Disclosure of Interest/ Changes in Interest of Substantial Shareholder(s)/ Unitholder(s)::Disclosure of Interest of Substantial Shareholders - NutriAsia Pacific Ltd

Issuer & Securities

Issuer/ Manager	DEL MONTE PACIFIC LIMITED
Securities	DEL MONTE PACIFIC LIMITED - VGG270541169 - D03
Stapled Security	No

Announcement Details

Announcement Title	Disclosure of Interest/ Changes in Interest of Substantial Shareholder(s)/ Unitholder(s)	
Date & Time of Broadcast	07-Nov-2014 20:49:02	
Status	New	
Announcement Sub Title	Disclosure of Interest of Substantial Shareholders - NutriAsia Pacific Ltd	
Announcement Reference	SG141107OTHR8H7J	
Submitted By (Co./ Ind. Name)	Tan San-Ju	
Designation	Company Secretary	
Description (Please provide a detailed description of the event in the box below - Refer to the Online help for the format)	Please see attached.	

Additional Details

Person(s) giving notice	Substantial Shareholder(s)/Unitholder(s) (Form 3)	
Date of receipt of notice by Listed Issuer	07/11/2014	
Attachments	Form3_NAPL_Final.pdf if you are unable to view the above file, please click the link below. Form3_NAPL_Final.pdf Total size =157K	



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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.
- 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

1. Name of Listed Issuer:

DEL MONTE PACIFIC LIMITED

2. Type of Listed Issuer:

✓ Company/Corporation

☐ Registered/Recognised Business Trust

☐ Real Estate Investment Trust

3. 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)

4. Date of notification to Listed Issuer:

07-Nov-2014

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:
	NutriAsia Pacific Limited
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:
	05-Nov-2014
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):
	05-Nov-2014
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/

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:	869,315,246	0	869,315,246
As a percentage of total no. of voting shares/units:	67.04	0	67.04
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 869,315,246	Deemed Interest 0	<i>Total</i> 869,315,246

	N.A.
•	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]
0.	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 <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:
2.	Remarks (if any):
	(1) The percentages of issued share capital before the change is calculated based on 1,296,600,071 ordinary
	shares (being 1,297,500,491 ordinary shares excluding 900,420 treasury shares) as at 11 June 2013.
	(2) The percentage of issued share capital after the change is calculated based on 1,302,100,071 ordinary shares (being 1,303,000,491 ordinary shares excluding 900,420 treasury shares) as at 7 November 2014.
ub	stantial Shareholder/Unitholder B
	Name of Substantial Shareholder/Unitholder:
	NutriAsia Holdings Limited
	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

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 Share		ornaming a Casolania			
	Date of acquisition of or change in	interest				
-	05-Nov-2014	i intoroot.				
) <u>.</u>	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): 05-Nov-2014					
	Explanation (if the date of become change in, interest):	ing aware is differ	ent from the date of	f acquisition of, or th		
	N.A.					
	Quantum of total voting shares/ur warrants/convertible debentures { Unitholder before and after the tra	conversion price l				
	Immediately before the transaction	Direct Interest	Deemed Interest	Total		
unc	of voting shares/units held and/or derlying the rights/options/warrants/nvertible debentures:	0	869,315,246	869,315,246		
As unit	a percentage of total no. of voting shares/	0	67.04	67.04		
	Immediately after the transaction	Direct Interest	Deemed Interest	Total		
unc	Immediately after the transaction of voting shares/units held and/or derlying the rights/options/warrants/nvertible debentures:	Direct Interest 0	Deemed Interest 869,315,246	<i>Total</i> 869,315,246		
unc con As	of voting shares/units held and/or derlying the rights/options/warrants/nvertible debentures : a percentage of total no. of voting shares/					
unc con As unit	of voting shares/units held and/or derlying the rights/options/warrants/nvertible debentures : a percentage of total no. of voting shares/	0 0 ned interests (if the	869,315,246 66.76 e interest is such):	869,315,246 66.76		
unc con As unit	of voting shares/units held and/or derlying the rights/options/warrants/nvertible debentures: a percentage of total no. of voting shares/ts: Circumstances giving rise to deem [You may attach a chart in item 10 to	0 ned interests (if the illustrate how the Su	869,315,246 66.76 e interest is such): ubstantial Shareholde	869,315,246 66.76 r/Unitholder's deemed		
con	of voting shares/units held and/or derlying the rights/options/warrants/nvertible debentures: a percentage of total no. of voting shares/ts: Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises] NutriAsia Inc ("NI") owns 57.8% of NutriA	0 ned interests (if the illustrate how the Susia Holdings Limited	869,315,246 66.76 e interest is such): ubstantial Shareholde ("NHL"), which in turn of	869,315,246 66.76 r/Unitholder's deemed		

