# 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 <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

|   | Turit Sorioran  |       |
|---|---|-------|
| Name of Listed Issuer:  |   |       |
| Eagle Hospitality Trust (see paragr   | aph 12 (Remarks) of Part III)                                 |       |
| Type of Listed Issuer:  Company/Corporation  Registered/Recognised Busive Real Estate Investment Trus |   |       |
| Name of Trustee-Manager/Re  |   |       |
|   | nt Pte. Ltd. (see paragraph 12 (Remarks) of Part III)         |       |
|   | Shareholder/Unitholder giving notice in this applete Part II) | form? |
| Date of notification to Listed I  | ssuer:  |       |
| 25-Jun-2019   |   |       |
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## Part III - Substantial Shareholder(s)/Unitholder(s) Details

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

| Substantial Shareholder/Unitholde | ſΑ |
|-----------------------------------|----|
|-----------------------------------|----|



| Name of Substantial Shareholder/Unitholder:  |
|--|
| DBS Bank Ltd.  |
| 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:  |
| 23-Jun-2019  |
| 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): |
| 23-Jun-2019  |
| Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):  |
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| Immediately before the transaction   | Direct Interest | Deemed Interest | Total      |
|--|-----------------|-----------------|------------|
| No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures: | 49,460,450      | 37,500,000      | 86,960,450 |
| As a percentage of total no. of voting shares/units:   | 5.7             | 4.32            | 10.02      |
| Immediately after the transaction  | Direct Interest | Deemed Interest | Total      |
| No. of voting shares/units held and/or   | 49,460,450      | 13,500,000      | 62,960,450 |

| Immediately after the transaction   | Direct Interest | Deemed Interest | Total      |
|---|-----------------|-----------------|------------|
| No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures: | 49,460,450      | 13,500,000      | 62,960,450 |
| As a percentage of total no. of voting shares/units:  | 5.7             | 1.55            | 7.25       |

| [`                              | rcumstances 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 terest arises]   |
|---------------------------------|--|
| (1                              | Deemed interest in 13,500,000 Stapled Securities   |
| O<br>Le<br>af<br>th<br>ar<br>St | stated in the prospectus dated 16 May 2019 issued in connection with the initial public offering ("the fering") of Eagle Hospitality Trust (the "Prospectus"), Fortress Empire Group Ltd (the "Stapled Security Inder") has granted an over-allotment option exercisable by DBS Bank Ltd. ("DBS Bank") (or any of its illiates or other persons acting on its behalf), in consultation with the other Joint Bookrunners (as defined in Prospectus), in full or in part, on one or more occasions, to acquire from the Stapled Security Lender up to aggregate of 37,500,000 Stapled Securities at the Offering Price, solely to cover the over-allotment of apled Securities (if any), subject to any applicable laws and regulations ("OAO"). Accordingly, DBS Bank has leemed interest in the Stapled Securities subject to the OAO. |
| 13<br>re                        | 21 June 2019, DBS Bank had ceased stabilising action and exercised the OAO partially in respect of 500,000 Stapled Securities, such exercise to be settled on the date of closing of the OAO. The OAO in spect of the remaining 24,000,000 Stapled Securities lapsed on 23 June 2019, resulting in a decrease in DBS nk's deemed interest in the Stapled Securities.   |
| (2                              | Direct Interest in 49,460,450 Stapled Securities   |
|                                 | S Bank holds 49,460,450 Stapled Securities in Eagle Hospitality Trust (including 24,000,000 Stapled curities acquired through stabilising actions).  |
|                                 | elationalia hatuaan tha Culatantial Charahaldara/laithaldara giring nation in this forms.  |
| ľ                               | elationship between the Substantial Shareholders/Unitholders giving notice in this form:  fou may attach a chart in item 10 to show the relationship between the Substantial Shareholders/  mitholders]  S Bank is a wholly-owned subsidiary of DBS Group Holdings I td.   |
|                                 | ou may attach a chart in item 10 to show the relationship between the Substantial Shareholders/  |
|                                 | ou may attach a chart in item 10 to show the relationship between the Substantial Shareholders/<br>nitholders]   |
|                                 | ou may attach a chart in item 10 to show the relationship between the Substantial Shareholders/<br>nitholders]   |
|                                 | fou may attach a chart in item 10 to show the relationship between the Substantial Shareholders/nitholders]  S Bank is a wholly-owned subsidiary of DBS Group Holdings Ltd.  |
| 10. A                           | fou may attach a chart in item 10 to show the relationship between the Substantial Shareholders/nitholders]  S Bank is a wholly-owned subsidiary of DBS Group Holdings Ltd.  Stachments (if any):  |
| 10. A                           | fou may attach a chart in item 10 to show the relationship between the Substantial Shareholders/ nitholders]  IS Bank is a wholly-owned subsidiary of DBS Group Holdings Ltd.  Ittachments (if any):   (The total file size for all attachment(s) should not exceed 1MB.)  this is a replacement of an earlier notification, please provide:   |
| 10. A                           | trachments (if any):  (The total file size for all attachment(s) should not exceed 1MB.)  this is a replacement of an earlier notification, please provide:  SGXNet announcement reference of the first notification which was announced   |
| 10. A                           | tachments (if any):  (The total file size for all attachment(s) should not exceed 1MB.)  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"):  |
| 10. A                           | tachments (if any):  (The total file size for all attachment(s) should not exceed 1MB.)  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"):  |
| 10. A                           | trachments (if any): (The total file size for all attachment(s) should not exceed 1MB.)  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"):  Date of the Initial Announcement:   |
| 10. A (11. Iff (3               | trachments (if any):  (The total file size for all attachment(s) should not exceed 1MB.)  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"):  Date of the Initial Announcement:  15-digit transaction reference number of the relevant transaction in the Form 3   |
| 10. A (11. Iff (3)              | trachments (if any):  (The total file size for all attachment(s) should not exceed 1MB.)  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"):  Date of the Initial Announcement:  15-digit transaction reference number of the relevant transaction in the Form 3   |

