PROPOSED SCHEME OF ARRANGEMENT INVOLVING CAPITALAND LIMITED

DEALINGS DISCLOSURE

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## 1. INTRODUCTION

J.P. Morgan (S.E.A.) Limited ("**JPMSEAL**") refers to:

1.1 the proposed scheme of arrangement (the "**Scheme**") to be undertaken by CapitaLand Limited (the "**Company**") and CLA Real Estate Holdings Pte. Ltd. (the "**Offeror**") pursuant to Section 210 of the Companies Act, Chapter 50 of Singapore, involving, *inter alia*, the distribution of units in CapitaLand Integrated Commercial Trust ("**CICT**") to all shareholders of the Company on a pro-rata basis;

1.2 the proposed tender offers to be undertaken by the Company, to the bondholders of the Company (the "**Bondholders**") for the outstanding convertible bonds of the Company (the "**Convertible Bonds**", and such tender offers, the "**Tender Offers**"); and

1.3 the proposed offers to be undertaken by the Offeror, to the Bondholders for the outstanding Convertible Bonds, in accordance with Rule 19 of the Singapore Code on Take-overs and Mergers (the "**Code**", and such offers, the "**Convertible Bonds Offers**"),

which were announced on 22 March 2021 (the "**Joint Announcement**").

As stated at paragraph 8.1 of the Joint Announcement, JPMSEAL is the financial adviser to the Company in respect of the Scheme.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Joint Announcement.

## 2. DISCLOSURE OF DEALINGS

Pursuant to Rule 12.1 of the Code and the Practice Statement on the Exemption of Connected Fund Managers and Principal Traders under the Code, JPMSEAL wishes to announce the dealings by its associates (the "**Relevant Entities**") in the relevant securities of CICT on **15 April 2021**, details of which are set out in the Schedule hereto.

Issued by
**J.P. Morgan (S.E.A.) Limited**

16 April 2021
Singapore

# Schedule

| Dealing in Shares | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Date of Dealing | Name of Relevant Entity and (if different) name of the ultimate beneficial owner or controller | Description of Security | Nature of Transaction | | | Number of Shares | Price (SGD) | Highest and Lowest Prices Paid or Received (SGD) | | Total Amount (Paid)/ (Received) (SGD) | Resultant Total of Equivalent Shares owned or controlled by the associate | % of Resultant Total of Equivalent Shares |
| | | | Buy/Sell | Product Type | Nature of Dealing | | | Highest | Lowest | | | |
| 15-Apr-21 | J.P. MORGAN SECURITIES PLC (dealing as principal) | CAPITALAND INTEGRATED COMMERCIAL TRUST | Buy | REIT | Swap Hedge | 500 | 2.20 | 2.20 | 2.20 | 1,100.44 | 32,906,873 | 0.51% |
| 15-Apr-21 | J.P. MORGAN SECURITIES PLC (dealing as principal) | CAPITALAND INTEGRATED COMMERCIAL TRUST | Buy | REIT | Swap Hedge | 500 | 2.20 | 2.20 | 2.20 | 1,100.44 | 32,907,373 | 0.51% |
| 15-Apr-21 | J.P. MORGAN SECURITIES PLC (dealing as principal) | CAPITALAND INTEGRATED COMMERCIAL TRUST | Sell | REIT | Index Hedge | (53,600) | 2.20 | 2.20 | 2.20 | 117,872.84 | 32,853,773 | 0.51% |
| 15-Apr-21 | J.P. MORGAN SECURITIES PLC (dealing as principal) | CAPITALAND INTEGRATED COMMERCIAL TRUST | Sell | REIT | ETF Redemption | (39,600) | 2.19 | 2.19 | 2.19 | 86,886.36 | 32,814,173 | 0.51% |
| 15-Apr-21 | J.P. MORGAN SECURITIES PLC (dealing as principal) | CAPITALAND INTEGRATED COMMERCIAL TRUST | Buy | REIT | ETF Creation | 39,600 | 2.19 | 2.19 | 2.19 | 86,886.36 | 32,853,773 | 0.51% |

| Dealings in Derivatives in respect of Shares | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Date of Dealing | Name of Relevant Entity and (if different) name of the ultimate beneficial owner or controller | Description of Security | Nature of Transaction | | | Number of Shares to which the Derivatives relate | Maturity (Date)/ (Period) | Closing Out Date (if applicable) | Reference Price (SGD) | Total Amount (Paid)/ (Received) (SGD) |
| | | | Buy/Sell | Product Type | Nature of Dealing | | | | | |
| 15-Apr-21 | J.P. MORGAN SECURITIES PLC (dealing as principal) | CAPITALAND INTEGRATED COMMERCIAL TRUST | Sell | REIT | Swap | (500) | 10-May-22 | - | 2.20 | 1,100.60 |
| 15-Apr-21 | J.P. MORGAN SECURITIES PLC (dealing as principal) | CAPITALAND INTEGRATED COMMERCIAL TRUST | Sell | REIT | Swap | (500) | 10-May-22 | - | 2.20 | 1,100.60 |