













CapitaLand Group

Creating Asia's Largest Diversified Real Estate Group

Disclaimer

This presentation may contain forward-looking statements that involve risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, availability of real estate properties, competition from other companies and venues for the sale/distribution of goods and services, shifts in customer demands, customers and partners, changes in operating expenses, including employee wages, benefits and training, governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business. You are cautioned not to place undue reliance on these forward looking statements, which are based on current view of management on future events.



L Contents

- Introduction
- Why Ascendas-Singbridge?
- What CapitaLand 3.0 Will Look Like
- Pro Forma Financial Impact
- Looking Ahead







Proposed Transaction Summary

Proposed Transaction

• Acquisition by CapitaLand Limited ("CapitaLand") of entire shareholding in each of Ascendas Pte Ltd and Singbridge Pte Ltd, together known as Ascendas-Singbridge ("ASB")¹

Vendor

• Ascendas-Singbridge Pte Ltd, a subsidiary of Temasek Holdings (Private) Limited ("Temasek")

Transaction Value

- \$\$10,907mm enterprise value comprising
 - \$\$6,036mm of equity value
 - S\$4,871mm of net debt and minority interest

Consideration Mix

- Funded by 50% CapitaLand shares and 50% cash
- \$\$3,018mm in shares: 862.3mm CapitaLand's shares issued at \$\$3.50 per share
 - 7.0% premium to last traded share price²
 - 11.3% premium to last 1-month VWAP²
 - 11.6% premium to last 3-month VWAP²
- \$\$3,018mm in cash: Intend to finance by debt and other financing options
 - No new shares to be issued for financing cash portion



¹ Excludes Sydney office properties 100 Arthur Street and 66 Goulborn which are not part of the Proposed Transaction

² As of 11 Jan 2019, last traded share price of \$\$3.27, 1-month VWAP of \$\$3.1447 and 3-month VWAP of \$\$3.1359



Proposed Transaction Summary (Cont'd)

Impact On
impaci on
Shareholding
onarcholanig

	Pre-transaction	Post-transaction
Number of shares outstanding	4,162.8mm	5,025.1mm
Free float	56.4%	46.3%
Temasek shareholding	40.8%	51.0%

Financial Impact¹

- Immediately accretive to Earnings Per Share and Return on Equity
- Slight dilution to Net Asset Value per share
- Short term increase in leverage with clear plan to deleverage

Conditions

- Proposed Transaction subject to:
 - Approvals by independent shareholders in EGM²
 - Customary closing conditions

Target Timeline

- Target EGM: 1H 2019
- Target completion: 3Q 2019

Others

- No change to our dividend policy
- No chain offers for ASB's listed trusts

² Includes approvals for proposed transaction, proposed issue of shares as part of the consideration, and proposed Whitewash Resolution for the waiver by the independent shareholders of their rights to receive a mandatory general offer from Temasek



¹ Does not include impact of potential synergies



Transforming CapitaLand For Next Phase of Growth

Identify And Pivot Into New Economy Sectors

- Capture future 'megatrends'; e-commerce, urbanisation and knowledge economies
- Diversified real estate player with expertise across sectors

Optimise Capital Allocation And Returns

- Target higher ROE, in excess of cost of equity
- Maintain high quality recurring income
- Business units organised for capital efficiency and operational independence



Strengthen And Deepen Presence In Strategic Markets

- Rebalance footprint globally to achieve higher quality growth
 - Core markets:SG, China
 - Growth markets:
 Vietnam, US, Europe, India

Attract Best Talent

- Blue-chip strategic partners, investors, technology platforms
- Create winning culture led by best-in-class management teams and employees







A High Quality, Proven Real Estate Platform

11 countries, 32 cities



Note: AUM as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix); includes other asset classes not illustrated above (Tier 1 development, data centres)



¹ Includes Australia, Indonesia, Japan, Korea, Malaysia, UK, US, and Vietnam

² LTM ending 30 Sep 2018



Why Ascendas-Singbridge?

A Unique, Transformational Opportunity To Expand Our Footprint And Capabilities

1 Asia's Leading Business Space And Urbanisation Solutions Provider

A Rapidly Growing Business Well Positioned To Capitalise On New Business Trends

03 Highly Complementary To CapitaLand

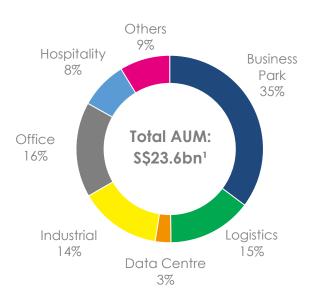




Leadership In Attractive New Economy Sectors

Exposure To Key Megatrends And Opportunities

Established Business With Scale



- >80% of AUM in business spaces
- >50% of AUM in sectors exposed to new economy: business parks, loaistics, data centres

Logistics facilities supporting e-commerce



Suburban offices with tenants in technology sectors







Leadership Across Full Value Chain

- Developer
- Owner
- Operator
- Fund manager











Asia's Leading Urbanisation Solutions Provider

Embedded Long Term NAV Growth Potential

- Access to large landbank across core markets of Singapore and China
 - Developable GFA of 18.2mm sqft1
- Large scale and profitable projects driving long term NAV
 - S\$165mm of PAT for LTM Sep 2018²
- Invested in **commercially driven projects** with strong local partners
 - E.g. Guangzhou Development District



