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

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) 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: Manulife US Real Estate Investment Trust ("Manulife US REIT") 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") Is more than one Substantial Shareholder/Unitholder giving notice in this form? No (Please proceed to complete Part II) Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer: 27-Aug-2020
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") Is more than one Substantial Shareholder/Unitholder giving notice in this form? ☐ No (Please proceed to complete Part II) ☑ Yes (Please proceed to complete Parts III & IV) Date of notification to 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") Is more than one Substantial Shareholder/Unitholder giving notice in this form? No (Please proceed to complete Part II) ✓ Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer:
 Registered/Recognised Business Trust ✓ Real Estate Investment Trust Name of Trustee-Manager/Responsible Person: Manulife US Real Estate Management Pte. Ltd. ("MUSREM") Is more than one Substantial Shareholder/Unitholder giving notice in this form? No (Please proceed to complete Part II) ✓ Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer:
Name of Trustee-Manager/Responsible Person: Manulife US Real Estate Management Pte. Ltd. ("MUSREM") Is more than one Substantial Shareholder/Unitholder giving notice in this form? No (Please proceed to complete Part II) Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer:
Manulife US Real Estate Management Pte. Ltd. ("MUSREM") Is more than one Substantial Shareholder/Unitholder giving notice in this form? ☐ No (Please proceed to complete Part II) ☑ Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer:
Is more than one Substantial Shareholder/Unitholder giving notice in this form? No (Please proceed to complete Part II) Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer:
 No (Please proceed to complete Part II) ✓ Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer:
✓ Yes (Please proceed to complete Parts III & IV) Date of notification to Listed Issuer:
Date of notification to Listed Issuer:
27-Aug-2020

Part III - Substantial Shareholder(s)/Unitholder(s) Details

[To be used for multiple Substantial Shareholders/Unitholders to give notice]



Sub	stantial Shareholder/Unitholder A
1.	Name of Substantial Shareholder/Unitholder:
	Manulife Financial Asia Limited ("MFAL")
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 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:
	27-Aug-2020
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):
	27-Aug-2020
6.	Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):
	N.A.
_	

Quantum of total voting shares/units (including voting shares/units underlying 7. 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	136,232,320	136,232,321
As a percentage of total no. of voting shares/til:	0	8.66	8.66
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 145,706,253	Total 145,706,254

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 84,657,792 Units. MFAL also wholly owns Manufacturers Life Reinsurance Limited ("MLRL") and is therefore deemed to
	be interested in MLRL's direct interest in 50,900,602 Units. MFAL also wholly owns Manulife US Real Estate Management Pte. Ltd. ("MUSREM") and is therefore deemed to be interested in MUSREM's direct interest in 10,147,859 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.	
	(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 1,573,459,089 Units in issue and 1,582,933,022 Units in issue respectively.
Sub	ostantial Shareholder/Unitholder B
<u> </u>	
1.	Name of Substantial Shareholder/Unitholder:
	Name of Substantial Shareholder/Unitholder: Manulife Holdings (Bermuda) Limited ("MHBL")
1.	
	Manulife Holdings (Bermuda) Limited ("MHBL") 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

