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 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 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

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Name of Listed Issuer:
Cromwell European Real Estate Investment Trust ("CEREIT")
Type of Listed Issuer: Company/Corporation
Registered/Recognised Business Trust
✓ Real Estate Investment Trust
Name of Trustee-Manager/Responsible Person:
Cromwell EREIT Management Pte. Ltd.
Is more than one Substantial Shareholder/Unitholder giving notice in this form? Very No (Please proceed to complete Part II) Yes (Please proceed to complete Parts III & IV)
Date of notification to Listed Issuer:
05-Mar-2019
00 Mai 2017

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

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

Naı	ne of Substantial Shareholder/Unitholder:			
Cror	nwell Property Group			
sec	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			
Tra	nsaction A 🕠			
1.	Notification in respect of:			
	Becoming a Substantial Shareholder/Unitholder			
	Change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholde			
	Ceasing to be a Substantial Shareholder/Unitholder			
2.	Date of acquisition of or change in interest:			
	04-Mar-2019			
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):			
	04-Mar-2019			
4.	Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):			
	N.A.			
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:			
	12,635,501 units in CEREIT ("Units")			

7.	Amount of consideration paid or received by Substantial Shareholder/Unitholder (exclud brokerage and stamp duties):			
	(i) 3,464,630 Units at 0.5281 euros; (ii) 4,337,579 Units at 0.439 euros; (iii) 4,833,292 Units at 0.498 euro			
3.	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 (<i>please specify</i>):			
	Acquisition of Securities as part of the following fees paid by the Listed Issuer: (i) Property Management Fees; (ii) Management Fees; and (iii) Acquisition Fees.			
	(iii) Acquisition 1 ees.			

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:

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	769,680,716	769,680,716
As a percentage of total no. of voting shares/units:	0	35.27	35.27
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 782,316,217	Total 782,316,217

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]

Cromwell Singapore Holdings Pte. Ltd. ('CSHPL') holds 751,439,282 Units. CSHPL is a wholly-owned subsidiary of CDPT Finance No. 2 Pty Ltd, which is in turn a wholly-owned subsidiary of Cromwell BT Pty Ltd (as custodian (aka bare trustee) for Cromwell Property Securities Limited as responsible entity for Cromwell Diversified Property Trust ("CDPT"). CDPT is part of Cromwell Property Group which is a stapled entity comprising Cromwell Corporation Limited and CDPT. Accordingly Cromwell Property Group is deemed to be interested in CSHPL's interests in the Units.

Cromwell EREIT Management Pte. Ltd. (the 'Manager') which holds 22,828,581 Units is a wholly-owned subsidiary of Cromwell Corporation Limited. Cromwell CEREIT Holdings Limited which holds 8,048,354 Units is a wholly-owned subsidiary of Cromwell Europe Limited, which is in turn a wholly-owned subsidiary of Cromwell European Holdings Limited, which is in turn a wholly-owned subsidiary of Cromwell Corporation Limited.

As such Cromwell Property Group is also deemed to be interested in Cromwell Corporations Limited's deemed interests in the 22,828,581 Units held by the Manager and 8,048,354 Units held by Cromwell CEREIT Holdings Limited.

11.	Attachments	(if any):	9
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(The total file size for all attachment(s) should not exceed 1MB.)

12.	If this is a re	placement 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:

13.	Remarks (if any):
	Insaction Reference Number (auto-generated):
5	4 1 9 5 2 3 4 5 7 1 8 2 6 5
	to be completed by an individual submitting this notification form on behalf of the Substantial
	der/Unitholder. rticulars of Individual submitting this notification form to the Listed Issuer:
(a)	
	Lucy Ellen Laakso
(b)	Designation (if applicable):
	Company Secretary
(c)	Name of entity (if applicable):
	Cromwell Property Group