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

## NOTIFICATION FORM FOR DIRECTOR/CHIEF EXECUTIVE OFFICER IN RESPECT OF INTERESTS IN SECURITIES

FORM

1
(Electronic Format)

## **Explanatory Notes**

- 1. Please read the explanatory notes carefully before completing this notification form.
- 2. This form is for a Director/Chief Executive Officer ("CEO") to give notice of his interests in the securities of the Listed Issuer under section 133, 137N or 137Y of the Securities and Futures Act (Cap. 289) (the "SFA"). Please note that the requirement to disclose interests in participatory interests applies <u>only</u> to a director and where the Listed Issuer is a Singapore-incorporated company.
- 3. This electronic Form 1 and a separate Form C, containing the particulars and contact details of the Director/CEO, must be completed by the Director/CEO or a person duly authorised by him to do so. The person so authorised should maintain records of information furnished to him by the Director/CEO.
- 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. A single form may be used by a Director/CEO for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of/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.
- 6. 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 3 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
- 7. Except for item 4 of Part III, please select only one option from the relevant check boxes.
- 8. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
- 9. 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").
- 10. For further instructions and guidance on how to complete this notification form, please refer to section 6 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 Name of Listed Issuer: TIH Limited ("TIH") 2. Type of Listed Issuer: ✓ Company/Corporation Registered/Recognised Business Trust Real Estate Investment Trust 3. Name of Director/CEO: Kin Chan 4. Is the Director/CEO also a substantial shareholder/unitholder of the Listed Issuer? ✓ Yes ☐ No Is the Director/CEO notifying in respect of his interests in securities of, or made available by, 5. the Listed Issuer at the time of his appointment? Yes (Please proceed to complete Part II) (Please proceed to complete Part III) ✓ No Date of notification to Listed Issuer: 6. 25-Jul-2014

## Part III - For an incumbent Director/CEO giving notice of an acquisition of, or a change in his interest in, securities of or made available by the Listed Issuer

25	-Jul-2014				
	ate on which Director/CEO became aware of the acquisition of, or change in, interest different from item 1 above, please specify the date):				
25	-Jul-2014				
	xplanation (if the date of becoming aware is different from the date of acquisition of, or change interest):				
-	rpe of securities which are the subject of the transaction (more than one option may be nosen):				
	Ordinary voting shares/units of Listed Issuer				
	Other types of shares/units (excluding ordinary voting shares/units) of Listed Issuer				
<b>√</b>	Rights/Options/Warrants over shares/units of Listed Issuer				
	Debentures of Listed Issuer				
	Rights/Options over debentures of Listed Issuer				
	Contracts over shares of the Listed Issuer which Director/CEO is a party to, or under which he is entitled to a benefit, being contracts under which any person has a right to call for or to make delivery of shares in the Listed Issuer				
	Participatory interests made available by Listed Issuer				
	Others (please specify):				
	umber of shares, units, rights, options, warrants, participatory interests and/or principa nount/value of debentures or contracts acquired or disposed of by Director/CEO:				
17	0,057,322				
	mount of consideration paid or received by Director/CEO (excluding brokerage and stampaties):				
N.A	<b>4</b> .				

7.	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 employee share options/share awards
	☐ Vesting of share awards
	Exercise of employee share options
	Acceptance of take-over offer for Listed Issuer
	Corporate action by Listed Issuer (please specify):
	☐ Others (please specify):

8. Quantum of interests in securities held by Director/CEO before and after the transaction. Please complete relevant table(s) below (for example, Table 1 should be completed if the change relates to ordinary voting shares of the Listed Issuer; Table 4 should be completed if the change relates to debentures):

Table 3. Change in respect of rights/options/warrants over shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	0	171,513,648	171,513,648
No. ( <i>if known</i> ) of shares/units underlying the rights/options/ warrants:	0	171,513,648	171,513,648
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of rights/options/warrants held:	0	1,456,326	1,456,326

