

CAPITALAND INDIA TRUST

(Registration Number: 2007004)

(a business trust registered under the Business Trusts Act 2004 of Singapore)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Seventeenth Annual General Meeting of the unitholders of CapitaLand India Trust (“**CLINT**” and the unitholders of CLINT, “**Unitholders**”) will be held physically at Big Picture Theatre, Level 9, Capital Tower, 168 Robinson Road, Singapore 068912 and by electronic means on Friday, 19 April 2024 at 2.30 p.m. (Singapore Time) to transact the following business:

ORDINARY BUSINESS

1. To receive and adopt the Trustee-Manager’s Statement issued by CapitaLand India Trust Management Pte. Ltd. (as trustee-manager of CLINT) (the “**Trustee-Manager**”) and the Audited Financial Statements of CLINT, for the financial year ended 31 December 2023, together with the Auditor’s Report thereon.
2. To re-appoint Deloitte & Touche LLP (“**Deloitte**”) as Independent Auditor of CLINT, to hold office until the conclusion of the next Annual General Meeting (“**AGM**”) of CLINT, and to authorise the directors of the Trustee-Manager (the “**Directors**”) to fix their remuneration.

**Ordinary
Resolution 1**

**Ordinary
Resolution 2**

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution, with or without any modifications:

3. That pursuant to Section 36 of the Singapore Business Trusts Act 2004 (the “**BTA**”), Rule 806 of the Listing Manual of Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), and Clause 6.1.1 of the Trust Deed dated 7 December 2004 constituting CLINT (as amended, varied or supplemented from time to time) (the “**Trust Deed**”), the Trustee-Manager be authorised and empowered to:
 - (a) (i) issue units of CLINT (“**Units**”) whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) securities, warrants, debentures or other instruments convertible into Units,

at any time and upon such terms and conditions and for such purposes and to such persons as the Trustee-Manager may in its absolute discretion deem fit; and
- (b) issue Units in pursuance of any Instrument made or granted by the Trustee-Manager while this Resolution was in force (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time such Units are issued),

**Ordinary
Resolution 3**

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provided that:

- (1) the aggregate number of Units to be issued pursuant to this Resolution (including Units to be issued pursuant to Instruments made or granted under this Resolution) shall not exceed fifty per cent (50%) of the total number of issued Units (excluding treasury Units, if any) as calculated in accordance with sub-paragraph (2) below, of which the aggregate number of Units to be issued other than on a pro rata basis to Unitholders (including Units to be issued pursuant to Instruments made or granted under this Resolution), shall not exceed twenty per cent (20%) of the total number of issued Units (excluding treasury Units, if any) as calculated in accordance with sub-paragraph (2) below;
- (2) subject to such manner of calculation as may be prescribed by the SGX-ST for the purpose of determining the aggregate number of Units that may be issued under sub-paragraph (1) above, the percentage of issued Units shall be calculated based on the total number of issued Units (excluding treasury Units) at the time this Resolution is passed, after adjusting for:
 - (a) any new Units arising from the conversion or exercise of any Instruments or Unit options or vesting of Unit awards which were issued and are outstanding or subsisting at the time this Resolution is passed;
 - (b) any subsequent bonus issue, consolidation or subdivision of Units;
- (3) in exercising the authority conferred by this Resolution, the Trustee-Manager shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST), the Trust Deed and the BTA;
- (4) unless revoked or varied by the Unitholders in a general meeting, the authority conferred by this Resolution shall continue in force until (i) the conclusion of the next AGM of CLINT or (ii) the date by which the next AGM of CLINT is required by applicable regulations to be held, whichever is earlier;
- (5) where the terms of the issue of the Instruments provide for adjustment to the number of Instruments or Units into which the Instruments may be converted in the event of rights, bonus or other capitalisation issues or any other events, the Trustee-Manager is authorised to issue additional Instruments or Units notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the Instruments or Units are issued; and
- (6) the Trustee-Manager and any of its Directors be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Trustee-Manager or, as the case may be, the Director may consider expedient or necessary or in the interests of CLINT to give effect to the authority conferred by this Resolution.

