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.
- 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 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 Name of Listed Issuer: 1. Manulife US Real Estate Investment Trust ("Manulife US REIT") 2. Type of Listed Issuer: Company/Corporation Registered/Recognised Business Trust Real Estate Investment Trust Name of Trustee-Manager/Responsible Person: Manulife US Real Estate Management Pte. Ltd. ("MUSREM") 3. Is more than one Substantial Shareholder/Unitholder giving notice in this form? (Please proceed to complete Part II) No ✓ Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer: 4. 29-Jun-2017

	Part III - Substantial Sh	areholder(s)/Un	itholder(s) Detai	ls			
ГТо	be used for multiple Substantial Sha						
	stantial Shareholder/Unitholder A						
		•					
1.							
	Manulife (International) Limited ("MIL")						
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						
3.	Notification in respect of:						
5.	Becoming a Substantial Sharehold	ler/Unitholder					
	\checkmark Change in the percentage level of		maining a Substantia	Shareholder/Unitholder			
	Ceasing to be a Substantial Share		5				
4.	Date of acquisition of or change in	interest:					
	29-Jun-2017						
5.	Date on which Substantial Shareho change in, interest (if different			-			
	29-Jun-2017						
6.	Explanation (<i>if the date of becomin change in, interest</i>):	ng aware is differe	ent from the date of	acquisition of, or the			
	N.A.						
7.	Quantum of total voting shares/un warrants/convertible debentures {c Unitholder before and after the tran	conversion price k	•				
	Immediately before the transaction	Direct Interest	Deemed Interest	Total			
und	of voting shares/units held and/or erlying the rights/options/warrants/ vertible debentures:	46,781,299	0	46,781,299			
As a unit	a percentage of total no. of voting shares/ s: (j)	7.41	0	7.41			

Direct Interest

46,781,299

6.42

Deemed Interest

0

0

1

units:

convertible debentures :

Immediately after the transaction

As a percentage of total no. of voting shares/

No. of voting shares/units held and/or

underlying the rights/options/warrants/

Total

46,781,299

6.42

8.	Circumstances giving rise to deemed interests (<i>if the interest is such</i>): [You may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]						
	N.A.						
9.	Relationship between the Substantial Shareholders/Unitholders giving notice in this form: [You may attach a chart in item 10 to show the relationship between the Substantial Shareholders/ Unitholders]						
	MIL is a wholly-owned subsidiary of Manulife International Holdings Limited ("MIHL"), which is in turn a wholly-owned subsidiary of Manulife Financial Asia Limited ("MFAL"). MFAL is a wholly-owned subsidiary of Manulife Holdings (Bermuda) Limited ("MHBL"), which is in turn a wholly-owned subsidiary of The Manufacturers Life Insurance Company (the "Sponsor"). The Sponsor is a wholly-owned subsidiary of Manulife Financial Corporation ("MFC"), which is a publicly listed entity.						
10.	Attachments (<i>if any</i>):						
	(The total file size for all attachment(s) should not exceed 1MB.)						
11.	If this is a replacement of an earlier notification, please provide:						
	(a) SGXNet announcement reference of the <u>first</u> notification which was announced on SGXNet (<i>the "Initial Announcement"</i>):						

(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:

12. Remarks (*if any*):

Percentage of total number of Units "immediately before the transaction" and "immediately after the transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively.

Sponsorship Statement:

DBS Bank Ltd. was the Sole Financial Adviser and Issue Manager for the initial public offering of Manulife US Real Estate Investment Trust (the "Offering"). DBS Bank Ltd., China International Capital Corporation (Singapore) Pte. Limited, Credit Suisse (Singapore) Limited and Deutsche Bank AG, Singapore Branch were the Joint Bookrunners and Underwriters for the Offering.

Sub	ostantial Shareholder/Unitholder B
1.	Name of Substantial Shareholder/Unitholder:
	Manulife International Holdings Limited ("MIHL")
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)?

🖌 No

- 3. 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
- 4. Date of acquisition of or change in interest:

29-Jun-2017

5. Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the change in, interest (*if different from item 4 above, please specify the date*):

29-Jun-2017

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

N.A.

7. 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	46,781,299	46,781,299
As a percentage of total no. of voting shares/ units:	0	7.41	7.41
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	0	46,781,299	46,781,299
As a percentage of total no. of voting shares/ units:	0	6.42	6.42

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

[You may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

MIHL wholly owns MIL and is therefore deemed to be interested in MIL's direct interest in 46,781,299 Units.

