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 **only** 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:
Food Empire Holdings Limited
Type of Listed Issuer: ✓ Company/Corporation Registered/Recognised Business Trust
Real Estate Investment Trust
Name of Director/CEO:
Sudeep Nair
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, the Listed Issuer at the time of his appointment? Yes (Please proceed to complete Part II) No (Please proceed to complete Part III)
Date of notification to Listed Issuer:
15-Nov-2019

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

ıısa	ction A (1)
Da	te of acquisition of or change in interest:
14-1	Nov-2019
	te on which Director/CEO became aware of the acquisition of, or change in, interest (1) different from item 1 above, please specify the date):
14-1	Nov-2019
-	planation (if the date of becoming aware is different from the date of acquisition of, or change interest):
	be of securities which are the subject of the transaction (more than one option may be osen):
✓	Ordinary voting shares/units of Listed Issuer
Ш	Other types of shares/units (excluding ordinary voting shares/units) of Listed Issuer
	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
П	Participatory interests made available by Listed Issuer
	Others (please specify):
	mber of shares, units, rights, options, warrants, participatory interests and/or principal ount/value of debentures or contracts acquired or disposed of by Director/CEO:
230	,800 ordinary shares
Am	nount of consideration paid or received by Director/CEO (excluding brokerage and stamp

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 1. Change in respect of ordinary voting shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	1,300,000	59,417,099	60,717,099
As a percentage of total no. of ordinary voting shares/units:	0.24	11.09	11.33
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	1,300,000	59,647,899	60,947,899

	As a	a percentage of total no. of ordinary ng shares/units:	0.24	11.13	11.37
9.	[You	umstances giving rise to deemed into may attach a chart(s) in item 10 to out in item 8 tables 1 to 8, arises]			emed interest, as
	Mayb	Sudeep Nair is deemed to have an interes ank Kim Eng Securities Pte Ltd, RHB Secur ces Pte Ltd.			
	(ii) Or Pte Lt	n 14 November 2019, Mr Sudeep Nair acqu rd.	uired 230,800 ordinar	y shares through his r	nominee, DBSN Services
10.	Attac	chments (if any): (i) (The total file size for all attachment(s) sho	ould not exceed 1MB.)		
11.	If this	s is a replacement of an earlier noti			
	(a)	SGXNet announcement reference	•		nnounced on SGXNet
		(the "Initial Announcement"):			
	(b)	Date of the Initial Announcement:			
	(c)	15-digit transaction reference nun attached in the Initial Announcement		nt transaction in t	he Form 1 which was
12.	Rem	arks (<i>if any</i>):			
	The p	ercentage shareholdings in Section 8 is co ding treasury shares of 1,401,000) as at 14		35,976,999 issued shar	res of the Company
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		tion Reference Number (auto-general) 5 4 8 3 4 7 3 9 7 0 0 4	ated):		
	9 0	3 4 0 3 4 7 3 9 7 0 0 4			

	15-Nov-2019
	Date on which Director/CEO became aware of the acquisition of, or change in, interest (if different from item 1 above, please specify the date):
	15-Nov-2019
	Explanation (if the date of becoming aware is different from the date of acquisition of, or change in, interest):
	Type of securities which are the subject of the transaction (more than one option may be chosen): Ordinary voting shares/units of Listed Issuer
[Other types of shares/units (<i>excluding ordinary voting shares/units</i>) of Listed Issuer
[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):
	Number of shares, units, rights, options, warrants, participatory interests and/or principal amount/value of debentures or contracts acquired or disposed of by Director/CEO:
	428,500 ordinary shares
	Amount of consideration paid or received by Director/CEO (excluding brokerage and stamp duties):
	S\$260,613.70

✓ 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
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 1. Change in respect of ordinary voting shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	1,300,000	59,647,899	60,947,899
As a percentage of total no. of ordinary voting shares/units:	0.24	11.13	11.37
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	1,300,000	60,076,399	61,376,399
	0.24	11.21	11.45

	Mayb	Sudeep Nair is deemed to have an interest in 59,647,899 shares held by UOB Kay Hian Private Limited, ank Kim Eng Securities Pte Ltd, RHB Securities Singapore Pte Ltd, Raffles Nominees (Pte.) Ltd and DBSN ces Pte Ltd.
	(ii) Or Pte L	n 15 November 2019, Mr Sudeep Nair acquired 428,500 ordinary shares through his nominee, DBSN Services td.
0.	Atta	chments (if any): (if any): (The total file size for all attachment(s) should not exceed 1MB.)
1.	If thi	s 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:
	(0)	15-digit transaction reference number of the relevant transaction in the Form 1 which was
	(c)	attached in the Initial Announcement:
2.	The p	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company uding treasury shares of 1,401,000) as at 15 November 2019.
2.	The p	•
	The p	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company
	The p	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company uding treasury shares of 1,401,000) as at 15 November 2019.
	The p (exclu	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company uding treasury shares of 1,401,000) as at 15 November 2019. tion Reference Number (auto-generated):
Tra	The p (exclu	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company uding treasury shares of 1,401,000) as at 15 November 2019. tion Reference Number (auto-generated):
Tra	The p (exclu	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company uding treasury shares of 1,401,000) as at 15 November 2019. tion Reference Number (auto-generated):
Tra 9	ansac	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company uding treasury shares of 1,401,000) as at 15 November 2019. tion Reference Number (auto-generated): 6 1 8 3 4 7 3 3 1 5 9 1
Tra 9	The project (exclusion ansaction 1) 3	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company ading treasury shares of 1,401,000) as at 15 November 2019. Ition Reference Number (auto-generated): 6 1 8 3 4 7 3 3 1 5 9 1 8 9 1 9 1
Tra 9	m 13 is	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company ading treasury shares of 1,401,000) as at 15 November 2019. tion Reference Number (auto-generated): 6 1 8 3 4 7 3 3 1 5 9 1 s to be completed by an individual submitting this notification form on behalf of the Director/CEO. culars of Individual submitting this notification form to the Listed Issuer:
Tra 9	The project (exclusion ansaction 1) 3	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company ading treasury shares of 1,401,000) as at 15 November 2019. Ition Reference Number (auto-generated): 6 1 8 3 4 7 3 3 1 5 9 1 8 9 1 9 1
Tra 9	m 13 is	ercentage shareholdings in Section 8 is computed based on 535,976,999 issued shares of the Company ading treasury shares of 1,401,000) as at 15 November 2019. tion Reference Number (auto-generated): 6 1 8 3 4 7 3 3 1 5 9 1 s to be completed by an individual submitting this notification form on behalf of the Director/CEO. culars of Individual submitting this notification form to the Listed Issuer:

(c)	Name of entity (if applicable):