

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)

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

**COURT APPROVAL OF THE CAPITAL REDUCTION, COURT SANCTION OF THE SCHEME,  
NOTICE OF RECORD DATE AND LAST DAY OF TRADING OF THE SHARES**

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**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;
- (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;
- (iii) the announcement dated 30 August 2021 released by the Company in relation to the notice of the Court hearing date to approve the capital reduction and to sanction the Scheme; and
- (iv) the announcement dated 1 September 2021 released by the Company in relation to the updated indicative timetable in relation to the Scheme.

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. COURT APPROVAL OF THE CAPITAL REDUCTION AND COURT SANCTION OF THE SCHEME

The Company wishes to announce that the Court has approved the capital reduction and sanctioned the Scheme today.

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

## 3. RECORD DATE

Notice is hereby given that the transfer books and the register of members of the Company will be closed at **5.00 p.m. on 14 September 2021** in order to determine the entitlements of the Scheme Shareholders in respect of the DIS and the Scheme.

## 4. LAST DAY OF TRADING OF THE SHARES

The Company wishes to inform Shareholders that the last day of trading of the Shares will be on 9 September 2021 and that trading of the Shares will be suspended on and from 9:00 a.m. on 10 September 2021.

## 5. KEY EVENTS AND INDICATIVE TIMETABLE

Scheme Shareholders are reminded to note the following indicative timetable in relation to the Scheme:

**Save for the last day of trading of the Shares, the date of trading suspension and the Record Date, the timetable below is indicative only and may be subject to change. Please refer to future announcement(s) by the Company and/or the SGX-ST for the exact dates of these events.**

Last date of trading of the Shares on the SGX-ST	:	Thursday, 9 September 2021
Date of trading suspension	:	Friday, 10 September 2021
Record Date	:	Tuesday, 14 September 2021 at 5:00 p.m.
<i>Expected Effective Date</i>	:	<i>Wednesday, 15 September 2021<sup>(1)</sup></i>
<i>Expected date for the payment of the Cash Consideration</i>	:	<i>Friday, 17 September 2021<sup>(2)</sup></i>
<i>Expected date for the crediting of the CLI Shares and the CICT Units to Shareholders pursuant to the DIS</i>	:	<i>Friday, 17 September 2021</i>
<i>Expected date for the listing of the CLI Shares and commencement of trading in the CLI Shares</i>	:	<i>Monday, 20 September 2021</i>

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*Expected date for the delisting of the Shares* : *Tuesday, 21 September 2021*

*Expected period of Odd Lots Trading Arrangement<sup>(3)</sup>* : *Friday, 17 September 2021 to Friday, 15 October 2021<sup>(4)</sup>*

**Notes:**

- (1) The Scheme will only be effective and binding upon lodgement of the Capital Reduction Court Order and the Scheme Court Order with ACRA. The Capital Reduction Court Order and the Scheme Court Order will be lodged with ACRA after the satisfaction (or, where applicable, waiver) of all the Scheme Conditions (other than the lodgement of the Court Orders with ACRA), a list of which is set out in **Appendix 11** to the Scheme Document.
- (2) Assuming the Effective Date is 15 September 2021.
- (3) The Company has arranged with the following brokers to facilitate Odd Lots Trades during this period: (i) DBS Vickers, (ii) Philip Securities and (iii) UOB Kay Hian. Please refer to Paragraph 11.4 of the Explanatory Statement in the Scheme Document for further details relating to Odd Lots Trading Arrangement.
- (4) Odd Lots Trades of CLI Shares will commence on 20 September 2021.
- (5) All references to dates and times are made by reference to Singapore dates and times.

**6. 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.

By Order of the Board

Michelle Koh  
Company Secretary  
6 September 2021