

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 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 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

1. Name of Listed Issuer:

Frasers Logistics & Industrial Trust ("FLT")

2. Type of Listed Issuer:

- Company/Corporation  
 Registered/Recognised Business Trust  
 Real Estate Investment Trust

Name of Trustee-Manager/Responsible Person:

Frasers Logistics & Industrial Asset Management Pte. Ltd. (the "REIT Manager")

3. 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*)

4. Date of notification to Listed Issuer:

22-Jun-2016

## Part II - Substantial Shareholder/Unitholder and Transaction(s) Details

[To be used for single Substantial Shareholder/Unitholder to give notice]

1. Name of Substantial Shareholder/Unitholder:

International Beverage Holdings Limited ("IBHL")

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

### Transaction **A**

1. 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

2. Date of acquisition of or change in interest:

20-Jun-2016

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

20-Jun-2016

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

Not applicable.

5. 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):

6. Number of shares, units, rights, options, warrants and/or principal amount of convertible debentures acquired or disposed of by Substantial Shareholder/Unitholder:

320,657,999 units in FLT ("Units")

7. Amount of consideration paid or received by Substantial Shareholder/Unitholder (excluding brokerage and stamp duties):

S\$0.89 per Unit

8. 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 Shareholder/Unitholder did not participate in (*please specify*):

- Others (*please specify*):

As stated in the prospectus of FLT dated 10 June 2016, concurrently with but separate from the initial public offering of FLT (the "Offering"), Australand Property Limited ("APL"), as trustee of Australand Property Trust ("APT") entered into a subscription agreement dated 3 June 2016 with the REIT Manager (the "Sponsor Subscription Agreement"), pursuant to which it has agreed to subscribe for 320,657,999 Units (the "Sponsor Subscription Units").

9. 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:

| <i>Immediately before the transaction</i>   | <i>Direct Interest</i> | <i>Deemed Interest</i> | <i>Total</i> |
|---|------------------------|------------------------|--------------|
| No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures: | 0                      | 1                      | 1            |
| As a percentage of total no. of voting shares/units: ⓘ  | 0                      | 100                    | 100          |
| <i>Immediately after the transaction</i>  | <i>Direct Interest</i> | <i>Deemed Interest</i> | <i>Total</i> |
| No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures: | 0                      | 320,658,000            | 320,658,000  |
| As a percentage of total no. of voting shares/units: ⓘ  | 0                      | 22.5                   | 22.5         |

10. Circumstances giving rise to deemed interests (if the interest is such):  
[You may attach a chart in item 11 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

Prior to the Offering, APL, as trustee of APT, held one Unit which was issued upon the constitution of FLT on 30 November 2015 (the "Sponsor Initial Unit"). Pursuant to the Sponsor Subscription Agreement, APL, as trustee of APT, has subscribed for the 320,657,999 Sponsor Subscription Units (collectively with the Sponsor Initial Unit, the "Sponsor Units"). APL, as trustee of APT, holds the 320,658,000 Sponsor Units through a nominee account with DBS Vickers Securities (S) Pte Ltd. Accordingly, the interest of APL, as trustee of APT, in the Sponsor Units is a deemed interest.

Frasers AHL Pty Ltd, as trustee of Frasers Australand Trust, holds 100% of the issued units in APT. Frasers Property Australia Pty Ltd in turn holds 100% of the issued units in Frasers Australand Trust and is in turn wholly-owned by Frasers Amethyst Pte. Ltd. ("Frasers Amethyst").

Further to the above, APL, as trustee of APT, had declared a trust in favour of FCL Investments (Industrial) Pte. Ltd. ("FCLI") pursuant to a declaration of trust dated 21 June 2016 (the "Declaration of Trust"). Pursuant to the Declaration of Trust, APL, as trustee of APT, holds the Trust Property upon trust absolutely for FCLI. The "Trust Property" includes all of the Units held by APL, as trustee of APT. Accordingly, FCLI will be deemed to be interested in the 320,658,000 Sponsor Units.

APL, as trustee of APT, has also entered into a unit lending agreement dated 10 June 2016 (the "Unit Lending Agreement") with Citigroup Global Markets Singapore Pte. Ltd. (the stabilising manager for the Offering) ("Citi"). In order to enable APL, as trustee of APT, to fulfil its obligations under the Unit Lending Agreement, FCLI had on 21 June 2016, entered into an Agreement for Direction, Acknowledgement and Declaration, pursuant to which APL, as trustee of APT, was directed to transfer, or otherwise cause to be delivered to Citi, so much of the Units as is necessary to comply with its obligations under the Unit Lending Agreement.

Pursuant to the Unit Lending Agreement, on 21 June 2016, APL, as trustee of APT, has lent, and Citi has borrowed, an aggregate of 28,503,000 Units (the "Loaned Securities"). Pursuant to the Declaration of Trust, FCLI (through APL, as trustee of APT) continues to have a deemed interest in the Loaned Securities under the Unit Lending Agreement. Frasers Centrepoint Limited ("FCL") is the immediate holding company of both FCLI and Frasers Amethyst.

IBHL holds a 100% direct interest in InterBev Investment Limited, which in turn holds more than 20 per cent. of the issued share capital of FCL. Accordingly, IBHL has a deemed interest in the 320,658,000 Sponsor Units.

