CAPITALAND INVESTMENT LIMITED

(Incorporated in the Republic of Singapore on 29 August 2003)
(Company Registration No. 200308451M)

INTRODUCTION OF CAPITALAND INVESTMENT LIMITED TO THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

PROVEN TRACK RECORD
SHARPER FOCUS

Introductory Document dated 17 July 2021

This Document is important. You should consider the information provided in this Document carefully, and consider whether you understand what is described in this Document. If you are in any doubt as to the action you should take, you should consult your legal, financial, tax or other professional adviser.

This Document is issued in connection with the listing and quotation of all the issued ordinary shares ("**CLI Shares**" or "**Shares**") in the capital of CapitaLand Investment Limited ("**CLI**" or our "**Company**") on the Singapore Exchange Securities Trading Limited ("**SGX-ST**") by way of an introduction ("**Introduction**"). This Document provides information on our Company and the Shares in compliance with the listing requirements of the SGX-ST.

An application has been made to the SGX-ST for permission to list on the Main Board of the SGX-ST of all the Shares in issue immediately prior to the date of the commencement of dealing in the Shares on the SGX-ST (the "**Listing Date**") and the Plan Shares (as defined herein). Such permission will be granted when our Company has been admitted to the Official List of the SGX-ST.

Our Company has received a letter of eligibility from the SGX-ST for the listing and quotation on the Main Board of the SGX-ST of all the Shares in issue immediately prior to the Listing Date and the Plan Shares. The Shares will be traded on the Main Board of the SGX-ST in Singapore dollars. Our Company's eligibility to list on the Main Board of the SGX-ST and our admission to the Official List of the SGX-ST are not to be taken as an indication of the merits of the Introduction, the Shares (including the Plan Shares), our Company or our Group (as defined herein). The SGX-ST assumes no responsibility for the correctness of any statements or opinions made or reports contained in this Document.

This Document is issued for information purposes only. **There is no offering of any of the Shares in connection with the Introduction in Singapore or elsewhere and recipients of this Document and all prospective investors in the Shares should not take the Introduction or this Document to be an offer of, or an invitation to purchase, any Shares.** This Document is not a prospectus under Singapore law and has not been lodged with or registered by the Monetary Authority of Singapore ("**MAS**"). No Shares may be allotted or allocated on the basis of this Document.

This Document is not an offer of securities for sale in the United States of America ("U.S."). The Shares to be distributed in connection with the DIS (as defined herein) and the Scheme (as defined herein) will not be registered with the U.S. Securities and Exchange Commission (the "SEC") under the United States Securities Act of 1933, as amended (the "Securities Act") or the securities laws of any state of the United States of America and will be issued in reliance on the exemption from the registration requirements of the Securities Act provided by section 3(a)(10) of the Securities Act and available exemptions from such state law registration requirements. Neither the SEC nor any other U.S. federal or state securities commission or regulatory authority has approved or disapproved of the Shares or passed an opinion on the adequacy of this document. Any representation to the contrary is a criminal offence in the United States.

Please also refer to the section "Distribution Restrictions".

References in this Document to "herein" or "this Document" shall be construed as being references to this Document.

CAPITALAND INVESTMENT LIMITED

A Leading Listed Global Real Estate Investment Manager

Sole Issue Manager

J.P.Morgan

This overview section is qualified in its entirety by and should be read in conjunction with the full text of this Document. All capitalised terms shall, if not otherwise defined, have the same meanings ascribed to them in this Document.

Upon our listing on the SGX-ST, CLI will become a leading listed global real estate investment manager ("**REIM**") with a strong Asia foothold and pro forma total real estate assets under management ("**RE AUM**") of S$115 billion and S$78 billion of real estate funds under management ("**FUM**") as of 31 December 2020. Our FUM is held via six managed Listed Funds and more than 20 Unlisted Funds across the Asia-Pacific, Europe and USA. They are also well-diversified across asset classes, namely, integrated developments, retail, office, lodging and new economy sectors such as business parks, industrial, logistics and data centres.

Our business model comprises two key segments, namely, Fee Income-related Business and Real Estate Investments, and we aim to drive fee-related earnings ("**FRE**") and FUM.

[1] By RE AUM, as at 30 June 2020. Source: IPE Top 150 Real Estate Investment Managers.

INTRODUCING
CAPITALAND INVESTMENT LIMITED

01 FEE INCOME-RELATED BUSINESS

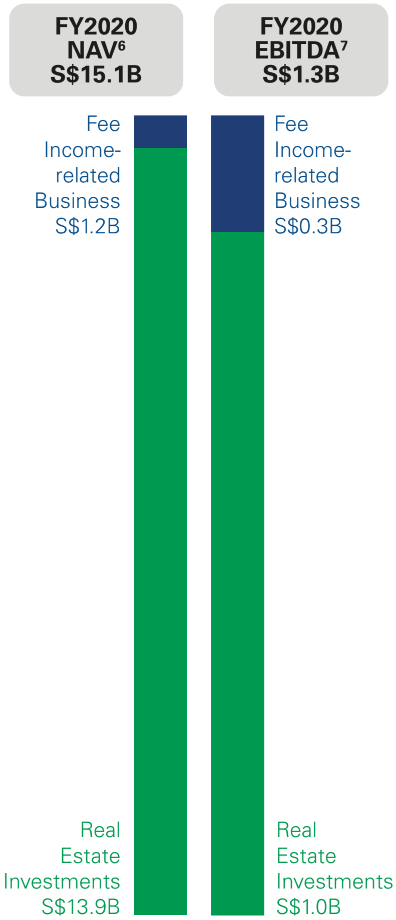
Fund Management

- Leading listed APAC-focused global REIM
- A leading S-REIT/BT platform[1,2]
- Double-digit historical 5Y FUM CAGR[3]

FUM
S$78B[4]

Lodging Management

- Leading global SR manager (~80% managed units are 3rd party owned)
- To grow units under management by ~30% by 2023[5]



02 REAL ESTATE INVESTMENTS

Stakes in Listed Funds

- Stable distributions from Listed REITs and BTs
- Sponsor stakes ranging from ~18-40%

Stakes in Unlisted Funds

- Exposure to multi-sector investment strategies
- Sponsor stakes ranging from ~6-55%

Investment Properties

- Diversified, high quality pipeline

RECURRING EBITDA

PIPELINE ASSETS RE AUM[8]
S$10.1B

Notes:

1. By market capitalisation
2. Market data as at 7 July 2021
3. FY2015 – FY2020 CAGR of ~11%
4. As at 31 December 2020
5. Based on target of 160,000 units by 2023 from ~123,000 units as at 31 December 2020
6. NAV based on pro forma financial statements for FY2020, excludes Non-controlling Interests ("**NCI**") and Perpetual Securities
7. Excluding the impact of revaluation and impairment, our Group registered FY2020 EBITDA of S$1,343M comprising Fee Income-related Business of S$286M, Real Estate Investments of S$1,039M and Corporate and others of S$18M
8. Planned for monetisation in the next three to four years

KEY COMPETITIVE **ADVANTAGES**

01 Global listed REIM with a leadership position in Asia

- Long-standing presence and track record in core markets
- >80% of RE AUM in Asia

02 FUM and FRE growth through full stack investment and operating capabilities

- A leading listed global Real Estate Investment Management platform (upon Listing)
- Experienced multi-sector asset and portfolio manager
- Best-in-class in-house operating platforms

03 Proven track record of investment management and fee income growth

- 3Y[1] FUM CAGR of 15% and FRE CAGR of 12%
- Complemented by distinctive longer-stay lodging platform, with 3Y[1] lodging units under management CAGR of 20%

04 CapitaLand ecosystem retained

- Investment partners and/or co-investors
- Acquisition ROFR provides a pipeline of investment opportunities over completed assets of CapitaLand

05 Experienced leadership team

- Average of ~20 years of relevant experience across the leadership team
- Supported by over 260 Investment and Asset Management specialists[2] globally

Notes:

1 From FY2017 to FY2020
2 As at 7 July 2021 (As if the Scheme had been completed)

GLOBAL PLAYER WITH **STRONG ASIAN PRESENCE**

Coverage in over 230[1] cities across more than 30 countries • Long established presence and track record in core markets

>80% of Assets Under Management are in Asia

CLI's Core Markets	RETAIL	NEW ECONOMY[2]	INTEGRATED	OFFICE	LODGING[3]	RE AUM[4] (S$B)	% OF TOTAL	FUM[4] (S$B)	% OF TOTAL
SINGAPORE	●	●	●	●	●	**39**	34%	**33**	42%
CHINA	●	●	●	●	●	**43**	37%	**27**	35%
INDIA		●			●	**3**	3%	**3**	4%
OTHER ASIA	●	●	●	●	●	**15**	13%	**3**	4%
INTERNATIONAL	●	●	●	●	●	**15**	13%	**12**	15%
RE AUM[4] (S$B)	24	19	19	18	35	**RE AUM[4] S$115B**		**FUM[4] S$78B**	
% OF TOTAL	20%	16%	18%	15%	31%				
FUM[5] (S$B)	20	18	19	12	8				
% OF TOTAL	26%	24%	24%	15%	10%				

1 As at 31 December 2020
2 Includes Industrial, Logistics, Business Parks and Data Centres
3 Includes Multifamily
4 As at 31 December 2020; As at 31 March 2021, our FUM is S$79B
5 As at 31 December 2020; Excludes residential strata FUM, which comprises ~1% of total FUM

CLI'S **VALUE PROPOSITION**

Competitive advantage through full stack investment and operating capabilities

01 Leading Listed Global Real Estate Investment Management Platform

- Manager of 6 Listed Funds and >20 Unlisted Funds
- Proven track record of double-digit historical 5Y FUM CAGR[1]
- Fee Income-related Business contributes to ~40% of revenue[2], supported by healthy margins[3]

02 Experienced Multi-sector Asset and Portfolio Manager

- Managing a global portfolio of buildings across multiple asset classes
- Manager of ~123K lodging units as at 31 December 2020

03 Best-in-class In House Operating Platforms

- Global longer-stay lodging operating platform
- Leasing and property management platforms
- In-house digital platforms

FY2020 Revenue (Fee Income-related Business) S$786M	
Investment and Asset Management	S$306M
Lodging Management	S$150M
Property Management	S$330M

Notes:

[1] FY2015 – FY2020 CAGR of ~11%

[2] Based on FY2020 Revenue

[3] Average IAM EBITDA margin of ~56% from FY2017 – FY2020

STRUCTURED TO AUGMENT **INVESTMENT MANAGEMENT GROWTH**

Synergistic fund and lodging management platforms to scale fee income

- **Leading Asia-centric platform**
- **Track record of diversification across real estate sectors**
- **Access to multiple opportunities through our global platform**

FUND MANAGEMENT
(Listed Funds and Unlisted Funds)

LODGING MANAGEMENT

- **Global business with strong branding**
- **Extension into adjacent sectors such as PBSA and multifamily asset classes**
- **Scalable business underpinned by extensive owner network**

- **Recurring fee income built on scalable fee generating AUM**
- **Capital efficient, ROE-accretive[1]**
- **Global investor and partner network**

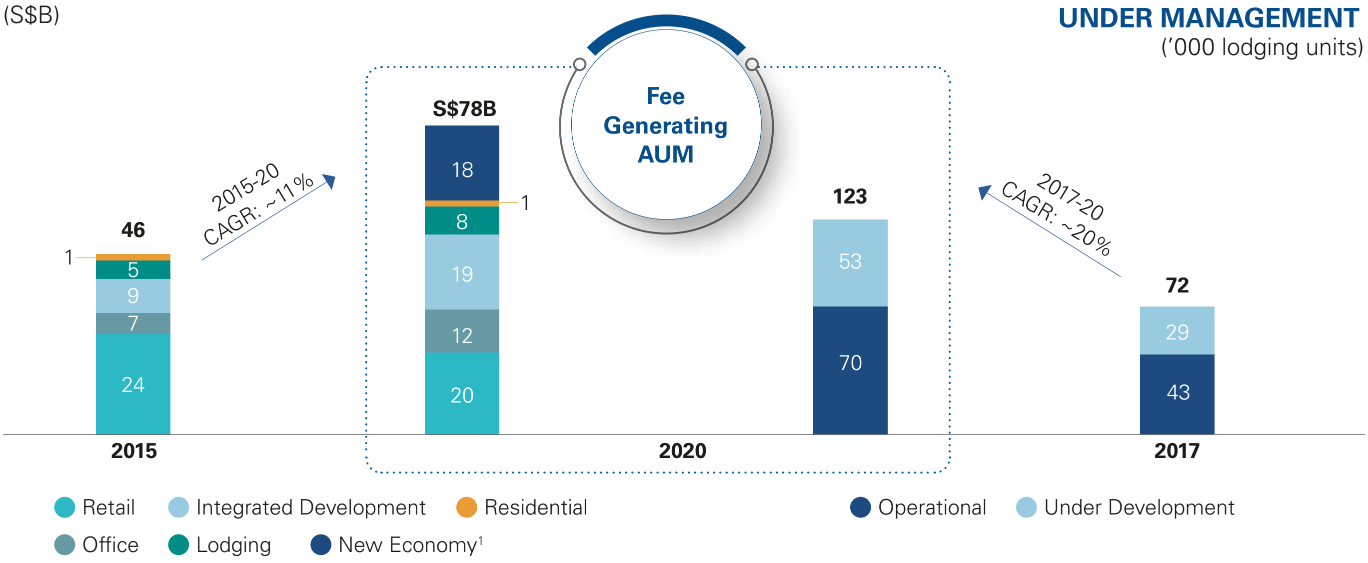
Note:

[1] Refers to Return on Equity

GROWING FEE GENERATING AUM
THROUGH TWO COMPLEMENTARY PLATFORMS

FUNDS UNDER MANAGEMENT
(S$B)

LODGING UNITS UNDER MANAGEMENT
('000 lodging units)



- FRE / FUM: **~40bps**[2]
- 2017-20 fee income CAGR: **12%**
- Proactive growth in New Economy and Integrated Development

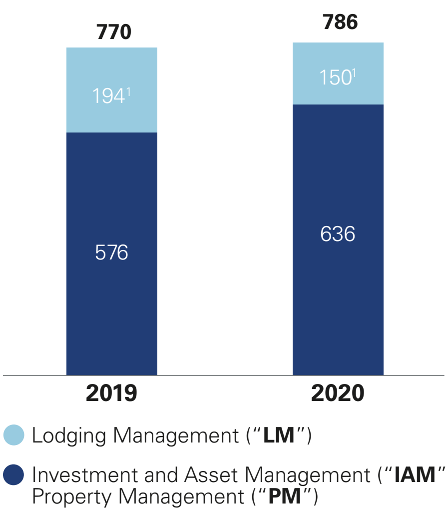
- **S$20-25M fee income** per 10,000 stabilised serviced residence units
- Fees for operational units under management as a % of RE AUM: **~70bps**[3]

Notes:

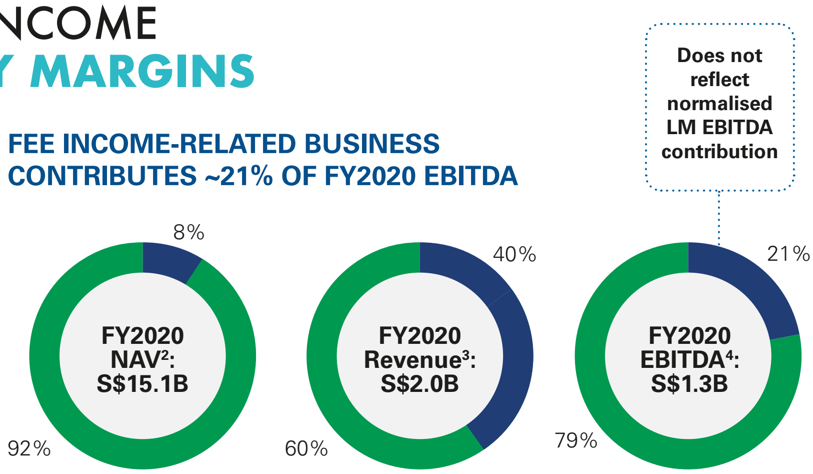
1 Includes Industrial, Logistics, Business Parks and Data Centres
2 Refers to IAM fees collected from REITs and Fund Management/FUM, averaged over FY2017 – FY2020
3 Based on FY2019 numbers

STEADY GROWTH IN FEE INCOME
SUPPORTED BY HEALTHY MARGINS

STEADY GROWTH OF FEE INCOME-RELATED BUSINESS
(S$M)



FEE INCOME-RELATED BUSINESS CONTRIBUTES ~21% OF FY2020 EBITDA



Fee Income-related Business

	FY2019	FY2020
IAM + PM EBITDA	S$229M	S$291M
LM EBITDA	S$69M[5]	N.M.[6]

● Fee Income-related Business ● Real Estate Investments

Notes:

1 Revenue excludes income from leases
2 NAV based on pro forma financial statements for FY2020, excludes NCI and Perpetual Securities
3 Includes Corporate, others and intercompany elimination of -S$117M under Real Estate Investments
4 Excluding the impact of revaluation and impairment, our Group registered FY2020 EBITDA of S$1,343M comprising Fee Income-related Business of S$286M, Real Estate Estate Investments of S$1,039M and Corporate and others of S$18M
5 Normalised LM EBITDA of S$69M comprising LM fees, leases and contributions from acquired platforms (namely QSA Group, Synergy Global Housing and TAUZIA Hotel Management)
6 N.M. as lodging business was adversely impacted by COVID-19 pandemic and registered negative EBITDA as a whole

EXPERIENCED **LEADERSHIP TEAM**

Diversified relevant expertise with average experience of ~20 years across the leadership team

Goh Soon Keat Kevin
CEO Lodging

Lim Cho Pin Andrew Geoffrey
Group CFO

Lee Chee Koon
Group CEO

Yap Neng Tong Jonathan
CEO Fund Management

Tan Seng Chai
CCPO

Supported by a global team of over 260 Investment and Asset Management specialists[1]

[1] As at 7 July 2021 (As if the Scheme had been completed)

CLI'S ROADMAP TO **SUSTAINABLE FUM AND FRE GROWTH**

Three synergistic growth drivers

FUND MANAGEMENT

- Grow **FUM**
- **Drive growth** of Listed Funds
- **Deepen and diversify** Unlisted Funds strategies

LODGING MANAGEMENT

- **Continued expansion** through recovery cycle
- **Scale serviced residence units** via asset-light management and franchise contracts
- Expand into **adjacent longer-stay segments**

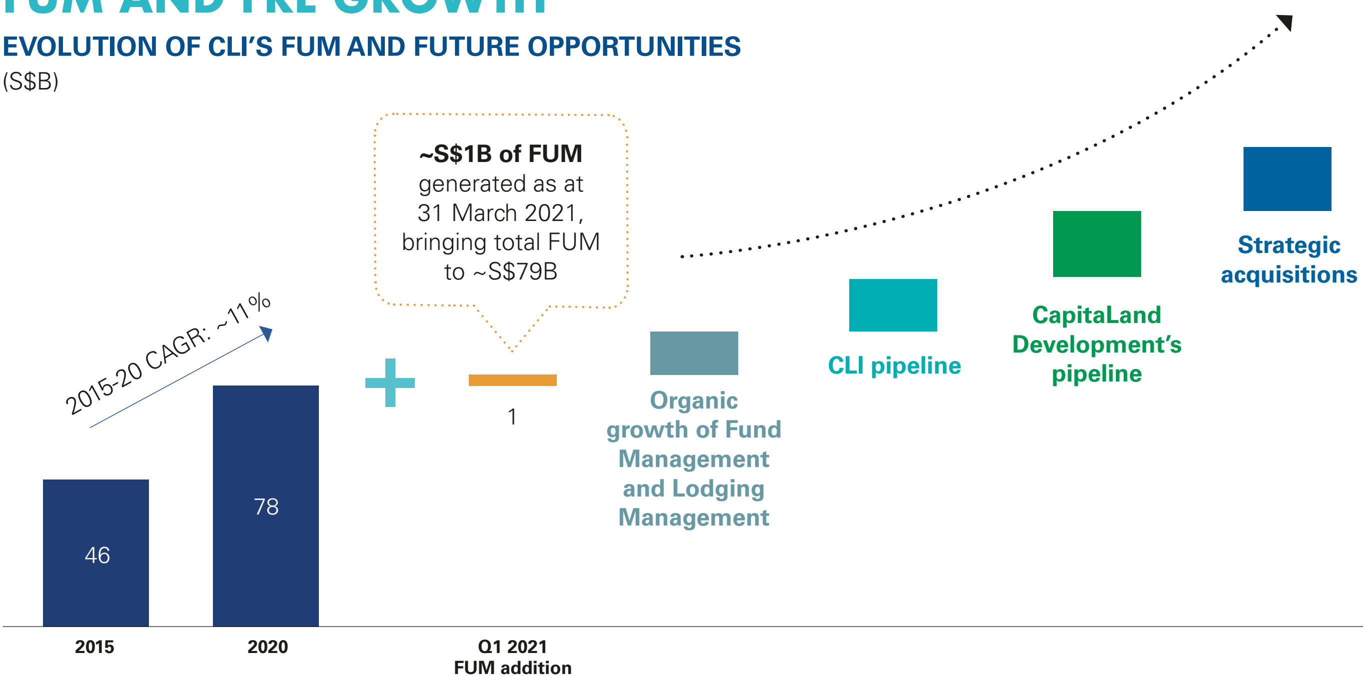
CAPITAL RECYCLING

- Execute **capital recycling strategy across CLI and CLI managed investment vehicles**
- **Create headroom and opportunities** for inorganic FUM growth

MULTIPLE ENGINES TO DRIVE **FUM AND FRE GROWTH**

EVOLUTION OF CLI'S FUM AND FUTURE OPPORTUNITIES

(S$B)



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This Document has been prepared solely for the purpose of the Introduction and may not be relied upon by any persons for purposes other than the Introduction prior to the Listing Date or for any purpose whatsoever on or after the Listing Date. Nothing in this Document constitutes or shall be construed to constitute an offer, invitation or solicitation in any jurisdiction. This Document does not constitute and shall not be construed to constitute an offer, invitation or solicitation to any person to subscribe for or purchase the Shares. This Document does not constitute a prospectus under Singapore law and has not been lodged with or registered by the MAS.

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ODD-LOT TRADING

For the purposes of trading on the Main Board of the SGX-ST, each board lot of Shares will comprise 100 Shares. Shareholders who hold odd lots of Shares can trade in odd lots on the Unit Share Market of the SGX-ST which allows trading of securities in single units.

Odd Lots Trading for up to Shares

In this regard, as eligible CapitaLand Shareholders may receive odd lots of our Shares pursuant to the DIS, CapitaLand will facilitate the trading of odd lots of our Shares (the **"Odd Lots Trading Arrangement"**) so that our Shareholders who wish to round up or down their holdings to the nearest 100 Shares can do so.

Our Company understands that CapitaLand has arranged with the following named brokers to facilitate Odd Lots Trades (as defined below) during the Applicable Period (as defined below):

(a) DBS Vickers;

(b) Phillip Securities; and

(c) UOB Kay Hian,

(collectively, the "**Brokers**").

The term "**Odd Lots Trade**" shall mean (i) an aggregate of 99 or less Shares bought in a single day; or (ii) an aggregate of 99 or less Shares sold in a single day.

Our Company understands that the brokerage fees (including any goods and services tax relating to such fees) in respect of Odd Lots Trades carried out via the Brokers during the Applicable Period will be borne by CapitaLand. As such, holders of our Shares will NOT be charged any brokerage fees for Odd Lots Trades during the Applicable Period (the "**Odd Lots Trading Brokerage Fee Arrangement**").

By way of illustration:

(i) if an eligible CapitaLand Shareholder received 198 Shares and wishes to buy two Shares to round up to 200 Shares, such holder of Shares will be entitled to the Odd Lots Trading Brokerage Fee Arrangement and may do so on the trading platforms of the Brokers. For avoidance of doubt, the buy order can be made in multiple tranches but should not exceed 99 Shares in a single day; or

(ii) if an eligible Shareholder received 198 Shares and wishes to sell 98 Shares to round down to 100 Shares, such holder of Shares will be entitled to the Odd Lots Trading Brokerage Fee Arrangement and may do so on the trading platforms of the Brokers. For avoidance of doubt, the sell order can be made in multiple tranches but should not exceed 99 Shares in a single day.

Shareholders should note that notwithstanding the Odd Lots Trading Brokerage Fee Arrangement, holders of Shares will be required to continue to bear clearing fees and other regular trading fees imposed by the SGX-ST (including any goods and services tax relating to such fees), which shall be based on customary rates imposed from time to time.

Applicable Period for the Odd Lots Trading Brokerage Fee Arrangement

The Odd Lots Trading Brokerage Fee Arrangement shall be available for the period of four weeks commencing from the date of completion of the DIS (the "**Applicable Period**"). The Applicable Period is expected to be from 16 September 2021 to 14 October 2021. Any changes to the Applicable Period will be announced by CapitaLand on the SGXNET. For the avoidance of doubt, trading of our Shares shall only commence from the Listing Date.

After the Applicable Period, the Odd Lots Trading Brokerage Fee Arrangement will no longer be applicable to any trades of odd lots of Shares carried out via the Brokers.

Odd Lots Buy Side Facility

To further facilitate the trading of odd lots of Shares, our Company understands that CapitaLand has arranged with Phillip Securities to provide a buy-side facility for the Odd Lots Trading Arrangement during the Applicable Period, which will allow Phillip Securities to provide a buy order quote on the odd lots trading market to facilitate the selling of any odd lots in the odd lots trading market.

Shareholders should also note that the Odd Lots Trading Arrangement does not guarantee that odd lots of Shares will be traded at the same or similar prices at which our Shares in board lots will be traded.

Account with the Brokers

Shareholders who intend to carry out any Odd Lots Trades via the Brokers, or who intend to use the online trading platforms of the Brokers, should note that if they do not have an existing account with the relevant Broker, they must personally apply to open such an account with such Broker.

To open an account with DBS Vickers Securities, Shareholders are requested to refer to the account opening instructions within the following link (https://www.dbs.com.sg/vickers/en/accounts/) or to visit DBS Vickers Securities customer service branch at the address set out below or any DBS Bank Ltd. branch for assistance.

DBS Vickers Securities

12 Marina Boulevard
#03-01 Marina Bay Financial Centre Tower 3
Singapore 018982
Tel: +65 6327 2288
Operating hours: Monday – Friday: 8.30am to 4.30pm (except public holidays)
Email: info-sg@dbsvonline.com
Website: https://www.dbs.com.sg/vickers/en/

To open an account with Phillip Securities, Shareholders are requested to personally apply to open such an account with Phillip Securities through the following link (https://www.poems.com.sg/open-an-account) or make an appointment to visit any of the 15 Philip Investor Centres islandwide (https://www.poems.com.sg/pic/#find-pic) for assistance.

Phillip Securities

250 North Bridge Road
#06-00 Raffles City Tower
Singapore 179101
Customer service hotline: +65 6531 1555
Operating hours: Monday – Friday, 8.45 am to 5.30 pm (except public holidays)
Email: talktophillip@phillip.com.sg
Website: www.poems.com.sg

To open an account with UOB Kay Hian, Shareholders are requested to personally apply to open such an account with UOB Kay Hian through the following link (https://sg.uobkayhian.com/login/open-trading-account.html) or make an appointment to visit UOB Kay Hian's office via email (appointment@uobkayhian.com).

UOB Kay Hian

8 Anthony Road, #01-01
Singapore 229957
Customer service hotline: + 65 6536 9338
Operating hours: Monday – Friday, 8.30 am to 6.00 pm
Email: contact@utrade.com.sg
Website: utrade.com.sg

NOTICE TO CPFIS INVESTORS

No further action is required by investors who have subscribed for or purchased ordinary shares in the share capital of CapitaLand using CPF Funds ("**CPFIS Investors**") in order to receive the Shares. In the case of CapitaLand Shareholders (as defined below) who have purchased CapitaLand Shares (as defined below) using their CPF account savings under the CPF Investment Scheme – Ordinary Account ("**CPF Funds**"), entitlements to the Shares will be determined based on the number of CapitaLand Shares standing to the credit of their respective investment accounts with the CPFIS Agent Banks as at the Record Date. Following the Record Date to be determined by the board of CapitaLand, CDP will credit their CPFIS Agent Banks' securities accounts with the relevant number of Shares. CapitaLand Shareholders are advised to consult their CPFIS Agent Banks as to the crediting status of their Shares in their respective securities accounts.

CPFIS Investors may, subject to applicable CPF rules and regulations, use their CPF Funds to purchase Shares traded on the Main Board of the SGX-ST.

There is no offering of any of our Shares in connection with the Introduction in Singapore or elsewhere and recipients of this Document and all prospective investors in our Shares should not take the Introduction or this Document to be an offer of, or an invitation to purchase, any Shares. This Document may not be used for the purposes of, and does not constitute, an offer or invitation in any jurisdiction or in any circumstances in which such offer or invitation is not authorised or to any person to whom it is unlawful to make such offer or invitation.

No action has been or will be taken in any jurisdiction that would permit a public offering of the Shares or the possession, circulation or distribution of this Document or any other offering or publicity material relating to our Company, our Group or the Shares in any country or jurisdiction. Accordingly, the Shares may not be offered or sold, directly or indirectly, and neither this Document nor any other offering material, circular, form of application or advertisement in connection with the Shares may be distributed or published in or from any country or jurisdiction except under circumstances that will result in compliance with any applicable rules and regulations of any such country or jurisdiction.

Australia

The Scheme relates to the shares of a Singapore company and is to be made by means of a scheme of arrangement provided for under Singapore company law. The distribution of our Shares pursuant to the DIS and the Scheme will be made in Australia in reliance on the relief from the requirements of Chapter 6D of the Corporations Act 2001 (Cth) granted by ASIC Corporations (Compromises or Arrangements) Instrument 2015/358. Accordingly, this Document is not a prospectus or other disclosure document for the purposes of Chapter 6D of the Corporations Act 2001 (Cth) and no such prospectus or other disclosure document will be provided to Australian investors in connection with the Scheme. The Scheme is subject to the disclosure requirements and practices applicable in Singapore to schemes of arrangement, which may differ from the requirements of Australian schemes of arrangement.

Canada

The transactions contemplated herein have not been approved or disapproved by any securities regulatory authority in Canada nor has any securities regulatory authority in Canada passed upon the fairness or merits of the transaction or upon the adequacy of the information contained in this Document. Any representation to the contrary is unlawful.

The distribution of our Shares pursuant to the DIS and the Scheme will constitute a distribution of securities that is exempt from the prospectus requirements of Canadian securities laws and is exempt from or otherwise is not subject to the registration requirements of Canadian securities laws. Any resale of our Shares by a holder in Canada must be made pursuant to an exemption from prospectus requirements and in compliance with, or in a transaction that is not subject to, the registration requirements of applicable Canadian securities laws. Recipients of our Shares are advised to seek legal advice prior to any resale of our Shares.

Hong Kong

The contents of this Document have not been reviewed by any regulatory authority in Hong Kong. You are advised to exercise caution in relation to the transactions contemplated in this Document. If you are in any doubt about any of the contents of this Document, you should obtain independent professional advice. Our Company has not offered or sold and will not offer or sell in Hong Kong, by means of this Document or any other document, any of our Shares unless pursuant to a statutory exemption or in other circumstances which do not result in this Document being a "prospectus" as defined in the Companies (Winding Up and Miscellaneous Provisions) Ordinance

(Cap. 32) of Hong Kong (the "**C(WUMP)O**") or which do not constitute an offer to the public within the meaning of the C(WUMP)O. Our Company has not issued or had in its possession for the purposes of issue, and will not issue or have in its possession for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to our Shares, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong, other than with respect to our Shares which are or are intended to be disposed of outside Hong Kong or otherwise pursuant to a statutory exemption.

Indonesia

The distribution of our Shares pursuant to the DIS and the Scheme does not constitute a public offering in Indonesia under Law Number 8 of 1995 regarding Capital Markets (and the relevant implementing regulations). It may not be offered or sold in Indonesia or to Indonesian citizens, wherever they are domiciled, or to Indonesian residents, in a manner which constitute a public offering under the laws and regulations of Indonesia.

This Document, together with any further information which may be provided to you, is made available on the condition that it is for exclusive use by you and shall not be passed on or further distributed to any other person, or reproduced in whole or in part without the prior written consent of our Company (which consent may be withheld at our Company's sole discretion).

Malaysia

Nothing in this Document constitutes the making available, offer for subscription or purchase, or invitation to subscribe for or purchase, or sale, of our Shares in Malaysia. No approval of, or recognition by, the Securities Commission of Malaysia has been or will be obtained for the making available, offer for subscription or purchase, or invitation to subscribe for or purchase, or sale, of our Shares to any persons in Malaysia. Neither this Document nor any disclosure document has been or will be registered or deposited with the Securities Commission of Malaysia, on the basis that our Shares will not be made available, offered or sold in Malaysia. This Document may not be circulated or distributed in Malaysia, whether directly or indirectly, for the purpose of any making available or offer or invitation for subscription or purchase, or sale of, our Shares in Malaysia.

New Zealand

Our Shares being distributed pursuant to the DIS and the Scheme are being distributed to CapitaLand Shareholders with a registered address in New Zealand in reliance on the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016. This Document is not a product disclosure statement under New Zealand law and has not been registered, filed with, or approved by any New Zealand regulatory authority under or in accordance with the New Zealand Financial Markets Conduct Act 2013 or any other relevant law in New Zealand. It may not contain all the information that a product disclosure statement is required to contain under New Zealand law.

DISTRIBUTION RESTRICTIONS

PRC

As CapitaLand is not a company incorporated in the PRC and the proposed distribution of Shares pursuant to the DIS and the Scheme shall proceed outside the territory of the PRC, the Securities Law does not apply to such distribution as it is not an issuance of stocks within the PRC regulated under the Securities Law, and such distribution does not constitute a public offering under the Securities Law, and hence the Scheme does not require prior approval from the China Securities Regulatory Commission.

For the receipt of distributed Shares, eligible CapitaLand Shareholders residing in PRC may be subject to the relevant registration/filing obligations such as procedures required under No. 37 Circular, No. 7 Circular (if applicable), No. 13 Circular and ODI Procedures, depending on whether the eligible CapitaLand Shareholders residing in PRC are PRC resident individuals or institutions resident in the PRC. Eligible CapitaLand Shareholders residing in PRC should consult their own legal advisers for a full understanding of the relevant registration/filing procedures and consequences to them.

For the receipt of distributed Shares, eligible CapitaLand Shareholders residing in PRC may also be subject to the relevant tax filing obligations and the corresponding payment of income tax in the PRC, such as the PRC individual income tax or PRC corporate income tax, depending on whether the eligible CapitaLand Shareholders residing in PRC are individuals or entities resident in PRC. Eligible CapitaLand Shareholders residing in PRC should consult their own tax advisers for a full understanding of the tax consequences to them.

Thailand

The Scheme has not been and will not be approved by, and this Document have not been filed with nor approved by, the Securities and Exchange Commission of Thailand. The Scheme will not be proceeded or arranged in any circumstances which will constitute an offering of securities within the meaning of the Securities and Exchange Act of Thailand that requires a registration, filing or approval of the Securities and Exchange Commission of Thailand.

U.S.

This Document is not an offer of securities for sale in the U.S. Our Shares to be distributed in connection with the DIS and the Scheme will not be registered with the SEC under the Securities Act or the securities laws of any state of the United States of America and will be issued in reliance on the exemption from the registration requirements of the Securities Act provided by section 3(a)(10) of the Securities Act and available exemptions from such state law registration requirements. Neither the SEC nor any other U.S. federal or state securities commission or regulatory authority has approved or disapproved of our Shares or passed an opinion on the adequacy of this document. Any representation to the contrary is a criminal offence in the United States.

CORPORATE INFORMATION

BOARD OF DIRECTORS	:	Ko Kai Kwun Miguel @ Ko Miguel (Chairman and Non-Executive Non-Independent Director) Lee Chee Koon (Group CEO and Executive Non-Independent Director) Anthony Lim Weng Kin (Lead Independent Director) Goh Swee Chen (Independent Director) Hsu Chung Wei Judy (Independent Director) Kee Teck Koon (Independent Director) Stephen Lee Ching Yen (Independent Director) Gabriel Lim Meng Liang (Independent Director) Chaly Mah Chee Kheong (Independent Director)
COMPANY REGISTRATION NUMBER	:	200308451M
COMPANY SECRETARY	:	Koh Chai Ping Michelle (Bachelor of Laws (Honours)) Hon Wei Seng (Bachelor of Laws (Honours) and Master of Laws)
REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS	:	168 Robinson Road #30-01 Capital Tower Singapore 068912
SHARE REGISTRAR	:	Boardroom Corporate & Advisory Services Pte. Ltd. 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623
SOLE ISSUE MANAGER	:	J.P. Morgan (S.E.A.) Limited 168 Robinson Road 17th Floor, Capital Tower Singapore 068912
INDEPENDENT AUDITORS	:	KPMG LLP Public Accountants and Chartered Accountants 16 Raffles Quay #22-00 Hong Leong Building Singapore 048581 Partner-in-charge: Ling Su Min (a member of the Institute of Singapore Chartered Accountants)

LEGAL ADVISER TO OUR COMPANY AS TO SINGAPORE LAW	:	Allen & Gledhill LLP One Marina Boulevard #28-00 Singapore 018989
LEGAL ADVISER TO THE SOLE ISSUE MANAGER AS TO SINGAPORE LAW	:	WongPartnership LLP 12 Marina Boulevard Level 28 Marina Bay Financial Centre Tower 3 Singapore 018982
PRINCIPAL BANKERS	:	Agricultural Bank of China Limited 7 Temasek Boulevard #30-01/02/03 Suntec Tower 1 Singapore 038987 Bank of China 4 Battery Road Bank of China Building Singapore 049908 DBS Bank Ltd. 12 Marina Boulevard DBS Asia Central @ Marina Bay Financial Centre Tower 3 Singapore 018982 Industrial and Commercial Bank of China Limited 6 Raffles Quay #12-01 Singapore 048580 Mizuho Bank, Ltd. 12 Marina View #08-01 Asia Square Tower 2 Singapore 018961 Oversea-Chinese Banking Corporation Limited 65 Chulia Street #09-00 OCBC Centre Singapore 049513 Sumitomo Mitsui Banking Corporation 3 Temasek Avenue #06-01 Centennial Tower Singapore 039190 United Overseas Bank Limited 80 Raffles Place UOB Plaza Singapore 048624

INDEPENDENT VALUERS :

CBRE, Inc.
1420 5th Ave, Ste 1700
Seattle, WA 98101

CBRE Pte. Ltd.
2 Tanjong Katong Road #06-01
Paya Lebar Quarter
Singapore 437161

CBRE Limited
Level 27, One Pacific Place,
88 Queensway,
Admiralty, Hong Kong

Beijing Colliers International Real Estate Valuation Co., Ltd.
Suite 510, Tower W3, Oriental Plaza,
No. 1 East Chang'an Avenue, Dongcheng District, Beijing

Colliers International Consultancy & Valuation (Singapore) Pte Ltd
12 Marina View,
#19-02, Asia Square Tower 2
Singapore 018961

Cushman & Wakefield K.K.
Sanno Park Tower 13F
2-11-1 Nagatacho, Chiyoda-ku, Tokyo
Japan

Cushman & Wakefield International Property Advisers (Shanghai) Co., Ltd.
42-43F, Plaza 66, No. 1366 West Nanjing Road
Jing'an District, Shanghai, the PRC

Knight Frank LLP
55 Baker Street London W1U 8AN

PPC International Sdn Bhd
8th Floor, Campbell Complex
98 Jalan Dang Wangi,
50100 Kuala Lumpur, Malaysia

Savills Valuation And Professional Services (S) Pte Ltd
30 Cecil Street
#20-03 Prudential Tower
Singapore 049712

Savills Property Services (India) Pvt. Ltd.
15th floor SKAV Seethalakshmi No 21
Kasturba Road, Bangalore 560001, Karnataka, India

The following definitions when used in this Document shall bear the same meanings as set forth below unless otherwise defined herein or the content otherwise requires:

Group Companies and Our Listed Funds and Unlisted Funds

"A-REIT"	:	Ascendas Real Estate Investment Trust
"ACBPF 4"	:	Ascendas China Business Parks Fund 4
"ACCF 3"	:	Ascendas China Commercial Fund 3
"AHT"	:	Ascendas Hospitality Trust
"AIGP"	:	Ascendas India Growth Programme
"AILP"	:	Ascendas India Logistics Programme
"AIT"	:	Ascendas India Trust
"AKOPREIT 1"	:	Ascendas Office Private Placement REIT No. 1 (now known as CapitaLand Korea Private REIT No. 1)
"AKOPREIT 2"	:	Ascendas Korea Office Private REIT No. 2
"AKOPREIT 3"	:	Ascendas Korea Office Private REIT No. 3 (now known as CapitaLand Korea Private REIT No. 3)
"AKOPREIT 4"	:	Ascendas Korea Office Qualified Private REIT No. 4 (now known as CapitaLand Korea Qualified Private REIT No. 4)
"AKOPREIT 5"	:	Ascendas Korea Office Qualified Private REIT No. 5 (now known as CapitaLand Korea Qualified Private REIT No. 5)
"ART"	:	Ascott Residence Trust, a stapled group comprising Ascott REIT (a REIT), and Ascott BT (a BT)
"ASRGF"	:	Ascott Serviced Residence (Global) Fund
"Ascott" or "TAL"	:	The Ascott Limited
"Athena LP"	:	Athena Limited Partnership
"CAP I"	:	CapitaLand Asia Partners I and co-investments
"CapitaLand Mall Asia"	:	CapitaLand Mall Asia Limited, a wholly owned subsidiary of our Company
"CapitaLand Shanghai Malls"	:	Comprise two joint ventures held through our Group's subsidiary, CapitaLand Mall Asia, namely, Ever Bliss International Limited and Full Grace Enterprises Limited

"CapitaLand Township Funds"	:	Comprising CTDF I and CTDF II
"CCT"	:	CapitaLand Commercial Trust (which has merged with CMT to form CICT)
"CICT"	:	CapitaLand Integrated Commercial Trust
"CLCT"	:	CapitaLand China Trust (formerly known as CapitaLand Retail China Trust)
"CLI" or "Company"	:	CapitaLand Investment Limited (formerly known as CapitaLand Financial Limited and CapitaLand Investment Management Limited)
"CLI Group" or "Group"	:	Our Company and our subsidiaries
"CMCDF III"	:	CapitaLand Mall China Development Fund III
"CMCIF I"	:	CapitaLand Mall China Income Fund I
"CMCIF II"	:	CapitaLand Mall China Income Fund II
"CMCIF III"	:	CapitaLand Mall China Income Fund III
"CMIDF"	:	CapitaLand Mall India Development Fund
"CMMT"	:	CapitaLand Malaysia Mall Trust
"CMT"	:	CapitaLand Mall Trust (which was renamed CICT following its merger with CCT)
"CREDO I China"	:	CREDO I China Limited Partnership
"CTDF I"	:	CapitaLand Township Development Fund I
"CTDF II"	:	CapitaLand Township Development Fund II
"CVCVF"	:	CapitaLand Vietnam Commercial Value-Added Fund
"EIPL"	:	Empress Investments Pte. Ltd.
"KDCF I"	:	Korea Data Centre Fund I
"KDCF II"	:	Korea Data Centre Fund II
"RCCIP III"	:	Raffles City China Investment Partners III
"RCCIV"	:	Raffles City China Income Ventures Limited

"RCCN" or "Senning"	:	Raffles City Changning Joint Venture or Senning Property Ltd
"VJVF"	:	Vietnam Joint Venture Fund

Other Companies, Organisations and Agencies

"Bartley"	:	Bartley Investments Pte. Ltd.
"Bursa Malaysia"	:	Bursa Malaysia Securities Berhad
"CapitaLand"	:	CapitaLand Limited
"CapitaLand Group"	:	The group of companies comprising CapitaLand, its subsidiaries and its associated companies (including CLI Group), prior to the completion of the Scheme
"CPF"	:	Central Provident Fund of Singapore
"DBS Vickers"	:	DBS Vickers Securities (Singapore) Pte Ltd
"DTCF"	:	Deloitte & Touche Corporate Finance Pte Ltd
"Glenville"	:	Glenville Investments Pte. Ltd.
"Independent Valuers"	:	CBRE, Inc., CBRE Pte. Ltd., CBRE Limited, Beijing Colliers International Real Estate Valuation Co., Ltd., Colliers International Consultancy & Valuation (Singapore) Pte Ltd, Cushman & Wakefield K.K., Cushman & Wakefield International Property Advisers (Shanghai) Co., Ltd., Knight Frank LLP, PPC International Sdn Bhd, Savills Valuation And Professional Services (S) Pte Ltd, and Savills Property Services (India) Pvt. Ltd.
"MAS"	:	The Monetary Authority of Singapore
"Mawson"	:	Mawson Peak Holdings Pte. Ltd.
"MOFCOM"	:	Ministry of Commerce of the PRC
"NDRC"	:	National Development and Reform Commission of the PRC
"Offeror" or "CLA" or "ASB"	:	CLA Real Estate Holdings Pte. Ltd. (formerly known as Ascendas-Singbridge Pte. Ltd.)
"Parent Group"	:	CapitaLand Group (excluding CLI Group but including CLA), as if the Scheme had been completed
"Phillip Securities"	:	Phillip Securities Pte Ltd

"SAFE"	:	State Administration of Foreign Exchange of the PRC
"SAT"	:	State Administration of Taxation of the PRC
"SGX-ST"	:	Singapore Exchange Securities Trading Limited
"Share Registrar"	:	Boardroom Corporate & Advisory Services Pte. Ltd.
"SIA"	:	Singapore Airlines Limited
"SEC"	:	U.S. Securities and Exchange Commission
"Temasek"	:	Temasek Holdings (Private) Limited
"Tembusu"	:	Tembusu Capital Pte. Ltd.
"TJIII"	:	TJ Holdings (III) Pte. Ltd.
"UOB Kay Hian"	:	UOB Kay Hian Private Limited
"URA"	:	Urban Redevelopment Authority

General

"1Q"	:	Three-month period ended or, as the case may be, ending 31 March
"Acquisition"	:	The proposed acquisition by the Offeror of all the issued and paid-up CapitaLand Shares (excluding the treasury shares and the CapitaLand Shares held by the Offeror) from the eligible CapitaLand Shareholders as described in the section "Scheme"
"Associated Company"[1]	:	A company in which at least 20% but not more than 50% of its shares are held by our Company and/or its subsidiaries, or a subsidiary of such company, and over whose management our Company has control (as defined in the Listing Manual)
"Associated Company Employee"	:	Any employee of an Associated Company (including any Associated Company Executive Director)
"Associated Company Executive Director"	:	A director of an Associated Company who performs an executive function
"Audit Committee"	:	The audit committee of our Company as at the date of this Document, unless otherwise stated

1 For purposes of the section "Share Plans" and Appendix K of this Document.

"Award"	:	An award of Shares granted under the Share Plans
"Award Letter"	:	A letter in such form as the Committee shall approve confirming an Award granted to a Participant by the Committee
"Board" or *"Board of Directors"*	:	The board of Directors of our Company as at the date of this Document, unless otherwise stated
"BT"	:	Business trust
"CapitaLand EGM"	:	The extraordinary general meeting to be held by CapitaLand to seek the approval of the DIS by CapitaLand Shareholders
"CapitaLand Shareholders"	:	Shareholders of CapitaLand
"CapitaLand Shares"	:	Ordinary shares in the capital of CapitaLand
"CCPO"	:	Chief Corporate & People Officer
"CEO"	:	Chief Executive Officer
"CFO"	:	Chief Financial Officer
"Change in Capital Structure"	:	The reorganisation of the share capital structure of CLI in relation to the Internal Restructuring, as further described in "Scheme"
"CICT Units"	:	Units in CICT
"CLI Performance Share Plan 2021"	:	The CapitaLand Investment Performance Share Plan 2021 approved on 17 July 2021
"CLI Restricted Share Plan 2021"	:	The CapitaLand Investment Restricted Share Plan 2021 approved on 17 July 2021
"CLI Shares" or "Shares"	:	Ordinary shares in the capital of our Company
"Code"	:	The Code of Corporate Governance 2018
"Committee"	:	A committee comprising Directors duly authorised and appointed by our Board of Directors to administer the Share Plans and which may also include one person nominated by each of the Designated Parent Companies to be a member of the committee
"Companies Act"	:	The Companies Act, Chapter 50 of Singapore
"Constitution"	:	The constitution of our Company

"DC"	:	Data centre
"Designated Parent Companies"	:	CapitaLand, being the holding company for the time being of our Company, and CLA, being the holding company of CapitaLand, both companies being designated by the Committee for the purposes of the Share Plans, and such other holding company so designated by the Committee from time to time during the duration of the Share Plans
"Designated Parent Group"	:	The Designated Parent Companies and their subsidiaries (other than our Group)
"Designated Parent Group Employee"	:	Any employee of the Designated Parent Group (including any Designated Parent Group Executive Director)
"Designated Parent Group Executive Director"	:	A director of the Designated Parent Group who performs an executive function
"Directors"	:	The directors of our Company as at the date of this Document, unless otherwise stated
"DIS"	:	The dividend *in specie* of approximately 48.24%[1] of our Shares to all CapitaLand Shareholders (excluding the Offeror) and 388,242,247 CICT Units to all CapitaLand Shareholders by CapitaLand as at the Record Date as described in the section "Scheme"
"DM"	:	Developed market
"Document"	:	This document dated 17 July 2021 issued by our Company in respect of the Introduction
"EHS"	:	Environmental, health and safety
"ESG"	:	Environmental, social and governance
"Executive Committee"	:	The executive committee of our Company as at the date of this Document, unless otherwise stated
"Executive Directors"	:	The executive Directors of our Company as at the date of this Document, unless otherwise stated
"Executive Officers"	:	The key executive officers of our Group as at the date of this Document, unless otherwise stated
"Executive Resource and Compensation Committee"	:	The executive resource and compensation committee of our Company as at the date of this Document, unless otherwise stated

[1] The number of our Shares to be distributed pursuant to the DIS and the percentage shareholding represented by such Shares as at the Record Date will be equal to the number of CapitaLand Shares held by the eligible CapitaLand Shareholders and the percentage shareholding represented by such CapitaLand Shares as at the Record Date.

"FIE"	:	Foreign-invested enterprise
"FUM"	:	Funds under management which refer to the proportionate share of total assets under Listed Funds and Unlisted Funds managed by our Group
"FY"	:	Financial year ended or, as the case may be, ending 31 December
"Group CEO"	:	The Group CEO of our Company
"Group CFO"	:	The Group CFO of our Company
"Group Employees"	:	Any employee of our Group including any Group Executive Director
"Group Executive Directors"	:	A director of our Company and/or any of its subsidiaries, as the case may be, who performs an executive function
"IAM"	:	Investment and asset management
"IFRS"	:	International Financial Reporting Standards
"Internal Restructuring"	:	The restructuring exercise proposed to be undertaken by CapitaLand as described in the section "Scheme"
"Introduction"	:	The listing of the Shares on the SGX-ST by way of introduction without any offer being made of the Shares for subscription or sale
"Issuance"	:	The issuance of new Shares to CapitaLand in relation to the Internal Restructuring, as further described in "Scheme"
"IT"	:	Information technology
"JV"	:	Joint venture
"Listed Funds"	:	CICT, A-REIT, ART, CLCT, AIT and CMMT, being the REITs, BTs and/or stapled trusts managed by our Group as of the date of this Document, and the expression shall, where the context so admits, refers to such other REITs, BTs, stapled trusts and/or investment vehicles listed on SGX-ST or any other stock exchange managed by our Group from time to time
"Listed Fund Managers"	:	The managers of the Listed Funds
"Listing"	:	The listing of the Shares on the Main Board of the SGX-ST

"Listing Manual"	:	The Listing Manual of the SGX-ST, as amended, modified or supplemented from time to time
"No. 7 Circular"	:	Circular of the State Administration of Foreign Exchange on the Relevant Issues Concerning the Administration of Foreign Exchange for Domestic Individuals' Participation in Equity Incentive Programs of Overseas Listed Companies (《国家外汇管理局关于境内个人参与境外上市公司股权激励计划外汇管理有关问题的通知》) (Hui Fa [2012] No. 7)
"No. 13 Circular"	:	Circular of the State Administration of Foreign Exchange on Further Simplifying and Improving the Foreign Exchange Administration Policies of Foreign Direct Investment (《国家外汇管理局关于进一步简化和改进直接投资外汇管理政策的通知》) (Hui Fa [2015] No.13)
"No. 37 Circular"	:	Circular of the State Administration of Foreign Exchange on Issues Relating to Foreign Exchange Control for Overseas Investment and Financing and Round-tripping Investment by Domestic Residents through Special Purpose Vehicles (《国家外汇管理局关于境内居民通过特殊目的公司境外投融资及返程投资外汇管理有关问题的通知》) (Hui Fa [2014] No. 37)
"Nominating Committee"	:	The nominating committee of our Company as at the date of this Document, unless otherwise stated
"Non-Executive Director"	:	A non-executive director of: (a) our Company and/or any of its subsidiaries; or (b) an Associated Company
"ODI Procedures"	:	Procedures with the MOFCOM, NDRC, SAFE, the banks and their counterparts to which outbound investment (referring to the investment activities to overseas ownership, right of control, business management right, and other related rights and interests by an enterprise located within the territory of mainland China) is subject pursuant to the Administrative Measures on Outbound Investment (《境外投资管理办法》) (MOFCOM Order No. 3, 2014), the Administrative Measures on Outbound Investment by Enterprises (《企业境外投资管理办法》) (NDRC Order No. 11) and other relevant regulations
"Participant"	:	Holder of an Award
"PBSA"	:	Purpose built student accommodation
"PE"	:	Private equity

"Plan Shares"	:	The new Shares to be allotted and issued pursuant to the vesting of Awards granted under the Share Plans
"PRC"	:	The People's Republic of China, for the purpose of this Document, excluding the Hong Kong Special Administrative Region, the Macao Special Administrative Region and Taiwan
"PRC Legal Representative"	:	A person appointed as a legal representative of a company incorporated in the PRC, as required under the laws and regulations of the PRC
"RCCIV/Senning Transactions"	:	The divestment of partial stakes in a group of companies that own six Raffles City developments in PRC as further described in the section "Management's Discussion and Analysis of Financial Position and Results of Operations – Subsequent Events"
"RE AUM"	:	Real estate assets under management which represent the total value of real estate managed and which is stated at 100% property carrying value (including assets whether operational or under development)
"Reciprocal ROFRs Agreement"	:	The reciprocal rights of first refusal agreement entered into between CLI and CapitaLand, as further described in "Scheme"
"REIM"	:	Real estate investment manager
"REIT"	:	Real estate investment trust
"Restructuring-Related Agreements"	:	The various restructuring agreements entered into between CLI, certain of CLI's subsidiaries, CapitaLand and/or certain of CapitaLand's subsidiaries in connection with the Internal Restructuring and the Scheme, as further described in "Scheme"
"Risk Committee"	:	The risk committee of our Company as at the date of this Document, unless otherwise stated
"ROFR"	:	Right of first refusal
"S-REIT"	:	Singapore REIT
"Scheme"	:	The scheme of arrangement proposed to be undertaken by CapitaLand and the Offeror as described in the section "Scheme"

"Scheme Document"	:	The scheme document or composite document issued by CapitaLand and any other document(s) which may be issued by or on behalf of CapitaLand to amend, revise, supplement or update the document(s) from time to time, in connection with the Scheme
"SFRS(I)"	:	Singapore Financial Reporting Standards (International)
"Share Plans"	:	The CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021
"Securities Account"	:	The securities account maintained by a Depositor with CDP but does not include a securities sub-account
"Securities Law"	:	The Securities Law of the PRC (2019 Revision) (《中华人民共和国证券法》)
"Securities and Futures Act" or "SFA"	:	The Securities and Futures Act, Chapter 289 of Singapore
"SFR"	:	The Securities and Futures (Offers of Investments) (Securities and Securities-Based Derivatives Contracts) Regulations 2018 of Singapore
"SGXNET"	:	Singapore Exchange Network, a system network used by listed companies in sending information and announcements to the SGX-ST or any other system networks prescribed by the SGX-ST
"Shareholders"	:	Registered holders of Shares, except where the registered holder is CDP, the term "Shareholders" of our Company shall, in relation to such Shares, mean the Depositors whose Securities Accounts are credited with Shares
"SR"	:	Serviced residence
"Strategy Committee"		The strategy committee of our Company as at the date of this Document, unless otherwise stated
"Subscription"	:	The subscription by CapitaLand for, and the allotment and issue to CapitaLand, of new Shares in relation to the Internal Restructuring, as further described in "Scheme"
"Units"	:	Apartment units
"Unlisted Funds"	:	Private funds and/or investment vehicles (including but not limited to programs, joint ventures and co-investments) managed by our Group from time to time
"USA" or *"U.S."*	:	United States of America

Currencies, Dates, Units of Measurement and Others

"AUD" or *"A$"*	:	Australian dollars
"Award Date"	:	In relation to an Award, the date on which the Award is granted pursuant to the Share Plans
"bps"	:	Basis points
"CAGR"	:	Compound annual growth rate
"CCY"	:	Currency
"CHF"	:	Swiss franc
"DPU"	:	Distribution per unit
"EBITDA"	:	Earnings before interest, tax, depreciation and amortisation
"EPS"	:	Earnings per Share
"EUR"	:	The single currency of the member states of the European Union that have the Euro as their lawful currency in accordance with the legislation of the European Union relating to European Economic and Monetary Union
"GBP"	:	British pound sterling
"GFA"	:	Gross floor area
"INR"	:	Indian rupee
"JPY"	:	Japanese yen
"KRW"	:	South Korean won
"Latest Practicable Date"	:	3 July 2021, being the latest practicable date for the purposes of the issue of this Document
"Listing Date"	:	The date on which our Shares commence trading on the SGX-ST
"Market Day"	:	A day on which the SGX-ST is open for trading in securities
"MYR"	:	Malaysian ringgit
"NAV"	:	Net asset value
"NTA"	:	Net tangible asset

"PBIT"	:	Profit before income tax
"POC"	:	Percentage of completion
"Record Date"	:	A record date to be announced by CapitaLand on which the Transfers Books and the Register of Members of CapitaLand will be closed in order to determine the entitlements of the eligible CapitaLand Shareholders in respect of the Scheme
"RMB"	:	Renminbi
"ROE"	:	Return on equity
"ROI"	:	Return on investment
"sqf"	:	Square feet
"sqm"	:	Square metres
"S$" or *"SGD"* and *"cents"*	:	Singapore dollars and cents respectively
"US$" or *"USD"*	:	U.S. dollars
"%" or *"per cent."*	:	Per centum

The expressions "depositor", "depository agent" and "depository register" shall have the meanings ascribed to them respectively in Section 81SF of the SFA.

The expressions "associate", "associated company", "associated entity", "controlling interest-holder", "related corporation", "related entity", "subsidiary", "subsidiary entity", "substantial shareholder" and "substantial interest-holder" shall have the meanings ascribed to them in the Fourth Schedule of the SFR, save that in the sections "Interested Person Transactions and Conflicts of Interests" and "Directors, Management and Staff", such terms, if used, shall have the meanings ascribed to them in the Listing Manual.

Words importing the singular shall, where applicable, include the plural and *vice versa* and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to persons shall include corporations.

Any reference in this Document to any statute or enactment is a reference to that statute or enactment as for the time being amended or re-enacted. Any word defined under the Companies Act, the SFA or any statutory modification thereof and used in this Document shall, where applicable, have the meaning assigned to it under the Companies Act, the SFA or any statutory modification thereof, as the case may be.

Any reference to a time and date in this Document shall be a reference to Singapore time and date unless otherwise stated.

Any reference to "we", "us", "our", "our Group" and the "CLI Group" or other grammatical variations thereof in this Document is a reference to our Company and our subsidiaries taken as a whole as if the Scheme had been completed, unless the context otherwise required. In particular, in the context of our financial statements or other financial data or information (including, without limitation, any derivatives, extracts, summaries, discussions or analysis relating thereto), any reference to "we", "us", "our", "our Group" and the "CLI Group" or other grammatical variations thereof in this Document is a reference to our Group and our Listed Funds and Unlisted Funds which we consolidate.

In this Document, unless otherwise stated, references to the description of our business refer to our business as carried out by our Group, our associated companies and our associated entities (including our Listed Funds and Unlisted Funds and our joint ventures).

In this Document, unless otherwise stated, references to our properties, portfolio or projects or our ownership of, interests or investments in properties, portfolio or projects refer to properties or projects in which we directly or indirectly have an ownership interest, including through our investments in Listed Funds or Unlisted Funds, in which we may have a minority interest and which we may not control, and properties, portfolio or projects we manage but do not have an ownership interest.

Certain Chinese names and characters, such as those of PRC entities, properties, cities, governmental and regulatory departments, laws and regulations and notices, have been translated into English or from English names and characters, solely for your convenience, and such translations should not be construed as representations that the English names actually represent the Chinese names and characters or (as the case may be) that the Chinese names actually represent the English names and characters.

Any discrepancies in the tables included herein between the listed amounts and the totals thereof are due to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures that precede them.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Document contains forward-looking statements, which are statements that are not historical facts, including statements about our beliefs and expectations. Forward-looking statements generally can be identified by the use of forward-looking terminology, such as “may”, “will”, “could”, “expect”, “anticipate”, “intend”, “plan”, “believe”, “seek”, “estimate”, “project” and similar terms and phrases. These statements include, among others, statements regarding our business strategy, future financial position and results, plans and objectives for future operations, our share of new and existing markets, general industry and economic trends, our performance relative thereto and our expectations as to requirements for capital expenditures and regulatory matters. Forward-looking statements are, by their nature, subject to substantial risks and uncertainties, and investors should not unduly rely on such statements.

