THE COMPANIES ACT
(CHAPTER 50)
THE COMPANIES REGULATIONS
SECTION 215(3)/
REGULATION 11(2)

NOTICE TO NON-ASSENTING SHAREHOLDER

Form

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Name of Company: **CAPITAMALLS ASIA LIMITED**

Company No: **200413169H**

To the Non-Assenting Shareholders of CapitaMalls Asia Limited

In this notice -

CapitaMalls Asia Limited is referred to as "**the transferor company**", and

Sound Investment Holdings Pte. Ltd. is referred to as "**the transferee company**".

A scheme or contract involving the transfer of ordinary shares in the transferor company to the transferee company was, up to 4 June 2014 (being a date within 4 months after the making of the offer in that behalf by the transferee company), approved by the holders of not less than 90 per cent. of the total number of those shares ~~(other than shares already held at the date of the offer by, or by a nominee for, the transferee company or its related corporation)~~.

In pursuance of that scheme or contract, an aggregate of 1,237,064,622 ordinary shares representing approximately 31.7 per cent. of the issued share capital of the transferor company were by 11 June 2014 transferred to the transferee company or its nominee.

The transferee company hereby gives you notice, in pursuance of section 215 of the Companies Act, that those shares together with such other shares in the transferor company as were held by, or by a nominee for, the transferee company or its related corporation at the last-mentioned date comprise or include 90 per cent. of the total number of the ordinary shares in the transferor company.

In pursuance of the abovementioned provisions you may, within 3 months from the giving of this notice, give notice that you require the transferee company to acquire your holding of ordinary shares in the transferor company, and if you give that notice the transferee company will be entitled and bound to acquire those shares on the terms on which under the scheme or contract the shares of the approving shareholders were transferred to it, or on such other terms as are agreed or as the High Court on application made to it by you or by the transferee company thinks fit to enter.

Dated this 16th day of June 2014

Signature: .....

Arthur Lang Tao Yih
Director, Sound Investment Holdings Pte. Ltd.

Signature: .....

Michelle Koh Chai Ping
Director, Sound Investment Holdings Pte. Ltd.