

## SG Issuer

(Incorporated in Luxembourg with limited liability)

### ANNOUNCEMENT

#### Proposed early termination and delisting of:

- (i) **8,000,000 European Style Cash Settled Long Certificates expiring on 25 February 2022 relating to the ordinary shares of CapitaLand Limited with a Daily Leverage of 5x (CAPLAND 5XLONGSOCGEN 220225); and**
- (ii) **8,000,000 European Style Cash Settled Long Certificates expiring on 20 April 2023 relating to the ordinary shares of CapitaLand Limited with a Daily Leverage of 5x (CAPLAND 5XLONGSOCGEN 230420),**

(collectively, the “Certificates”).

*Terms defined or construed in the Supplemental Listing Documents dated 25 February 2019 and 21 April 2020 issued by SG Issuer (the “Issuer”) in relation to the Certificates bear the same meaning and construction in this announcement.*

The Issuer refers to its announcements dated 3 August 2021, 11 August 2021, 30 August 2021, 1 September 2021 and 7 September 2021 relating to CapitaLand Limited (the “Company”), the announcements by the Company dated 22 March 2021, 25 June 2021, 17 July 2021, 10 August 2021, 30 August 2021, 1 September 2021 and 6 September 2021 (the “Announcements”), announcing, among other things, a scheme of arrangement (the “Scheme”) proposed to be undertaken by the Company and CLA Real Estate Holdings Pte. Ltd. (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. The Scheme involves, among others, (i) a capital reduction exercise by the Company to distribute, among others, 48.24 per cent. of the issued ordinary shares in the capital of CapitaLand Investment Limited (formerly known as CapitaLand Financial Limited and CapitaLand Investment Management Limited) and (ii) a proposed acquisition by the Offeror of all the issued and paid-up ordinary shares in the capital of the Company (the “Shares”) (excluding treasury shares and Shares held by the Offeror). An application was made to seek approval-in-principle from the Singapore Exchange Securities Trading Limited (the “SGX-ST”) for the proposed delisting of the Company from the Official List of the SGX-ST upon the Scheme becoming effective and binding in accordance with its terms and the SGX-ST has advised that it has no objection to the proposed delisting of the Company from the Official List of the SGX-ST, subject to: (i) compliance with the SGX-ST’s listing requirements, (ii) approval of the Scheme by a majority in number of Shareholders (as defined in the Announcements) present and voting, either in person or by proxy, at the Scheme Meeting (as defined in the Announcements), such majority holding not less than three-fourths in value of the Shares voted at the Scheme Meeting (the “Scheme Meeting Approval”), (iii) the independent financial adviser opining that the financial terms of the Scheme are fair and reasonable and (iv) the Court’s (as defined in the Announcements) approval being obtained for the Scheme. As of the date of this announcement, the Scheme Meeting Approval has been obtained and the Court has sanctioned the Scheme.

The trading of the Shares on the SGX-ST will be suspended from 10 September 2021 (the “Suspension Date”) and the date on which the Scheme becomes effective in accordance with its terms, is expected to be 15 September 2021. Please refer to the Announcements for further details.

Conditional upon the Scheme becoming effective and binding in accordance with its terms, the Issuer will exercise its right to terminate the Certificates under the terms and conditions of the Certificates.

**Proposed Early Termination and Delisting of the Certificates**

The trading in the Certificates on the SGX-ST will be suspended from the Suspension Date and the Certificates will be terminated in accordance with Conditions 12 and 13(c) of the terms and conditions of the Certificates and delisted from the Official List of the SGX-ST on 17 September 2021 with effect from 9:00 a.m. (Singapore time), and upon such early termination, the holders of the Certificates will receive the following cash payment in respect of each Certificate equal to the value of each Certificate as at 9 September 2021 (being the Exchange Business Day immediately preceding the Suspension Date), which is calculated in accordance with the Leverage Strategy Formula set out in the Supplemental Listing Documents, by 23 September 2021:

<b>Certificates</b>	<b>Cash Payment per Certificate</b>
CAPLAND 5XLONGSOCGEN 220225	S\$0.119
CAPLAND 5XLONGSOCGEN 230420	S\$0.815

**Holders of the Certificates who are in any doubt as to the action they should take should consult their stockbrokers, bank managers, accountants, solicitors or other professional advisers immediately.**

Issued by  
**SG Issuer**

9 September 2021