Forward-looking statements reflect our current views with respect to future events and are not a guarantee of future performance. These statements are based on our beliefs and assumptions, which in turn are based on currently available information. Our business model comprises two key segments, namely, fee income-related business and real estate investments. Our fee income-related business involves investment and asset management of Listed Funds and Unlisted Funds, lodging management for both owned and third-party owners of lodging assets, predominantly for serviced residence, and property management across different asset classes. Our real estate investments involve stakes in Listed Funds and Unlisted Funds and property investments. Our outlook is predominantly based on our interpretation of what we consider to be the key economic factors affecting our business and the economies and markets in these countries. Although we believe the assumptions upon which these forward-looking statements are based are reasonable, any of these assumptions could prove to be inaccurate, and the forward-looking statements based on these assumptions could be incorrect. Actual results may differ materially from information contained in the forward-looking statements as a result of a number of factors, many of which are beyond our control, including, in no particular order of priority:

- natural calamities, outbreak of communicable diseases and pandemics/epidemics;
- ongoing uncertainty about the financial stability of global markets;
- risks relating to growth and expansion, as well as risks in connection with past, ongoing and future acquisitions, joint ventures and strategic partnerships;
- country-specific risks, including political, regulatory, economic and currency risks;
- fluctuations and business risks in the commercial, retail, business parks, industrial, logistics and data centre real estate markets and lodging business;
- competition in our key markets;
- government regulation and government policies in the countries where our Group operates; and
- other factors beyond our control.

Additional factors that could cause our actual results, performance or achievements to differ materially include, but are not limited to, those discussed under “Risk Factors”, “Management’s Discussion and Analysis of Financial Position and Results of Operations”, “Dividend Policy”, “Business” and “Prospects, Business Strategies and Future Plans”, and all of our forward-looking statements made herein and elsewhere are qualified in their entirety by these factors. These forward-looking statements and this information speak only as at the date of this Document. We do not intend to update forward-looking statements made herein to reflect actual results or changes in assumptions or other factors that could affect those statements, subject to compliance with all applicable laws, including the Securities and Futures Act and/or rules of the SGX-ST. Although we believe that the assumptions upon which the forward-looking statements are based are reasonable, we cannot guarantee future results, levels of activity, performance or achievements.

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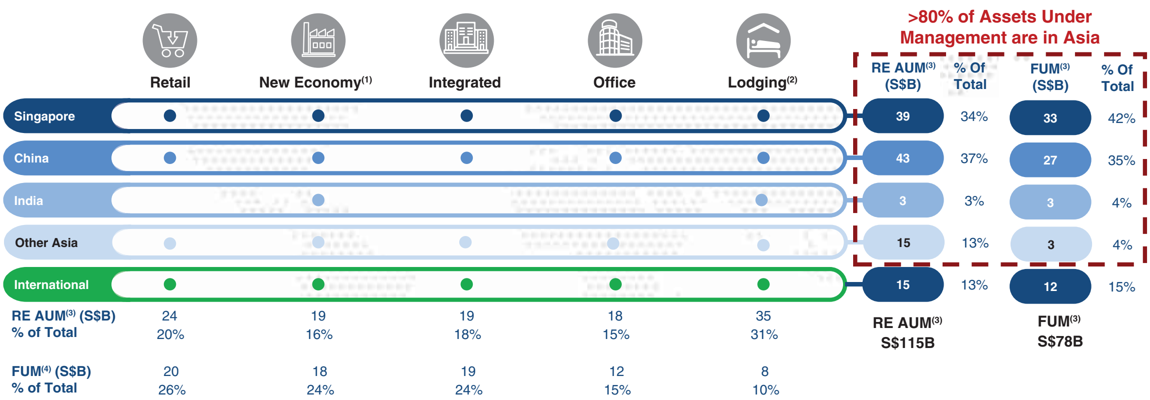
The following section summarises material information that appears later in this Document and is qualified in its entirety by, and is subject to, the more detailed information contained or referred to elsewhere in this Document. This summary may not contain all of the information that may be important to you. You should read this entire document, including our combined financial statements and related notes and "Risk Factors". The meanings of terms not defined in this summary can be found elsewhere in this Document.

Overview of our Group

Upon our listing on the SGX-ST, our Group will become a leading listed global real estate investment manager ("**REIM**") with a strong Asia foothold and *pro forma* total real estate assets under management[1] ("**RE AUM**") of S$115 billion as of 31 December 2020. As at 31 December 2020, our S$78 billion of real estate funds under management[2] ("**FUM**") is held via our managed Listed Funds and Unlisted Funds across the Asia-Pacific, Europe and USA. Our FUM is well-diversified across asset classes, namely, integrated developments, retail, office, lodging and new economy sectors such as business parks, industrial, logistics and data centres.



Notes:

(1) Includes industrial, logistics, business parks and data centres.

(2) Includes multifamily.

(3) As at 31 December 2020.

(4) As at 31 December 2020. Excludes residential strata FUM, which comprises approximately 1% of total FUM.

Our Company is incorporated in Singapore and as at the date of this Document, is a wholly owned subsidiary of CapitaLand. CapitaLand and the Offeror jointly announced on 22 March 2021 the strategic restructuring and demerger of the investment management business of CapitaLand. In connection with such strategic restructuring and demerger, CapitaLand and the Offeror are proposing to undertake the Scheme pursuant to Section 210 of the Companies Act involving, among others, a capital reduction exercise by CapitaLand to distribute approximately 48.24% of our Shares to CapitaLand Shareholders (excluding the Offeror) as at the Record Date on a pro-rata basis. On completion of the Scheme, CapitaLand will hold approximately 51.76%[3] of our Shares in issue.

[1] Represents the total value of real estate managed and which is stated at 100% property carrying value (including assets whether operational or under development).

[2] Refers to the proportionate share of total assets under Listed Funds and Unlisted Funds managed by our Group. As at 31 March 2021, our FUM is S$79 billion.

[3] Based on the current shareholdings of CapitaLand as at 7 July 2021.

The table below summarises the number of funds and total FUM under our Group:

	As at 31 December 2018	As at 31 December 2019	As at 31 December 2020	Average Growth per Annum
Total number of funds	20	32	31(1)	24%
FUM – Listed Funds	S$31 billion	S$50 billion	S$52 billion	30%
FUM – Unlisted Funds	S$23 billion	S$24 billion	S$26 billion	5%
FUM – Total	**S$54 billion**	**S$74 billion**	**S$78 billion**	**20%**

Note:

(1) Post completion of the merger of CMT and CCT in 2020.

As at 7 July 2021, our Group manages six Listed Funds with five listed on the SGX-ST and one listed on Bursa Malaysia, and over 20 Unlisted Funds.

Our Business Portfolio and Operations

Upon our listing on the SGX-ST, our Group will become a leading listed global real estate investment manager with a strong Asia foothold. Our business model comprises two key segments, namely, fee income-related business and real estate investments, as further described below.

(a) Fee income-related business

- Investment and asset management of Listed Funds;
- Investment and asset management of Unlisted Funds;
- Lodging management for both owned and third-party owners of lodging assets, predominantly for serviced residence; and
- Property management across different asset classes; and

(b) Real estate investments

- Stakes in the Listed Funds;
- Stakes in the Unlisted Funds; and
- Property investments.

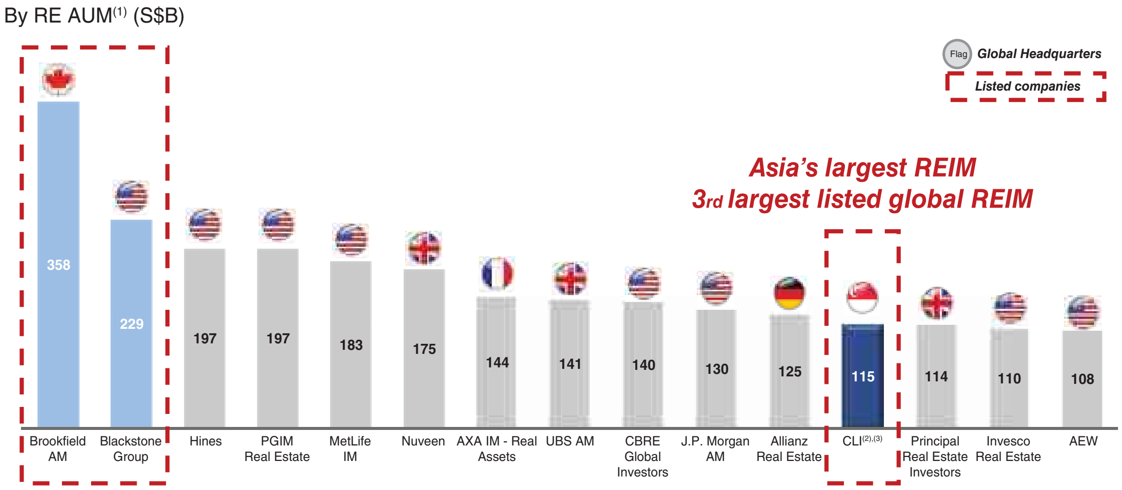
Please refer to the section “Business – Our Business Portfolio and Operations” for further details.

Competitive Strengths

A leading listed global real estate investment manager with strong Asia foothold and proven execution capabilities across asset classes and geographies

Asia's largest REIM with leading position among listed global REIMs

With a business presence spanning over 230 cities across more than 30 countries as at 31 December 2020, our Group has established a strong footprint across all major global markets. Upon our listing on the SGX-ST, our Group will become Asia's largest listed REIM and third largest listed REIM globally, based on our RE AUM of approximately S$115 billion as at 31 December 2020.



Source: IPE Real Assets, IPE Top 150 Real Estate Investment Managers 2020, published in November/December 2020. IPE Real Assets has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Notes:

(1) As at 30 June 2020, based on SGD/EUR = 1.545.

(2) As at 31 December 2020.

(3) Our Group ranked 12th among REIMs based on RE AUM, as opposed to CapitaLand which was ranked 9th previously, given its transition towards an REIM from a real estate manager.

Asia-centric business with an entrenched presence in major APAC markets

As at 31 December 2020, our FUM is approximately S$78 billion, with Asia contributing to more than 80% of geographical presence, forming the core of our Group's business. Beyond our dominant position in Singapore, our Group has a long established presence in other major markets in Asia-Pacific such as PRC and India for over 25 years, where we have developed extensive local market insights and deal sourcing capabilities through our domestic relationships and network. We have demonstrated capabilities in conceptualising, structuring and executing real estate strategies to unlock and enhance value of these real estate assets.

Well-diversified portfolio underpinned by full-fledged capabilities

Our FUM is well-diversified across different asset classes, including integrated developments, retail, office, lodging and new economy sectors such as business parks, industrial, logistics and data centres through our managed funds. Leveraging on our full-fledged capabilities across the real estate value chain, from investment management, asset management, fund management to property management, we have demonstrated core competencies in project execution across multiple strategies, including core, core-plus, value add, opportunistic and credit[1].

Strong brand equity built over the past three decades

In connection with our proposed listing on the SGX-ST, our Company entered into a trademark licence agreement with CapitaLand on 17 July 2021 which will become effective on the Listing Date. Pursuant to the trademark licence agreement, CLI is granted the licence to use trademarks relevant to CLI Group's businesses, such as the "CapitaLand", "Raffles City" and "CapitaMall" trademarks, as well as the right to sub-license such trademarks to CLI's subsidiaries, associated companies and managed investment vehicles, for a nominal licence fee of S$1.00. Please see the section "Interested Person Transactions and Conflicts of Interests – Present and Ongoing Interested Person Transactions". In addition to the above, Ascott owns all the trademarks pertaining to the lodging business including "Ascott", "Somerset", "Citadines", "Quest" and "lyf".

Our strong collection of brands is internationally-renowned and well-recognised by investors and consumers alike. These brands include the likes of *Raffles City*, *CapitaMall*, *Ascott* and its family of lodging brands including *Somerset, Citadines, Quest, lyf* among others. Please refer to the section "The Lodging Operating Platform" for further details.

Notably, our signature *Raffles City* brand has garnered a strong reputation over the past 35 years. Pioneered in Singapore with a ground-breaking 'city within a city' concept, the success of Raffles City Singapore paved the way for the brand to be exported to PRC. With numerous awards collected over time, *Raffles City* is the most recognisable integrated development brand in PRC and such developments appeal strongly to both shoppers and tenants alike. We have in total 10 Raffles City-branded integrated developments in both Singapore and within prime city locations in PRC.

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1 'Core' refers to investments that offer investors stable and consistent income with minimal asset management required. Core investments are typically low risk, with an expected annual returns profile of mid to high single digits.

'Core-plus' refers to investments that offer investors a relatively stable income with the potential to generate additional returns from improved cash flows through light property improvements, management efficiencies or increasing tenant quality. Core-plus investments are typically low to moderate risk, with an expected annual returns profile of high single digits to low-teens, slightly more than core investments.

'Value add' refers to growth-oriented investments, where investors can potentially benefit from a significant improvement in cash flows once value has been added. Value is typically created through by making improvements and/or repositioning the underlying properties. Value add investments are usually moderate to high risk, with an expected annual returns profile of low- to mid-teens.

'Opportunistic' refers to growth-oriented investments, though these investments are riskier than value add investments. Investors are exposed to highly complex projects, typically development in nature, that have little to no cash flow at acquisition. Investors can potentially benefit from a significant improvement in cash flows once value has been added. Opportunistic investments are the riskiest of all strategies, with an expected returns profile of around mid-teens.

"Credit" refers to real estate private credit strategies which target a spectrum of capital preservation and return maximisation. Capital preservation strategies include focused mezzanine and senior debt funds that seek to deliver predictable returns. Return-maximising strategies include investing in special situations, stressed or distressed credit and target total returns in an opportunistic setting.

Our lodging brands, in particular, *Ascott*, an award-wining brand we own, pioneered Asia Pacific's first international-class serviced residence in 1984. With over 30 years of brand equity and track record, Ascott has grown into an internationally-recognised brand trusted by consumers globally. Recent international awards include World Travel Awards 2020 for 'Leading Serviced Apartment Brand' in Asia, Europe and the Middle East, and Business Traveller Awards 2020 for 'Best Serviced Residence Brand' in Asia-Pacific and the Middle East. In 2016, in our quest to design a more experiential stay tailored for and managed by millennials, we have also introduced and launched the *lyf* branded serviced residence, a millennial-focused brand designed to address a growth in the customers from this demographic. Our lodging platform has continuously demonstrated ability to leverage our proven track records to bring new ideas and concepts to third party owners as travel and accommodation demands and dynamics evolve over time.

We believe our ability to create brands and demonstrate success with the real estate associated with these brands is a key differentiator that strengthens our operating platform through our proven track record in active asset management and successful execution of various value add strategies. This further draws capital partners to our new and existing funds, and enables our investment management business to deliver attractive risk-adjusted returns for these capital partners.

We are a pioneer in real estate investment management in Asia, with a proven track record in managing the public market vehicles in Singapore and Malaysia to deliver growth

We are a pioneer in the real estate investment management space in Asia, and have been instrumental in spearheading efforts of launching leading REITs in Singapore and Malaysia across different sectors and geographies. As at the date of this Document, we manage five Listed Funds in Singapore (commonly termed as "S-REITs") and one Listed Fund in Malaysia, namely, the following:

- **CapitaLand Integrated Commercial Trust ("CICT")** (which was formed following the merger of CapitaLand Mall Trust ("**CMT**"), the first REIT listed on SGX-ST in 2002, with CapitaLand Commercial Trust ("**CCT**"), the first commercial REIT to be listed on SGX-ST). CICT is the largest[1] REIT in Singapore, with a diversified portfolio of high-quality commercial (including retail and/or office) and integrated developments, mainly located in Singapore

- **Ascendas Real Estate Investment Trust ("A-REIT")** – the first and largest[1] listed business space and industrial REIT in Singapore with a portfolio diversified across major developed markets globally

- **Ascott Residence Trust ("ART")** – the largest[1] hospitality trust in Asia Pacific

- **CapitaLand China Trust ("CLCT")** – the largest[1] PRC-focused REIT in Singapore with a diversified portfolio of malls and business parks

- **Ascendas India Trust ("AIT")** – the first Indian property trust in Asia with a diversified portfolio of IT and logistics parks[2]

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1 By asset value as at 31 December 2020.

2 In July 2021, AIT announced that it will invest an estimated S$216.6 million to develop and operate phase one of its first data centre campus on a prime site in India. The investment offers AIT the opportunity to diversify into the attractive and highly scalable new economy asset class.

- **CapitaLand Malaysia Mall Trust ("CMMT")** – a leading shopping mall-focused REIT in Malaysia listed on Bursa Malaysia

As at 7 July 2021, the aggregate market capitalisation of the Listed Funds on the SGX-ST constitutes around one-third of the S-REITs market capitalisation in Singapore, making our Group the leading manager of S-REITs when measured by such market capitalisation.

Our Group's notable achievements in managing public market vehicles to generate sustainable and recurring income over a long-term investment horizon for unitholders include:

(a) **Sourcing and executing yield accretive acquisitions**

Over the last five years (from 2016 to 2020), our Listed Funds have acquired approximately S$11.5 billion worth of assets, of which two-thirds were from third parties. These assets are well-diversified across various asset classes and geographies. Recent acquisitions by our Listed Funds have focused on the new economy space such as A-REIT's acquisition of the 11 data centres across Europe.

(b) **Enhancing value of assets through repositioning and/or redevelopment**

Our Group has leveraged our deep knowledge base and proactively identified and unlocked the embedded value of our managed assets, creating value for unitholders in our Listed Funds. Notable examples include the redevelopment of Ascott Orchard under ART; the redevelopment of Funan under CICT; the redevelopment of Market Street car park into CapitaGreen; and the redevelopment of Golden Shoe car park into CapitaSpring held between, among others, CICT and CapitaLand.

(c) **Adapting to changing times and market proactively**

We have implemented major moves in the last few years to address evolving competitiveness in the market and changing real estate market landscape.

In 2019, the merger of ART and Ascendas Hospitality Trust ("**AHT**") was implemented to, among others, consolidate Ascott REIT's position as the largest hospitality trust in Asia-Pacific and making it the proxy hospitality trust in the region, strengthening Ascott REIT's financial position, giving it greater capacity to drive growth. The merger was also intended to enhance portfolio diversification and resilience through, among others, strengthening Ascott REIT's presence in Asia–Pacific, adding predominantly freehold properties to increase the proportion of freehold assets and maintaining a balanced portfolio of stable and growth income.

In 2020, the merger of CMT and CCT to form CICT was a result of proactive response to an evolving real estate landscape, and to combine domain expertise and dynamism of the management teams to enable CICT to unlock synergies through CICT's enlarged diversified portfolio and platform capabilities. Since the merger, as part of CICT's portfolio reconstitution strategy, CICT continually reviews and evaluates its existing properties for enhancement opportunities or potential divestments, and seeks acquisition opportunities in Singapore and overseas, in developed markets, guided by its strategic rationale, potential distribution per unit and value creation.

(d) **Capitalising on new opportunities**

We have expanded CLCT's investment strategy in 2020 so as to position CLCT for growth and to seize new opportunities in the growing PRC real estate market. It is the dedicated Singapore-listed REIT for our Group's non-lodging PRC business. Broadening the investment strategy allows CLCT to explore other asset classes beyond the retail sector. By investing in different sectors including office, industrial, business parks, logistics, data centres and integrated developments, CLCT will also be able to further diversify its revenue stream to build a sector-diversified portfolio.

In May 2021, an announcement was made in relation to the proposed expansion of CMMT's investment objective and policy to include investments in other asset classes, namely, commercial, office and industrial. This proposal has been approved by CMMT's unitholders and is in the process of being formalised. Ancillary to the above, CMMT is also proposed to be renamed to CapitaLand Malaysia Trust.

In July 2021, AIT announced that it will invest an estimated S$216.6 million to develop and operate phase one of its first data centre campus on a prime site in India. The investment offers AIT the opportunity to diversify into the attractive and highly scalable new economy asset class.

Our investment management platform provides us with a growing and recurring fee income base underpinned by a high proportion of permanent capital base

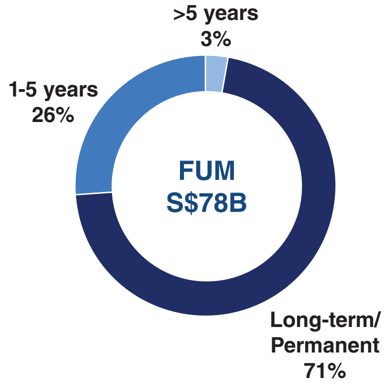
The investment management platform provides our Group with a source of sustainable and recurring income base across real estate cycles. Our business model is highly scalable and capital efficient, enabling our Group to become more asset-light and resilient through fluctuating business cycles.

Long-term and permanent capital forms majority of FUM

Our executional capabilities and proven track record have supported the steady growth of our Listed Funds.

With respect to our Group's FUM as at 31 December 2020, approximately 71% (the majority of which comprises Listed Funds) is classified as permanent capital on account of its long investment horizon. By definition, permanent capital refers to an investment in an underlying vehicle for an indefinite period of time. The nature of permanent capital provides our Group with the ability to focus on generating returns for our funds, generating mutual benefits to both our Group and our investors.

Long-term and permanent capital forms majority of FUM

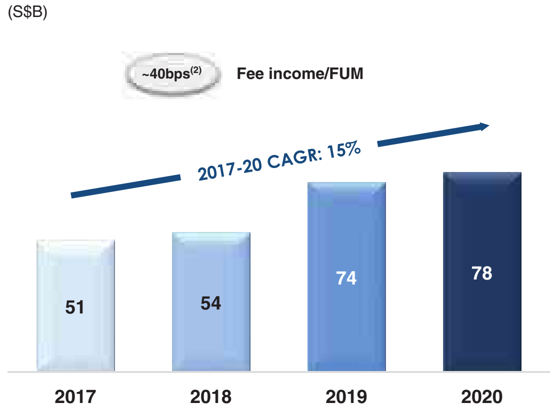


Recurring fee income and healthy margins

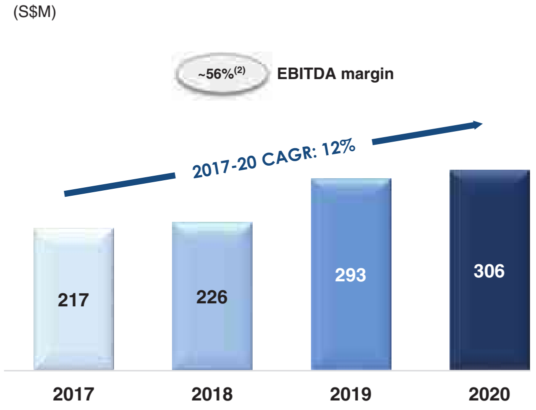
Investment and asset management fees contribute to approximately 15% of FY2020 total revenue, of which approximately 90% is recurring, offering investors a continuous, growing stream of income.

Over the past four financial years (from FY2017 to FY2020), our Group has consistently demonstrated growth of fee income from our fund management platform, achieving a three-year CAGR of 12% in FY2020 with S$306 million of fees from fee income-related business relating to the investment and asset management of Listed Funds and Unlisted Funds. Furthermore, we have maintained a healthy and stable fund management EBITDA margin, averaging approximately 56% over the last four financial years.

Double-digit FUM growth track record and stable fee income/FUM rate



Growing fee income from REITs and Fund Management(1)



Notes:

(1) Fee income refers to income from management of Listed Funds and Unlisted Funds only, excludes fees from serviced residences management and property management which will be part of investment management revenue mix going forward.

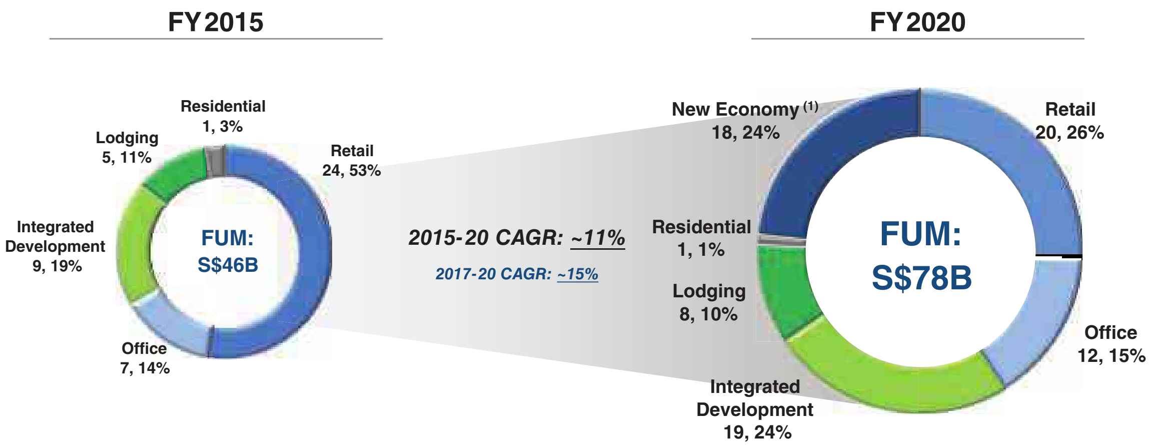
(2) Average across FY2017 to FY2020.

Going forward, we will focus on continuing to grow management fee income and margin through increasing our FUM (please refer to the section "Prospects, Business Strategies and Future Plans – Strategies and Future Plans" for more details).

Diversified sector exposure and strategies

As at 7 July 2021, our Group manages six Listed Funds and over 20 Unlisted Funds, across a wide spectrum of real estate sectors and strategies. We believe the depth and breadth of our growing platform attracts capital partners who are looking to access multiple investment opportunities globally through a single interface. Over the past six financial years from FY2015 to FY2020, we have grown our FUM at approximately 11% CAGR to S$78 billion.

Evolution of CLI's FUM (S$B)

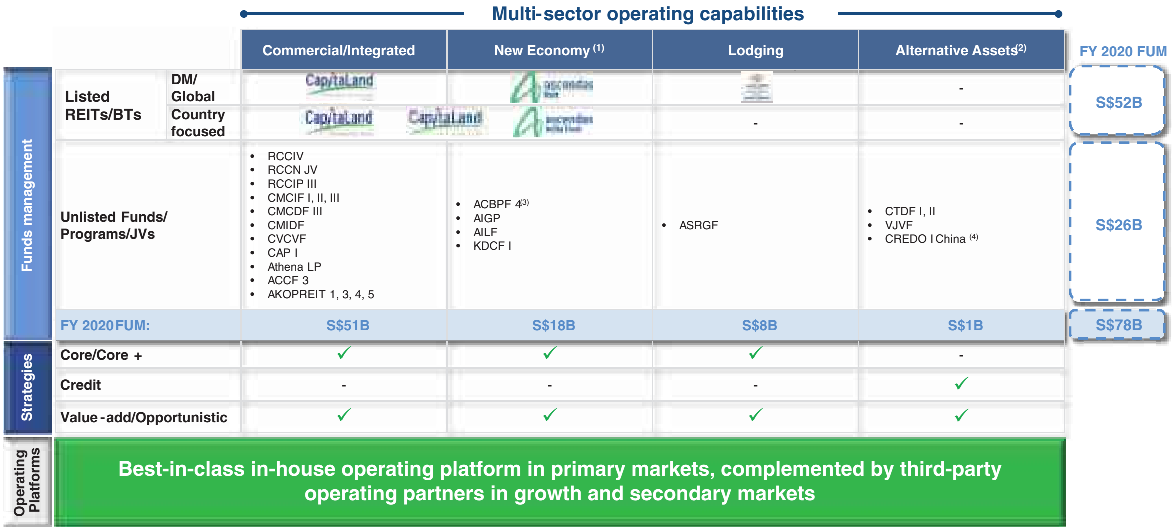


Note:

(1) Includes industrial, logistics, business parks and data centres.

The CapitaLand Group made its first foray into new economy assets through the transaction with ASB in 2019, successfully expanding its portfolio to include new sectors such as industrial, logistics, business parks and data centres via the acquisition of the portfolio of ASB group including its interests in three REITs/BTs (in particular A-REIT and AIT), as well as seven Unlisted Funds. Our Group now has a diversified FUM base with new economy assets comprising approximately 24% of FUM as at 31 December 2020, and we will continue to expand into new economy sectors going forward.

Our Group also has a wide range of strategies across our portfolio, reflecting multi-sector operating capabilities as outlined in the diagram below.



Notes:

(1) Includes industrial, logistics, business parks and data centres.

(2) Includes real estate debt and residential focused Unlisted Funds.

(3) ACBPF 4 will be wound up after all proceeds from the sale of Ascendas Innovation Tower, Xi'an, Ascendas Innovation Hub, Xi'an and Ascendas Xinsu Portfolio, Suzhou have been distributed to investors.

(4) As at the Latest Practicable Date, the stakeholders of CREDO I China are in amicable discussions to review options for this fund and nothing definitive has been agreed upon.

Visible pipelines for our managed Listed Funds and Unlisted Funds

Since 2018, the CapitaLand Group has consistently delivered on its key target of at least S$3 billion in annual capital recycling and achieved an annual premium of approximately 11% over the last three years (from FY2018 to FY2020) on average as a group. Our Group would seek to continue such momentum in proactively recycling assets to drive returns, as part of our overall growth strategies.

Strong support of additional pipeline from the Parent Group

CLI Group and/or its managed Listed Funds and Unlisted Funds would also be able to access further pipeline investment opportunities that may be made available by the Parent Group (following the completion of the Scheme) to augment CLI Group's FUM growth. CLI and CapitaLand had on 17 July 2021 entered into a reciprocal rights of first refusal agreement pursuant to which CapitaLand has granted a right of first refusal ("**ROFR**") to CLI in support of CLI Group's growth. The ROFR will become effective on the Listing Date and operate to give CLI a right of first refusal under certain terms and conditions to acquire Relevant Assets (as defined in the section "Interested Person Transactions and Conflicts of Interests – Conflicts of Interests") that CapitaLand or any of its subsidiaries wishes to dispose of. CLI may exercise the right to acquire the Relevant Assets (or, as the case may be, the interests in the Relevant Assets) for its own portfolio of pipeline assets, or CLI may exercise it in favour of any Relevant CLI Entity (as defined in the section "Interested Person Transactions and Conflicts of Interests – Conflicts of Interests"). The ROFR from CapitaLand to CLI does not extend to any interests which are or may be in the future subject to other contractual rights of first refusal which have been or may be granted to third parties unless such third party declines or does not exercise such rights to acquire. Please see the section "Interested Person Transactions and Conflicts of Interests – Conflicts of Interests".

Multiple take-out vehicles and strategies available to recycle capital

At inception upon the completion of the Scheme, our Group has an attractive pipeline of operating assets with strong monetisation potential. Since 2018, the CapitaLand Group has consistently delivered on its key target of at least S$3 billion in annual capital recycling and achieved an annual premium of approximately 11% over the last three years (from FY2018 to FY2020) on average as a group. Our Group would seek to continue such momentum in proactively recycling assets to drive returns, as part of our overall growth strategies. There are multiple take-out vehicles and strategies which we can use to release capital – these vehicles include our Group's Listed Funds and Unlisted Funds, or through third party sale.

Lodging management capabilities serve as a distinctive engine of growth and are synergistic to the investment management platform

The Ascott Limited ("**Ascott**" or "**TAL**") is one of the leading international lodging owner-operators with a portfolio spanning more than 30 countries globally. With full value chain capabilities from operations to investment management, our lodging business is well positioned as a distinctive engine to drive fee-related earning growth.

Lodging management platform as a distinctive engine of growth

Our lodging business is an asset-light and ROE-accretive business model whereby more than 80% of our managed lodging units are in respect of properties owned by third parties which we manage under management contracts and franchise agreements. Under such a management contract or a franchise agreement for the third party owner's property, we provide services for a management fee or franchise fee and we typically do not invest any capital in the property. This would translate to fee income earned with minimum or no capital outlay, hence contributing to the ROE-accretive model of our lodging business. Over the last four financial years (from FY2017 to FY2020), our Group has successfully scaled our lodging platform at a CAGR of approximately 20%. As of the end of FY2020, our Group has 123,000 lodging units under management, of which approximately 43% of these units are expected to become operational over the next few years and be accretive to our Group's lodging management fee revenues once operational.

On average, our Group expects between approximately S$20 million to S$25 million of fee income for every 10,000 stabilised serviced residence units. Additionally, using FY2019 as a reference, we earned approximately 70 bps of fees from operational units under management as a percentage of lodging RE AUM. As the platform continues to scale towards our planned target of 160,000 units under management by FY2023, we expect the business to experience economies of scale, and thus, fixed costs associated with running the lodging platform to be spread across a larger number of operational units. Over the next few years, the benefits of operating leverage on our Group's lodging business should become more apparent to investors and this will be evident through margin expansion.

Our lodging business model has proven to be resilient through market cycles

Ascott, a market leader in the management of the longer-stay and/or corporate segments, has proven resilient in the face of an economic downturn. Despite the COVID-19 pandemic's negative impact on travel, property owners continue to sign new management and franchise contracts with Ascott, allowing Ascott to achieve its fourth consecutive year of record growth in 2020. In addition, Ascott has also secured 14,200 units in FY2020 amidst the COVID-19 pandemic. Ascott intends to continue to build upon its position as a global leader in the resilient longer-stay and/or corporate segments by expanding into adjacent markets such as multifamily and purpose built student accommodation ("**PBSA**").

Our longer-stay lodging management expertise positions us favourably for continued expansion into adjacent hospitality-related sectors

Our Group's and Ascott's global presence and network of third party owners provide Ascott with opportunities, including access to acquisition opportunities and seeding of new lodging investment vehicles. Furthermore, leveraging on Ascott's deep product knowledge in the longer-stay segment, we plan to scale up the lodging platform by continuing to expand into adjacent sectors such as the multifamily and PBSA asset classes, driving FUM growth for the platform and bringing more capital partners on-board.

We benefit from the ecosystem with the Parent Group as our long-term developer and co-investment capital partner

After the completion of the Scheme, CLI Group intends to, in collaboration with CapitaLand, preserve and sustain the ecosystem with the Parent Group. CapitaLand has over time developed an integrated suite of capabilities to support its real estate businesses and platforms. A key feature of the ecosystem is that it supports the different business units within the CapitaLand Group in building different core competencies across the real estate value chain and at the same time enabling them to separately capitalise on the real estate capabilities residing across the multiple platforms operating as a collective whole throughout the life cycle of the real estate investment.

The overriding objective of preserving and sustaining the existing ecosystem is to optimise the value unlocked by the strategic restructuring and demerger of CLI and the investment management business of CapitaLand, through preserving and sustaining the inherent business advantages of scale, synergy, capabilities and expertise embedded within the existing CapitaLand Group ecosystem, in order to fully benefit CLI Group. Preserving and sustaining the existing ecosystem will enable both CLI Group and the Parent Group's development arm to optimise both groups' respective strategies and operations to create and capture value to drive the growth of CLI Group in the interests of our Shareholders as well as leverage both CLI Group's and the Parent Group's development arm's collective strengths, to drive a sustainable competitive advantage for CLI.

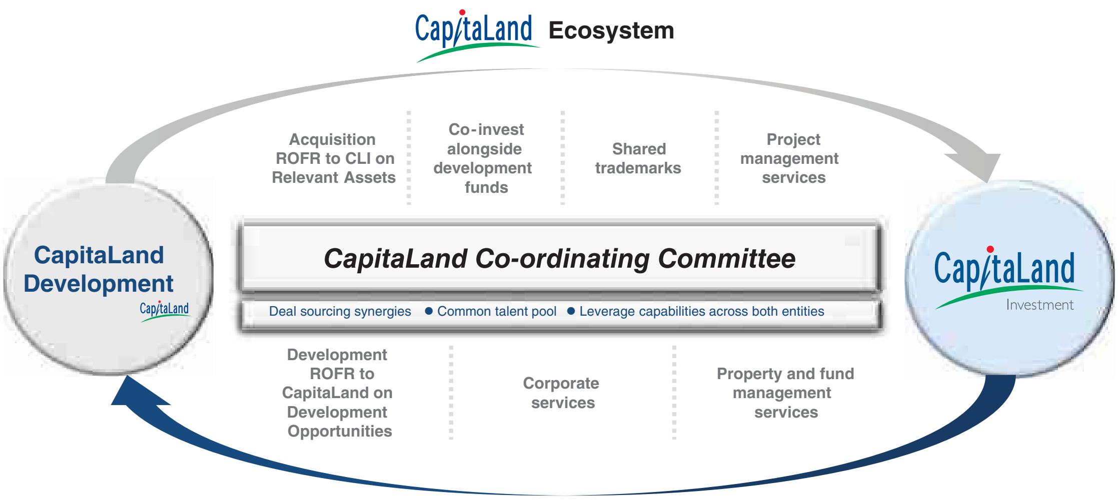
As part of the strategic objectives underlying the Scheme, CLI Group's business will principally comprise the investment management and lodging platforms of the CapitaLand Group, whereas the Parent Group's development arm will focus on real estate development business. The separation of businesses between CLI Group and the Parent Group is a key feature of the strategic restructuring. Following the completion of the Scheme, CapitaLand and CLI will continue to operate in the real estate business space, albeit operating in the differentiated businesses of real estate developer and real estate investment management, respectively, with different business objectives and business models, the former focusing on development and the latter focusing on fee generation and managed investment opportunities to capital partners. Hence, the businesses of CLI Group and the Parent Group will be distinct and separate from, and will not be in competition with, each other.

After the Listing, CLI Group envisages the Parent Group to continue supporting CLI Group through its development arm by leveraging on its strong development capabilities through participating and collaborating in the development and/or redevelopment of projects by CLI Group, its Listed Funds and/or Unlisted Funds, and providing to CLI Group development or project management services as CLI Group may require in respect of any property investments held within CLI Group. CLI Group will also be able to tap on a key pipeline source of investment opportunities from the Parent Group's development arm as and when its development projects complete and are available for sale to augment the growth of CLI Group's FUM, as discussed in "– *Competitive Strengths – Visible pipelines for our managed Listed Funds and Unlisted Funds*" above.

In this regard, as part of a reciprocal rights of first refusal arrangement between CLI and CapitaLand, CLI and CapitaLand had on 17 July 2021 entered into a reciprocal rights of first refusal agreement pursuant to which CapitaLand has granted a ROFR to CLI in support of CLI Group's growth. The ROFR will become effective on the Listing Date and operate to give CLI a right of first refusal under certain terms and conditions to acquire Relevant Assets (as defined in the section "Interested Person Transactions and Conflicts of Interests – Conflicts of Interests") that CapitaLand or any of its subsidiaries wishes to dispose of. CLI may exercise the right to acquire the Relevant Assets (or, as the case may be, the interests in the Relevant Assets) for its own portfolio of pipeline assets, or CLI may exercise it in favour of any Relevant CLI Entity (as defined in the section "Interested Person Transactions and Conflicts of Interests – Conflicts of Interests"). The ROFR from CapitaLand to CLI does not extend to any interests which are or may be in the future subject to other contractual rights of first refusal which have been or may be granted to third parties unless such third party declines or does not exercise such rights to acquire.

Pursuant to the reciprocal rights of first refusal agreement, a reciprocal ROFR has been extended from CLI to CapitaLand, such that the latter, given its development focus, will be given a first right to invest up to 100% in any Development Opportunity (as defined in the section "Interested Person Transactions and Conflicts of Interests – Conflicts of Interests") on its own, save in situations, among others, where the grant of such a first right to CapitaLand would constitute a breach of the terms of any contractual arrangement or such Development Opportunity is to be made available to an Unlisted Fund of the CLI Group and falls within such fund's investment mandate, in each case existing at the Listing Date. In the event that CapitaLand exercises the ROFR to invest in a Development Opportunity, it shall (to the extent that any decision on the appointment of developer or project manager for the purposes of the Development Opportunity is within the unfettered control of the Relevant CLI Entity and/or is included in the Development Opportunity offered by the relevant third party) be entitled to appoint any party (including any Parent Group entity) as developer and project manager for the Development Opportunity. Subject to CapitaLand's rights under the ROFR, the CLI Group shall not be precluded from investing in the Development Opportunity as an investor or co-investor alongside CapitaLand, including the seeding and establishment of new development funds to be set up by the CLI Group.

Please see the section "Interested Person Transactions and Conflicts of Interests – Conflicts of Interests".



A CapitaLand Co-ordinating Committee will be formed comprising CLI's Group CEO as its chairman, the Parent Group's development arm's CEO and selective key senior management from CLI and the Parent Group's development arm. The main function of the CapitaLand Co-ordinating Committee is to coordinate activities between the Parent Group and the CLI Group, with the chief purpose of facilitating planning by each group. The CapitaLand Co-ordinating Committee is an ad-hoc working group rather than a decision-making group, and its meetings (which are expected to take place on a regular basis) will provide a forum for the Parent Group and the CLI Group to discuss matters and share industry information, including through joint consultations with market intelligence experts, to explore opportunities whereby the groups may be able to leverage on their respective and collective core competencies through activities such as asset recycling. The CapitaLand Co-ordinating Committee will also oversee efforts to minimise disruptions to human capital to foster smooth transition and business continuity to the CLI Group from and after the Listing, which includes the transfer of relevant employees from the Parent Group to the CLI Group pursuant to the Internal Restructuring. As it is an ad hoc working group rather than a board committee of either CLI, CapitaLand or any group entity, the decisions of the CapitaLand Co-ordinating Committee will not be binding on either the Parent Group or the CLI Group. Each of the Parent Group and the CLI Group will be governed by their respective boards and each group will ensure that the CapitaLand Co-ordinating Committee adheres to appropriate governance requirements[1].

We have a strong leadership and a deep bench of investment and asset management ("IAM") specialists

We have assembled a strong leadership team with in-depth experience across strategies and asset classes. On average, the leadership team has about 20 years of relevant experience.

Mr Lee Chee Koon, CLI's Group CEO and Executive Non-Independent Director, is a well-respected veteran in the real estate industry with more than 14 years of experience. Mr Lee joined CapitaLand in 2007 and has since held several appointments within the CapitaLand Group, which includes his role as group chief investment officer of CapitaLand, CEO of Ascott and managing director, North Asia for Ascott in PRC.

Mr Lim Cho Pin Andrew Geoffrey, CLI's Group CFO has more than 15 years of experience in real estate, corporate finance and investment management across Asia. Prior to joining CapitaLand in January 2017, Mr Lim served as managing director and head of South East Asia advisory coverage, real estate and hospitality at The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch, at which he worked for 12 years.

Mr Yap Neng Tong Jonathan, CLI's CEO, Fund Management has more than 29 years of experience in the real estate and funds management business. Prior to joining the CapitaLand Group in July 2019, Mr Yap was the group chief operating officer and group CFO of ASB.

Mr Goh Soon Keat Kevin, CLI's CEO, Lodging, has more than 14 years of experience in real estate, funds and operations management in the hospitality sector. Prior to joining the CapitaLand Group under Ascott China in 2007, Mr Goh was with Accenture, one of Fortune 500's largest global management consulting, technology services and outsourcing companies.

[1] This includes putting in place the necessary safeguards with respect to handling and controlling the flow of confidential information. All members of the CapitaLand Co-ordinating Committee will also be made aware of their obligations to comply with all applicable laws and regulations while in possession of unpublished material information.

Mr Tan Seng Chai, CLI's CCPO, has more than 25 years of experience primarily in human resources and corporate matters. He is responsible for building leadership and talent pipeline to support the CLI Group and its businesses.

The leadership team is also well supported by over 260 IAM specialists globally as of 7 July 2021 (as if the Scheme had been completed), providing CLI Group with a competitive advantage in deal sourcing and origination and extensive local market insights, as well as deal execution track record. In aggregate, the IAM team has managed over 100 assets across more than 30 countries, amassing knowledge across the breadth and depth of real estate markets globally (including in new economy sectors such as business parks, industrial, logistics and data centres).

We believe that the experience, network and track record of our leadership team and IAM specialists are the principal reasons for our success in achieving significant growth for CapitaLand's business since its incorporation, and they will continue to play an instrumental role in CLI Group's success going forward.

We also believe that a company can only be as good as its employees. We intend to continue to invest in people to continually sharpen this competitive edge. As we focus on delivering growth as a real estate investment management company, we will step up efforts to deepen our investment management bench strength.

We have placed strong emphasis on achieving our sustainability goals alongside profits in business operations

We are one of the first movers in Singapore for our steadfast commitment to achieve sustainability in our business. As a core pillar of focus for us, it is intended that the elements of sustainability remain embedded in the strategic decisions and investments we embark on, cementing our leadership in this field within Asia. This is evident in the multiple accolades and achievements that the CapitaLand Group has been awarded with over the past few years. For example, CapitaLand was named as the "Global Sector Leader for Diversified – Listed" in the 2020 Global Real Estate Sustainability Benchmark (GRESB) rankings, marking the third time CapitaLand has won the prestigious accolade and the first real estate company in Singapore to do so.

We are also one of the trail blazers in catalysing a green portfolio through continued efforts in sustainable finance reflecting our strong dedication to responsible growth. Through securing sustainability-linked loans to issuance of green bonds, we, together with our Listed Funds, have continued to tap on like-minded investors and capital partners to diversify our funding sources while staying focused and committed to further our sustainability efforts, so as to create better environmental, social and governance ("**ESG**") outcomes for the communities we operate in.

Going forward, we intend to continue to elevate our commitment to global sustainability, and this will be spearheaded through CapitaLand's 2030 Sustainability Master Plan, which our Group has adopted as part of our preparation for the Listing. The plan covers stakeholder-focused sustainability targets which aims to accelerate and amplify our efforts over the coming years. We intend to continue scaling up responsibly to deliver long-term economic value and contribute to the environment and social well-being of our communities as a responsible corporate citizen.

Please also refer to the section "Business – Sustainability" for further details on our Group's sustainability strategy.

Company Background

Our Company was incorporated in Singapore on 29 August 2003 under the Companies Act as a public company limited by shares under the name of CapitaLand Financial Holdings Limited. On 29 October 2003 and 22 March 2021, our Company changed its name to CapitaLand Financial Limited and CapitaLand Investment Management Limited, respectively. On 18 June 2021, our Company made a further change to its name to CapitaLand Investment Limited.

Our registered office is located at 168 Robinson Road #30-01 Capital Tower Singapore 068912. As at the date of this Document, our telephone number is (65) 6713 2888 and our facsimile number is (65) 6713 2999. Our email address is ask-us@capitaland.com. Information on our website or any website directly or indirectly linked to such websites or the websites of any of our related corporations or other entities in which we may have an interest is not incorporated by reference into this Document and should not be relied upon.

The following describes some of the significant risks that could affect us and the value of our Shares. Additionally, some risks may be unknown to us and other risks, currently believed to be immaterial, could turn out to be material. All of these could materially and adversely affect our business, financial condition, results of operations and prospects. You should also consider the information provided below in connection with the forward-looking statements in this Document and the warning regarding forward-looking statements under the section "Cautionary Note Regarding Forward-Looking Statements" of this Document.

(a) Risks relating to our Group's Business Generally

Our Group's businesses, financial condition and results of operations may be materially and adversely affected by natural calamities, outbreak of communicable diseases and pandemics/epidemics

Natural calamities, outbreak of communicable diseases and pandemics/epidemics could result in sporadic or prolonged market and/or supply disruptions, an economic downturn or recession, volatilities in domestic and/or international capital markets and may materially and adversely affect Singapore and other economies. The occurrence of any of these events or developments may materially and adversely affect our Group's businesses, financial condition and results of operations.

In particular, the outbreak in late 2019 of a novel strain of coronavirus (i.e. COVID-19) has since spread globally and triggered a global downturn and global economic contraction, causing disruptions in demand and supply chains. The number of reported cases of COVID-19 worldwide, as well as the number of reported deaths as a consequence of COVID-19 worldwide, significantly exceed those observed during the Severe Acute Respiratory Syndrome ("**SARS**") epidemic that occurred in 2002/2003 and the COVID-19 outbreak has resulted in a more widespread health crisis than that observed during the SARS epidemic. On 30 January 2020, the World Health Organisation declared the COVID-19 outbreak a public health emergency of international concern, and later on 11 March 2020, declared the COVID-19 outbreak a pandemic. Our Group's business has been affected by the global outbreak of COVID-19, and there may be further adverse effects on our Group's business as a result of the continuing COVID-19 pandemic.

While many countries have rolled out vaccination for the general population, the COVID-19 pandemic is still ongoing and the actual extent of the pandemic and its impact on the domestic, regional and global economy remain uncertain. The COVID-19 pandemic could result in protracted volatility in international markets and/or result in a global recession as a consequence of disruptions to travel and retail segments, tourism and manufacturing supply chains, imposition of quarantines and prolonged closures of workplaces.

Governments around the world introduced measures designed to slow the spread of the virus, including strict border control and travel restrictions and ordering residents to stay at home with a limited range of exceptions. Governments have also deployed differing degrees of restrictions from time to time, depending on the infection cases within the countries and/or cities.

Certain restrictive measures introduced significantly reduced the number of people visiting our Group's shopping malls, which adversely impacted the business of our Group's tenants. For the shopping malls, the loss of retailer sales may also place certain tenants under financial strain. While accommodation from banks and support from governments may assist, these circumstances may result in tenants being unable to meet their contracted rent obligations. These restrictive measures could also impact on our office tenants as their staff may not need to return to office. While safe distancing measurements introduced by governments may also require office tenants to retain certain space requirements, there is no assurance that demand for our Group's office spaces will not be reduced, resulting in lower occupancies, softening of rents and potentially higher bad debt provisions. The more affected office tenants are the 'flex-space' operators, including serviced offices and co-working spaces. With 'work-from-home' as the default mode during certain restrictive periods, members of the 'flex-space' community were also unable to work from their offices and some have requested to waive or defer memberships.

Travel restrictions and tighter border controls and entry requirements may also limit travelling for non-essential purposes and this could impact our lodging business. While our lodging business predominantly targets longer-stay demand, we may still be impacted by such travel restrictions on the portion of the business that targets shorter-stay needs.

Moreover, precautionary measures put in place such as cleaning and disinfecting common areas, ensuring logistics readiness and activating regional and global response teams to provide around-the-clock assistance will lead to higher operating expenses across the different asset classes for our Group.

There is also a risk that governments may impose restrictions on landlords, such as our Group, on the termination or enforcement of leases or require the deferral and/or waiver of rent for a period of time. There is also an increased risk of retailers facing liquidity concerns and an increased risk of our Group having to agree to a deferral or waiver of rent or outgoing payments to financially assist retailers for a period of time for certain countries.

Both the duration of the border control, travel and movement restrictions and the longer-term effects of the COVID-19 pandemic on our Group's business are uncertain. While some governments have partially eased lockdown restrictions and switch to more targeted measures to contain new COVID-19 infection clusters, there is no assurance that the restrictions will be fully eased or new containment measures will not be re-imposed in view that new COVID-19 infections remain elevated globally or due to the emergence of new variants of COVID-19. The successful development of COVID-19 vaccines is a major milestone in bringing the pandemic under control. The production and distribution of the vaccines are being accelerated globally. However, there is no assurance that the COVID-19 vaccines will remain effective against new COVID-19 variants. Further, COVID-19 infection rates currently remain high in certain countries and have resurfaced in some countries. These have prompted many governments to maintain border controls and safe distancing measures.

The valuations of our Group's properties were last assessed as of 31 December 2020, and as such, are based on the property market and cash flow forecasts as of that date. In FY2020, we recorded fair value loss from investment properties of S$698 million. There can be no assurance that there will not be any further downward revaluation of our investment properties or that our Group's investment properties will retain the price at which it may be valued. There can also be no assurance that our Group's investment in such properties will be realised at the valuations or property values our Group has recorded or reflected in our Group's financial statements or in this Document.

Governments (including the Singapore government) have also introduced and may continue to introduce support and relief measures in response to the COVID-19 pandemic. For example, the Singapore government has released numerous budget packages as part of its support and relief measures in response to the COVID-19 pandemic. In addition, the COVID-19 Act introduces certain relief for individuals and businesses in financial distress as a result of the ongoing COVID-19 pandemic. The Singapore government had also announced the continuation of certain existing measures introduced in response to the COVID-19 pandemic, as well as the introduction of new measures, to support the sectors most affected by the COVID-19 pandemic. Where applicable, our Group has availed ourselves of the relevant support and relief measures available in the jurisdictions in which our Group operates in the form of, among others, support for staff salaries, foreign worker levy rebates and property tax rebates. However, such support and relief measures are for limited durations and further, there is no assurance that such support packages will be effective in improving the state of the relevant local economy and/or the global economy.

As the COVID-19 outbreak is ongoing, the actual extent of the outbreak and its impact on the domestic, regional and global economy remain uncertain, and the actual extent of the impact on our Group's business, financial condition and results of operations will depend on, among other things, the duration of the COVID-19 outbreak, the severity and length of the economic downturn and the speed and strength of the subsequent recovery. Consequently, as a result, there may be further adverse effects on our Group's business, revenue, funds from operations and profit.

The longer-term consequential impact of the COVID-19 outbreak on real estate needs and requirements also remains uncertain. The COVID-19 outbreak has impacted consumption patterns and real estate needs, for example, in the case of strengthening retailers' omni-channel distribution both online and offline thereby driving growth in the e-commerce platform and last mile delivery from logistics hubs, as well as decentralising business space needs to be closer to employees. All these factors have overlapping impact on the different asset classes and could lead to new shifts in the real estate market with varying degrees of impact to different asset classes, as owners and investors of real estate adapt to changing needs of the different demand drivers. We cannot assure that such trends and/or developments, if any, in the real estate market will not adversely affect the performance of our Group's businesses, financial condition and results of operations.

Ongoing uncertainty about the financial stability of global markets could have a material adverse effect on our Group's businesses, financial condition and results of operations

The COVID-19 pandemic has resulted in severe economic disruptions, corporate insolvencies and job losses. Even when travel and movement restrictions are eased or lifted, there might be a period of significantly reduced economic activity and potential increased unemployment. Consumer sentiment and spending is likely to remain cautious, resulting in reduced consumer spending. Should this be the case, this will affect the businesses of our Group's tenants and therefore indirectly affect our Group. These conditions may result in downward pressure on leasing demand, lease rates and the valuation of our Group's properties.

It is possible that the COVID-19 pandemic will cause a prolonged global economic crisis or recession, which may have a material adverse effect on our Group's financial condition and results of operations.

In addition, the onset of the COVID-19 pandemic had caused stock markets worldwide to lose significant value and impacted economic activity in Asia and worldwide. Although there are signs of economic recovery and stability, uncertainty about the still ongoing effects of COVID-19 could result in significant volatility and disruption to capital and securities markets, which, if sustained, may affect our Group's ability to raise new capital and refinance its existing debt.

These factors could have a myriad of effects on our Group's businesses, each of which may adversely affect our Group's performance attributable to some or all of our Group's commercial, retail mall and lodging businesses. These effects include, but are not limited to, decreases in valuations of our Group's properties resulting from deteriorating operating cash flow and widening capitalisation rates; decreases in rental or occupancy rates for commercial, retail mall or lodging properties; insolvency of contractors resulting in construction delays; insolvency of tenants in commercial and retail properties; customer insolvencies; decreases in the amount of extended stay business travel or corporate housing needs resulting in higher vacancy levels and lower rental income from our Group's lodging properties; or failure of financial and other institutions, negatively impacting treasury operations including but not limited to counterparty risks relating to deposits, money market investments and treasury contracts, including those related to foreign exchange or interest rate transactions.

Further, in light of the interconnectivity between Singapore's economy and other economies, Singapore's economy is increasingly exposed to economic and market conditions in other countries. As a result, an economic downturn or recession in the USA, Europe and other countries in the developed world or a slowdown in economic growth in major emerging markets such as PRC or India could have an adverse effect on economic growth in Singapore. In recent years, credit markets worldwide have experienced periods of significant volatility including a reduction in liquidity levels. A slowdown in the rate of growth in our Group's primary markets could result in a higher rate of default among corporate and retail customers, which could adversely affect our Group's businesses, financial performance, and ability to implement its strategy.

Furthermore, in response to the above developments, legislators and financial regulators in the USA and other jurisdictions, including Singapore, have implemented a number of policy measures designed to add stability to the financial markets and act as liquidity risk management initiatives. However, the overall impact of these and other legislative and regulatory efforts on the global and Singapore financial markets remains uncertain, and these initiatives may not be successful in stabilising the economy. Our Group's business has been adversely affected by the global outbreak of COVID-19 in FY2020 and there may be further adverse effects on our Group's business as a result of the continuing COVID-19 pandemic. In the event that the current conditions in the global credit markets persist or there are changes in statutory limitations on the amount of liquidity that our Group must maintain or if there is any significant financial disruption, this may further materially and adversely affect our Group's cost of funding, loan portfolios, liquidity, businesses, prospects, financial condition and results of operations.

Our Group is exposed to risks relating to growth and expansion, as well as risks in connection with past, ongoing and future acquisitions, joint ventures and strategic partnerships

Our Group's future operating results will depend on, among other things, our Group's management's ability to manage our growth. As part of our Group's future plans, we intend to expand our business, both geographically and operationally. Any such expansion carries inherent risks and uncertainties and requires significant management attention and company resources, and may not yield the results our Group expects.

In the past, our Group has acquired assets and businesses in order to expand its operations. Acquisitions, joint ventures, strategic partnerships and reorganisations entail risks resulting from the integration of employees, processes, technologies, and products. Such transactions may give rise to substantial administrative and other expenses, and may also be subject to regulatory oversight, governmental or other approvals.

As part of its business strategy, our Group may acquire assets or businesses, or enter into joint ventures or strategic partnerships, although our Group expects to do so in a targeted manner. There is no certainty however that our Group will be able to identify suitable assets or businesses and to acquire them or enter into joint ventures or strategic partnerships on favourable terms. There is also a risk that not all material risks in connection with any such acquisition or the establishment of a joint venture or strategic partnership will be identified in the due diligence process and will or could not be sufficiently taken into account in the decision to acquire an asset or business and in the sale and purchase agreement, or the decision to enter into a joint venture and the joint venture agreement. These risks could materialise only after such acquisition has been completed or a joint venture or strategic partnership has been entered into, and may not be covered by the warranties and indemnities in the sale and purchase agreement or the joint venture agreement and/or by insurance policies, and may result in delays, increases in costs and expenses, disputes and/or proceedings, or other adverse consequences for our Group. Any of these factors could have a material adverse effect on our Group's businesses, financial position and results of operations.

Our Group's operations are concentrated in the Asia-Pacific region, mainly in Singapore and PRC and are subject to country-specific risks, including political, regulatory, economic and currency risks

Most of our Group's business activities are concentrated in the Asia-Pacific region, mainly in Singapore and PRC. Our Group also has a presence in a number of jurisdictions in Europe and USA. As part of our Group's strategy, our Group expects to continue to expand our business in PRC and as well as in other markets such as Europe and USA. Accordingly, our Group is subject to all the risks inherent in doing business in the jurisdictions in which our Group operates. Our Group's business, earnings, prospects and value of assets that our Group manages may be materially and adversely affected by a variety of conditions and developments, including:

- inflation, interest rates, and general economic conditions;
- governmental policies, laws and regulations, particularly those relating to asset and fund management, marketing, fund raising and real estate, and changes to such policies, laws and regulations;
- difficulties and costs of staffing and managing international operations;
- price controls;
- the ability of our Group's management to deal with multiple, diverse regulatory regimes;
- potentially adverse tax consequences;
- the risk of nationalisation and expropriation of our Group's assets;
- currency fluctuation and regulation risks;
- social unrest or political instability;
- adverse economic, political and other conditions; and
- terrorism,

in each of the countries in which our Group currently, or in the future, conducts business. We may also be subject to tax audits and other related matters. For example, a tax authority has issued notices of additional assessment to one of our subsidiaries in respect of certain additional taxes and penalties amounting to the equivalent of approximately S$40 million in total. The relevant subsidiary has filed an application for a judicial review and a stay order with respect to the tax claim and as at the date of this Document, the application is pending. There is no assurance that a stay order will be granted or if a stay order is granted, that the outcome of the judicial review will be favourable. The tax claim represents approximately 7.2% of our Group's loss for the year attributable to Shareholders of our Company of approximately S$559 million for FY2020 and approximately 2.8% of our Group's profit for the year attributable to Shareholders of our Company of approximately S$1,444 million for FY2019. There is no assurance that the relevant subsidiary or any of our Group companies will not be subject to future tax-related audits, investigations or disputes with the relevant authorities. Please refer to the section "General and Statutory Information – Legal Proceedings" for further details.

Such conditions, developments, measures and the introduction of any new measures and other risks associated with conducting business in the countries our Group operates in, many of which are outside our Group's control, may have an adverse effect on the business, financial condition, results of operations and prospects of our Group. Other policies and measures introduced and which may be introduced by the respective governments of the countries in which our Group operates in may lead to changes in market conditions, including price instability and an imbalance between supply of and demand for properties. The respective governments may adjust interest rates, tax rates and other economic policies or impose other regulations or restrictions that may have an adverse effect on the property market, which may adversely affect our Group's business. Our Group expects our Group's exposure to these risks to increase as our Group continues to expand our Group's operations into other countries. For example, in PRC, the real estate laws and in particular, the laws relevant to the rights of foreign investors and the entities through which they may invest are sometimes unclear. PRC laws and regulations are continually evolving in response to changing economic and other conditions, and the interpretation and application of such laws and regulations are at times ambiguous and can be inconsistent. If our Group fails to comply with applicable laws and regulations in PRC, our Group may be subject to penalties, have our licences or approvals revoked, or lose our right to own or manage our properties and our businesses in PRC, among other things, any or all of which could have a material adverse impact on our businesses, financial condition, results of operations and prospects. Our Group may also be adversely affected if new or revised legislation or regulations are enacted, or by changes in the interpretation or enforcement of existing rules and regulations imposed, in PRC. Any such changes could increase our Group's cost of doing business in PRC or materially and adversely affect our profitability.

Our Group is exposed to fluctuations and business risks in the commercial, retail, business parks, industrial, logistics and data centre real estate markets and lodging business

The capital value of the investments in our Group's investment management business may fall as well as rise, and the income derived from them may fluctuate. A fall in such capital values may result in a reduction in the level of income which our Group may derive and/or a reduction in the aggregate value of such investments which may require additional contributions from investors including our Group.

