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**Disclosure of Interest/Changes in Interest of Shareholder(s) of Unlisted Trustee-Manager/Responsible Person**

\* Asterisks denote mandatory information

Name of Announcer *	FRASERS COMMERCIAL TRUST
Company Registration No.	200503404G
Announcement submitted on behalf of	FRASERS COMMERCIAL TRUST
Announcement is submitted with respect to *	FRASERS COMMERCIAL TRUST
Announcement is submitted by *	Anthony Cheong Fook Seng
Designation *	Company Secretary, Frasers Centrepoint Asset Management (Commercial) Ltd (as Manager of FRASERS COMMERCIAL TRUST)
Date & Time of Broadcast	01-Feb-2013 21:22:15
Announcement No.	00184

**>> Announcement Details**

The details of the announcement start here ...


Person(s) Giving Notice \*

Shareholder(s) of Unlisted Trustee-Manager/Responsible Person (Form 5)

Date of receipt of notice by Listed Issuer \*

01/02/2013

Attachment (Form 1/3/5/6) \*

 FCOT-Form\_5-1.2.13.pdf  
 Total size = **82K**  
 (2048K size limit recommended)

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

**NOTIFICATION FORM FOR SHAREHOLDER(S) OF UNLISTED  
TRUSTEE-MANAGER OR RESPONSIBLE PERSON**

FORM

**5**

(Electronic Format)

Explanatory Notes

1. Please read the explanatory notes carefully before completing this notification form.
2. This form is for a Shareholder(s) of an unlisted Trustee-Manager or Responsible Person to give notice under section 137P or 137ZA of the Securities and Futures Act (Cap. 289) (the "SFA") for change in interests in the Trustee-Manager or Responsible Person, as the case may be.
3. This Form 5 and a separate Form C, containing the particulars and contact details of the Shareholder(s), must be completed by the Shareholder(s) or a person duly authorised by the Shareholder(s) to do so. The person so authorised should maintain records of information furnished to him by the Shareholder(s).
4. This form and Form C, are to be completed electronically and sent to the Trustee-Manager or Responsible Person via an electronic medium such as an e-mail attachment. The Trustee-Manager/Responsible Person will attach both forms to the prescribed SGXNet announcement template for dissemination under section 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 Shareholder, all of these Shareholders may give notice using the same notification form.
6. Subject to paragraph 5, a separate notification form must be used by a Shareholder for each notifiable 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 on the paper clip icon on the bottom left-hand corner or in item 8 of Part II. The total file size for all attachment(s) should not exceed 1MB.
8. Except for item 1 of Part III, 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 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;
  - (b) 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
  - (c) 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 8 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 Commercial Trust ("FCOT")

2. Type of Listed Issuer:

Registered/Recognised Business Trust

Real Estate Investment Trust

3. Name of Trustee-Manager/Responsible Person:

Frasers Centrepoint Asset Management (Commercial) Ltd (as manager of FCOT)

4. Date of notification to Trustee-Manager/Responsible Person:

01-Feb-2013

## Part II - Shareholder(s) details

Shareholder A ⓘ

1. Name of Shareholder:

TCC Assets Limited ("TCCA")

2. Date of acquisition of or change in interest:

30-Jan-2013

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

30-Jan-2013

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

5. Quantum of total voting shares (including voting shares underlying rights/options/warrants/convertible debentures {conversion price known}) held by Shareholder 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 held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0
As a percentage of total no. of voting shares: ⓘ	0	0	0
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	7,698,254	7,698,254
As a percentage of total no. of voting shares: ⓘ	0	100	100

6. Circumstances giving rise to deemed interests (if the interest is such):

[You may attach a chart in item 8 to illustrate how the Shareholder's deemed interest arises]

Reference is made to the announcement released by TCCA on the SGXNET dated 30 January 2013.

As at 30 January 2013:

- TCCA holds a greater than 20% interest in Fraser and Neave Limited. ("F&N");
- F&N holds a 100% direct interest in Frasers Centrepoint Limited ("FCL"); and
- FCL holds 7,698,254 shares in Frasers Centrepoint Asset Management (Commercial) Ltd ("FCAMC"), representing 100% of the issued share capital of FCAMC.