GFA: 8mm sqft¹



GFA: 7mm sqft¹



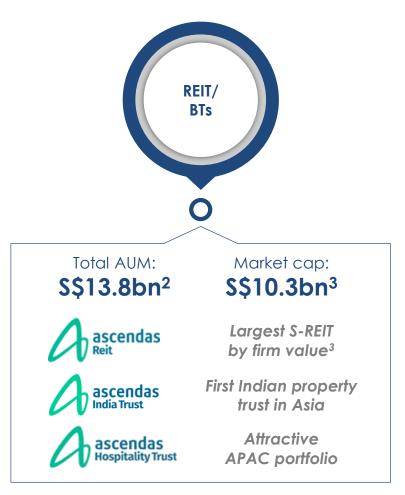
¹ As of 30 Sep 2018

² Represents contribution from Singbridge Pte Ltd



Established Investment Management Platform

c. 66% of Ascendas-Singbridge AUM^{1,2}







¹ Based on AUM from REITs / BTs and private funds only

² As of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix)

³ As of 11 Jan 2019

⁴Includes Singapore, China, India, Korea, Vietnam and Malaysia

⁵ Includes logistics / business parks, commercial and industrial sectors



Strong Financial Track Record

Attractive Growth And Profitability



Note: Based on financial statements of Ascendas Pte Ltd and Singbridge Pte Ltd, includes 100 Arthur Street and 66 Goulborn ¹ AUM as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix)



² Based on AUM of logistics, business parks and data centres

³ Annualised ROE calculated using annualised 6M PATMI divided by average shareholders' funds between 31 Mar 2018 and 30 Sep 2018



Deepens And Expands Our Product Offering

What Ascendas-Singbridge Adds To Our Portfolio

Impact On CapitaLand Portfolio **New Asset Class Existing Asset Class** Core CBD: Logistics: UK, AUS **Existing Market** SG, China Deepens footprint in Business parks: our core Singapore Suburban office: SG, China and China markets US, AUS Industrial: SG Hospitality: AUS, SG, Adds 21%¹ AUM China, Japan, Korea Data centres: SG \$\$6.6bn \$\$13.7bn Core CBD: Logistics: India Korea Adds attractive **New Market** Business parks: India business parks, logistics and data Industrial: India centres Adds 13%² AUM \$\$0.7bn \$\$2.6bn AUM as of 31 Mar 2018 adjusted for subsequent acquisitions

Note: Matrix illustrations only illustrates selected asset classes and markets added, and does not list all of them

and divestments (please refer to the appendix)

² Based on CapitaLand's total AUM of \$\$92.8bn as of 30 Sep 2018, versus ASB's business park, logistics and data centre AUM of \$\$12.4bn as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to appendix)



¹ Based on CapitaLand's AUM of \$\$71.7bn in Singapore and China as of 30 September 2018, versus CapitaLand and ASB's combined AUM of \$\$86.7bn in Singapore and China, adjusted for subsequent acquisitions and divestments (please refer to appendix)



Strengthens Our Commercial Platform

Ability To Integrate Leasing Network Across Sub-Sectors And Markets

Deepening CapitaLand's Commercial Platform

+19% AUM

Expanding Into Complementary Commercial Sub-sectors And Business Parks

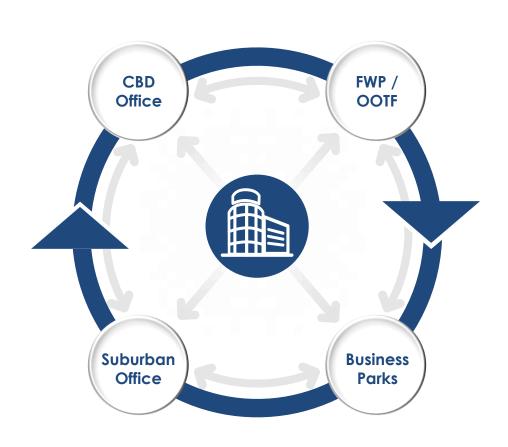


- 7 countries
- CBD
- AUM: **\$\$20.0bn**
- # of properties: 39
- Total commercial space:
 - 20.5mm sqft¹

Cap/taLand

ascendas SINGBRIDGE

- 10 countries
- CBD and suburban offices
- AUM = **\$\$23.9bn**
- # of properties: 83
- Total commercial space:
 - 26.9mm sqft¹