Our Group's retail, commercial, business parks, industrial, logistics, data centre and lodging businesses are subject to the operating risks inherent in these industries. For the retail, commercial, business parks, industrial, logistics and data centre businesses, these risks include uneven lease expiries, the ability of tenants to make timely rental payments, the renewal of leases at less favourable terms, non-renewals, non-replacements or early termination of leases and the possible loss of an anchor tenant, for example, in the event that such anchor tenant files for bankruptcy or insolvency or experiences a downturn in its business or its drawing power which could result in the loss in the demand for and value of the property. For the lodging business, these risks include cyclical downturns arising from changes in general and economic conditions, decreases in the demand for accommodation, oversupply of lodging properties and competition in countries in which our Group's lodging properties are located. The relocation or closure of amenities and transportation infrastructure near any of these properties may also adversely affect the business and value of such properties.

Furthermore, our Group's retail, commercial, business parks, industrial, logistics and data centre and lodging businesses are subject to the recurring need for renovation, refurbishment, repair, maintenance and improvement to the properties and increases in operating costs arising from inflation, government regulations, changes in general economic conditions such as fluctuations in financial and property markets and changes in investment returns which may alter the level of demand for such product, and other factors, including acts of terrorism, riots and civil commotions, natural disasters, pandemics and communicable diseases, extreme weather conditions, labour shortages and work stoppages or disputes. Accordingly, any changes in the aforementioned factors could have an adverse effect on the Group's businesses, financial condition and results of operations.

Our Group may be affected by evolving trends in the retail sector, such as online shopping and other uses of technology

Online shopping for goods and services has been gaining popularity among shoppers in urban areas. In this regard, the use of technology, such as smartphone shopping applications, to transact purchases or to aid purchasing decisions have increased in recent years and are expected to continue to increase in the future. There is also an increase in online food delivery services. This trend may affect business models, sales and profitability of retailers and could adversely affect the demand for retail real estate and occupancy at retail properties. Whilst our Group has strived to adapt to changing needs of retailers by strengthening the omni-channel distribution both online and offline for retailers at our retail properties, there is no assurance that we can be successful in adapting our business model to take into account such evolving consumer purchasing habits. The foregoing may cause a decline in profits for brick-and-mortar businesses, leading to the closure of underperforming stores by retailers and causing a decrease in demand for retail space in our retail properties and integrated developments, which may result in a decline in the rental and occupancy rates. Any resulting decreases in rental revenue could have a material adverse effect on the value of retail properties. Any of the foregoing may result in an adverse effect on the business, financial condition and results of operations of our Group.

Our Group may be affected if office decentralisation or wider adoption of flexible work arrangement decreases or continues to decrease demand for prime office space

The COVID-19 pandemic may increase demand for decentralised office space and/or cause wider adoption of flexible work-from-home arrangement in urban areas. Although some office tenants may re-design their future physical space needs to take into account additional space requirements as a result of safe-distancing measures introduced by governments, other office tenants may also reassess their long-term physical space needs as a result of potential trends arising out of the COVID-19 pandemic, including increasing numbers of employees working from home and technological innovations and new norms regarding physical space needs. If such trends were to persist in the longer term, this may reduce the demand for office space in our commercial properties and integrated developments, which may result in a decline in the rental rates and occupancy of such properties. Any resulting decreases in rental revenue could have a material adverse effect on the value of our commercial properties and integrated developments. Any of the foregoing may result in an adverse effect on the business, financial condition and results of operation of our Group.

Our Group is subject to competition in our key markets

Our Group's commercial, retail, business parks, industrial, logistics and data centre real estate properties and lodging businesses operate in a competitive environment. Among other things, our Group faces increasing competition in the real estate and lodging markets and the real estate investment management business. Additionally, our Group expects the real estate market in Singapore and PRC which are part of our core markets to remain highly competitive.

Our Group's businesses compete with both domestic and international companies with respect to factors such as location, facilities and supporting infrastructure, services and pricing. Some of our Group's competitors may have significant financial resources, marketing and other capabilities. For example, domestic companies in the overseas markets in which our Group operates may have more extensive knowledge of the local markets than our Group and may have longer operational track records in their respective domestic markets. International companies are able to capitalise on their overseas experience and greater financial resources to compete in the markets in which our Group has an overseas presence.

Investment Management

Our Group faces significant competition both in acquiring assets and investments for our Listed Funds and Unlisted Funds and in the pursuit of investors' capital for our Unlisted Funds.

Our Group's investment management business faces competition primarily in acquiring additional suitable properties for our Listed Funds and Unlisted Funds. We also face competition in the pursuit of investors' capital in our private equity business as well as in seeking value investment opportunities for our Unlisted Funds. Our Group competes with other investment funds, hedge fund sponsors, other financial institutions, corporate buyers and other parties for such capital and investment opportunities.

For acquisitions and investment opportunities, our Group competes with other investment funds, hedge fund sponsors, other financial institutions, corporate buyers and other parties, primarily on price, speed of execution, access to market information about suitable investment opportunities and payment terms. In the event if there needs to be a tapping of capital market or unitholders' approval required for major transaction, the Listed Funds may then require a longer execution time. In certain instances, Listed Funds may be limited by their trading performance in the ability to offer more competitive pricing as compared to other corporate buyers, private funds and other parties. In raising capital for our Listed Funds and Unlisted Funds, our Group competes on the basis of various factors including but not limited to investment performance, profile and track record of our Group's focus and alignment of interest, access to marquee investment opportunities, quality of service provided to and relationship with investors, access to capital, level of fees and expenses charged for services, brand recognition, transaction execution skills, range of products and services and innovation.

A number of factors serve to increase our Group's competitive risks:

- many of our Group's competitors, particularly those in the fund management business, are substantially larger, have greater capital and other resources, offer more comprehensive lines of products and services, and have considerably greater financial, technical and marketing resources than are available to our Group. Some of our Group's competitors may also have a lower cost of capital and access to funding sources that are not available to our Group, which may create competitive disadvantages for our Group with respect to investment opportunities and capital raising. In addition, some of these competitors may have higher risk tolerances, different risk assessments or lower return thresholds, which could allow them to consider a wider variety of investments and to bid more aggressively than our Group for investments that our Group wants to make. Corporate buyers may be able to achieve synergistic cost savings with regard to an investment that may provide them with a competitive advantage in bidding for an investment;

- there are relatively few barriers to entry for new private fund management firms to enter the market, and the successful efforts of new entrants into our Group's various lines of business will result in increased competition;

- the allocation of increasing amounts of capital to the real estate sector directly by institutional and individual investors could lead to a reduction in opportunities in the real estate sector that our Group seeks to capitalise on; and

- over the past several years, the size and number of funds have continued to increase. If this trend continues, it is possible that it will become increasingly difficult for our Unlisted Funds to raise capital.

In addition, our Listed Funds and Unlisted Funds compete for tenants or guests, as the case may be, with numerous owners and operators which own properties similar to those of our Listed Funds and Unlisted Funds. An inability to compete effectively could adversely affect the businesses, financial conditions and results of operations of our Listed Funds and Unlisted Funds. This would in turn affect the fees our Group derives from its management.

Lodging

Our Group's lodging business also competes for guests in the highly competitive lodging industry in the countries in which it operates. Competitive factors in the lodging industry include, among others, brand recognition, global presence and network, level of fees and expenses charged for services, diversity of brands and offerings, range of products and services, and consistency of the high standards of services provided. There can be no assurance that competitive conditions will not increase as a result of changes in economic conditions, changes in local market conditions and changes in the availability of the supply of lodging space in the relevant markets.

As a result, there can be no assurance that our Group will be able to compete successfully in the future against its existing or potential competitors or that increased competition with respect to our Group's activities will not have a material adverse effect on our Group's businesses, financial condition and results of operations.

Our Group is subject to government regulation and government policies in the countries where our Group operates

The real estate industry in the countries in which our Group operates may be impacted significantly by government regulations, which may result in a reduction in our Group's income or an increase in our Group's costs (including, for example, changes in tenancy laws that limit our Group's recovery of certain property operating expenses or changes in environmental laws that require significant capital expenditure). Some of these countries may also restrict the level, percentage and manner of foreign ownership and investment in real estate. Such regulations are at times ambiguous and their interpretations and applications can be inconsistent and can affect demand for our Group's properties and may be potentially detrimental to our Group. If our Group fails to obtain the relevant approvals or comply with applicable laws and regulations, our Group may be subject to penalties, have our licences or approvals revoked, or lose our right to own or manage our properties and our businesses, among other things, any or all of which could have a material adverse impact on our businesses, financial condition, results of operations and prospects.

Our Group is subject to similar risks to the extent that our Group wishes to establish a presence in other countries or new sectors of the real estate industry. For example, our Group intends to leverage our experience and strengths in the industrial assets to expand into new economy sub sectors such as data centres including in PRC. In this regard, the laws and regulations regarding the internet data centre business in PRC (which is categorised as a value-added telecommunications business) are relatively new and are still evolving, and their interpretation and enforcement involve significant uncertainties. These laws and regulations include restrictions on foreign invested entities seeking to obtain an internet data centre permit. If our Group fails to obtain the relevant permits or to obtain or renew such permits in a timely manner or if our Group's operation of internet data centres (including any contractual arrangements which may be entered into in connection with such operations) are regarded as being non-compliant with such laws and regulations, our Group may be subject to penalties or lose our right to own or manage internet data centres in PRC, any or all of which could have a material adverse impact on our businesses, financial condition, results of operations and prospects.

Investment Management

The investment management industry is subject to extensive regulation in certain jurisdictions in which our Group operates and may be subject to extensive regulation in other jurisdictions in which our Group may wish to establish a presence. Each of the regulatory bodies with jurisdiction over our Group has regulatory powers dealing with many aspects of our Group's services, including the authority to grant, and in specific circumstances to cancel, permissions to carry on particular businesses. There is no assurance that our Group will be granted permissions to carry on particular businesses or if such permissions are granted, there is no assurance that such permissions will not be cancelled.

Certain of our Company's subsidiaries in Singapore are capital markets services licence holders and are subject to regulatory requirements. For instance, the subsidiaries which are capital markets services licence holders registered by the MAS to conduct the regulated activity of REIT management will have to comply with the SFA and the subsidiary legislation issued thereunder, as well as notices, circulars, guidelines, practice notes and codes issued by the MAS from time to time, as may be applicable to it in respect of its regulated activities. Please see "Appendix M – Government Regulations" for further details.

Our Unlisted Funds are not registered under the U.S. Investment Company Act of 1940, as amended, and the managers of such Unlisted Funds are not registered under the U.S. Investment Advisers Act of 1940, as amended. Investors in such Unlisted Funds will not be afforded the protections of such acts. Our Group is therefore subject to restrictions as to raising and/or managing capital from U.S. persons.

Our Group may also be adversely affected if new or revised legislation or regulations are enacted, if current exemptions which our Group relies on are changed, or by changes in the interpretation or enforcement of existing rules and regulations imposed. Any such changes could increase our Group's cost of doing business or materially and adversely affect our profitability.

Lodging

The operations of our lodging properties may require hotel or other business related licences and any failure to obtain, renew or obtain the transfer of such licences may adversely affect the operations of our Group.

The operation of lodging properties is generally subject to various local laws and regulations. There may be laws and regulations which require our Group to be licensed and to obtain other approvals to own, operate and lease such properties as a lodging property. The withdrawal, suspension or non-renewal of any approvals and/or licences, or the imposition of any penalties, as a result of any infringement or non-compliance with any laws, rules or regulations applicable to such properties, will have an adverse impact on the business at the relevant property and their results of operations. Further, any changes in such laws, rules and regulations may also impact the business at such properties and may result in higher costs of compliance. Any failure to comply with new or revised laws, rules and regulations could result in the imposition of fines or other penalties by the relevant authorities. This could have an adverse impact on the revenue and profits of such properties or otherwise adversely affect their operations.

There are no past occurrences that are relevant in the context of this risk factor that would have a material adverse impact on our Group's operations and/or financial performance.

Our Group operates in a capital intensive industry that relies on the availability of sizeable amounts of debt, and our Group faces risks associated with debt financing

As at 31 March 2021, our Group had total combined debt (excluding lease liabilities) of S$7,694 million, including S$858 million which is due to be repaid, refinanced or rolled over in the next 12 months.

An increase in indebtedness and associated costs of interest may result in, among other things, an increase in our Group's vulnerability to general adverse economic conditions and restrictions on our Group's flexibility in planning for, or reacting to, changes in its businesses due to, for example, the impairment of our Group's ability to obtain additional funding and/or refinancing. In the event of an increase in indebtedness, should our Group be unable to recycle its assets and generate returns therefrom which are in excess of its cost of equity, our Group may not be able to reduce its indebtedness sufficiently in a timely manner, which in turn may materially and adversely affect our Group's businesses, financial condition and results of operations.

While our Group has unutilised facilities and funds available for use, there can be no assurance that our Group will be able to refinance its indebtedness as and when such indebtedness becomes due on commercially reasonable terms or at all. The significant economic disruption as a result of the COVID-19 pandemic may also affect our Group's ability to refinance its existing debt. Our Group's level of indebtedness means that a material portion of our Group's expected cash flow may be required to be dedicated to the payment of interest on our Group's indebtedness, thereby reducing the funds available to our Group for use in our general business operations.

In addition, as our Group enhances our capabilities through pursuing new investment opportunities and expanding in the capital intensive real estate industry, our Group is expected to require additional working capital and may have to incur sizable capital expenditure to fund our Groups' growth, and funds generated from our Group's operations may not sufficiently provide for such growth. Our Group may have to look to external sources of funding and such additional funding could also result in our Group being subject to additional financial covenants that may affect, *inter alia*, our Group's operations and ability to make investments and pay dividends to Shareholders.

As part of our Group's borrowing activities, our Group is exposed to the risk of potential and actual breaches of financial covenants in our Group's indebtedness which may also result in accelerated demands of payment or calls for events of default by lenders. This may restrict our Group's ability to obtain additional financing for capital expenditure, acquisitions or general corporate purposes and may cause our Group to be particularly vulnerable in any general economic downturn or instability in the global financial capital markets.

Volatility in global financial markets and general economic conditions that our Group is not able to predict could restrict our Group's access to funding and result in risks to our Group

In recent years, the global economy and global financial markets have experienced significant volatility as a result of, among other things, uncertainties resulting from Brexit (as defined below), a deterioration in economic and trade relations between the USA and PRC as well as between Australia and PRC, the COVID-19 pandemic, interest rate fluctuations as well as changes in policy rates by the U.S. Federal Reserve and other central banks, the slowdown of economic growth in PRC and other major emerging market economies and volatility in oil prices.

On 31 January 2020, the United Kingdom officially exited the European Union ("**Brexit**"). The effect of Brexit remains uncertain, and it is unclear the extent of the impact that Brexit would have on the fiscal, monetary and regulatory landscape within the United Kingdom, the European Union and globally. Brexit has and may continue to have a negative economic impact and increase volatility in the global market. The advent of Brexit may have the following consequences: (a) the possible exit of Scotland, Wales or Northern Ireland from the United Kingdom; (b) the possibility that other European Union countries could hold similar referendums to the one held in the United Kingdom and/or call into question their membership of the European Union; and (c) the possibility that one or more countries that adopted the EUR as their national currency might decide, in the long term, to adopt an alternative currency which could have significant negative impacts on international markets. Other developments in the Eurozone, including concerns regarding large budget deficits, sovereign debt default, recessionary economic conditions and a trade war between large economies may lead to increased risk aversion and volatility in global capital markets. Financial markets and the supply of credit could continue to be negatively impacted by ongoing concerns surrounding the sovereign debts and/or fiscal deficits of several countries in Europe.

In the USA, trade tensions continue between the USA and major trading partners, most notably PRC. Although PRC is the primary target of USA's trade measures, value chain linkages mean that other emerging markets, primarily in Asia, may also be impacted. PRC's policy response to these trade measures also present a degree of uncertainty. There are also trade tensions between PRC and Australia following PRC's restrictions on Australian exports as a result of political differences. Sustained trade tensions between major economies could significantly undermine the stability of the global economy and may result in global supply chain disruptions.

In addition, the COVID-19 pandemic also creates the risk of volatility in financial markets (including interest rate and foreign exchange rate risks) and may adversely impact the cost, availability, duration or terms of financing and credit available to our Group. The COVID-19 pandemic had caused stock markets worldwide to lose significant value and impacted economic activity in Asia and worldwide. Uncertainty about the effects of COVID-19 has resulted in significant disruption to capital and securities markets, which, if it continues, may affect our Group's ability to raise new capital and refinance its existing debt.

Our Group is subject to interest rate fluctuations

As at 31 March 2021, our Group had total combined debt (excluding lease liabilities) of S$7,694 million. Approximately 48.8% of the debt bears fixed interest rates and the balance bears floating interest rates. Consequently, the interest costs to our Group for the floating interest rate debt will be subject to fluctuations in interest rates. In addition, our Group is subject to market disruption clauses contained in our loan agreements with banks. Such clauses state that to the extent that the banks may face difficulties in raising funds in the interbank market or are paying materially more for interbank deposits than the displayed screen rates, they may pass on the higher costs of funds to our Group despite the margins agreed. Furthermore, although our Group has entered into some hedging transactions to partially mitigate the risk of interest rate fluctuations, our Group's hedging policy may not adequately cover our Group's exposure to interest rate fluctuations. A material increase in interest rates would increase borrowing and financing costs, which may in turn weaken our Group's financial standing when seeking future financing to be secured on our Group's projects or financials. As a result, our Group's business, results of operations or financial condition could potentially be adversely affected by interest rate fluctuations.

Our Group is exposed to foreign exchange fluctuation risks

Our operations are primarily in Singapore, PRC, Europe, USA, Australia, Japan, Malaysia and India. Our revenue is denominated in SGD, RMB, EUR, USD, AUD, JPY, MYR and INR. Our Group has exposure to foreign exchange risk as a result of transactions denominated in a currency other than the respective functional currencies of Group entities, arising from normal trading activities.

To a certain extent, there is natural hedging in our foreign currency exposures as the revenues for our projects are generally denominated in the same currency as the associated costs and expenses, and are transacted in the various local currencies where our operations are located.

Our Group is exposed to currency translation risk given that our combined financial statements are prepared in SGD while the financial statements of our foreign subsidiaries, associates and joint ventures are prepared in their respective functional currencies.

As our Group generally does not hedge the foreign exchange exposures of our equity investments in and earnings streams from our foreign subsidiaries, associates and joint ventures, any fluctuations in currency exchange rates will impact the value of our equity investments in and earnings from our overseas operations. As a result, our Group's business, results of operations or financial condition could potentially be adversely affected by exchange rate fluctuations.

Our Group is subject to currency conversion/repatriation risks relating to our operations in PRC

A material portion of our Group's revenue is denominated in RMB and must be converted to make payments in freely convertible currencies. Under PRC's foreign exchange regulations, payments of current account items, such as profit distributions, interest payments and expenditures from trade, may be made in foreign currencies without prior approval of the SAFE, subject to certain procedural requirements. However, strict foreign exchange controls continue to remain in place for capital account transactions, such as repayment of loan principal and return of direct capital investments and investments in negotiable securities.

Our Group's financial statements are subject to changes in accounting standards

The accounting standards setting bodies may issue new and revised accounting standards and pronouncements from time to time. Applying such standards and pronouncements to our Group's financial statements may result in a change in the presentation and measurement of financial information, and thus may result in a change in the way our Group records our revenues, expenses, assets, liabilities or reserves. For example, since 1 January 2019, our Group adopted SFRS(I) 16 *Leases* which introduces a single, on-balance sheet lease accounting model for lessees. The adoption of SFRS(I) 16 results in almost all leases being recognised on the balance sheet, as the distinction between operating and finance leases is removed. Our Group cannot predict the impact of other similar changes in accounting standards and pronouncements. These changes could adversely affect our Group's reported financial results and positions and may adversely affect the comparability of our Group's future financial statements with those relating to prior periods.

Occurrence of any acts of God, war, adverse political developments and terrorist attacks and any events beyond our control may adversely and materially affect the business, financial condition, results of operations and prospects of our Group

Acts of God such as natural disasters are beyond the control of our Group and may adversely affect the economy, infrastructure and livelihood of the local population in the communities in which we operate. Our Group's business and operations may be adversely affected should such acts of God occur. There can also be no assurance that any war, adverse political developments, terrorist attack or other hostilities in any part of the world (potential, threatened or otherwise) will not, directly or indirectly, have an adverse effect on the business, financial condition, results of operations and prospects of our Group.

Our Group could incur significant costs related to environmental matters

Our Group may be subject to various laws and regulations in the countries where our Group operates relating to protection of the environment that may require a current or previous owner of real estate to investigate and clean up hazardous or toxic substances on a property. For example, owners and operators of real estate may be liable for the costs of removal or remediation of certain hazardous substances or other regulated materials on or in such property. Such laws often impose such liability without regard to whether the owner or operator knew of, or was responsible for, the presence of such substances or materials. The costs of investigation, remediation or removal of these substances may be substantial.

Environmental laws may also impose compliance obligations on owners and operators of properties with respect to the management of hazardous substances and other regulated materials. Failure to comply with these laws can result in penalties or other sanctions.

Existing environmental reports with respect to any of our Group's properties may not reveal:

- all environmental liabilities;
- whether owners or operators of the properties had created any material environmental condition not known to our Group; or
- whether a material environmental condition exists in any one or more of the properties.

There also exists the risk that material environmental conditions, liabilities or compliance concerns may arise after the review is completed or may arise in the future. Finally, future laws, ordinances or regulations and future interpretations of existing laws, ordinances or regulations may impose additional material environmental liability. Our Group may be subject to liabilities or penalties relating to environmental matters which could adversely affect our Group's businesses, financial condition and results of operations.

Our Group is subject to risks relating to the quality and extent of the title to or interests in the properties in our portfolio

The quality, nature and extent of the title to the properties in our Group's portfolio of property interests varies, depending on a number of factors, including, *inter alia*:

- the country and location of the property;
- the laws and regulations applicable to the property;
- the extent to which the contract pursuant to which the property interest was acquired has been performed, the extent to which the terms and conditions thereunder have been complied with, and the amount of the purchase consideration which has been paid;
- the extent of compliance by our Group or any other relevant party (including previous owners, the vendor of the property and the entity in which our Group has invested that has acquired or is acquiring the property) with all relevant laws and regulations relating to the ownership, use or sale of the property;
- the manner under which the interest in the property is held, whether through a joint venture, under a master lease, an option to purchase, a sale and purchase agreement, through asset-backed securities or otherwise;
- in the case where the property interests are leasehold interests, the extent of compliance by our Group or any other relevant party (including previous lessees or lessors, the vendor of the property and the entity in which our Group has invested that has acquired or is acquiring the property) with the terms and conditions of the state or head lease or any other document under which the title of the property is derived; and
- the capacity, power, authority and general creditworthiness of the counterparties to the contractual and other arrangements through which our Group has acquired our interest in the property.

The interests in properties in our Group's portfolio are held through different arrangements. As some of our Group's property interests are derived through contractual arrangements (such as Shinjuku Front Tower, Yokohama Blue Avenue and Queensbay Mall as further described in "Appendix G – Summary of the Valuation Reports Issued by the Independent Valuers"), these property interests are subject to, and dependent on, the legality, validity, binding effect and enforceability of the contract, the performance and observance of the terms and conditions set out in the contract by the parties thereto and the capacity, power, authority and creditworthiness of such parties, the fulfilment of any conditions precedent to the parties' obligations under the contract, and compliance by the parties with all relevant laws and regulations relating to the investment in the property.

There can be no assurance that the legality, validity, binding effect and enforceability of the contractual arrangements from which our Group derives our property interests will not be challenged, that the conditions precedent stated in the contract will be fulfilled or that the parties to the contract (including the entities in which our Group has invested that may be parties to the contract) will perform and comply with the terms thereof and will not have disagreements among each other in respect of the interpretation and implementation of the contract. If any of these events occur, our Group's interest in the property and the value thereof may be adversely affected.

The limitations described above on the quality, nature and extent of the title to the properties in our Group's portfolio of property interests impact our ability to deal with and have control over our property interests, and the conditions under which our Group may own, operate or manage the property. There can be no assurance that the quality, nature and extent of the title to our Group's property interests will not be challenged or adversely impacted or will not adversely affect our Group's ability to deal with our property interests and in turn the value of our Group's investment in these properties.

The properties in which our Group has interests are currently located in various countries, and the extent and quality of title depends on the laws and regulations of the relevant jurisdiction. Certain of these jurisdictions may have an immature property law and lack a uniform title system. As such, there is potential for dispute over the quality, existence and nature of the title purchased from previous property owners. In addition, our Group may be engaged in protracted negotiations each time it acquires property, which may result in purchases of property (and thereby the obtaining of title) being delayed or not proceeding in the event that negotiations are unsuccessful. In addition, title insurance is not generally available in the countries our Group has invested in, and, as such, our Group's property interests are not covered by title insurance. In the event our Group is not able to obtain, or there is a delay in obtaining, clear title to the properties our Group has an interest in, or our Group's claim to title is the subject of a dispute, our Group's business, financial condition, results of operations and prospects may be adversely affected.

There are no past occurrences that are relevant in the context of this risk factor that would have a material adverse impact on our Group's operations and/or financial performance.

Due diligence on our Group's properties may not identify all material defects, breaches of laws and regulations and other deficiencies

There can be no assurance that our Group's due diligence investigations, reviews, surveys or inspections (or the relevant review, survey or inspection reports on which it has relied) would have revealed all defects or deficiencies affecting properties that it has interests in or manages, including to the title thereof. In particular, there can be no assurance as to the absence of latent or undiscovered defects or deficiencies or inaccuracies in such reviews, surveys or inspection reports. Further, certain building defects and deficiencies are difficult or impossible to ascertain due to, among other things, the nature of the assets and the limitations inherent in the scope of the inspections and the technologies or techniques used. Rectification of any such defects and deficiencies could result in significant and unpredictable capital expenditure or claims by third parties. Our Group's due diligence investigations may also not exhaustively identify all past or ongoing breaches of laws and regulations, in respect of which our Group may incur liability. The occurrence of any of the foregoing may have a material adverse impact on our Group's businesses, financial condition, results of operations and prospects.

Our Group's future financial results are subject to risk of impairment charges on goodwill

Our Group had intangible assets of S$1,009 million as at 31 March 2021, which relate mainly to goodwill and management contracts.

Under SFRS(I), impairment reviews of goodwill are required annually or more frequently if there is any indication that the goodwill might be impaired. Goodwill acquired in a business combination is allocated to cash generating units and these are tested by comparing the carrying amount of the cash generating units with the greater of its fair value less costs to sell and value in use which is the present value of estimated future cash flows expected to arise from the long-term continuing use of an asset and from its disposal at the end of its useful life.

While our Group did not recognise impairment loss of intangible assets in 1Q2021, in FY2020, our Group recognised impairment loss of intangible assets of S$153 million (FY2019: S$5 million). The impairment in FY2020 was mainly in respect of the lodging business' goodwill relating to QSA Group Pty Ltd, Synergy Global Housing, TAUZIA Hotel Management and a serviced residence in the United Kingdom, and was attributable to the lower than expected operating cashflows from the cash generating units as the market conditions for franchise business in Australia worsened and operating performance of the hospitality sector in many countries was heavily impacted by the travel restrictions imposed amid the COVID-19 pandemic. For further details, please refer to page D-52 of this Document.

There is no assurance that our Group will not incur impairment charges in the future. Any impairment charge on goodwill (which is a non-cash charge) required under SFRS(I) may adversely affect our Group's financial results for future financial periods.

Our Group is exposed to general risks associated with the ownership and management of real estate

Real estate investments are generally illiquid, limiting the ability of an owner to convert property assets into cash on short notice with the result that property assets may be required to be sold at a discount in order to ensure a quick sale. Such illiquidity also limits our Group's ability to manage our portfolio in response to changes in economic, real estate market or other conditions and may affect our Group's ability to vary the size and mix of our portfolio. Rising capitalisation rates and/or REIT yields may result in increasing difficulty in the divestment of properties. Moreover, our Group may face difficulties in securing timely and commercially favourable financing in asset-based lending transactions secured by real estate due to their illiquidity or due to restrictions in our Group's various debt obligations. These factors could affect our Group's gains from realisation of our Group's investments in real estate assets, including the value at which our Group may dispose of our Group's holdings in entities that hold the real estate assets, the income or other distributions received by our Group from our Group's holdings in Listed Funds and Unlisted Funds which our Group has invested in, which in turn would have a material adverse effect on our Group's business, financial condition, results of operations and prospects.

Our Group's property investments are subject to risks incidental to the ownership and management of retail, industrial, logistics, business parks, data centre, integrated development, office and lodging properties including, among other things, competition for tenants or guests, changes in market rents, inability to renew leases or re-let space as existing leases expire and inability to dispose of major investment properties for the values at which they are recorded in our Group's financial statements. Our Group may also be subject to increased operating costs, the need to renovate and repair space periodically and may be liable to pay the associated costs of wars, terrorist attacks, riots, civil commotions, natural disasters and other events beyond our Group's control. Our Group's activities may also be impacted by changes in laws and governmental initiatives or regulations in relation to real estate, including those governing usage, zoning, taxes, governmental charges, REITs and financial services. Such revisions may lead to an increase in management expenses or unforeseen capital expenditure to ensure compliance. Rights relating to the relevant properties may also be restricted by legislative action, such as revisions to the laws relating to building standards or town planning laws or the enactment of new laws relating to government appropriation, condemnation and redevelopment. Any of these events could materially and adversely affect our Group's businesses, financial condition and results of operations.

Declines in property values may lead to downward revaluations of the properties in which our Group holds interests

Our Group holds interests in retail, industrial, logistics, business parks, data centre, integrated development, office and lodging properties in various countries and there can be no assurance that property prices in any of these countries will not decrease such that a downward revaluation of the properties is required.

Real estate assets are inherently difficult to value. As a result, valuations are subject to substantial uncertainty and subjective judgements and are made on the basis of assumptions which may not be correct. Additionally, the inspections of our Group's properties and other work undertaken in connection with a valuation exercise may not identify all material defects, breaches of contracts, laws and regulations, and other deficiencies and factors that could affect the valuation. There can be no assurance that our Group's property interests will retain the price at which it may be valued or that our Group's investment in such properties will be realised at the valuations or property values our Group has recorded or reflected in our Group's financial statements or in this Document.

In particular, the valuations of certain of our Group's principal properties as set out in Appendix G of this Document are reported as being subject to material or high valuation uncertainty, for the reason that the outbreak of the COVID-19 pandemic has, among other things, caused heightened uncertainty in global market conditions, and steep declines have been seen in global financial markets largely on the back of the pandemic over concerns of trade disruptions and falling demand. With respect to such principal properties, there may be a shortage of market evidence for comparison purposes, to inform opinions of value. Consequently, less certainty – and a higher degree of caution – should be attached to the valuations than would normally would be the case.

Our Group's investment properties and investment properties under development are initially recognised at cost, including transaction cost and subsequently carried at fair value determined annually. The fair value is determined based on internal valuation or independent professional valuation. Our Group assesses the valuation of each interest to ensure that the carrying amount of each investment property reflects the market conditions as at the relevant financial reporting date. The value of our Group's interest in properties may fluctuate from time to time due to market and other conditions, including prevailing interest rate conditions. Interest rates are a function of inflationary expectations, which may be on the uptrend. Higher interest rates may result in possible downward revaluation of our Group's investment properties. Such adjustments to our Group's share of the fair value of the properties in our portfolio could have an adverse effect on our Group's net asset value and our profitability. They may also affect our Group's ability to incur more borrowings, or result in our Group having to reduce debt, if the financial covenants in our financing and other agreements require our Group to maintain a level of debt relative to our asset value, and such covenants are triggered as a result of adjustments made to the fair value of our Group's properties in our portfolio.

For properties held by our Listed Funds and Unlisted Funds, revaluation losses in respect of the properties so held may significantly decrease the management fees our Group may earn from managing these properties, and such reductions in our revenue may have a material adverse effect on our Group's business, financial condition, results of operations and prospects.

Our Group may be involved in legal and other proceedings from time to time

In the course of our business, we may be involved, from time to time, in disputes with various parties including parties involved in the operation, purchase and sale of our properties (such as contractors, sub-contractors, consultants, suppliers, construction companies, purchasers and other partners), visitors, tenants and guests of our properties. We may also be subject to tax audits and other related matters. For example, a tax authority has issued notices of additional assessment to one of our subsidiaries in respect of certain additional taxes and penalties amounting to the equivalent of approximately S$40 million in total. The relevant subsidiary has filed an application for a judicial review and a stay order with respect to the tax claim and as at the date of this Document, the application is pending. There is no assurance that a stay order will be granted or if a stay order is granted, that the outcome of the judicial review will be favourable. The tax claim represents approximately 7.2% of our Group's loss for the year attributable to Shareholders of our Company of approximately S$559 million for FY2020 and approximately 2.8% of our Group's profit for the year attributable to Shareholders of our Company of approximately S$1,444 million for FY2019. There is no assurance that the relevant subsidiary or any of our Group companies will not be subject to future tax-related audits, investigations or disputes with the relevant authorities. Please refer to the section "General and Statutory Information – Legal Proceedings" for further details.

Our Group is also exposed to risk of litigation by investors of our Listed Funds and Unlisted Funds if our management of any of our Listed Funds or Unlisted Funds or their properties is alleged to constitute fraud, negligence, wilful default, breach of applicable laws or regulations or breach of the relevant trust deed or other constitutive documents or breach of the relevant agreement. Investors could sue our Group to recover amounts due to our alleged misconduct. Further, our Group may be subject to litigation arising from investor dissatisfaction with the performance of our Listed Funds and Unlisted Funds.

There is no assurance that disputes or proceedings will be resolved, settled or settled on terms which are favourable or reasonable to our Group or that we will be able to successfully defend such claims. We could incur costs, and our time and management resources may be diverted towards resolving or settling such disputes or proceedings, or defending such claims. In the event that such disputes or proceedings are not resolved, settled or settled on terms which are favourable or reasonable to our Group or in the event that we are unable to successfully defend ourselves and sufficiently claim from our insurance proceeds and/or indemnities available, our Group's business, financial condition, results of operations and prospects may be adversely affected.

We may not be able to successfully implement our business strategy

In determining our strategies and future plans, we have made certain assumptions about the future economic performance of the countries in which we currently operate and that we have identified as our key investment regions.

The successful implementation of our strategies will entail actively managing our properties, identifying suitable acquisition opportunities and making such acquisitions, undertaking asset enhancement initiatives, securing tenants or guests, raising funds in the capital or credit markets, and the co-operation of our partners who invest with us, our tenants, our guests and other counterparties. Our ability to successfully implement our strategies is also dependent on various other factors, including but not limited to the competition we face in our business, which may affect our ability to acquire properties and secure tenants or guests on terms acceptable to us, and our ability to retain our key employees.

Our ability to expand into new markets is dependent on our ability to adapt our experience and expertise and to understand and navigate the new environment. We cannot assure you that we will be able to implement all or some of our business strategies, and the failure to do so may materially adversely affect our business, financial condition, results of operations and prospects.

The loss of any key members of senior management may affect our Group's continuing ability to compete

We believe that our continuing success is dependent to a certain extent upon the abilities and continuing efforts of our existing directors and senior management. If our Group were to lose the services of any of the key members of senior management, we may not be able to replace those members with persons of comparable expertise or experience, either on a timely basis or at all.

Accordingly, the loss of any key members of senior management may affect our Group's continuing ability to compete.

Investment Management

Our Group's most important assets for our investment management business are our personnel, including our Group's senior management, investment professionals, fund management teams, client relations professionals and central functions. Our Group's continued success is dependent upon their respective and collective efforts.

Our Group's personnel possess substantial experience and expertise and have strong business relationships with members of the business community across geographies and sectors in which our Group and our Listed Funds and Unlisted Funds operate. The success of our Listed Funds and Unlisted Funds and the assets held within such Listed Funds and Unlisted Funds is similarly dependent on their respective personnel. There is a risk that our Group may not be successful in our efforts to recruit, retain and motivate the required personnel as the market for qualified investment professionals is highly competitive, and such risks may be exacerbated if a number of persons would decide to leave our Group at the same time.

Further, our Group's personnel may join or form a firm to compete with us, or solicit other employees to also join that competing firm. The non-competition, non-solicitation and confidentiality agreements to which our Group's personnel are and will be subject to, together with our Group's other arrangements with them, may not prevent them from leaving our Group, joining competitors or otherwise competing with our Group. In addition, such agreements will expire after a certain period of time, at which point each of our Group's personnel would be free to compete against our Group or recruit our Groups' employees.

If our Group's ability to recruit and maintain our personnel worsens, this could jeopardise our Group's development, culture and relationships with important stakeholders. As the personnel is our Group's most important asset, this could lead to significant adverse consequences in the short term in relation to our existing Listed Funds and Unlisted Funds and in the medium to long term in relation to our Group's ability to raise capital for new funds.

Our Group is subject to risks inherent in investing in entities which our Group does not have control and the manner in which our Group holds our investments and property interests

Our Group holds, and expects in the future to hold, a portion of our property interests through interests and investments in entities that are not our subsidiaries and over which our Group does not have majority control, such as joint venture entities and/or funds. The performance of these entities and our Group's share of their results is subject to the same or similar risks that affect our Group as described in this section. There can be no assurance that our Group will be able to influence the management, operation and performance of these entities, whether through our Group's voting rights, contractually, or as manager of some of these entities, in a manner which would be favourable to our Group, or at all. Further, disagreements may occur between our Group, our joint venture partners and/or third party fund investors, as the case may be, regarding the business and operations of the joint ventures and/or funds which may not be resolved amicably. In addition, our Group's joint venture partners and/or third party fund investors may (a) have economic or business interests or goals that are not aligned with our Group's, (b) take actions contrary to our Group's instructions, requests, policies or objectives, (c) be unable or unwilling to fulfil their obligations, (d) have financial difficulties, or (e) have disputes with our Group as to the scope of their responsibilities and obligations.

Joint venture partners are not restricted from competing with our Group on other projects. In PRC, property investment may often involve the participation of local and foreign partners, and there may be additional risks or problems associated with joint ventures and associates in PRC. For instance, guarantees given by Chinese parties in relation to joint ventures in PRC may be difficult to enforce as their validity may depend on the financial and legal qualifications of the guarantors and the appropriate approvals having been obtained. Although our Group does not believe that it has experienced any significant problems with respect to our partners to date, should such problems occur in the future they could have a material adverse effect on the businesses and prospects of our Group.

Additionally, our Group's joint venture partners or third party fund investors may not be able to fulfil their respective contractual obligations (for example, they may default in making payments during future capital calls or capital raising exercises), or may experience a decline in creditworthiness. Although joint venture and private fund agreements generally contain terms that govern the treatment of such events to the detriment of the defaulting party and our Group would generally seek to enforce our rights as enumerated within these legal agreements, the occurrence of any of these events may materially and adversely affect the performance of our Group's joint ventures and/or funds, which in turn may materially and adversely affect our Group's business, financial condition, performance and prospects.

Some of our Group's investments are in entities that are structured to achieve tax efficiency or transparency, such as REITs and other special purpose vehicles that are located in jurisdictions that do not tax income or other gains or that provide tax incentives. In the event that the intended tax efficiency or transparency is not achieved by the vehicles through or in which our Group's investments are made, whether as a result of a loss or revocation of a tax ruling by a competent tax authority, or a change in or in the interpretation of applicable tax laws or otherwise, this could reduce the return on our investments and increase our operating costs and expenses, and in turn could have a material adverse impact on our business, financial condition, results of operations and prospects. Some of our Group's investments, such as those in the Listed Funds, are investments in entities which are listed or traded on a securities exchange. There can be no assurance that the market price of the securities of the entity our Group has invested in reflects accurately to any degree the underlying value of the business, or the assets owned by it, or that our Group will be able to realise our investment in the entity at the then prevailing market price, or at all.

Our Group may suffer uninsured losses or losses in excess of insured limits

Our Group maintains insurance policies arranged with reputable insurance intermediaries which cover risks such as loss of rental, fire, flood, riot, strike, malicious damage, other material damage to property, business interruption, public liability and professional indemnity. Notwithstanding our Group's insurance coverage, damage to its facilities, equipment, machinery, buildings or other properties as a result of occurrences such as fire, explosion, power loss, communications failure, intentional unlawful act, human error or natural disaster could nevertheless have a material adverse effect on our Group's financial condition and results of operations to the extent that such occurrences disrupt the normal operation of our Group's businesses.

Further, there are certain types of losses (such as from wars, acts of terrorism or acts of God) that generally are not insured because they are either uninsurable or not economically insurable in certain jurisdictions. Should an uninsured loss or a loss in excess of insured limits occur or a failure of insurers to fulfil their obligation for the sum insured, our Group could be required to pay compensation and/or lose capital invested in the property, as well as anticipated future revenue from that property. Our Group would also remain liable for any debt that is with recourse to our Group and may remain liable for any financial obligations related to the relevant property. Any such loss could adversely affect the businesses, financial condition and results of operations of our Group. No assurance can be given that material losses in excess of insurance proceeds will not occur in the future or that adequate insurance coverage for our Group will be available in the future on commercially reasonable terms or at commercially reasonable rates.

Our Group's property developments are subject to risks inherent to development including construction risks

The construction and development phase of new property developments usually takes several years to complete, depending on the size and complexity of the development. The time taken to complete a project and the costs of development may be adversely affected by various factors, including shortages of materials or skilled labour, unforeseen engineering, environmental or geological problems, work stoppages, litigation, weather interferences, floods and unforeseen cost increases. There may also be progress delays due to supply chain and labour disruptions arising from the ongoing COVID-19 pandemic. Safety regulations of some countries in which our Group's construction sites are located may not be applied as stringently as in developed countries. This could result in accidents and fatalities which could have an adverse impact on our Group's reputation and result in fines and litigation.

Difficulties in obtaining any requisite licences, permits, allocations or authorisations from regulatory authorities could also increase the costs, or delay the construction or opening of, new developments. The occurrence of any of the above events may result in delays in the completion of our Group's property developments or cost overruns, resulting in increased costs and lower returns on investments than originally expected and adversely affect our Group's businesses, financial condition and results of operations.

Our Group faces risks in relation to changes in commodity prices due to the use of large quantities of building materials, including raw iron, steel, sand, granite and concrete, in our property development operations. In general, our Group prefers to enter into fixed or guaranteed maximum price construction contracts with independent construction companies, each of which affects a significant part of the overall success of its development projects. These contracts typically cover both the supply of the building materials and the construction of the facility during the construction period. In accordance with industry practice, our Group or our contractors may amend existing construction contracts, including fixed or maximum price terms, to take into account significant price movements of construction materials. Therefore, should the price of building materials increase significantly after our Group enters into a fixed or guaranteed maximum price construction contract, or should our existing contractors fail to perform under their contracts, our Group may be required to pay more to our existing or prospective contractors, which could materially and adversely affect our Group's businesses, financial condition and results of operations.

There are no past occurrences that are relevant in the context of this risk factor that would have a material adverse impact on our Group's operations and/or financial performance.

Our Group may experience schedule delays or budget overruns in completing our Group's property development projects

Property development projects typically require substantial capital outlay during the construction period and may take months or years before positive cash flows can be generated by pre-sales or sales or rental of completed property developments, if at all. The time and costs required in completing a property development project may be subject to substantial increases due to many factors, including shortages of materials, equipment, technical skills and labour, adverse weather conditions, natural disasters, outbreaks of pandemics (such as the COVID-19 pandemic) or communicable diseases, labour disputes, disputes with contractors, accidents, changes in government priorities and policies, changes in market conditions, delays in obtaining the requisite licences, permits and approvals from the relevant authorities and other unforeseeable problems and circumstances. Any of these factors may lead to delays in, or prevention of, the completion of a property development project and result in costs substantially exceeding those originally budgeted for. Furthermore, any failure to complete a property development project according to its original specifications or schedule may give rise to potential liabilities and, as a result, our Group's return on investments may be lower than originally expected or be adversely affected.

In addition, any decreases in property prices or adverse developments in the property market after the acquisition of a parcel of land and prior to the pre-sales or sales of completed property developments on such land could also have an adverse impact on our Group's businesses, financial condition and results of operations.

There are no past occurrences that are relevant in the context of this risk factor that would have a material adverse impact on our Group's operations and/or financial performance.

Our Group relies on third party contractors and consultants to provide various services

Our Group engages third party contractors and consultants to provide various services in connection with the day-to-day operations of our properties and physical asset enhancement works, including design, engineering, construction, piling and foundation, building and property fitting-out work, alterations and additions, interior decoration, installation of air-conditioning units and lifts, and gardening and landscaping works as well as legal and financial advice. Our Group is exposed to the risk that a contractor or consultant may require additional capital in excess of the price originally tendered to complete a project and may have to bear such additional amounts in order to provide the contractor with sufficient incentives to complete the project. Furthermore, there is a risk that major contractors may experience financial or other difficulties which may affect their ability to provide the services, thus delaying the completion of projects or resulting in additional costs to our Group. There can also be no assurance that the services rendered by such third party contractors and consultants will always be satisfactory or meet our Group's targeted quality standards. All of these factors could adversely affect our Group's businesses, financial condition and results of operations.

Our Group is subject to risks of failure, inadequacy, interruption or security failure of information technology used in our operations

Our Group relies on information technology networks and systems, including the Internet, to process, transmit and store electronic information and to manage or support a variety of our business processes, including financial transactions and maintenance of records, which may include personally identifiable information of customers and lease data. Our Group relies on commercially available systems, software, tools and monitoring to provide security for processing, transmitting and storing confidential customer information, such as individually identifiable information relating to financial accounts. Although our Group has implemented procedures to mitigate technology risk and will continue to take steps to protect the security of the data maintained in our information systems, it is possible that such security measures will not be able to prevent the systems' improper functioning, or the improper disclosure of personally identifiable information such as in the event of cyber-attacks, phishing and malicious software such as ransomware. Security breaches, including physical or electronic break-ins, computer viruses, attacks by hackers and similar breaches, can create system disruptions, shutdowns or unauthorised disclosure of confidential information. Any failure to maintain proper function, security and availability of our Group's information systems could interrupt our operations, damage our reputation, subject our Group to liability claims or regulatory penalties and could materially and adversely affect our Group.

Our Group's guarantees may be called upon and put or call options may be exercised which may require funds to be disbursed

During the course of our Group's business, our Group may be required to provide guarantees including in the form of put and call options and corporate and bank guarantees to third parties in respect of our Group's obligations. If a put or call option is exercised or a guarantee is called upon, this may require funds to be disbursed. Such disbursement of funds may also require our Group to source additional financing and/or refinance existing debt obligations. There can be no assurance that additional financing to satisfy our Group's guarantees will be obtained on terms favourable to our Group.

There are no past occurrences that are relevant in the context of this risk factor that would have a material adverse impact on our Group's operations and/or financial performance.

Our Group may be unable to adequately protect our intellectual property rights or may face intellectual property claims that may be costly to resolve

Our Group relies on a combination of trademarks and servicemarks. In connection with our proposed listing on the SGX-ST, our Company entered into a trademark licence agreement with CapitaLand on 17 July 2021 which will become effective on the Listing Date. Pursuant to the trademark licence agreement, CLI is granted the licence to use trademarks relevant to CLI Group's businesses, such as the "CapitaLand", "Raffles City" and "CapitaMall" trademarks, as well as the right to sub-license such trademarks to CLI's subsidiaries, associated companies and managed investment vehicles, for a nominal licence fee of S$1.00. Please see the section "Interested Person Transactions and Conflicts of Interests – Present and Ongoing Interested Person Transactions". In addition to the above, Ascott owns all the trademarks pertaining to the lodging business including "Ascott", "Somerset", "Citadines", "Quest" and "lyf".

Our corporate identity and branding has been developed and is associated with these marks. There can be no assurance that the steps our Group takes in this regard will adequately protect our intellectual property rights.

Third parties or persons may challenge our exclusive rights to use our brand names and logos and our Group could incur substantial costs in defending any claims relating our intellectual property rights. Issues relating to intellectual property rights can be complicated and there can be no assurance that disputes will not arise. Any disputes which are not resolved may adversely affect our Group's business, financial condition, results of operations and prospects.

(b) Additional Risks relating to our Group's Investment Management Business

Our Group's investment management business would be adversely affected if the performance of the Listed Funds managed by our Group deteriorates

We currently manage six Listed Funds, namely, CICT, A-REIT, ART, CLCT, AIT and CMMT.

Our fees from the management of each of the REITs typically comprise, among others, (a) REIT management fees which comprise a base component based on a percentage of the deposited property of the REITs, and a variable performance component based on a percentage of certain income measures of the relevant REIT, including net property income or gross profit or DPU growth, (b) property management fees which are generally based on the gross revenue and/or net property income of the property, and (c) acquisition and divestment fees, which are based on the purchase or sale price or enterprise value, as applicable, of any property purchased or sold by the REIT.

Our fees from the management of each of the BTs comprises, among others, (i) a management fee which comprises a base component based on a percentage of the value of the properties held by BT and a variable performance fee based on the net property income of the BT (or in the case of a stapled trust, a base performance fee based on the BT's share of gross profit for the year and an outperformance fee of a percentage of the difference between the BT's share of gross profit for the year and a percentage of the preceding year's gross profit), (ii) a trustee fee payable to the trustee-manager of the BT based on a percentage of the value of the properties held by the BT and (iii) acquisition and divestment fees, which are based on the acquisition or sale price of any property purchased or sold by the BT.

A decrease in the values of the properties held by the Listed Funds or the gross revenue and net property incomes and/or the distributable income of any of the Listed Funds may result in a corresponding decrease in the fees. Any condition which might have a material adverse effect on the Listed Funds' operating performance and financial condition, or termination of our management services by any or all of the Listed Funds, could materially reduce our Group's revenues derived from managing the Listed Funds.

With respect to the removal of the relevant Group entity as the manager of any of the REITs, the trust deed of the relevant REIT provides that the relevant manager may be removed under certain circumstances, such as in the event of the passing of a resolution by a simple majority of unitholders present and voting at the meeting and in the event the relevant manager fails or neglects after reasonable notice to satisfy any material obligation imposed on the manager by the trust deed. With respect to the removal of the relevant Group entity as the trustee-manager of any of the BT, the trust deed of the relevant BT provides that the trustee-manager may be removed in the event of a resolution passed by at least 75% of the votes cast by the unitholders of the relevant BT, present and voting at the meeting.

With respect to other management services provided by our Group for the Listed Funds, such as property management services, the contracts for the provision of such services may prescribe termination events, such as termination for breach and termination for unsatisfactory performance.

In the event that such services by our Group are terminated prior to the expiry of the relevant contract or our Group is unable to renew expired contracts on terms that are commercially reasonable to our Group, or the relevant Group entity is removed as manager of a REIT or trustee-manager of a BT in accordance with the terms of a trust deed or applicable law, this would adversely affect our Group's business, financial condition, results of operations and prospects.

In addition, as we continue and may continue to receive fees for the management of the Listed Funds in the form of REIT units and BT units, changes in the unit prices of the Listed Funds between the time our Group receives the units and in the event that our Group decides to sell such units in the market, the time of such sale (which may be due to factors unrelated to their operating performance or financial condition) may have an adverse impact on our Group's cashflow.

There are no past occurrences that are relevant in the context of this risk factor that would have a material adverse impact on our Group's operations and/or financial performance.

Our Group is dependent on the management of investments in real estate for our revenue and is exposed to the general risks associated with such investments

Our Group depends on our management of investments in real estate as our revenue is substantially dependent on (a) the value of the real estate assets and (b) the net property income generated from real estate assets. The Unlisted Funds our Group manages generally entitles us to earn a base fee and/or performance fee comprising stated percentages of the annual internal rate of return of the fund in excess of one or more "hurdle" rates of return. Each of these types of revenue would be affected by downturns in the real estate cycle as well as unfavourable economic conditions.

To the extent our Group invests in the Listed Funds and/or Unlisted Funds, it will be exposed directly to the risks of the Listed Funds' and Unlisted Funds' investments and the performance of the Listed Funds and the Unlisted Funds.

Investments in real estate are subject to various risks and factors as described in the section "*– (a) Risks relating to our Group's Business Generally*".

Many of these factors may cause fluctuations in occupancy rates, rental rates or operating expenses, causing a negative effect on the value of real estate and income derived from real estate. The value of the assets of the Listed Funds and Unlisted Funds our Group manages, as well as the gross revenue, net property income and/or the distributable income of these Listed Funds and returns on these Unlisted Funds, will reflect such factors and as a result may fluctuate upwards or downwards, thereby affecting the fees our Group derives from the management of these Listed Funds and Unlisted Funds.

Additionally, if the Unlisted Funds our Group manages acquire direct or indirect interests in undeveloped land or under-developed real estate which may be non-income producing, they will be subject to the risks normally associated with such assets and development activities, including risks relating to the availability and timely receipt of zoning, environmental and other regulatory approvals, the cost and timely completion of construction (including risks beyond the control of such funds, such as weather or labour conditions or shortages of materials) and the availability of favourable terms on both construction and financing arrangements.

Further, if economic conditions are unfavourable, our managed Listed Funds and Unlisted Funds may not perform well and our Group may not be able to raise additional capital. The performance of the Listed Funds and Unlisted Funds our Group manages are materially affected by conditions in the global financial markets and economic conditions. The global market and economic climate may deteriorate because of many factors beyond our Group's control, including terrorism or political uncertainties.

Further, if the asset value of the Listed Funds and Unlisted Funds our Group manages, the gross revenue and net property income and/or the distributable income of these Listed Funds or returns from these Unlisted Funds are adversely affected, our Group's business, results of operations, financial condition and prospects could be adversely affected.

The historical returns attributable to our Listed Funds and Unlisted Funds should not be considered as indicative of their future results or of our future results

The performance of our Listed Funds and Unlisted Funds are relevant to us primarily insofar as our base and/or performance fees are linked to such performance. The historical and potential future returns of the assets or funds managed by our Group are not directly linked to our Group's results and as such, the continued positive performance of our Listed Funds and Unlisted Funds will not necessarily result in positive results of operations for our Group. However, the poor performance of our Listed Funds and Unlisted Funds will cause a decline in our performance and variable fees from such Listed Funds and Unlisted Funds, and may therefore have a negative effect on our Group's results of operations. Moreover, the returns of our Listed Funds and Unlisted Funds have benefited from investment opportunities and general market conditions that may not repeat themselves, and there can be no assurance that current or future Listed Funds and Unlisted Funds our Group manages will be able to avail themselves of profitable investment opportunities.

Poor or non-performance of any of our Unlisted Funds may adversely affect our Group's business, financial condition, results of operations and prospects

If our Unlisted Funds do not perform as expected, the revenue our Group derives from this business will be adversely affected, since it is or will be tied to the value and performance of the funds. Our funds may face withdrawals by investors and be unable to attract new subscriptions. As our Group also expects to commit seed capital to our Unlisted Funds, our Group may also lose some or all of our investment in these funds if the investments made by the funds fail or perform poorly. In addition, a sustained or material poor performance of our Group's Unlisted Funds management business may adversely affect our Group's reputation and make our Group less effective in securing future investments and raising capital for new funds that our Group may wish to set up. Furthermore, for Unlisted Funds which have fixed life spans, our Group's funds under management may decline as our Group's Unlisted Funds reach the end of their life spans, if new Unlisted Funds are not established to introduce additional funds under our Group's management. The occurrence of any or all of the above may adversely affect our Group's business, financial condition, results of operations and prospects.

Potential conflicts of interest could restrict the expansion of our Group's investment management businesses and damage our Group's reputation and adversely affect our Group's business

Although each of the Listed Funds and Unlisted Funds our Group manages is focused on different real estate sectors and/or geographic markets, and our Group believes the Listed Funds and Unlisted Funds our Group manages have different and complementary strategies, it is possible that the Listed Funds and Unlisted Funds our Group manages may have overlapping objectives and common target properties in certain circumstances, and potential conflicts of interests may arise with respect to our Group's decisions regarding how to allocate opportunities among these Listed Funds and Unlisted Funds.

Funds under management may not grow as expected, which may adversely affect the management fees and investment income generated by our Group

The amount of management fees generated by our Group is largely based on the size of our Group's FUM. The growth of our Group's FUM is primarily dependent on our Group's ability to raise capital for new Listed Funds and Unlisted Funds, deliver attractive absolute and relative returns to investors of our Listed Funds and Unlisted Funds, the execution of our Group's growth strategy and our Group being able to maintain our strong brand and positive reputation. FUM is also dependent on the current life cycle stages of the Listed Funds and Unlisted Funds our Group manages, including the maturity of such Listed Funds and Unlisted Funds and the realisation of investments, particularly for the Unlisted Funds our Group manages.

Even if FUM grows as expected, the management fees generated by our Group's FUM may decline if the fees investors are willing to pay for fund management services decline. Management fee rates are impacted by a number of factors, including demand across investment strategies and investors' desire to increase commitments to public and/or private markets, historical and expected performance of the Listed Funds and Unlisted Funds our Group manages and industry standard fee levels, terms and conditions for Listed Funds and Unlisted Funds of similar investment criteria and investment performance. However, there is a risk that investors in future Unlisted Funds may negotiate to pay our Group lower management fees and the economic terms of future Listed Funds and Unlisted Funds may be less favourable to our Group comparable to those obtained on our Listed Funds and Unlisted Funds historically. Furthermore, if our Group expands into lower fee-paying asset classes, the average management fee rate for our Group may decline.

If any of the foregoing were to occur such that our Group's FUM does not grow as expected, or even declines, or if management fee rates decrease, this may adversely affect, in the medium or long-term, the management fees and investment income received by our Group.

Dependence on leverage in investments by the Listed Funds and Unlisted Funds our Group manages could adversely affect their performance which may in turn adversely affect our Group

Investments in real estate is capital intensive in nature. As investments of the Listed Funds and Unlisted Funds our Group manages may rely on the use of leverage, our Group's ability to achieve attractive yields and rates of return on the investments our Group manages on behalf of such Listed Funds and Unlisted Funds may depend on our Group's continued ability to access sufficient sources of financing at attractive rates. Due to the use of leverage, indebtedness may constitute a majority of a real estate asset's value. An increase in either the general levels of interest rates or in the risk spread demanded by sources of financing would make it more expensive to finance those investments.

Highly leveraged investments are inherently more sensitive to declines in revenue, increases in expenses and interest rates and adverse economic, market and industry developments. The incurrence of a significant amount of indebtedness by an entity could, among other things:

- give rise to an obligation to make mandatory prepayments of debt using excess cash flow, which might limit the entity's ability to respond to changing industry conditions to the extent additional cash is needed for the response, to make unplanned but necessary capital expenditures or to take advantage of growth opportunities;
- limit the entity's ability to adjust to changing market conditions, thereby placing it at a competitive disadvantage compared to its competitors who have relatively less debt;
- limit the entity's ability to engage in strategic acquisitions that might be necessary to generate attractive returns or further growth; and
- limit the entity's ability to obtain additional financing or increase the cost of obtaining such financing, including for capital expenditures, working capital or general corporate purposes.

Any of the foregoing circumstances could have a material adverse effect on the performance of our Listed Funds and/or Unlisted Funds, which may in turn adversely affect our Group's business, financial condition, results of operations, prospects and cashflow.

Fee pressures on management fees for the existing or future Listed Funds and Unlisted Funds that our Group manages could reduce our Group's future margins

In order for our Group to maintain our Group's fee structure in a competitive environment for Listed Funds and Unlisted Funds that our Group manages, our Group must be able to provide clients with investment returns and service that will encourage them to be willing to pay such fees. Any fee reductions in relation to existing or future Listed Funds or Unlisted Funds which our Group manages without corresponding decreases in our Group's cost structure would have an adverse impact on our Group's future margins.

Poor performance of the Unlisted Funds managed by our Group may affect our Group's business, financial condition, results of operations and prospects as well as our Group's future revenue, income and cashflow, and could adversely affect our Group's ability to raise capital for future investment funds

In the event that any of the investment funds our Group manages were to perform poorly, our Group's revenue, income and cash flow would decline because the value of our Group's assets under management would decrease, which would result in a reduction in management fees, and the funds' investment returns would decrease, resulting in a reduction in the performance fees our Group earns. Moreover, to the extent that our Group invests our own capital as seed capital for new funds or additional capital in certain funds that our Group manages, our Group could experience losses on investments of our own capital as a result of poor investment performance by those funds. Poor performance of the funds our Group manages could make it more difficult for our Group to raise new capital. Investors and potential investors in the funds our Group manages continually assess such funds' performance, and our Group's ability to raise capital for existing and future funds will depend on such funds' continued satisfactory performance.

Our Group may not be able to successfully retain or compete for management agreements and as a result, our Group may not be able to achieve our Group's planned growth

Part of our Group's management business is based on management contracts for properties which our Group does not own or in which our Group has only a partial effective ownership interest. Termination of our Group's management contracts prior to their expiration, or removal as manager in accordance with the terms of the management contracts or applicable law, or inability to renew management contracts on terms that are commercially reasonable to our Group could have adverse effects on the business, financial condition, results of operations and prospects of our Group.

Our Group believes that our ability to compete for management agreements primarily depends on our Group's brand recognition and reputation, the results of our Group's overall operations and the success of the properties that our Group currently manages. The terms of any new management agreements that our Group obtains also depend on the terms that our competitors offer for those agreements. If the properties that our Group manages perform less successfully than those of our competitors or if our Group is unable to offer terms as favourable as those offered by our competitors, our Group may not be able to compete effectively for new management agreements. As a result, our Group may not be able to achieve our planned growth and the business, financial condition, results of operations and prospects of our Group may be adversely affected.