TCCA therefore has a deemed interest in the 7,698,254 shares in FCAMC, representing 100% of the issued share

capital of FCAMC, in which F&N has an interest, by virtue of Section 4 of the Securities and Futures Act (Chapter 289 of Singapore).

7. Relationship between the Shareholders giving notice in this form:  
[You may attach a chart in item 8 to show the relationship between the Shareholders]

Mr. Charoen Sirivadhanabhakdi and his wife, Khunying Wanna Sirivadhanabhakdi, each owns 50% of the issued and paid-up share capital of TCCA.

8. Attachments (if any): 



(The total file size for all attachment(s) should not exceed 1MB.)

9. If this is an **amendment** of an earlier notification, please provide:

- (a) 5-digit SGXNet announcement number of the **first** notification which was announced on SGXNet (the "Initial Announcement"):

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- (b) Date of the Initial Announcement:

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- (c) 15-digit transaction reference number of the relevant transaction in the Form 5 which was attached in the Initial Announcement:

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10. Remarks (if any):

In this form, unless otherwise stated, all references to the total number of FCAMC shares in issue shall be to 7,698,254 ordinary shares in FCAMC as reflected in the Bizfile search extracted from the Accounting and Corporate Regulatory Authority of Singapore on 29 January 2013.

Information on F&N's interest in FCL shares and FCL's interest in FCAMC shares, as at 30 January 2013, was provided by F&N on 31 January 2013.

**Shareholder B** ⓘ

1. Name of Shareholder:

Charoen Sirivadhanabhakdi

2. Date of acquisition of or change in interest:

30-Jan-2013

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

30-Jan-2013

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

-

5. Quantum of total voting shares (including voting shares underlying rights/options/warrants/convertible debentures {conversion price known}) held by Shareholder 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 held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0
As a percentage of total no. of voting shares: ⓘ	0	0	0
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	7,698,254	7,698,254
As a percentage of total no. of voting shares: ⓘ	0	100	100

6. Circumstances giving rise to deemed interests (if the interest is such):

[You may attach a chart in item 8 to illustrate how the Shareholder's deemed interest arises]

Reference is made to the announcement released by TCCA on the SGXNET dated 30 January 2013.

As at 30 January 2013:

- Mr. Charoen Sirivadhanabhakdi and his wife, Khunying Wanna Sirivadhanabhakdi, each owns 50% of the issued and paid-up share capital of TCCA;
- TCCA holds a greater than 20% interest in F&N;
- F&N holds a 100% direct interest in FCL; and
- FCL holds 7,698,254 shares in FCAMC, representing 100% of the issued share capital of FCAMC.

Mr. Charoen Sirivadhanabhakdi therefore has a deemed interest in the 7,698,254 shares in FCAMC, representing 100% of the issued share capital of FCAMC, in which TCCA has an interest, by virtue of Section 4 of the Securities and Futures Act (Chapter 289 of Singapore).

7. Relationship between the Shareholders giving notice in this form:  
*[You may attach a chart in item 8 to show the relationship between the Shareholders]*

Mr. Charoen Sirivadhanabhakdi and his wife, Khunying Wanna Sirivadhanabhakdi, each owns 50% of the issued and paid-up share capital of TCCA.

8. Attachments (if any): 



*(The total file size for all attachment(s) should not exceed 1MB.)*

9. If this is an **amendment** of an earlier notification, please provide:

- (a) 5-digit SGXNet announcement number of the **first** notification which was announced on SGXNet (the "Initial Announcement"):

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- (b) Date of the Initial Announcement:

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- (c) 15-digit transaction reference number of the relevant transaction in the Form 5 which was attached in the Initial Announcement:

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10. Remarks (if any):

In this form, unless otherwise stated, all references to the total number of FCAMC shares in issue shall be to 7,698,254 ordinary shares in FCAMC as reflected in the Bizfile search extracted from the Accounting and Corporate Regulatory Authority of Singapore on 29 January 2013.