9. Relationship between the Substantial Shareholders/Unitholders giving notice in this form: [You may attach a chart in item 10 to show the relationship between the Substantial Shareholders/ Unitholders]

	wholly-owned subsidiary of MHBL, which is in turn a wholly-owned subsidiary of the Sponsor. The Spons a wholly-owned subsidiary of MFC, which is a publicly listed entity.
10.	Attachments (<i>if any</i>):
	(The total file size for all attachment(s) should not exceed 1MB.)
11.	If this is a replacement of an earlier notification, please provide:
	 (a) SGXNet announcement reference of the <u>first</u> notification which was announced on SGXNet (<i>the "Initial Announcement"</i>):
	(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:
	Percentage of total number of Units "immediately before the transaction" and "immediately after the
	Percentage of total number of Units "immediately before the transaction" and "immediately after the transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively.
Sub	
	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively.
	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively.
	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively.
1.	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. ostantial Shareholder/Unitholder C Name of Substantial Shareholder/Unitholder: Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest ir securities of the Listed Issuer are held solely through fund manager(s)? Yes
1. 2.	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. ostantial Shareholder/Unitholder C Name of Substantial Shareholder/Unitholder: Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest ir securities of the Listed Issuer are held solely through fund manager(s)? Yes No
1. 2.	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. bestantial Shareholder/Unitholder C Mame of Substantial Shareholder/Unitholder: Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest ir securities of the Listed Issuer are held solely through fund manager(s)? Yes Voltification in respect of:
	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. ostantial Shareholder/Unitholder C Mame of Substantial Shareholder/Unitholder: Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest ir securities of the Listed Issuer are held solely through fund manager(s)? Yes No Notification in respect of: Becoming a Substantial Shareholder/Unitholder
1. 2.	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. Destantial Shareholder/Unitholder C Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest ir securities of the Listed Issuer are held solely through fund manager(s)? Yes No Notification in respect of: Becoming a Substantial Shareholder/Unitholder Yes Other Control Destantial Shareholder/Unitholder
1. 2.	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. ostantial Shareholder/Unitholder C Mame of Substantial Shareholder/Unitholder: Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest ir securities of the Listed Issuer are held solely through fund manager(s)? Yes No Notification in respect of: Becoming a Substantial Shareholder/Unitholder
1. 2. 3.	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. Destantial Shareholder/Unitholder C Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest ir securities of the Listed Issuer are held solely through fund manager(s)? Yes No Notification in respect of: Becoming a Substantial Shareholder/Unitholder Yes Other Control Destantial Shareholder/Unitholder
1. 2. 3.	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. bstantial Shareholder/Unitholder C Name of Substantial Shareholder/Unitholder: Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest ir securities of the Listed Issuer are held solely through fund manager(s)? Yes No Notification in respect of: Becoming a Substantial Shareholder/Unitholder Z Change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder
1. 2.	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. bstantial Shareholder/Unitholder C Image: Comparison of Substantial Shareholder/Unitholder: Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest in securities of the Listed Issuer are held solely through fund manager(s)? Yes No Notification in respect of: Becoming a Substantial Shareholder/Unitholder I Change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder Date of acquisition of or change in interest: 29-Jun-2017 Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, comparison of the comparison of
 1. 2. 3. 4. 	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. bstantial Shareholder/Unitholder C Image: Comparison of the start of t
1. 2. 3.	transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively. bstantial Shareholder/Unitholder C Image: Comparison of Substantial Shareholder/Unitholder: Manulife Financial Asia Limited ("MFAL") Is Substantial Shareholder/Unitholder a fund manager or a person whose interest in securities of the Listed Issuer are held solely through fund manager(s)? Yes No Notification in respect of: Becoming a Substantial Shareholder/Unitholder I Change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder Date of acquisition of or change in interest: 29-Jun-2017 Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, comparison of the comparison of

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

N.A.

7. 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:	1	52,607,058	52,607,059
As a percentage of total no. of voting shares/ units:	0	8.33	8.33
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	1	52,607,058	52,607,059
			1

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

MFAL wholly owns MIHL and is therefore deemed to be interested in MIHL's deemed interest in 46,781,299 Units. MFAL also wholly owns Manufacturers Life Reinsurance Limited ("MLRL") and is therefore deemed to be interested in MLRL's direct interest in 5,825,759 Units.

9. Relationship between the Substantial Shareholders/Unitholders giving notice in this form: [You may attach a chart in item 10 to show the relationship between the Substantial Shareholders/ Unitholders]

MIL is a wholly-owned subsidiary of MIHL, which is in turn a wholly-owned subsidiary of MFAL. MFAL is a wholly-owned subsidiary of MHBL, which is in turn a wholly-owned subsidiary of the Sponsor. The Sponsor is a wholly-owned subsidiary of MFC, which is a publicly listed entity.