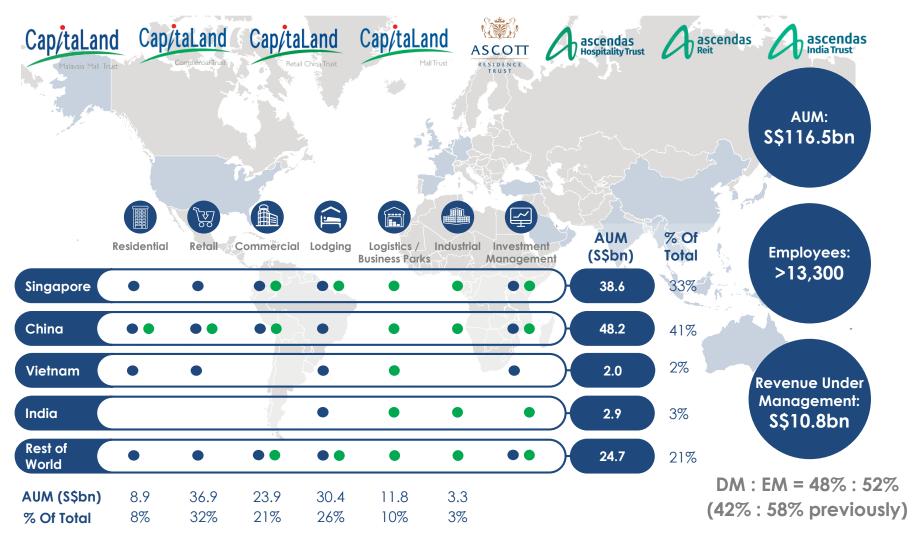






Creating Asia's Largest Diversified Real Estate Group¹...

...With Global Reach And Scale







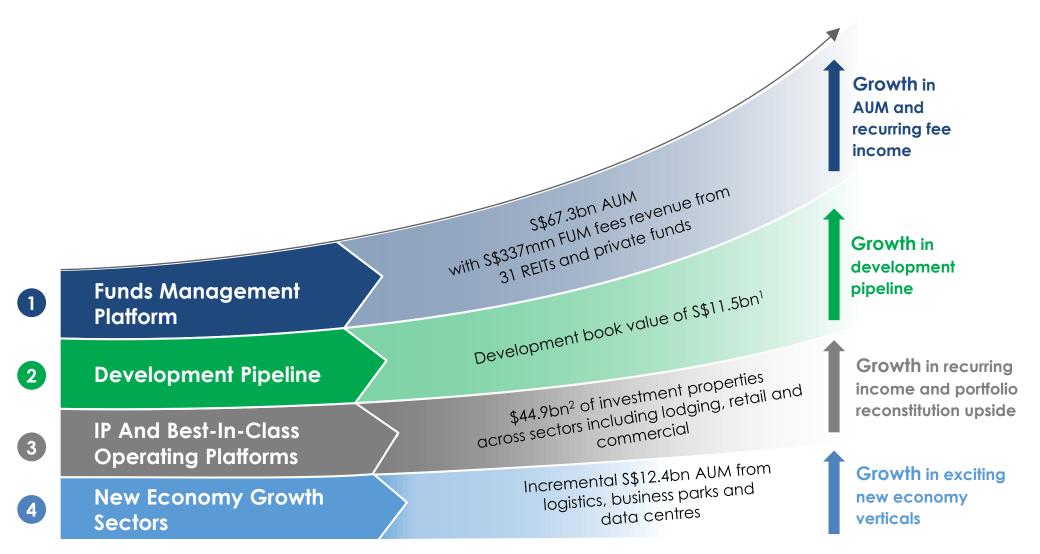
What CapitaLand 3.0 Will Look Like

01 Potential To Accelerate Growth in ROE and NAV 02 Reinforce Strong Quality Of Earnings 03 **Increased Competitiveness** 04 Attract Best Talent





Multiple Drivers For ROE And NAV Growth





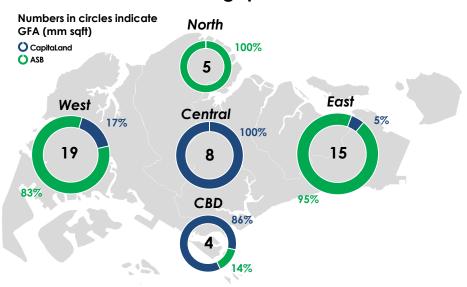


Deepening Presence in Core Markets...

... With Significant Development Pipeline



Complementary Footprint In Singapore

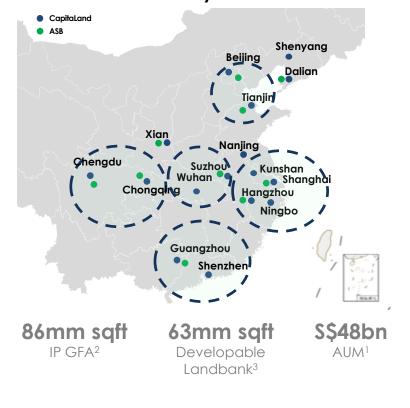


Combined CapitaLand And ASB

Saph Developable Landbank AUM

What ASB Adds +234% +29% +40%

Focused Business Within China's 5 City Clusters



+36%

+32%



+9%

¹ Based on combined CapitaLand and ASB AUM of S\$116.5bn; CapitaLand as of 30 Sep 2018, ASB as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix)

² Based on completed and operating properties (excluding hospitality) on a 100% basis

³ Includes residential and investment property projects under development on a 100% basis



Growth Markets: Building Scale and Capabilities In Attractive Sectors...