We may be subject to increasing scrutiny from investors with respect to the environmental, social and governance impact of investments made by our Unlisted Funds and Listed Funds, which may constrain capital deployment opportunities for our Unlisted Funds and/or Listed Funds and adversely impact our ability to raise capital from such investors

Investors in our Unlisted Funds and, to some extent, our Listed Funds may place increasing importance on the negative impacts of assets and investments made by our Unlisted Funds and Listed Funds, including with respect to ESG matters. Investors may demonstrate increased activism with respect to existing assets and investments, which may include urging our Group to take certain actions that could adversely impact the value of an asset or investment, or refrain from taking certain actions that could improve the value of an asset or investment. Investors may also condition future capital commitments on the taking or refraining from taking of such actions. Increased focus and activism related to ESG and similar matters may constrain our capital deployment opportunities, and the demands of investors may further limit the types of investments that are available to our Unlisted Funds and/or our Listed Funds. In addition, investors which represent a significant portion of our Unlisted Funds' investor bases, may decide to withdraw previously committed capital from our Unlisted Funds (where such withdrawal is permitted) or to not commit capital to future fundraises as a result of their assessment of our approach to and consideration of the social cost of investments made by our Unlisted Funds. To the extent our access to capital from investors is impaired, we may not be able to maintain or increase the size of our Unlisted Funds, raise sufficient capital for new Unlisted Funds or raise new capital for our Listed Funds. If any of the foregoing were to occur such that our Group's FUM does not grow as expected, or even declines, or if management fee rates decrease, this may adversely affect, in the medium or long-term, the management fees and investment income received by our Group.

(c) Additional Risks relating to our Group's Lodging Business

Our Group is subject to the operating and market risks inherent in the lodging, and the financial performance of our Group is dependent on the condition and outlook of the lodging industry, which is in turn susceptible to cyclicality and other factors outside the control of our Group

Our Group's investments in lodging real estate are subject to the operating and market risks inherent in these industries, which may result in disruption to our Group's business, result in damage to our Group's assets and/or adversely affect the results of operations of our Group.

In particular, the lodging business is cyclical and sensitive to external and economic changes, and there are a number of factors beyond the control of our Group, and which could affect the financial performance of our Group, the gross revenue earned from, and the value of, our lodging properties. These include, but are not limited to, the following:

- condition of, and changes in, the domestic, regional and global economies, and market conditions in the countries that our Group operates in, such as an oversupply or reduced demand and adverse changes in rental rates and operating expenses which could affect the profitability of our Group;

- competition for occupants from other lodging properties that may affect rental and occupancy levels in our properties;

- a general downturn of the economy or the hospitality industry, which affects occupancy and rental rates or a slowdown in tourism, business and conferences in the markets in which the properties of our Group are located;

- seasonality patterns in tourism arrival numbers throughout the year;

- cyclical downturns arising from changes in general and local economic conditions, including reductions in the amount of longer-term business travel and corporate executives requiring mid-term to long-term accommodation;

- the recurring need for renovation, refurbishment, repair, maintenance and improvement of lodging properties;

- the ability to collect rental for our multifamily properties as a result of possible spike in joblessness during economic downturns which will potentially hurt household formations and budgets;

- movement of the status of transportation hubs such as airports, railway stations, bus terminals;

- outbreaks of infectious diseases or serious public health concerns (such as the ongoing COVID-19 pandemic), unexpected increases in transportation or fuel costs, strikes among workers in the transportation industry and adverse weather conditions that could affect domestic or international travel demand, which could in turn adversely impact the rental and occupancy level in our properties;

- increase in new supply of lodging properties in the markets in which our Group operates, which could adversely impact the occupancy levels and revenue of the properties or future lodging assets of our Group;

- unfavourable publicity in relation to the properties of our Group;

- changes in our Group's relationships with, and the performance and reputation and standing of, the lessees, lodging operators, service providers, brand owners and franchisors and other companies with whom our Group may contract;

- changes in interest rates and in the availability, cost and terms of debt financing and other changes that may adversely affect our Group's ability to source capital to fund operating requirements, capital expenditures, acquisitions and other general corporate purposes or to comply with debt financing covenants, and in the relationships with our Group's lenders;

- the time that it may take to complete the refurbishment of properties and receive registrable title to such properties;

- any restrictions in the ability to renovate the properties and future assets of our Group in order to preserve or expand demand for the properties and such assets;

- changes in laws and governmental regulations, fiscal policies and zoning ordinances, including those governing usage, zoning, taxes, government charges, labour laws and environmental issues, which may lead to an increase in management expenses or unforeseen capital expenditure or costs to ensure compliance;

- legislative actions, such as the enactment of revisions to the laws relating to building standards, town planning, condemnation and redevelopment, which may affect or restrict rights related to relevant properties;

- increases in operating costs due to inflation, labour costs (including the impact of unionisation and increased competition for qualified personnel), workers' compensation and healthcare-related costs, maintenance costs, utility costs, insurance and unanticipated costs such as those resulting from acts of nature and their consequences;

- other factors, including acts of terrorism, war, riots, military coups, civil commotions and other instability, acts of God, natural disasters, earthquakes, volcanic eruptions, floods, labour shortages, and the measures taken by the governments of affected countries to address such issues; and

- other matters beyond the control of our Group, not yet known to our Group or not currently considered material by our Group.

These factors could have adverse effects on the business, financial condition, results of operations and prospects of our Group.

Our Group may not be able to implement asset enhancement initiatives ("AEIs") or successfully carry out development activities for our lodging properties

Our Group continuously strives to enhance our lodging properties assets through planned periodic upgrading, refurbishment and reconfiguration of the properties in order to achieve a higher level of guest satisfaction as well as to improve the properties' performance and competitiveness.

Any plans for AEIs are subject to known and unknown risks, uncertainties and other factors which may lead to any of such AEIs and/or their outcomes being materially different from the original projections or plans.

There can be no assurance that our Group will be able to implement any of such AEIs successfully or carry out development activities successfully, or that the carrying out of any AEIs or development activities will enhance the value of the relevant property. The AEIs or development activities are or may be subject to our Group obtaining the approvals of the relevant authorities. Furthermore, our Group may not be able to carry out the proposed AEIs or development activities within a desired timeframe, and any benefit or return which is expected from such AEIs or development activities may be reduced or lost. Even if the relevant AEI or development is successfully carried out, there can be no assurance that our Group will achieve our intended return or benefit from such AEIs or development activities.

There are no material AEIs that have been identified and committed by our Group to be conducted in the next 12 months.

Renovation and refurbishment work, repair and maintenance or physical damage to our lodging properties may disrupt the operations of our Group or otherwise result in adverse impact on the financial condition of our Group

The quality and design of our lodging properties influence the room rates and the demand for rooms. Such properties may need to undergo renovation and refurbishment works from time to time to retain their attractiveness to guests and may also require ad hoc maintenance or repairs in respect of faults or problems that may develop or because of new planning laws or regulations. The costs of maintaining the properties and the risk of unforeseen maintenance or repair requirements tend to increase over time as the properties age. The business and operations of the properties may be disrupted as a result of renovation and refurbishment works and it may not be possible to collect the full rental rate or, as the case may be, any rental income on the space affected by such renovation and refurbishment works.

Physical damage to the properties resulting from fire or other causes may lead to a significant disruption to the business and operations of the properties.

Existing or planned amenities and transportation infrastructure near our lodging properties may be closed, relocated, terminated, delayed or not completed

There is no assurance that the amenities and transportation infrastructure and public transport services near our lodging properties will not be closed, relocated, terminated, delayed or uncompleted, or that there will be no impediment to the traffic flow in the vicinity. Such closure, relocation, termination, delay, non-completion or impediment may adversely affect the accessibility of the properties. This may then have an adverse effect on the attractiveness and marketability of the properties to guests and may adversely affect the business, financial condition, results of operations and prospects of our Group.

Operation costs and expenses for our lodging properties may not decrease even if occupancy rate declines

Lodging operations involve fixed costs which do not vary by the occupancy level. This will limit our ability to respond to adverse market conditions by minimising costs. Such limitations may have an impact on profitability when the hospitality industry is weak. This may adversely affect the business, financial condition, results of operations and prospects of our Group.

There can be no assurance that the tourism promotion authorities in the countries which our Group operates in will succeed in increasing tourism receipts or that such success, if any, will improve the financial performance of our Group

Our lodging properties target demand from both business travellers and leisure travellers. Therefore, the financial performance of the properties may also be affected by the tourism industries of the respective countries in which our Group operates. In this regard, there can be no assurance that the initiatives taken by the tourism promotion authorities will be successful. Even if these initiatives are successful, it is not certain that an increase in tourism receipts would lead to a corresponding increase in the number of visitors or the length of their stay. Furthermore, an increase in the number of visitors or the length of their stay may not result in an increase in the revenues or gross operating profits of the properties.

(d) Risks relating to our Controlling Shareholders

Our controlling shareholders will be able to exercise substantial control over our Company and may have interests that are different from those of our other Shareholders

After the DIS, CapitaLand will hold an aggregate of approximately 51.76%[1] of our issued and outstanding Shares. In addition, CLA, TJ Holdings (III) Pte Ltd. ("**TJIII**"), Glenville Investments Pte. Ltd. ("**Glenville**"), Mawson Peak Holdings Pte. Ltd. ("**Mawson**"), Bartley Investments Pte. Ltd. ("**Bartley**"), Tembusu Capital Pte. Ltd. ("**Tembusu**"), and Temasek will also become our controlling shareholders, holding a deemed interest in between approximately 51.76%[1] to approximately 52.24%[1] of our issued Shares. Please see the sections "– Current Shareholders" and "Moratorium" for further details. By virtue of their shareholding in our Company, our controlling shareholders will have the ability to indirectly exercise control over our Company and our affairs and business, including the election of directors, the timing and payment of dividends, and the approval of other actions requiring the simple majority approval of our Shareholders. Control of a majority of our Shares by our controlling shareholders could delay, defer or prevent a future take-over or a change in control of our Company and could make some transactions more difficult or impossible to complete without the support of our controlling shareholders. The interests of our controlling shareholders may differ from or conflict with the interests of other Shareholders.

(e) Risks relating to the Ownership of our Shares

Future issues or sales of our Shares, and the availability of a large number of our Shares for sale, could depress our Share price

The sale of a significant number of our Shares in the public market after the DIS, or the perception that such sales may occur, could materially and adversely affect the market price of our Shares. These factors could also affect our ability to sell additional equity securities.

Although certain of our controlling Shareholders are subject to a moratorium, any substantial issuance or sale or perceived substantial issuance or sale of our Shares over a short period of time after the expiry of the applicable moratorium period (where applicable) by our Company or such controlling Shareholders could cause our Share price to fall. Except as otherwise described in the section "Moratorium", there are no restrictions on the ability of our controlling Shareholders to sell their Shares, either on the SGX-ST or otherwise. Please refer to the immediately preceding risk factor for further details on the shareholdings of our controlling Shareholders after the DIS.

[1] Based on the current shareholdings of CapitaLand as at 7 July 2021.

You may experience further dilution in the value of our Shares

Our Company may need to raise additional funds in the future and if such additional funds are raised through the issuance by our Company of new Shares other than on a *pro rata* basis to then existing Shareholders, the percentage ownership of then existing Shareholders may be reduced and then existing Shareholders may experience dilution in the value of their Shares. If we fail to utilise the additional funds to generate a commensurate increase in earnings, this will also lead to a dilution in our earnings per Share and could lead to a decline in our Share price.

Our post-Listing Share price may not be reflective of our value and our Share price may be may be volatile in the future

The Listing will be by way of an introduction. Unlike a listing undertaken together with an initial public offering, there will not be a price-discovery process such as bookbuilding undertaken prior to and in connection with the Listing. As such, the price of our Shares immediately post-Listing may not reflect an appropriate value for our Company.

The price of our Shares may fluctuate widely, depending on many factors, including:

- changes in market valuations and share prices of companies with similar businesses to our Group that may be listed in Singapore;
- announcements of significant acquisitions, strategic alliances or joint ventures;
- fluctuations in stock market prices and trading volume;
- involvement in material litigation;
- addition or departure of key personnel;
- success or failure of management in implementing business and growth strategies;
- variations in operating results;
- changes in securities analysts' recommendations, perceptions or estimates of our Group's financial performance;
- general changes in rules/regulations with regard to the industries that our Group operates in, including those that affect the demand for our Group's properties and services; and
- changes in conditions affecting the industries in which our Group operates, the general economic conditions or stock market sentiments or other events or factors.

Your ability to participate in future rights offerings may be limited

If we offer to our Shareholders rights to subscribe for additional Shares or any rights of any other nature, we will have discretion as to the procedure to be followed in making the rights available to our Shareholders or in disposing of the rights for the benefit of our Shareholders and making the net proceeds available to our Shareholders. We may choose not to offer the rights to our Shareholders who have a registered address outside Singapore.

We may not be able to pay dividends

Our ability to declare dividends in relation to our Shares will depend on our future financial performance, which, in turn, depends on the successful implementation of our strategy and on financial, competitive, regulatory and other factors, general economic conditions and other factors specific to our industry or specific projects, many of which are beyond our control.

In addition, our ability to pay dividends will be substantially affected by the ability of our subsidiaries, associated companies, joint ventures, Listed Funds and Unlisted Funds we may invest in, to declare and pay us dividends or other distributions. The ability of our subsidiaries and such entities to declare and pay dividends or other distributions to us will be dependent on the cash income of and cash available to such subsidiary or entity and may be restricted or subject to conditions under applicable laws, regulations or contractual agreements. There are covenants under the terms of certain existing bank facilities of our subsidiaries, associated companies, joint ventures, our Listed Funds and our Unlisted Funds which may impose restrictions on the ability of these entities to distribute dividends or distributions to our Company upon the occurrence of specified events such as where interest payments under the relevant facility are in arrears. In addition, in 2020, measures were introduced to provide REITs listed on the SGX-ST with greater flexibility to manage their cash flows and raise funds amid the challenging operating environment due to the COVID-19 pandemic, including extension of the timeline for such REITs to distribute at least 90% of their taxable income derived in the financial years 2020 and 2021 from three months after the end of the relevant financial year end, to 31 December 2021 (for financial year 2020) and 31 December 2021 or three months after the financial year end, whichever is later (for financial year 2021) to qualify for tax transparency. As a result of such measures and the need to manage cash flows amidst the COVID-19 pandemic, distributions by REITs (including the REITs in our Group) for the relevant distribution periods to their unitholders may be lowered. If any of our subsidiaries or other entities in which we have an interest are unable or are restricted in their ability to declare and pay dividends or other distributions to us, our ability to pay dividends on our Shares may be adversely affected.

Singapore take-over laws contain provisions which may vary from those in other jurisdictions

We are subject to the Singapore Code on Take-overs and Mergers (the "**Singapore Take-Over Code**"). The Singapore Take-Over Code contains certain provisions that may possibly delay, deter or prevent a future take-over or change in control of our Company. Under the Singapore Take-Over Code, except with the consent of the Securities Industry Council of Singapore ("**SIC**"), any person acquiring an interest, whether by a series of transactions over a period of time or not, either on his own or together with parties acting in concert with him, in 30.0% or more of our voting Shares, is required to extend a take-over offer for our remaining voting Shares in accordance with the Singapore Take-Over Code. Except with the consent of the SIC, such a take-over offer is also required to be made if a person holding between 30.0% and 50.0% (both inclusive) of our voting Shares, either on his own or together with parties acting in concert with him, acquires additional voting Shares representing more than 1.0% of our voting Shares in any six-month period.

While the Singapore Take-Over Code seeks to ensure an equality of treatment among shareholders, its provisions could substantially impede the ability of the shareholders to benefit from a change of control and, as a result, may adversely affect the market price of our Shares and the ability to realise any benefit from a potential change of control.

The listing by Introduction may not result in an active or liquid market for our Shares

An active public market for our Shares may not develop or be sustained after the listing by Introduction. We have applied to the SGX-ST for permission to have our Shares listed and quoted on the SGX-ST. Listing and quotation does not, however, guarantee that a trading market for our Shares will develop or, if a market does develop, there is no guarantee of the liquidity of that market for our Shares. In addition, approximately 48%[1] of the Shares outstanding post-DIS, will be held by the public (i.e. persons other than our Directors, Chief Executive Officers, substantial Shareholders, controlling Shareholders or their respective associates). There may be a limited number of Shares available for trading at any given time, resulting in reduced trading liquidity of the Shares.

Although it is currently intended that our Shares will remain listed on the SGX-ST, there is no guarantee of the continued listing of our Shares.

[1] Based on the current shareholdings of CapitaLand as at 7 July 2021.

You should read the following selected historical combined financial data for the periods and as at the dates indicated in conjunction with the section "Management's Discussion and Analysis of Financial Position and Results of Operations" and our combined financial statements, the accompanying notes and the related auditors' reports included elsewhere in this Document. Our financial statements are reported in Singapore dollars and are prepared and presented in accordance with SFRS(I) and IFRS.

The selected combined financial data as at and for the years ended 31 December 2019 and 2020 have been derived from our audited historical combined financial statements included elsewhere in this Document and should be read together with those financial statements and the notes thereto. The selected combined financial data as of and for the three-months periods ended 31 March 2021 and 2020 have been derived from our unaudited condensed interim combined financial statements for the three-months periods ended 31 March 2021 and 2020 included in this Document. We have prepared the unaudited condensed interim combined financial statements on the same basis as our audited combined financial statements. The unaudited condensed interim combined financial statements include all adjustments, consisting only of normal and recurring adjustments, which we consider necessary for a fair presentation of our financial position and operating results for the periods presented. Our historical results for any prior or interim periods are not necessarily indicative of results to be expected for a full fiscal year or for any future period.

Our financial statements included in this Document as of and for the years ended 31 December 2019 and 2020 and the three-months periods ended 31 March 2021 and 2020 have been prepared as if the Internal Restructuring had occurred as at the beginning of the earliest period presented. Accordingly, the assets, liabilities and results of the entities under common control that are transferred into our Group in connection with the Internal Restructuring are included in our Group's combined financial statements as at the beginning of the earliest period presented.

Income Statement

	Audited FY2019 S$' million	Audited FY2020 S$' million	Unaudited 1Q2020 S$' million	Unaudited 1Q2021 S$' million
Revenue	**2,488**	**1,983**	**578**	**516**
Cost of sales	(1,317)	(1,111)	(309)	(243)
Gross profit	1,171	872	269	273
Other operating income	702	364	37	60
Administrative expenses	(432)	(475)	(127)	(123)
Other operating expenses	(58)	(918)	*	(3)
Profit from operation	**1,383**	**(157)**	**179**	**207**
Finance costs	**(327)**	**(377)**	**(87)**	**(92)**
Share of results (net of tax) of:				
– Associates	793	81	111	113
– Joint Ventures	172	(106)	18	18
	965	**(25)**	**129**	**131**
Profit/(loss) before tax	**2,021**	**(559)**	**221**	**246**
Tax expense	**(273)**	**(114)**	**(33)**	**(30)**
Profit/(loss) for the year/period	**1,748**	**(673)**	**188**	**216**
Attributable to:–				
Shareholders of our Company	1,444	(559)	163	190
Non-controlling interests	304	(114)	25	26
Profit/(loss) for the year/period	**1,748**	**(673)**	**188**	**216**
EBITDA	**2,461**	**(33)**	**340**	**378**
Basic earnings per Share (cents)[(1)]	**54.4**	**(19.9)**	**5.9**	**6.8**

* Amount less than S$1 million.

Note:

(1) Based on profit/(loss) for the year/period attributable to Shareholders of our Company of S$1,444 million, S$(559) million, S$163 million and S$190 million for FY2019, FY2020, 1Q2020 and 1Q2021 respectively, and a weighted average number of Shares of 2,654,113,000, 2,807,623,000, 2,772,200,000 and 2,807,623,000 assumed to be issued and outstanding as at 31 December 2019, 31 December 2020, 31 March 2020 and 31 March 2021 respectively, as part of the Internal Restructuring and the Scheme and, for the avoidance of doubt, without taking into account the capitalisation of loans that are extended by CapitaLand and/or the Parent Group to our Group, and all other outstanding balances, in connection with the Internal Restructuring and the Scheme, as described in "*Selected Pro Forma Financial Information*".

Statement of Comprehensive Income

	Audited FY2019 S$' million	Audited FY2020 S$' million	Unaudited 1Q2020 S$' million	Unaudited 1Q2021 S$' million
Profit/(Loss) for the year/period	1,748	(673)	188	216
Other comprehensive income (net of tax):				
Items that may be reclassified subsequently to profit or loss				
Exchange differences arising from translation of foreign operations and foreign currency loans forming part of net investment in foreign operations	(67)	188	262	(21)
Effective portion of change in fair value of cash flow hedges	(39)	(22)	(28)	*
Share of other comprehensive income of associates and joint ventures	(143)	330	10	127
Recognition of hedging reserve in profit or loss	–	–	–	2
Items that will not be reclassified subsequently to profit or loss				
Change in fair value of equity investments at fair value through other comprehensive income	67	(30)	12	20
Total other comprehensive income for the year, net of tax	(182)	466	256	128
Total comprehensive income for the year/period	**1,566**	**(207)**	**444**	**344**
Attributable to:				
Owners of our Company	1,307	(146)	397	281
Non-controlling Interests	259	(61)	47	63
Total comprehensive income for the year/period	1,566	(207)	444	344

* Amount less than S$1 million.

SELECTED FINANCIAL INFORMATION

Balance Sheet

	Audited As at 31 December 2019 S$' million	Audited As at 31 December 2020 S$' million	Unaudited As at 31 March 2021 S$' million
Non-current assets			
Property, plant and equipment	914	1,096	1,107
Intangible assets	925	1,006	1,009
Investment properties	16,256	15,852	16,234
Associates	11,084	10,908	11,042
Joint ventures	2,609	2,290	2,313
Deferred tax assets	54	58	65
Other non-current assets	798	770	523
	32,640	**31,980**	**32,293**
Current assets			
Development properties for sale and stocks	218	211	212
Trade and other receivables	4,302	4,258	4,349
Other current assets	8	6	2
Assets held for sale	253	32	32
Cash and cash equivalents	1,421	1,736	1,638
	6,202	**6,243**	**6,233**
Total assets	**38,842**	**38,223**	**38,526**
Current liabilities			
Trade and other payables	5,293	5,513	6,107
Contract liabilities	*	*	*
Short term borrowings	1,263	1,132	915
Current portion of debt securities	229	22	–
Current tax payable	386	470	417
Liabilities held for sale	13	–	–
	7,184	**7,137**	**7,439**
Net current liabilities	**(982)**	**(894)**	**(1,206)**
Non-current liabilities			
Long term borrowings	5,437	6,049	6,117
Debt securities	1,204	1,263	1,403
Deferred tax liabilities	541	464	462
Other non-current liabilities	7,900	7,576	7,089
	15,082	**15,352**	**15,071**
Total liabilities	**22,266**	**22,489**	**22,510**
Net assets	**16,576**	**15,734**	**16,016**

	Audited As at 31 December 2019 S$' million	Audited As at 31 December 2020 S$' million	Unaudited As at 31 March 2021 S$' million
Equity attributable to owners of our Company			
Share capital	7,826	7,926	7,926
Revenue reserve	10,202	8,916	9,098
Other reserves	(5,417)	(4,967)	(4,888)
	12,611	11,875	12,136
Perpetual securities	396	396	397
Non-controlling interests	3,569	3,463	3,483
Total equity	**16,576**	**15,734**	**16,016**
Net asset value per Share(1) (S$)	**4.55**	**4.23**	**4.32**

* Amount less than S$1 million.

Note:

(1) Based on equity attributable to owners of our Company of S$12,611 million, S$11,875 million and S$12,136 million as at 31 December 2019, 31 December 2020 and 31 March 2021 respectively, and 2,772,200,000, 2,807,623,000 and 2,807,623,000 Shares assumed to be issued and outstanding as at 31 December 2019, 31 December 2020 and 31 March 2021 respectively, as part of the Internal Restructuring and the Scheme and, for the avoidance of doubt, without taking into account the capitalisation of loans that are extended by CapitaLand and/or the Parent Group to our Group, and all other outstanding balances, in connection with the Internal Restructuring and the Scheme, as described in "*Selected Pro Forma Financial Information*".

Selected Combined Statements of Cash Flows Data

	Audited FY2019 S$' million	Audited FY2020 S$' million	Unaudited 1Q2020 S$' million	Unaudited 1Q2021 S$' million
Cash flows from operating activities	317	183	36	205
Cash flows from investing activities	58	1,068	(355)	(114)
Cash flows from financing activities	(48)	(972)	263	(173)
Net increase/(decrease) in cash and cash equivalents	327	279	(56)	(82)
Cash and cash equivalents at beginning of the year/period	1,032	1,354	1,354	1,678
Effect of exchange rate changes on cash balances held in foreign currencies	(2)	42	21	(6)
Cash and cash equivalents reclassified to assets held for sale	(3)	3	–	–
Cash and cash equivalents at end of the year/period	1,354	1,678	1,319	1,590

You should read the following selected pro forma financial information in conjunction with the section "Selected Financial Information" and our unaudited pro forma financial information and the accompanying notes included elsewhere in this Document. Our pro forma financial information has been compiled based on the audited combined financial statements of our Group for the year ended 31 December 2020 and the unaudited condensed interim combined financial statements of our Group for the three-month period ended 31 March 2021 and is reported in Singapore dollars, rounded to the nearest million, unless otherwise stated.

The selected pro forma financial information of our Group, which has been prepared, for illustrative purposes only, are based on certain assumptions and after making certain adjustments, to illustrate the effect of:

(a) Transaction costs incurred arising from the Internal Restructuring and the Listing;

(b) Capitalisation of certain loans extended by/to CapitaLand Group and novated to our Group. In this regard, inter-company loans that are extended from/to CapitaLand and/or the Parent Group to our Group will be novated to our Group, in connection with the Internal Restructuring and the Scheme. The net loans will be settled by way of an allotment and issue of new Shares to CapitaLand and cash settlement using proceeds from additional debt financing that our Group will procure; and

*(c) Acquisitions and disposals of relevant assets, entities and businesses[1] on or after 1 January 2020 up to date, where the total absolute amount of profit or loss before tax from these transactions had exceeded the amount of our Group's absolute loss before tax for the year ended 31 December 2020, by more than 20% (the "**Acquisitions and Disposals**").*

*The above events (together, the "**Pro Forma Adjustment Events**") and the financial effects are reflected in these selected pro forma financial information through pro forma adjustments as if the Pro Forma Adjustment Events had occurred on 1 January 2020 in relation to our selected pro forma income statements, selected pro forma statements of comprehensive income and selected pro forma statements of cash flows, and as at 31 December 2020 or 31 March 2021 in relation to our selected pro forma balance sheets.*

The pro forma financial information, because of their nature, are for illustrative purposes only. They have been prepared based on a number of assumptions and adjustments. Consequently, these financial information is not necessarily indicative of the results of operations that we would have realised if the Pro Forma Adjustment Events had occurred during the relevant periods presented, or of the results of operations that we will realise in future.

[1] Excluding agreements entered into by entities and funds of our Group that are not defined as subsidiaries under the Companies Act.

Unaudited Pro Forma Income Statements

	Unaudited 1Q2021 S$' million	Unaudited FY2020 S$' million
Revenue[1]	**489**	**1,895**
Cost of sales	(238)	(1,080)
Gross profit	**251**	**815**
Other operating income	57	536
Administrative expenses	(124)	(715)
Other operating expenses	(3)	(937)
Profit/(Loss) from operations	**181**	**(301)**
Finance costs	(89)	(372)
Share of results (net of tax) of:		
– associates	110	376
– joint ventures	16	(69)
	126	307
Profit/(Loss) before tax	**218**	**(366)**
Tax expense	(28)	(81)
Profit/(Loss) for the period/year	**190**	**(447)**
Attributable to:–		
Owners of our Company	168	(317)
Non-controlling interests	22	(130)
Profit/(Loss) for the period/year	**190**	**(447)**
Basic and diluted earnings per Share (cents)[2]	**3.23**	**(6.10)**

Notes:

(1) Comprising of (i) fee income-related business of S$223 million and S$799 million; (ii) real estate investments of S$293 million and S$1,230 million; and (iii) corporate and others of S$(27) million and S$(134) million for the period/year ended 31 March 2021 and 31 December 2020 respectively.

(2) Based on profit/(loss) for the period/year attributable to owners of our Company of S$168 million for the three-month period ended 31 March 2021 and S$(317) million for the year ended 31 December 2020 and 5,203,195,792 Shares assumed to be issued and outstanding as at 31 March 2021 and 31 December 2020, as part of the Internal Restructuring and the Scheme. Please also see the section on "Share Capital and Shareholders". There were no potential dilutive ordinary shares in existence for the three-month period ended 31 March 2021 and the year ended 31 December 2020.

Unaudited Pro Forma Statements of Comprehensive Income

	Unaudited 1Q2021 S$' million	Unaudited FY2020 S$' million
Profit/(Loss) for the period/year	190	(447)
Other comprehensive income:		
Items that may be reclassified subsequently to profit or loss		
Exchange differences arising from translation of foreign operations and foreign currency loans forming part of net investment in foreign operations	(22)	180
Effective portion of change in fair value of cash flow hedges	*	(22)
Recognition of hedging reserve in profit or loss	2	–
Share of other comprehensive income of associates and joint ventures	109	274
Items that will not be reclassified subsequently to profit or loss		
Change in fair value of equity investments at fair value through other comprehensive income	20	(30)
Total other comprehensive income for the period/year, net of tax	**109**	**402**
Total comprehensive income for the period/year	**299**	**(45)**
Attributable to:		
Owners of our Company	241	33
Non-controlling interests	58	(78)
Total comprehensive income for the period/year	**299**	**(45)**

* Amount less than S$1 million.

Unaudited Pro Forma Balance Sheets

	Unaudited 31 March 2021 S$' million	Unaudited 31 December 2020 S$' million	Unaudited 31 December 2020 *(excluding adjustments for Acquisitions and Disposals)* S$' million
Non-current assets			
Property, plant and equipment	1,106	1,095	1,096
Intangible assets	1,009	1,006	1,006
Investment properties	16,044	15,649	15,852
Associates	10,398	10,274	11,033
Joint ventures	2,276	2,252	2,329
Deferred tax assets	65	58	58
Other non-current assets	177	424	424
	31,075	**30,758**	**31,798**
Current assets			
Development properties for sale and stocks	212	211	211
Trade and other receivables	1,268	1,241	1,133
Other current assets	2	6	6
Assets held for sale	32	32	32
Cash and cash equivalents	3,201	3,273	1,736
	4,715	**4,763**	**3,118**
Less: current liabilities			
Trade and other payables	1,816	1,670	1,872
Contract liabilities	*	*	*
Short term borrowings	743	965	1,132
Current portion of debt securities	–	22	22
Current tax payable	426	479	470
	2,985	**3,136**	**3,496**

	Unaudited 31 March 2021 S$' million	Unaudited 31 December 2020 S$' million	Unaudited 31 December 2020 *(excluding adjustments for Acquisitions and Disposals)* S$' million
Net current assets/(liabilities)	**1,730**	**1,627**	**(378)**
Less: non-current liabilities			
Long term borrowings	11,643	11,546	10,898
Debt securities	1,403	1,263	1,263
Deferred tax liabilities	389	387	429
Other non-current liabilities	292	319	284
	13,727	**13,515**	**12,874**
Net assets	**19,078**	**18,870**	**18,546**
Representing:			
Share capital	10,687	10,754	10,754
Revenue reserves	9,552	9,344	8,900
Other reserves	(4,974)	(5,024)	(4,967)
Equity attributable to owners of our Company	**15,265**	**15,074**(1)	**14,687**
Perpetual securities	397	396	396
Non-controlling interests	3,416	3,400	3,463
Total equity	**19,078**	**18,870**	**18,546**
Net asset value per Share (S$)(2)	**2.934**	**2.897**	**2.823**

* Amount less than S$1 million.

Notes:

(1) As at 31 December 2020, the pro forma NAV (excluding non-controlling interests and perpetual securities) is approximately S$15.1 billion, of which approximately S$13.9 billion is attributable to real estate investments, while the remaining S$1.2 billion is attributable to fee income-related business.

(2) Based on the equity attributable to owners of our Company of S$15,265 million (as at 31 March 2021), S$15,074 million (as at 31 December 2020) and S$14,687 million (as at 31 December 2020 and excluding adjustments for Acquisitions and Disposals) and 5,203,195,792 Shares assumed to be issued and outstanding as at 31 March 2021 and 31 December 2020, as part of the Internal Restructuring and the Scheme. Please also see the section on "Share Capital and Shareholders".

Unaudited Pro Forma Statements of Cash Flows

	Unaudited 1Q2021 S$' million	Unaudited FY2020 S$' million
Cash flows from operating activities	205	159
Cash flows from investing activities	(118)	2,057
Cash flows from financing activities	(171)	(310)
Net (decrease)/increase in cash and cash equivalents	**(84)**	**1,906**
Cash and cash equivalents at beginning of the period/year	3,305	1,354
Effect of exchange rate changes on cash balances held in foreign currencies	(6)	45
Cash and cash equivalents at end of the period/year	**3,215**	**3,305**

Reconciliation

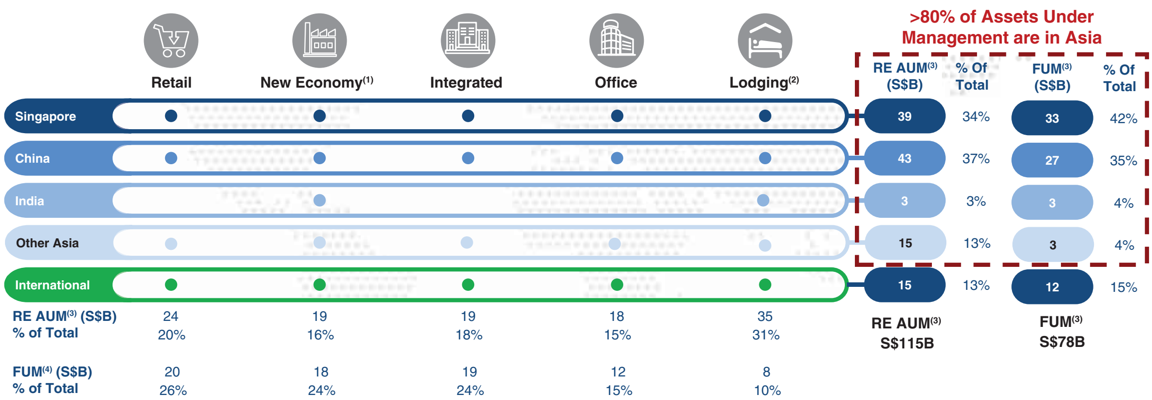
Cash and cash equivalents at end of the period/year in statements of cash flows	**3,215**	**3,305**
Effects of different basis of preparation for the unaudited pro forma balance sheets and the unaudited pro forma statements of cash flows	(14)	(32)
Cash and cash equivalents at end of the period/year in balance sheets	**3,201**	**3,273**

The following discussion of our business, results of operations and financial position should be read in conjunction with the full text of this Document, including the section "Selected Financial Information", the "Independent Auditors' Report and the Combined Financial Statements for the Financial Years Ended 31 December 2020 and 2019 of CapitaLand Investment Limited and its Subsidiaries" as set out in Appendix D of this Document and "The Condensed Interim Combined Financial Statements for the Three-Month Period Ended 31 March 2021 of CapitaLand Investment Limited and its Subsidiaries, with the Independent Auditors' Review Report and Evercore Asia (Singapore) Pte. Ltd.'s Review Letter Thereon" as set out in Appendix E of this Document. This discussion contains forward-looking statements that involve risks and uncertainties. Our actual results may differ significantly from those projected in the forward-looking statements. Factors that might cause our actual future results to differ significantly from those projected in the forward-looking statements include, but are not limited to, those discussed below and elsewhere in this Document, particularly in the sections "Risk Factors" and "Cautionary Note Regarding Forward-Looking Statements" of this Document.

The figures in this section are approximate figures and have been rounded to the nearest million dollars for ease of reference.

Overview

Upon our listing on the SGX-ST, our Group will become a leading listed global real estate investment manager with a strong Asia foothold and *pro forma* total RE AUM of S$115 billion as of 31 December 2020. As at 31 December 2020, our S$78 billion of real estate FUM[1] is held via our managed Listed Funds and Unlisted Funds across the Asia-Pacific, Europe and USA. Our FUM is well-diversified across asset classes, namely, integrated developments, retail, office, lodging and new economy sectors such as business parks, industrial, logistics and data centres.



1 As at 31 March 2021, our FUM is S$79 billion.

Notes:

(1) Includes industrial, logistics, business parks and data centres.

(2) Includes multifamily.

(3) As at 31 December 2020.

(4) As at 31 December 2020. Excludes residential strata FUM, which comprises approximately 1% of total FUM.

Our Company is incorporated in Singapore and as at the date of this Document, is a wholly owned subsidiary of CapitaLand. CapitaLand and the Offeror jointly announced on 22 March 2021 the strategic restructuring and demerger of the investment management business of CapitaLand. In connection with such strategic restructuring and demerger, CapitaLand and the Offeror are proposing to undertake the Scheme pursuant to Section 210 of the Companies Act involving, among others, a capital reduction exercise by CapitaLand to distribute approximately 48.24% of our Shares to CapitaLand Shareholders (excluding the Offeror) as at the Record Date on a pro-rata basis. On completion of the Scheme, CapitaLand will hold approximately 51.76%[1] of our Shares in issue.

The table below summarises the number of funds and total FUM under our Group:

	As at 31 December 2018	As at 31 December 2019	As at 31 December 2020	Average Growth per Annum
Total number of funds	20	32	31[(1)]	24%
FUM – Listed Funds	S$31 billion	S$50 billion	S$52 billion	30%
FUM – Unlisted Funds	S$23 billion	S$24 billion	S$26 billion	5%
FUM – Total	**S$54 billion**	**S$74 billion**	**S$78 billion**	**20%**

Note:

(1) Post completion of the merger of CMT and CCT in 2020.

As at 7 July 2021, our Group manages six Listed Funds with five listed on the SGX-ST and one listed on Bursa Malaysia, and over 20 Unlisted Funds.

Principal Income Statement Components

Revenue

We derive our revenue primarily from:

- fee income-related business, comprising fees from investment and asset management of our Listed Funds and Unlisted Funds as well as fees from management of commercial and lodging properties; and

- real estate investments, comprising primarily rental income arising from investment properties held through our subsidiaries and managed Listed Funds and Unlisted Funds which we consolidate.

[1] Based on the current shareholdings of CapitaLand as at 7 July 2021.

The following tables set forth certain information relating to our revenue for the periods indicated:

Breakdown by Business Segment

(S$' million)	Year Ended 31 December				Three Months ended 31 March			
	2019	%	2020	%	2020	%	2021	%
Fee income-related business	770	31	786	40	204	35	223	43
– *Investment and asset management of Listed Funds and Unlisted Funds*	293		306		77		101	
– *Property management*	283		330		86		80	
– *Lodging management*(1)	194		150		41		42	
Real estate investments	1,856	75	1,314	66	402	70	316	61
Corporate, others & intercompany elimination	(138)	(6)	(117)	(6)	(28)	(5)	(23)	(4)
Total	**2,488**	**100**	**1,983**	**100**	**578**	**100**	**516**	**100**

Breakdown by Geographical Segment

(S$' million)	Year Ended 31 December				Three Months ended 31 March			
	2019	%	2020	%	2020	%	2021	%
Singapore	430	17	580	29	118	21	178	35
PRC	476	19	363	18	105	18	93	18
Other developed markets(2)	1,271	51	816	41	297	51	183	35
Other emerging markets(3)	311	13	224	12	58	10	62	12
Total	**2,488**	**100**	**1,983**	**100**	**578**	**100**	**516**	**100**

Notes:

(1) Revenue excludes income from leases.

(2) Excludes Singapore and Hong Kong

(3) Excludes PRC.

Fee income-related business

Revenue from fee income-related business is recognised as and when services are rendered.

Real estate investments

Rental income from investment properties receivable under operating leases is recognised on a straight-line basis over the term of the lease, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives granted are recognised as an integral part of the total rental income to be received. Contingent rentals are recognised as income in the accounting period in which they are earned.

Cost of Sales

Cost of sales comprises mainly direct staff costs (including salary and related expenses incurred for fund and property management), property repair and maintenance costs, utility costs (including water, electricity and gas costs), marketing expenses (relating to advertising and promotion activities for shoppers and tenants) and property taxes.

Other Operating Income

Other operating income comprises mainly interest income, fair value gain on revaluation of investment properties held through our subsidiaries, foreign exchange gain, marked-to-market gain on financial assets, dividend income from long-term equity investments, as well as other non-recurrent income such as government grants and income from pre-termination of contracts. Other income also includes any gains from disposal of properties or change in of our interests in subsidiaries, associates and joint ventures.

The following table sets forth certain information relating to other operating income for the periods indicated:

(S$' million)	Year Ended 31 December		Three Months Ended 31 March	
	2019	2020	2020	2021
Dividend income	6	10	2	3
Interest income	42	40	12	8
Gain from change of ownership interests in subsidiaries and associates	59	109	–	–
Gain on disposal of investment properties	*	41	–	–
Marked-to-market gain on financial assets designated as fair value through profit or loss	10	–	–	*
Income from pre-termination of contracts	4	17	1	4
Forfeiture of security deposits	2	8	–	10
Foreign exchange gain	–	32	15	18
Net fair value gains from investment properties and assets held for sale	549	–	–	–
Government grants	–	65	–	11
Others	30	42	7	6
Total	**702**	**364**	**37**	**60**

* Amount less than S$1 million.

Administrative expenses

Administrative expenses comprised primarily management fees due to the Parent Group, staff costs, depreciation and amortisation expense, professional fees and other miscellaneous expenses.

The management fees charged by the Parent Group relate to corporate support services, human resources, finance, IT and general procurement functions, as well as sharing the use of office space and facilities and related services. See the section "Interested Person Transactions and Conflicts of Interests – Past Interested Person Transactions."

Other operating expenses

Other operating expenses comprises mainly fair value loss on revaluation of investment properties held through our subsidiaries, foreign exchange loss, marked-to-market loss on financial assets as well as impairment of investments and assets.

The following table sets forth certain information relating to other items of other operating expenses for the periods indicated:

	Year Ended 31 December		Three Months Ended 31 March	
(S$' million)	**2019**	**2020**	**2020**	**2021**
Allowance/(Write back) for impairment loss on non-trade receivables	6	9	(2)	2
Foreign exchange loss	23	–	–	–
Allowance for impairment loss on investment in joint ventures	10	–	–	–
Impairment of property, plant and equipment	6	27	–	–
Loss on disposal and write off of property, plant and equipment	2	*	–	–
Impairment of intangible assets	5	153	–	–
Mark-to-market loss on financial assets designated as fair value through profit or loss	–	13	–	–
Loss from change of ownership interest in joint venture	–	10	–	–
Net fair value loss from investment properties	–	698	–	–
Others	6	8	2	1
Total	**58**	**918**	*****	**3**

* Amount less than S$1 million.

Share of results of associates and joint ventures

Share of results of associates and joint ventures includes our share of the profits and losses (net of tax) of entities in which we have joint control, or significant influence but no control, over financial and operating polices. It also includes our share of their fair value gain or loss on revaluation of investment properties held by our associates and jointly-controlled entities.

The following table sets forth certain information relating to the share of results of our significant associates and joint ventures for the periods indicated:

(S$' million)	Year Ended 31 December		Three Months Ended 31 March	
	2019	2020	2020	2021
Share of results of significant associates				
RCCIV	104	22	6	12
A-REIT	48	88	40	23
CICT[(1)]	266	(22)	46	40
Share of results of significant joint ventures				
Orchard Turn Holding Pte Ltd	83	(93)	15	14
CapitaLand Shanghai Malls[(2)]	65	9	2	4

Notes:

(1) Comprised CMT and CCT in the year ended 31 December 2019.

(2) CapitaLand Shanghai Malls comprised two joint ventures held through our Group's subsidiary, CapitaLand Mall Asia, namely, Ever Bliss International Limited and Full Grace Enterprises Limited.

Finance costs

Finance costs comprise primarily interest on interest-bearing loans from related corporations, bank borrowings and debt securities.

Tax expense

Our income tax expense comprises current and deferred tax. Current tax is the expected tax payable or receivable on the taxable income or loss for the year. Deferred tax is provided for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes, including any fair value gain on revaluation of investment properties held by our subsidiaries which may be subject to tax. Deferred tax assets in the financial statements have been recognised for deductible temporary differences to the extent that it is probable that taxable profits will be available against which the deductible temporary differences can be utilised.

The entities in our Group are incorporated in a number of jurisdictions including Singapore, PRC, Europe, USA, India and other overseas jurisdictions and are taxed in accordance with the tax regulations of the jurisdiction in which they are incorporated.

The following table sets out the statutory tax rates in Singapore and the effective tax rate applicable to our Group for the periods indicated:

	Year Ended 31 December		Three Months Ended 31 March	
	2019	2020	2020	2021
Prevailing statutory tax rate in Singapore (%)	17%	17%	17%	17%
Effective tax rate (%)	14%	20%	15%	12%

FY2019 effective tax rate was 14%, lower than the statutory tax rate mainly due to no tax being provided on fair value gain on investment properties in Singapore as well as share of results of associates and joint ventures.

FY2020 effective tax rate was 20%, higher than the statutory tax rate in Singapore mainly due to the reversal of deferred tax liabilities arising from the fair value losses from the revaluation of our Group's investment properties in PRC, which has higher tax rate than Singapore.

1Q2020 effective tax rate was 15% while 1Q2021 effective tax rate was 12%, lower than the statutory tax rate mainly due to no tax being provided for share of results of associates and joint ventures.

Non-controlling interests

Non-controlling interests represent the portion of net gains/losses relating to our subsidiaries that are not wholly owned. The non-controlling interests will vary from year to year based upon the profit or loss of these subsidiaries, and the effective interest of the minority shareholders in each year.

The non-controlling interests of our Group is attributable primarily to the stakes which our Group does not own in ART and CMMT.

Review of Past Performance

FY2019 vs FY2020

Revenue

Our Group's revenue decreased by 20% to S$1,983 million for FY2020 compared to S$2,488 million for FY2019 amid the COVID-19 pandemic.

Fee income-related business

Revenue from fee income-related business increased by 2% or S$16 million in FY2020 mainly attributable to full year contribution from the ASB fund management platform acquired in June 2019, partially offset by lower income from serviced residence management and transactional fees due to reduced activities during the year as a result of the COVID-19 pandemic. As at 31 December 2020, our Group's total FUM from management of six Listed Funds and 25 Unlisted Funds stood at S$77.6 billion, a 5.3% increase from S$73.7 billion a year ago.

Real estate investments

Revenue from real estate investments includes rental income from investment properties, comprising office, retail, business park, logistics and industrial, as well as lodging properties, fell 29% to S$1,314 million (FY2019: S$1,856 million). The COVID-19 pandemic dampened the economic and operating environment in many countries, and consequently, our Group's investment property portfolio's performance, particularly the mall, office and lodging properties, was negatively impacted. Our Group extended tenant support relief measures by way of rental rebates of S$28 million to impacted tenants mainly in Singapore, PRC and Malaysia. The decrease was partially mitigated by the full year consolidation of ASB's portfolio acquired in June 2019.

Cost of sales

Our Group's cost of sales decreased by 16% to S$1,111 million for FY2020 compared to S$1,317 million in FY2019 in line with the decline in revenue.

Other Operating Income

Our Group's other operating income decreased by 48% to S$364 million for FY2020 compared to S$702 million in FY2019 mainly due to the absence of fair value gain from the revaluation of investment properties, partially mitigated by higher divestment gains, gain from foreign exchange and Job Support Scheme or equivalents grants in relation to COVID-19 received from governments in Singapore, Australia and Europe.

Administrative expenses

Our Group's administrative expenses increased by 10% to S$475 million for FY2020 compared to S$432 million in FY2019 mainly due to full year consolidation of administrative expenses from ASB, higher IT maintenance expense, depreciation on new leased properties in Singapore, Europe and Australia and higher allowance for doubtful receivables as the collection and tenant aging profile deteriorated amid the COVID-19 pandemic. The increase was partially offset by lower staff costs and travelling expenses.

Other operating expenses

Our Group's other operating expenses increased by S$860 million to S$918 million for FY2020 compared to S$58 million in FY2019. The increase was mainly due to the recognition of fair value loss from the revaluation of investment properties held through subsidiaries and impairment of investments which are non-cash in nature and principally stemmed from the extraordinary events relating to the COVID-19 pandemic that materially affected our Group's businesses.

The impairment in FY2020 was mainly in respect of the lodging business' goodwill relating to QSA Group Pty Ltd, Synergy Global Housing, TAUZIA Hotel Management and a serviced residence in the United Kingdom, and was attributable to the lower than expected operating cashflows from the cash generating units as the market conditions for franchise business in Australia worsened and operating performance of the hospitality sector in many countries was heavily impacted by the travel restrictions imposed amid the COVID-19 pandemic. For further details, please refer to page D-52 of this Document.

Finance Costs

Our Group's finance cost increased by 15% to S$377 million for FY2020 compared to S$327 million in FY2019 mainly due to the full year consolidation of finance costs from ASB and increase in our Group's borrowings.

Share of results (net of tax) from associates and joint ventures

Our Group's share of results from associates and joint ventures was a loss of S$25 million in FY2020 compared to a profit of S$965 million in FY2019. The decrease was mainly due to the fair value losses from revaluation of malls and offices in Singapore and PRC in FY 2020 as compared to fair values gains recorded in FY2019. Excluding the revaluation, the share of results from associates and joint ventures decreased by 16%.

Tax expense

Our Group's tax expense decreased by 58% to S$114 million for FY2020 compared to S$273 million in FY2019 mainly due to the reversal of deferred tax liabilities arising from fair value losses on the revaluation of properties, partially offset by higher tax provision in respect of prior years.

Non-controlling interests

Non-controlling interests for FY2020 was a share of loss of S$114 million (FY2019: Share of profit of S$304 million) mainly due to losses from the Listed Funds consolidated by our Group as their operations and financial performance in 2020 were severely impacted by the COVID-19 pandemic which resulted in significant fair value losses from investment properties and lower operating contributions.

EBITDA

	Year Ended 31 December	
(S$' million)	**2019**	**2020**
Fee income-related business	263	174
Real estate investments	2,203	(225)
Corporate, others & intercompany elimination	(5)	18
Total	**2,461**	**(33)**

Our Group's EBITDA for FY2020 was a loss of S$33 million (FY2019: Profit of S$2,461 million).

The lower EBITDA was primarily due to the revaluation losses from our Group's investment properties and impairment of investments which are non-cash in nature and principally stemmed from the extraordinary events relating to the COVID-19 pandemic that materially affected our Group's businesses. Excluding the impact of revaluation and impairment, our Group registered EBITDA of S$1,343 million comprising the fee income-related business of S$286 million[(1)] (FY2019: S$274 million[(1)]), real estate investments of S$1,039 million (FY2019: S$1,495 million) and corporate & others of S$18 million (FY2019: -S$5 million). The adjusted EBITDA for FY2020 was 24% lower than FY2019 of S$1,764 million[(2)] due to lower asset recycling gains[(3)] as well as lower contribution from retail and lodging operations amid the COVID-19 pandemic. This decrease was partially mitigated by the full year contribution from ASB's business park, logistics and industrial portfolio acquired in June 2019.

Notes:

(1) FY2020 EBITDA (excluding impairment and unrealised fair value gain/loss) from fee income-related business includes S$291 million (FY2019: S$229 million) contribution from investment and asset management and property management.

(2) FY2019 EBITDA excluding impairment and unrealised fair value gain/loss. Includes normalised lodging management EBITDA of S$69 million comprising lodging management fees, leases and contributions from acquired platforms (namely, QSA Group Pty Ltd, Synergy Global Housing and TAUZIA Hotel Management).

(3) Asset recycling gains comprise gains or losses arising from divestments, acquisitions, gains from bargain purchase or re-measurement on acquisitions and realised revaluation gains/losses arising from the revaluation of investment properties to agreed selling prices of properties.

1Q2020 vs 1Q2021

Revenue

Our Group's revenue decreased by 11% to S$516 million for 1Q2021 compared to S$578 million for 1Q2020.

Fee income-related business

Revenue from fee income-related business increased by 9% or S$19 million in 1Q2021 mainly attributable to higher fee income from the acquisition and divestment related transactions undertaken by our Listed Funds and Unlisted Funds.

Real estate investments

Revenue from real estate investments decreased by 21% or S$85 million in 1Q2021. The decrease was mainly attributable to the lower contribution from our Group's lodging business. Revenue from lodging business was negatively affected by the COVID-19 pandemic for 1Q2021 due to the stricter travel restrictions imposed on the countries that our lodging business operates in. The decline is partially offset by lower rental rebates granted to tenants in PRC as the COVID-19 situation stabilised.

Cost of sales

In line with the lower revenue, cost of sales also decreased but at a higher rate as the fall in revenue was partially alleviated by higher fee income which was of higher gross profit margin as compared to the real estate investments business.

Other Operating Income

Our Group's other operating income increased by 62% to S$60 million for 1Q2021 compared to S$37 million for 1Q2020. The increase mainly came from the forfeiture of deposits received in relation to divestment of assets and Job Support Scheme or equivalent COVID-19 grants received from governments in Singapore, Australia and Europe.

Administrative expenses

Our Group's administrative expenses decreased by 3% to S$123 million for 1Q2021 compared to S$127 million for 1Q2020. The decrease was mainly due to lower staff costs, partially offset by higher depreciation on newly leased properties mainly in Australia and higher allowance for doubtful receivables as the collection and tenant aging profile deteriorated amid the COVID-19 pandemic.

Finance Costs

Our Group's finance cost increased by 6% to S$92 million for 1Q2021 compared to S$87 million for 1Q2020 due to higher average borrowings in 1Q2021.

Share of results (net of tax) from associates and joint ventures

Our Group's share of results from associates and joint ventures was 2% higher at S$131 million for 1Q2021 compared S$129 million for 1Q2020. The increase was mainly due to the absence of rental rebates granted to tenants in PRC for 1Q2021, partially offset by lower contribution from CICT and A-REIT.

Tax expense

Our Group's tax expense decreased by 9% to S$30 million for 1Q2021 compared to S$33 million for 1Q2020 mainly due to higher write back of tax provision in respect of prior years.

Non-controlling interests

Non-controlling interests for 1Q2021 was S$26 million (1Q2020: S$25 million) mainly due to the Listed Funds consolidated by our Group. The higher share of results came from lower operating expenditure, one-off income of forfeiture of deposits received and higher foreign exchange gain, partially offset by lower business performance due to the COVID-19 pandemic.

EBITDA

(S$' million)	**Three Months ended 31 March**	
	2020	**2021**
Fee income-related business	74	92
Real estate investments	265	284
Corporate, others & intercompany elimination	1	2
Total	**340**	**378**

Our Group's EBITDA for 1Q2021 was S$378 million, 11% higher as compared to S$340 million for 1Q2020.

The higher EBITDA was mainly contributed by higher fee-based income, lower rental rebates granted to tenants in PRC, COVID-19 grants received from governments in Singapore, Australia and Europe, as well as the forfeiture of deposits received.

Review of Financial Position as at 31 March 2021

Non-current assets

Non-current assets comprised investment properties, investment in associates and joint ventures, property, plant and equipment, intangible assets, other non-current assets and deferred tax assets.

As at 31 March 2021, non-current assets of S$32,293 million represented approximately 84% of our total assets.

Investment properties, including those under development amounting to S$435 million, were the largest component of our non-current assets and accounted for S$16,234 million or approximately 50% of total non-current assets. Investment properties comprise shopping mall, office, integrated development, lodging properties, business park, industrial and logistics properties.

Investment in associates amounted to S$11,042 million or approximately 34% of total non-current assets. The material associates were CICT, RCCIV as well as A-REIT. CICT is a Singapore-based Listed Fund which invests in shopping malls and commercial properties in Singapore. RCCIV is an Unlisted Fund which invests in five Raffles City integrated developments in PRC. A-REIT is a Singapore-based Listed Fund which invests in industrial properties and business park in Singapore, Australia, United States of America and United Kingdom.

Investments in joint ventures amounted to S$2,313 million or approximately 7% of total non-current assets. The material joint ventures were Orchard Turn Holding Pte Ltd and CapitaLand Shanghai Malls which are the owners of an integrated development in Singapore and two integrated developments in PRC respectively.

Other non-current assets comprised plant, property, plant and equipment (S$1,107 million or approximately 3% of total non-current assets), intangible assets (S$1,009 million or approximately 3% of total non-current assets), other non-current assets (S$523 million or approximately 2% of total non-current assets) and deferred tax assets (S$65 million or approximately 0.2% of total non-current assets).

Current assets

Current assets comprised trade and other receivables, cash and cash equivalents, development properties for sale and stock, assets held for sale and other current assets.

As at 31 March 2021, total current assets of S$6,233 million represented approximately 16% of total assets.

Trade and other receivables amounted to S$4,349 million or approximately 70% of total current assets mainly comprised S$3,620 million due from related parties, S$180 million due from joint ventures, S$156 million due from associates, S$9 million due from non-controlling interest, S$213 million of trade receivables, S$116 million of deposits and other receivables, as well as S$55 million of prepayments. The S$3,620 million due from related parties comprised current accounts balances of S$525 million and loans of S$3,095 million due from CLI's immediate holding company, CapitaLand, and other subsidiaries of CapitaLand, including CapitaLand's treasury vehicle, CapitaLand Treasury Limited. Pursuant to the Internal Restructuring, the foregoing amount due from related parties will be set off against existing loans extended by CapitaLand Treasury Limited and certain other subsidiaries of CapitaLand, with the result that a portion will be settled through the issuance of new Shares to CapitaLand (as further described in the section

"Scheme") and additionally, there will be a net loan amount remaining as a loan extended by CapitaLand Treasury Limited to CLI's treasury vehicle, CLI Treasury Limited (as further described in the section "Interested Person Transactions and Conflicts of Interests – Present and Ongoing Interested Person Transactions – Intercompany loans from and to the Parent Group"). For the avoidance of doubt, as of the Listing Date, no loans from CLI Group to the Parent Group will remain outstanding.

Cash and cash equivalents amounted to S$1,638 million or approximately 26% of total current assets. This mainly comprised cash at banks or in hand and fixed deposits of S$1,337 million and S$301 million respectively.

Other current assets comprised development properties for sale and stock, assets held for sale and other current assets amounting to S$212 million, S$32 million and S$2 million respectively or approximately 3%, 1% and less than 1% respectively of the total current assets.

Current liabilities

Current liabilities comprised trade and other payables, short term borrowings, current tax payable, and contract liabilities.

As at 31 March 2021, total current liabilities were S$7,439 million which represented approximately 33% of total liabilities.

Trade and other payables amounted to S$6,107 million or approximately 82% of total current liabilities which mainly comprised S$4,528 million due to related parties, S$551 million due to associates, S$2 million due to non-controlling interest, S$440 million of accrued operating and development expenditures and interest payable, S$290 million of other payables including retention sums and amounts payable in connection with capital expenditure incurred, S$140 million of rental and deposits, S$113 million of trade payables, S$38 million of liabilities for employee benefits and S$5 million of derivative financial instruments. The S$4,528 million due to related parties comprised current accounts balances of S$178 million and loans of S$4,350 million due to CLI's immediate holding company, CapitaLand, and other subsidiaries of CapitaLand, including CapitaLand's treasury vehicle, CapitaLand Treasury Limited.

Short term borrowings of S$915 million represented approximately 12% of total current liabilities and are due for settlement within 12 months.

Current tax payable amounted to S$417 million or approximately 6% of total current liabilities.

Non-current liabilities

Non-current liabilities comprised other non-current liabilities, long term borrowings, debt securities and deferred tax liabilities.

As at 31 March 2021, non-current liabilities were S$15,071 million which represented approximately 67% of total liabilities.

Other non-current liabilities amounted to S$7,089 million or approximately 47% of total non-current liabilities which mainly comprised S$6,840 million due to related parties, S$22 million due to non-controlling interests, S$140 million of security deposits and other non-current payables, S$64 million of derivatives financial instruments, S$13 million of deferred income and S$10 million of liabilities for employee benefits.

Long term borrowings of S$6,117 million represented approximately 41% of total non-current liabilities.

Other non-current liabilities included debt securities and deferred liabilities amounting to S$1,403 million and S$462 million respectively.

Review of Financial Position as at 31 December 2020

Non-current assets

Non-current assets comprised investment properties, investment in associates and joint ventures, property, plant and equipment, intangible assets, other non-current assets and deferred tax assets.

As at 31 December 2020, non-current assets of S$31,980 million represented approximately 84% of our total assets.

Investment properties, including those under development amounting to S$422 million, were the largest component of our non-current assets and accounted for S$15,852 million or approximately 50% of total non-current assets. Investment properties comprise shopping mall, office, integrated development, lodging properties, business park, industrial and logistics properties.

Investment in associates amounted to S$10,908 million or approximately 34% of total non-current assets. The material associates were CICT, RCCIV, as well as A-REIT. CICT is a Singapore-based Listed Fund which invest in shopping malls and commercial properties in Singapore. RCCIV is an Unlisted Fund which invests in five Raffles City integrated developments in PRC. A-REIT is a Singapore-based Listed Fund which invests in industrial properties and business park in Singapore, Australia, United States of America and United Kingdom.

Investments in joint ventures amounted to S$2,290 million or approximately 7% of total non-current assets. The material joint ventures were Orchard Turn Holding Pte. Ltd. and CapitaLand Shanghai Malls which are the owners of an integrated development in Singapore and two integrated developments in PRC respectively.

Other non-current assets comprised plant, property, plant and equipment (S$1,096 million or approximately 3% of total non-current assets), intangible assets (S$1,006 million or approximately 3% of total non-current assets), other non-current assets (S$770 million or approximately 2% of total non-current assets) and deferred tax assets (S$58 million or approximately 0.2% of total non-current assets).

Current assets

Current assets comprised trade and other receivables, cash and cash equivalents, development properties for sale and stock, assets held for sale and other current assets.

As at 31 December 2020, total current assets of S$6,243 million represented approximately 16% of total assets.