10. Attachments (if any): 🕤

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

- 11. If this 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:						
	(c)	15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:						
12.	Rem	arks (<i>if any</i>):						
		ntage of total number of Units "immediately before the transaction" and "immediately after the action" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively.						
Sub	stantia	al Shareholder/Unitholder D						
1.	Nam	e of Substantial Shareholder/Unitholder:						
	Manu	life Holdings (Bermuda) Limited ("MHBL")						
2.	secu	ubstantial Shareholder/Unitholder a fund manager or a person whose interest in the irities of the Listed Issuer are held solely through fund manager(s)? es o						
3.		ication in respect of: ecoming a Substantial Shareholder/Unitholder						
	✓ C	hange in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder						
	□ C	easing to be a Substantial Shareholder/Unitholder						
4.	Date	of acquisition of or change in interest:						
	29-Jui	n-2017						
5.	chan	on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the age in, interest (<i>if different from item 4 above, please specify the date</i>): n-2017						
6.	Explanation (<i>if the date of becoming aware is different from the date of acquisition of, or the change in, interest</i>):							
	N.A.							
7.	warra	ntum of total voting shares/units (<i>including voting shares/units underlying rights/options/</i> ants/convertible debentures {conversion price known}) held by Substantial Shareholder/ nolder before and after the transaction:						
	Immed	liately before the transaction Direct Interest Deemed Interest Total						

No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures:	0	52,607,059	52,607,059
As a percentage of total no. of voting shares/ units:	0	8.33	8.33
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/	0	52,607,059	52,607,059
convertible debentures :			

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

[You may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

MHBL wholly owns MFAL and is therefore deemed to be interested in MFAL's direct interest in 1 Unit and deemed interest in 52,607,058 Units.

9. Relationship between the Substantial Shareholders/Unitholders giving notice in this form: [You may attach a chart in item 10 to show the relationship between the Substantial Shareholders/ Unitholders]

MIL is a wholly-owned subsidiary of MIHL, which is in turn a wholly-owned subsidiary of MFAL. MFAL is a wholly-owned subsidiary of MHBL, which is in turn a wholly-owned subsidiary of the Sponsor. The Sponsor is a wholly-owned subsidiary of MFC, which is a publicly listed entity.

10. Attachments (if any):

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

- 11. If this 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:
	(c)	15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:
12.	Rema	arks (<i>if any</i>):
		ntage of total number of Units "immediately before the transaction" and "immediately after the ction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively.

<u>Sub</u>	stantial Shareholder/Unitholder E	()						
1.	Name of Substantial Shareholder/	Unitholder:						
	The Manufacturers Life Insurance Compa	any (the "Sponsor")						
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 							
3.	Notification in respect of:							
	Becoming a Substantial Sharehold	ler/Unitholder						
	✓ Change in the percentage level of	interest while still re	emaining a Substantia	al Shareholder/Unitholde				
	Ceasing to be a Substantial Share	holder/Unitholder						
4.	Date of acquisition of or change in	interest:						
	29-Jun-2017							
5.	Date on which Substantial Shareh change in, interest (<i>if different</i>							
	29-Jun-2017							
6.	Explanation (<i>if the date of becominic change in, interest</i>):	ng aware is differe	ent from the date o	f acquisition of, or the				
	N.A.							
7.	Quantum of total voting shares/un warrants/convertible debentures { Unitholder before and after the tran	conversion price k	•					
	Immediately before the transaction	Direct Interest	Deemed Interest	Total				
und	. of voting shares/units held and/or derlying the rights/options/warrants/ nvertible debentures:	0	52,607,059	52,607,059				
As uni	a percentage of total no. of voting shares/ ts:	0	8.33	8.33				
	Immediately after the transaction	Direct Interest	Deemed Interest	Total				
	. of voting shares/units held and/or derlying the rights/options/warrants/	0	52,607,059	52,607,059				