... Through Full Stack Operating Platforms With An Established Track Record

India Vietnam US / Europe **Differentiated Strategy Bolt-on Capabilities To Scale Balancing Global Exposure Through Business Spaces Up Our Established Platform Through Deeper Presence** ITP Park Gurgaon Logistics / Industrial 16-acre site **Business** ITP Pune -**Parks** Kharadi Residential Commercial aVance Arshiya **Business** Gurgaon Commercial Residential warehouses Hub ITP Pune -Hiniewadi CyberPearl Lodging Pune Hyderabad Retail ITP Bangalore ITP Chennai Bangalore Chennai **Logistics / Business** Lodging **Parks** OneHub Chennai **Logistics / Business** CyberValue **Parks** S\$3bn¹ 36mm sqft² SS2bn¹ ~7mm sqft² S\$7bn 7mm sqft² AUM AUM **GFA GFA** AUM **GFA**

¹ Based on combined CapitaLand and ASB AUM of S\$116.5bn; CapitaLand as of 30 Sep 2018, ASB as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix); "ITP" indicates International Tech Park; blue icons represent CapitaLand and green icons represent ASB ² Includes GFA of completed properties as well as expected GFA of area under development, excludes hospitality assets





CapitaLand Will Be Asia's Largest Real Estate Investment Manager

Becomes Top 10 Global Largest Real Estate Investment Manager By AUM

REITs / Fund Management Fees
\$\$337m²
1 >40%



8 REITs **23** Private Funds

Top 15 Global Real Estate Investment Managers – By Real Estate AUM³ (S\$bn)



Source: IPE Real Estate Top 100 Investment Management Survey 2018 (as of 30 Jun 2018)

³ Figures as of 30 Jun 2018; assumed EUR to SGD of 1.00:1.59 except for CapitaLand and ASB which are based on 30 Sep 2018 for CapitaLand and 31 Mar 2018 for ASB adjusted for subsequent acquisitions and divestments (please refer to the appendix)



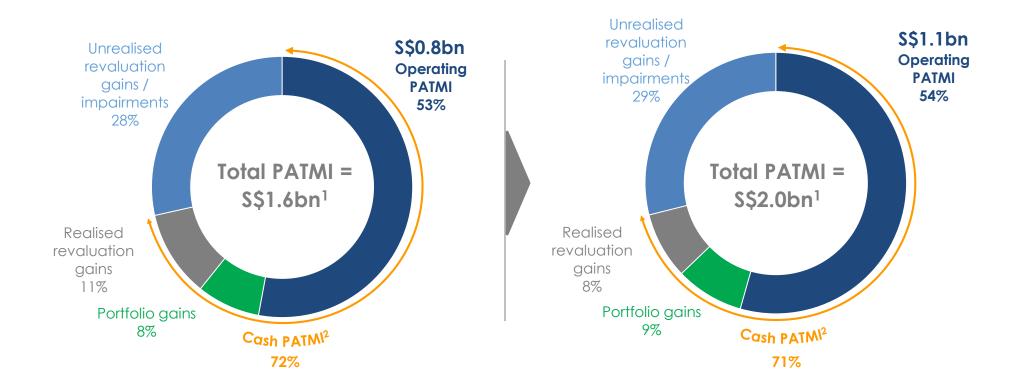
¹ Based on market cap as of 11 Jan 2019; Ascendas Reit (\$\$8.3bn), CapitaLand Mall Trust (\$\$8.6bn), CapitaLand Commercial Trust (\$\$6.8bn), Ascott Residence Trust (\$\$2.4bn)

² Based on LTM Sep 2018 for CapitaLand and ASB



Retains High Quality Recurring Income

Cash PATMI Contributed ~71% Of Historical Pro Forma PATMI





¹ Based on LTM Sep 2018 for CapitaLand and LTM Mar 2018 for ASB

 $^{^2\,\}text{Cash PATMI consists of operating PATMI, portfolio gains as well as realised revaluation gains}$



Organised To Optimise Capital Allocation And Returns

Material Contribution Of Sectors With Exposure To New Economy Megatrends

Singapore and International

China

Lodging

Industrials. Logistics, **Business Parks**

Asset Management

Sustainable Urban Development Residential Commercial

Retail

Integrated Developer, Owner and Operator

Developer, Owner and Operator

Developer, Owner and Operator

Managers Discretionary

Funds

REIT / BT

Organised By **Markets**

Organised By Sectors

Centres Of Excellence

Office Of The Future

Technological best practices

Data analytics



thebridge





C³ at Innov Center

CapitaStar app

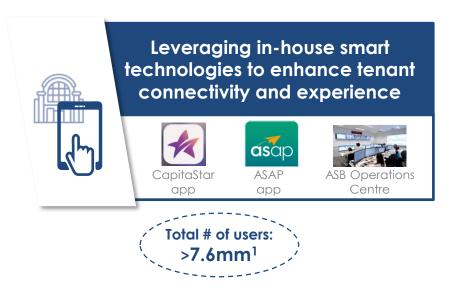
ASAP app ASB Operations Centre



Enhanced Digital Capabilities To Drive Business Innovation

Future Proofing Through Technology





- Integrated offering of conventional office space (core) and flexible space (flex) with community- and tech-enabled workplace solutions
- Offering space-as-a-service to foster tenant loyalty, building and monetising communities

