SECURITIES AND FUTURES ACT (CAP. 289) SECURITIES AND FUTURES (DISCLOSURE OF INTERESTS) REGULATIONS 2012

NOTIFICATION FORM FOR DIRECTOR/CHIEF EXECUTIVE OFFICER IN RESPECT OF INTERESTS IN SECURITIES

FORM

1
(Electronic Format)

Explanatory Notes

- 1. Please read the explanatory notes carefully before completing this notification form.
- 2. This form is for a Director/Chief Executive Officer ("CEO") to give notice of his interests in the securities of the Listed Issuer under section 133, 137N or 137Y of the Securities and Futures Act (Cap. 289) (the "SFA"). Please note that the requirement to disclose interests in participatory interests applies <u>only</u> to a director and where the Listed Issuer is a Singapore-incorporated company.
- 3. This electronic Form 1 and a separate Form C, containing the particulars and contact details of the Director/CEO, must be completed by the Director/CEO or a person duly authorised by him to do so. The person so authorised should maintain records of information furnished to him by the Director/CEO.
- 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. A single form may be used by a Director/CEO for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of/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.
- 6. All applicable parts of the notification form must be completed. If there is insufficient space for your answers, please include attachment(s) by clicking on the paper clip icon on the bottom left-hand corner or in item 3 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
- 7. Except for item 4 of Part III, please select only one option from the relevant check boxes.
- 8. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
- 9. 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").
- 10. For further instructions and guidance on how to complete this notification form, please refer to section 6 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:
	CapitaLand Limited
	Type of Listed Issuer:
	✓ Company/Corporation☐ Registered/Recognised Business Trust
	Real Estate Investment Trust
	Name of Director/CEO:
	Lim Ming Yan
	Is the Director/CEO also a substantial shareholder/unitholder of the Listed Issuer?
	Yes
	✓ No
	Is the Director/CEO notifying in respect of his interests in securities of, or made available by, the Listed Issuer at the time of his appointment?
	Yes (Please proceed to complete Part II)
	✓ No (Please proceed to complete Part III)
	Date of notification to Listed Issuer:
	03-Mar-2017

Part III - For an incumbent Director/CEO giving notice of an acquisition of, or a change in his interest in, securities of or made available by the Listed Issuer

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Dε	ate of acquisition of or change in interest:				
01-	Mar-2017				
	ate on which Director/CEO became aware of the acquisition of, or change in, interest figure of the date):				
01-	Mar-2017				
	planation (if the date of becoming aware is different from the date of acquisition of, or change interest):				
•	pe of securities which are the subject of the transaction (more than one option may be osen): Ordinary voting shares/units of Listed Issuer				
	Other types of shares/units (excluding ordinary voting shares/units) of Listed Issuer				
✓	Rights/Options/Warrants over shares/units of Listed Issuer				
	Debentures of Listed Issuer				
	Rights/Options over debentures of Listed Issuer				
	Contracts over shares of the Listed Issuer which Director/CEO is a party to, or under which he is entitled to a benefit, being contracts under which any person has a right to call for or to make delivery of shares in the Listed Issuer				
	Participatory interests made available by Listed Issuer				
	Others (please specify):				
	umber of shares, units, rights, options, warrants, participatory interests and/or principal nount/value of debentures or contracts acquired or disposed of by Director/CEO:				
235	5,939 shares (see item 12. under "Remarks" section for details on the shares and the awards relating to the share				
An	nount of consideration paid or received by Director/CEO (excluding brokerage and stamp				
du					

7.	Circumstance giving rise to the interest or change in interest:
	Acquisition 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
	Disposal of:
	Securities via market transaction
	Securities via off-market transaction (e.g. married deals)
	Other circumstances :
	Acceptance of employee share options/share awards
	✓ Vesting of share awards
	Exercise of employee share options
	Acceptance of take-over offer for Listed Issuer
	Corporate action by Listed Issuer (please specify):
	Others (please specify):
	Unlers (piease specify).