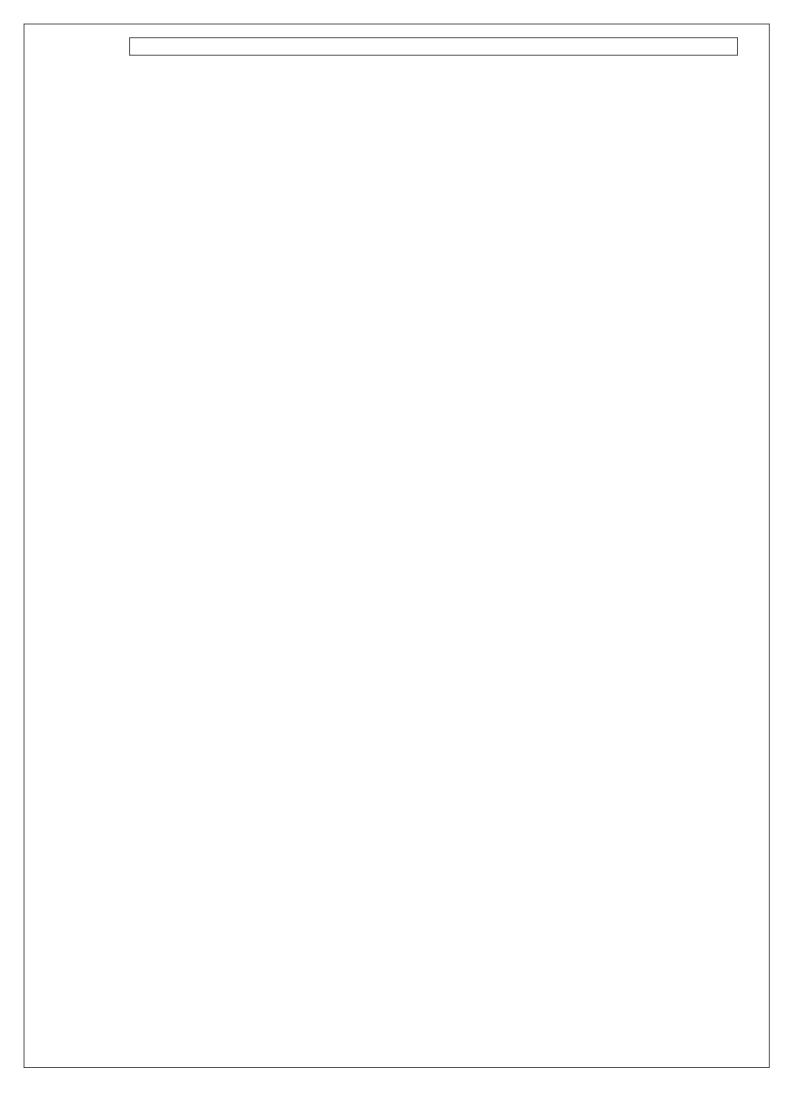
Date of acquisition of or change in	interest:		
27-Aug-2020			
			•
27-Aug-2020			
Explanation (if the date of becoming change in, interest):	ng aware is differe	ent from the date o	f acquisition of, or t
rights/options/warrants/convertible	debentures (conv	version price knowr	
Immediately before the transaction	Direct Interest	Deemed Interest	Total
erlying the	0	136,232,321	136,232,321
	0	8.66	8.66
Immediately after the transaction	Direct Interest	Deemed Interest	Total
erlying the rights/options/warrants/	0	145,706,254	145,706,254
	0	9.2	9.2
			r/Unitholder's deemed
MHBL wholly owns MFAL and is therefore deemed interest in 145,706,253 Units.	e deemed to be intere	ested in MFAL's direct i	nterest in 1 Unit and
	Date on which Substantial Sharehochange in, interest (if different) (27-Aug-2020) Explanation (if the date of becoming change in, interest): N.A. Quantum of total voting share rights/options/warrants/convertible Shareholder/Unitholder before and Immediately before the transaction of voting shares/units held and/or erlying the ts/options/warrants/convertible debentures: a percentage of total no. of voting res/(i): Immediately after the transaction of voting shares/units held and/or erlying the rights/options/warrants/vertible debentures: a percentage of total no. of voting res/(i): Circumstances giving rise to deem [You may attach a chart in item 10 to it interest arises] MHBL wholly owns MFAL and is therefore	Date on which Substantial Shareholder/Unitholder be change in, interest (if different from item 4 above 27-Aug-2020 Explanation (if the date of becoming aware is different change in, interest): N.A. Quantum of total voting shares/units (include rights/options/warrants/convertible debentures {convertible debentures} {	Date on which Substantial Shareholder/Unitholder became aware of the change in, interest i (if different from item 4 above, please specify the 27-Aug-2020 Explanation (if the date of becoming aware is different from the date of change in, interest): N.A. Quantum of total voting shares/units (including voting share rights/options/warrants/convertible debentures {conversion price known Shareholder/Unitholder before and after the transaction: Immediately before the transaction of voting shares/units held and/or entying the ts/options/warrants/convertible debentures: a percentage of total no. of voting res/(i): Immediately after the transaction Direct Interest Deemed Interest of voting shares/units held and/or entying the rights/options/warrants/ vertible debentures: a percentage of total no. of voting res/(i): O 145,706,254 Circumstances giving rise to deemed interests (if the interest is such): I you may attach a chart in item 10 to illustrate how the Substantial Shareholde interest arises] MHBL wholly owns MFAL and is therefore deemed to be interested in MFAL's direct in the substantial shareholde interest arises]

	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:
	(b) Date of the initial Announcement.
	(a) 15 digit transaction reference number of the relevant transaction in the Form 2
	(c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:
12.	Remarks (<i>if any</i>):
12.	Percentage of total number of Units "immediately before the transaction" and "immediately after the
	transaction" is based on 1,573,459,089 Units in issue and 1,582,933,022 Units in issue respectively.
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Sub	stantial Shareholder/Unitholder C
1.	Name of Substantial Shareholder/Unitholder:
	The Manufacturers Life Insurance Company (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 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:
	27-Aug-2020
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):
	27-Aug-2020