	Please see above.
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.	Remarks (if any):
Sub	(2) The percentage of issued share capital after the change is calculated based on 1,302,100,071 ordinary shares (being 1,303,000,491 ordinary shares excluding 900,420 treasury shares) as at 7 November 2014.
1.	Name of Substantial Shareholder/Unitholder:
	NutriAsia Inc.
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:
	05-Nov-2014
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):

	N.A.			
7.	Quantum of total voting shares/unwarrants/convertible debentures of Unitholder before and after the tra	(conversion price	•	
	Immediately before the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or derlying the rights/options/warrants/overtible debentures:	0	869,315,246	869,315,246
As uni	a percentage of total no. of voting shares/	0	67.04	67.04
	Immediately after the transaction	Direct Interest	Deemed Interest	Total
und	of voting shares/units held and/or derlying the rights/options/warrants/overtible debentures:	0	869,315,246	869,315,246
As uni	a percentage of total no. of voting shares/	0	66.76	66.76
8.	Circumstances giving rise to deen [You may attach a chart in item 10 to interest arises]	•		er/Unitholder's deen
8.	<u> </u>	illustrate how the S	ubstantial Shareholde	
9.	[You may attach a chart in item 10 to interest arises] NI owns 57.8% of NHL, which in turn ow	illustrate how the S ns 100% of NPL. NI ar ntial Shareholders	ubstantial Shareholde nd NHL are therefore de	eemed to be interest
	[You may attach a chart in item 10 to interest arises] NI owns 57.8% of NHL, which in turn ow the shares held by NPL. Relationship between the Substar [You may attach a chart in item 10 to Unitholders]	illustrate how the S ns 100% of NPL. NI ar ntial Shareholders, show the relationsh	ubstantial Shareholdend NHL are therefore de	eemed to be interest
9.	[You may attach a chart in item 10 to interest arises] NI owns 57.8% of NHL, which in turn ow the shares held by NPL. Relationship between the Substar [You may attach a chart in item 10 to Unitholders] Please see above. Attachments (if any):	illustrate how the S ns 100% of NPL. NI an ntial Shareholders, show the relationsh nt(s) should not exceed ier notification, ple	d 1MB.) case provide:	notice in this forma

	(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>):
	1	e percentages of issued share capital before the change is calculated based on 1,296,600,071 ordinary (being 1,297,500,491 ordinary shares excluding 900,420 treasury shares) as at 11 June 2013.
	1	e percentage of issued share capital after the change is calculated based on 1,302,100,071 ordinary
	shares	(being 1,303,000,491 ordinary shares excluding 900,420 treasury shares) as at 7 November 2014.
		Alternation of the Control of the Co
Sub	stantia	al Shareholder/Unitholder D
1.	Nam	e of Substantial Shareholder/Unitholder:
	Joselit	to D Campos, Jr
2.		
0		
3.		ication in respect of: ecoming a Substantial Shareholder/Unitholder
	_	hange in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder
		easing to be a Substantial Shareholder/Unitholder
4.	Date	of acquisition of or change in interest:
	05-Nc	ov-2014
5.	chan	on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the ge in, interest (if different from item 4 above, please specify the date):
6.	Expla	anation (if the date of becoming aware is different from the date of acquisition of, or the ge in, interest):
	N.A.	
7.	warra	ntum of total voting shares/units (including voting shares/units underlying rights/options/ants/convertible debentures {conversion price known}) held by Substantial Shareholder/holder before and after the transaction:
	Immed	liately before the transaction

No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures:	5,104,800	869,315,246	874,420,046
As a percentage of total no. of voting shares/units:	0.39	67.04	67.43
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures :	5,104,800	869,315,246	874,420,046
Conventible dependies.			

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 arises1

GCIL and SOL are wholly owned by two separate trusts (Twin Palms Pacific Trust and the Star Orchid Trust respectively) for which HKL acts as a trustee. HKL is therefore deemed interested in the shares held by NPL. The beneficiaries of the Star Orchid Trust are beneficially owned by the Campos family.