- Enhance B2B2C engagements to reach out to and engage tenant communities, customers and employees
- Best-in-class technologies including data analytics, facial recognition, mobile application, digital signages



¹Combined number of users for CapitaStar app and ASAP app as of 31 Dec 2018, assuming no overlap of users



Best-In-Class Talent Pool That Will Strengthen CapitaLand's Real Estate Expertise and Capabilities

to increase competitiveness to attract the best talents to power our global ambition

Combined entity



that will broaden CapitaLand's human capital

Best-in-class management team from a complementary business



Increased mobility

potential through

scope globally

expanded geographic-



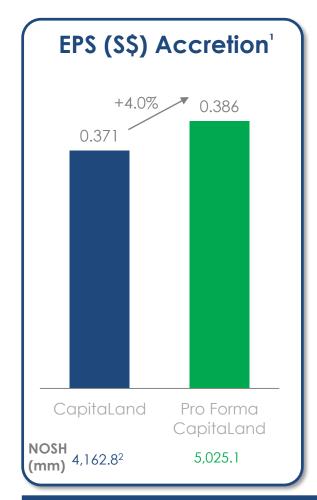


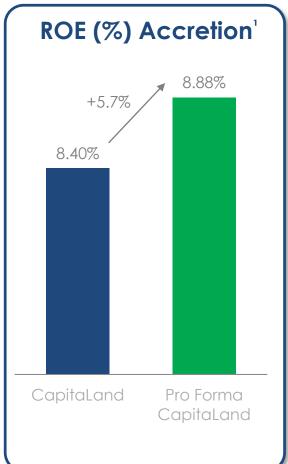
Cap/taLand

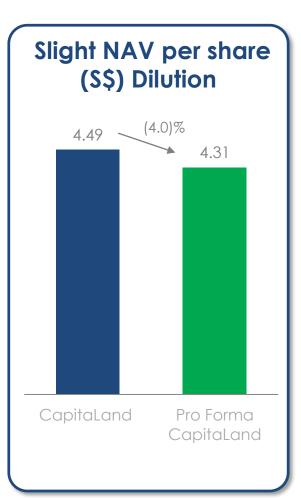




Financial Impact Highlights







Immediately Accretive to EPS and ROE

Note: Based on CapitaLand LTM 30 Sep 2018 financials and pro forma for ASB LTM 30 Sep 2018 financials. NOSH stands for Number of Shares Outstanding. ¹ Excluding one-off transaction costs; does not include impact of potential synergies



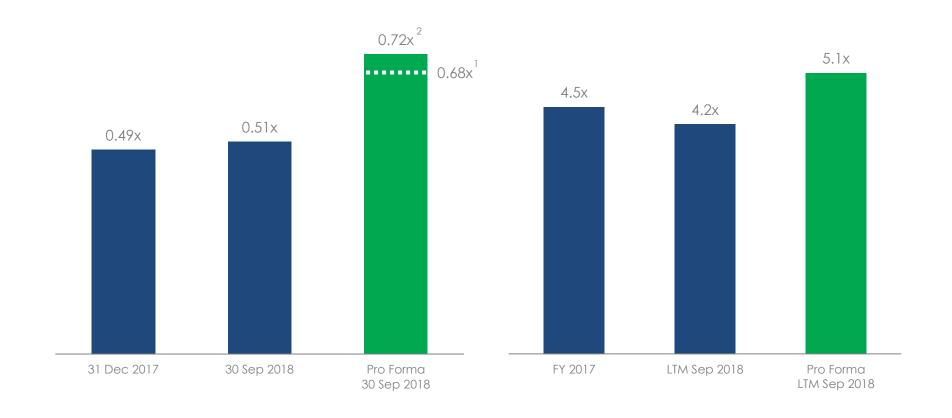
² As of 30 Sep 2018



Key Credits Metrics Remain Robust



Net Debt / EBITDA³





¹ Based on 30 Sep 2018, pro forma for Proposed Transaction

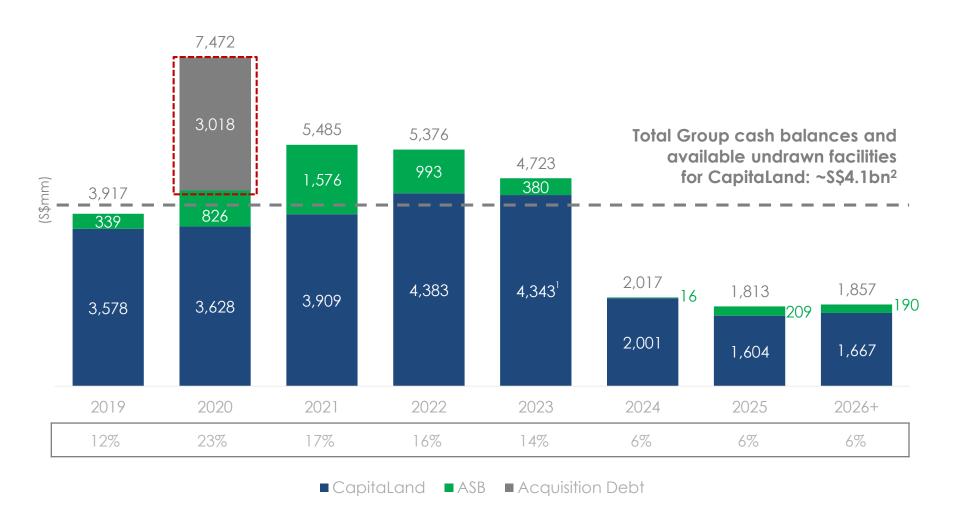
² Based on 30 Sep 2018, pro forma for Proposed Transaction, including additional adjustments for CapitaLand's post 30 Sep 2018 acquisitions of US multifamily portfolio, Pearl Bank, mixed development in Seng Kang and H55 in Shanghai