BY ORDER OF THE BOARD

CapitaLand India Trust Management Pte. Ltd.

(Registration Number: 200412730D)

as Trustee-Manager of CapitaLand India Trust

Hon Wei Seng
Company Secretary

Singapore
25 March 2024

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IMPORTANT NOTICE:

1. Arrangements for conduct of the AGM

The AGM will be held physically at Big Picture Theatre, Level 9, Capital Tower, 168 Robinson Road, Singapore 068912 (the “**Physical Meeting**”) and by way of electronic means (the “**Virtual Meeting**”) on Friday, 19 April 2024 at 2.30 p.m. (Singapore Time).

Printed copies of this Notice of AGM dated 25 March 2024 (the “**Notice of AGM**”) and the proxy form will be sent to Unitholders. In addition, this Notice of AGM will be made available to Unitholders by electronic means via publication on CLINT’s website at <https://investor.clint.com.sg/agm.html> and will also be made available on the SGX website at <https://www.sgx.com/securities/company-announcements>.

Arrangements relating to:

- (a) attendance at the AGM by Unitholders, including SRS investors, and (where applicable) duly appointed proxy(ies) by:
 - (i) attending the Physical Meeting; or
 - (ii) attending the Virtual Meeting by observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
- (b) submission of questions to the Chairman of the AGM by Unitholders, including SRS investors, in advance of, or at, the AGM, and addressing of substantial and relevant questions in advance of, or at, the AGM; and
- (c) voting at the AGM by Unitholders, including SRS investors, or (where applicable) duly appointed proxy(ies),

are set out in paragraphs 2 to 6 below.

2. Attend in person at the Physical Meeting

Unitholders, including SRS investors, and (where applicable) duly appointed proxy(ies) will be able to attend the AGM in person. They will first need to register personally at the registration counter(s) outside the AGM venue on the day of the event, and should bring along their NRIC/passport to enable CLINT’s Unit Registrar to verify their identity for entry to, and (where applicable) be provided with a handheld device for electronic voting at, the Physical Meeting.

For the avoidance of doubt, Unitholders, including SRS investors, are not required to pre-register themselves or (where applicable) their appointed proxy(ies), for the AGM at CLINT’s pre-registration website if they would like to attend the AGM in person.

Registration will commence at 1.30 p.m. on Friday, 19 April 2024 (Singapore Time). Unitholders are advised not to attend the AGM if they are feeling unwell.

3. Pre-registration for the Virtual Meeting

Unitholders, including SRS investors, can pre-register themselves or, (where applicable) their duly appointed proxy(ies) for the Virtual Meeting at CLINT’s pre-registration website at <https://investor.clint.com.sg/agm.html> from Monday, 25 March 2024 up to 2.30 p.m. on Wednesday, 17 April 2024 (Singapore Time) to enable the Trustee-Manager to verify their status.

Following the verification, authenticated Unitholders, including SRS investors, or (where applicable) duly appointed proxy(ies) who have (or have been) pre-registered will receive an email confirming successful registration by 11.59 p.m. on Thursday, 18 April 2024 (Singapore Time) which will contain unique user credentials as well as instructions on how to access the live audio-visual webcast and live audio-only stream of the AGM proceedings (“**Confirmation Email for Virtual Meeting**”).

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Unitholders, including SRS investors, or (where applicable) duly appointed proxy(ies) who have (or have been) pre-registered by the 2.30 p.m. on Wednesday, 17 April 2024 (Singapore Time) deadline but have not received the Confirmation Email for Virtual Meeting by 11.59 p.m. on Thursday, 18 April 2024 (Singapore Time) should immediately contact CLINT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at (65) 6536-5355 (during office hours) or via email at CLINT2024@boardroomlimited.com.