Ventures Limited ("ASMVL") entered into an agreement with SHK Hong Kong Industries Limited ("SHKI") to sell a aggregate of 170,057,322 TiH warrants to SHKI, with completion on 30 July 2014 (or as otherwise agreed).  SHKI, together with Sun Hung Kai & Co. Limited, are fellow subsidiaries of a leading Hong Kong based conglomerate which has substantial investments in property and financial services across Hong Kong and Chin. Mr. Chan hopes that this sale of warrants will strengthen TiH's shareholder base and enhance TiH's long term capital reserves.  Kin Chan is the beneficial holder of more than 20 per cent. of the issued share capital of Argyle Street Managem Holdings Limited ("ASMI-). ASMIL is the beneficial holder of more than 50% of the voting shares of Argyle St Management Limited ("ASMI-). ASMIL is the beneficial holder of more than 20% of the voting shares of ASMIRR and ASM Asia Recovery Fund ("ASMARF"). ASMARF is the beneficial holder of more than 50% of the issued share capital of ASMARMF. ASMARMF and ASMHRF are the beneficial holders of more than 20% of the issued share capital of ASMARMF. ASMARMF and ASMHRF are the beneficial holders of more than 20% of the issued share capital of ASMARMF. ASMARMF and ASMHRF are the beneficial holders of more than 20% of the issued share capital of ASMARMF. Asmarms in TiH.  O. Attachments (if any):   (The total file size for all attachment(s) should not exceed 1MB.)  If this is a replacement of an earlier notification, please provide:  (a) SGXNet announcement reference of the first notification which was announced on SGXI (the "Initial Announcement"):  (b) Date of the Initial Announcement:  (c) 15-digit transaction reference number of the relevant transaction in the Form 1 which vattached in the Initial Announcement:	_	No. (if known) of shares/units rights/options/ warrants:	underlying the	1,456,326	1,456,326				
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conglomerate which has substantial investments in property and financial services across Hong Kong and Chin.  Mr. Chan hopes that this sale of warrants will strengthen TiH's shareholder base and enhance TiH's long term capital reserves.  Kin Chan is the beneficial holder of more than 20 per cent. of the issued share capital of Argyle Street Managem Holdings Limited ("ASMHL"). ASMHL is the beneficial holder of more than 50% of the voting shares of Argyle St Management Limited ("ASML"). ASMIL is the beneficial holder of more than 20% of the voting shares of ASMHR and ASM Asia Recovery Fund ("ASMARF"). ASMARF is the beneficial holder of more than 50% of the issued share capital of ASMARMF. ASMARMF and ASMHRF are the beneficial holders of more than 50% of the issued share capital of ASMARMF. ASMARMF and ASMHRF are the beneficial holders of more than 20% of the issued share capital of ASMVIL.  Following the completion of the sale of the warrants to SHKI detailed above, Kin Chan shall have a deemed inte in 1,456,326 warrants in TiH.  O. Attachments (if any):  (The total file size for all attachment(s) should not exceed 1MB.)  1. If this is a replacement of an earlier notification, please provide:  (a) SGXNet announcement reference of the first notification which was announced on SGXI (the "Initial Announcement"):  (b) Date of the Initial Announcement:  (c) 15-digit transaction reference number of the relevant transaction in the Form 1 which was attached in the Initial Announcement:	V	On 25 July 2014, ASM Asia Recovery (Master) Fund ("ASMARMF"), ASM Hudson River Fund ("ASMHRF") and ASM Ventures Limited ("ASMVL") entered into an agreement with SHK Hong Kong Industries Limited ("SHKI") to sell an aggregate of 170,057,322 TIH warrants to SHKI, with completion on 30 July 2014 (or as otherwise agreed).							
capital reserves.  Kin Chan is the beneficial holder of more than 20 per cent. of the issued share capital of Argyle Street Managem Holdings Limited ("ASMHL"). ASMHL is the beneficial holder of more than 50% of the voting shares of Argyle St Management Limited ("ASML"). ASML is the beneficial holder of more than 20% of the voting shares of ASMHRF and ASM Asia Recovery Fund ("ASMARF"). ASMARF is the beneficial holder of more than 50% of the issued share capital of ASMARMF. ASMARMF and ASMHRF are the beneficial holders of more than 20% of the issued share capital of ASMWL.  Following the completion of the sale of the warrants to SHKI detailed above, Kin Chan shall have a deemed inte in 1,456,326 warrants in TIH.  O. Attachments (if any):  (The total file size for all attachment(s) should not exceed 1MB.)  If this is a replacement of an earlier notification, please provide:  (a) SGXNet announcement reference of the first notification which was announced on SGXI (the "Initial Announcement"):  (b) Date of the Initial Announcement:									
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attached in the Initial Announcement:									
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Iter	n 13 i	s to be completed by an individual submitting this notification form on behalf of the Director/CEO.
13.		culars of Individual submitting this notification form to the Listed Issuer:
	(a)	Name of Individual:
		Winnie Ng
	(b)	Designation (if applicable):
		Vice President
	(c)	Name of entity (if applicable):
	` '	Argyle Street Management Limited