³ Based on LTM basis



Pro Forma Debt Maturity Profile

Acquisition Debt Of \$\$3.0bn Intended To Be Termed Out For A Balanced Maturity Profile



Note: Based on CapitaLand's debt maturity profile as of 31 Dec 2018 and ASB's debt maturity profile as of 30 Sep 2018 excluding debt for Sydney office properties 100 Arthur Street and 66 Goulborn which are not part of the Proposed Transaction, and excluding \$\$19mm of debt due in 2018

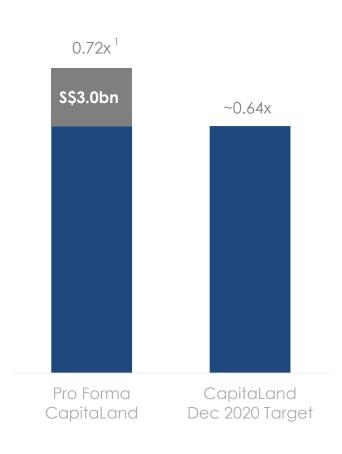
1 Includes JPY loan (equivalent of \$\$642mm: \$\$222mm due on 21 Dec 2018 and \$\$420mm due on 15 Jun 2020) refinanced on 21 Dec 2018 till 21 Dec 2023





Financing The Transaction And Our Deleveraging Plan

Confident Of Achieving Capital Structure Targets Without Constraining New Investments And Dividends



- Consideration mix takes into account target gearing levels and disciplined deleveraging plan
- Intend to finance the cash portion of acquisition (\$\$3.0bn) with debt and other financing alternatives
 - No intention to issue additional new shares to fund the cash portion
- Target to reduce our net D/E to at least 0.64x by Dec 2020
- Deleveraging plan based on
 - Asset recycling (annual target of at least \$\$3bn in gross value)
 - Cash from operations
- No change in our dividend policy







Post Combination Steps

Clear Integration Plan Underway

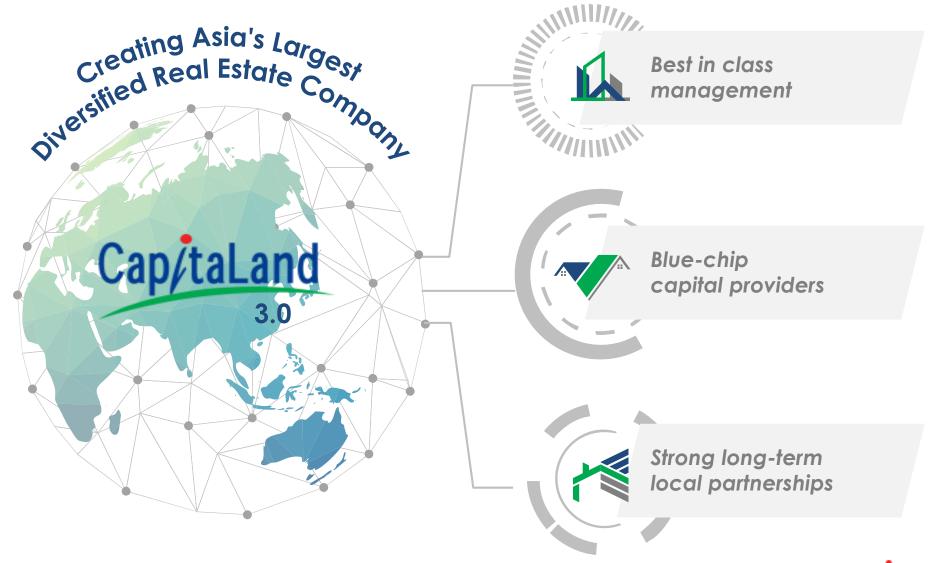
- Creation of optimal organisational structure
- Talent development and retention redeploy talent to pursue further growth
- Identify synergies in complementary organisational capabilities for an expanded scope of real estate asset classes
- Merger of information systems and back office integration
- Integration committee
- Aligning of culture and vision