Trade and other receivables amounted to S$4,258 million or approximately 68% of total current assets which mainly comprised S$3,568 million due from related parties, S$176 million due from joint ventures, S$151 million due from associates, S$8 million due from non-controlling interest, S$193 million of trade receivables, S$113 million of deposits and other receivables, as well as S$49 million of prepayments. The S$3,568 million due from related parties comprised current accounts balances of S$526 million and loans of S$3,042 million due from CLI's immediate holding company, CapitaLand, and other subsidiaries of CapitaLand, including CapitaLand's treasury vehicle, CapitaLand Treasury Limited. Pursuant to the Internal Restructuring, the foregoing amount due from related parties will be set off against existing loans extended by CapitaLand Treasury Limited and certain other subsidiaries of CapitaLand, with the result that a portion will be settled through the issuance of new Shares to CapitaLand (as further described in the section "Scheme") and additionally, there will be a net loan amount remaining as a loan extended by CapitaLand Treasury Limited to CLI's treasury vehicle, CLI Treasury Limited (as further described in the section "Interested Person Transactions and Conflicts of Interests – Present and Ongoing Interested Person Transactions – Intercompany loans from and to the Parent Group"). For the avoidance of doubt, as of the Listing Date, no loans from CLI Group to the Parent Group will remain outstanding.

Cash and cash equivalents amounted to S$1,736 million or approximately 28% of total current assets. This mainly comprised cash at banks or in hand and fixed deposits of S$1,300 million and S$436 million respectively.

Other current assets comprised development properties for sale and stock, assets held for sale and other current assets amounting to S$211 million, S$32 million and S$6 million respectively or approximately 3%, 1% and less than 1% respectively of the total current assets.

Current liabilities

Current liabilities comprised trade and other payables, short term borrowings, current tax payable, current portion of debt securities and contract liabilities.

As at 31 December 2020, total current liabilities were S$7,137 million which represented approximately 32% of total liabilities.

Trade and other payables amounted to S$5,513 million or approximately 77% of total current liabilities which mainly comprised S$4,048 million due to related parties, S$483 million due to associates, S$2 million due to non-controlling interest, S$466 million accrued operating and development expenditures and interest payable, S$221 million other payables including retention sums and amounts payable in connection with capital expenditure incurred, S$125 million rental and deposits, S$123 million trade payables, S$38 million liabilities for employee benefits and S$6 million of derivative financial instruments. The S$4,048 million due to related parties comprised current accounts balances of S$150 million and loans of S$3,898 million due to CLI's immediate holding company, CapitaLand, and other subsidiaries of CapitaLand, including CapitaLand's treasury vehicle, CapitaLand Treasury Limited.

Short term borrowings of S$1,132 million represented approximately 16% of total current liabilities and are due for settlement within 12 months.

Current tax payable amounted to S$470 million or approximately 7% of total current liabilities. Other current liabilities amounted to S$22 million comprised current portion of debt securities and contract liabilities.

Non-current liabilities

Non-current liabilities comprised other non-current liabilities, long term borrowings, debt securities and deferred tax liabilities.

As at 31 December 2020, non-current liabilities were S$15,352 million which represented approximately 68% of total liabilities.

Other non-current liabilities amounted to S$7,576 million or approximately 49% of total non-current liabilities which mainly comprised S$7,292 million due to related parties, S$23 million due to non-controlling interests, S$147 million security deposits and other non-current payables, S$90 million derivatives financial instruments, S$14 million deferred income and S$10 million liabilities for employee benefits.

Long term borrowings of S$6,049 million represented approximately 39% of total non-current liabilities.

Other non-current liabilities included debt securities and deferred liabilities amounting to S$1,263 million and S$464 million respectively.

Liquidity and Capital Resources

Our principal uses of cash have mainly been for capital expenditure, working capital, dividend as well as repayment of bank borrowings and inter-company loans and advances.

Our operations have been funded through a combination of shareholders' equity, perpetual and debt securities, internal funds generated from operations, inter-company loans and advances, bank borrowings and other credit facilities.

As at the Latest Practicable Date, and taking into account the Internal Restructuring, our material unused sources of liquidity comprised cash and cash equivalents of S$3,030 million. These resources can be used for our working capital requirements. We also have a number of bank loans available for drawdown for our working capital purposes.

Please see the section "– Borrowings and Debt Securities".

Working Capital

The working capital of our Group as at 31 December 2019 and 2020 and 31 March 2021 was as follows:

	Audited As at 31 December 2019 S$' million	Audited As at 31 December 2020 S$' million	Unaudited As at 31 March 2021 S$' million
Current assets	6,202	6,243	6,233
Current liabilities	7,184	7,137	7,439
Net current liability	(982)	(894)	(1,206)

Subsequent to 31 March 2021, on 4 June 2021, CapitaLand Treasury Limited, a wholly owned subsidiary of CapitaLand, secured a four-year committed S$1 billion term loan and revolving credit facilities. On 30 June 2021, CapitaLand Treasury Limited has novated such facilities to CLI Treasury Limited (CLI's treasury vehicle). In addition, CLI Treasury Limited has also on 30 June 2021 secured an additional S$500 million committed facility. The aforementioned facilities form part of the working capital available to CLI. There are no restrictions on the use for amounts which may be drawn down under such facilities, thus enabling our Group to continue its operations and meet its obligations as and when they fall due.

The following table sets out a summary of our Group's combined statements of cash flows for FY2019, FY2020 and 1Q2021. The combined cash flow summary should be read in conjunction with the full text of this Document, including Appendix D and Appendix E of this Document.

	Audited FY2019 S$' million	Audited FY2020 S$' million	Unaudited 1Q2021 S$' million
Net cash flows from operating activities	317	183	205
Net cash flows from/(used in) investing activities	58	1,068	(114)
Net cash flows used in financing activities	(48)	(972)	(173)
Net increase/(decrease) in cash and cash equivalents during the year/period	327	279	(82)
Cash and cash equivalents at the beginning of year/period	1,032	1,354	1,678
Effect of exchange rate changes on cash and cash equivalents	(2)	42	(6)
Changes to cash and cash equivalents reclassified to assets held for sale	(3)	3	–
Cash and cash equivalents at the end of year/period	1,354	1,678	1,590

FY2019

Net cash flows from operating activities

In FY2019, we recorded a net cash inflow from operating activities of S$317 million which comprised operating profit before working capital changes of S$890 million, net working capital outflow of S$463 million and income tax payment of S$110 million.

The net working capital outflow arose mainly from the decrease in trade and other payables of S$327 million and the increase in trade and other receivables of S$143 million.

Net cash flows from investing activities

In FY2019, we recorded a net cash inflow from investing activities of S$58 million mainly due to proceeds received from divestments of S$916 million, dividends received from associates and joint ventures of S$466 million, partially offset by investments in associates, joint ventures and other investments of S$912 million, acquisition of subsidiaries, net of cash acquired of S$208 million and acquisition/development expenditure of investment properties of S$175 million.

Net cash flows used in financing activities

In FY2019, we recorded a net cash outflow from financing activities of S$48 million mainly due to dividends paid to shareholders and non-controlling interests of S$454 million and S$149 million respectively, interest payment of S$308 million and repayment of loans from associates and joint ventures of S$123 million, partially offset by net proceeds from borrowings of S$493 million and loans from related companies of S$489 million.

FY2020

Net cash flows from operating activities

In FY2020, we recorded a net cash inflow from operating activities of S$183 million which comprised operating profit before working capital changes of S$755 million, net working capital outflow of S$429 million and income tax payment of S$143 million.

The net working capital outflow arose mainly from the decrease in trade and other payables of S$212 million and the increase in trade and other receivables of S$208 million.

Net cash flows from investing activities

In FY2020, we recorded a net cash inflow from investing activities of S$1,068 million mainly due to proceeds received from divestments of S$711 million, dividends received from associates and joint ventures of S$502 million and return of investments and repayment of loans from associates and joint ventures of S$301 million, partially offset by the acquisition/development expenditure of investment properties of S$236 million and acquisition of subsidiaries, net of cash acquired of S$213 million.

Net cash flows used in financing activities

In FY2020, we recorded a net cash outflow from financing activities of S$972 million mainly due to dividends paid to shareholders and non-controlling interests of S$720 million and S$113 million respectively and interest payment of S$365 million, partially offset by loans from related companies of S$194 million.

1Q2021

Net cash flows from operating activities

In 1Q2021, we recorded a net cash inflow from operating activities of S$205 million which comprised operating profit before working capital changes of S$242 million, net working capital inflow of S$52 million and income tax payment of S$89 million.

The net working capital inflow arose mainly from the increase in trade and other payables of S$125 million, partially offset by increase in trade and other receivables of S$72 million.

Net cash flows from investing activities

In 1Q2021, we recorded a net cash outflow from investing activities of S$114 million mainly due to investments in associates, joint ventures and other investments of S$299 million and acquisition/development expenditure of investment properties of S$142 million, partially mitigated by proceeds received from the divestments of S$255 million and dividends received from associates and joint ventures of S$66 million.

Net cash flows used in financing activities

In 1Q2021, we recorded a net cash outflow from financing activities of S$173 million mainly due to interest payment of S$68 million, repayment of loans from related parties of S$52 million and dividends paid to non-controlling interests of S$45 million.

Borrowings and Debt Securities

Our total indebtedness as at 31 March 2021 was S$15,360 million, consisting of S$7,666 million in loans from related companies, S$6,291 million of bank borrowings and S$1,403 million of debt securities. The table below sets forth certain information about our bank borrowings and debt securities.

	As at 31 March 2021						
	Total (S$' million)	**Within one year (S$' million)**	**After one year but within three years (S$' million)**	**After three years but within five years (S$' million)**	**After five years (S$' million)**	**Fixed rate (S$' million)**	**Floating rate (S$' million)**
Bank borrowings	6,291	858	3,847	718	868	2,560	3,731
Debt securities	1,403	–	1,212	191	–	1,192	211
Total	**7,694**	**858**	**5,059**	**909**	**868**	**3,752**	**3,942**

Such bank borrowings and the proceeds from the issuance of such debt securities were utilised for working capital and funding requirements of our Group.

The available unutilised portion under our committed bank facility is S$1,079 million as of 31 March 2021. Such available unutilised portion may be utilised for working capital and funding requirements of the relevant property investment holding companies of our Group.

Subsequent to 31 March 2021, on 4 June 2021, CapitaLand Treasury Limited, a wholly owned subsidiary of CapitaLand, secured a four-year committed S$1 billion term loan and revolving credit facilities. On 30 June 2021, CapitaLand Treasury Limited has novated such facilities to CLI Treasury Limited (CLI's treasury vehicle). In addition, CLI Treasury Limited has also on 30 June 2021 secured an additional S$500 million committed facility. The aforementioned facilities form part of the working capital available to CLI. There are no restrictions on the use for amounts which may be drawn down under such facilities, thus enabling our Group to continue its operations and meet its obligations as and when they fall due.

There are covenants under the terms of certain existing bank facilities of our subsidiaries, associated companies, joint ventures, our Listed Funds and our Unlisted Funds which may impose restrictions on the ability of these entities to distribute dividends or distributions to our Company upon the occurrence of specified events such as where interest payments under such facilities are in arrears.

As at the date of this Document, we have obtained consents of certain conditions under the terms of the existing bank facilities of our subsidiaries and debt securities issued by our subsidiaries which make references to shareholding interests of controlling shareholders of our Company or place restrictions on any change in control of entities in CLI Group which might otherwise be breached as a result of the Internal Restructuring, the DIS and the Scheme. As part of the consents sought, to the extent that there was a condition which made references to shareholding interests of CapitaLand or a subsidiary of CapitaLand in the relevant borrowing subsidiary, consent has been obtained to substitute such condition with one which makes references to shareholding interests of CLI or a subsidiary of CLI in the relevant borrowing subsidiary. Such replacement condition which makes reference to shareholding interests of CLI or a subsidiary of CLI will apply on an ongoing basis for the duration of the relevant loan.

Save for the foregoing, there are no loan agreements entered into with financial institutions or debt securities issued by CLI Group which contain conditions making references to shareholding interests of any controlling shareholders of our Company or place restrictions on the change in control of our Company, the breach of which would be an event of default, an enforcement event or an event that would cause acceleration of the repayment of the principal amount of the loans or debt securities significantly affecting the operations of our Company or resulting in our Company facing a cash flow problem.

Foreign Exchange Management

Our operations are primarily in Singapore, PRC, Europe, USA, Australia, Japan, Malaysia and India. Our revenue is denominated in SGD, RMB, EUR, USD, AUD, JPY, MYR and INR. Our Group has exposure to foreign exchange risk as a result of transactions denominated in a currency other than the respective functional currencies of Group entities, arising from normal trading activities.

To a certain extent, there is natural hedging in our foreign currency exposures as the revenues for our projects are generally denominated in the same currency as the associated costs and expenses, and are transacted in the various local currencies where our operations are located.

Our Group is exposed to currency translation risk given that our combined financial statements are prepared in SGD while the financial statements of our foreign subsidiaries, associates and joint ventures are prepared in their respective functional currencies being, RMB, EUR, USD, AUD, JPY, MYR and INR.

Our Group maintains a natural hedge, whenever possible, by borrowing in the currency of the country in which its property or investment is located or by borrowing in currencies that match the future revenue stream to be generated from its investments. Our Group also uses forward exchange contracts or foreign currency loans to hedge its foreign currency risk, where feasible. Our Group generally enters into forward exchange contracts with maturities ranging between three months and one year which are rolled over at market rates at maturity or foreign currency loans which match our Group's highly probable transactions and investment in the foreign subsidiaries. Our Group also enters into cross currency swaps to hedge the foreign exchange risk of its loans denominated in a foreign currency. As our Group generally does not hedge the foreign exchange exposures of our equity investments in and earnings streams from our foreign subsidiaries, associates and joint ventures, any fluctuations in currency exchange rates will impact the value of our equity investments in and earnings from our overseas operations.

Our net foreign exchange gain/(loss) is set forth below for the periods indicated.

	FY2019	FY2020	1Q2020	1Q2021
Net foreign exchange gain/(loss) (S$' million)	(23)	32	15	18
% of profit/(loss) before tax (%)	1%	6%	7%	7%

Capital Expenditure

Historical Capital Expenditure and Divestitures

In FY2019, FY2020, 1Q2021 and for the period from 1 January 2021 to the Latest Practicable Date, respectively, our capital expenditure was primarily incurred for investment properties, intangibles, properties, plant and equipment. Our capital expenditure was S$482 million, S$328 million, S$405 million and S$137 million in FY2019, FY2020, 1Q2021 and for the period from 1 April 2021 to the Latest Practicable Date, respectively.

In FY2019, FY2020, 1Q2021 and for the period from 1 April 2021 to the Latest Practicable Date, respectively, our divestitures were primarily incurred in respect of investment properties and properties, plant and equipment. Our divestitures were S$5 million, S$313 million, less than S$1 million and S$422 million in FY2019, FY2020, 1Q2021 and for the period from 1 April 2021 to the Latest Practicable Date, respectively.

Please refer to the section "– Subsequent Events" for further details on the material capital expenditure on and divestment of capital investment by our Group which is in progress as at the date of this Document.

Committed Capital Expenditure, Development Expenditure, Capital Contribution and Purchase of Land

The commitment for capital expenditure, development expenditure, capital contribution and purchase of land as of the Latest Practicable Date is set out in the table below:

	To be incurred in FY2021 (S$' million)	To be incurred in FY2022 (S$' million)	To be incurred in FY2023 (S$' million)	To be incurred in FY2024 (S$' million)	To be incurred in FY2025 (S$' million)	Total (S$' million)
Commitments in respect of:						
Capital expenditure contracted but not provided for in the financial statements(1)	22	*	–	–	–	22
Development expenditure contracted but not provided for in the financial statements(2)	84	104	83	*	*	271

	To be incurred in FY2021 (S$' million)	To be incurred in FY2022 (S$' million)	To be incurred in FY2023 (S$' million)	To be incurred in FY2024 (S$' million)	To be incurred in FY2025 (S$' million)	Total (S$' million)
Capital contribution in associates and joint ventures[3]	127	183	88	330	45	773
Purchase of land contracted but not provided for in the financial statements[4]	38	–	–	–	–	38
Total	**271**	**287**	**171**	**330**	**45**	**1,104**

* Amount less than S$1 million.

Notes:

(1) Capital expenditure relates primarily to investment properties as well as property, plant and equipment.

(2) Development expenditure relates mainly in respect of development of a business park property in India, two lodging properties in Singapore and a student accommodation property in USA.

(3) Capital contribution in associates and joint ventures mainly relates to our capital commitment in private equity funds as well as property investments in PRC and Japan.

(4) Purchase of land contracted relates to the purchase of land in India and Japan.

We expect to fund the above committed capital expenditure, development expenditure, capital contribution and purchase of land, from our internal cash flow and bank borrowings.

Our actual capital expenditure may differ from the amounts set out above due to various factors, including our future cash flows, results of operations and financial condition, changes in the Singapore economy and the local economy in which we have a business presence, the availability of financing on terms acceptable to us, defects or cost overrun, delays in obtaining or receipt of governmental approval, changes in the legislative and regulatory environment and other factors that are beyond our control.

For the avoidance of doubt, the foregoing does not take into account the Internal Restructuring. For further details, please refer to the section "Scheme".

Operating lease payments and contractual payments on borrowings

The following tables summarise our operating lease payments and contractual repayments on borrowings as at 31 March 2021:

	Payments Due by Period			
	Within one year (S$' million)	After one year but within five years (S$' million)	After five years (S$' million)	Total (S$' million)
Operating lease payments	14	*	–	14
Contractual repayments on borrowings	858	5,980	869	7,707
Total	**872**	**5,980**	**869**	**7,721**

* Amount less than S$1 million

We plan to fund the above contractual commitments from internal cash generated from our operations as well as external funding.

Subsequent Events

On 9 February 2021, ART announced that its wholly owned subsidiary has entered into a conditional sale and purchase agreement with an unrelated third party to divest, through the divestment of interests in Shanghai Xinwei Real Estate Development Co. (being the relevant target company), Somerset Xuhui Shanghai (being the relevant property) at an agreed aggregate value of the property of RMB1,050 million (equivalent to approximately S$216 million). The sale price was agreed on a willing-buyer, willing-seller basis, taking into account, the agreed aggregate property value adjusted for, among others, the net current asset value of the target company as at completion of this transaction. The transaction has been completed as of the date of this Document.

On 28 April 2021, CapitaLand announced the acquisition of its first hyperscale data centre campus in PRC. Empress Investments Pte. Ltd. ("**EIPL**") has entered into agreements to acquire 100% of the equity interest in two PRC companies that own and manage a hyperscale data centre campus located in Minhang, Shanghai, PRC (being the relevant target asset) for a cash consideration of approximately RMB3.66 billion. The consideration was arrived on a willing-buyer, willing-seller basis, taking into account, among other factors, the independent valuation performed by a third-party valuer of the target asset. Our Company's wholly owned subsidiary, CapitaLand China Data Centre One Pte. Ltd. and CapitaLand's wholly owned trust, CapitaLand Data Centre Trust are shareholders of EIPL, and own 80% and 20% respectively of the shares in EIPL. The acquisition will be funded by internal cashflow and external loans and is expected to be completed by the third quarter of FY2021, subject to fulfilment of certain conditions precedent.

On 4 May 2021, Ascendas Fusion 5 Holding Pte. Ltd., a wholly owned subsidiary of our Company on completion of the Scheme, entered into a share purchase agreement to divest its entire 75% interest in Ascendas Fusion 5 Pte. Ltd. (being the relevant target company), which owns a property known as Galaxis in Singapore, to A-REIT for a total consideration estimated to be S$534 million. The consideration was arrived at on a willing-buyer, willing-seller basis and represented

75% of the adjusted net asset value of the target company as at the date of completion of this transaction, taking into account among other things, the agreed market value of the property, the unaudited management accounts of the target company as at 31 January 2021, and the existing bank loans extended to the target company. The transaction has been completed as of the date of this Document.

On 27 May 2021, CapitaLand announced that Ascendas (China) Pte Ltd (the "**Purchaser**") entered into a conditional equity transfer agreement (the "**Agreement**") for the increase of its interest in DLSP – Ascendas Co., Ltd., which holds Dalian Ascendas IT Park located in Dalian High-Tech Industrial Zone, Dalian, PRC (the "**Property**"), from 50% to 100%. The acquisition is by way of acquiring the 50% interest (the "**Acquired Interest**") held by its joint venture partner (the "**Vendor**"), at a cash consideration of RMB501 million (approximately S$103 million) which was arrived at on a willing-buyer, willing-seller basis taking into account the adjusted net asset value of the Acquired Interest as at 31 March 2021 in the amount of RMB1,002 million (approximately S$206 million). The Vendor is not related to our Company, our Directors and our substantial Shareholders. The acquisition was funded by internal cashflow and external loans. The transaction has been completed as of the date of this Document.

In connection with such acquisition, the Vendor has been granted a call option (the "**Call Option**"), which it may, subject to fulfilment of certain conditions, exercise on the date falling six months after the date of the Agreement, to repurchase the acquired interest. The Call Option is conditional upon the following: (a) the Vendor and/or its direct and/or indirect controlling shareholder not having entered into bankruptcy proceedings or not having received any bankruptcy order or application; (b) the Vendor and/or its direct and/or indirect controlling shareholder not having been controlled by creditors; (c) the financial and operating conditions of the Vendor and/or its affiliates not having resulted in any material adverse change in the reasonable opinion of the Purchaser; (d) in the event of any change of control of the Vendor, the Purchaser having approved such changes; (e) the consideration for the Call Option (the "**Call Option Exercise Consideration**") not being an amount less than the pre-agreed consideration in the amount of RMB526,300,500 (approximately S$108 million), and that the parties having agreed the payment arrangement for tax-related expenses incidental to the exercising of the Call Option; and (f) the Vendor not having proposed any terms and/or conditions for the Call Option which are in contradiction to the terms of the Agreement. The Call Option Exercise Consideration represents a premium of RMB25,300,500 (approximately S$5 million) over the purchase price paid by the Purchaser, and such premium was negotiated as part of the overall acquisition, on a willing-buyer and willing-seller basis taking into account the adjusted net asset value of the Acquired Interest as at 31 March 2021 in the amount of RMB1,002 million (approximately S$206 million). The Call Option is part of the negotiated structure of the overall acquisition, which is with a view to obtaining full control of the Property whilst providing the Vendor six months to settle certain of its internal affairs. If the Call Option is not exercised by the Vendor on the date due for its exercise, our Group would continue to have full control of the Property.

On 16 June 2021, ART and TAL announced that they will jointly invest and develop a freehold student accommodation asset located in South Carolina, USA for an expected total amount of US$110 million (approximately S$146 million). The 678-bed student accommodation will serve over 35,000 undergraduate and graduate students from the nearby University of South Carolina. Construction of the student accommodation asset is scheduled to start in the third quarter of 2021 and complete in the second quarter of 2023. At the initial stage, TAL and ART will jointly invest in the asset to own 45% stake each. A third-party partner, which is a joint venture between one of the largest student housing developers in the USA and a large national real estate developer and contractor based in the USA, will own the remaining 10% stake for alignment of interest. When the property's performance stabilises, Ascott and ART will acquire the remaining share from the third-party partner. The joint investment and development will be funded by internal cashflow and external loans.

On 28 June 2021, it was announced that our Group entered into conditional agreements to divest partial stakes in a group of companies incorporated in PRC that own six Raffles City developments in PRC to an unrelated third party capital partner (the "**RCCIV/Senning Transactions**"). Details of the transactions are as follows:

(a) The target companies are owned by Senning Property Ltd ("**Senning**") and subsidiaries of Raffles City Income Ventures Limited ("**RCCIV**"). Our Group currently holds a 55% stake in RCCIV and a 45% stake in Senning. RCCIV's subsidiaries include Hua Qing Holdings Pte Ltd ("**HQH**") which holds a 95% stake in the target company owning Raffles City Shanghai. RCCIV has a 58.8% interest in HQH. The remaining interest in HQH is held by two other shareholders, one of which will be exiting from HQH entirely (the "**Exiting HQH Shareholder**") and the other of which will be increasing its interest in HQH (the "**Remaining HQH Shareholder**"). The other shareholders of RCCIV and Senning respectively (collectively, the "**Other Shareholders**"), the Remaining HQH Shareholder and the Exiting HQH Shareholder are third parties unrelated to our Group, and are also parties to the conditional agreements relevant to each of them.

(b) The transaction consists of the following:

   (i) the divestment by RCCIV, Senning and HQH of part of their respective equity stakes in the target companies, such that the purchaser will acquire a 70% equity stake in each of Beijing Xinjie Real Estate Development Co., Ltd. ("**RCB Co**"), Raffles City Chengdu Co., Ltd. ("**RCC Co**"), Ningbo Xin Yin Property Development Co., Ltd. ("**RCN Co**"), Raffles City (Hangzhou) Real Estate Development Co., Ltd. ("**RCH Co**") and Shanghai Orient Overseas Kaixuan Real Estate Co., Ltd. (a subsidiary of Senning) ("**RCCN Co**"), as well as a 60% equity stake in Shanghai Hua Qing Real Estate Management Co., Ltd. ("**RCS Co**") ("**Transaction Part 1**");

   (ii) RCCIV's sale of approximately 22.7% of its interest in HQH (the "**HQH Interest**") to the Remaining HQH Shareholder ("**Transaction Part 2**") together with the Exiting HQH Shareholder's sale of its entire interest in HQH to the Remaining HQH Shareholder. By increasing its interest in HQH, the Remaining HQH Shareholder's effective stake in RCS Co will remain unchanged at approximately 22.35% notwithstanding Transaction Part 1; and

   (iii) the acquisition of all of the Other Shareholders' equity stakes in RCCIV and Senning (respectively, the "**RCCIV Interest**" and the "**Senning Interest**") by CapitaLand's subsidiaries ("**Transaction Part 3**"), which will result in RCCIV and Senning becoming wholly owned subsidiaries of CapitaLand (or CLI assuming completion of the Scheme) and increase CapitaLand's interest in HQH, which is held through RCCIV. The completion of Transaction Part 3 will rebalance CapitaLand's stakes (or CLI's stakes assuming completion of the Scheme) in the target companies to the range of 12.6% to 30%. Following completion of Transaction Part 3, CapitaLand's stakes (or CLI's stakes assuming completion of the Scheme) in the six Raffles City developments will be as follows: (1) 12.6% in Raffles City Shanghai, (2) 30.0% in each of Raffles City Beijing, Raffles City Chengdu, Raffles City Ningbo and Raffles City Hangzhou, and (3) 25.0% in Raffles City Changning.

(c) Completion is expected to take place by the third quarter of 2021.

(d) The consideration for each of Transaction Part 1, Transaction Part 2 and Transaction Part 3 is set out below, and is subject to post-completion adjustments.

(i) Transaction Part 1: The estimated aggregate cash consideration for Transaction Part 1 is RMB29 billion (approximately S$6 billion), and was negotiated on a willing-buyer and willing-seller basis taking into account the adjusted NAV of the divested stakes in the aggregate amount of RMB29 billion (approximately S$6 billion) computed based on the target companies' unaudited accounts as of 31 March 2021. The adjusted NAV of the divested stakes takes into account, among other factors, the aggregate agreed property value on a 100% basis (the "**Agreed Value**") of the properties of RMB47 billion (approximately S$10 billion).

(ii) Transaction Part 2: The estimated cash consideration for Transaction Part 2 is S$191 million, and was negotiated on a willing-buyer and willing-seller basis taking into account the adjusted NAV of the HQH Interest in the amount of S$215 million computed based on HQH's unaudited accounts as of 31 March 2021. The adjusted NAV of the HQH Interest takes into account, among other factors, the Agreed Value of Raffles City Shanghai of RMB14 billion (approximately S$3 billion).

(iii) Transaction Part 3: The estimated cash consideration for the RCCIV Interest is US$418 million (approximately S$554 million), and was negotiated on a willing-buyer and willing-seller basis taking into account the adjusted NAV of the RCCIV Interest of US$418 million (approximately S$554 million) computed based on RCCIV's unaudited consolidated accounts as of 31 March 2021. The adjusted NAV of the RCCIV Interest takes into account, among other factors, the effect of the redemption of redeemable preference shares in RCCIV and the Agreed Value of the Properties (excluding Raffles City Changning which is held by Senning), of RMB31 billion (approximately S$6 billion). The estimated cash consideration for the Senning Interest is S$392 million, and was negotiated on a willing-buyer and willing-seller basis taking into account the adjusted NAV of the Senning Interest in the amount of S$392 million computed based on Senning's unaudited accounts as of 31 March 2021. The adjusted NAV of the Senning Interest takes into account, among other factors, the Agreed Value of Raffles City Changning of RMB16 billion (approximately S$3 billion).

Upon completion, the transaction will result in our Group receiving net proceeds of more than S$2 billion, thereby unlocking working capital for our Group.

On 1 July 2021, it was announced that our Group will invest approximately JPY8 billion (or approximately S$91 million) to fully acquire a freehold site and develop a four-storey modern logistics facility in Ibaraki City, Osaka, Japan. The site was acquired from Mitsui & Co. The logistics facility is expected to be completed in the third quarter of 2023. The investment and development will be funded by internal cashflow and external loans. It was also announced that our Group also completed the divestment of two retail malls, namely, Olinas Mall and Seiyu & Sundrug Higashimatsuyama, both located in Greater Tokyo, for a total of over approximately JPY42 billion (or approximately S$520 million). The properties were divested above their total valuation. The buyers are unrelated third parties. The agreed value of the properties was arrived on a willing-buyer and willing-seller basis.

Changes to Accounting Policies

Save as disclosed in the Audited Combined Financial Statements as set out in Appendix D of this Document and the Unaudited Condensed Interim Combined Financial Statements as set out in Appendix E of this Document, we have not made any material changes in our accounting policies during FY2019, FY2020 and 1Q2021.

DIVIDEND POLICY

Statements contained in this section that are not historical facts are forward-looking statements. Such statements are subject to certain risks and uncertainties which could cause actual results to differ materially from those which may be forecast and projected. Under no circumstances should the inclusion of such information herein be regarded as a representation, warranty or prediction with respect to the accuracy of the underlying assumptions by us, the Sole Issue Manager or any other person. Investors are cautioned not to place undue reliance on these forward-looking statements that speak only as at the date hereof. Please see the section "Cautionary Note Regarding Forward-Looking Statements".

The following table shows the amount of dividends declared and paid by our Company and each of our subsidiaries for each of FY2019 and FY2020 and for the period from 1 January 2021 to the Latest Practicable Date:

	FY2019	**FY2020**	**1 January 2021 to the Latest Practicable Date**
	S$' million	**S$' million**	**S$' million**
Our Company	59	48	1
CapitaLand Mall Asia Limited	53	474	–
The Ascott Limited	41	85	–
CapitaLand Retail Singapore Investments Pte. Ltd.	55	61	–
CLI FM Pte. Ltd.	21	15	–
CapitaLand Retail Management Pte Ltd	5	13	–
Ascendas Fusion 5 Holding Pte. Ltd.	5	13	3
CapitaLand Commercial Management Pte. Ltd.	–	6	–
CLI Singapore Pte. Ltd.	–	5	–
Ascendas (Tuas) Pte Ltd	137	–	–
Pyramex Investments Pte Ltd	50	–	–
Albert Complex Pte Ltd	28	–	–

There are no dividends which have been declared but have not been paid.

Save as disclosed above, none of our Company's subsidiaries has declared or paid dividends in FY2019 and FY2020 and for the period from 1 January 2021 to the Latest Practicable Date.

It should be noted that such dividends were paid based on the then business composition of our Group. Our Group is undergoing the Internal Restructuring for the purpose of the DIS, upon completion of which, our Group's business composition will differ from that in FY2019 and FY2020.

For the purpose of and in anticipation of our Listing, our Company has adopted a policy on the payment of dividends. Barring unforeseen circumstances, the policy is to declare a dividend of at least 30% of the annual cash profit after tax and minority interests ("**PATMI**"), defined as the sum of operating PATMI, portfolio gains/losses and realised valuation gains/loss, after considering a number of factors, including our level of cash and reserves, results of operations, business prospects, capital requirements and surplus, general financial condition, contractual restrictions, the absence of any circumstances which might reduce the amount of reserves available to pay dividends, and other factors considered relevant by our Board of Directors, including our expected financial performance.

No inference should or can be made from any of the foregoing statements as to our future profitability or ability to pay dividends.

We cannot assure you that we will pay dividends in the future or, if we pay dividends in the future, when we will pay them. The declaration and payment of future dividends will depend upon our operating results and cash flow, financial condition, other cash requirements including capital expenditures, the terms of borrowing arrangements (if any), and other factors deemed relevant by our Directors. In addition, our ability to pay dividends will be substantially affected by the ability of our subsidiaries, associated companies, Listed Funds and Unlisted Funds we may invest in, to declare and pay us dividends or other distributions.

Any final dividends we declare must be approved by an ordinary resolution of our Shareholders at a general meeting. All dividends must be paid out of our profits available for distribution. We are not permitted to pay dividends in excess of the amount recommended by our Board of Directors. Our Board of Directors may, without the approval of our Shareholders, also declare interim dividends. In addition, our Company is a holding company and we depend upon the receipt of dividends and other distributions from our subsidiaries, associates and jointly-controlled entities to pay the dividends on the Shares. Please see the section "Risk Factors – (e) Risks relating to the Ownership of our Shares – We may not be able to pay dividends."

Exchange Controls

The laws and regulations relating to exchange controls of the various jurisdictions which are material to the business of our Group are set out below.

Singapore

There are currently no exchange control restrictions in Singapore.

PRC

The principal regulation governing foreign currency exchange in the PRC is the "Foreign Exchange Administration Regulations" (《外汇管理条例》) which was promulgated by the State Council in January 1996, became effective in April 1996 and was amended in January 1997 and August 2008. Under these rules, RMB is convertible for payments of current account items, including trade and service related foreign exchange transactions and dividend payments, without prior approval by the SAFE, but not for capital account items, such as direct investment, loan or investment in securities outside the PRC. RMB may only be converted for capital account expenses once the prior approval of the SAFE has been obtained. Under the Foreign Exchange Administration Regulations, FIEs in the PRC may purchase foreign exchange without the approval of the SAFE for trade and service-related foreign exchange transactions by providing commercial documents evidencing such transactions to commercial banks which are allowed to engage in foreign exchange business and subject to certain procedural requirements.

Rentals fall into the category of current account items where RMB is convertible for payments without prior approval by the SAFE. Therefore, a foreign company (including a Hong Kong-based legal entity), through its FIEs in the PRC as the owner of a property located in the PRC, may convert RMB denominated rentals into foreign exchange and remit the same offshore by presenting prerequisite documents to commercial banks which are allowed to engage in foreign exchange business and subject to certain procedural requirements, without prior approval of, or registration with, the SAFE. The said prerequisite documents may include (a) a written application; (b) underlying lease agreements; (c) invoices or payment notices; (d) documents evidencing the underlying lease agreements have been filed with competent authorities; and (e) tax certificates evidencing the related taxes have been paid off or waived by competent tax authorities, according to the "Guidelines for the Foreign Exchange Administration of Trade in Services" (《服务贸易外汇管理指引》) promulgated by the SAFE which came into effect on 1 September 2013 and the "Detailed Rules for the Implementation of the Guidelines for the Foreign Exchange Administration of Trade in Services" (《服务贸易外汇管理指引实施细则》) promulgated by the SAFE which came into effect on 1 September 2013 and was amended on 4 May 2015, and the "Announcement of the State Administration of Taxation and the State Administration of Foreign Exchange on Issues Relating to Tax Filing for External Payments of the Trade in Services" (《关于服务贸易等项目对外支付税务备案有关问题的公告》) jointly promulgated by the SAFE and the SAT, which came into effect on 1 September 2013, was amended on 15 June 2015 and partially abolished on 29 June 2021. Failure to file the lease with the relevant authorities could result in restrictions on the conversion of the RMB-denominated rental income into foreign currency by the PRC commercial banks.

According to the "Circular of State Administration of Foreign Exchange on Abolishment and Amendment of Relevant Normative Documents Concerning with Reform of Registration System of Registered Capital" (《国家外汇管理局关于废止和修改涉及注册资本登记制度改革相关规范性文件的通知》) promulgated by the SAFE on 4 May 2015 and partially abolished respectively on 13 February 2020 and 28 August 2020, and the "Guidelines for the Foreign Exchange Administration of Trade in Services" (《服务贸易外汇管理指引》) promulgated by the SAFE which came into effect on 1 September 2013 and the "Detailed Rules for the Implementation of the Guidelines for the Foreign Exchange Administration of Trade in Services" (《服务贸易外汇管理指引实施细则》) promulgated by the SAFE which came into effect on 1 September 2013 and was amended on 4 May 2015, and the Company Law promulgated by the Standing Committee of the National People's Congress (《中华人民共和国全国人大常委会》) (the "**SCNPC**") which became effective in 1 July 1994 and was amended in December 1999, August 2004, October 2005, December 2013 and October 2018, a foreign-invested company incorporated in the PRC may remit dividends to its offshore shareholders by duly providing (1) its board resolution or resolution of shareholders' meeting (as the case may be) authorising the distribution of dividends, (2) audited reports of the company, and (3) relevant tax certificates to a bank authorised to engage in foreign exchange business and subject to certain procedural requirements.

According to the "Circular of the State Administration of Foreign Exchange on Further Simplifying and Improving the Foreign Exchange Administration Policies of Foreign Direct Investment" (《国家外汇管理局关于进一步简化和改进直接投资外汇管理政策的通知》) issued on 13 February 2015 which takes effect from 1 June 2015 and was partially abolished on 30 December 2019, the SAFE will cancel the registration requirements by its local counterparts in relation to domestic direct investment and overseas direct investment. Instead, commercial banks and their branch offices engaging in businesses related to the foreign exchange registration of direct investment shall follow the guidance of the SAFE and its local counterparts, and shall fulfil approval, statistical monitoring and reporting and filing obligations within their extent of competence.

Furthermore, according to the "Circular of the State Administration of Foreign Exchange on Issuing the Provisions on the Foreign Exchange Administration of Cross-border Guarantees" (《国

家外汇管理局关于发布<跨境担保外汇管理规定>的通知》) on 12 May 2014 and took effect on 1 June 2014, certain cross-border guarantees (such as overseas lending secured by domestic guarantee or domestic lending secured by overseas guarantee as defined therein) shall be registered with the local branches of the SAFE or the guarantor or the lender may not be able to go through the procedures of purchase of foreign exchange and remittance to perform its obligations under the guarantee or the loan and SAFE may impose a fine or other penalties on the guarantor.

CAPITALISATION AND INDEBTEDNESS

The following table sets forth our capitalisation and indebtedness as at 31 May 2021 on an actual basis and as adjusted to reflect the Internal Restructuring (including the Subscription, the Issuance and the Change in Capital Structure) described under the section "Scheme".

The information in this table should be read in conjunction with the sections "Selected Financial Information", "Selected Pro Forma Financial Information", "Management's Discussion and Analysis of Financial Position and Results of Operations" and our historical combined financial statements and the notes thereto included elsewhere in this Document.

	As at 31 May 2021	
	Unaudited	**Unaudited**
	Actual	**As adjusted for the Internal Restructuring (including the Subscription, the Issuance and the Change in Capital Structure)**
	S$' million	**S$' million**
Cash and cash equivalents	1,849	1,849
Short term debt:		
Secured and guaranteed	240	240
Secured and non-guaranteed	267	267
Unsecured and guaranteed	80	80
Unsecured and non-guaranteed	146	146
Related Parties(1)	1,446	–
	2,179	733
Long-term debt:		
Secured and guaranteed	2,300	2,300
Secured and non-guaranteed	2,675	2,675
Unsecured and guaranteed	1,545	1,545
Unsecured and non-guaranteed	512	512
Related Parties(2)	6,199	4,775
	13,231	11,807
Total indebtedness	15,410	12,540
Total equity	16,233	19,103
Total capitalisation and indebtedness	31,643	31,643

Notes:

(1) Net of loan receivables of S$3,001 million.

(2) Net of loan receivables of S$96 million.

Contingent Liabilities

As at 31 May 2021, the quantum under guarantees given by our Group to banks to secure facilities provided to our joint ventures is S$5 million (31 December 2020: S$5 million; 31 December 2019: S$6 million). In addition, as at 31 May 2021, our Group had provided the following undertakings:

(a) a subsidiary of our Group has pledged its shares in our associate, Senning Property Ltd, as security for revolving loan facilities amounting to S$500 million (31 December 2020: S$500 million; 31 December 2019: S$300 million) granted to the associate. As at 31 May 2021, the total amount outstanding under the facilities was S$491 million (31 December 2020: S$484 million; 31 December 2019: S$267 million). Such pledge will continue after the Listing. As Senning Property Ltd is not a corporation that is controlled by the Parent Group, Rule 210(4)(b) of the Listing Manual would not be applicable. In addition, as Senning Property Ltd is not an associate of the Parent Group, the provision of such pledge would also not fall within the ambit of Chapter 9 of the Listing Manual;

(b) two subsidiaries of our Group have pledged their shares and redeemable preference shares in Raffles City China Income Ventures Limited (which is accounted for as an associate), for a term loan facility obtained by Raffles City China Income Ventures Limited amounting to S$1,068 million (31 December 2020: S$1,078 million; 31 December 2019: S$1,088 million). Such pledges will continue after the Listing. As Raffles City China Income Ventures Limited is not a corporation that is controlled by the Parent Group, Rule 210(4)(b) of the Listing Manual would not be applicable. In addition, as Raffles City China Income Ventures Limited is not an associate of the Parent Group, such pledges would also not fall within the ambit of Chapter 9 of the Listing Manual;

(c) a subsidiary of our Group provided an indemnity for banker's guarantee issuance on a joint and several basis, in respect of term loan and revolving loan facilities amounting to S$160 million (31 December 2020: S$162 million; 31 December 2019: S$163 million) granted to Shining Pearl Investments Limited which is a subsidiary of a joint venture. As at 31 May 2021, the total amount outstanding under the facilities was S$150 million (31 December 2020: S$148 million; 31 December 2019: S$142 million). Such indemnity will continue after the Listing. As Shining Pearl Investments Limited is not a corporation that is controlled by the Parent Group, Rule 210(4)(b) of the Listing Manual would not be applicable. In addition, as Shining Pearl Investments Limited is not an associate of the Parent Group, the provision of such undertakings would also not fall within the ambit of Chapter 9 of the Listing Manual; and

(d) a subsidiary of our Group in PRC, whose principal activity is the trading of development properties, would in the ordinary course of business act as guarantors for the bank loans taken by the buyers to finance the purchase of residential properties developed by this subsidiary. As at 31 May 2021, the outstanding notional amount of the guarantees amounted to S$20 million (31 December 2020: S$30 million; 31 December 2019: S$31 million).

Save as disclosed above, as at 31 May 2021, there are no other significant contingent liabilities.

Share Capital of our Company

Our Company (Registration Number 200308451M) was incorporated with limited liability under the laws of the Republic of Singapore on 29 August 2003.

Our Company was incorporated with an issued and paid-up share capital of S$2.00 comprising two Shares. As at the date of this Document, our issued and paid-up share capital is S$2.00 comprising two Shares. Our Shares do not carry different voting rights. After the Subscription, the Issuance and the Change in Capital Structure as described in the section "Scheme", our issued and paid-up ordinary share capital will be approximately S$10,754 million. The number of our Shares will be equivalent to the number of CapitaLand Shares (excluding treasury shares) as at the Record Date. On the basis of CapitaLand's share capital comprising 5,203,195,792 CapitaLand Shares (excluding treasury shares) as at 7 July 2021 and assuming that there is no change to the number of CapitaLand Shares as at the Record Date, we will have 5,203,195,792 Shares immediately prior to the DIS. See "Scheme".

Pursuant to resolutions passed on 30 June 2021 and 17 July 2021, our sole shareholder, CapitaLand approved, among other things, the following:

(a) the adoption of the Constitution of our Company;

(b) that pursuant to Section 161 of the Companies Act and our Constitution, authority be given to our Directors to:

(i) (1) issue Shares whether by way of rights, bonus or otherwise; and/or

(2) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other similar instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such person(s) as our Directors may in their absolute discretion deem fit; and

(ii) (notwithstanding the authority conferred by this resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by our Directors while this resolution was in force,

provided that:

(A) the aggregate number of Shares to be issued pursuant to this resolution (including new Shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) shall not exceed 50% of the total number of issued Shares of our Company excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (B) below), of which the aggregate number of Shares to be issued other than on a *pro rata* basis to our Shareholders (including new Shares to be issued in pursuance of Instruments made or granted pursuant to this resolution) may not exceed 10% of the total number of issued Shares of our Company excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (B) below);

(B) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (A) above, the total number of issued Shares excluding treasury shares and subsidiary holdings shall be based on the total number of issued Shares excluding treasury shares and subsidiary holdings immediately following the Listing Date, after adjusting for:

(I) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this resolution is passed; and

(II) any subsequent bonus issue, consolidation or subdivision of Shares,

and, in sub-paragraph (A) above, and this sub-paragraph (B), "subsidiary holdings" has the meaning given to it in the Listing Manual;

(C) in exercising the authority conferred by this resolution, our Company shall comply with the provisions of the Listing Manual for the time being in force (unless such compliance has been waived by the SGX-ST) and our Constitution for the time being; and

(D) (unless revoked or varied by our Company in general meeting) the authority conferred by this resolution shall continue in force from the Listing Date until the conclusion of the next annual general meeting of our Company or the date by which the next annual general meeting of our Company is required by law to be held, whichever is the earlier;

(c) that authority be given to our Directors to issue Shares to any person or persons on such terms and conditions and with such rights or restrictions as they may think fit to impose. Such mandate will remain in force until the Listing Date and our Company expects to rely on such mandate to issue such Shares in connection with the Subscription, the Issuance and the Change in Capital Structure;

(d) the adoption of the Share Plans and that authority be given to our Directors to allot and issue new Shares as may be required to be issued pursuant to the vesting of Awards granted under the Share Plans, provided that the total number of Shares which may be allotted and issued shall not exceed 8% of the total number of issued shares of our Company (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual)) from time to time;

(e) that authority be given to our Directors to grant Awards under the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021 to Designated Parent Group Employees, provided that:

(i) in the case of each of the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021, the total number of Shares which may be offered by way of grant of Awards to Designated Parent Group Employees collectively under the relevant Share Plan shall not exceed 20% of the total number of Shares available under the relevant Share Plan; and

(ii) any Award to be granted to a Designated Parent Group Employee which, together with Awards already granted to that Designated Parent Group Employee under the relevant Share Plan, represents 5% or more of the total number of Shares available to Designated Parent Group Employees collectively under the relevant Share Plan, shall be subject to the approval of independent Shareholders;

(f) that:

(i) for the purposes of Sections 76C and 76E of the Companies Act, the exercise by our Directors of all the powers of our Company to purchase or otherwise acquire our Shares not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by our Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:

(1) market purchase(s) ("**Market Purchase(s)**") on the SGX-ST and/or any other stock exchange on which our Shares may for the time being be listed and quoted (the "**Other Exchange**"); and/or

(2) off-market purchase(s) ("**Off-Market Purchase(s)**") (if effected otherwise than on the SGX-ST or, as the case may be, the Other Exchange) in accordance with any equal access scheme(s) as may be determined or formulated by our Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST or, as the case may be, the Other Exchange, as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Purchase Mandate**");

(ii) unless varied or revoked by our Company in general meeting, the authority conferred on our Directors pursuant to the Share Purchase Mandate may be exercised by our Directors at any time and from time to time during the period commencing from the date of the passing of this resolution and expiring on the earliest of:

(i) the date on which the next annual general meeting of our Company is held;

(ii) the date by which the next annual general meeting of our Company is required by law to be held; and

(iii) the date on which purchases and acquisitions of our Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated;

(iii) in this resolution:

"**Average Closing Price**" means the average of the last dealt prices of a Share for the five consecutive market days on which our Shares are transacted on the SGX-ST, or, as the case may be, the Other Exchange, immediately preceding the date of the Market Purchase by our Company, or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted in accordance with the listing rules of the SGX-ST for any corporate action which occurs during the relevant five-day period and the date of the Market Purchase or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase;

"**date of the making of the offer**" means the date on which our Company makes an offer for the purchase or acquisition of our Shares from holders of our Shares, stating therein the purchase price (which shall not be more than the Maximum Price) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase;

"**Maximum Limit**" means that number of Shares representing 5% of the total number of issued Shares (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual)) immediately following the Listing Date; and

"**Maximum Price**" in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duty, commission, applicable goods and services tax and other related expenses) which shall not exceed, in the case of both a Market Purchase and an Off-Market Purchase, 105% of the Average Closing Price of our Shares; and

(iv) our Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he/she may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this resolution.

Further information on the Share Purchase Mandate is set out in "Appendix O – Share Purchase Mandate".

Current Shareholders

CapitaLand and the Offeror jointly announced on 22 March 2021 the strategic restructuring and demerger of the investment management business of CapitaLand. In connection with such strategic restructuring and demerger, CapitaLand and the Offeror are proposing to undertake the Scheme pursuant to Section 210 of the Companies Act involving, among other things, the DIS. No payment will be required from eligible CapitaLand Shareholders for the Shares to be received from the DIS. The Shares will be distributed free of encumbrances and together with all rights attaching thereto on and from the date the DIS is completed.

After the Subscription, the Issuance and the Change in Capital Structure as described in the section "Scheme", our issued and paid-up ordinary share capital will be approximately S$10,754 million. The number of our Shares will be equivalent to the number of CapitaLand Shares (excluding treasury shares) as at the Record Date. On the basis of CapitaLand's share capital comprising 5,203,195,792 CapitaLand Shares (excluding treasury shares) as at 7 July 2021 and assuming that there is no change to the number of CapitaLand Shares as at the Record Date, we will have 5,203,195,792 Shares immediately prior to the DIS. In this regard, on the basis of the foregoing, the table below sets out the names of each substantial Shareholder, which means a Shareholder who will own 5.0% or more of our issued Shares, each Director who will have an interest in our Shares and the number and percentage of Shares in which each of them will have an interest (whether direct or deemed) on the Listing Date.

Name	No. of Shares (Direct)	%	No. of Shares (Deemed)	%
	Shares owned at the Listing Date			
Substantial Shareholders:				
CapitaLand Limited	2,693,106,549	51.76	–	–
CLA Real Estate Holdings Pte. Ltd.	–	–	2,693,106,549[1]	51.76
TJ Holdings (III) Pte. Ltd.	–	–	2,693,106,549[1]	51.76
Glenville Investments Pte. Ltd.	–	–	2,693,106,549[1]	51.76
Mawson Peak Holdings Pte. Ltd.	–	–	2,693,106,549[1]	51.76
Bartley Investments Pte. Ltd.	–	–	2,693,106,549[1]	51.76
Tembusu Capital Pte. Ltd.	–	–	2,715,798,249[1],[2]	52.19
Temasek Holdings (Private) Limited	–	–	2,718,033,903[1],[3]	52.24
Directors:				
Ko Kai Kwun Miguel @ Ko Miguel	3,679[4]	0.0001	–	–
Lee Chee Koon[9]	1,490,196[5]	0.0286	–	–
Anthony Lim Weng Kin	50,145	0.0010	1,000[6]	n.m.[7]
Goh Swee Chen	41,709	0.0008	5,000[8]	0.0001
Hsu Chung Wei Judy	–	–	–	–
Kee Teck Koon	100,647	0.0019	–	–
Stephen Lee Ching Yen	120,726[5]	0.0023	–	–
Gabriel Lim Meng Liang	–	–	–	–
Chaly Mah Chee Kheong	121,654[5]	0.0023	–	–

Notes:

(1) Upon the Scheme becoming effective and binding, CapitaLand will become a wholly owned subsidiary of CLA. CLA is a wholly owned subsidiary of TJIII, which in turn is a wholly owned subsidiary of Glenville, which in turn is a wholly owned subsidiary of Mawson, which in turn is a wholly owned subsidiary of Bartley, which in turn is a wholly owned subsidiary of Tembusu, which in turn is a wholly owned subsidiary of Temasek.

CLA, TJIII, Glenville, Mawson, Bartley, Tembusu and Temasek, respectively, are deemed to have an interest in our Shares in which CapitaLand has an interest, by virtue of Section 4 of the SFA.

(2) Tembusu is deemed to have an interest in our Shares in which its subsidiaries have or are deemed to have an interest, by virtue of Section 4 of the SFA.

(3) Temasek is deemed to have an interest in our Shares in which its subsidiaries and associated companies have or are deemed to have an interest, by virtue of Section 4 of the SFA.

(4) Shares are held by Mr Ko and his spouse through DBS Nominees (Private) Limited.

(5) Shares are held through DBS Nominees (Private) Limited.

(6) Mr Lim is deemed to have an interest in the 1,000 Shares held by his spouse.

(7) "n.m." means not meaningful.

(8) Ms Goh is deemed to have an interest in the 5,000 Shares held by her spouse.

(9) Mr Lee has CapitaLand Shares comprised in outstanding awards granted pursuant to the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020. Upon the Scheme becoming effective, such awards granted to Mr Lee will vest into an aggregate of 2,056,650 CapitaLand Shares. In lieu of CapitaLand Shares, Mr Lee will be granted Awards under the CLI Performance Share Plan, in accordance with the formula and methodology set out in the section "Share Plans – Grants of Awards to replace Awards previously granted pursuant to the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020". Based on such formula and methodology, it is contemplated that Mr Lee will be granted Awards comprising 2,988,443 CLI Shares under the CLI Performance Share Plan. These Awards will vest progressively over three years on and subject to the terms of the CLI Performance Share Plan in accordance with the original vesting schedule of the awards granted pursuant to the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020.

Significant Changes in Percentage of Ownership

Save as disclosed in "Scheme" and "– Current Shareholders", there were no significant changes in the percentage ownership of our Shares held by our substantial Shareholders referred to in "– Current Shareholders", Directors and the Chief Executive Officer in the last three years prior to the Latest Practicable Date.

Control of our Company

We are currently controlled (as such term is defined in the Listing Manual) by CapitaLand, CLA, TJIII, Glenville, Mawson, Bartley, Tembusu and Temasek. CapitaLand is currently listed on the Main Board of the SGX-ST. Pursuant to the terms of the Scheme, the Acquisition will be completed at or around the same time as the completion of the DIS, following which CapitaLand will become a wholly owned subsidiary of the Offeror and will be delisted from the SGX-ST. On the Listing Date, pursuant to the DIS, CapitaLand will be our largest controlling shareholder, holding approximately 51.76%[1] of our issued Shares. In addition, CLA, TJIII, Glenville, Mawson, Bartley, Tembusu and Temasek will remain our controlling shareholders, each holding a deemed interest in between approximately 51.76%[1] to approximately 52.24%[1] of our issued Shares. Please see the sections "– Current Shareholders" and "Moratorium" for further details.

Save as disclosed above, to the best of the knowledge of our Directors, our Company is not directly or indirectly owned or controlled, whether severally or jointly, by any other person or government and there is no known arrangement, the operation of which may, at a subsequent date, result in a change in the control of our Company.

[1] Based on the current shareholdings of CapitaLand as at 7 July 2021.

CapitaLand

CapitaLand has agreed with the Sole Issue Manager that, from the date of the lock-up letter agreement until the date falling 12 months from the Listing Date (both dates inclusive), it will not, without the prior written consent of the Sole Issue Manager, directly or indirectly:

(a) offer, pledge, sell, contract to sell, sell any option or contract to purchase, purchase any option or contract to sell, grant any option, right or warrant to purchase, lend, hypothecate, grant security over, encumber or otherwise transfer or dispose of, any of the Shares that it legally and/or beneficially owns (whether direct or indirect) as at the date of the lock-up letter agreement and as at the Listing Date (the "**Lock-up Shares**"), or any securities convertible into or exercisable or exchangeable for or which carry rights to subscribe for or purchase any of the Lock-up Shares, whether any such transaction described in this paragraph is to be settled by delivery of Lock-up Shares or such other securities, in cash or otherwise;

(b) enter into any swap, hedge or other transaction or arrangement (including a derivative transaction) that transfers to another, in whole or in part, any of the economic consequences of ownership of the Lock-up Shares (or any securities convertible into or exercisable or exchangeable for or repayable with or which carry rights to subscribe for or purchase any of the Lock-up Shares, whether any such transaction described in this paragraph is to be settled by delivery of Lock-up Shares or such other securities, in cash or otherwise);

(c) deposit any of the Lock-up Shares (or any securities convertible into or exchangeable for or which carry rights to subscribe for or purchase any of the Lock-up Shares) in any depository receipt facilities (other than in a CDP designated moratorium account for the purposes of complying with its obligations under this letter agreement), whether any such transaction described in this paragraph is to be settled by delivery of the Lock-up Shares or such other securities, in cash or otherwise;

(d) enter into any transaction which is designed or which may reasonably be expected to result in any of the above; or

(e) publicly announce or disclose any intention to do any of the above.

Other Controlling Shareholder

In addition, CLA has agreed to a similar lock-up not to reduce (i) its effective shareholding interest in our Company from the date of the lock-up letter agreement until the date falling six months from the Listing Date (both dates inclusive) (the "**First Lock-up Period**"); and (ii) its effective interest in our Company to less than 50% of its shareholding interest as at the Listing Date during the period commencing on the day immediately following the expiry of the First Lock-up Period until the date falling 12 months after the Listing Date (both dates inclusive) (the "**Second Lock-up Period**"), other than in respect of any charge, security or encumbrance which shall not be enforceable over any of the shares in CapitaLand that would affect CLA's lock-up of all its effective shareholding interests in our Company during the First Lock-up Period or up to 50% of its effective shareholding interests in our Company during the Second Lock-up Period. The charge, security or encumbrance may only be created if the chargee (such as a bank or financial institution) agrees that the charge, security or encumbrance over such shares in CapitaLand cannot be enforced over any of such shares in CapitaLand during the First Lock-up Period and at least 50% of such shares in CapitaLand during the Second Lock-up Period.

Our Company

Our Company has agreed with the Sole Issue Manager that for a period of three months commencing from the Listing Date, our Company will not, directly or indirectly,

(1) issue, offer, pledge, sell, contract to sell, sell any option or contract to purchase, purchase any option or contract to sell, grant any option, right or warrant to purchase, lend, hypothecate, grant security over, swap, hedge, encumber or otherwise transfer or dispose of any of the Shares or any securities convertible into or exercisable or exchangeable for or which carry rights to subscribe for or purchase any of the Shares held as at the Listing Date;

(2) enter into any transaction or arrangement (including a derivative transaction) with a similar economic effect to the foregoing;

(3) deposit any Shares or any securities convertible into or exchangeable for or which carry rights to subscribe for or purchase Shares in any depository receipt facilities, whether any such transaction described above is to be settled by delivery of Shares or such other securities, in cash or otherwise;

(4) enter into any transaction which is designed or which may reasonably be expected to result in any of the above; or

(5) announce or publicly disclose any intention to do any of the above.

CapitaLand and the Offeror jointly announced on 22 March 2021 the strategic restructuring and demerger of the investment management business of CapitaLand. In connection with such strategic restructuring and demerger, CapitaLand and the Offeror are proposing to undertake the Scheme pursuant to Section 210 of the Companies Act involving:

- a capital reduction exercise by CapitaLand to distribute approximately 48.24% of our Shares to CapitaLand Shareholders (excluding the Offeror) as at the Record Date on a pro-rata basis. The number of our Shares to be distributed pursuant to the DIS and the percentage shareholding represented by such Shares as at the Record Date will be equal to the number of CapitaLand Shares held by the eligible CapitaLand Shareholders and the percentage shareholding represented by such CapitaLand Shares as at the Record Date;

- a capital reduction exercise by CapitaLand to distribute 388,242,247 CICT Units to all CapitaLand Shareholders as at the Record Date on a pro-rata basis (the "**CICT DIS**").

  The Offeror will not participate in the CICT DIS. The CICT Units that the Offeror would otherwise be entitled to receive had it participated in the CICT DIS will accordingly be distributed to the other CapitaLand Shareholders on a pro-rata basis as part of the consideration for the Acquisition, thereby resulting in a proportionate increase of each such CapitaLand Shareholder's entitlement to the CICT DIS; and

- upon the DIS taking effect, a proposed acquisition by the Offeror of all the issued and paid-up CapitaLand Shares (excluding the treasury shares and the CapitaLand Shares held by the Offeror) from the eligible CapitaLand Shareholders (the "**Acquisition**").

In connection with the Scheme, CapitaLand intends to undertake an internal restructuring of the CapitaLand Group to consolidate certain assets and businesses of the CapitaLand Group under our Company, our subsidiaries and associated companies such that our portfolio will comprise, among others:

- the investment management platforms for the Listed Funds, as well as the Unlisted Funds;

- the CapitaLand Group's stakes in the Listed Funds and Unlisted Funds;

- the lodging business of the CapitaLand Group, via the transfer of the entire issued share capital of Ascott, being the entity holding the lodging business;

- certain of the assets held by the CapitaLand Group, some of which could be the pipeline investment opportunities for the Listed Funds and Unlisted Funds; and

- certain operating platforms for the office and retail malls, business park properties and data centres comprised in our portfolio (for instance, property managers and entities providing support for the operation and maintenance of these properties).

Certain assets, businesses and/or platforms as well as employees that are not currently held by our Group will be transferred to our Group as part of the Internal Restructuring.

In relation to the Internal Restructuring:

- CLI, certain of CLI's subsidiaries, CapitaLand and/or certain of CapitaLand's subsidiaries, as the case may be, had on 17 July 2021 entered into various agreements (collectively, the "**Restructuring-Related Agreements**"). Pursuant to the terms of the Restructuring-Related Agreements:

  - Transfers: CLI Group's principal activities will comprise, among others, fee income-related business, while the Parent Group's activities will comprise property development. The Internal Restructuring will be undertaken to, among others, achieve the intended assets allocation between the CLI Group and the Parent Group, taking into consideration their respective business focus post-completion of the Scheme. The assets allocation is accordingly proposed based on factors such as readiness of the assets to be offered to the Listed Funds and Unlisted Funds, tax consideration and other specific asset level considerations. Generally speaking: (1) mature or completed assets are allocated for CLI Group and they will form pipeline assets that will potentially be injected into the Listed Funds and/or the Unlisted Funds or be monetised through sales to third parties as and when the opportunities arise; and (2) assets that are under development or earmarked for development will remain with the Parent Group.

