NOT FOR DISTRIBUTION IN OR INTO THE UNITED STATES

*The Convertible Bonds (as defined below) and the New Shares (as defined below) to be issued upon conversion of the Convertible Bonds have not been, and will not be registered under the United States Securities Act of 1933, as amended (the "**Securities Act**") and may not be offered or sold within the United States, except pursuant to an exemption from, or transactions not subject to, the registration requirements of the Securities Act. There will be no public offering of the Convertible Bonds or the New Shares in the United States. This announcement is for information purposes only and does not constitute an offer or sale of Convertible Bonds or New Shares to be issued upon conversion of the Convertible Bonds in the United States or any other jurisdiction. Neither this announcement nor any portion hereof may be sent or transmitted into the United States or any jurisdiction where to do so is unlawful. Any failure to comply with these restrictions may constitute a violation of the United States securities law or the securities laws of any such other jurisdiction.*

CAPITALAND LIMITED

Regn No.: 198900036N
(Incorporated in the Republic of Singapore)

ANNOUNCEMENT

PROPOSED ISSUE OF CONVERTIBLE BONDS

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1. INTRODUCTION

CapitaLand Limited (the "**Company**") wishes to announce that it proposes to issue bonds ("**Convertible Bonds**") convertible into new ordinary shares in the capital of the Company ("**New Shares**"). The Convertible Bonds are proposed to be placed with institutional investors and accredited investors. The Company has appointed J.P. Morgan (S.E.A.) Limited ("**J.P. Morgan**") as the sole bookrunner, lead manager and underwriter for the issue of the Convertible Bonds (the "**Issue**").

2. DETAILS OF THE ISSUE

The Company proposes to issue S$650,000,000 in principal amount of Convertible Bonds and may increase the size of the Issue by up to S$150,000,000 pursuant to an upsize option granted by the Company in favour of J.P. Morgan, which shall be exercisable on or before 30 June 2015.

The terms of the Convertible Bonds will be confirmed upon the pricing of the Issue, following the completion of a bookbuilding exercise by J.P. Morgan.

3. PRICING OF THE CONVERTIBLE BONDS

Pricing of the Convertible Bonds is expected to take place on or about 14 May 2015. An announcement of the definitive terms of the Convertible Bonds will be made by the Company following pricing of the Issue.

4. STATUS OF CONVERTIBLE BONDS

The Convertible Bonds will constitute direct, unsubordinated, unconditional and (subject to the terms and conditions of the Convertible Bonds) unsecured obligations of the Company, ranking *pari passu* without preference or priority amongst themselves. The payment obligations of the Company under the Convertible Bonds will, save for such exceptions as may be provided by mandatory provisions of applicable laws and subject to the terms and conditions of the Convertible Bonds, rank at least equally with all its other present and future direct, unsubordinated, unconditional and unsecured obligations.

5. LISTING OF CONVERTIBLE BONDS AND NEW SHARES

The Convertible Bonds will be listed on the Open Market (*Freiverkehr*) segment of the Frankfurt Stock Exchange (the "**Frankfurt Stock Exchange**") and the New Shares will be listed on the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). Applications will be made to the Frankfurt Stock Exchange and to the SGX-ST for the listing of the Convertible Bonds and the New Shares, respectively.

6. CONDITIONS

The Issue is conditional upon, *inter alia*, the approval in-principle of the SGX-ST for the listing of the New Shares.

7. CLOSING DATE

The closing date for the Issue is expected to be on or about 8 June 2015.

8. USE OF PROCEEDS

The Company expects to use the proceeds of the Issue primarily to refinance its existing indebtedness (including the repurchase of its outstanding convertible bonds) and any balance for working capital.

9. FINANCIAL EFFECTS OF THE ISSUE

The financial effects of the Issue will depend on the terms of the Convertible Bonds and will be disclosed in the announcement to be issued by the Company following the pricing of the Issue.

10. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDER

None of the Directors or the controlling shareholder of the Company has any interest, direct or indirect, in the Issue.

By Order of the Board

Michelle Koh
Company Secretary
14 May 2015