4. Question and answer

Unitholders, including SRS investors, can submit questions in advance of, or at, the AGM.

Submit questions in advance of the AGM

Unitholders, including SRS investors, can submit to the Chairman of the AGM substantial and relevant questions related to the resolutions to be tabled for approval at the AGM in advance of the AGM. Such questions must be received by the Trustee-Manager no later than **2.30 p.m. on Wednesday, 17 April 2024** (Singapore Time) and can be submitted in the following manner:

- (a) by post to the office of CLINT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632;
- (b) via email to CLINT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at CLINT2024@boardroomlimited.com; or
- (c) via CLINT's website at <https://investor.clint.com.sg/agm.html>.

Unitholders, including SRS investors, who submit questions by post or via email must provide the following information for authentication:

- (i) the Unitholder's full name;
- (ii) the Unitholder's address; and
- (iii) the manner in which the Unitholder holds Units (e.g., via CDP and/or SRS).

Ask questions at the AGM

Unitholders, including SRS investors, and (where applicable) their duly appointed proxy(ies) can also ask the Chairman of the AGM substantial and relevant questions related to the resolutions to be tabled for approval at the AGM, at the AGM itself by:

- (a) if attending the Physical Meeting, raising questions at the Physical Meeting; or
- (b) if attending the Virtual Meeting, typing in and submitting questions through the live chat function via the audio-visual webcast platform within a prescribed time limit. Unitholders, including SRS investors, and (where applicable) their duly appointed proxy(ies) must access the AGM proceedings via the live audio-visual webcast in order to ask questions live at the AGM, and will not be able to do so via the live audio-only stream of the AGM proceedings.

Unitholders, including SRS investors, and, where applicable, their duly appointed proxy(ies) must be pre-registered or registered (as the case may be) and authenticated to ask questions at the AGM.

Addressing questions

The Trustee-Manager will address all substantial and relevant questions (which are related to the resolutions to be tabled for approval at the AGM) received from Unitholders by the 17 April 2024 submission deadline by publishing the responses to such questions on CLINT's website at <https://investor.clint.com.sg/agm.html> and the SGX website at <https://www.sgx.com/securities/company-announcements> prior to the AGM.

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Any subsequent clarifications sought, or substantial and relevant follow-up questions (which are related to the resolutions to be tabled for approval at the AGM) received after the 17 April 2024 submission deadline which have not already been addressed prior to the AGM, as well as those substantial and relevant questions received at the AGM itself, will be addressed during the AGM. Where substantially similar questions are received, the Trustee-Manager will consolidate such questions and consequently, not all questions may be individually addressed.

The Trustee-Manager will publish the minutes of the AGM on CLINT's website and on the SGX website, and the minutes will include the responses to the substantial and relevant questions which are addressed during the AGM.

5. Vote in person, or appoint proxy(ies) to vote, at the AGM

Unitholders can vote at the AGM themselves or through their duly appointed proxy(ies).

Live voting will be conducted during the AGM for Unitholders, including SRS investors, and (where applicable) duly appointed proxy(ies) attending the Physical Meeting or the Virtual Meeting.

Voting at the Physical Meeting

Upon their registration at the AGM venue, Unitholders, including SRS investors, and (where applicable) duly appointed proxy(ies), will be provided with a handheld device for electronic voting at the Physical Meeting.

Voting at the Virtual Meeting

Unitholders who wish to appoint a proxy(ies) (other than the Chairman of the AGM) must, in addition to completing and submitting an instrument appointing a proxy(ies), pre-register their appointed proxy(ies) at the pre-registration website at <https://investor.clint.com.sg/agm.html> and ensure that their proxy(ies) are authenticated to vote live at the AGM.

Unitholders, including SRS investors, and (where applicable) duly appointed proxy(ies) attending the Virtual Meeting must access the AGM proceedings via the live audio-visual webcast in order to vote live at the AGM, and will not be able to do so via the live audio-only stream of the AGM proceedings.