    Entities which are held by the Parent Group prior to the Internal Restructuring and which are intended to form part of CLI Group or otherwise hold assets allocated for the CLI Group (the "**Transferred Entities**") will be transferred in stages from the Parent Group to CLI Group (the "**Transfers**").

    Some of the Transferred Entities (the "**Relevant Transferors**") currently hold a number of entities which are intended to remain as part of the Parent Group after the completion of the Scheme as these entities are not relevant to the assets, businesses and/or platforms of CLI Group (the "**Remain Parent Group Entities**"). Accordingly, such Remain Parent Group Entities will be transferred from the Relevant Transferors to the Parent Group (the "**Carve-out Transfers**") prior to the relevant Transfers.

    As the Scheme is subject to and conditional upon, among others, requisite CapitaLand Shareholders' approval ("**CapitaLand Shareholders' Approval**") and court orders (the "**Court Orders**") having been obtained, the Transfers are structured such that the entities which are intended to form part of CLI Group will be transferred from the Parent Group to CLI Group after the receipt of CapitaLand Shareholders' Approval and the Court Orders as there will be greater certainty at that point in time that the Scheme will be completed, save for the exceptions described below.

    The exceptions relate to a few transfers of entities which are established in jurisdictions other than Singapore. Due to the procedural requirements in those jurisdictions, the completion of these transfers will require an extended period of time. As such, these transfers will be effected at an earlier stage prior to the receipt of CapitaLand Shareholders' Approval and the Court Orders.

    The Transfers and Carve-out Transfers will be effected at the NAV of the relevant entity being transferred or the cost of investment in the relevant entity being transferred, or, as the case may be, the NAV of the relevant group of entities being transferred. The consideration for the Transfers and Carve-out Transfers will be settled either through the issuance of new Shares to CapitaLand or in cash (which will be paid at the time of completion of the Transfers and Carve-out Transfers, which will take place by no later than the Record Date).

The aggregate consideration for the Transfers is approximately S$7.9 billion while the aggregate consideration for the Carve-out Transfers is approximately S$306 million;

- Subscription for Shares by CapitaLand: to fund the cash settlement component for the consideration for the applicable Transfers, CapitaLand will subscribe for, and CLI will allot and issue, new Shares for a cash consideration of approximately S$4.9 billion (the "**Subscription**"); and

- Transfer of 388,242,247 CICT Units to CapitaLand: as all the CICT Units held by the CapitaLand Group are currently held through certain of the Transferred Entities, in preparation for the CICT DIS, 388,242,247 CICT Units which are to be distributed to eligible CapitaLand Shareholders pursuant to the CICT DIS will first be transferred from the relevant Transferred Entities to CapitaLand prior to the CICT DIS being effected. This transfer will be effected at the market value of CICT Units at the time of transfer and will be for cash consideration.

The parties have also agreed that the transaction costs relating to the Internal Restructuring and the Scheme shall be borne by the Parent Group and CLI Group in the proportion of 35:65[1] as specified in the implementation agreement entered into between CapitaLand and the Offeror in connection with the Scheme. The basis of allocation of transaction costs was determined taking into consideration the approximate NAV split between CLI and the pro forma Parent Group (excluding CLA) as at 31 December 2020. The Parent Group and CLI Group may reimburse each other so as to achieve the sharing of the transaction cost in the agreed proportion, and such reimbursement may take place subsequent to the completion of the Scheme. In addition, CapitaLand will also reimburse CLI for the amount of remuneration incurred by CLI in connnection with the employment of certain employees up to the Listing Date. In connection with the novation of certain facilities by CapitaLand Treasury Limited (a wholly owned subsidiary of CapitaLand) to CLI Treasury Limited (CLI's treasury vehicle), CLI will reimburse CapitaLand Treasury Limited for the unamortised upfront fees, as well as losses, charges and/or costs incurred by CapitaLand Treasury Limited resulting directly from the novation.

Prior to the Scheme, certain members of the Parent Group had previously transferred qualifying deductions to certain members of the CLI Group under the group relief regime prescribed in Section 37C of the Income Tax Act, Chapter 134 of Singapore, for which the CLI Group members in question are to pay the Parent Group members in question certain amounts of consideration (the "**Subvention Payment**") and vice versa (the transferors of such qualifying deductions, the "**Group Relief Transferors**", and the transferees of such qualifying deductions, the "**Group Relief Transferees**"). As the Inland Revenue Authority of Singapore has yet to finalise the tax assessments of the Group Relief Transferees, the respective Group Relief Transferees have not made the Subvention Payments to the Group Relief Transferors. The relevant parties have also agreed that the Subvention Payment will be made only upon finalisation of the tax assessments of the Group Relief Transferee, which may happen after the completion of the Scheme.

[1] Please refer to Appendix F of this Document for details of the estimated transaction costs relating to the Internal Restructuring and the Scheme.

Save for the allocation of transaction costs which was determined as described above, the terms of the transactions set out in the Restructuring-Related Agreements were negotiated between CLI and CapitaLand on an arm's length basis;

- as at 30 June 2021, the amount of the net outstanding Past Interco Loans (as defined in the section "Interested Person Transactions and Conflicts of Interests – Past Interested Person Transactions – Past intercompany loans from and to the Parent Group") (after taking into account the aggregate consideration payable by the proforma Parent Group (excluding CLA) to the CLI Group for the Carve-out Transfers) was approximately S$3.4 billion. By no later than the Record Date, the Past Interco Loans equivalent to up to S$2,870 million (the "**Relevant Past Interco Loans**") will be settled through the issuance of new Shares to CapitaLand (the "**Issuance**") for the aggregate subscription consideration equivalent to the amount of the Relevant Past Interco Loans. The balance amount of the Past Interco Loans which is not settled through the Issuance will be fully repaid in cash on or before the Listing Date. To the extent not fully repaid in cash, any balance amount remaining outstanding will be governed under the terms of the loan agreement to be entered into between CapitaLand Treasury Limited (as lender) and CLI Treasury Limited (a wholly-owned subsidiary of our Company) (as borrower), as described in the section "Interested Person Transactions and Conflicts of Interests – Present and Ongoing Interested Person Transactions – Intercompany loans from and to the Parent Group". For the avoidance of doubt, as of the Listing Date, no loans extended by the CLI Group to the Parent Group will remain outstanding. The terms of the Issuance were negotiated between CLI and CapitaLand on an arm's length basis. For further details on the Past Interco Loans, please refer to the section "Interested Person Transactions and Conflicts of Interests – Past Interested Person Transactions – Past intercompany loans from and to the Parent Group"; and

- to facilitate the DIS on the basis of one CLI Share for each CapitaLand Share held by the eligible CapitaLand Shareholders as at the Record Date, CLI will undertake a reorganisation of its share capital structure, whether by way of consolidation, subdivision and/or additional issuance of Shares to CapitaLand (which may be way of bonus issue or otherwise) or otherwise, such that our number of Shares will be equal to the number of CapitaLand Shares (excluding treasury shares) as at the Record Date (the "**Change in Capital Structure**").

As at the date of this Document, our issued and paid-up share capital is S$2.00 comprising two Shares. After the Subscription, the Issuance and the Change in Capital Structure, our issued and paid-up ordinary share capital will be approximately S$10,754 million. The number of our Shares will be equivalent to the number of CapitaLand Shares (excluding treasury shares) as at the Record Date. On the basis of CapitaLand's share capital comprising 5,203,195,792 CapitaLand Shares (excluding treasury shares) as at 7 July 2021 and assuming that there is no change to the number of CapitaLand Shares as at the Record Date, we will have 5,203,195,792 Shares immediately prior to the DIS.

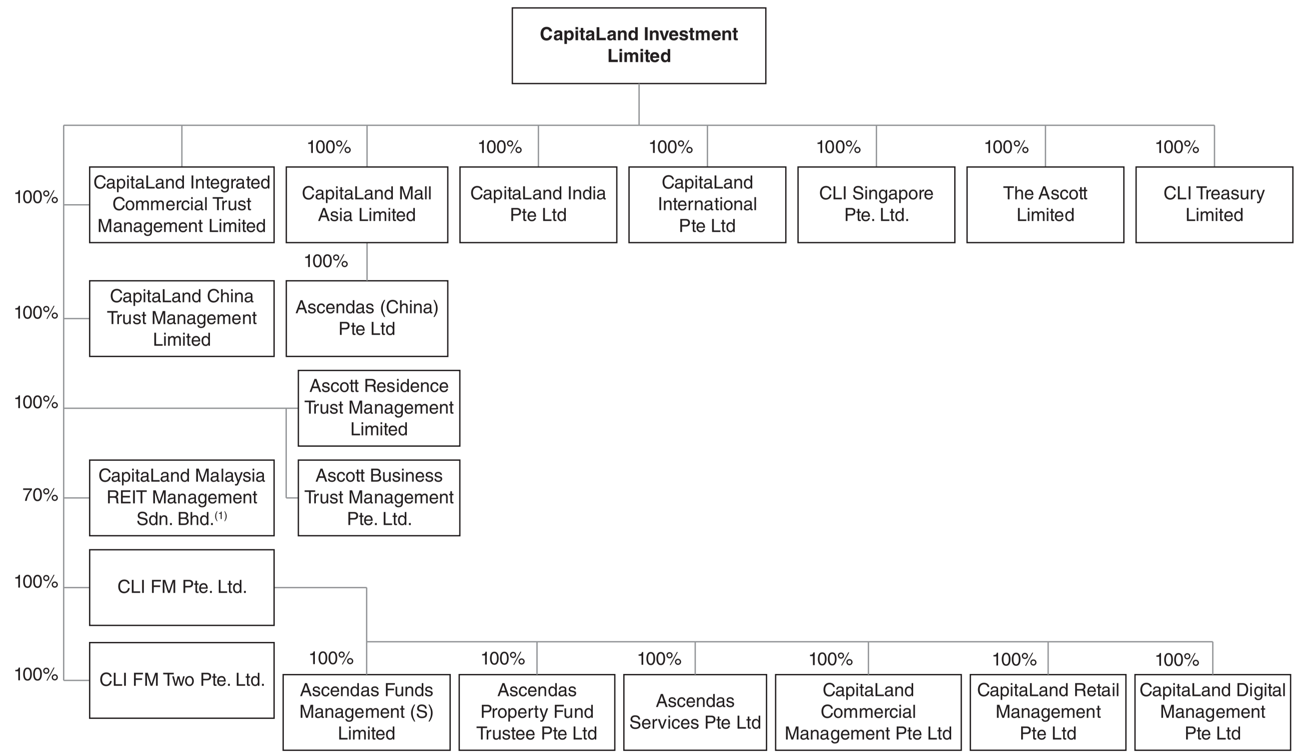
The Internal Restructuring is a pre-requisite to the DIS and, subject to the requisite approvals being obtained, will be completed prior to CapitaLand effecting the DIS pursuant to the Scheme.

In connection with the DIS, an application has been made to the SGX-ST for permission to list on the Main Board of the SGX-ST of all the Shares in issue immediately prior to the Listing Date and the Plan Shares. Such permission will be granted when our Company has been admitted to the Official List of the SGX-ST. Our Company has received a letter of eligibility from the SGX-ST for the listing and quotation on the Main Board of the SGX-ST of all the Shares in issue immediately prior to the Listing Date and the Plan Shares. Our Company's eligibility to list on the Main Board of the SGX-ST and our admission to the Official List of the SGX-ST are not to be taken as an indication of the merits of the Introduction, the Shares (including the Plan Shares), our Company or our Group.

The Introduction is subject to the Scheme becoming effective and binding.

GROUP STRUCTURE

We set out below a diagrammatic representation of the main entities through which we directly or indirectly hold our principal properties and principal investments and through which we carry on our principal business, assuming the Scheme has been completed, as at the Latest Practicable Date. The list of all our subsidiaries, subsidiary entities, associated companies and associated entities, assuming the Scheme has been completed, is set out in Appendix I of this Document.



Note:

(1) The remaining 30% is held by Malaysian Industrial Development Finance Berhad.

Our Subsidiaries, Subsidiary Entities, Associated Companies and Associated Entities

The details of our Company's subsidiaries, subsidiary entities, associated companies and associated entities, assuming the Scheme has been completed, are set out in Appendix I of this Document.

In this regard, the details of the auditors and directors of the principal subsidiaries (as defined in the Listing Manual) of our Company as of the Latest Practicable Date are also set out below.

Principal Subsidiary	Auditors	Directors
CapitaLand Mall Asia Limited	KPMG LLP, Singapore	Lim Cho Pin Andrew Geoffrey, Tan Seng Chai and Jason Leow Juan Thong
CMA China III Pte. Ltd.	KPMG LLP, Singapore	Puah Tze Shyang, Ang Yew Leng and Ong Hui Bin, Jess
Gold Achiever Limited	Audit is not required	Ong Hui Bin, Jess and Ang Yew Leng
Radiant II Pte. Ltd.	KPMG LLP, Singapore	Ong Hui Bin, Jess and Qiao Ping
CapitaMalls Wuhan Gutian Commercial Property Co., Ltd.	KPMG Huazhen LLP	Cheng Yuan, Wang Chen and Zhou Jia Bin
The Ascott Limited	KPMG LLP, Singapore	Lee Chee Koon, Goh Soon Keat Kevin, Lim Cho Pin Andrew Geoffrey, Tan Seng Chai, Yap Neng Tong and He Jihong
The Ascott Holdings Limited	KPMG LLP, Singapore	Goh Soon Keat Kevin, Mak Hoe Kit and Yeong Lai Meng
Ascott International Management (2001) Pte Ltd	KPMG LLP, Singapore	Goh Soon Keat Kevin, Mak Hoe Kit and Yeong Lai Meng
Ascott International Management (Australia) Pty Ltd	KPMG Australia	Kenneth John Rogers and Thomas Yap Lian Chong
The Ascott International Investments Pte Ltd	KPMG LLP, Singapore	Mak Hoe Kit, Leong Teng Wui and Jordan Aw Yong Kwok Kong
Ascott Hospitality (Europe) N.V.	Audit is not required	Director A: Lee Ngok Wai, Mathijs William Pieter van Dalsen Director B: JTC Institutional Services Netherlands B.V.

Principal Subsidiary	Auditors	Directors
Southernwood Holding Pte. Ltd.	KPMG LLP, Singapore	Tan Yew Chin, Chew Peet Mun Hillary and Ho Swee Wan
Southernwood Property Pte. Ltd.	KPMG LLP, Singapore	Tan Yew Chin, Ho Swee Wan, Phua Min Tze, Chew Peet Mun Hillary, Aw Tui Heng, Nishikiori Koji and Betsuno Kazuhiro
CapitaLand Retail Singapore Investments Pte. Ltd.	KPMG LLP, Singapore	Chong Thoong Shin, Tng Wei Chien and Tang Gan Yuen
CLI FM Pte. Ltd.	KPMG LLP, Singapore	Yap Neng Tong and Khiatani Manohar Ramesh
CapitaLand International Pte. Ltd.	KPMG LLP, Singapore	Lee Chee Koon, Yong Choon Miao, Gerald, Lim Cho Pin Andrew Geoffrey, Jason Leow Juan Thong and Yap Neng Tong
Ascendas Land International (Investments) Pte. Ltd.	KPMG LLP, Singapore	Tan Yew Chin, Chew Peet Mun Hillary and Ho Swee Wan

Share Capital of Our Subsidiaries and Subsidiary Entities

Except as disclosed in Appendix J of this Document, there was no change in the issued and paid-up share capital of our subsidiaries and subsidiary entities, assuming the Scheme has been completed, for the period of three years preceding the Latest Practicable Date.

Our History

Our Group is the investment management arm of the CapitaLand Group prior to the completion of the Scheme.

More than two decades ago, CapitaLand started its real estate financial business via the establishment of a US$193 million real estate fund with ING Real Estate. It held a 20% stake in the fund. In 2002, it established CMT (currently known as CICT), the first REIT in Singapore. CapitaLand was one of the pioneers for the S-REIT market in the early 2000s with S$3.1 billion of assets under management in 2003, during which it positioned itself as a leading provider of boutique financial services for real estate-related investments in Asia. Our immediate focus then was to broaden our customer and investor relationships, and penetrate new markets, leveraging CapitaLand's overseas offices, extensive global network, and comprehensive real estate expertise. We offered investment opportunities, local intelligence and operational capabilities, wherever needed.

Our ability to combine financial skills with real estate domain knowledge and expertise distinguished our Group from other players then. We were able to unlock and enhance the potential value of real estate assets for property owners and investors. We successfully conceptualised, structured, launched and completed a number of real estate financial products and services that were specially tailored to meet market demands.

In 2019, we further transformed and strengthened our investment management platform by acquiring the portfolio of ASB group to create Asia's largest real estate investment manager, and one of Asia's largest diversified real estate group. The total RE AUM of ASB then amounted to S$24.4 billion.

Upon our listing on the SGX-ST, our Group will become a leading listed global real estate investment manager with a strong Asia foothold and *pro forma* total RE AUM of S$115 billion as of 31 December 2020, held through both our managed Listed Funds and Unlisted Funds across the Asia-Pacific region, Europe and USA in diversified asset classes, namely, integrated developments, retail, office, lodging (including multifamily) and new economy sectors such as business parks, industrial, logistics and data centres.

Set out below are the major milestones for our investment management and lodging businesses in CapitaLand's history:

1998: CapitaLand set up I.P. Property Fund Asia, its first real estate fund with co-sponsor ING Real Estate.

2001: CapitaLand set up Eureka Office Fund, the first Singapore dollar-denominated wholesale property fund, with German ERGO Insurance Group.

2002: CapitaLand listed CICT (formerly known as CMT), the first REIT in Asia ex-Japan, with an initial portfolio of S$0.9 billion and which was five times subscribed at listing. As at 31 December 2020, CICT has grown to become the Singapore proxy REIT for commercial real estate with a portfolio size of S$22.3 billion.

2003: Our Company (formerly known as CapitaLand Financial Limited and CapitaLand Investment Management Limited) was incorporated to develop real estate investments into financial products for the capital market. Ascott acquired 50% of Citadines, a pan-European serviced residence chain, enhancing its access to the serviced residence market in Europe. Subsequently, Ascott acquired the remaining 50% of Citadines in 2004.

2004: CapitaLand launched CCT, Singapore's first commercial REIT. CCT has since merged with CMT in 2020 to form Singapore's largest commercial REIT, CICT.

2005: CapitaLand set up ARC-CapitaLand Residences Japan, its first Shari'ah compliant property joint venture to invest in Japanese rental apartments, then capitalising on the rental housing market in Japan.

2006: CapitaLand debuted Ascott Residence Trust, the world's first pan-Asian serviced residence REIT, through its lodging arm – Ascott. Currently known as ART, it has since grown to become the largest hospitality trust in Asia-Pacific with an asset value of S$7.2 billion as at 31 December 2020 and its international portfolio comprised 86 properties with more than 16,000 units in 38 cities across 15 countries in Asia-Pacific, Europe and USA. In the same year, CapitaLand also launched CLCT (formerly known as CapitaLand Retail China Trust), Singapore's first pure-play PRC shopping mall REIT at the point of its launch.

2007: CapitaLand launched the US$500 million Ascott China Fund, the first private equity fund dedicated to investing in serviced residences across China, through its lodging arm – Ascott.

2008: CapitaLand raised its first integrated development private equity fund in China, Raffles City China Fund, and together with CITIC Trust, established a RMB500 million CITIC CapitaLand Business Park Fund, the first RMB-denominated real estate private equity fund in PRC.

2010: CapitaLand listed CMMT on Bursa Malaysia. CapitaLand also closed Raffles City Changning Joint Venture ("**RCCN**") with a fund size of S$1.03 billion, focused on prime integrated commercial properties and Raffles City developments. In the same year, Vietnam Joint Venture Fund ("**VJVF**") achieved fund close with US$200 million in committed capital. Focused on residential developments, VJVF was the first Vietnam-focused private fund managed by CapitaLand.

2011: CapitaLand Mall Asia converted CapitaRetail China Development Fund ("**CRCDF**") into an income fund, renaming it to CapitaMalls China Income Fund (now known as CapitaLand Mall China Income Fund I) ("**CMCIF I**"). The fund was also upsized by 50% to US$900 million at the same time. CRCDF was first launched in 2006, and primarily invested in retail mall developments across PRC.

2012: CapitaLand Mall Asia established CapitaMalls China Development Fund III (now known as CapitaLand Mall China Development Fund III) ("**CMCDF III**") with a fund size of US$1.0 billion, then its largest private equity fund and its fourth in PRC. In the same year, CapitaLand was also recognised as a global sustainability leader by Dow Jones World Sustainability Index 2011/2012 and an Asian Sector Leader in the Global Real Estate Sustainability Benchmark (GRESB) Report 2012. The achievements attest to our Group's efforts in integrating sustainability into corporate strategies.

2014: Ascott entered into a strategic partnership with Quest Apartment Hotels ("**Quest**") in Australia to invest up to A$500 million to acquire new properties in Australia over the next five years. Ascott also signed an agreement to acquire a 20% stake in Quest.

2015: Ascott expanded its footprint to USA through its maiden acquisition of a prime property in Times Square, New York via ART. In the same year, Ascott entered into a joint venture with Qatar Investment Authority to set up ASRGF, a US$600 million global serviced residence fund, with an initial focus on the Asia-Pacific and Europe regions.

2016: CapitaLand established the US$1.5 billion Raffles City China Investment Partners III ("**RCCIP III**"), which was mandated to invest in prime integrated developments in PRC's gateway cities.

2017: Ascott acquired an additional 60% stake in Quest for A$180.0 million and an 80% stake in Synergy Global Housing, a leading accommodation provider in USA, for US$33.7 million.

2018: Ascott announced a target to double our global portfolio to 160,000 units by 2023. In September 2018, CapitaLand marked its first foray into USA's multifamily sector through the acquisition of a portfolio of 16 multifamily properties for US$835 million. In the same year, CCT made its first foray into Europe with the acquisition of a freehold Grade A commercial property.

2019: CapitaLand acquired the portfolio of ASB group in a transaction valued at S$11 billion to create one of Asia's largest diversified real estate group, adding significant strength to CapitaLand's investment management business as well as allowing it to pivot towards more new economy sector exposure.

Post transaction, CapitaLand also brought A-REIT, AIT and AHT onto its Listed Funds platform. A total of seven Unlisted Funds was also added to the CapitaLand funds platform – ACBPF 4, AIGP, AILP, AKOPREIT 1, AKOPREIT 2, AKOPREIT 3 and AKOPREIT 5. The acquisition also added to CapitaLand's business multiple capital partnerships which include collaborations with third party partners to co-develop and jointly manage projects. The total RE AUM of the investment management platform of ASB then amounted to S$24.4 billion.

In the same year after the acquisition, Ascott Residence Trust merged with AHT to form ART, creating the largest hospitality trust in Asia-Pacific with an asset value of S$7.2 billion as at 31 December 2020.

In the area of Unlisted Funds, CapitaLand incepted CAP I, its maiden discretionary real estate equity fund to invest in value-add and transitional office buildings in Asia's key gateway cities.

2020: CMT merged with CCT form CICT, Singapore's largest proxy for commercial real estate. As at 31 December 2020, its market capitalisation was S$14 billion, the biggest S-REIT by market capitalisation. In the same year, CLCT expanded its investment strategy to position itself for further growth as it became the dedicated Singapore-listed REIT for the CapitaLand Group's non-lodging PRC business, with acquisition pipeline access to CapitaLand China's assets to allow CLCT to seize new opportunities in the growing PRC real estate market.

An overview of our business and our competitive strengths are set out in "Summary" section.

Our Business Portfolio and Operations

Upon our listing on the SGX-ST, our Group will become a leading listed global real estate investment manager with a strong Asia foothold. Our business model comprises two key segments, namely, fee income-related business and real estate investments, as further described below.

(a) Fee income-related business

- Investment and asset management of Listed Funds;
- Investment and asset management of Unlisted Funds;
- Lodging management for both owned and third-party owners of lodging assets, predominantly for serviced residence; and
- Property management across different asset classes; and

(b) Real estate investments

- Stakes in the Listed Funds;
- Stakes in the Unlisted Funds; and
- Property investments.

Investment Management

We derive our fee income primarily from managing the underlying assets and/or capital of our capital partners via the Listed Funds and Unlisted Funds that they invest in. Our investment management platform comprises full stack investment and operating capabilities, allowing us to manage and offer our investors investment opportunities across our investment management platforms, strategies across the risk spectrum from core to opportunistic, as well as a broad range of sectors from commercial/integrated to new economy, lodging to alternatives. Our wide variety of mandates and product offerings provide a comprehensive suite of options for our diverse group of investors, which include global institutions such as pension funds and sovereign wealth funds, allowing them to invest in vehicles that suit their investment appetite and risk thresholds.

The Listed Funds

As at 7 July 2021, our Group manages six Listed Funds, namely, CICT, A-REIT, ART, CLCT, AIT and CMMT. The total FUM for the Listed Funds is approximately S$52 billion as of 31 December 2020.

Listed Fund	Our Group's Stake	Market Capitalisation (S$)[2]	Relevant Exchange
CICT	22.9%[1]	13.8 billion	SGX-ST
A-REIT	18.0%	12.5 billion	SGX-ST
ART	40.7%	3.3 billion	SGX-ST
CLCT	22.2%[4]	2.1 billion	SGX-ST
AIT	21.6%	1.7 billion	SGX-ST
CMMT	38.1%	0.4 billion[3]	Bursa Malaysia
Total		**33.8 billion**	**–**

Notes:

(1) *Pro forma* stake in CICT to be held by our Group upon completion of the Scheme, following the distribution *in specie* of 388,242,247 CICT Units by CapitaLand under the Scheme.

(2) Market capitalisation as at 7 July 2021.

(3) Based on SGD/MYR = 3.0852.

(4) Excludes stake held under CICT.

Our Group's interest in the six Listed Funds is valued at S$7.7 billion[1] as at 7 July 2021. These long-term stakes align our interests with the investors in our Listed Funds and Unlisted Funds, and at the same time providing our Group with a stable and high quality recurring income base, which is further elaborated on under the section "Summary – Competitive Strengths".

CICT

CICT is the first and largest real estate investment trust listed on the SGX-ST with a market capitalisation of S$14.0 billion as at 31 December 2020. It made its debut on the SGX-ST as CMT in July 2002 and was renamed CICT in November 2020 following the merger with CCT. CICT owns and invests in quality income-producing assets primarily used for commercial (including retail and/or office) purpose, located predominantly in Singapore. As the largest proxy for Singapore commercial real estate, CICT's portfolio comprises 22 properties in Singapore and two in Frankfurt, Germany, valued at S$22.3 billion as at 31 December 2020. CICT is managed by CapitaLand Integrated Commercial Trust Management Limited, a wholly owned subsidiary of our Company.

A-REIT

A-REIT is Singapore's first and largest listed business space and industrial real estate investment trust. As one of Singapore's REIT pioneers, A-REIT has played a crucial role in the development of the S-REIT sector. It provides an attractive platform for investment in business and industrial properties across developed markets. A-REIT owns and manages a well-diversified portfolio, valued at S$13.7 billion as at 31 December 2020, comprising 200 properties in Singapore, Australia, the United Kingdom and USA[2]. A-REIT is managed by Ascendas Funds Management (S) Limited, a wholly owned subsidiary of our Company.

ART

ART is the largest hospitality trust in Asia-Pacific with an asset value of S$7.2 billion as at 31 December 2020. Listed on the SGX-ST since March 2006, ART's objective is to invest primarily in income-producing real estate and real estate-related assets which are used or predominantly used as serviced residences, hotels, rental housing properties, student accommodation and other hospitality assets in any country in the world. ART is a constituent of the FTSE EPRA Nareit Global Real Estate Index Series (Global Developed Index). ART's international portfolio comprises 86 properties with more than 16,000 units in 38 cities across 15 countries in Asia-Pacific, Europe and USA as at 31 December 2020. ART's properties are mostly operated under the Ascott The Residence, Somerset, Quest and Citadines brands. They are mainly located in key gateway cities such as Barcelona, Berlin, Brussels, Hamburg, Hanoi, Ho Chi Minh City, Jakarta, Kuala Lumpur, London, Manila, Melbourne, Munich, New York, Osaka, Paris, Perth, Seoul, Shanghai, Singapore, Sydney and Tokyo. ART is a stapled group comprising Ascott REIT and Ascott BT. ART is managed by Ascott Residence Trust Management Limited (as manager of Ascott REIT) and Ascott Business Trust Management Pte. Ltd. (as trustee-manager of Ascott BT), both of which are wholly owned subsidiaries of our Company.

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1 Based on closing price as at 7 July 2021 and *pro forma* stake in CICT to be held by our Group upon completion of the Scheme, following the distribution *in specie* of 388,242,247 CICT Units by CapitaLand under the Scheme.

2 Between 31 December 2020 and the Latest Practicable Date, A-REIT has announced significant acquisitions of a portfolio of 11 data centres in Europe and the remaining 75% interest in Galaxis. Assuming the acquisition of Galaxis was completed as of 31 March 2021, A-REIT's investment properties under management stood at S$15.8 billion as at 31 March 2021.

CLCT

CLCT is Singapore's largest PRC-focused real estate investment trust. Following the completion of the transformational acquisition of five business parks, CLCT's enlarged portfolio comprises 13 shopping malls and five business park properties valued at approximately S$4.5 billion as at 31 December 2020. The geographically diversified portfolio has a total GFA of approximately 1.8 million sqm, located across 11 leading PRC cities. CLCT was listed on the SGX-ST in 2006, and established with the objective of investing on a long-term basis in a diversified portfolio of income-producing real estate and real estate-related assets in PRC, Hong Kong and Macau that are used primarily for retail, office and industrial purposes (including business parks, logistics facilities, data centres and integrated developments). CLCT is managed by CapitaLand China Trust Management Limited, a wholly owned subsidiary of our Company.

AIT

AIT is a property trust which owns seven IT parks and one logistics park in India valued at S$2.1 billion as at 31 December 2020[1]. With a portfolio of 13.8 million sqf spread across Bangalore, Chennai, Hyderabad, Pune and Mumbai, AIT is well positioned to capitalise on the growing information technology and logistics industries in India. Its strategy is to generate attractive portfolio returns for unitholders by investing in income-producing real estate used primarily as business space in India. Its properties provide quality and reliable business space to discerning tenants. This differentiation helps to attract and retain prominent tenants that commit to long leases, thereby fostering a stable income profile for the trust. AIT is managed by Ascendas Property Fund Trustee Pte. Ltd., a wholly owned subsidiary of our Company.

CMMT

CMMT, listed on Bursa Malaysia in 2010, is a shopping mall-focused real estate investment trust in Malaysia with an income-producing and geographically diversified portfolio of five shopping malls and a complementary office block as at 31 December 2020. With a market capitalisation of approximately MYR1.3 billion as at 31 December 2020, the total asset value of CMMT was about MYR4.0 billion. CMMT invests, on a long-term basis, in income-producing real estate which is primarily used for retail purposes in Malaysia. In May 2021, an announcement was made in relation to the proposed expansion of CMMT's investment objective and policy to include investments in other asset classes, namely, commercial, office and industrial. This proposal has been approved by CMMT's unitholders and is in the process of being formalised. Ancillary to the above, CMMT is also proposed to be renamed to CapitaLand Malaysia Trust. CMMT is managed by CapitaLand Malaysia REIT Management Sdn. Bhd. (a joint venture between our Company and Malaysian Industrial Development Finance Berhad).

[1] In July 2021, AIT announced that it will invest an estimated S$216.6 million to develop and operate phase one of its first data centre campus on a prime site in India. The investment offers AIT the opportunity to diversify into the attractive and highly scalable new economy asset class.

Investment Management of the Listed Funds

The key objectives of the managers of our Listed Funds ("**Listed Funds Managers**") are to deliver sustainable distributions to and drive value creation for unitholders who participate in our managed Listed Funds, via multi-pronged strategies including:

- Disciplined investment –

  Through undertaking disciplined investment approach, balancing risk and return profiles of each acquisition. The relevant Listed Fund Manager also aims to invest through the property market cycle and across geographies to seek value-opportunities for its unitholders in the relevant Listed Fund.

- Proactive portfolio management –

  Through driving organic growth potential and returns for each asset in the portfolio under the relevant Listed Fund. Each Listed Fund Manager would work closely with the property managers and various stakeholders to carry out value-enhancing initiatives, including driving occupancy and rent, leveraging our Group's digital platform to enhance analytics capabilities to allow better understanding of tenants and their customers, thereby providing value-adding services to our stakeholders and creating tenants' stickiness to the properties.

  Through selective portfolio reconstitution either via recycling of certain assets that may have reached their optimal life cycle and redeploying the proceeds into higher-yielding/value acquisitions or via repositioning or repurposing of certain assets to adapt to changing market needs or dynamics.

- Prudent cost and capital management –

  Through optimising each Listed Fund's capital structure and tapping on a wide range of financing options, leveraging CLI Group's and CapitaLand's wider reach in the capital market.

Our management fees for Listed Funds payable to the relevant Listed Fund Manager typically include:

(i) Recurrent base component of management fees, which are based on a percentage of deposited property of the relevant Listed Funds;

(ii) Recurrent performance component of management fees, which are based on a percentage of certain income measures of the relevant Listed Funds, including net property income or gross profit or DPU growth;

(iii) Acquisition fee per transaction for the acquisition of properties or investments, based on a percentage of purchase price or enterprise value, as applicable; and

(iv) Divestment fee per transaction for the disposal of properties or investments, based on a percentage of sale price or enterprise value, as applicable.

The Unlisted Funds

We manage over 20 Unlisted Funds, of total FUM amounting to approximately S$26 billion as of 31 December 2020. The details of the Unlisted Funds managed by our Group are outlined in the table below.

Name of Fund	Investment Type	Asset Class	Our Group's Stake as of 31 December 2020	FUM as of 31 December 2020 (S$' billion)
PRC				**21.2**
RCCIV[1]	Core/Core Plus	Mixed use	55.0%	5.8
CMCIF I	Value add	Retail	45.0%	1.8
CMCIF II	Value add	Retail	30.0%	1.3
CMCIF III	Value add	Retail	45.0%	2.0
ACBPF 4[2]	Value add	Business park & industrial	–	0.7
ACCF 3	Value add	Office	55.0%	0.9
RCCIP III	Opportunistic	Mixed use	41.7%	2.9
RCCN[3]	Opportunistic	Mixed use	45.0%	2.7
CMCDF III	Opportunistic	Retail	50.0%	2.2
CTDF I[4]	Opportunistic	Township	–	0.6
CTDF II[5]	Opportunistic	Township	–	0.2
CREDO I China[6]	Alternative (Debt)	Debt	10.1%	n.m.
South Korea				**0.8**
AKOPREIT 1	Value add	Office	5.9%	0.2
AKOPREIT 3	Value add	Office	39.5%	0.3
AKOPREIT 5	Value add	Office	–	0.2
AKOPREIT 4[7]	Opportunistic	Office	–	0.1
KDCF I[8]	Opportunistic	Data centre	–	n.m.
Vietnam				**0.8**
CVCVF[9]	Opportunistic	Office	–	0.7
VJVF[10]	Opportunistic	Residential	–	0.1
India				**0.7**
AIGP	Opportunistic	Business space	30.0%	0.4
AILP	Opportunistic	Logistics and industrial	51.0%	0.3
CMIDF[11]	Opportunistic	Retail	–	n.m.
Other Asia-Pacific				**1.8**
CAP I	Value add	Office	51.1%	1.6
Athena LP	Value add/ opportunistic	Office	23.6%	0.2
Global				**0.6**
ASRGF	Value add	SR and rental housing	50.0%	0.6
Total				**25.8**

Notes:

(1) Upon the completion of the RCCIV/Senning Transactions, our Group's stake in RCCIV will increase to 100% while the effective stake in the underlying properties will be in the range of 12.6% to 30%.

(2) The Parent Group held a 23.0% stake as of 31 December 2020. ACBPF 4 will be wound up after all proceeds from the sale of Ascendas Innovation Tower, Xi'an, Ascendas Innovation Hub, Xi'an and Ascendas Xinsu Portfolio, Suzhou have been distributed to investors.

(3) Upon the completion of the RCCIV/Senning Transactions, our Group's stake in RCCN will increase to 100% while the effective stake in the underlying property will be 25.0%.

(4) The Parent Group held a 60.0% stake as of 31 December 2020.

(5) The Parent Group held a 80.0% stake as of 31 December 2020.

(6) As at the Latest Practicable Date, the stakeholders of CREDO I China are in amicable discussions to review options for this fund and nothing definitive has been agreed upon.

(7) The Parent Group held a 98.8% stake as of 31 December 2020. Such stake in AKOPREIT 4 was fully divested in January 2021.

(8) In May 2021, a second data centre fund, Korea Data Centre Fund II ("**KDCF II**"), was launched with 100% third party capital.

(9) The Parent Group held a 50.0% stake as of 31 December 2020.

(10) The Parent Group held 50.0% stake as of 31 December 2020. The third party stake in VJVF was subsequently fully acquired by the Parent Group on 26 March 2021.

(11) The Parent Group held a 45.5% stake as of 31 December 2020.

PRC-focused Unlisted Funds

- Raffles City China Income Ventures Limited (RCCIV) and Raffles City China Investment Partners III (RCCIP III)
  - Set up in 2018, RCCIV is a US$1.2 billion fund which invests in five integrated developments in PRC – namely, Raffles City Shanghai, Raffles City Beijing, Raffles City Chengdu, Raffles City Ningbo and Raffles City Hangzhou.
  - Set up in 2016, RCCIP III is CapitaLand's third integrated development private investment vehicle in PRC with a fund size of US$1.5 billion. The fund has invested in Raffles City Shenzhen and Raffles City The Bund.
- CapitaLand Mall China Income Fund I, II, III
  - All three funds are invested primarily in income-producing retail properties across PRC.
- CapitaLand Mall China Development Fund III (CMCDF III)
  - In 2012, CapitaLand Mall Asia successfully established CMCDF III with a fund size of US$1.0 billion to invest in the development of shopping malls and properties predominantly used for retail purposes in PRC.

Ascendas India Logistics Programme (AILP)

Set up in 2018 with Temasek as its principal investor, the AILP aims to invest in projects in key warehousing and manufacturing hubs in Mumbai, National Capital Region, Pune, Chennai, Bangalore, and Ahmedabad, among others. The programme targets to develop a portfolio of 13 to 15 million sqf of space.

Korea Data Centre Fund I (KDCF I)

Set up in 2020, KDCF I is CapitaLand's first data centre private fund with 100% third-party capital. KDCF I will invest in an off-market data centre development project in South Korea, near Seoul's key business districts and adjacent to SangAm Digital Media City. CapitaLand originated and structured the investment for the fund investors and will lead the planning and development of the data centre as well as earn fee income as a fund and asset manager. Subsequently in May 2021, CapitaLand leveraged on its fund management capabilities and launched its second data centre fund in South Korea with 100% third party capital. Similar to KDCF I, CLI will also earn fee income as the fund and asset manager of KDCF II.

CapitaLand Asia Partners I (CAP I)

Set up in 2019, CAP I is CapitaLand's maiden discretionary private equity fund that allows CapitaLand to make full investment and asset management decisions on behalf of the fund's limited partners. The fund's mandate is to invest in value-add and transitional office buildings in Asia's key gateway cities, specifically Singapore, Shanghai, Beijing, Guangzhou, Shenzhen, Tokyo and Osaka. The fund is currently fully invested in three office buildings, comprising two in Shanghai (namely, Innov Center and Pufa Tower), and one in Singapore (namely, 20 Cecil Street).

Investment Management of the Unlisted Funds

Our Unlisted Funds are structured taking into consideration a wide variety of factors, including but not limited to asset geography, return strategy, asset class, our capital partners, and tax and exit considerations.

The assets held under CLI Group's Unlisted Funds are typically operated by CLI Group's in-house property managers, where feasible. Consistent with our strategy to capitalise on the benefits of the ecosystem with the Parent Group, if there are value-add or development opportunities within these Unlisted Funds, they may engage the Parent Group's development arm. Any such decision to engage the Parent Group's development arm to provide project management services would depend on the Unlisted Funds' own evaluation of their commercial needs and requirements under their own mandates. This allows assets held by our Unlisted Funds to enjoy economies of scale as a result of the CapitaLand Group's (including CLI Group's) significant network and outreach, while tapping on the core competencies and expertise of the Parent Group. An Unlisted Fund is not obliged to engage the Parent Group's development arm to fulfil its project management needs. Any such decision by an Unlisted Fund to engage the Parent Group's development arm to provide project management services will not be pursuant to the Development ROFR (as defined in the section "Interested Person Transactions and Conflicts of Interests – Conflicts of Interests"), and would depend on the Unlisted Fund's own evaluation of its commercial needs and requirements under its mandate. For the avoidance of doubt, the Development ROFR is intended to apply to development-related investment opportunities rather than project management services. Accordingly, the engagement by an Unlisted Fund of the Parent Group's development arm to provide project management services would not fall within the scope and application of the Development ROFR.

The managers of our Unlisted Funds are responsible for the management and operation of the Unlisted Funds, which include but is not limited to:

- Establish and implement the relevant Unlisted Fund's investment objectives and strategies, portfolio diversification and risk profile;
- Source for, evaluate, negotiate and execute investment and divestment;
- Source for and negotiate, where applicable, suitable financing, structuring, tax efficiency of the portfolio or asset to achieve the optimal holding structure for the asset or portfolio;
- Monitor the performance of assets under management which includes working with, monitoring and liaising with the relevant property manager(s), project manager(s) and/or other service providers;
- Advise the timing and exit strategy for the investment, including the eventual execution;
- Prepare and submit annual budget; and/or
- Update and make recommendations relating to the return of capital and/or distribution to investors appropriately.

Fee income is derived from our capital partners via the management of the assets through the Unlisted Funds. The management fee derived from Unlisted Funds can include:

- Recurrent base management fee, typically based on a certain percentage of equity commitment, invested capital, net asset value of relevant fund or value of asset under management, amongst other measures;
- Acquisition fee per transaction, typically based on a certain percentage of the purchase price;
- Divestment fee per transaction, typically based on a certain percentage of the disposal price; and/or
- Promote fee in the form of (a) disproportionate sharing of profits above target return of capital partners when pre-agreed target return is exceeded or (b) sharing of capital gain, amongst other measures for outperformance of the manager.

Fund Investment Process

We believe we have a disciplined investment process across our investment management platforms. Each investment vehicle has its own investment policies, mandates and restrictions, where applicable, whether in terms of limitations by geography, asset class, investment size and/or regulatory limits. There are processes and procedures to ensure that the evaluation of the opportunity is consistent with the policies and mandates of each of the investment vehicle. The relevant investment/approving committee would also review the investment opportunities within the applicable framework, taking into consideration a comprehensive assessment outcome of the merits and key risks associated with the investment opportunities.

We have over 260 IAM specialists within our Group as of 7 July 2021 (as if the Scheme had been completed). The investment management teams are responsible for searching for, shortlisting, evaluating, underwriting and executing the investment. The investment management teams are required to submit the investment proposal for the investment opportunity to the relevant investment/approving committee, based on the applicable financial authority approval limits of the relevant investment vehicle and/or our Group. The approving/investment committee generally comprises the senior management members of our Group, and other senior specialist professionals, including in the areas of tax, finance, sustainability, strategy, and risk management, would also participate in the deliberation and assessment of the investment opportunity.

Our specialist professionals, in the areas of tax, finance, asset and portfolio management, would partner with our investment teams in their respective evaluations of an investment opportunity to ensure comprehensive due diligence and review. Further, as part of the CapitaLand's 2030 Sustainability Master Plan to elevate our Group's commitment to global sustainability, it is intended that sustainability considerations be integrated into the real estate life cycle from the earliest stage of our investment process. Our approving/investment committees would include in their deliberation of the investment opportunity considerations around environmental, social and governance, where applicable and to the extent possible. The risk assessment team would also be typically involved in the evaluation of the investment opportunity who would provide a comprehensive review of the risks associated with the opportunity.

Management of Investment Opportunities

We have instituted a process for management of investment opportunities which includes assessing and allocating deal opportunities among existing and future investment vehicles, which are managed by our Group. The allocation process is intended to provide transparency where there are overlapping investment mandates among the investment vehicles.

Investment vehicles within our Group have been designed to have differentiated mandates and strategies so that any conflict of interest is minimised. Differentiation in mandates can be in the form of different sectors, geographies or strategies (core, core-plus, value-add or opportunistic). However, our Group may have access to investment opportunities, that at any particular time and from time to time, fall within investment mandates of one or more investment vehicles.

Other than to assess and approve investment opportunities within our Group, we have established the GIMC (as defined below) which has adopted a process to deliberate and allocate investment opportunities sourced for any investment vehicles that is owned and/or managed and/or advised by our Group, in order to mitigate any conflict of interest among these investment vehicles. The GIMC has adopted a process to guide its decision-making.

*The Group Investment Management Committee ("**GIMC**")*

The GIMC comprises our Group CEO, our Group CFO and other chief executive officers or managing directors of the relevant vehicles and platforms within our Group (or their respective nominees). The GIMC process (as described below) is administered and supported by our Group Strategic Investment department as secretariat (the "**GIMC Secretariat**"). Our Group's General Counsel, through our Group Legal & Secretariat department, provides advisory support to the GIMC in its investment opportunities monitoring and allocation decision-making should the need arise, as well as assist in the periodic review of the process as and when required and from time to time.

The GIMC Process

All investment proposals are subject to the GIMC review and approval process. It typically begins with the deal team submitting the deal proposal in respect of a selected investment opportunity to the GIMC Secretariat following its review and assessment. The GIMC Secretariat will circulate the deal proposal to the GIMC ahead of the GIMC meeting at which the investment opportunity will be tabled for discussion/deliberation.

Where the investment opportunity may fall within the mandate or strategy of more than one investment vehicles, the GIMC will discuss in good faith the allocation of such investment opportunity. In coming to a determination on the allocation of such investment opportunity, the GIMC may consider:

- If such investment opportunity satisfies the investment criteria of the respective investment vehicles;
- If there is any pre-existing obligations and/or pre-emptive rights;
- If such investment opportunity is suitable and appropriate for investment by such investment vehicle, taking into account the following considerations, including but not limited to:
  - Presence of any pre-emptive rights;
  - Nature of investment – property type, investment size, risk profile, location, holding structure, currency risk;
  - Investment returns and investment hurdles of the investment vehicles;
  - Availability of financial resources, where applicable, the certainty of funding, type of funding, the amount of committed capital available for investment, availability of loan financing and the corresponding cost of capital for the different financial resources. In the case of private equity closed-end funds, the amount of committed funds available for investment (in total and within the diversification limits);
  - Timing of transaction, where applicable, the timing constraint of the investment opportunity, if any, and the execution process;
  - Regulatory considerations and restrictions; and
  - Any other specific reasons e.g. prior experience in dealing with the counterparty.

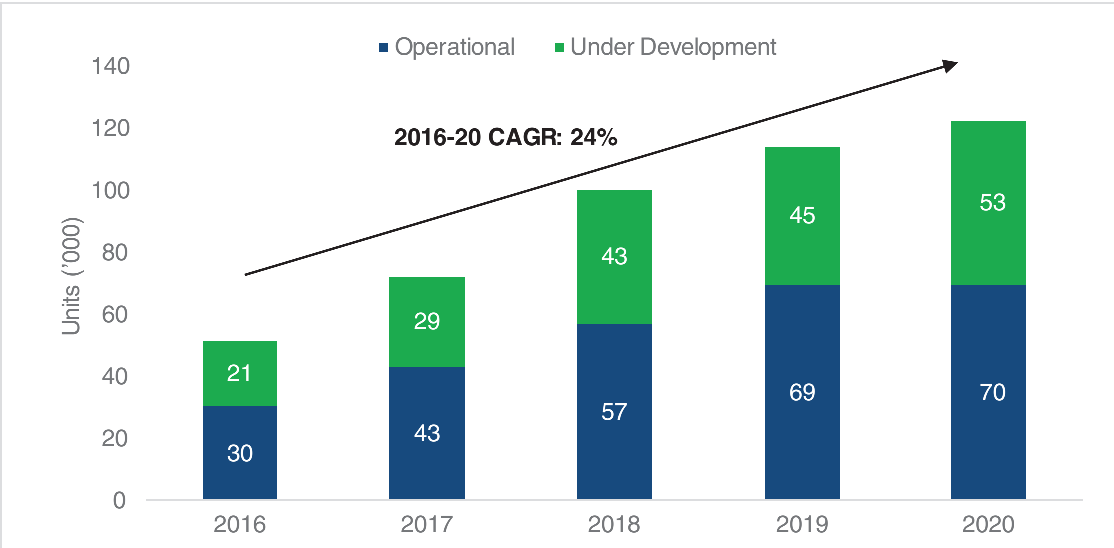
Taking into account the above and other considerations, if an investment opportunity is assessed to be suitable for more than one investment vehicles, such investment opportunity will be further reviewed for determination as to whether it is suitable for joint investment, via co-investment or otherwise, and be allocated to multiple investment vehicles.

The Lodging Operating Platform

Ascott, the lodging platform within our Group, pioneered Asia-Pacific's first international-class serviced residence with the opening of The Ascott Singapore in 1984. It has since grown to be one of the leading international lodging owner-operators. Ascott is a wholly owned subsidiary of our Group. As at the date of this Document, Ascott boasts over 30 years of industry track record and award-winning brands that enjoy recognition worldwide. In 2020, Ascott has won various awards, including Best Serviced Residence Group – Asia Pacific by Travel Weekly Asia 2020 Readers' Choice Awards, and Asia's Leading Serviced Apartment Brand 2020 by World Travel Awards 2020. Ascott's portfolio spans more than 190 cities across over 30 countries in Asia-Pacific, Central Asia, Europe, the Middle East, Africa and USA. Ascott has about 70,000 operating units and close to 53,000 units under development, marking a total of about 123,000 units in over 770 properties. Ascott's serviced residence and hotel brands include Ascott The Residence, The Crest Collection, Somerset, Quest, Citadines, lyf, Préférence, Vertu, Harris, Citadines Connect, Fox, Yello and POP!.

Owing to its unique position as a global leader in the longer-stay and/or corporate segments, Ascott is resilient in the face of global economic weaknesses. The COVID-19 pandemic has also validated the resilience of Ascott's business model as property owners continue to sign new management and franchise contracts with Ascott, allowing Ascott to achieve its fourth consecutive year of record growth in 2020, notwithstanding a year where many markets were plagued by the COVID-19 pandemic.

Lodging units under management



The serviced residence management services generally include, but are not limited to, ensuring the performance, supervision and direction of the operation, management, promotion and marketing and maintenance of the property in an efficient and proper manner. For management contracts, we are entitled to a base management fee typically based on a certain percentage of total revenue (or other equivalent measures) for the serviced residence that we manage. There is also a performance management fee based on a percentage of gross operating profit (or other equivalent measures). While under franchise agreements, we are typically entitled to a franchise fee based on a certain percentage of total revenue (or other equivalent measures).

The Other Operating Platforms

Our Group also owns the operating platforms managing for the commercial (including office and retail), business parks, logistics and industrial properties within the portfolio of CLI Group and CapitaLand. For certain assets, we may also undertake the role of property manager jointly with our joint venture partner. The management of the properties would include marketing, operation management and lease management, amongst others. Our significant number of properties in both Singapore and PRC have placed us in a strategic position to synergise our portfolios and capitalise on our operating capabilities to enhance the value of the real estate invested under the various Listed Funds and Unlisted Funds managed by our Group. We typically receive fees based on gross rental income and/or net property income (or other equivalent measure) of the said property.

Our Property Investments

Our property investments are held with a view to providing potential pipeline investment opportunities for the Listed Funds and Unlisted Funds so as to grow our Group's FUM. Some of these properties may be monetised through sales to third parties as and when opportunities arise in the near term. Approximately S$10.1 billion (based on RE AUM) has been planned for monetisation in the next three to four years. Sale of assets to our Listed Funds or Unlisted Funds would not only convert the assets to become fee-generating (if they are recycled to our managed Listed Funds and Unlisted Funds) assets, the sale proceeds generated from the sale could also be redeployed to other yield accretive acquisitions or for building future pipelines for our Group and our Listed Funds and Unlisted Funds.

Since 2018, the CapitaLand Group has consistently delivered on its key target of at least S$3 billion in annual capital recycling and achieved an annual premium of approximately 11% over the last three years (from FY2018 to FY2020) on average as a group. Our Group would seek to continue such momentum in proactively recycling assets to drive returns, as part of our overall growth strategies.

Details on the principal property investments held by our Group, our joint ventures and our associates as at 31 December 2020 (excluding the properties held through Listed Funds and Unlisted Funds) are set out in "Appendix G – Summary of the Valuation Reports Issued by the Independent Valuers".

Seasonality

We generally do not experience any significant seasonality patterns in the context of our overall operations and business.

Work Place, Environmental, Health and Safety Measures

Our operations are subject to regulatory requirements and potential liabilities arising under applicable environmental, health or safety-related laws and regulations in each of the countries in which we have investments and operations. We believe that we are in compliance in all material respects with applicable environmental regulations in Singapore and the other jurisdictions in which we invest and operate. To date, no material environmental, health or safety-related incident involving us or any of our subsidiaries has occurred. We are not aware of any material environmental, health or safety-related proceedings or investigations in which we might become a party.

Occupational health and safety ("**OHS**") of our employees, tenants, contractors, suppliers and customers is of utmost importance to us. We seek to implement effective OHS management to achieve zero harm.

We focus on building human capital through providing equal opportunities for our employees' continual learning and training to help them develop in their personal and professional capacities. We share the United Nations Global Compact's ("**UNGC**") commitment to deliver lasting benefits to people and communities and are a signatory to the UNGC's principles on Human Rights and Labour. Our Group is committed to the ten principles of UNGC by incorporating it into its business strategies, policies and company cultures. Our Group has in place a Social Charter which upholds and respect these principles to protect individual rights with a zero-tolerance stance towards child/forced labour and unlawful discrimination. Occupational health and safety policies are also maintained to ensure the workplace health and safety of staff, the safety of shoppers, tenants, the public and our supply chain at our properties.

We have in place an Environmental, Health and Safety Management System ("**EHSMS**") to support our commitment to protect the environment and uphold the occupational health and safety of everyone in the workplace. We intend to carry out EHS practices to minimise pollution, as well as health and safety risks, seek continual improvement and development on our EHS performance, comply with pertinent government legislations and other requirements and implement our Sustainable Building Guidelines and OHS programmes.

Please also refer to "– Sustainability" below for details on our Group's sustainability strategy.

Intellectual Property

In connection with our proposed listing on the SGX-ST, our Company entered into a trademark licence agreement with CapitaLand on 17 July 2021 which will become effective on the Listing Date. Pursuant to the trademark licence agreement, CLI is granted the licence to use trademarks relevant to CLI Group's businesses, such as the "CapitaLand", "Raffles City" and "CapitaMall" trademarks, as well as the right to sub-license such trademarks to CLI's subsidiaries, associated companies and managed investment vehicles, for a nominal licence fee of S$1.00. Please see the section "Interested Person Transactions and Conflicts of Interests – Present and Ongoing Interested Person Transactions".

In addition to the above, Ascott owns all the trademarks pertaining to the lodging business including "Ascott", "Somerset", "Citadines", "Quest" and "lyf".

Our corporate identity and branding has been developed and is associated with these marks and in the event that we are unable to adequately protect our intellectual property rights or if we face intellectual property claims that may be costly to resolve, our business, financial condition, results of operations and prospects may be adversely affected. Please see the section "Risk Factors – (a) Risks relating to our Group's Business Generally – Our Group may be unable to adequately protect our intellectual property rights or may face intellectual property claims that may be costly to resolve".

Sales and Marketing

General

To raise our profile among our potential customers, and to increase our network of contacts, we participate in and may sponsor industry seminars and conferences. We may also undertake roadshows to target specific customers for our properties or as investors of our Listed Funds and Unlisted Funds.

Investment Management

Our investment team is responsible for the formulation and planning of fund raising strategies and activities, as well as establishing relationships with real estate owners. We may from time to time collaborate with established partners focusing on sector-specific as well as regional and global funds and targeting local and international investors. The investment management team will also identify areas and markets of interest to investors, suitable assets to seed or for injection into funds. The investment management team will seek to generate increased fee income and carried interest to enhance return on equity for our Group. We may also engage external agents to execute our plans.

Asset Management

Our retail mall properties are actively marketed by the respective property managers to prospective tenants in desired target groups through advertisements in the media, mass-mailing and direct calls to target groups and liaising with property consultants. The consultants and prospective tenants are regularly updated with the list of available retail units for rental. We may also undertake or participate in events or other campaigns to increase shopper traffic to our retail malls, and to raise awareness to shoppers of the tenants and other offerings at our retail malls.

For our office and business space properties, a tenant e-portal has been set up as part of customer relationship management programme to cultivate relationship with our tenants and to keep them updated on space available for their expansion needs, new developments and services. Other marketing activities include organising of tenants' get together and agents' functions to build stronger rapport and to create networking opportunities and referrals.

For our shopping malls, we conceptualise our tenant mix, leasing strategies and asset enhancement initiatives in line with our strategic plan for the positioning of our markets. To keep abreast of market trends, shopping habits and shoppers' desired concepts, we extend our reach to foreign retailers to develop new concepts and create points of difference for our shopping malls. To reward shoppers at our shopping malls, we launched CapitaStar as a pure mall loyalty programme which has since expanded to an omni-channel retail and lifestyle rewards programme for mass consumers. The CapitaStar platform is also a digital enabler to uplift our properties through digital transformation. Under its expanded capabilities, shoppers can dine and shop across our shopping malls online through our e-commerce and food ordering platforms. Another key feature on the CapitaStar platform is digital payments through eCapitaVoucher (digital version of CapitaVoucher).

Lodging

Since the launch of Ascott's loyalty programme, Ascott Star Rewards ("**ASR**") in 2019, Ascott has seen its ASR membership grow. We believe that ASR members continue to find value with Ascott as they contribute a majority of Ascott's direct bookings online and a majority of ASR members are repeat guests. ASR members also spend more with Ascott compared to non-members.

Ascott launched its 'Discover ASR' mobile app in October 2020 to provide ASR members with greater conveniences, flexibility and contactless services. Through the 'Discover ASR' mobile app, guests can manage their membership and redeem their ASR points, perform self-check-in and check-out, and make digital payments. ASR members can also search for special deals and book their stay at the relevant participating properties in various countries and cities through the 'Discover ASR' mobile app. The 'Discover ASR' mobile app is also fully integrated with Ascott's backend workflow system, which allows staff to attend to guests' requests.

Major Suppliers

Due to the nature of our operations, we do not have suppliers accounting for 5% or more of our purchases in FY2019, FY2020 and 1Q2021.

Major Customers

Our customers are principally our Listed Funds and Unlisted Funds from which we receive fee-based income. We also derive revenue from tenants for commercial properties and guests for serviced apartments.

The following customers accounted for 5% or more of our total revenue in FY2019, FY2020 and 1Q2021:

	As a percentage of total revenue (%)		
Name of customer	**FY 2019**	**FY 2020**	**1Q2021**
A-REIT	2.9	6.8	7.4
CICT	6.8	7.1	7.7

Credit Terms

Tenants of our shopping malls, office and business park properties in Singapore, PRC and Japan are required to pay their monthly rent and service charge, and in the case of shopping mall, advertisement and promotion contributions (where applicable), in advance on or before the first day of each month. Interest is chargeable on the unpaid amount in accordance to the lease agreement.

Tenant of our business parks and logistics properties in India are required to pay their monthly rent and service charge in advance by the twentieth of every month after our invoicing them at the beginning of the month. Interest is chargeable on the unpaid amount in accordance with the lease agreement.

Customers of our lodging properties are generally given 30 days from the invoice date to make payment, and in the case of multifamily properties in USA, the monthly rent is payable in advance on or before the first day of each month.

In terms of fee revenue, property management fees and fund management fees are typically due within 14 days and 30 days respectively from the invoice dates.

As at 31 December 2020 and 31 March 2021, the amount of trade receivables was not material.

Competition

Investment Management

We face competition both in acquiring assets and investments for our Listed Funds and Unlisted Funds and pursuing investors for the Unlisted Funds we manage or set up. In addition, we may consider potential platform/fund manager acquisitions as an avenue to increase FUM and would likely face competition in seeking such acquisitions as well.

Our fund management business faces competition primarily in acquiring additional suitable properties. We compete with other investment funds, corporate buyers and other parties to acquire yield-accretive assets with stable income profiles. In addition, our Listed Funds and Unlisted Funds compete for tenants with other property owners and operators, many of which own properties similar to those of our Listed Funds and Unlisted Funds.

Our investment management business faces competition in the pursuit of fund investors as well as in seeking investment opportunities. In this regard, we compete with other investment funds, hedge fund sponsors, other financial institutions, corporate buyers and other parties. We may also compete with strategic developers that can develop assets for the development funds.

In relation to acquisitions and investment opportunities for both our Listed Funds and Unlisted Funds, we compete primarily on price, speed of execution, access to market information about suitable investment opportunities and payment terms. We believe that our global presence and network, complemented with local, on-the-ground expertise, gives us a competitive advantage in gaining access to investment opportunities. In the event if there needs to be a tapping of capital market or unitholders' approval required for major transaction, the Listed Funds may then require a longer execution time. In certain instances, Listed Funds may be limited by their trading performance in the ability to offer more competitive pricing as compared to other corporate buyers, private funds and other parties.