7.22

0

7.22

convertible debentures :

units: 🅤

As a percentage of total no. of voting shares/

	The Sponsor wholly owns MHBL and is therefore deemed to be interested in MHBL's deemed interest in 52,607,059 Units.											
9.	Relationship between the Substantial Shareholders/Unitholders giving notice in this form: [You may attach a chart in item 10 to show the relationship between the Substantial Shareholders/ Unitholders]											
	MIL is a wholly-owned subsidiary of MIHL, which is in turn a wholly-owned subsidiary of MFAL. MFAL is a wholly-owned subsidiary of MHBL, which is in turn a wholly-owned subsidiary of the Sponsor. The Sponsor a wholly-owned subsidiary of MFC, which is a publicly listed entity.											
10.	Attachments (<i>if any</i>): 👔											
	(The total file size for all attachment(s) should not exceed 1MB.)											
11.	If this is a replacement of an earlier notification, please provide:											
	(a) SGXNet announcement reference of the <u>first</u> notification which was announced on SGXNet (<i>the "Initial Announcement"</i>):											
	(b) Date of the Initial Announcement:											
12.	(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:											
	Percentage of total number of Units "immediately before the transaction" and "immediately after the transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively.											
Sub	ostantial Shareholder/Unitholder F											
1.	Name of Substantial Shareholder/Unitholder:											
	Manulife Financial Corporation ("MFC")											
2.	 Is Substantial Shareholder/Unitholder a fund manager or a person whose interest in t securities of the Listed Issuer are held solely through fund manager(s)? Yes No 											

- 3. 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
- 4. Date of acquisition of or change in interest:

29-Jun-2017

5. Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the change in, interest (*if different from item 4 above, please specify the date*):

29-Jun-2017

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

N.A.

7. 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	52,607,059	52,607,059
As a percentage of total no. of voting shares/ units:	0	8.33	8.33
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/	0	52,607,059	52,607,059
convertible debentures :			

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

[You may attach a chart in item 10 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

MFC wholly owns the Sponsor and is therefore deemed to be interested in the Sponsor's deemed interest in 52,607,059 Units.

9. Relationship between the Substantial Shareholders/Unitholders giving notice in this form: [You may attach a chart in item 10 to show the relationship between the Substantial Shareholders/ Unitholders] MIL is a wholly-owned subsidiary of MIHL, which is in turn a wholly-owned subsidiary of MFAL. MFAL is a wholly-owned subsidiary of MHBL, which is in turn a wholly-owned subsidiary of the Sponsor. The Sponsor is a wholly-owned subsidiary of MFC, which is a publicly listed entity.
10. Attachments (*if any*): *W W (The total file size for all attachment(s) should not exceed 1MB.)*11. If this 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:

(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:

12. Remarks (*if any*):

Percentage of total number of Units "immediately before the transaction" and "immediately after the transaction" is based on 631,365,359 Units in issue and 728,368,359 Units in issue respectively.

Part IV - Transaction details

	Type of securities which are the subject of the transaction (more than one option may be chosen):
Γ	Voting shares/units
	Rights/Options/Warrants over voting shares/units
	Convertible debentures over voting shares/units (conversion price known)
Ţ,	Others (please specify):
r N	Not applicable. None of MIL, MIHL, MFAL, MHLB, the Sponsor or MFC participated in Manulife US REIT's private blacement which was launched on 19 June 2017 ("Private Placement"). The change in interest of MIL, MIHL, MFAL, MHLB, the Sponsor and MFC is as a result of the issuance and listing of 97,003,000 Units which were issued on 29 June 2017 pursuant to the Private Placement.
	Number of shares, units, rights, options, warrants and/or principal amount of convertible lebentures acquired or disposed of by Substantial Shareholders/Unitholders:
٦	Nil
	Amount of consideration paid or received by Substantial Shareholders/Unitholders (<i>excluding</i> prokerage and stamp duties):
١	Jil
. 0	Circumstance giving rise to the interest or change in interest:
A	Acquisition of:
	Securities via market transaction
	Securities via off-market transaction (<i>e.g. married deals</i>)
	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
C	Disposal of:
	Securities via market transaction
	Securities via off-market transaction (<i>e.g. married deals</i>)
C	Other circumstances:
	Acceptance of take-over offer for the Listed Issuer
[·	Corporate action by the Listed Issuer which Substantial Shareholders/Unitholders did not participate in (<i>please specify</i>):
	None of MIL, MIHL, MFAL, MHLB, the Sponsor or MFC participated in the Private Placement. The change in interest of MIL, MIHL, MFAL, MHLB, the Sponsor and MFC is as a result of the issuance and listing of 97,003,000 Units which were issued on 29 June 2017 pursuant to the Private Placement.
L	
	Others (<i>please specify</i>):

Item 5 is to be completed by an individual submitting this notification form on behalf of the Substantial Shareholders/Unitholders.

5. Particulars of Individual submitting this notification form to the Listed Issuer:

- (a) Name of Individual:
 - (b) Designation (*if applicable*):
 - (c) Name of entity (*if applicable*):

Transaction Reference Number (auto-generated):

1	9	3	8	3	1	2	4	9	3	3	6	2	8	3	