# 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

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 <a href="http://www.mas.gov.sg">http://www.mas.gov.sg</a> (under "Regulations and Financial Stability", "Regulations, Guidance and Licensing", "Securities, Futures and Fund Management", "Forms", "Disclosure of Interests").

#### Part I - General

T and the Southern
Name of Listed Issuer:
Ascendas Real Estate Investment Trust ("AREIT")
Type of Listed Issuer:  Company/Corporation
Registered/Recognised Business Trust
✓ Real Estate Investment Trust
Name of Trustee-Manager/Responsible Person:
Ascendas Funds Management (S) 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:
19-Nov-2020

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

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

	<u> Substantial Shareholder/</u>	<u>'Unitholder</u> A
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-	Name of Substantial Shareholder/Unitholder:
•	CapitaLand Limited
	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:
	19-Nov-2020
	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):
	19-Nov-2020
_	Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):

Quantum of total voting shares/units (including voting shares/units underlying 7. 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	695,322,612	695,322,612
As a percentage of total no. of voting shares/(	0	19.2	19.2
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 695,322,612	Total 695,322,612

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 deem interest arises]
	CapitaLand Limited's deemed interest in the 695,322,612 units in AREIT ("AREIT Units") arises through its indirect wholly owned subsidiaries held through its direct wholly owned subsidiaries, namely:
	(i) Ascendas Pte Ltd, which in turn is deemed to have an interest in the AREIT Units held by Ascendas Land International (Investments) Pte. Ltd.; and
	(ii) CapitaLand Financial Limited which in turn is deemed to have an interest in the AREIT Units held by Ascendas Fund Management (S) Limited through its direct wholly owned subsidiary, Ascendas Investmente. 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]
	CapitaLand Limited holds 100% of Ascendas Pte Ltd; and     Ascendas Pte Ltd holds 100% of Ascendas Land International (Investments) Pte. Ltd
10	Attachments (if any):
10.	(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 (if any):
	In relation to item 7 of Part III:
	1. The percentage of total no. of voting units "Immediately before the transaction" is calculated based on 3,620,237,368 units in AREIT as at 15 June 2020.
	2. The percentage of total no. of voting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020.
	3. The figures are rounded down to the nearest 0.01%.
Sub	estantial Shareholder/Unitholder B
1.	Name of Substantial Shareholder/Unitholder:
	Ascendas Pte 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:
	19-Nov-2020
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):
	19-Nov-2020
6.	Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):
	Not applicable
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	689,828,526	689,828,526
As a percentage of total no. of voting shares/(	0	19.05	19.05
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or	0	689,828,526	689,828,526
underlying the rights/options/warrants/convertible debentures:			

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]

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    1. Capital.and Limited holds 100% of Ascendas Pte Ltd: and     2. Ascendas Pte Ltd holds 100% of Ascendas Land International (Investments) Pte. Ltd.     10. Attachments (if any):		Ascendas Pte Ltd 's deemed interest in the 689,828,526 AREIT Units arises through the direct interest of its wholly owned subsidiary, Ascendas Land International (Investments) Pte. Ltd
2. Ascendas Pte Ltd holds 100% of Ascendas Land International (Investments) Pte. Ltd.  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 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. Remarks (if any):  13. The percentage of total no. of voting units "Immediately before the transaction" is calculated based on 3,620,237,368 units in AREIT as at 15 June 2020. 2. The percentage of total no. of voting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020. 3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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:	9.	[You may attach a chart in item 10 to show the relationship between the Substantial
(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:  (a) Remarks (if any):  [In relation to litem 7 of Part III:  1. The percentage of total no. of votting units "Immediately after the transaction" is calculated based on 3,820,237,368 units in AREIT as at 15 June 2020.  2. The percentage of total no. of votting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020.  3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder:  Ascendas Land International (investments) Pte. 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  Notification in respect of:		
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 Form 3 which was attached in the Initial Announcement:  In relation to item 7 of Part III:  1. The percentage of total no. of voting units "Immediately before the transaction" is calculated based on 3,620,237,368 units in AREIT as at 15 June 2020.  2. The percentage of total no. of voting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020.  3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder C  1. Name of Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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  Notification in respect of:	10.	0
(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:  In relation to item 7 of Part III:  1. The percentage of total no. of voting units "Immediately before the transaction" is calculated based on 3,620,237,368 units in AREIT as at 15 June 2020.  2. The percentage of total no. of voting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020.  3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder C  1. Name of Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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  Notification in respect of:		
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:  In relation to item 7 of Part III:  1. The percentage of total no. of voting units "Immediately before the transaction" is calculated based on 3,620,237,368 units in AREIT as at 15 June 2020.  2. The percentage of total no. of voting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020.  3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder C  1. Name of Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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  Notification in respect of:	11.	
(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:		<del></del>
(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:		(b) Date of the Initial Approximation
which was attached in the Initial Announcement:		(b) Date of the initial Announcement.
In relation to item 7 of Part III:  1. The percentage of total no. of voting units "Immediately before the transaction" is calculated based on 3,620,237,368 units in AREIT as at 15 June 2020.  2. The percentage of total no. of voting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020.  3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder C  1. Name of Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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:		· ·
In relation to item 7 of Part III:  1. The percentage of total no. of voting units "Immediately before the transaction" is calculated based on 3,620,237,368 units in AREIT as at 15 June 2020.  2. The percentage of total no. of voting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020.  3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder C  1. Name of Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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  Notification in respect of:		
1. The percentage of total no. of voting units "Immediately before the transaction" is calculated based on 3,620,237,368 units in AREIT as at 15 June 2020.  2. The percentage of total no. of voting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020.  3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder C  1. Name of Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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  Notification in respect of:	12.	Remarks (if any):
3,620,237,368 units in AREIT as at 15 June 2020.  2. The percentage of total no. of voting units "Immediately after the transaction" is calculated based on 3,884,613,368 units in AREIT as at 19 November 2020.  3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder C  1. Name of Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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  Notification in respect of:		In relation to item 7 of Part III:
3,884,613,368 units in AREIT as at 19 November 2020.  3. The figures are rounded down to the nearest 0.01%.  Substantial Shareholder/Unitholder C  1. Name of Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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  Notification in respect of:		
Substantial Shareholder/Unitholder C  1. Name of Substantial Shareholder/Unitholder:  Ascendas Land International (Investments) Pte. 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  Notification in respect of:		
<ol> <li>Name of Substantial Shareholder/Unitholder:         Ascendas Land International (Investments) Pte. Ltd.     </li> <li>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     </li> <li>Notification in respect of:</li> </ol>		3. The figures are rounded down to the nearest 0.01%.
<ol> <li>Name of Substantial Shareholder/Unitholder:         Ascendas Land International (Investments) Pte. Ltd.     </li> <li>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     </li> <li>Notification in respect of:</li> </ol>	Sub	stantial Shareholder/Unitholder C
Ascendas Land International (Investments) Pte. 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  Notification in respect of:		
securities of the Listed Issuer are held solely through fund manager(s)?  Yes  No  Notification in respect of:	1.	
·	2.	securities of the Listed Issuer are held solely through fund manager(s)?  Yes
	3.	·