In raising capital for Listed Funds and Unlisted Funds, we compete primarily on the basis of the various factors including but not limited to investment performance, profile and track record of investment managers' focus and alignment of interest, access to marquee investment opportunities, quality of service provided to and relationship with investors, access to capital, level of fees and expenses charged for services, brand recognition, transaction execution skills, range of products and services and innovation.

Asset Management

The retail property sector in Singapore is highly competitive. The principal factors on which we compete to attract shoppers and tenants are rental rates, quality and location of properties, accessibility and trade mix within a retail mall.

The commercial property sector in Singapore is also highly competitive. The key competitive factors are rental rates, quality and location of properties, supply of comparable office space and the changing needs of office space users due to corporate restructuring or technological advances.

Lodging

Our lodging management business faces competition in pursuing management contracts from owners of lodging assets, particularly in the longer-stay and corporate segments. Within the serviced residence sector, we compete with other serviced residence operator brands as well as international hotel chains. The principal factors which our lodging management business competes on are brand recognition, global presence and network, level of fees and expenses charged for services, diversity of brands and offerings, range of products and services, and consistency of the high standards of services provided.

Insurance

Our Group is covered by insurance policies arranged with reputable insurance intermediaries which cover risks such as loss of rental, fire, flood, riot, strike, malicious damage, other material damage to property and development sites, business interruption, public liability, artworks, terrorism and active assailant, cyber, directors and officers' liability, crime and professional indemnity. Our Group believes that we have adequate insurance coverage provided by reputable independent insurance companies, with coverage and financial limits that are commercially reasonable and appropriate, based on insurance benchmarking to the real estate industry, for a group of our size and activities in the real estate business. The adequacy of coverage is also reviewed periodically. Notwithstanding our Group's insurance coverage, damage to our facilities, equipment, machinery, buildings or other properties as a result of occurrences such as fire, explosion, power loss, communications failure, intentional unlawful act, human error or natural disaster could nevertheless have a material adverse effect on our Group's financial condition and results of operations to the extent that such occurrences disrupt the normal operation of our Group's businesses.

Corporate Social Responsibility

We are committed to be a good corporate citizen in the communities we operate and recognise that the long-term success of our Group's business is closely intertwined with the health and prosperity of the communities in which we operate.

CapitaLand Hope Foundation (the "**Foundation**"), the philanthropic arm of the CapitaLand Group, was established in 2005 to further CapitaLand's community development commitment. The Foundation is a registered charity in Singapore which promotes the social growth and development of underprivileged children with respect to their education, healthcare and shelter needs. The Foundation also strives to improve the quality of life for the vulnerable elderly through healthcare, deeper social integration and better living conditions.

Going beyond donations associated with charitable giving, our Group also believes that volunteerism is the soul of our Group, gives staff a sense of purpose and can be the multiplier factor for its giving effort. We have adopted a policy of granting employees up to three days of volunteer service leave per calendar year and they are encouraged to volunteer their time and talent for any approved charitable causes with the Foundation or on their own.

Our Company will allocate up to 0.5% of its consolidated net operating profit in each fiscal year as donation to the Foundation. The commitment embodies our mission to care for and contribute to the economic, environmental and social development of communities.

Sustainability

Our Group places sustainability at the core of everything we do. We are committed to growing in a responsible manner, delivering long-term economic value, and contributing to the environmental and social well-being of the communities in which we have a presence. In keeping with this commitment, sustainability-related considerations will be key aspects of our Board's strategy formulation. Since CapitaLand started its sustainability journey in 2000, it has built a firm foundation that has helped make its business resilient to the sustainability and economic challenges faced by the real estate industry. Our Group was part of and will continue that journey after our Listing.

Furthermore, CapitaLand's 2030 Sustainability Master Plan ("**SMP**"), which our Group has adopted as part of our preparation for the Listing, will elevate our Group's commitment to global sustainability. The SMP is a strategic blueprint which outlines our ambitious goals and directs our ESG efforts towards a common purpose. Our Group aims to BUILD a resilient and resource efficient real estate portfolio, ENABLE thriving and future-adaptive communities, and ACCELERATE sustainability innovation and collaboration. It is intended that the SMP be a dynamic blueprint which will be reviewed every two years in line with our Group's business strategy and as technologies evolve and new scientific data become available.

To push the boundaries of transformation, the SMP contains ambitious targets that are aligned with the leading international standards and benchmarks. Among them is to transit to a low-carbon business that is aligned with climate science. Our elevated carbon emissions reduction targets have been approved by the Science Based Targets initiative (an initiative to provide pathways for companies to reduce greenhouse gas emissions) for a 'well-below 2°C' scenario, in line with the goals of the Paris Agreement (an international treaty on climate change). We also prioritised eight[1] of the 17 United Nations Sustainable Development Goals ("**UN SDGs**") that are most aligned with our SMP targets and where our Group can achieve the greatest positive impact.

Our Group aims to entrench our leadership position in sustainable operational excellence, sustainability innovation and technology and sustainable finance. We will continue to increase the quantum of sustainable finance to S$6 billion by 2030, utilising the proceeds and interest rate savings to drive more sustainability initiatives and innovations within our Company.

To effectively quantify the impact of our sustainability efforts, we are developing a new metric, Return on Sustainability ("**ROS**"), in addition to the regular financial return.

We have identified five pathways to achieve our SMP targets, as follows:

1. **Integrate sustainability in our Group's real estate life cycle** from the earliest stage of our investment process, to design, procurement, construction, operations and redevelopment or divestment. Sustainability targets are embedded in policies, processes, best practices, and key performance indicators ("**KPIs**") of the business operations.

2. **Strengthen sustainability innovation and collaboration** by sourcing globally for new ideas and technologies to meet our bold sustainability ambitions and working with like-minded partners to create shared values. To that end, CapitaLand launched the CapitaLand Sustainability X Challenge (or CSXC), the first sustainability-focused innovation challenge by a Singapore real estate company on a global scale. It offers individuals and companies opportunities to testbed and operationalise their sustainability innovations in our Group's properties worldwide.

3. **Leverage sustainability trends and data analytics** to track critical progress in energy, water, waste and carbon emissions. We believe these measurements, along with social indicators, are key to driving performance improvement across our properties.

4. **Monitor and report progress to ensure transparency** on our sustainability progress. We will continue to validate our performance by external assurance and align our Global Sustainability Report to international standards.

5. **Increase engagement and communication** with key stakeholder groups: employees, investors, customers and communities to build awareness and collectively effect transformational change to achieve our 2030 targets.

[1] These relate to UN SDGs 3 (good health and well-being), 7 (affordable and clean energy), 8 (decent work and economic growth), 9 (industry, innovation and infrastructure), 11 (sustainable cities and communities), 12 (responsible consumption and production), 13 (climate action) and 17 (partnerships for the goals).

Our Board will be updated regularly through the Risk Committee and Audit Committee on matters relating to sustainability risks and business malpractice incidents. Our Board will also be updated on the sustainability management performance of our Group, key material issues identified by stakeholders and the planned follow-up measures.

The work is managed by our Group Sustainability Office and various work teams to drive continued progress and improvement in the areas of ESG. The work teams comprise representatives from the relevant business units and corporate functions. Each business unit has its own EHS Committee to drive initiatives in countries where our Group operates with support from various departments.

Our Group also has in place various sustainability management systems, to provide a systematic process to achieve our Group's sustainability goals.

- Sustainable Building Guidelines (or SBG) is an in-house guide developed since 2007 to ensure environmental considerations are factored in at all stages of a project, from feasibility, design, procurement, construction, operation to redevelopment.

- All real estate investments undergo an EHS impact assessment, in addition to the typical financial and physical due diligence process, before being approved by the Group Investment and Management Committee or higher authority. It is to ensure the necessary considerations and capital expenditure are factored in to meet the SMP targets. The ROS is being developed to quantify the risks and rewards.

- The EHSMS is a key tool in managing our Group's EHS footprint across our global and diverse portfolio. Our EHSMS is audited by third-party accredited certification bodies to ISO 14001 and ISO 45001 standards, which are internationally recognised standards for the environmental management of businesses and occupational health and safety management of businesses respectively.

- To facilitate effective implementation of our Group's sustainability management systems, training and awareness programmes are planned and conducted for all staff. To measure its performance, our Group has incorporated KPIs, which are linked to remuneration for its staff including top management.

- We recognise the impact of technology in the workplace and have adopted the 'Building Capabilities Framework' ("**BCF**") implemented by CapitaLand to build a future-ready workforce with the digital mindset, competencies and capabilities to stay competitive in the future real estate landscape. The BCF framework was launched by CapitaLand in Singapore in 2019 and rolled out globally by 2020.

In recognition of CapitaLand Group's sustainability efforts, CapitaLand has received various global recognitions. The notable ones include:

- Global 100 Most Sustainable Corporations for the ninth year;

- The Sustainability Yearbook for the 12th year;

- Dow Jones Sustainability World Index constituent for the ninth year;

- Dow Jones Sustainability Asia-Pacific Index constituent for the 12th year;

- Global Real Estate Sustainability Benchmark 2020: Global & Asia Leader in 'Diversified – Listed' category;
- Carbon Clean 200™ for the third year;
- MSCI Global Sustainability Index 2020:
  - Constituent – MSCI World ESG Leaders Index; and
  - Constituent – MSCI World Social Responsible Investment Index; and
- FTSE4Good Index Series.

Prospects

According to the World Bank, the global economy is expected to expand 4% in 2021, assuming that, among others, a global rollout of the COVID-19 vaccine is successful. The World Bank added that any recovery will likely be subdued, mainly due to varying degrees of controls implemented by countries to tame the COVID-19 pandemic, and the rate at which they are gradually relaxed[1].

Our Group's business and financial trajectory in the second half of 2020 was encouraging, and has thus far continued into 2021, demonstrating our Group's ongoing operating resilience. Our largest markets, Singapore and PRC, have benefited from well-coordinated COVID-19 controls and supportive government stimulus. Barring any major resurgence of the pandemic, our Group expects to deliver an improved operating and financial performance this year.

Our Group will continue to strengthen our position upon our listing on the SGX-ST as a leading listed global real estate investment manager with a strong Asia foothold. We will pursue growth via our two key business segments of fee income-related business and real estate investments, underpinned by focused strategies to (a) continue to extend our dominance in the management of the Listed Funds; (b) diversify and distribute new fund products to grow our Unlisted Funds business; (c) deepen strategic relationships with existing capital partners and expand new capital partnerships across a spectrum of strategies; (d) acquire new capabilities and fee income platforms; and (e) continue to grow our distinctive fee-centric lodging platform by scaling up units under management, as well as expand the product offerings within the lodging sector to augment FUM growth.

We remain committed to the goals set out in CapitaLand's 2030 Sustainability Master Plan – a framework that was rolled out by CapitaLand in 2020 to embed sustainability into every stage of our real estate life cycle. This will be our strategic blueprint to pursue profitable business growth in a responsible manner.

Please also refer to "Appendix N – Industry Overview" for an overview of the industry in which our Group operates.

Strategies and Future Plans

Our business objective is to continue to strengthen our position upon our listing on the SGX-ST as a leading listed global real estate investment manager with a strong Asia foothold by pursuing the following growth strategies.

[1] Source: World Bank, "Global Economic Prospects, January 2021", published in 2021, https://openknowledge.worldbank.org/bitstream/handle/10986/34710/9781464816123.pdf. Washington, DC: World Bank. doi: 10.1596/978-1-4648-1612-3. Licence: Creative Commons Attribution CC BY 3.0 IGO. World Bank has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Collaboration facilitated by the CapitaLand Co-ordinating Committee, leveraging the ecosystem with the Parent Group to harness synergies and strengthen competitive advantage for CLI Group

The ecosystem with the Parent Group will be preserved and sustained for the benefit of CLI Group with synergies across pipeline, corporate services and development capabilities. Being part of this ecosystem will provide CLI Group the opportunity to tap on a key pipeline source of investment opportunities and multi-sector development capabilities to further augment CLI Group's FUM growth, a key distinguishing characteristic amongst real estate investment managers.

A CapitaLand Co-ordinating Committee will be formed comprising CLI's Group CEO as its chairman, the Parent Group's development arm's CEO and selective key senior management from CLI and the Parent Group's development arm. The main function of the CapitaLand Co-ordinating Committee is to coordinate activities between the Parent Group and the CLI Group, with the chief purpose of facilitating planning by each group. The CapitaLand Co-ordinating Committee is an ad-hoc working group rather than a decision-making group, and its meetings (which are expected to take place on a regular basis) will provide a forum for the Parent Group and the CLI Group to discuss matters and share industry information, including through joint consultations with market intelligence experts, to explore opportunities whereby the groups may be able to leverage on their respective and collective core competencies through activities such as asset recycling. The CapitaLand Co-ordinating Committee will also oversee efforts to minimise disruptions to human capital to foster smooth transition and business continuity to the CLI Group from and after the Listing, which includes the transfer of relevant employees from the Parent Group to the CLI Group pursuant to the Internal Restructuring. As it is an ad hoc working group rather than a board committee of either CLI, CapitaLand or any group entity, the decisions of the CapitaLand Co-ordinating Committee will not be binding on either the Parent Group or the CLI Group. Each of the Parent Group and the CLI Group will be governed by their respective boards and each group will ensure that the CapitaLand Co-ordinating Committee adheres to appropriate governance requirements[1].

Continue to extend our dominance in the management of the Listed Funds

We will continue to build on the track record established by our Listed Funds and strengthen their leadership in the S-REIT market as leading S-REITs in their respective sectors. Our Listed Funds Managers remain committed to:

- delivering sustainable returns through disciplined investment while seeking value opportunities;
- building resilience into the portfolio through the value-unlocking of certain assets; and
- recycling of certain assets to deploy the sale proceeds of such assets into acquisitions of assets with a view to long term returns.

[1] This includes putting in place the necessary safeguards with respect to handling and controlling the flow of confidential information. All members of the CapitaLand Co-ordinating Committee will also be made aware of their obligations to comply with all applicable laws and regulations while in possession of unpublished material information.

To support our Listed Funds in their growth and continued leadership

Our Listed Funds have grown strong and dominant in the past through our access to opportunities within Singapore, as well as sponsored assets within the CapitaLand Group. This will continue to be one of the growth pillars for our sponsored and managed REITs. The ecosystem with the Parent Group would continue to support the pipeline and growth of CLI Group's Listed Funds in Singapore – this includes completed asset pipelines from both CLI Group and the Parent Group and collaboration for potential redevelopment with the Parent Group so as to capitalise on the Parent Group's core competencies in Singapore development.

CICT, A-REIT and ART are three of the dominant REITs managed by our Group with a global or developed market mandate (the "**DM REITs**"), while CLCT, AIT and CMMT are the other three specialist REITs each focusing on a specific market. All of them have demonstrated track record in executing value acquisitions outside of Singapore. In particular, the three DM REITs would be able to access the international opportunities outside of Singapore as they continue to diversify their respective portfolios to build resilience and bring sustainable long-term returns to their unitholders.

To value-enhance portfolio through our operating platforms

Our Group is well-entrenched in the Singapore and PRC markets with a diversified portfolio and operating capabilities across different asset classes. Our Listed Funds, with presence in Singapore and PRC, would continue to work closely with the local property managers to carry out value-enhancing initiatives and improve the performance of the properties within their respective portfolios. It is intended that ART continue to enjoy the operating strength of Ascott, which aims to grow its presence and capabilities internationally.

To leverage existing track record in management of our Listed Funds

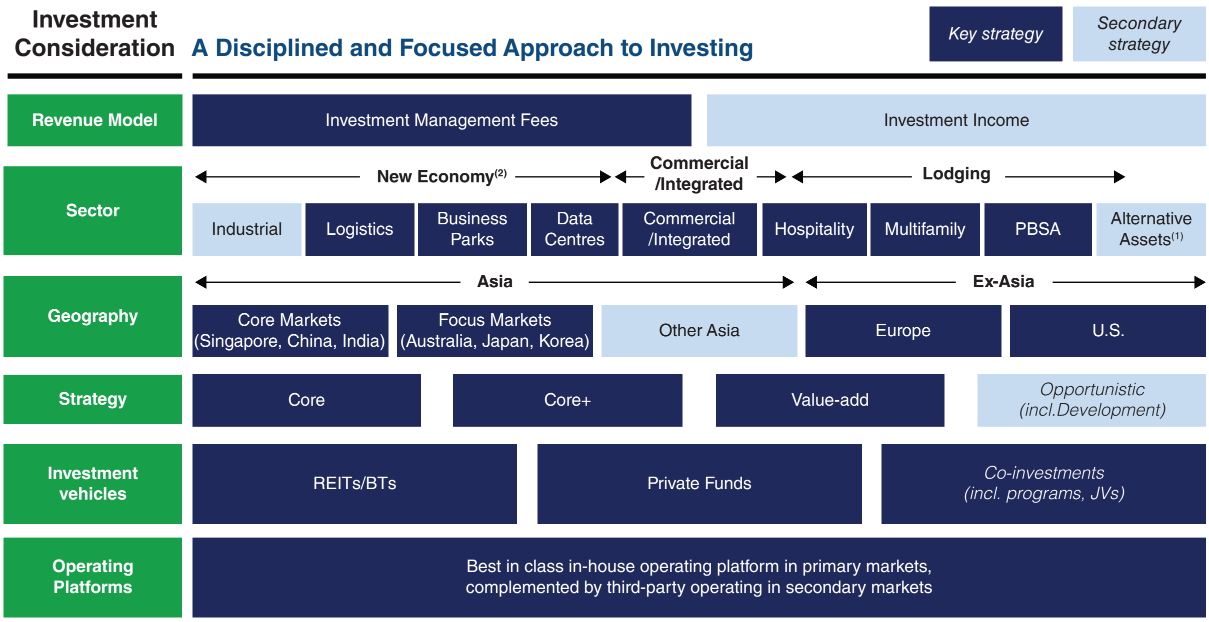
We have strong track record in growing and delivering returns to investors in our Listed Funds in Singapore. With our international network and capabilities in deal sourcing, operating and execution capabilities, as well as strong financial resources, we will leverage our track record and strong sponsorship brand name and may strategically bring to market and investors new public investment vehicles/platforms to support the diversifying market requirements.

Diversify and distribute new fund products to grow our Unlisted Funds business

We intend to continue to scale up our Unlisted Funds business in a meaningful way by expanding into new strategies, products and geographies that build on and are complementary to the core strengths and footprint of our Group. The new Unlisted Funds will contribute to growing our FUM, and in the process, our fee related earnings. In line with our strategy to continue to strengthen our position upon our listing on the SGX-ST as a leading listed global real estate investment manager with a strong Asia foothold, an expanded suite of Unlisted Funds will allow us to participate in investment opportunities globally, capitalise on our execution capabilities and at the same time, offer compelling investment opportunities to both our existing and new investors.

To complement our existing Unlisted Funds products, we intend to explore more varied mandates including commingled funds, managed accounts, potentially incorporating new asset classes and investment structures that will enable us to extend more diversified offerings to our investors in their pursuit of different risk adjusted returns.

CLI's Fund Management Strategy



Notes:

(1) Includes real estate debt and residential focused Unlisted Funds.

(2) Includes digital infrastructure assets.

Whilst our Group already has an extensive presence across geographies, asset classes and investment strategies, we have identified a number of key strategic areas of growth. These include but are not limited to:

Asset Classes

- Leveraging our long experience and strengths in the industrial assets to expand into new economy sub sectors such as dry and cold logistics that include warehouse and distribution centres, data centres and life sciences parks;

- Further leverage our extensive expertise and branding across commercial (comprising retail and office) and integrated development segments to seek investment opportunities in high quality and well-located assets across our core markets and enhancing the connectivity of these assets and offerings with consumers and tenants, through in-house digital platforms;

- Utilising our global expertise in longer-stay lodging sub sector to continue expansion of our existing serviced residence platform and expand into complementary asset classes such as PBSA and multifamily;

- Expanding our product offerings to cover development funds related to new economy assets and our long-standing strengths in core mixed use developments, which will enable CLI Group to tap into the Parent Group's development arm's expertise, track record and access to unique pipeline of opportunities; and

- Expanding into growing alternative asset classes such as real estate private credit, real estate related infrastructure, or asset classes that have strong secular growth potential such as healthcare due to long term structural changes currently underway in economies and demographics.

Examples of pipeline include:

- Recently entered into agreements to acquire hyperscale data centre campus in PRC, comprising fully operational buildings and value add opportunities;

- Multifamily portfolio in USA, where our value add programme has resulted in rental uplifts and approximate payback period of five years for renovated units completed. This demonstrates our track record and success to value add strategy in the sector and is underpinned by an established in-house asset management team built up over the last three years; and

- Logistics development project in Japan, where in 2020 we entered into a joint venture with Mitsui & Co. Real Estate Ltd and where we will continue to expand and scale up by establishing and utilising our strategic partnerships with local players.

Geographies

- PRC focused funds covering the breadth of sectors that leverage our Group's long-standing presence in PRC as a leading diversified, vertically integrated real estate company with excellence in investing, development and operations of real property. In addition to tapping funding from investors outside PRC, our Group's fund managers which are registered as private equity fund managers in PRC are also able to directly tap onshore RMB funding;

- Korea focused funds, building on our onshore existing fund management licence and ability to source unique investment opportunities for investors such as that demonstrated by the successful launch of our first Korean data centre fund in 2020 and following with a second one in 2021;

- Japan, Australia, Vietnam and India focused investment opportunities driven by our long standing onshore presence in these countries with localised teams and experience of managing investments across asset types and business cycles; and

- Developed markets of USA and Europe where we have investment footprints in sectors such as serviced residence and multifamily and where we also see growth opportunities such as healthcare and life sciences.

Investment Strategies

- A focus on expanding our fund offerings across core plus and value add funds, to complement our established family of core focused Listed Funds. Additionally, our development funds will target build to core strategies and will allow investors the opportunity to participate across the life cycle of asset classes.

- Real estate private credit strategies will target a spectrum of capital preservation and return maximisation. Capital preservation strategies include focused mezzanine and senior debt funds that will seek to deliver predictable returns. Return-maximising strategies will include investing in special situations, stressed or distressed credit and target total returns in an opportunistic setting. Our private credit strategies will be closely integrated to and seek to leverage our Group's footprint across geographies and asset classes.

We believe that our extensive network, track record and long standing presence in Singapore, PRC, India and Vietnam, as well as in our other international markets represent a key sustainable competitive advantage. It will allow us to identify valuable, broad based and sustainable pipeline of investment opportunities to grow our Unlisted Funds product suite to meet the diverse needs of investors and thereby supporting our strategic growth objectives.

Deepen strategic relationships with existing capital partners and expand new capital partnerships across a spectrum of strategies

We remain focused on working to deepen our relationships with existing capital partners. We will continue to work closely with them to better understand their preference for different products and mandates, and return expectations, as markets evolve over time.

In addition, new investment opportunities secured would open up opportunities to build new capital partnerships, particularly cross border investors who may have investment mandates for certain markets or sectors but no access to them. These strategic and long term relationships with our capital partners will provide a ready pool of capital as and when investment opportunities are identified. In the longer term, we would also strive to diversify our investor base in tandem with diversifying our products and mandates.

In addition, where we have identified strong capital flows within a market, we may also explore new platforms to tap this new source of capital publicly e.g. RMB funding.

Acquire new capabilities and fee income platforms

We will also actively explore opportunities to acquire established fund management platforms and/or portfolios, which would also add capabilities to the team and build strategic pipelines for our managed Listed Funds and Unlisted Funds. While we can build the capabilities organically, we will also look to strengthen our management team with direct acquisitions of management platforms.

So as to be able to develop new capital partnerships and gain access to even more opportunities, including new asset classes, we may need to acquire further capabilities in certain select markets that we currently may or may not have an existing operating presence. As our Group executes our various growth strategies, we would look to add deepened and/or new capabilities to enhance and extend the capabilities of the current management team. This is with the view to ensuring that growth strategies are correctly executed and our Group will continue to stay competitive.

Our active plans for monetisation of our on-balance sheet assets, once they are recycled to third parties or to our managed Listed Funds, will release more opportunities and debt headroom. These are ready capital available for our Group to undertake strategic acquisitions and position ourselves in an optimal way to support the multiple growth engines within our Group.

Continue to grow our distinctive fee-centric lodging platform via scaling up units under management, and expand the product offerings within the lodging sector to augment FUM growth

We will continue to build up our lodging platform through managing properties for third party owners and/or franchises for selected brands. To date, we have a wide variety of brands which cater to the requirements of third party owners and specific market segments, including the likes of lyf and Citadines. Going forward, we intend to leverage the extensive network and presence we have established in our core markets, as well as work more closely with our business partners, in order to achieve our Group's 2023 target of 160,000 lodging units under management.

In addition, we intend to further augment our lodging platform's FUM growth by broadening our scope within the longer-stay segment. Ascott is a market leader in the longer-stay and/or corporate space, and has the requisite product knowledge to explore adjacent segments such as PBSA and multifamily asset classes.

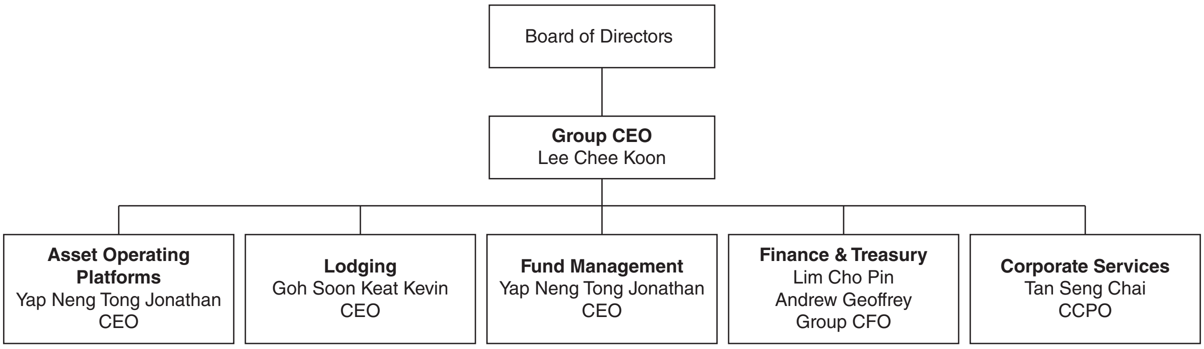
Lodging is a high earning-accretive business model as we scale up management fees contribution and work towards better flow through over time as more properties become operational.

Order Books

Due to the nature of our business, we do not maintain an order book. Please see "Business" of this Document.

Our Management Structure

The following chart shows the management reporting structure of our senior management team:



Supporting our senior management team is our management team and its members include Manohar Khiatani, Senior Executive Director who assists in strategic relations particularly in India as well as customer solutions and innovation. Lynette Leong, Chief Sustainability Officer, is responsible for our Group's sustainability strategy and policies. The private equity fund management team comprises managing directors Caleb Ying Kai-Leh (in private equity funds), Arjun Pandit (in debt funds), Kevin Chee Tien Jin (in open-ended funds), Mak Hoe Kit (in lodging funds), as well as Bernhard Karas (in private capital markets). Investment management deal sourcing and origination are led by Gerald Yong Choon Miao and Puah Tze Shyang as CEO for Investment Management International and PRC, respectively. Janine Gui Siew Kheng heads up strategic investment including mergers and acquisitions, while Kng Hwee Tin is CEO for finance and corporate services for PRC which is our largest core market. The listed fund management businesses are spearheaded by the respective management teams for our Listed Funds. Yap Neng Tong Jonathan also oversees assets operating platforms led by managing director Chris Chong Thoong Shin in Singapore, CEO Charles Chan Wing Ming in PRC, and CEO Vinamra Srivastava in India.

Our Directors

Our Directors are entrusted with the responsibility for our overall management. Generally, our Directors meet on a quarterly basis, or more frequently as required, to review and monitor our operations and performance.

The following table sets forth information regarding our Directors as at the date of this Document:

Name	Age	Address	Position	Date of appointment as director
Ko Kai Kwun Miguel @ Ko Miguel	68	168 Robinson Road #30-01 Capital Tower Singapore 068912	Chairman and Non-Executive Non-Independent Director	2 June 2021
Lee Chee Koon	46	168 Robinson Road #30-01 Capital Tower Singapore 068912	Group CEO and Executive Non-Independent Director	1 July 2019
Anthony Lim Weng Kin	63	168 Robinson Road #30-01 Capital Tower Singapore 068912	Lead Independent Director	3 June 2021
Goh Swee Chen	60	168 Robinson Road #30-01 Capital Tower Singapore 068912	Independent Director	1 June 2021
Hsu Chung Wei Judy	58	168 Robinson Road #30-01 Capital Tower Singapore 068912	Independent Director	1 June 2021
Kee Teck Koon	65	168 Robinson Road #30-01 Capital Tower Singapore 068912	Independent Director	25 June 2021
Stephen Lee Ching Yen	74	168 Robinson Road #30-01 Capital Tower Singapore 068912	Independent Director	3 June 2021
Gabriel Lim Meng Liang	45	168 Robinson Road #30-01 Capital Tower Singapore 068912	Independent Director	2 June 2021
Chaly Mah Chee Kheong	65	168 Robinson Road #30-01 Capital Tower Singapore 068912	Independent Director	2 June 2021

Our Board has the primary responsibility to foster the success of our Company so as to deliver sustainable value over the long-term. Whilst our Board believes that it has an optimal blend of backgrounds, experience, knowledge in business and general management, and expertise relevant to help CLI deliver on its ambition and strategic priorities, our Board also believes that there are competencies which may be strengthened in the medium to long term. To that end, our Board intends to augment its membership after the Listing and is in the process of identifying one or more prospective candidates to be appointed as additional Independent Directors, with particular emphasis on assessing their key competencies which fit into the strategic direction of our Company. The appointment of such Independent Director(s) will also be subject to an assessment of the candidate(s)' independence in accordance with the requirements of Rule 210(5)(d) of the Listing Manual, Provision 2.1 of the Code and Practice Guidance 2 of the Practice Guidance dated 7 February 2020 (the "**Practice Guidance**"). Our Board anticipates that the additional Independent Director(s) will be appointed in early January 2022, and will make an appropriate announcement upon such appointment(s).

As our Non-Executive Chairman is not an Independent Director, a majority of our Board comprises Independent Directors. For the same reason, a Lead Independent Director has been appointed.

Information on the business and working experience of our Directors is set forth below.

Ko Kai Kwun Miguel @ Ko Miguel was appointed as our Chairman and Non-Executive Non-Independent Director on 2 June 2021. Mr Ko is currently the chairman of CapitaLand, the non-executive deputy chairman of CLA and a corporate advisor of Temasek International Advisors Pte. Ltd. His appointment as chairman of CapitaLand is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST. He will, however, remain on the board of CapitaLand as a non-executive director.

Mr Ko was appointed to the board of directors of CapitaLand in August 2019. He first served as the non-executive deputy chairman and has been the non-executive chairman since April 2021. He was also the executive director and CEO of CLA from June 2019 until October 2020 and prior to this, from June 2015 served as the executive director and group CEO of the former Ascendas-Singbridge Pte. Ltd. until the acquisition by CapitaLand of the business and assets of Ascendas-Singbridge Pte. Ltd. in June 2019. Ascendas-Singbridge Pte. Ltd. changed its name to CLA Real Estate Holdings Pte. Ltd. after the acquisition. Since November 2020, he is the non-executive deputy chairman of CLA. Previously, he was with Starwood Hotels & Resorts Worldwide, Inc. ("**Starwood**") in various capacities, namely, as non-executive chairman, Asia-Pacific from September 2012 to August 2015, chairman and president, Asia-Pacific from March 2009 to August 2012 and president, Asia-Pacific from November 2000 to March 2009. Prior to his appointment with Starwood, he was deputy chairman and CEO of CDL Hotels International. Between 1992 to 1999, he was president of Pepsi-Cola International, Asia-Pacific, responsible for executing the soft drink giant's entry efforts into the emerging markets of PRC, Thailand, Indonesia and Vietnam.

Mr Ko is widely recognised for his knowledge and insight into business and culture in Asia-Pacific, particularly in the travel, leisure and property development sectors. He was voted as Regional Hotel Chief of the Year in 2007 and again in 2008 by the readers of Travel Weekly. He was the winner of the Visionary Leader of the Year in 2007 awarded by the Travel Weekly Asia Industry Awards, recipient of the 2007 Global Award at the World Travel Mart in London and honoured with the Lifetime Achievement Award in 2012 at the China Hotel Investment Conference in Shanghai. In July 2021, he received the HICAP Life Time Achievement Award.

Mr Ko holds a Bachelor of Arts degree in Economics from the University of Massachusetts, Boston, USA and a Master of Business Administration from Suffolk University, USA. He is also a non-practising certified public accountant by the State of New Hampshire Board of Accountancy, New Hampshire, USA.

Lee Chee Koon is our Group CEO and Executive Non-Independent Director. He was appointed as our Group CEO on 1 June 2021. He has been a Director of our Company since 1 July 2019. He has full executive responsibilities to manage our Group's business and is responsible for directing our Group's overall growth. He is a well-respected veteran in the real estate industry with more than 14 years of experience.

Mr Lee is currently an executive director and group CEO of CapitaLand. His appointment as executive director and group CEO is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST. In tandem with the Listing and with a view to assuring the effective functioning of the ecosystem and value capture between the CLI Group and the Parent Group for the benefit of the CLI Group after the Listing, as well as to ensure the synergistic transition of CLI

Group to become a market leader in real estate investment management, Mr Lee will be appointed as a non-executive director of CapitaLand. To cater for a transitional period post-Listing to allow Mr Lee to focus on the operations of CLI Group as a separate listed group, Mr Lee's appointment as non-executive director of CapitaLand is intended to take place after the Listing and envisaged to coincide with the appointment of the additional Independent Director as explained above. He is also a director of CapitaLand Hope Foundation. He is further a director of EDBI Pte. Ltd. and a member of the Future Economy Council, which is a national council set up to drive the growth and transformation of Singapore's economy for the future.

Mr Lee was appointed president and group CEO of CapitaLand in September 2018. Under Mr Lee's leadership, the CapitaLand Group acquired the portfolio of ASB group in 2019, which saw CapitaLand diversifying into the business park, industrial and logistics real estate segment and gaining significant scale in India, which became one of CapitaLand's core geographies. Following the acquisition, CapitaLand became one of Asia's largest diversified real estate companies. Mr Lee was also a non-executive and non-independent director of the managers of ART, comprising Ascott Residence Trust Management Limited, as manager of Ascott REIT, and Ascott Business Trust Management Pte. Ltd., as trustee-manager of Ascott BT, from June 2013 to April 2021 and from December 2019 to April 2021, respectively.

Prior to becoming group CEO of CapitaLand, Mr Lee was group chief investment officer of CapitaLand from January 2018 to September 2018 and was responsible for identifying growth opportunities and capital allocation across the CapitaLand Group. Since joining CapitaLand in 2007, he held several appointments within the CapitaLand Group, namely, as CEO of Ascott from June 2013 to December 2017, deputy CEO of Ascott from February 2012 to May 2013, managing director, North Asia for Ascott from July 2009 to May 2013 and vice president of the office of the president of CapitaLand from February 2007 to June 2009. Prior to this, he served as head of international relations and economic strategy at the Ministry of Finance from November 2003 to December 2005 and senior assistant director, trade directorate of the Ministry of Trade and Industry from November 2001 to November 2003.

Mr Lee was presented with the Business China Young Achiever Award by Singapore's Prime Minister in 2017, for his contributions towards strengthening Singapore-China relations through Ascott. In 2016, he was also conferred the prestigious National Order of Merit (Chevalier de l'Ordre National du Mérite) by the President of the French Republic for Ascott's contributions to France.

Mr Lee holds a Bachelor of Science degree in Mechanical Engineering (First Class Honours) from the National University of Singapore. He also holds a Master of Science in Advanced Mechanical Engineering (Distinction) from Imperial College London, United Kingdom.

Anthony Lim Weng Kin was appointed as our Lead Independent Director on 3 June 2021. As our Lead Independent Director, Mr Lim is responsible for (a) facilitating the functioning of, and providing leadership, to our Board if circumstances arise in which our Chairman may be (or may be perceived to be) in conflict, (b) supporting effective Board objectivity in business judgment and oversight, and (c) serving as an independent leadership contact for Shareholders, Directors and management.

Mr Lim is currently the lead independent director of CapitaLand and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST. He is also an independent director of DBS Group Holdings Ltd which is listed on the SGX-ST.

Mr Lim was previously managing director and president (Americas) at GIC Private Limited. Prior to joining GIC Private Limited, Mr Lim was a senior managing director at Bankers Trust Company. He had also worked at the Monetary Authority of Singapore. Mr Lim had held senior management and investment positions at these organisations in Singapore, London and New York.

Mr Lim graduated with a Bachelor of Science from the National University of Singapore. He has also attended the Advanced Management Program conducted by Harvard Business School, USA.

Goh Swee Chen was appointed as our Independent Director on 1 June 2021. Ms Goh is currently an independent director of CapitaLand and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST.

Ms Goh was the former chairman of the Shell group of companies in Singapore. She retired from Shell in January 2019 after 16 years of service. She held senior roles with Shell since 2003 and had worked in Singapore, PRC and the Netherlands. Prior to joining Shell, Ms Goh was with Procter & Gamble for 14 years and was assigned to Malaysia, Japan and Singapore, and before that with IBM Australia and USA.

Ms Goh is the chairman of the Institute for Human Resource Professionals Limited, National Arts Council and Nanyang Technological University, respectively. She is also the president of Global Compact Network Singapore, an independent director of Singapore Airlines Limited ("**SIA**") (which is listed on the SGX-ST) as well as a director of Woodside Energy Ltd (now known as Woodside Petroleum Ltd) (which is listed on the Australian Securities Exchange), Singapore Power Limited and The Centre for Liveable Cities. She is also a member of the Legal Service Commission.

Ms Goh was conferred the Chicago Booth Distinguished Alumni Award in 2018 from the University of Chicago Booth School of Business.

Ms Goh graduated with a Bachelor of Science degree in Information Science from the Victoria University of Wellington, New Zealand and also holds a Master of Business Administration from the University of Chicago, USA.

Hsu Chung Wei Judy was appointed as our Independent Director on 1 June 2021. Ms Hsu is currently an independent director of CapitaLand and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST.

Ms Hsu is the CEO of consumer, private and business banking for Standard Chartered Bank and is also a member of the group management team at Standard Chartered Bank. She is also currently the Chairman for the bank's Singapore subsidiary board.

Prior to the current role, Ms Hsu held the position of regional CEO for ASEAN and South Asia from June 2018 to December 2020, CEO, Singapore and ASEAN markets from October 2017 to June 2018 and CEO, Singapore from October 2015 to October 2017. She was the global head of wealth management from December 2009 to September 2015. Prior to joining Standard Chartered Bank in 2009, Ms Hsu spent 18 years at Citibank.

Ms Hsu is serving as a board member of the Urban Redevelopment Authority and Workforce Singapore. She holds a Bachelor's degree in Microbiology and a Master of Business Administration major in Finance, both from the University of British Columbia, Vancouver, Canada.

Kee Teck Koon was appointed as our Independent Director on 25 June 2021. Mr Kee is currently an independent director of CapitaLand and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST.

Mr Kee retired from his executive positions in the CapitaLand Group in July 2009 after 13 years of service (including his periods of employment with Pidemco Land Limited, Somerset Holdings Limited and The Ascott Group Limited). He also served as executive director of NTUC Enterprise Co-operative Limited from January 2017 to October 2019 (including as interim executive director from January 2017 to December 2017).

He is currently an independent director of Raffles Medical Group Ltd which is listed on the SGX-ST. Apart from the foregoing, he is a director of Changi Airport Group (Singapore) Pte. Ltd., Mandai Park Holdings Pte. Ltd. and NTUC Fairprice Co-operative Limited. He is also the deputy chairman of NTUC Income Insurance Co-operative Limited as well as a director and board advisor of NTUC Enterprise Co-operative Limited. He additionally serves as a member of the Angsana Fund Investment Committee of Singapore Labour Foundation.

Mr Kee holds a Bachelor of Arts degree and a Master of Arts from the University of Oxford, United Kingdom.

Stephen Lee Ching Yen was appointed as our Independent Director on 3 June 2021. Mr Lee is currently an independent director of CapitaLand and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST.

Mr Lee is currently the chairman and (since 1979) the managing director of The Shanghai Commercial & Savings Bank Limited which is listed on the Taiwan Stock Exchange. He is also the chairman of Shanghai Commercial Bank Ltd and Tripartite Alliance Limited, deputy chairman of M+S Pte. Ltd., managing director of Great Malaysia Textile Investments Pte Ltd (since 1994) and chancellor of Singapore University of Social Sciences. Mr Lee is also a director of G2000 Apparel (S) Pte Ltd, Kidney Dialysis Foundation, Marina South Investments Pte. Ltd., MS Property Management Pte. Ltd., Ophir-Rochor Investments Pte. Ltd. and Temasek Holdings (Private) Limited. He is also a board member of Dr Goh Keng Swee Scholarship Fund and a member of the board of trustees of NTUC-ARU (Administration & Research Unit).

Mr Lee was the president of the Singapore National Employers Federation from 1988 to 2014, chairman of the Singapore Business Federation from 2002 to 2008, and chairman of International Enterprise Singapore, from 1995 to 2002.

Mr Lee was conferred one of Singapore's highest state awards, the Order of Nila Utama (First Class), at the Singapore National Day Awards 2015.

Mr Lee holds a Master of Business Administration from Northwestern University, USA.

Gabriel Lim Meng Liang was appointed as our Independent Director on 2 June 2021. Mr Lim is currently an independent director of CapitaLand and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST.

Mr Lim is the permanent secretary of the Ministry of Trade and Industry (since April 2019). Prior to this, he served as the permanent secretary of the Ministry of Communications and Information from January 2017 to March 2019, CEO, Info-communications Media Development Authority of Singapore ("**IMDA**") from October 2016 to December 2016 and co-managing director, IMDA from May 2016 to October 2016. Before joining IMDA, he was the principal private secretary to

Singapore's Prime Minister from September 2011 to September 2014, a director (policy) of the defence policy office of the Ministry of Defence from July 2010 to August 2011 and a Sloan Fellow of Stanford Business School, USA from August 2009 to June 2010.

Mr Lim is also currently a director of National Healthcare Group Pte Ltd and National Research Foundation. He also serves as the member of the management board of East Asian Institute as well as the member of the board of governors of St Joseph's Institution International Ltd and St Joseph's Institution International Elementary School Ltd.

Mr Lim graduated with a Bachelor of Arts degree in Economics from the University of Cambridge, United Kingdom. Mr Lim also holds a Master of Science in Economics from the London School of Economics, United Kingdom as well as a Master of Science in Management from the University of Stanford, USA.

Chaly Mah Chee Kheong was appointed as our Independent Director on 2 June 2021. Mr Mah is currently an independent director of CapitaLand and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST.

Mr Mah had served in Deloitte for 38 years and retired in May 2016. He was the CEO of Deloitte Southeast Asia and chairman of Deloitte Singapore from May 2006 to May 2016. He also served as the CEO of Deloitte Asia-Pacific from May 2007 to May 2015.

Mr Mah is currently the non-resident high commissioner of the Republic of Singapore to the Independent State of Papua New Guinea. He is also the chairman of Netlink NBN Management Pte Ltd (as manager of Netlink NBN Trust which is listed on the SGX-ST), the Singapore Accountancy Commission, the Singapore Tourism Board and Surbana Jurong Private Limited, respectively. He is a director of Flipkart Private Limited and the Monetary Authority of Singapore. He also serves as a member on the board of trustees of the National University of Singapore and the SG Eco Fund, as well as a member of the National Jobs Council.

Mr Mah was conferred the Public Service Medal at the Singapore National Day Awards in 2014.

Mr Mah graduated with a Bachelor of Commerce degree from the University of Melbourne, Australia. He is a fellow member of the Institute of Singapore Chartered Accountants, the Institute of Chartered Accountants, Australia & New Zealand, Certified Practising Accountants, Australia, as well as the Association of Chartered Certified Accountants, United Kingdom.

Expertise of our Board of Directors

As evidenced by their respective business and working experience set out above and their present and past directorships set out in "Appendix L – List of Present and Past Principal Directorships of our Directors and Executive Officers", our Directors have prior and current experience as a director of a public listed company in Singapore with the exception of Ms Hsu Chung Wei Judy, who was appointed as an independent director of CapitaLand on 4 May 2021.

In accordance with the requirements under the Listing Manual, Ms Hsu has been briefed on the roles and responsibilities of a director of a public listed company in Singapore and will complete the prescribed mandatory training as specified under Practice Note 2.3 of the Listing Manual within one year of the date of her appointment to the board of directors of CapitaLand.

None of our Independent Directors sits on the board of our principal subsidiaries based in jurisdictions outside Singapore.

Family Relationship

None of our Directors is related to one another or to any of our Executive Officers or to any of our substantial Shareholders.

Arrangements or Understandings

Our Independent Director, Ms Goh Swee Chen, has indicated that she will step down as a Director at the conclusion of CLI's Annual General Meeting to be held in 2022. As a result of recent public responsibilities that she has accepted, she carefully considered whether she should not seek a further term from CapitaLand Shareholders at the April 2021 annual general meeting of CapitaLand. However, in light of the major restructuring underway, she decided to continue to assist in a seamless completion of the restructuring as well as transitioning in the initial year in CLI.

Accordingly, she will step down from our Board as a Director at CLI's Annual General Meeting to be held in 2022.

Save as disclosed above, there are no arrangements or understandings with any of our substantial Shareholders, customers or suppliers or other persons, pursuant to which any of our Directors or Executive Officers were appointed.

Service Agreement

We do not have an existing service agreement with our Group CEO.

Employment Terms

Our key management are employed under employment letters, which generally stipulate remuneration terms, entitlement to leave and other benefits consistent with our Group's prevailing policies. Employees are generally bound by confidentiality obligations during and after their employment with our Group. Typically, the notice period for termination of employment of key management is three to six months, given either by the employee or us. We may also terminate the employment of key management by giving three months' or six months', as the case may be, salary in lieu of notice as well as terminate the employment of key management for cause, without notice.

There are no existing or proposed service agreements entered into or to be entered into by our Company or any of our subsidiaries with our Directors or Executive Officers which provides for compensation in the form of stock options, or pension, retirement or other similar benefits, or other benefits, upon termination of employment.

As at the Latest Practicable Date, save as required for compliance with the applicable laws of Singapore, we have not set aside or accrued any amounts to provide for pension, retirement or similar benefits for our employees.

Terms of Office

Our Directors are appointed by our Shareholders at a general meeting and an election of Directors is held annually. Our Directors do not have fixed terms of office. Our Constitution provides that at each annual general meeting, one-third of our Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) retire from office by rotation and will be eligible for reelection at that annual general meeting (the Directors so to retire being those longest in office since their appointment after the Listing and, thereafter, their last reelection).

Our Board Committees

Our Board has established various Board and other committees to assist it in the discharge of its function. The Board Committees are our Audit Committee, our Nominating Committee, our Executive Resource and Compensation Committee, our Risk Committee, our Strategy Committee and our Executive Committee.

The composition of the various Board Committees is set out in the table below:

Committees / Directors	AC	NC	ERCC	RC	SC	EXCO
Ko Kai Kwun Miguel @ Ko Miguel (Chairman and Non-Executive Non-Independent Director)	–	M	M	–	M	C
Lee Chee Koon (Group CEO and Executive Non-Independent Director)	–	–	–	–	M	M
Anthony Lim Weng Kin (Lead Independent Director)	M	M	–	–	C	–
Goh Swee Chen (Independent Director)	–	–	M	M	–	–
Hsu Chung Wei Judy (Independent Director)	–	–	M	M	–	–
Kee Teck Koon (Independent Director)	–	–	–	C	–	M
Stephen Lee Ching Yen (Independent Director)	–	C	C	–	–	–
Gabriel Lim Meng Liang (Independent Director)	M	–	–	M	–	–
Chaly Mah Chee Kheong (Independent Director)	C	–	–	–	–	M

Legend

AC:	Audit Committee	SC:	Strategy Committee
NC:	Nominating Committee	EXCO:	Executive Committee
ERCC:	Executive Resource and Compensation Committee	C:	Chairman
RC:	Risk Committee	M:	Member

Our Audit Committee

The terms of reference of our Audit Committee provide that it shall comprise only non-executive Directors, a majority of whom, including the Chairman, shall be independent Directors. The members of our Audit Committee as at the date of this Document comprise Mr Chaly Mah Chee Kheong, Mr Anthony Lim Weng Kin and Mr Gabriel Lim Meng Liang. All of them are independent Directors. The Chairman of our Audit Committee is Mr Chaly Mah Chee Kheong, an independent Director.

Responsibilities of our Audit Committee include, among others:

- reviewing the significant financial reporting issues and judgements so as to ensure the integrity of the financial statements of our Company and any announcements relating to our Company's financial performance;

- reviewing and reporting to our Board at least annually the adequacy and effectiveness of our Company's internal controls, and together with the Risk Committee, the risk management systems including financial, operational, compliance and information technology controls;

- reviewing the assurances from our Group CEO and Group CFO on the financial records and financial statements of our Company;

- reviewing the scope and results of the internal audit, and the adequacy, effectiveness and independence of our Company's internal audit function;

- reviewing the scope and results of the external audit, and the adequacy, effectiveness and independence of the external auditors;

- reviewing the policy, processes and whistle-blowing reports on the detection, investigation and action relating to financial improprieties;

- making recommendations to our Board on the proposals to our Shareholders on the appointment, reappointment and removal of the external auditors, and the remuneration and terms of engagement of the external auditors; and

- reviewing any interested person transactions as defined in the Listing Manual. See the section "Interested Person Transactions and Conflicts of Interests – Review Procedures for Future Interested Person Transactions".

Apart from the duties listed above, our Audit Committee shall review the policy and arrangements by which staff of our Company and any other persons may, in confidence, report suspected fraud or irregularity or suspected infringement of any laws or regulations, or, raise concerns about possible improprieties in matters of financial reporting or other matters with a view to ensuring that arrangements are in place for such concerns to be raised and independently investigated, and for appropriate follow-up action to be taken. Our Audit Committee shall also review the significant matters reported or raised, in particular, where our Audit Committee becomes aware of any suspected fraud or irregularity or suspected infringement of any applicable law or regulation which has or is likely to have a material impact on our Company's operating results or financial position, our Audit Committee shall discuss such matter with the external auditor and, at an appropriate time, report the matter to our Board. Where appropriate, our Audit Committee may commission internal investigations into such matters.

Internal Controls

Based on the internal controls and risk management framework established and maintained by our Group, work performed by internal and external auditors and reviews performed by management and various Board Committees, our Board, with the concurrence of our Audit Committee, is of the opinion that our Group's internal controls and risk management systems were adequate and effective as at the date of this Document to address the risks (including financial, operational, compliance and information technology risks) which our Group considers relevant and material to our operations.

Our Board notes that the system of internal controls and risk management provides reasonable, but not absolute, assurance that our Group will not be adversely affected by any event that could be reasonably foreseen as it works to achieve its business objectives. In this regard, our Board also notes that no system of internal controls and risk management can provide absolute assurance against the occurrence of material errors, poor judgment in decision making, human error, losses, fraud or other irregularities.

Our Nominating Committee

The terms of reference of our Nominating Committee provide that it shall comprise only non-executive Directors, a majority of whom, including the Chairman, shall be independent Directors. The members of our Nominating Committee as at the date of this Document comprise Mr Stephen Lee Ching Yen, Mr Ko Kai Kwun Miguel @ Ko Miguel and Mr Anthony Lim Weng Kin. The Chairman of our Nominating Committee is Mr Stephen Lee Ching Yen, an independent Director. Our Lead Independent Director, Mr Anthony Lim Weng Kin, is also a member of the Nominating Committee.

Responsibilities of our Nominating Committee include, among others:

- making recommendations to our Board on appointments and reelections to our Board taking into account the need for progressive renewal of our Board;

- reviewing and making recommendations to our Board on the size and composition of our Board;

- reviewing and making recommendations to our Board on the succession plans for Directors, in particular the appointment and/or replacement of our Chairman, our Group CEO and key management personnel (being other persons having authority and responsibility for planning, directing and controlling the activities of our Company);

- reviewing and making recommendations to our Board on the structure and membership of our Board committees;

- reviewing and recommending an objective process and criteria for the evaluation of the performance of our Board, Board committees and Directors;

- ensuring that training and professional development programmes are put in place for our Directors, including ensuring that new Directors are aware of their duties and obligations;

- considering annually and, as and when circumstances require, if a Director is independent and providing its views to our Board for consideration; and

- reviewing whether a Director has been adequately carrying out his or her duties as a Director.

Each member of our Nominating Committee shall abstain from voting on any resolutions in respect of the matter in which he has an interest.

Our Executive Resource and Compensation Committee

The terms of reference of our Executive Resource and Compensation Committee provide that it shall comprise only non-executive Directors, a majority of whom, including the Chairman, shall be independent Directors. The members of our Executive Resource and Compensation Committee as at the date of this Document comprise of Mr Stephen Lee Ching Yen, Mr Ko Kai Kwun Miguel @ Ko Miguel, Ms Goh Swee Chen and Ms Hsu Chung Wei Judy. Mr Stephen Lee Ching Yen, Ms Goh Swee Chen and Ms Hsu Chung Wei Judy are independent Directors. The Chairman of our Executive Resource and Compensation Committee is Mr Stephen Lee Ching Yen, an independent Director. All of the members are non-executive Directors.

Responsibilities of our Executive Resource and Compensation Committee include, among others:

- recommending to our Board for approval a general framework of remuneration for the non-executive Directors and key management personnel of our Group, and the specific remuneration package for each key management personnel;

- recommending to our Board for endorsement the specific remuneration package for each Director;

- overseeing leadership development and succession planning for key management personnel. This includes overseeing the process that supports our Board in making a decision regarding the appointment of our Group CEO and his terms of appointment and remuneration package, and approving the appointment and remuneration of other key management personnel; and

- reviewing the strategic talent pipeline in relation to the strategic plan of our Group.

If a member of our Executive Resource and Compensation Committee has an interest in a matter being reviewed or considered by our Executive Resource and Compensation Committee, he will abstain from voting on that matter.

Our Risk Committee

The terms of reference of our Risk Committee provide that it shall comprise at least three members, the majority of whom, including the Chairman, shall be non-executive Directors and at least one of the members shall be an independent Director. The terms of reference also provide that there shall be cross committee membership with our Audit Committee to assure effective communication and sharing of information as well as better coordination of risk oversight. The members of our Risk Committee as at the date of this Document comprise Mr Kee Teck Koon, Ms Goh Swee Chen, Ms Hsu Chung Wei Judy and Mr Gabriel Lim Meng Liang, all of whom are independent Directors. The Chairman of our Risk Committee is Mr Kee Teck Koon, an independent Director.

Our Board has overall responsibility for the governance of risk, including determining the risk strategy, risk appetite and risk limits, as well as the risk policies. In this regard, our Board has established the Risk Committee to assist it in carrying out our Board's responsibility of overseeing our Company's risk management framework and policies for our Group and ensuring that management maintains a sound system of risk management and internal controls.

Responsibilities of our Risk Committee include, among others:

- making recommendations to our Board on risk strategy, risk appetite and risk limits;
- reviewing the risk management framework, including the processes and resources to identify, assess and manage material risks;
- overseeing the design, implementation and monitoring of the risk management and internal controls systems;
- reviewing the material risks our Group is faced with and the management of risks thereof;
- reviewing the adequacy and effectiveness of the risk management and internal controls systems covering material risks and the assurance given by management, as well as the disclosures in the annual report; and
- considering and advising on risk matters referred to it by our Board or management.

If a member of our Risk Committee has an interest in a matter being reviewed or considered by our Risk Committee, he will abstain from voting on that matter.

Our Strategy Committee

The terms of reference of our Strategy Committee provide that it shall comprise at least three members, at least one of whom shall be an independent Director. The members of our Strategy Committee as at the date of this Document comprise Mr Anthony Lim Weng Kin, Mr Ko Kai Kwun Miguel @ Ko Miguel, and Mr Lee Chee Koon. The Chairman of our Strategy Committee is Mr Anthony Lim Weng Kin, our Lead Independent Director. Our Board intends to augment the membership of the Strategy Committee upon induction of new Board members to our Board.

Responsibilities of our Strategy Committee include the following:

- assisting our Board in reviewing the strategy and monitor the progress against the achievement of strategic intent and goals; and
- reviewing and making recommendations to our Board for approval, the strategic plan, any strategic initiatives including digitalisation. In its review, the Strategy Committee will also take into consideration sustainability-related considerations.

As our Group establishes itself as a global business focused on fee-related earnings and FUM growth, the Strategy Committee will also oversee and provide guidance to Management in our Group's transition from a business focused on real estate development business to become a market leader in real estate investment management.

Our Executive Committee

The terms of reference of our Executive Committee provide that it shall comprise at least three members, at least one of whom shall be an independent Director. The members of our Executive Committee as at the date of this Document comprise Mr Ko Kai Kwun Miguel @ Ko Miguel, Mr Kee

Teck Koon, Mr Chaly Mah Chee Kheong and Mr Lee Chee Koon. The Chairman of our Executive Committee is Mr Ko Kai Kwun Miguel @ Ko Miguel, our Board Chairman.

Responsibilities of our Executive Committee include reviewing and recommending to our Board for approval (or approving, where authorised by our Board), the following:

- investments and divestments, including entering into any joint ventures or partnerships or profit sharing agreements with one or more third parties;

- mergers and acquisitions, and any corporate and financial restructuring resulting from any mergers and acquisitions;

- share issuances, dividends and other returns to Shareholders;

- on-market share repurchases pursuant to our Company's share purchase mandate;

- annual budget and forecast; and

- acceptance of credit and funding proposals, and capital markets issuances.

Independence of our Independent Directors

As at the Latest Practicable Date, the Independent Directors are also independent directors of CapitaLand. Given the objectives of the strategic restructuring, which include the refocus of CapitaLand on fee income businesses that are already currently part of CapitaLand, their appointment to our Board of Directors would provide the benefit of continuity in stewardship of the transformed organisation in our Company.

Our Board of Directors, with the concurrence of our Nominating Committee, has reviewed each of the Independent Directors' independence in accordance with the requirements of Rule 210(5)(d) of the Listing Manual, Provision 2.1 of the Code and Practice Guidance 2 of the Practice Guidance and, based on representations made by each of the Independent Directors, has determined that each of the Independent Directors has no relationships with our Company, our related corporations (which is defined under the Code to mean our holding company, subsidiaries and fellow subsidiaries), our substantial shareholders or our officers that could interfere, or be reasonably perceived to interfere, with the exercise of each of the Independent Directors' independent business judgment in the best interests of our Company. As part of the review process on the independence of the independent Directors, our Board of Directors and our Nominating Committee also took into consideration the following: (a) directorships (if any) in Temasek, the majority Shareholder of our Company through CLA, and in organisations linked to Temasek (including CapitaLand), and (b) appointments (if any) in organisations which have a business relationship with our Group.

Our Board of Directors and our Nominating Committee (with the relevant Independent Director having recused himself or herself from the deliberations on the assessment of his or her independence) have reached this conclusion based on the following reasons:

- none of the Independent Directors is a person who is employed by our Company or any of our related corporations (including CapitaLand) in the current or any of the past three financial years, and none of the Independent Directors has an immediate family member who is employed or has been employed by our Company or any of its related corporations (including CapitaLand) in the current or any of the past three financial years;

- directorship(s) in Temasek or in organisations linked to Temasek (including CapitaLand) do not require the Independent Director to take or subject him or her to any obligation to follow any instructions from Temasek in relation to the corporate affairs of our Company and none of the Independent Directors are accustomed or under the obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of Temasek or organisations linked to Temasek (including CapitaLand) in relation to the corporate affairs of our Company. In the case of an Independent Director who is currently an independent director of CapitaLand, his or her appointment is a natural transition from his or her current appointment as an independent director of CapitaLand, and he or she will resign from the CapitaLand board of directors upon the de-listing of CapitaLand from the SGX-ST. Such independent director of CapitaLand is an independent non-executive director of CapitaLand and is independent of management of CapitaLand. He or she is not involved in the day-to-day operations of CapitaLand. Following their resignation from the CapitaLand board of directors, our Independent Directors will, as our Directors, owe fiduciary duties to our Company, including the duty to act in good faith and in our Company's best interests;

- the organisations linked to Temasek are independently managed and the directorships or appointments do not generate any issue that may affect our independent Director's independence as an Independent Director of our Company;

- with respect to an Independent Director's appointment in organisations which have a business relationship with our Group, it is noted that save and except for Ms Hsu Chung Wei Judy, the Independent Director's role in organisations which have a business relationship with our Group is non-executive in nature and he/she is not involved in the business operations of the other organisation. Nevertheless, for all Directors, the decision to engage the other organisation was made by Management in the ordinary course of business and on normal commercial terms, based on merit and competitive terms negotiated by Management. The Independent Director was not involved in the process and/or approval relating to the engagement. For Ms Hsu who is an executive of Standard Chartered Bank, there were no transactions with Standard Chartered Bank in FY2020 and FY2021. In any event, should the relationship develop, Ms Hsu would have to recuse herself from any engagement involving Standard Chartered Bank;

- in view that the appointment of the independent directors of CapitaLand as our Independent Directors is a natural transition from their current appointments as independent directors of CapitaLand, for the purposes of compliance with Listing Rule 210(5)(d)(iii) (which becomes effective on 1 January 2022) read together with Transitional Practice Note 3 dated 28 November 2018, the period served by our Independent Directors as independent directors of CapitaLand should be counted towards and treated as part of, the cumulative period that they will serve as our Independent Directors. In this regard, Mr Stephen Lee Ching Yen's tenure as an Independent Director (taking into account his tenure as an independent director of CapitaLand) will exceed nine years as of 1 January 2022. As the requisite two-tier approval of shareholders (in accordance with Listing Rules 210(5)(d)(iii)(A) and 210(5)(d)(iii)(B) which would come into effect on 1 January 2022) had been obtained at CapitaLand's Annual General Meeting on 27 April 2021, Mr Lee will also serve as an Independent Director of our Company. The requisite two-tier approval of shareholders will remain in force until the earlier of Mr Lee's retirement or the conclusion of the third AGM after 27 April 2021. Other than Mr Lee, none of our Independent Directors have served as independent directors of CapitaLand for more than nine years; and

- as independent directors of CapitaLand, the independence of our Independent Directors vis-à-vis CapitaLand has been assessed annually by the CapitaLand board of directors (the "**CapitaLand Board**") taking into consideration the views of the CapitaLand Nominating Committee (the "**CapitaLand NC**") and such assessment has been disclosed in CapitaLand's annual report. As part of the review process, the CapitaLand NC takes into consideration the following: (a) directorships (if any) in Temasek, the majority shareholder of CapitaLand through CLA (the holding company of CapitaLand), and in organisations linked to Temasek, and (b) appointments (if any) in organisations which have a business relationship with the CapitaLand Group. CapitaLand has disclosed in its annual report for the financial year ended 31 December 2020 (the "**AR2020**"), that the CapitaLand Board and the CapitaLand NC had carried out a review of the independence of our Independent Directors (in their capacity as independent directors of CapitaLand) and the CapitaLand Board had determined that our Independent Directors (in their capacity as independent directors of CapitaLand) are independent directors from the perspective of CapitaLand. Given that our Company is and will continue to be a subsidiary of CapitaLand, our Company believes that this assessment continues to be relevant vis-a-vis the independence of our Independent Directors from related corporations of our Company other than CapitaLand and subsidiaries of CapitaLand.