HKL is in turn, wholly owned by HSBC International Trustee Limited. HSBC International Trustee Limited is therefore deemed interested in the shares held by NPL.

HSBC International Trustee Limited is wholly owned by HSBC Private Banking Holdings (Suisse) SA. HSBC Private Banking Holdings (Suisse) SA is therefore deemed interested in the shares held by NPL.

HSBC International Trustee Limited is the trustee of the Twin Palms Pacific Trust, the beneficiaries of which are Mr Joselito D Campos, Jr and his children. HSBC Holdings Plc, HSBC International Trustee Limited, HKL and GCIL are therefore deemed to be interested in the shares held by NPL.

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]

Please see above.		

10. 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:
 - SGXNet announcement reference of the first notification which was announced (a) on SGXNet (the "Initial Announcement"):

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Date of the Initial Announcement: (b)

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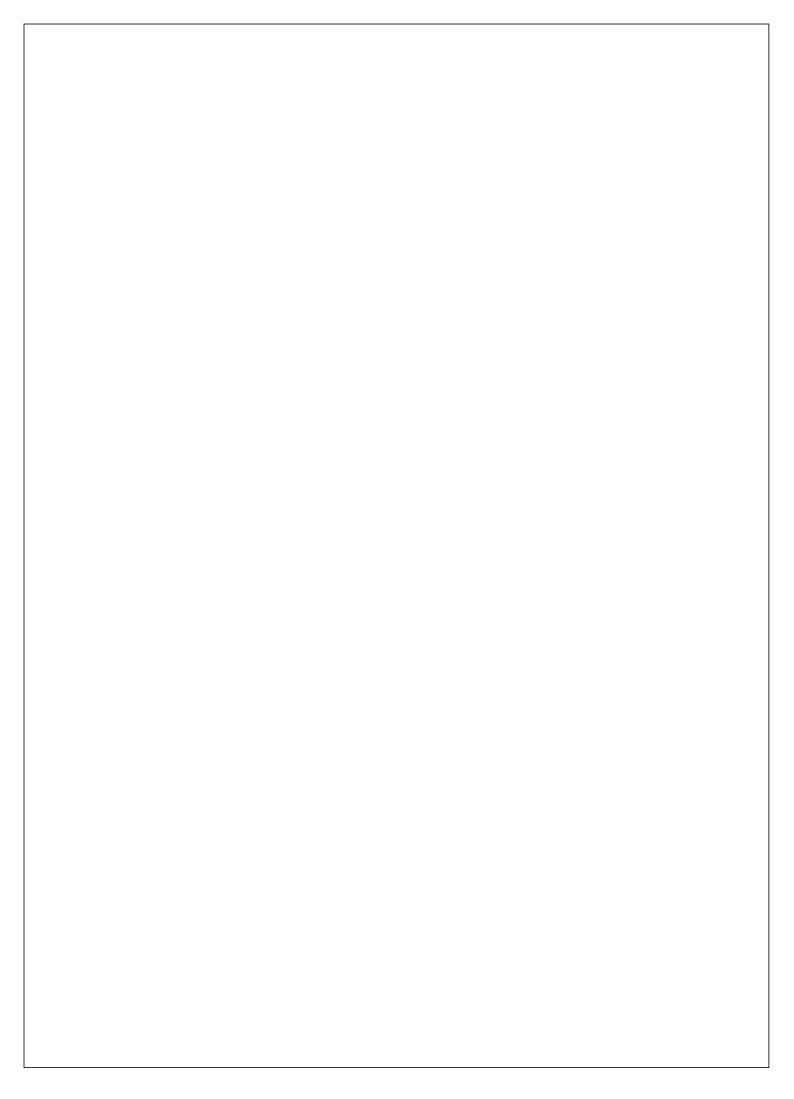
	(c)		•	_														the relevant transaction in the Form 3 ement:
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12.	Rem	arks	(if	aı	ny)	:		-										
	shares (2) The	(beir	ng cen	1,2 ita	97, ge d	500 of is:	,4 su	91 c ed s	ord sha	ina are	ry sh capi	nar tal	es e	exclu er th	ic ne	ding cha	90 ang	ange is calculated based on 1,296,600,071 ordinary 00,420 treasury shares) as at 11 June 2013. ge is calculated based on 1,302,100,071 ordinary 00,420 treasury shares) as at 7 November 2014.
Sub	stantia	ıl Sh	are	eh	old	er/l	Uı	nith	olo	der	. E		6)				
1.	Nam	e of	Sι	ıbs	star	ntia	al :	Sha	are	ho	lde	r/L	Jni	thol	d	er:		
	Well G	roun	nde	d L	.imi	ted												
2.	secu	rities es																manager or a person whose interest in the ough fund manager(s)?
3.	Notif	icatio	on	in	res	spe	:Cl	of:										
	□ Be	ecom	ning	g a	Sι	ıbst	taı	ntia	S	har	ehc	ld	er/l	Jnitl	hc	olde	er	
	✓ C	hang	je i	n t	he	per	ce	nta	ge	le	vel d	of i	inte	rest	. V	vhil	e s	till remaining a Substantial Shareholder/Unitholder
	☐ C	easir	ng t	to I	be a	a S	uk	sta	nti	al S	Sha	reł	nolo	der/l	Jı	nith	olc	ler
4.	Date	of a	cq	uis	sitic	on o	of	or	ch	an	ge i	n	inte	eres	st	:		
	05 - Nc	v-20	14															
5.		ge ir	า, i				400											ler became aware of the acquisition of, or the bove, please specify the date):
6.	Expla chan			-				te (of .	be	con	nir	ng a	awa	r	e is	s d	ifferent from the date of acquisition of, or the
	N.A.																	
7.		ants/	/co	nv	ert/	ible	е (dek	er	ntu	res	{C	on	vers	si	on	_	voting shares/units underlying rights/options/ice 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	869,315,246	869,315,246

