

*This Announcement does not constitute an offer to buy, or a solicitation of an offer to sell, any 2.95 per cent. Bonds (as defined below) and no such offer, solicitation, purchase or sale shall be made in the United States or any jurisdiction in which such offer, solicitation, purchase or sale would be unlawful.*

*The distribution of the Tender Offer Memorandum (as defined below) in certain jurisdictions may be restricted by law. Bondholders and any other person into whose possession the Tender Offer Memorandum comes are required by the Company (as defined below), the Dealer Manager (as defined in the Tender Offer Memorandum) and the Tender Agent (as defined in the Tender Offer Memorandum) to inform themselves about, and to observe, any such restrictions.*



## ANNOUNCEMENT

---

### INVITATION TO TENDER FOR CASH REPURCHASE OF S\$1,000,000,000 2.95 PER CENT. CONVERTIBLE BONDS DUE 2022 (ISIN: XS0303539786)

### NOTICE OF EXPIRATION OF THE 2.95 PER CENT. BONDS TENDER OFFER

---

*Terms used in this Announcement but not otherwise defined shall have the meanings given to those terms in the tender offer memorandum dated 15 May 2015 ("**Tender Offer Memorandum**") issued by the Company (as defined below) in connection with, *inter alia*, the 2.95 per cent. Bonds Tender Offer (as defined below).*

CapitaLand Limited (the "**Company**") refers to:

- (i) its announcement dated 14 May 2015 (the "**Tender Offer Announcement**") in connection with its invitation to tender for repurchase for cash of its S\$1,000,000,000 2.95 per cent. convertible bonds due 2022 (the "**2.95 per cent. Bonds**") (the "**2.95 per cent. Bonds Tender Offer**"); and
- (ii) the Tender Offer Memorandum in connection with, *inter alia*, the 2.95 per cent. Bonds Tender Offer.

As at the date of this Announcement, the aggregate outstanding principal amount of the 2.95 per cent. Bonds is S\$1,000,000,000.

The Company wishes to inform the holders of the 2.95 per cent. Bonds that it will not be extending the expiration date of the 2.95 per cent. Bonds Tender Offer, being 5.00 p.m. (Singapore time) / 10.00 a.m. (London time) on 16 June 2015. Therefore, the 2.95 per cent. Bonds Tender Offer has expired at 5.00 p.m. (Singapore time) / 10.00 a.m. (London time) today.

The Company expects to make an announcement on or about 18 June 2015 on the final results of the 2.95 per cent. Bonds Tender Offer stating, among other things, whether the Company accepts for repurchase the 2.95 per cent. Bonds validly tendered in the 2.95 per cent. Bonds Tender Offer and, if so: (i) the aggregate principal amount of the 2.95 per cent. Bonds accepted for repurchase (if any); (ii) the *pro rata* allocation of the Latest Priority Tendered Bonds in respect of the 2.95 per cent. Bonds accepted for repurchase (if any); (iii) the 2.95 per cent. Bonds Tender Offer Consideration (if any); and (iv) the Accrued Interest payable in respect of the 2.95 per cent. Bonds.

For the avoidance of doubt, the Company is under no obligation to accept for repurchase any or all of the 2.95 per cent. Bonds tendered pursuant to the 2.95 per cent. Bonds Tender Offer. The acceptance for repurchase by the Company of any or all of the 2.95 per cent. Bonds tendered pursuant to the 2.95 per cent. Bonds Tender Offer is at the sole and absolute discretion of the Company and any or all of the tenders may be rejected by the Company for any reason.

As provided in the Tender Offer Memorandum, the Company expressly reserves the right to extend or amend the 2.95 per cent. Bonds Tender Offer in any respect (including, but not limited to, any extension, shortening, reopening or amendment, as applicable, in relation to the Settlement Date or increasing the Maximum Acceptance Amount) or waive any condition of the 2.95 per cent. Bonds Tender Offer at any time in its sole and absolute discretion. The Company also expressly reserves the right, subject to applicable law, to terminate or reopen the 2.95 per cent. Bonds Tender Offer at any time. Details of any such extension, amendment, waiver, termination or re-opening will be announced as provided in the Tender Offer Memorandum as soon as reasonably practicable after the relevant decision has been made.

By Order of the Board

Michelle Koh  
Company Secretary  
16 June 2015