Appointment of proxy(ies)

A Unitholder who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below. A proxy need not be a Unitholder.

A Unitholder who is not a relevant intermediary (as defined below) is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such Unitholder's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the unitholding concerned to be represented by each proxy must be specified in the instrument appointing a proxy(ies).

A Unitholder who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different Unit or Units held by such Unitholder. Where such Unitholder's instrument appointing a proxy(ies) appoints more than two proxies, the number and class of Units held in relation to which each proxy has been appointed must be specified in the instrument appointing a proxy(ies).

A Unitholder who wishes to submit an instrument appointing a proxy(ies) must do so in the following manner:

- (a) if submitted by post, by completing and signing the Proxy Form, before lodging it with CLINT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632; or

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- (b) if submitted electronically:
- (i) via email, by completing and signing the Proxy Form, before attaching and sending a clear scanned PDF copy of it to CLINT's Unit Registrar at CLINT2024@boardroomlimited.com; or
 - (ii) via the AGM website, by completing and authorising the appointment using the online proxy appointment process, through the AGM website at <https://investor.clint.com.sg/agm.html>,

in each case, **by 2.30 p.m. on Wednesday, 17 April 2024** (Singapore Time), being 48 hours before the time fixed for the AGM.

Where an instrument appointing a proxy(ies) is executed by an attorney under a power of attorney or other authority on behalf of the appointor, or by a corporation under its common seal, such instrument appointing a proxy(ies) may only be submitted by post or via email using the Proxy Form, and not via the AGM website.

Printed copies of the Proxy Form will be sent to Unitholders. In addition, the Proxy Form will also be made available through electronic means via publication on CLINT's website at <https://investor.clint.com.sg/agm.html> or the SGX website at <https://www.sgx.com/securities/company-announcements>.

Completion and submission of an instrument appointing a proxy(ies) by a Unitholder will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM shall be deemed to be revoked if the Unitholder attends the AGM in person, and in such event, the Trustee-Manager reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.

SRS investors who wish to exercise their voting rights at the AGM can refer to paragraph 6 below, for more information.

6. Persons who hold Units through relevant intermediaries

Persons who hold Units through relevant intermediaries, other than SRS investors, and who wish to participate in the AGM by:

- (a) attending the Physical Meeting in person;
- (b) attending the Virtual Meeting by observing and/or listening to the AGM proceedings via the live audio-visual webcast or live audio-only stream;
- (c) submitting questions to the Chairman of the AGM in advance of, or at, the AGM; and/or
- (d) voting at the AGM (i) themselves; or (ii) by appointing the Chairman of the AGM as proxy to vote on their behalf,

should contact the relevant intermediary through which they hold such Units as soon as practicable in order for the necessary arrangements to be made for their participation in the AGM.

SRS investors:

- (A) may attend, speak and vote at the AGM if they are appointed as proxies by their respective SRS Operators, and should contact their respective SRS Operators as soon as practicable if they have any queries regarding their appointment as proxies; or
- (B) (as an alternative to (A) above) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective SRS Operators to submit their votes **by 5.00 p.m. on Monday, 8 April 2024**, being seven working days before the date of the AGM. For avoidance of doubt, SRS investors will not be able to appoint third party proxy(ies) (i.e., persons other than the Chairman of the AGM) to vote live at the AGM on their behalf.

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“relevant intermediary” means:

- (i) a banking corporation licensed under the Banking Act 1970, or a wholly owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity;
- (ii) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001, and who holds Units in that capacity; or
- (iii) the Central Provident Fund Board (“**CPF Board**”) established by the Central Provident Fund Act 1953, in respect of Units purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

7. Other information

- (a) CLINT’s Annual Report 2023 may be accessed at CLINT’s website at <https://investor.clint.com.sg/ar.html> and on the SGX website at <https://www.sgx.com/securities/company-announcements>.