Further Updates To Be Provided In Due Course





Attracting The Best Talent To Fulfill Our Vision





































Appendix



Abbreviation	Definition	Abbreviation	Definition
APAC	Asia Pacific	Leverage	Net debt / total equity
AUM	Assets under management	LTM	Last twelve months
AUS	Australia	Market cap	Market capitalisation
ВТ	Business trusts	NAV	Net asset value
B2B2C	Business to business to consumer	NLA	Net lettable area
CBD	Core business district	NOSH	Number of shares outstanding
DM	Developed markets	NTA	Net tangible assets
EGM	Extraordinary general meeting	OOTF	Office Of The Future
EM	Emerging markets	p.a.	Per annum
EPS	Earnings per share	PAT	Profit after tax
FUM	Funds under management	PATMI	Profit after tax and minority interests
FWP	Flexible work place	REIT	Real estate investment trust
GFA	Gross floor area	ROE	Return on equity
ha	Hectares	SG	Singapore
HCMC	Ho Chi Minh City	sqft	Square feet
IP	Investment properties	UK	United Kingdom
IT	Information technology	US	United States
JVs	Joint ventures	VWAP	Volume weighted average price





Ascendas-Singbridge AUM Adjustments

Ascendas-Singbridge's AUM as of 31 Mar 2018 is adjusted for the following subsequent acquisitions and divestments:

- Ascendas-Singbridge
 - Acquisition of 9 Tai Seng Drive, 33 US sub-urban offices and mixed-use executive centre at Rochester Park
 - Divestment of Admirax
 - Excludes Sydney office properties 100 Arthur Street and 66 Goulborn which are not part of the Proposed
 Transaction

A-HTRUST

- Acquisition of Hotel WBF Kitasemba West, Hotel WBF Kitasemba East, Hotel WBF Honmachi and Ibis Ambassador Seoul Insadong
- Divestment of Novotel Ascendas-Singbridge Sanyuan and Ibis Ascendas-Singbridge Sanyuan
- Ascendas Reit
 - Acquisition of 169-177 Australis Drive, 1314 Ferntree Gully Drive, 38 logistics properties in UK, 1-7 Wayne Goss Drive, and Cargo Business Park
 - Divestment of 41 Changi South Avenue 2 and 30 Old Toh Tuck Road



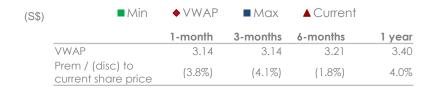


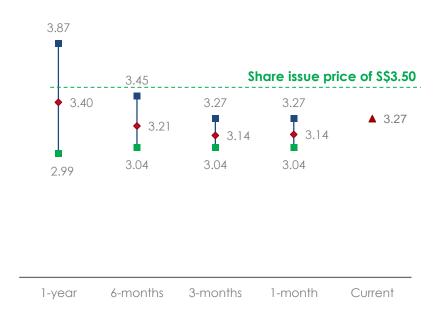
CapitaLand Share Price Performance

Share Price Chart - Last 5 Years



Trading Range



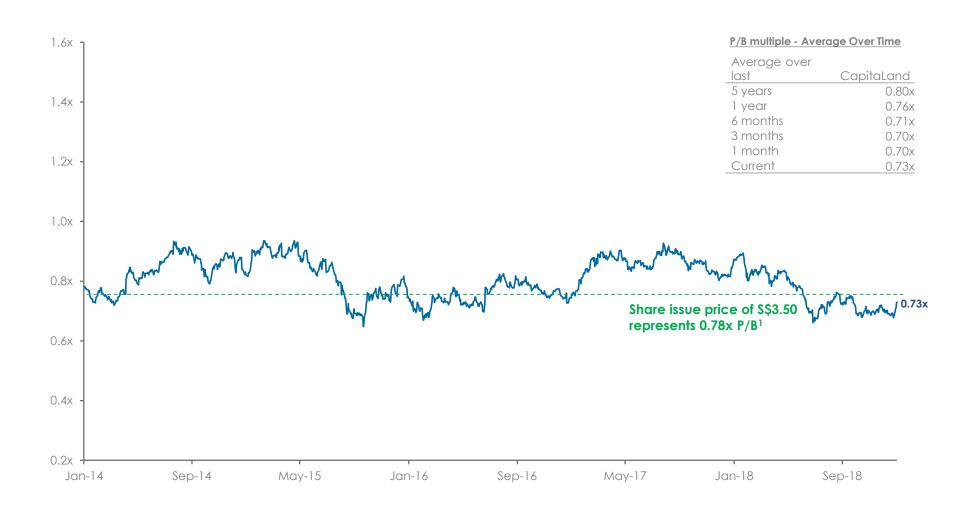


Source: Factset as of 11 Jan 2019





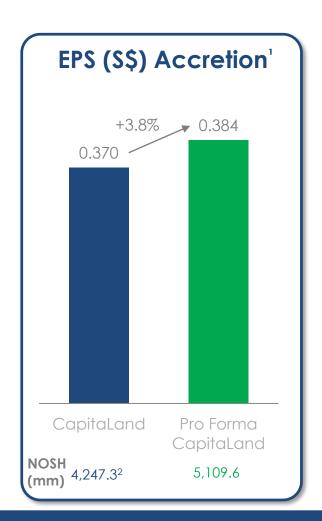
CapitaLand P/B Multiple Evolution

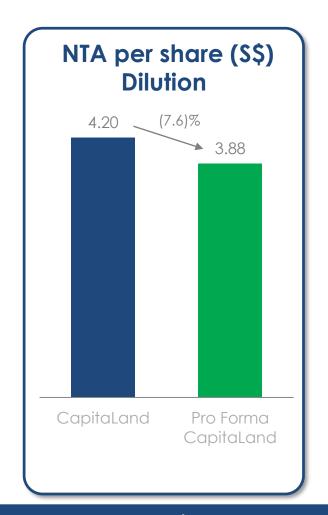






Financial Impact Highlights (31 Dec 2017 Basis)