The manager of EH-REIT is Eagle Hospitality REIT Management Pte. Ltd. (the "REIT Manager") and the trustee of EH-REIT is DBS Trustee Limited (the "REIT Trustee"). The trustee-manager of EH-BT is Eagle Hospitality Business Trust Management Pte. Ltd. (the "Trustee-Manager"). This substantial stapled securityholding notification Form 3 and the accompanying Form C are addressed to the REIT Manager, REIT Trustee and Trustee-Manager in respect of both EH-REIT and EH-BT.

The percentage of stapled securityholding set out above is calculated on the basis of 867,888,000 outstanding Stapled Securities.

DBS Bank was the Sole Financial Adviser and Issue Manager for the initial public offering of Eagle Hospitality Trust.

| Name of Substantial Shareholder/Unitholder:  |
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| DBS Group Holdings Ltd   |
| 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:  |
| 23-Jun-2019  |
| 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): |
| 23-Jun-2019  |
| Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):  |
|  |

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               | 86,960,450      | 86,960,450 |

| As a percentage of total no. of voting shares/units:  | 0               | 10.02           | 10.02                 |
|---|-----------------|-----------------|-----------------------|
| 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               | 62,960,450      | 62,960,450            |
| As a percentage of total no. of voting shares/units:  | 0               | 7.25            | 7.25                  |
| 8. Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises]             | •               | ,               | r/Unitholder's deemed |

DBS Bank is a wholly-owned subsidiary of DBS Group Holdings Ltd. Accordingly, DBS Group Holdings Ltd is deemed to have an interest in the 62,960,450 Stapled Securities in which DBS Bank has an interest in.

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]

| DBS Bank is a wholly-owned subsidiary of DBS Group Holdings Ltd. |
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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"):

(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 Listed Issuer, Eagle Hospitality Trust, is a stapled group comprising Eagle Hospitality Real Estate Investment Trust, which is a real estate investment trust, and Eagle Hospitality Business Trust, which is a registered business trust. Each Stapled Security in Eagle Hospitality Trust comprises one unit in EH-REIT stapled to one unit in EH-BT.

The REIT Manager is Eagle Hospitality REIT Management Pte. Ltd. and the REIT Trustee is DBS Trustee Limited. The Trustee-Manager is Eagle Hospitality Business Trust Management Pte. Ltd. This substantial stapled

| securityholding notification Form 3 and the accompanying Form C are addressed to the REIT Manager, REIT Trustee and Trustee-Manager in respect of both EH-REIT and EH-BT. |
|---|
| The percentage of stapled securityholding set out above is calculated on the basis of 867,888,000 outstanding Stapled Securities.   |
| DBS Bank was the Sole Financial Adviser and Issue Manager for the initial public offering of Eagle Hospitality Trust.   |
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### Part IV - Transaction details

| ch              | Type of securities which are the subject of the transaction (more than one option may be chosen):  |  |
|-----------------|--|--|
| <b>✓</b>        | Voting shares/units  |  |
|                 | Rights/Options/Warrants over voting shares/units   |  |
|                 | Convertible debentures over voting shares/units (conversion price known)   |  |
|                 | Others (please specify):   |  |
|                 |  |  |
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|                 | Imber of shares, units, rights, options, warrants and/or principal amount of convertible bentures acquired or disposed of by Substantial Shareholders/Unitholders:   |  |
| La <sub>l</sub> | psing of the OAO in respect of 24,000,000 Stapled Securities unexercised   |  |
|                 | nount of consideration paid or received by Substantial Shareholders/Unitholders (excluding okerage and stamp duties):  |  |
| No              | ot applicable  |  |
| Cir             | cumstance giving rise to the interest or change in interest:   |  |
| Ac              | quisition 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  |  |
| Dis             | sposal of:   |  |
|                 | Securities via market transaction  |  |
|                 | Securities via off-market transaction (e.g. married deals)   |  |
| Ot              | her circumstances:   |  |
|                 | Acceptance of take-over offer for the Listed Issuer  |  |
|                 | Corporate action by the Listed Issuer which Substantial Shareholders/Unitholders did not participate in ( <i>please specify</i> ):   |  |
|                 |  |  |
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| <b>7</b>        | Others (please specify):   |  |
|                 |  |  |
| Sta             | of 21 June 2019, DBS Bank had ceased stabilising action and exercised the OAO partially in respect of 13,500,000 apled Securities. The OAO in respect of the remaining 24,000,000 Stapled Securities had lapsed on 23 June 2019 sulting in a decrease in DBS Bank's deemed interest in the Stapled Securities. |  |
|                 |  |  |

Item 5 is to be completed by an individual submitting this notification form on behalf of the Substantial Shareholders/Unitholders. 5. Particulars of Individual submitting this notification form to the Listed Issuer: Name of Individual: (a) Ericia Tan Sze Ying (b) Designation (if applicable): Assistant Company Secretary (c) Name of entity (if applicable): DBS Bank Ltd. / DBS Group Holdings Ltd Transaction Reference Number (auto-generated): 8 1 5 3 3 3 4 2 3 1 4 8 6