Printed copies of CLINT’s Annual Report 2023 will not be sent to Unitholders. Unitholders may request to receive a printed copy of CLINT’s Annual Report 2023 via email at enquiries@clint.com.sg. Unitholders who have previously indicated that they wish to make a standing election to receive documents relating to general meetings of CLINT pursuant to the notice dated 12 March 2024 need not request to receive a printed copy of CLINT’s Annual Report 2023 via email.

- (b) The Trustee-Manager may be required to change the arrangements for the AGM at short notice. Unitholders should check CLINT’s website at <https://investor.clint.com.sg/agm.html> or the SGX website at <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the AGM.
- (c) Any reference to a time of day is made by reference to Singapore time.
- (d) Please note that there will be no distribution of vouchers or door gifts at the upcoming AGM.

EXPLANATORY NOTE:

Ordinary Resolution 3

Ordinary Resolution 3, if passed, will empower the Trustee-Manager from the date of this AGM until (i) the conclusion of the next AGM of CLINT, (ii) the date by which the next AGM of CLINT is required by the applicable regulations to be held, or (iii) the day on which such authority is revoked or varied by the Unitholders in a general meeting, whichever is earlier, to issue Units and to make or grant Instruments, up to a number not exceeding fifty percent (50%) of the total number of issued Units (excluding treasury Units, if any), of which up to twenty percent (20%) may be issued other than on a pro rata basis to Unitholders (in each case, excluding treasury Units, if any).

For determining the aggregate number of Units that may be issued, the percentage of issued Units will be calculated based on the issued Units at the time Ordinary Resolution 3 is passed, after adjusting for new Units arising from the conversion or exercise of any Instruments or Unit options or vesting of Unit awards which were issued and are outstanding or subsisting at the time Ordinary Resolution 3 is passed and any subsequent bonus issue, consolidation or subdivision of Units.

Ordinary Resolution 3, if passed, will empower the Trustee-Manager from the date of this AGM until the date of the next AGM of CLINT, to allot and issue Units to itself instead of cash in the event the Trustee-Manager elects in accordance with Clause 12 of the Trust Deed to receive all or any part of the fees due and payable to it in Units, provided that such allotment and issue shall be in accordance with the provisions of the Trust Deed, BTA and applicable regulations.

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PERSONAL DATA PRIVACY:

By (a) submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, (b) pre-registering or registering (as the case may be) for the AGM in accordance with the Notice of AGM; (c) submitting the pre-registration to observe and/or listen to the live audio-visual webcast or live audio-only stream of the AGM proceedings in accordance with this Notice of AGM; and/or (d) submitting any question to the Chairman of the AGM in advance of the AGM in accordance with this Notice of AGM, a Unitholder (i) consents to the collection, use and disclosure of the Unitholder's personal data by the Trustee-Manager (or its agents or service providers) for the following purposes (collectively, "**Purposes**"); (ii) warrants that where the Unitholder discloses the personal data of the Unitholder's proxy(ies) and/or representative(s) to the Trustee-Manager (or its agents or service providers), the Unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Trustee-Manager (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iii) agrees to provide the Trustee-Manager with written evidence of such prior consent upon reasonable request:

- (1) the processing, administration and analysis by the Trustee-Manager (or its agents or service providers) of instruments appointing a proxy(ies) and/or representative(s) for the AGM (including any adjournment thereof);
- (2) the processing of the pre-registration or registration (as the case may be) for purposes of verifying the status of Unitholders, granting access to Unitholders (or their appointed proxy(ies)) to the AGM and providing them with any technical assistance where necessary;
- (3) the addressing of relevant and substantial questions received from Unitholders in advance of the AGM and, if necessary, the following up with the relevant Unitholders in relation to such questions;
- (4) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof); and
- (5) in order for the Trustee-Manager (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.