	N.A.			
7.	Quantum of total voting shar rights/options/warrants/convertible Shareholder/Unitholder before and	debentures (con	version price known	
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
un	o. of voting shares/units held and/or derlying the hts/options/warrants/convertible debentures:	0	136,232,321	136,232,321
	a percentage of total no. of voting ares/। 📆:	0	8.66	8.66
	Immediately after the transaction	Direct Interest	Deemed Interest	Total
un	o. of voting shares/units held and/or derlying the rights/options/warrants/nvertible debentures :	0	145,706,254	145,706,254
	a percentage of total no. of voting ares/ເ	0	9.2	9.2
	The Sponsor wholly owns MHBL and is th 145,706,254 Units.	iererore deemed to t	De IIIterestea III MIADE S	deemed interest in
9.	Relationship between the Substan [You may attach a chart in item 10 to s Shareholders/Unitholders] MIL is a wholly-owned subsidiary of MIHL wholly-owned subsidiary of MHBL, which a wholly-owned subsidiary of MFC, which	show the relationsh _, which is in turn a w n is in turn a wholly-c	ip between the Substantial wholly-owned subsidiar owned subsidiary of the	y of MFAL. MFAL is
9.	[You may attach a chart in item 10 to s Shareholders/Unitholders] MIL is a wholly-owned subsidiary of MIHL wholly-owned subsidiary of MHBL, which a wholly-owned subsidiary of MFC, which	show the relationsh , which is in turn a w n is in turn a wholly-c n is a publicly listed e	wholly-owned subsidiar wholly-owned subsidiar owned subsidiary of the entity.	y of MFAL. MFAL is

	(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 (if any):
	Perce	ntage of total number of Units "immediately before the transaction" and "immediately after the
		action" is based on 1,573,459,089 Units in issue and 1,582,933,022 Units in issue respectively.
Sub	stantia	al Shareholder/Unitholder D
1.	Nam	ne of Substantial Shareholder/Unitholder:
٠.		life Financial Corporation ("MFC")
_		
2.		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
	✓ N	0
3.	Notif	ication in respect of:
	□ B	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:
	27-Au	ug-2020
5.	Date	on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the
	char	nge in, interest 🕣 (if different from item 4 above, please specify the date):
	27-Au	ug-2020
6.	-	anation (if the date of becoming aware is different from the date of acquisition of, or the age in, interest):
	N.A.	
_		
7.	right	ntum of total voting shares/units (including voting shares/units underlying s/options/warrants/convertible debentures {conversion price known}) held by Substantial reholder/Unitholder before and after the transaction:
	Imm <u>e</u> c	diately before the transaction

und	erlying t	g shares/units held and/or the ns/warrants/convertible debentures:	0	136,232,321	136,232,321
	a percer res/(ntage of total no. of voting	0	8.66	8.66
	Immed	diately after the transaction	Direct Interest	Deemed Interest	Total
und	erlying t	g shares/units held and/or the rights/options/warrants/ debentures :	0	145,706,254	145,706,254
	a percer res/(ntage of total no. of voting	0	9.2	9.2
3.	[You intere	mstances giving rise to deem may attach a chart in item 10 to instarises] wholly owns the Sponsor and is ther 16,254 Units.	llustrate how the S	ubstantial Shareholde	
).	[You is Share wholly	cionship between the Substant may attach a chart in item 10 to section of the sec	show the relationsh , which is in turn a w i is in turn a wholly-c	ip between the Substantial wholly-owned subsidiars wheel subsidiary of the	y of MFAL. MFAL is a
10.	Attac	chments (<i>if any</i>):			
4	9	(The total file size for all attachmen	. ,	•	
1.	(a)	S is a replacement of an earlied SGXNet announcement reference on SGXNet (the "Initial Annotation")	erence of the <u>firs</u>		was announced
	(b)	Date of the Initial Announcer	ment:		
	(c)	15-digit transaction reference which was attached in the In			on in the Form 3
2.	Rema	arks (<i>if any</i>):			
	Percer transa	ntage of total number of Units "imn	nediately before the	transaction" and "imm	ediately after the



Part IV - Transaction details

✓	Voting shares/units
	Rights/Options/Warrants over voting shares/units
	Convertible debentures over voting shares/units (conversion price known)
	Others (please specify):
	mber of shares, units, rights, options, warrants and/or principal amount of convertible pentures acquired or disposed of by Substantial Shareholders/Unitholders:
9,4	73,933 Units
	ount of consideration paid or received by Substantial Shareholders/Unitholders (excluding kerage and stamp duties):
6,28	32,716 Units at US\$0.7636 per Unit; 3,191,217 Units at US\$0.7636 per Unit
Circ	cumstance giving rise to the interest or change in interest:
Acc	quisition 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
Dis	posal of:
	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
Oth	ner circumstances:
	Acceptance of take-over offer for the Listed Issuer
✓	Corporate action by the Listed Issuer which Substantial Shareholders/Unitholders did not participate in (please specify):
Ma ma inc	ISREM and John Hancock Life Insurance Company (U.S.A) ("JHUSA"), manager and property manager of nulife US REIT, are entitled to receive 6,282,716 Units and 3,191,217 Units as payment of the base component on nagement fees and property management fees for the period from 1 January 2020 to 30 June 2020 (both dates lusive) respectively. MUSREM has been issued the 6,282,716 Units, while JHUSA has sold the 3,191,217 Units to RL and have in connection with the sales, directed that such Units be issued directly to MLRL instead of JHUSA.
	Others (please specify):
Ш	Others (please specify):

	ı art	iculars of Individual submitting this notification form to the Listed Issuer:	
	(a)	Name of Individual:	
	(b)	Designation (if applicable):	
	(c)	Name of entity (if applicable):	
_	-	on Reference Number (auto-generated):	