Immediately Accretive to EPS and ROE'

Note: Based on CapitaLand LTM 31 Dec 2017 financials and pro forma for ASB LTM 30 Sep 2018 financials

¹ Excluding one-off transaction costs and does not include impact of potential synergies (EPS would be \$\$0.374 if one-off transaction costs are included)
² As of 31 Dec 17





Enhanced Customer Connectivity Through Platform Synergies And Scale

Cross-Selling, Greater Visibility And Competitiveness



Revenue

- Cross pollination potential; combined leasing network
- Sharing of domain knowledge and 'onthe-ground' presence
- Repositioning older assets into newer developments

Operational Costs

- Merge IT platforms and financial systems
- Procurement and marketing
- Talent redeployment to pursue further growth

Capital Efficiency

- Scale and sponsorship
- Additional capital partners for new sectors

International Visibility

- Enhanced ability to source deals in new asset classes
- Greater attractiveness to clients and partners





Ascendas-Singbridge Selected Prime Projects

Galaxis, Singapore

ASB Tower, Singapore (CPF Building)

IT Park Pune, India



 Includes retail, office and work-officehome-office business space, developed at estimated cost of ~\$\$544mm



- Prime CBD commercial development will inject a fresh supply of innovative, quality work spaces that will cater to the evolving needs of new generation business owners
- Estimated gross development cost of \$\$1bn



- Award-winning IT Park
- Will offer 2.2mm square feet of premium office space when fully completed with amenities





Ascendas-Singbridge | Singapore Portfolio







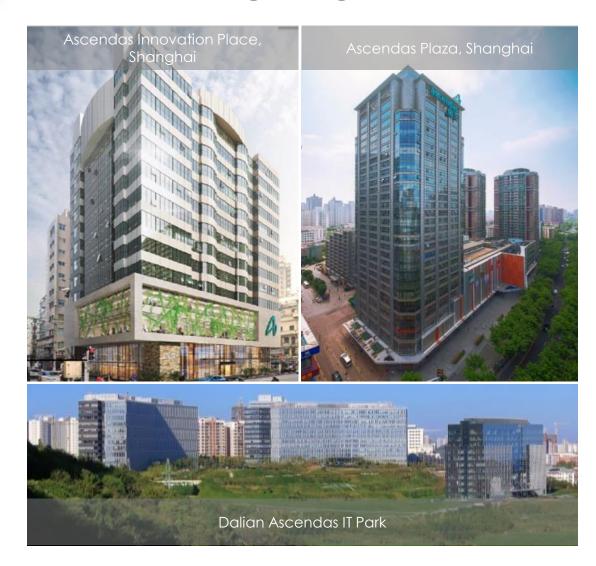
- AUM: \$\$11.1bn1
- Headquarters of ASB



¹ AUM as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix)



Ascendas-Singbridge | China Portfolio



- AUM: \$\$4.0bn1
- Presence across 9 key cities



¹ AUM as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix)



Ascendas-Singbridge | India Portfolio



- AUM: \$\$2.6bn¹
- Presence across 6 key cities





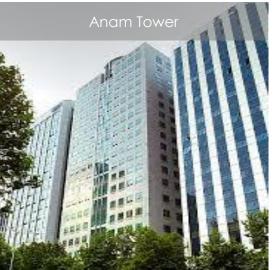
¹ AUM as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix)

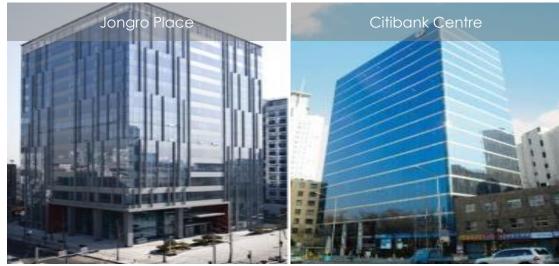




Ascendas-Singbridge | Korea Portfolio







¹ AUM as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix)

- AUM: \$\$0.9bn1
- Held and managed by A-HTRUST and private funds





Ascendas-Singbridge | United States Portfolio



- AUM: \$\$1.2bn1
- Acquisition of 33 highquality sub-urban offices in Sep 2018
- Presence across
 3 cities: Portland,
 Raleigh and San Diego



¹ AUM as of 31 Mar 2018 adjusted for subsequent acquisitions and divestments (please refer to the appendix)



Ascendas-Singbridge | Southeast Asia Portfolio





- Malaysia (Johor): Nusajaya Tech Park, a 210-ha industrial park
- Vietnam (Ho Chi Minh City): OneHub Saigon, a 12-ha integrated business park
- Indonesia (Jakarta): One Parc Puri, a
 9.7-ha mixed-use development

