia) Limited (in its capacity as trustee of the Trustee-Manager Share Trust).

7. Relationship between the Shareholders giving notice in this form:

[You may attach a chart in item 8 to show the relationship between the Shareholders]

Perpetual (Asia) Limited is wholly owned by Perpetual (Asia Holdings) Pte. Limited.

Perpetual (Asia Holdings) Pte. Limited is wholly owned by The Trust Company Limited.
The Trust Company Limited is wholly owned by Perpetual Limited.

8. Attachments (if any): 



(The total file size for all attachment(s) should not exceed 1MB.)

9. 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"):

S	G	1	6	0	9	0	5	O	T	H	R	M	4	2	9
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

- (b) Date of the Initial Announcement:


05-Sep-2016

- (c) 15-digit transaction reference number of the relevant transaction in the Form 5 which was attached in the Initial Announcement:

9	9	9	8	5	1	2	4	6	3	2	0	8	6	5
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

10. Remarks (if any):

Please refer to the explanation under Part II, Shareholder A, item 10 above.


Shareholder **D** 

1. Name of Shareholder:

Perpetual Limited

2. Date of acquisition of or change in interest:

31-Aug-2016

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

31-Aug-2016

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

Not applicable.

5. Quantum of total voting shares (including voting shares underlying rights/options/warrants/convertible debentures {conversion price known}) held by Shareholder before and after the transaction:

Immediately before the transaction	Direct Interest	Deemed Interest	Total
------------------------------------	-----------------	-----------------	-------

No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0
As a percentage of total no. of voting shares: ⓘ	0	0	0
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	100,000	100,000
As a percentage of total no. of voting shares: ⓘ	0	100	100

6. Circumstances giving rise to deemed interests (if the interest is such):
 [You may attach a chart in item 8 to illustrate how the Shareholder's deemed interest arises]

Perpetual (Asia) Limited is a wholly-owned subsidiary of Perpetual (Asia Holdings) Pte. Limited. Perpetual (Asia Holdings) Pte. Limited is in turn a wholly-owned subsidiary of The Trust Company Limited. The Trust Company Limited is a wholly-owned subsidiary of Perpetual Limited. Perpetual Limited is deemed to be interested in the shares of Croesus Retail Asset Management Pte. Ltd. which are held by Perpetual (Asia) Limited (in its capacity as trustee of the Trustee-Manager Share Trust).

7. Relationship between the Shareholders giving notice in this form:
 [You may attach a chart in item 8 to show the relationship between the Shareholders]

Perpetual (Asia) Limited is wholly owned by Perpetual (Asia Holdings) Pte. Limited.
 Perpetual (Asia Holdings) Pte. Limited is wholly owned by The Trust Company Limited.
 The Trust Company Limited is wholly owned by Perpetual Limited.

8. Attachments (if any): ⓘ



(The total file size for all attachment(s) should not exceed 1MB.)

9. 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"):

S	G	1	6	0	9	0	5	O	T	H	R	M	4	2	9
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

- (b) Date of the Initial Announcement:

05-Sep-2016

- (c) 15-digit transaction reference number of the relevant transaction in the Form 5 which was attached in the Initial Announcement:

9	9	9	8	5	1	2	4	6	3	2	0	8	6	5
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

10. Remarks (if any):

Please refer to the explanation under Part II, Shareholder A, item 10 above.

Part III - Transaction Details

1. Type of securities which are the subject of the transaction (*more than one option may be chosen*):

- Voting shares
- Rights/Options/Warrants over voting shares
- Convertible debentures over voting shares (*conversion price known*)
- Others (*please specify*):

2. Number of shares, rights, options, warrants, and/or principal amount of convertible debentures acquired or disposed by Shareholder(s):

100,000 ordinary shares in Croesus Retail Asset Management Pte. Ltd.

3. Amount of consideration paid or received by Shareholder(s) (*excluding brokerage and stamp duties*):

JPY4,100 million (approximately S\$54,669,400.00)

4. Circumstance giving rise to the interest or change in interest (*please specify*):

Perpetual (Asia) Limited (in its capacity as the trustee of the Trustee-Manager Share Trust) (the "Trustee-Manager Share Trustee") acquired the entire issued share capital of Croesus Retail Asset Management Pte. Ltd., the trustee-manager of Croesus Retail Trust (the "Trustee-Manager") on 31 August 2016, pursuant to the internalisation of the Trustee-Manager function within Croesus Retail Trust. Post-acquisition, the Trustee-Manager Share Trustee holds the shares of the Trustee-Manager on trust for the benefit of the unitholders of Croesus Retail Trust.

Item 5 is to be completed by an individual submitting this notification form on behalf of the Shareholder(s).

5. Particulars of Individual submitting this notification form to the Trustee-Manager/Responsible Person:

(a) Name of Individual:

Sin Li Choo

(b) Designation (*if applicable*):

Director

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

Perpetual (Asia) Limited

Transaction Reference Number (auto-generated):

6	7	4	5	5	2	2	4	6	6	4	5	6	6	5
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---