į	Date of acquisition of or change in interest:					
	19-Nov-2020					
	Date on which Substantial Shareh change in, interest (if different					
	19-Nov-2020					
	Explanation (if the date of becoming change in, interest):	ng aware is differe	ent from the date of	facquisition of, or th		
	Not applicable					
	Quantum of total voting shar rights/options/warrants/convertible Shareholder/Unitholder before and	debentures (convious) debentures (convious) definition of the debentures (convious) debe	version price known ion:	)) held by Substanti		
	Immediately before the transaction	Direct Interest	Deemed Interest	Total		
ınd	. of voting shares/units held and/or derlying the nts/options/warrants/convertible debentures:	689,828,526	0	689,828,526		
	a percentage of total no. of voting ares/ເ	19.05	0	19.05		
	Immediately after the transaction	Direct Interest	Deemed Interest	Total		
ıno	. of voting shares/units held and/or derlying the rights/options/warrants/ nvertible debentures :	689,828,526	0	689,828,526		
	a percentage of total no. of voting ares/t	17.75	0	17.75		
	Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises]	`	,	r/Unitholder's deemed		
	Not applicable					
	Relationship between the Substant [You may attach a chart in item 10 to s Shareholders/Unitholders]		<b>5 5</b>			

IO. Att	achments ( <i>if any</i> ): 🕤
G	(The total file size for all attachment(s) should not exceed 1MB.)
1. If t	nis 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:
2. Re	marks ( <i>if any</i> ):
	elation to item 7 of Part III:
	ne percentage of total no. of voting units "Immediately before the transaction" is calculated based on 0,237,368 units in AREIT as at 15 June 2020.
	ne percentage of total no. of voting units "Immediately after the transaction" is calculated based on 4,613,368 units in AREIT as at 19 November 2020.
3. TI	ne figures are rounded down to the nearest 0.01%.

### Part IV - Transaction details

	lumber of shares, units, rights, options, warrants and/or principal amount of convertible ebentures acquired or disposed of by Substantial Shareholders/Unitholders:
Ν	lot applicable
	mount of consideration paid or received by Substantial Shareholders/Unitholders (excluding rokerage and stamp duties):
Ν	lot applicable
С	Fircumstance giving rise to the interest or change in interest:
A	cquisition of:  Securities via market transaction
L	Securities via off-market transaction (e.g. married deals)
L	Securities via physical settlement of derivatives or other securities
L	Securities pursuant to rights issue  Securities via a placement
	Securities following conversion/exercise of rights, options, warrants or other convertibles
_	
	visposal of: ☐ Securities via market transaction
Г	Securities via off-market transaction ( <i>e.g. married deals</i> )
_	Dither circumstances:
Γ	Acceptance of take-over offer for the Listed Issuer
v	<ul> <li>Corporate action by the Listed Issuer which Substantial Shareholders/Unitholders did not participate</li> </ul>
	ssue of 264,376,000 new units in AREIT on 19 November 2020 pursuant to a private placement that has led to a change in percentage level of unitholdings in AREIT of the above substantial unitholders.

(a)	Name of Individual:
	Michelle Koh
(b)	Designation (if applicable):
	Company Secretary
(c)	Name of entity (if applicable):
	CapitaLand Limited
	on Reference Number (auto-generated):    5   3   5   4   4   1   0   2   0   9   7   3
	actio