Information on F&N's interest in FCL shares and FCL's interest in FCAMC shares, as at 30 January 2013, was provided by F&N on 31 January 2013.


**Shareholder C** 

1. Name of Shareholder:

Khunying Wanna Sirivadhanabhakdi

2. Date of acquisition of or change in interest:

30-Jan-2013

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



30-Jan-2013

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

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5. Quantum of total voting shares (including voting shares underlying rights/options/warrants/convertible debentures {conversion price known}) held by Shareholder 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 held and/or underlying the rights/options/warrants/convertible debentures:	0	0	0
As a percentage of total no. of voting shares: 	0	0	0
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares held and/or underlying the rights/options/warrants/convertible debentures:	0	7,698,254	7,698,254
As a percentage of total no. of voting shares: 	0	100	100

6. Circumstances giving rise to deemed interests (if the interest is such):  
 [You may attach a chart in item 8 to illustrate how the Shareholder's deemed interest arises]

Reference is made to the announcement released by TCCA on the SGXNET dated 30 January 2013.

As at 30 January 2013:

- Khunying Wanna Sirivadhanabhakdi and her spouse, Mr. Charoen Sirivadhanabhakdi, each owns 50% of the issued and paid-up share capital of TCCA;
- TCCA holds a greater than 20% interest in F&N;
- F&N holds a 100% direct interest in FCL; and
- FCL holds 7,698,254 shares in FCAMC, representing 100% of the issued share capital of FCAMC.

Khunying Wanna Sirivadhanabhakdi therefore has a deemed interest in the 7,698,254 shares in FCAMC, representing 100% of the issued share capital of FCAMC, in which TCCA has an interest, by virtue of Section 4 of the Securities and Futures Act (Chapter 289 of Singapore).

7. Relationship between the Shareholders giving notice in this form:  
 [You may attach a chart in item 8 to show the relationship between the Shareholders]

Khunying Wanna Sirivadhanabhakdi and her spouse, Mr. Charoen Sirivadhanabhakdi, each owns 50% of the issued and paid-up share capital of TCCA.



### Part III - Transaction Details

1. Type of securities which are the subject of the transaction (*more than one option may be chosen*):

- Voting shares  
 Rights/Options/Warrants over voting shares  
 Convertible debentures over voting shares (*conversion price known*)  
 Others (*please specify*):

2. Number of shares, rights, options, warrants, and/or principal amount of convertible debentures acquired or disposed by Shareholder(s):

TCCA/Mr. Charoen/Khunying are deemed to be interested in 7,698,254 FCAMC shares, in which F&N has an interest.

3. Amount of consideration paid or received by Shareholder(s) (*excluding brokerage and stamp duties*):

N.A.

4. Circumstance giving rise to the interest or change in interest (*please specify*):

Reference is made to the announcement released by TCCA on the SGXNET dated 30 January 2013.

As at 30 January 2013:

- Mr. Charoen Sirivadhanabhakdi and his wife, Khunying Wanna Sirivadhanabhakdi, each owns 50% of the issued and paid-up share capital of TCCA;
- TCCA holds a greater than 20% interest in F&N;
- F&N holds a 100% direct interest in FCL; and
- FCL holds 7,698,254 shares in FCAMC, representing 100% of the issued share capital of FCAMC.

TCCA/Mr. Charoen/Khunying Wanna therefore respectively have a deemed interest in the 7,698,254 ordinary shares in FCAMC, representing 100% of the issued share capital of FCAMC, in which F&N has an interest, by virtue of Section 4 of the Securities and Futures Act (Chapter 289 of Singapore).

*Item 5 is to be completed by an individual submitting this notification form on behalf of the Shareholder(s).*

5. Particulars of Individual submitting this notification form to the Trustee-Manager/Responsible Person:

(a) Name of Individual:

Ms. Man Kit Yee

(b) Designation (*if applicable*):

Director

(c) Name of entity (*if applicable*):

TCC Assets Limited

Transaction Reference Number (*auto-generated*):

2	6	5	9	5	0	1	4	3	2	2	5	5	9	5
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