8. Quantum of interests in securities held by Director/CEO before and after the transaction. Please complete relevant table(s) below (for example, Table 1 should be completed if the change relates to ordinary voting shares of the Listed Issuer; Table 4 should be completed if the change relates to debentures):

Table 1. Change in respect of ordinary voting shares/units of Listed Issuer

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	1,920,918	0	1,920,918
As a percentage of total no. of ordinary voting shares/units:	0.045	0	0.045
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of ordinary voting shares/units held:	2,156,857	0	2,156,857

As a percentage of total no. of ordinary voting shares/units:	0.051	0	0.051
ble 3. Change in respect of rights/opt	ions/warrants ove	r shares/units of Li	sted Issuer
Immediately before the transaction	Direct Interest	Deemed Interest	Total
lo. of rights/options/warrants held:	1,534,582	0	1,534,582
lo. (if known) of shares/units underlying the ghts/options/ warrants:	2,655,811	0	2,655,811
Immediately after the transaction	Direct Interest	Deemed Interest	Total
lo. of rights/options/warrants held:	994,117	0	994,117
No. (if known) of shares/units underlying the ghts/options/ warrants:	1,738,497	0	1,738,497
ou may attach a chart(s) in item 10 to	•	•	eemed interest, as
'ou may attach a chart(s) in item 10 to	•	•	eemed interest, as
fou may attach a chart(s) in item 10 to at out in item 8 tables 1 to 8, arises] tachments (if any): (The total file size for all attachment(s) sh	oillustrate how the	e Director/CEO's de	eemed interest, as
tachments (if any): (The total file size for all attachment(s) should be a replacement of an earlier not	ould not exceed 1MB	Director/CEO's de	
tachments (if any): (The total file size for all attachment(s) shape is a replacement of an earlier not (the "Initial Announcement"):	ould not exceed 1MB tification, please p	Director/CEO's de	
this is a replacement of an earlier not sGXNet announcement reference (the "Initial Announcement"):	ould not exceed 1MB tification, please per of the first notification.	e Director/CEO's de	nnounced on SGXNet

Percentage of total number of ordinary voting shares immediately before and after the transaction is based on 4,237,387,475 and 4,247,136,131 issued shares (both excluding treasury shares) as at 1 March 2017, respectively.

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Table 1:

Table 3: Immediately before the transaction: No. of rights/options/warrants held: 1,534,582 comprises: (i) 1,132,801* contingent baseline share awards (the "Awards") under The CapitaLand Performance Share Plan 2010 ("PSP2010"); (ii) 209,908*^ Awards under The CapitaLand Restricted Share Plan ("RSP2010"); and (ii) 191,873[^] unvested shares under RSP2010. No. (if known) of shares/units underlying the rights/options/warrants: 2,655,811 comprises: (i) up to 2,149,076* shares under PSP2010; (ii) up to 314,862*^ shares under RSP2010; and (iii) 191,873[^] unvested shares under RSP2010. Immediately after the transaction: No. of rights/options/warrants held: 994,117 comprises: (i) 744,380* Awards under PSP2010; and (ii) 249,737 unvested shares under RSP2010. No. (if known) of shares/units underlying the rights/options/warrants: 1,738,497 comprises: (i) up to 1,488,760* shares under PSP2010; and (ii) 249,737 unvested shares under RSP2010. * the final number of Shares to be released will depend on the achievement of pre-determined targets at the end of the respective performance periods and the vesting periods under the PSP2010 and RSP2010. ^ on the final vesting, an additional number of shares of a total value equal to the value of the accumulated dividends which are declared during each of the vesting periods and deemed foregone due to the vesting mechanism of RSP2010, will also be released. Transaction Reference Number (auto-generated): 9 Item 13 is to be completed by an individual submitting this notification form on behalf of the Director/CEO. Particulars of Individual submitting this notification form to the Listed Issuer: Name of Individual: (a) (b) Designation (if applicable): Name of entity (if applicable): (c)