

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF THAT JURISDICTION.



CAPITALAND LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No.: 198900036N)

**PROPOSED STRATEGIC RESTRUCTURING AND DEMERGER OF THE INVESTMENT
MANAGEMENT BUSINESS OF CAPITALAND LIMITED**

**NOTICE OF COURT HEARING DATE TO APPROVE THE CAPITAL REDUCTION AND TO
SANCTION THE SCHEME**

1. INTRODUCTION

CapitaLand Limited (the “**Company**” or “**CapitaLand**”) refers to:

- (i) the scheme document (the “**Scheme Document**”) despatched electronically to the shareholders of CapitaLand (the “**Shareholders**”) on 17 July 2021 in relation to, among others, a scheme of arrangement (the “**Scheme**”) proposed to be undertaken by the Company and CLA Real Estate Holdings Pte. Ltd. (“**CLA**” or the “**Offeror**”) pursuant to Section 210 of the Companies Act, Chapter 50 of Singapore to implement a proposed strategic restructuring and demerger of the investment management business of the Company; and
- (ii) the announcement dated 10 August 2021 released by the Company in relation to (a) the approval of the capital reduction and the distribution *in specie* by the requisite majority of Shareholders at the Extraordinary General Meeting held electronically on 10 August 2021 and (b) the approval of the Scheme by the requisite majority of Scheme Shareholders at the Scheme Meeting held electronically on 10 August 2021.

Unless otherwise defined, all capitalised terms used and not defined herein shall have the same meanings given to them in the Scheme Document.

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2. NOTICE OF COURT HEARING DATE TO APPROVE THE CAPITAL REDUCTION AND TO SANCTION THE SCHEME

2.1 The Company wishes to announce that:

- (i) it has filed an Originating Summons HC/OS 860/2021 in the High Court of the Republic of Singapore (the “**Court**”) to apply for an order of the Court approving the capital reduction (the “**Capital Reduction Court Order**”);
- (ii) it has filed an Originating Summons HC/OS 862/2021 in the Court to apply for an order of the Court sanctioning the Scheme (the “**Scheme Court Order**”); and
- (iii) the said applications have been directed to be heard before the Court on 6 September 2021 at 2.30 p.m. (Singapore time) (such hearing, the “**Court Hearing**”).

2.2 Subject to the grant of the Capital Reduction Court Order and the Scheme Court Order, and the satisfaction (or, if applicable, waiver) of all Scheme Conditions in accordance with the Implementation Agreement, the DIS and the Scheme shall become effective and binding upon the lodgement of the Capital Reduction Court Order and the Scheme Court Order with the Accounting and Corporate Regulatory Authority of Singapore.

2.3 Copies of the said Originating Summons HC/OS 860/2021 and Originating Summons HC/OS 862/2021 will be made available for inspection at the registered office of the Company at 168 Robinson Road, #30-01, Capital Tower, Singapore 068912 during normal business hours from the date hereof until and including the date of the Court Hearing.

2.4 The key events and indicative timetable in relation to the Scheme will be provided in due course.

3. RESPONSIBILITY STATEMENT

The Directors of the Company (including any who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement in each case which relate to the Company, CLI and CICT (excluding information relating to the Offeror or any opinion expressed by the Offeror) are fair and accurate and that, where appropriate, no material facts which relate to the Company, CLI and CICT have been omitted from this Announcement, and the Directors of the Company jointly and severally accept responsibility accordingly.

Where any information which relates to the Company, CLI and CICT has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror, the sole responsibility of the Directors of the Company has been to ensure that, through reasonable enquiries, such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement. The Directors of the Company do not accept any responsibility for any information relating to the Offeror or any opinion expressed by the Offeror.

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By Order of the Board

Michelle Koh
Company Secretary
30 August 2021