as a percentage of total no. of voting shares/	0	67.04	67.04
Immediately after the transaction	Direct Interest	Deemed Intere	st Total
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures :	0	869,315,246	869,315,246
As a percentage of total no. of voting shares/units:	0	66.76	66.76
. Circumstances giving rise to deem [You may attach a chart in item 10 to interest arises] NPL is wholly owned by NHL. NHL is ther majority owned by NI (57.8%) and partly interested in the shares held by NPL.	illustrate how the S efore deemed intere	ubstantial Shareho	lder/Unitholder's deemed
[You may attach a chart in item 10 to	show the relationsh	nin hetween the Su	hstantial Shareholders/
Unitholders] Please see above. 0. Attachments (if anv):			ectantial charenotacies
Please see above.			
Please see above. O. Attachments (if any): (The total file size for all attachments)	nt(s) should not excee	ed 1MB.)	
Please see above. O. Attachments (if any): (The total file size for all attachments)	et(s) should not excee er notification, ple erence of the <u>firs</u>	ed 1MB.) ease provide:	
Please see above. 0. Attachments (if any): (1) (The total file size for all attachment) 1. If this is a replacement of an earli (a) SGXNet announcement reference.	er notification, ple erence of the <u>firs</u>	ed 1MB.) ease provide:	
Please see above. O. Attachments (if any): (i) (The total file size for all attachment) 1. If this is a replacement of an earli (a) SGXNet announcement reference on SGXNet (the "Initial Annotation")	er notification, please of the first ouncement"): ment: ce number of the	ed 1MB.) ease provide: st notification wh	ich was announced

- (1) The percentages of issued share capital before the change is calculated based on 1,296,600,071 ordinary shares (being 1,297,500,491 ordinary shares excluding 900,420 treasury shares) as at 11 June 2013.
- (2) The percentage of issued share capital after the change is calculated based on 1,302,100,071 ordinary shares (being 1,303,000,491 ordinary shares excluding 900,420 treasury shares) as at 7 November 2014.



Part IV - Transaction details

	umber of shares, units, rights, options, warrants and/or principal amount of convertible bentures acquired or disposed of by Substantial Shareholders/Unitholders:
N.	A.
	nount of consideration paid or received by Substantial Shareholders/Unitholders (excluding okerage and stamp duties):
N.	A.
Ci	rcumstance giving rise to the interest or change in interest:
Ac	equisition 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
Di	sposal of:
	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
Ot	her 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):
Αl	lotment and Issuance of 5,500,000 Ordinary Shares offered to the Public in the Philippines.

	articulars of Individual submitting this notification form to the Listed Issuer:
(a	Name of Individual:
	Edgardo M Cruz, Jr
(k) Designation (if applicable):
	Director
(0) Name of entity (if applicable):
	NutriAsia Pacific Limited
-	stion Reference Number (auto-generated): 3