Further details on the above assessment for the Independent Directors are also set out below:

- Mr Anthony Lim Weng Kin is a non-executive director (since 1 April 2020) of DBS Group Holdings Ltd ("**DBS**"), a financial services group headquartered in Singapore with multinational operations across the Asia-Pacific region. DBS is an associated company of Temasek and is one of the banks that our Group works with for its financing requirements and will be a principal banker of our Group. On the basis of the fees and payments made to DBS by CapitaLand Group in FY2020, it is likely that the magnitude of such fees and payments in FY2020 that would be attributed to our Group would similarly exceed the threshold amount of S$200,000 (which is provided as a general guide for payments which would be deemed significant in the Practice Guidance). Our Board and our Nominating Committee have determined that such amount would not be considered significant taking into consideration the scale, scope and nature of our Group's business, as well as the publicly available annual revenue information of DBS. DBS is an independently managed group under Temasek and the role does not require him to or result in him having to act in accordance with any instructions, directions or wishes of Temasek in relation to the corporate affairs of our Company. Mr Lim's role in DBS is non-executive in nature and he is not involved in the business operations of DBS. The decision to engage DBS would be made by Management in the ordinary course of business and on normal commercial terms, based on merit and competitive terms to be negotiated by Management. Mr Lim will not be involved in the process for or approval of the engagement. In the event of any engagement of DBS requiring our Board's approval, Mr Lim will be required to recuse himself under our Company's standing policy, which requires each Director to declare and recuse himself/herself from any situation(s) where there may be conflicts of interest between his/her duty to our Company and his/her other interest(s). Based on the above, our Board and our Nominating Committee arrived at the determination that the relationship set out above will not impair his ability to act with independent judgement in the discharge of his duties and responsibilities as a Director and that Mr Lim is an independent Director.

- Ms Goh Swee Chen is a non-executive director of SIA. Given that SIA is the national airline of Singapore, our Group is expected to continue to have a business relationship with SIA in obtaining flight services to our Group. SIA is also a subsidiary of Temasek and therefore a related corporation of our Company. The decision to engage SIA will be made in the ordinary course of business and on normal commercial terms, based on merit and competitive terms negotiated by Management. On the basis of the fees and payments made by CapitaLand to SIA in FY2020, it is likely that the magnitude of such fees and payments in FY2020 that would be attributed to our Group will similarly exceed the threshold amount of S$200,000 (which is provided as a general guide for payments which would be deemed significant in the Practice Guidance). Our Board and our Nominating Committee have determined that such amount would not be considered significant taking into consideration the scale, scope and nature of our Group's business as well as the publicly available annual revenue information of SIA. Our Board and our Nominating Committee noted that (a) Ms Goh's role in SIA is non-executive in nature and she is not involved in the business operations of SIA; and (b) SIA is an independently managed group under Temasek and the role does not require her to or result in her having to act in accordance with any instructions, directions or wishes of Temasek in relation to the corporate affairs of our Company. The engagement of SIA pre-dates Ms Goh's appointment to the SIA board. Ms Goh is also a non-executive director of Singapore Power Limited ("**SP**") which is a subsidiary of Temasek and therefore a related corporation of our Company. Given that SP is the leading utilities company in Singapore, our Group has and is expected to continue to have a business relationship with SP in obtaining utilities to the properties of our Group. The engagement of SP pre-dates Ms Goh's appointment to the SP board. On the basis of the fees and payments made by CapitaLand to SP in FY2020, it is likely that the magnitude of such fees and payments in FY2020 that would be attributed to our Group will similarly exceed the threshold amount of S$200,000 (which is provided as a general guide for payments which would be deemed significant in the Practice Guidance). Our Board and our Nominating Committee have determined that such amount would not be considered significant taking into consideration the scale, scope and nature of our Group's business as well as the publicly available annual revenue information of SP. Our Board and our Nominating Committee noted that (a) Ms Goh's role in SP is non-executive in nature and she is not involved in the business operations of SP, and (b) SP is an independently managed group under Temasek and the role does not require her to or result in her having to act in accordance with any instructions, directions or wishes of Temasek in relation to the corporate affairs of our Company. Further, the decision to engage SP was and/or will be made by Management in the ordinary course of business and on normal commercial terms, based on merit and competitive terms negotiated by Management. Based on the above, our Board and our Nominating Committee arrived at the determination that the relationships set out above will not impair her ability to act with independent judgement in the discharge of her duties and responsibilities as a Director and that Ms Goh is an independent Director.

- Ms Hsu Chung Wei Judy is the CEO of consumer, private and business banking for Standard Chartered Bank and is also a member of the group management team at Standard Chartered Bank. She is also currently the Chairman for the bank's Singapore subsidiary board. As mentioned above, there were no transactions with Standard Chartered Bank in FY2020 and FY2021. Standard Chartered Bank is currently not a principal banker of our Group. In respect of any engagement with Standard Chartered Bank, any decision to engage Standard Chartered Bank will be made by Management in the ordinary course of business and on normal commercial terms, based on merit and competitive terms negotiated by Management. Ms Hsu would also not be involved in the process or approval of any such engagement. In particular, in the event of any proposed engagement of Standard Chartered Bank requiring our Board's approval, Ms Hsu will be required to follow our Company's established processes to recuse herself from any deliberations or approval thereto. Based on the above, our Board and our Nominating Committee arrived at the determination that the relationships set out above will not impair her ability to act with independent judgement in the discharge of her duties and responsibilities as a Director and that Ms Hsu is an independent Director.

- Mr Kee Teck Koon is a non-executive director of Raffles Medical Group Ltd ("**RMG**") and our Group envisages that it will, as CapitaLand did, engage RMG to provide healthcare insurance and medical services as part of the welfare and benefits scheme for our Group employees. On the basis of the fees and payments made by CapitaLand to RMG in FY2020, it is likely that the magnitude of such fees and payments in FY2020 that would be attributed to our Group will similarly exceed the threshold amount of S$200,000 (which is provided as a general guide for payments which would be deemed significant in the Practice Guidance). Our Board and our Nominating Committee have determined that such amount would not be considered significant taking into consideration the scale, scope and nature of our Group's business as well as the publicly available revenue information of RMG. Mr Kee's role in RMG is non-executive in nature and he is not involved in the business operations of RMG. The decision to engage RMG will be made by Management in the ordinary course of business and on normal commercial terms, based on merit and competitive terms to be negotiated by Management. Mr Kee will not be involved in the process and/or approval relating to the engagement. Based on the above, our Board and our Nominating Committee arrived at the determination that the relationship set out above will not impair his ability to act with independent judgement in the discharge of his duties and responsibilities as a Director and that Mr Kee is an independent Director.

- Mr Stephen Lee Ching Yen is a non-executive director of Temasek. Mr Lee's role on the Temasek board is non-executive in nature and he is not involved in the day-to-day conduct of the business of Temasek. He has also confirmed that he is not under any obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of Temasek in relation to the corporate affairs of our Company. Mr Lee did not join our Board as Temasek's nominee. Our Company also has in place the necessary processes to assist Directors to manage potential conflicts of interests that they may be faced with. Based on the above, our Board and our Nominating Committee arrived at the determination that the relationship set out above will not impair his ability to act with independent judgement in the discharge of his duties and responsibilities as a Director and that Mr Lee is an independent Director.

- Mr Chaly Mah Chee Kheong was appointed chairman of Surbana Jurong Private Limited ("**SJ**") with effect from 1 January 2021. SJ is a subsidiary of Temasek and also a related corporation of our Company. It is predominantly focused on the provision of building and engineering consultancy services. The Management will monitor any services provided to our Group and the provision of such services will constitute a relevant relationship or circumstance which our Board and our Nominating Committee will consider when reviewing Mr Mah's independence in accordance with the requirements of the Listing Manual, the Code and the Practice Guidance. In any event, our Board and our Nominating Committee noted that (a) Mr Mah's appointment in SJ is as independent non-executive chairman and he is not involved in the business operations of SJ, and (b) SJ is an independently managed group under Temasek and the role does not require him to or result in him having to act in accordance with any instructions, directions or wishes of Temasek in relation to the corporate affairs of our Company. Further, in respect of any engagement of SJ, any decision to engage SJ for any of our Group's projects will be made by Management in the ordinary course of business and on normal commercial terms, based on merit and competitive terms negotiated by Management with SJ. Mr Mah would also not be involved in the process or approval of any such engagement. In particular, in the event of any proposed engagement of SJ requiring our Board approval, Mr Mah will be required to follow our Company's established processes to recuse himself from any deliberations or approval thereto. Based on the above, our Board and our Nominating Committee arrived at the determination that the relationship set out above will not impair his ability to act with independent judgement in the discharge of his duties and responsibilities as a Director and that Mr Mah is an independent Director.

- Mr Gabriel Lim Meng Liang is the permanent secretary of Ministry of Trade and Industry since April 2019. He was previously the permanent secretary of the Ministry of Communications and Information. Mr Lim does not have any relationships and is not faced with any of the circumstances identified in the Listing Manual, the Code or the Practice Guidance, or any other relationships which may affect his independent judgement. Our Board and our Nominating Committee noted that Mr Lim's public office duties neither require him to take, nor subject him to any obligation to follow any instructions from any government authorities in relation to the corporate affairs of our Company. This role also does not generate any conflict of interest issue in respect of his role as a Director of our Company. Based on the above, our Board and our Nominating Committee arrived at the determination that the relationship set out above will not impair his ability to act with independent judgement in the discharge of his duties and responsibilities as a Director and that Mr Lim is an independent Director.

None of the Independent Directors or their immediate family members, in the current or immediate past financial year, provided to or received from our Company or any of our subsidiaries any significant payments or material services, other than compensation for board service.

Our Company has instituted a standing policy, which requires each Director to declare and recuse himself or herself from any situation(s) where there may be conflicts of interest between his/her duty to our Company and his/her other interest(s). Our Company also has in place the necessary processes to assist Directors to manage potential conflicts of interests that they may be faced with, including recusing himself from the relevant discussions.

Our Executive Officers

The following table sets forth information regarding our Executive Officers as at the Latest Practicable Date:

Name	Age	Address	Position
Lee Chee Koon	46	168 Robinson Road #30-01 Capital Tower Singapore 068912	Group CEO and Executive Non-Independent Director
Yap Neng Tong Jonathan	53	168 Robinson Road #30-01 Capital Tower Singapore 068912	CEO, Fund Management
Goh Soon Keat Kevin	45	168 Robinson Road #30-01 Capital Tower Singapore 068912	CEO, Lodging
Lim Cho Pin Andrew Geoffrey	51	168 Robinson Road #30-01 Capital Tower Singapore 068912	Group CFO, Finance & Treasury
Tan Seng Chai	59	168 Robinson Road #30-01 Capital Tower Singapore 068912	CCPO, Corporate Services

Information on the business and working experiences of our Executive Officers is set forth below:

Lee Chee Koon is our Group CEO and Executive Non-Independent Director.

See the section "Directors, Management and Staff – Our Directors".

Yap Neng Tong Jonathan is our CEO, Fund Management, a role which he will assume upon our Listing. In such role, he is responsible for overseeing our Group's fund and asset operating platform. He has more than 29 years of experience in the real estate and funds management business.

Mr Yap is currently President, CapitaLand Financial and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST. In that role, Mr Yap oversaw the CapitaLand Group's fund platform which includes the Listed Funds and Unlisted Funds CLI Group manages. He also oversaw the CapitaLand Group's India business.

Prior to joining the CapitaLand Group in July 2019, Mr Yap was the group chief operating officer and group CFO of ASB. As group chief operating officer of ASB, he also oversaw ASB's operations in Korea and expansion into new markets. In his capacity as group CFO of ASB, Mr Yap supervised the finance, corporate strategy and development, and enterprise risk management functions of ASB. Mr Yap started working at ASB since its formation in June 2015 and was concurrently the chief investment officer and the head of real estate funds for the first two years of the company.

Before ASB's formation, Mr Yap was with Ascendas Pte Ltd. He was appointed CEO, India from 2011 to 2015, CEO, India funds from 2007 to 2011, CEO, India operations from 2006 to 2007 and CEO, Information Technology Park Pte Ltd from 2004 to 2005. During this period, he led the listing of AIT on the SGX-ST. He was also the assistant group CEO for overseas funds and India of Ascendas Pte Ltd from 2012 to 2015.

Mr Yap is currently also a non-executive, non-independent director of CapitaLand Integrated Commercial Trust Management Limited (as manager of CICT) and CapitaLand Malaysia REIT Management Sdn. Bhd. (as manager of CMMT), as well as a non-executive director of Ascendas Property Fund Trustee Pte. Ltd. (as trustee-manager of AIT). He is also president of the REIT Association of Singapore and a member of the management board of the Institute of South Asian Studies.

Mr Yap holds a Bachelor of Science degree in Estate Management (Honours) and a Master of Science in Project Management from the National University of Singapore.

Goh Soon Keat Kevin is our CEO, Lodging. He is responsible for the growth of our lodging business and is concurrently the CEO of Ascott.

Mr Goh was previously the chief operating officer of Ascott, a role he assumed in December 2016, where he oversaw operational aspects of the serviced residence business and new growth opportunities. Prior to this, he was Ascott's managing director for North Asia since 2013, where he spearheaded Ascott's investments and operations in PRC, Japan and Korea. After joining Ascott China in 2007, Mr Goh was based in PRC for over 10 years. During his stay in PRC, he served as regional general manager for South and East China, vice president for asset management and vice president for corporate services.

Prior to joining the CapitaLand Group under Ascott China, Mr Goh was with Accenture, one of Fortune 500's largest global management consulting, technology services and outsourcing companies. Throughout his seven-year career with Accenture, he worked on various systems implementation projects in the telecommunications and high-technology industries in both Singapore and Australia.

Mr Goh is also a non-executive, non-independent director of the managers of ART (comprising Ascott Residence Trust Management Limited (as manager of Ascott REIT) and Ascott Business Trust Management Pte. Ltd. (as trustee-manager of Ascott BT)).

Mr Goh was awarded the prestigious Medal of Commendation at the NTUC Singapore May Day Awards 2020 for his strong advocate for productivity improvement and upgrading of employees' capabilities to ensure a dynamic and digitally savvy workforce.

Mr Goh graduated from the National University of Singapore with a Bachelor of Mechanical Engineering (Honours) degree and is a Chartered Financial Analyst charterholder.

Lim Cho Pin Andrew Geoffrey is our Group CFO, a role which he will assume upon our Listing. In such role, he has direct oversight of the functions of group finance, financial reporting and controls, treasury, tax, risk management, investor relations, communications and the administrative matters of the internal audit department of our Group. He has more than 15 years of experience in real estate, corporate finance and investment management across Asia.

Mr Lim is currently the group CFO of CapitaLand Group and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST. In such role, Mr Lim has direct oversight of the functions of group finance, financial reporting and controls, treasury, tax, risk management, investor relations, communications and the administrative matters of the internal audit department of CapitaLand Group. He also oversaw the CapitaLand Group's centre of excellence for sustainability. Prior to joining CapitaLand in January 2017, Mr Lim served as managing director and head of South East Asia advisory coverage, real estate and hospitality at The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch, at which he worked for 12 years.

He is currently a non-executive, non-independent director of CapitaLand Integrated Commercial Trust Management Limited (as manager of CICT), Ascendas Funds Management (S) Limited (as manager of AREIT), the managers of ART (comprising Ascott Residence Trust Management Limited (as manager of Ascott REIT) and Ascott Business Trust Management Pte. Ltd. (as trustee-manager of Ascott BT)), CapitaLand China Trust Management Limited (as manager of CLCT) and CapitaLand Malaysia REIT Management Sdn. Bhd. (as manager of CMMT), as well as a non-executive director, Sport Singapore of the Singapore Sports Council. He is also a member of the Institute of Singapore Chartered Accountants' CFO Committee as well as the Accounting for Sustainability Circle of Practice in Asia. He also previously served as president of the REIT Association of Singapore from May 2018 to September 2020.

Mr Lim holds a Master of Business Administration and a Bachelor of Commerce from the Rotman School of Business at the University of Toronto and is a Chartered Financial Analyst charterholder.

In considering the suitability of Mr Lim for his role as our Group CFO, our Audit Committee has considered several factors, including his qualifications and experience, the accounting reporting structure, the team that supports and reports to him and the interactions our Audit Committee had with Mr Lim. Our Audit Committee noted that Mr Lim has more than 15 years of working experience in finance and accounting. Mr Lim has also demonstrated his knowledge and experience in accounting and financial reporting. In addition, Mr Lim has been the group CFO of CapitaLand Group since January 2017. In the course of CapitaLand's annual audits for the periods during which Mr Lim has been serving as the group CFO, no issues have been raised by CapitaLand's external or internal auditors in relation to the suitability of Mr Lim as the group CFO of CapitaLand. After making all reasonable enquiries, and to the best of its knowledge and belief, nothing has come to our Audit Committee's attention to cause it to believe that Mr Lim does not have the competence, character and integrity expected of a chief financial officer (or its equivalent rank) of a listed issuer.

Tan Seng Chai is our CCPO, a role which he will assume upon our Listing. In such role, he is responsible for human capital management and development, as well as building a leadership and talent pipeline to support the organisation and businesses. He oversees our Group's corporate functions including human resource and administration, legal and secretariat, and procurement. He is also responsible for our Group's organisational development function including corporate social responsibilities.

Mr Tan is currently the chief corporate and people officer at CapitaLand and such appointment is expected to cease with effect from the date of delisting of CapitaLand from the SGX-ST. He was previously the group chief people officer at CapitaLand, a role he assumed since January 2018. His previous appointments within the CapitaLand Group included group chief corporate officer, deputy chief corporate officer and chief human resource officer.

Prior to joining CapitaLand in February 2008, Mr Tan was with Chartered Semiconductor Manufacturing Ltd, Singapore for 12 years. He held key positions in the company which included heading its worldwide human resource organisation as well as overseeing key project implementation and strategic investment activities. Prior to his career in human resource and corporate functions, Mr Tan worked in the field of manufacturing and process engineering in the electronics industry.

Mr Tan is also currently an executive director of CapitaLand Hope Foundation. He was awarded the IHRP Master Professional Certification by the Institute for Human Resource Professionals in December 2020 for his leadership and active contributions relating to people matters.

Mr Tan holds an honours degree in Civil & Structural Engineering and a Master of Science in Industrial & System Engineering from the National University of Singapore.

Family Relationship

None of our Executive Officers is related to one another or to any of our Directors or to any of our substantial Shareholders.

Compensation

The compensation in bands of S$250,000, paid by our Company and our subsidiaries to our Directors and Executive Officers in the financial years ended 31 December 2019 and 2020 for services rendered by them in all capacities to our Company and our subsidiaries, and expected to be payable by our Company and our subsidiaries in the financial year ending 31 December 2021 to these Directors and Executive Officers for services rendered, including any benefits-in-kind and any deferred compensation accrued for the financial year in question and payable at a later date, are as follows:

	Financial year ended 31 December		Financial year ending 31 December
Directors:	**2019(1)**	**2020(1)**	**2021**
Ko Kai Kwun Miguel @ Ko Miguel	–	–	B(2)
Lee Chee Koon	–	–	C(4)
Anthony Lim Weng Kin	–	–	A(2)
Goh Swee Chen	–	–	A(2)
Hsu Chung Wei Judy	–	–	A(2)
Kee Teck Koon	–	–	A(2)
Stephen Lee Ching Yen	–	–	A(2)
Gabriel Lim Meng Liang	–	–	A(2)
Chaly Mah Chee Kheong	–	–	A(2)
Executive Officers:			
Lee Chee Koon	See above	See above	See above
Yap Neng Tong Jonathan, Goh Soon Keat Kevin, Lim Cho Pin Andrew Geoffrey and Tan Seng Chai	–(3)	–(3)	D(4),(5)

Notes:

(1) No Directors' fees were paid in FY2019 and FY2020, and for the period up to the Listing Date in FY2021 as CLI did not pay any fees to its then directors who were management nominees of CapitaLand.

(2) Directors' fees of the non-executive Directors are computed on the following assumptions: (a) the Listing Date is the third quarter of 2021, (b) there is one Board meeting in 2021 following the Listing Date, and (c) there are no Board committee meetings in 2021 following the Listing Date.

(3) No remuneration was paid by CLI to the Executive Officers in FY2019 and FY2020, and for the period up to the Listing Date in FY2021 as the Executive Officers were not under the employ of or did not receive any remuneration from CLI.

(4) The indicative remuneration of the Executive Officers (including the Group CEO) are computed on the following assumptions: (a) actual remuneration received from CapitaLand in FY2020, (b) no remuneration was paid by CLI prior to the Listing Date, and (c) the Listing Date is the third quarter of 2021.

(5) The amount represents the aggregate indicative remuneration of the Executive Officers (not including the Group CEO). Our Board considers the individual remuneration information of CLI's Executive Officers to be confidential and commercially sensitive information, and that disclosing such information would not be in the interest of CLI due to the intense competition for talents in the industry. Through the disclosures below, our Board believes that there is sufficient information as to CLI's remuneration policies, the level and mix of remuneration, the procedure for setting remuneration and the relationships between remuneration, performance and value creation.

Remuneration bands:

- "A" refers to remuneration between the equivalent of S$1 and S$250,000.
- "B" refers to remuneration between the equivalent of S$250,001 and S$500,000.
- "C" refers to remuneration between the equivalent of S$1,250,001 and S$1,500,000.
- "D" refers to remuneration between the equivalent of S$2,250,001 and S$2,500,000.

The fee structure for non-executive Directors for FY2021 is as follows:

Basic Retainer Fee(1)	**S$**
Board Chairman	750,000(2)
Lead Independent Director	120,000
Director	78,000
Fee for appointment to Audit Committee, Strategy Committee and Executive Committee	
Committee Chairman	60,000
Committee member	30,000
Fee for appointment to any other Board Committees	
Committee Chairman	35,000
Committee member	22,000
Attendance fee for Board/Board Committee meetings (per meeting)	
(a) Attendance in person	
Board meeting	
Local	4,000
Overseas	7,000
Board Committee meeting	
Local	2,200
Overseas	7,000
(b) Attendance via conference telephone or similar communication equipment	
Local and Overseas	1,700
Attendance fee in person or otherwise for project committee meetings/ verification meetings/other meetings where attendance of Directors is required (per meeting)	
Local and Overseas	1,000

Notes:

(1) The fee structure will be reviewed on a regular basis to ensure that it is appropriate to attract, retain and motivate the Directors to provide good stewardship of our Company.

(2) The fee is all-inclusive and there will be no separate Board retainer fee, committee fee or attendance fee for our Board Chairman.

Directors' fees of the non-executive Directors are generally paid as to about 70% in cash and about 30% in the form of share awards under the CLI Restricted Share Plan 2021. Our Directors are paid a fixed fee based on the fee structure above and their remuneration does not include any performance-related elements, and no performance conditions are attached to the share awards granted to them (which are granted to them in lieu of cash).

The estimated amount of compensation payable to our Executive Officers in the current financial year excludes any bonus or profit-sharing plan or any other profit-linked agreement or arrangement.

The remuneration of our Executive Officers comprises fixed components, variable cash components, share-based components and employee benefits. A significant proportion of our Executive Officers' remuneration is in the form of variable compensation, awarded in a combination of short-term and long-term incentives, in keeping with the principles that the interests of the Group CEO and the other Executive Officers should be aligned with those of our Shareholders and other stakeholders and that the remuneration framework should link rewards to corporate and individual performance.

The fixed components comprise the base salary, fixed allowances and compulsory employer contribution to an employee's CPF while the variable cash components currently comprise the Balanced Scorecard Bonus Plan ("**BSBP**") and Economic Value-Added ("**EVA**")-based Incentive Plan ("**EBIP**"). The variable cash components, including the BSBP and EBIP, are subject to periodic review by the Executive Resource and Compensation Committee.

The BSBP is linked to the achievement of annual performance targets for each Executive Officer as agreed at the beginning of the financial year with our Board and/or the Group CEO, as the case may be. Under the Balanced Scorecard framework, our Group's strategy and goals are translated to performance outcomes comprising both quantitative and qualitative targets in the dimensions of Financial, Execution, Future Growth, Talent Management and Sustainability (including Environmental, Social and Corporate Governance); these are cascaded down throughout the organisation, thereby creating alignment across our Group. After the close of each year, the ERCC reviews our Group's achievements against the targets set in the Balanced Scorecard, determines the overall performance taking into consideration qualitative factors such as the quality of earnings, operating environment, regulatory landscape and industry trends, and approves a bonus pool that corresponds to the performance achieved. In determining the payout quantum for each Executive Officer under the plan, the ERCC considers the overall business performance, both qualitative and quantitative aspects of individual performance, as well as the affordability of the payout to our Company.

The EBIP is based on sharing with employees a portion of the EVA bonus, which varies according to the actual achievement of residual economic profit. The EBIP rewards sustainable value creation over the medium term achieved by growing profits, deploying capital efficiently and managing the risk profile and risk time horizon of a real estate business. Under this plan, the bonus declared to each EBIP participant for the current year is added to the participant's balance carried forward from the previous year, upon which one-third of the resulting total amount is paid out in cash, with the remaining two-thirds to be carried forward to the following year. The balance in each participant's EBIP account is at risk because a significant reduction in EVA in any year may result in retraction (performance clawback) of the EBIP bonus declared in preceding years. The EBIP encourages our Executive Officers to work for sustained EVA generation and to take actions that are aligned with the long term interests of our Company's stakeholders. In determining the EBIP bonus declared to each participant, the ERCC considers the overall business performance, individual job responsibilities, performance and contribution, as well as the relevant market remuneration benchmarks.

Our Executive Officers also may receive share awards under the Share Plans, as well as are provided benefits which are comparable to local market practices. For more information on share awards, please refer to the section "Share Plans".

Save as disclosed above, as at the date of this Document, we do not have in place any formal bonus or profit-sharing plan or any other profit-linked agreement or arrangement with any of our employees, and bonus is expected to be paid on a discretionary basis.

There is no employee who is an immediate family member of a Director or the Group CEO and whose remuneration whose remuneration exceeds S$50,000 during FY2019 and FY2020.

Principal Directorships of our Directors and Executive Officers

The list of present principal and past directorships held by our Directors and Executive Officers in the last five years preceding the date of this Document (excluding those held in our Company) is as set out in Appendix L of this Document.

Legal Representative of our principal subsidiary incorporated in PRC

Under the laws and regulations in PRC, a company incorporated in PRC is required to appoint a PRC Legal Representative who has the sole powers to represent, exercise rights on behalf of, and enter into binding obligations on behalf of, the company. Any of the following persons can be appointed as the PRC Legal Representative of the relevant PRC subsidiary in accordance with the Company Law of the PRC (《中华人民共和国公司法》) and the articles of associations of such PRC subsidiary by (a) the shareholder(s) of the PRC subsidiary or (b) the board of directors of the PRC subsidiary appointed by such shareholder(s):

- Chairman of the board of directors of the PRC subsidiary;
- Executive director of the PRC subsidiary; or
- General manager of the PRC subsidiary.

The PRC Legal Representative of our principal subsidiary incorporated in PRC, CapitaMalls Wuhan Gutian Commercial Property Co., Ltd., is Cheng Yuan. Cheng Yuan is not related to any Directors. Other than as an employee of CLI Group, there is no relationship between Cheng Yuan and CLI or CLI's controlling shareholders.

The possible implications arising out of the appointment of a PRC Legal Representative are as follows:

(i) in the event of any future appointment or change of a PRC Legal Representative of the relevant PRC subsidiary, our Group will need to comply with the relevant legal formalities and procedures in relation to the filing of such appointment or change with the local PRC authorities; and

(ii) where the relevant PRC subsidiary wishes to replace its current PRC Legal Representative, it may be subject to procedural requirements of the articles of association of such PRC subsidiary and may be required to obtain a dismissal letter of the current PRC Legal Representative and an appointment letter of the subsequent PRC Legal Representative. In this regard, the dismissal letter and the appointment letter shall both be issued pursuant to a shareholders' meeting or the board resolutions as required by the articles of association.

The existing articles of association of CapitaMalls Wuhan Gutian Commercial Property Co., Ltd. provide that the board of directors of the PRC subsidiary shall be appointed by the shareholder(s). The existing articles of association further provide that the board of directors shall have a chairman whose appointment shall be decided by the shareholder(s) and that the chairman shall be the legal representative of the PRC subsidiary. As the appointment of the chairman of the board of directors of CapitaMalls Wuhan Gutian Commercial Property Co., Ltd. is decided by its shareholder(s), this effectively gives our Company the right to appoint and remove the PRC Legal Representative.

In PRC, it is common practice for the seal of the PRC Legal Representative to be used as one of the seals for the company to operate a bank account in PRC. Typically, the bank will require certain documentation to effect the change of the PRC Legal Representative if the company's PRC Legal Representative is replaced, which would include the seal of the former PRC Legal Representative. If the former PRC Legal Representative is un-cooperative and refuses to do so, the bank may require the company to provide evidentiary proof that the change has been effected such as copies of the shareholders' resolutions before the company can continue to operate the bank account.

To minimise such risk, for the purposes of operating our bank accounts in PRC, we require certain authorised signatories (who are set out in various groups and the amount to be paid will determine the combination of the authorised signatories required to sign the cheques) and the finance seal which is held by persons other than the PRC Legal Representative, allowing us better protection for our Group's cash and assets.

Our Directors are of the opinion that the abovementioned processes and procedures are adequate to address the risks in relation to the appointment of the PRC Legal Representative and the impediments to his removal.

Our Employees

Prior to the completion of the Scheme

Prior to the completion of the Scheme, CLI Group and CapitaLand Group are managed and operated as a collective whole, with most of the employees employed by CapitaLand. In this regard, CLI Group did not have many employees for the FY2019, FY2020 and 1Q2021. The following tables show a breakdown of the permanent employees (including contract staff) of CLI Group (prior to the completion of the Scheme) as at the end of FY2019, FY2020 and 1Q2021 by category of activity and geographic location.

Category of Activity	Number of Permanent Employees (including contract staff) as at		
	31 December 2019	31 December 2020	31 March 2021
General management	7	7	7
Corporate services[(1)]	58	55	54
Investment and asset management	34	39	42
Fund management	17	21	20
Sales/marketing/leasing management	69	70	71
Project and design management	2	2	2
Property/facilities management	214	202	201
Total	**401**	**396**	**397**

Note:

(1) As the finance function of CLI Group was provided at group level by CapitaLand Group for FY2019, FY2020 and 1Q2021, there were fewer than 10 employees of CLI Group that were involved in the finance function of CLI Group for those years and period.

Country	31 December 2019	31 December 2020	31 March 2021
Singapore	86	92	93
Hong Kong	3	3	3
Other Asia and Oceania	312	301	301
Total	**401**	**396**	**397**

The number of temporary or part-time staff employed by CLI Group (prior to the completion of the Scheme) is insignificant.

Assuming the completion of the Scheme

As part of the Internal Restructuring, certain assets, businesses and/or platforms as well as employees that are not currently held by CLI Group will be transferred to CLI Group. Following the Listing, it is not intended that there will be cross-sharing of employees between the CLI Group and the Parent Group; rather, services to be provided between the CLI Group and the Parent Group will be so provided through, among others, the Master Corporate Services Agreement, Master Property Management Services Agreement and Master Project Management Services Agreement as disclosed in the section “Interested Person Transactions and Conflicts of Interests”.

The following tables show a breakdown of the estimated number of permanent employees (including contract staff) of CLI Group (as if the Scheme had been completed) by category of activity and geographic location, as of 7 July 2021.

	Number of Permanent Employees (including contract staff)
Category of Activity	
General management	38
Corporate services	2,538[(1)]
Investment and asset management	265
Fund management	52
Sales/marketing/leasing management	1,047
Project and design management	131
Property/facilities management	5,295
Hospitality management	440
Total	**9,806**
Country	
Singapore	2,211
China (including Hong Kong)	3,863
India	438
Vietnam	452
Other Asia and Oceania	1,942
Middle East	32
Europe and USA	868
Total	**9,806**

Note:

(1) Includes 892 employees that are involved in the finance function of our Group.

The number of temporary or part-time staff to be employed by CLI Group (as if the Scheme had been completed) is insignificant

Labour relations

The employees of CLI Group (prior to the completion of the Scheme) are covered by a collective bargaining agreement entered into by CapitaLand and are unionised. Following the completion of the Scheme, it is anticipated that the employees of CLI Group will be covered by a collective bargaining agreement to be entered into by CLI.

As at the Latest Practicable Date, CLI Group (prior to the completion of the Scheme) has not experienced any strikes or other disruptions due to labour disputes during FY2019, FY2020 and 1Q2021. We believe that in general, CLI Group (prior to the completion of the Scheme) continues to enjoy good relations with its employees.

On 17 July 2021, CapitaLand, our sole Shareholder approved the Share Plans.

The Share Plans are proposed to increase our Company's flexibility and effectiveness in its continuing efforts to reward, retain and motivate employees to achieve superior performance. The Share Plans will strengthen our Company's competitiveness in attracting and retaining talented key senior management and executives.

The CLI Restricted Share Plan 2021 is intended to apply to a broader base of executives (including Designated Parent Group Employees and Associated Company Employees) as well as to the Non-Executive Directors, while the CLI Performance Share Plan 2021 is intended to apply to a select group of key senior management (including Designated Parent Group Employees and Associated Company Employees). Generally, it is envisaged that the range of performance targets to be set under the CLI Restricted Share Plan 2021 and the CLI Performance Share Plan 2021 will be different, with the latter emphasising stretched or strategic targets aimed at sustaining longer term growth.

The Share Plans will provide incentives to high performing key senior management and executives to excel in their performance and encourage greater dedication and loyalty to our Company. Through the Share Plans, our Company will be able to motivate key senior management and executives to continue to strive to deliver long-term shareholder value for our Shareholders. In addition, the Share Plans aim to foster a greater ownership culture within our Group which aligns the interests of Participants with the interests of Shareholders, and to improve performance and achieve sustainable growth for our Company in the evolving business environment.

The Share Plans use methods fairly common among major local and multinational companies to incentivise and motivate key senior management and executives to achieve pre-determined targets which create and enhance economic value for Shareholders. Our Company believes that the Share Plans will be effective tools in motivating key senior management and executives to strive to deliver long-term shareholder value.

For Participants who are employees of our Group, the Designated Parent Group and Associated Companies, the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021 contemplate the award of fully paid Shares, when and after pre-determined performance or service conditions are met.

In addition, the CLI Restricted Share Plan 2021 will also enable grants of fully paid Shares to be made to Non-Executive Directors as part of their remuneration in respect of their office as such in lieu of cash.

A Participant's Awards under the Share Plans will be determined at the sole and absolute discretion of the Committee. In considering an Award to be granted to a Participant who is an employee of our Group, the Designated Parent Group or an Associated Company (as the case may be), the Committee may take into account, *inter alia*, the Participant's performance during the relevant period, and his capability, entrepreneurship, scope of responsibility and skill set. In respect of a Participant who is an employee of the Designated Parent Group, the Committee may take into account, *inter alia*, the role of such employee in the ecosystem and the contributions such employee could make to the growth of the CLI Group.

Under the rules of the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021, the Committee may designate a holding company for the time being of our Company and the holding company for the time being of the first-mentioned holding company to be the Designated Parent Companies for the purposes of such Share Plans. The Committee has designated CapitaLand and CLA as the Designated Parent Companies for the purposes of such Share Plans. The grant of Awards to the Designated Parent Group Employees is subject to Chapter 8 of the Listing Manual.

CLI Performance Share Plan 2021

One of the primary objectives of the CLI Performance Share Plan 2021 is to further motivate key senior management to strive for superior performance and to deliver long-term shareholder value. The CLI Performance Share Plan 2021 is targeted at senior management in key positions who shoulder the responsibility for our Company's performance and who are able to drive the growth of our Company through superior performance.

Awards granted under the CLI Performance Share Plan 2021 are performance-based. Performance targets set under the CLI Performance Share Plan 2021 are intended to be based on medium-term corporate objectives covering including shareholder wealth creation and environment, social and governance. The performance targets are stretched targets aimed at driving longer term growth. Examples of performance targets to be set include multi-year targets based on criteria such as total shareholder return, return on equity and carbon emissions.

CLI Restricted Share Plan 2021

One of the primary objectives of the CLI Restricted Share Plan 2021 is to serve as an additional motivational tool to recruit and retain talented executives as well as to reward for Company and individual performance. In addition, the CLI Restricted Share Plan 2021 acts as an enhancement of our Group's overall compensation packages, strengthening our Group's ability to attract and retain high performing talent. Potential executive hires who decide on a career switch often have to forego substantial share options or share incentives when they join our Group. Through the CLI Restricted Share Plan 2021, our Company will be able to compensate such new hires for share options or share incentives that they may have to forego when they join our Group.

Awards granted under the CLI Restricted Share Plan 2021 to employees of our Group, the Designated Parent Group and Associated Companies will typically vest only after the satisfactory completion of time-based service conditions, that is, after the Participant has served our Group, the Designated Parent Group or Associated Company for a specified number of years (time-based restricted Awards) or, where the Award is performance-related (performance-based restricted Awards), after a further period of service beyond the performance target completion date. No minimum vesting periods are prescribed under the CLI Restricted Share Plan 2021 and the length of the vesting period(s) in respect of each Award will be determined on a case-by-case basis.

A time-based restricted Award may be granted, for example, as a supplement to the cash component of the remuneration packages of executives. A performance-based restricted Award may be granted, for example, with a performance target based on the successful completion of a project, or on our Company meeting certain specified corporate target(s), and thereafter with a further vesting period to encourage the Participant to continue serving our Group for a further period.

For Participants who are employees of our Group, the Designated Parent Group and Associated Companies, it is the intention of our Company to award performance-based restricted Awards to ensure that the earning of Shares under the CLI Restricted Share Plan 2021 is aligned with the pay-for-performance principle. The use of time-based restricted Awards in such instances will only be made on a case-by-case basis where business needs justify such Awards.

The CLI Restricted Share Plan 2021 will also enable grants of fully paid Shares to be made to Non-Executive Directors as part of their remuneration in respect of their office as such in lieu of cash. Currently, the intention is for the Committee to be given the discretion to pay out 30% (or such percentage as determined by the Committee) of the aggregate Directors' remuneration approved by Shareholders for a particular financial year in the form of Shares comprised in Awards granted under the CLI Restricted Share Plan 2021. No performance conditions may be attached to Awards granted to Non-Executive Directors under the CLI Restricted Share Plan 2021. Although the CLI Restricted Share Plan 2021 will permit time-based vesting periods to be imposed on such Awards, the current intention is that such Awards will consist of the grant of fully paid Shares outright, with no vesting periods imposed. However, in order to encourage the alignment of the interests of the Non-Executive Directors with the interests of Shareholders, it is currently intended that a retention period, during which the Shares awarded may not be transferred or otherwise disposed of (except to the extent set out in the Award Letter or with the prior approval of the Committee), will be imposed in respect of Shares awarded to Non-Executive Directors under the CLI Restricted Share Plan 2021.

Flexibility of Grants

Participants who are employees of our Group, the Designated Parent Group or an Associated Company may be granted Awards under both the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021. For example, an individual Participant who is a key senior management staff may be granted an Award under the CLI Performance Share Plan 2021 based on specified medium-term critical target objectives (for example, targets relating to total shareholder return, market position and Company profitability and growth) over the next three years which vests at the end of the performance period. Concurrently, the individual could also be granted an Award under the CLI Restricted Share Plan 2021 based on different performance targets (for example, ensuring that a particular project is successfully completed on time or that our Company meets certain specified corporate target(s)) and with a longer vesting period with the aim of retaining the individual as our Company's employee. It is unlikely that performance targets for any individual Participant under the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021 will be identical.

Participation by Designated Parent Group Employees and Associated Company Employees in the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021

While the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021 cater principally to Group Employees, it is recognised that there may be individuals who are able to make significant contributions to our Group through their close working relationship with our Group via the ecosystem, even though they are not employed within our Group. Such persons include the Designated Parent Group Employees and Associated Company Employees.

Designated Parent Group Employees and Associated Company Employees are expected to work closely with our Group to provide services, knowledge, expertise, assistance and support to our Group on a continuing basis in the development and implementation of business strategies, investments and projects in which our Company or our Group has interests. The extension of the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021 to Designated Parent Group Employees and Associated Company Employees allows our Group to have a fair and equitable system to reward Designated Parent Group Employees and Associated Company Employees who have made and who continue to make significant contributions to the long-term growth of our Group.

The Share Plans provide that the aggregate number of new Shares to be issued and existing Shares to be delivered under the Share Plans will be subject to a maximum limit of 8% of our Company's issued Shares (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual)) on the date preceding the date of the relevant Award. Accordingly, there will be no significant dilution of Shareholders' shareholding percentages as a result of the introduction of the Share Plans.

As at the date of this Document, no Awards have been granted under the Share Plans. However, please see "– Grants of Awards to replace Awards previously granted pursuant to the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020."

The rules of the Share Plans may be inspected by Shareholders at the registered office of our Company for a period of six months after the date of this Document. See Appendix K of this Document for a summary of the rules of the Share Plans.

Disclosures in Annual Report

The following disclosures or appropriate negative statements (as applicable) will be made by our Company in its annual report for so long as the Share Plans continue in operation:

(a) the names of the members of the Committee administering the Share Plans;

(b) in respect of the following Participants of the Share Plans:

    (i) Directors of our Company;

    (ii) Participants (other than those in sub-paragraph (i)) who have received Shares pursuant to the release of Awards granted under the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021 which, in aggregate, represent 5% or more of the aggregate of:

        (1) the total number of new Shares available under the Share Plans collectively; and

        (2) the total number of existing Shares delivered pursuant to Awards released under the Share Plans collectively,

    the following information:

    (aa) the name of the Participant; and

(bb) the following particulars relating to Shares delivered pursuant to Awards released under the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021:

(i) the number of new Shares issued to such Participant during the financial year under review; and

(ii) the number of existing Shares transferred to such Participant during the financial year under review;

(c) in relation to the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021, the following particulars:

(i) the aggregate number of Shares comprised in Awards granted under the Share Plans since the commencement of the Share Plans to the end of the financial year under review;

(ii) the aggregate number of Shares comprised in Awards which have been released under the Share Plans during the financial year under review and in respect thereof, the proportion of:

(1) new Shares issued; and

(2) existing Shares transferred and, where existing Shares were purchased for delivery, the range of prices at which such Shares have been purchased,

upon the release of Awards granted under the Share Plans; and

(iii) the aggregate number of Shares comprised in Awards granted under the Share Plans which have not been released, as at the end of the financial year under review; and

(d) (i) the names of and number of Shares comprised in and terms of awards granted to each Designated Parent Group Employee who receives 5% or more of the total number of Shares available under the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021 to Designated Parent Group Employees collectively, during the financial year under review; and

(ii) the aggregate number of Shares comprised in awards granted to Designated Parent Group Employees for the financial year under review, and since the commencement of the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021 to the end of the financial year under review.

Administration of the Share Plans

The Executive Resource and Compensation Committee of our Company will be designated as the Committee responsible for the administration of the Share Plans. The Executive Resource and Compensation Committee of our Company currently comprises Mr Stephen Lee Ching Yen, Mr Ko Kai Kwun Miguel @ Ko Miguel, Ms Goh Swee Chen and Ms Hsu Chung Wei Judy, all of whom are Directors of our Company.

In compliance with the requirements of the Listing Manual, a Participant of the Share Plans who is a member of the Executive Resource and Compensation Committee shall not be involved in its deliberations in respect of Awards to be granted to or held by that member of the Executive Resource and Compensation Committee.

Financial Effects of the Share Plans

The accounting treatment of the Awards granted under the Share Plans would be in accordance with SFRS(I) 2, Share-based payment. Participants may receive Shares or their equivalent cash value, or combinations thereof. In the event that the Participants receive Shares, the Awards would be accounted for as equity-settled Share-based transactions, as described in the following paragraphs.

The fair value of employee services received in exchange for the grant of the Awards would be recognised as a charge to the profit and loss account over the period between the grant date and the vesting date of an Award. The total amount of the charge over the vesting period is determined by reference to the fair value of each Award granted at the grant date and the number of Shares vested at the vesting date, with a corresponding credit to reserve account. Before the end of the vesting period, at each balance sheet date, the estimate of the number of Awards that are expected to vest by the vesting date is revised, and the impact of the revised estimate is recognised in the profit and loss account with a corresponding adjustment to equity. After the vesting date, no adjustment to the charge to the profit and loss account is made.

The amount charged to the profit and loss account would be the same whether our Company settles the Awards using new Shares or existing Shares. The amount of the charge to the profit and loss account also depends on whether or not the performance target attached to an Award is a "market condition", that is, a condition which is related to the market price of the Shares. If the performance target is a market condition, the probability of the performance target being met is taken into account in estimating the fair value of the Shares granted at the grant date, and no adjustments to amounts charged to profit and loss account is made if the market condition is not met. On the other hand, if the performance target is not a market condition, the probability of the target being met is not taken into account in estimating the fair value of the Shares granted at the grant date. Instead, it is subsequently considered at each accounting date in assessing whether the Awards would vest. Thus, where the vesting conditions do not include a market condition, there would be no charge to the profit and loss account if the Awards do not ultimately vest.

The following sets out the financial effects of the Share Plans.

(a) Share Capital

The Share Plans will result in an increase in our Company's issued ordinary share capital only if new Shares are issued to Participants. The number of new Shares issued will depend on, *inter alia*, the size of the Awards granted under the Share Plans. In any case, the Share Plans provide that the total number of new Shares to be issued and existing Shares delivered under the Share Plans will be subject to the maximum limit of 8% of the issued Shares (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual)) preceding the date of grant of the relevant Award. If, instead of issuing new Shares to Participants, existing Shares are purchased for delivery to Participants, the Share Plans will have no impact on our Company's issued ordinary share capital.

(b) NTA

As described below in the paragraph on EPS, the Share Plans are likely to result in a charge to our Company's profit and loss account over the period from the grant date to the vesting date of the Awards. The amount of the charge will be computed in accordance with the accounting method as stated above. If new Shares are issued under the Share Plans, there would be no effect on the NTA. However, if instead of issuing new Shares to Participants, existing Shares are purchased for delivery to Participants or our Company pays the equivalent cash value, the NTA would decrease by the cost of the existing Shares delivered or the cash payment, respectively.

Nonetheless, it should be noted that, other than in the case of Awards granted to Non-Executive Directors under the CLI Restricted Share Plan 2021 as described above, the delivery of Shares to Participants under the Share Plans will generally be contingent upon the Participants meeting prescribed performance targets and conditions.

(c) EPS

The Share Plans are likely to result in a charge to earnings over the period from the grant date to the vesting date, computed in accordance with the accounting method as stated above.

Nonetheless, it should again be noted that, other than in the case of Awards granted to Non-Executive Directors under the CLI Restricted Share Plan 2021 as described above, the delivery of Shares to Participants under the Share Plans will generally be contingent upon the Participants meeting prescribed performance targets and conditions.

(d) Dilutive Impact

It is expected that the dilutive impact of the Share Plans on the NTA per Share and EPS will not be significant.

The Share Plans provide that the aggregate number of new Shares to be issued and existing Shares to be delivered under the Share Plans will be subject to a maximum limit of 8% of our Company's issued Shares (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual)) on the date preceding the date of the relevant Award. Accordingly, there will be no significant dilution of Shareholders' shareholding percentages as a result of the introduction of the Share Plans.

We have made an application to the SGX-ST for permission to deal in and for quotation of the Shares which may be issued pursuant to the grant of Awards under the Share Plans. The approval of the SGX-ST is not to be taken as an indication of the merits of the Introduction, the Shares (including the Plan Shares), our Company or our Group.

Grants of Awards to replace Awards previously granted pursuant to the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020

Our Company may on or after the Listing Date, grant Awards pursuant to the CLI Performance Share Plan 2021 ("**Replacement Awards**") to certain employees of CLI Group and certain Designated Parent Group Employees (collectively, "**Existing CapitaLand PSP Award Holders**") in replacement of awards previously granted to them pursuant to the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020 ("**Existing CapitaLand PSP Awards**").

The number of such Replacement Awards to be granted to the Existing CapitaLand PSP Award Holders will be determined in accordance with the following basis:

$$A = \frac{\text{Final Number x CapitaLand Share Price}}{\text{CLI Share Price}}$$

Where:

"A" means the number of Shares represented by the new Replacement Awards which will be released based on the original vesting schedule of the Existing CapitaLand PSP Awards;

"CapitaLand Share Price" means S$4.102 per CapitaLand Share, being the implied consideration of the Scheme;

"CLI Share Price" means the implied value of one Share, being S$2.823, representing one times of the pro forma net asset value, adjusted for transaction related costs; and

"Final Number" means the number of CapitaLand Shares into which the Existing CapitaLand PSP Awards will be vested pursuant to the decision of CapitaLand's executive resource and compensation committee, being the baseline number of the Existing CapitaLand PSP Awards held by the Existing CapitaLand PSP Award Holders as at the date of grant of the Replacement Awards multiplied by the maximum multiplier of 200%.

Awards granted under the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020 are capable of vesting into CapitaLand Shares at multipliers ranging from 0% to 200% of the baseline number of CapitaLand Shares initially comprised in the awards. Pursuant to the rules of the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020, in the event of, among others, a scheme of arrangement for the CapitaLand Shares, CapitaLand's Executive Resource and Compensation Committee ("**CapitaLand ERCC**") has the discretion to, among others, amend or waive the vesting period(s), the vesting date(s), the release schedule, the retention period, the performance period, the performance condition(s), any condition applicable to an award and/or the extent to which the CapitaLand Shares which are the subject of an award shall be released on the performance condition(s) being satisfied (whether fully or partially) or exceeded or not being satisfied, as the case may be, at the end of the performance period of that award. In light of the Scheme, the CapitaLand ERCC has exercised its discretion under the rules of the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020 to determine the extent to which the CapitaLand Shares shall be released. Taking into account the overriding objective of, among others, recognising the participants' contributions to the materialisation of the Scheme and to share with such participants the value consequently unlocked through the Scheme (if and when completed), the CapitaLand ERCC has determined that the maximum multipliers of 200% shall apply to the release of the awards under the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020 which would not have been finalised as at the date on which the Scheme becomes effective.

It is proposed that the Replacement Awards will vest based on the existing vesting schedule of the Existing CapitaLand PSP Awards. As the CapitaLand ERCC has determined that the Existing CapitaLand PSP Awards shall be capable of being released, the release of such Existing CapitaLand PSP Awards is no longer contingent upon the satisfaction of performance conditions. Accordingly, the vesting of the Replacement Awards is similarly not subject to the satisfaction of performance conditions; subject to and conditional upon the relevant Existing CapitaLand PSP Award Holder remaining employed by the employing entity (either CLI Group or the Designated Parent Group, as the case may be), the Replacement Awards will vest into our Shares on the vesting date.

The Share Plans provide that the total number of new Shares to be issued and existing Shares delivered under the Share Plans will be subject to the maximum limit of 8% of the issued Shares (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual)) preceding the date of grant of the relevant Award. In this regard, the Replacement Awards will be taken into consideration in the determination of whether such maximum limit has been exceeded.

Interested Person Transactions

In general, transactions between our Group (when used in this section, "our Group" refers to our Company, our subsidiaries and, where applicable, our associated companies, if any), and any of our interested persons (namely, our Directors, Chief Executive Officer or controlling Shareholders or the associates of such Directors, Chief Executive Officer or controlling Shareholders) would constitute interested person transactions.

Certain terms such as "associate", "associated company", "control", "controlling shareholder", "entity at risk", "interested person" and "interested person transaction" used in this section have the meanings as provided in the Listing Manual.

In line with the rules set out in Chapter 9 of the Listing Manual, a transaction which value is less than S$100,000 is not considered material in the context of the Introduction and is not taken into account for the purposes of aggregation in this section.

Upon Listing, CapitaLand will be a controlling shareholder of our Company post Listing. Therefore, CapitaLand and its associates (including CLA and Temasek and their respective associates) are considered "interested persons" of our Group.

The following represents transactions undertaken by us with our interested persons and their respective associates within the last two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 up to the Latest Practicable Date.

Save as disclosed below and in the section "Scheme", our Group does not have any other interested person transactions which are material in the context of the Introduction with any of its interested persons within the last two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 up to the Latest Practicable Date.

It should be noted that the past interested persons transactions were entered into based on the then business composition of our Company. Our Company is undergoing the Internal Restructuring for the purpose of the DIS, upon completion of which, our Company's business composition will differ from that in last two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 up to the Latest Practicable Date. Any interested person transactions which might have to be considered post Listing would be based on CLI Group's business composition post Listing. Further, in respect of past interested persons transactions entered into with CapitaLand and its associates, they were entered into between the entities in the CLI Group and the entities in the Parent Group whilst CLI was wholly owned by CapitaLand. They were entered into primarily to facilitate the business development and operations of the CLI Group as a wholly owned group of CapitaLand, and in other instances, for the effective functioning of the CLI Group within the ecosystem of the wider CapitaLand Group. Accordingly, unless the context indicates otherwise, the terms of such transactions were not negotiated at an arm's length basis.

CapitaLand Shareholders, upon approval of the DIS at the CapitaLand EGM, are deemed to have specifically approved the transactions with our interested persons disclosed under the section "– Present and Ongoing Interested Person Transactions" and under the section "Scheme" and accordingly, these transactions are not subject to Rules 905 and 906 of the Listing Manual to the extent that there are no subsequent changes to the terms of the relevant agreements save as indicated otherwise.

Past Interested Person Transactions

Details of the past transactions between our Group and interested persons which are not present and ongoing transactions (as set out in the section "- Present and Ongoing Interested Person Transactions"), and which are material in the context of the Introduction, for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 up to the Latest Practicable Date (collectively, the "**Relevant Period**") are as follows:

	Financial year ended 31 December		**Period from**
S$' million	**2019**	**2020**	**1 January 2021 up to the Latest Practicable Date**
Past transactions with the Parent Group			
(a) Past intercompany loans from and to the Parent Group			
(i) To CLI Group	5,994	5,017	5,143
(ii) From CLI Group	2,402	2,194	1,709
(b) Past provision of corporate services by and to the Parent Group			
(i) Paid by CLI Group	91	93	60
(ii) Paid to CLI Group	39	50	29
(c) Past provision of property management services to and by the Parent Group			
(i) Paid by CLI Group	*	–	–
(ii) Paid to CLI Group	4	2	–
(d) Past provision of project management services and technical advisory services by and to the Parent Group			
(i) Paid by CLI Group	2	3	*
(ii) Paid to CLI Group	2	4	*
(e) Past provision of fund management and related services to the Parent Group	6	2	–
(f) Past lease by the Parent Group	3	7	*
(g) Past transfers of entities to CLI as part of internal restructuring (excluding the Internal Restructuring)	493	2,616	–

S$' million	Financial year ended 31 December 2019	2020	Period from 1 January 2021 up to the Latest Practicable Date
Past transactions with Temasek's associates (excluding the Parent Group)			
(a) Past transactions with Temasek's associates (excluding Singtel (as defined below) and Starhub (as defined below) which are listed associates):			
(i) Paid by CLI Group for past purchase of goods and services	1	7[(1)]	*
(ii) Paid to CLI Group for past sale of goods and services	–	40	–
(b) Past transactions with Singapore Telecommunications Limited and its associates ("**Singtel**"):			
(i) Paid by CLI Group for past purchase of goods and services	1	*	*
(c) Past transactions with StarHub Ltd and its associates ("**Starhub**"):			
(i) Paid by CLI Group for past purchase of goods and services	–	5	*

* Amount less than S$1 million

Note:

(1) Amount reported under Temasek's associates includes transactions with StarHub. The transactions pertain to the engagement of services with two companies, Ensign InfoSecurity (Singapore) Pte. Ltd. and Ensign InfoSecurity (SmartTech) Pte. Ltd., which are both indirectly held by Temasek and StarHub.

Past transactions with the Parent Group

(a) Past intercompany loans from and to the Parent Group

Whilst CLI Group was a wholly owned group of CapitaLand, various subsidiaries of CapitaLand had, from time to time during the Relevant Period, extended loans to and received loans from CLI Group members for purposes such as the funding of acquisitions and operations (collectively, the "**Past Interco Loans**").

Past intercompany loans extended to CLI Group

For the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date, the Past Interco Loans extended to CLI Group amounted to S$5,994 million as at 31 December 2019, S$5,017 million as at 31 December 2020 and S$5,143 million as at the Latest Practicable Date, respectively. Such Past Interco Loans were generally extended during the Relevant Period at interest rates ranging from 0.01% per annum to 4.79% per annum. Some of such Past Interco Loans were quasi-equity in nature and interest-free.

The Past Interco Loans extended to CLI Group were unsecured and the largest amount of such Past Interco Loans outstanding during the Relevant Period (based on amounts outstanding as at the end of each calendar month) was S$6,926 million.

Past intercompany loans extended by CLI Group

For the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date, the Past Interco Loans extended by CLI Group amounted to S$2,402 million as at 31 December 2019, S$2,194 million as at 31 December 2020 and S$1,709 million as at the Latest Practicable Date, respectively. Such Past Interco Loans were generally extended during the Relevant Period at interest rates ranging from 3.00% per annum to 8.00% per annum. Some of such Past Interco Loans were quasi-equity in nature and interest-free.

The Past Interco Loans extended by CLI Group were unsecured and the largest amount of such Past Interco Loans outstanding during the Relevant Period (based on amounts outstanding as at the end of each calendar month) was S$2,920 million.

The Past Interco Loans were entered into in the ordinary course of business and were provided for the purpose of facilitating the then ongoing business developmental and operational needs of the CapitaLand Group.

All of the Past Interco Loans either were repaid during the Relevant Period or will be repaid and/or settled upon the completion of the Internal Restructuring.

(b) Past provision of corporate services by and to the Parent Group

Prior to the Listing, the CapitaLand Group is managed and operated as a collective whole. As a result, CLI Group had various arrangements with the Parent Group pursuant to which the Parent Group provided various services to CLI Group and also received various services from CLI Group (collectively, the "**Past Corporate Services**"). The Past Corporate Services included the following:

(i) human resources, finance, IT and general procurement functions;

(ii) sharing the use of office space and facilities and related services; and

(iii) corporate support services.

The amounts paid by CLI Group for the Past Corporate Services (including reimbursements for out-of-pocket expenses incurred in the provision of these services) for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$91 million, S$93 million and S$60 million, respectively.

The amounts paid to CLI Group for the Past Corporate Services (including reimbursements for out-of-pocket expenses incurred in the provision of these services) for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$39 million, S$50 million and S$29 million, respectively.

In connection with the Past Corporate Services, the amounts were charged on a cost-recovery basis and generally included a mark-up consistent with transfer pricing guidelines of relevant jurisdictions where these services were provided. The costs and mark-up were allocated based on a formula which was consistently applied to CapitaLand's business units (including CLI Group).

The Past Corporate Services will be terminated on the date before the Listing Date.

(c) Past provision of property management services to and by the Parent Group

As with the reason for the Past Corporate Services, there were arrangements between CLI Group and the Parent Group pursuant to which CLI Group provided various property management services to the Parent Group and also received various property management services from the Parent Group. These services included:

(i) retail property management services;

(ii) office property management services;

(iii) business park, industrial and logistics property management services;

(iv) data centre management services; and

(iv) lodging (including serviced residences) management and related services.

The amount paid by CLI Group for such property management services for the financial year ended 31 December 2019 was less than S$1 million. There were no amounts paid by CLI Group for such property management services for the financial year ended 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date.

The amounts paid to CLI Group for such property management services for the past two financial years ended 31 December 2019 and 31 December 2020 were S$4 million and S$2 million, respectively. There were no amounts paid by CLI Group for such property management services for the period from 1 January 2021 to the Latest Practicable Date.

The agreements for such property management services were entered into in the ordinary course of business, and the amounts paid for such property management services were on an arm's length basis, based on normal commercial terms.

These services either were terminated during the Relevant Period when the relevant assets were divested by the Parent Group or will be terminated prior to the Listing Date.

(d) Past provision of project management services and technical advisory services by and to the Parent Group

As with the reason for the Past Corporate Services, CLI Group had various existing arrangements with the Parent Group pursuant to which the Parent Group provided or received the following services:

(i) project management and technical management services in relation to the development, re-development, refurbishment, major retrofitting and renovation works ("**Project Management Services**"); and

(ii) technical advisory services ("**Technical Advisory Services**").

The amounts paid by CLI Group for Project Management Services and Technical Advisory Services for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$2 million, S$3 million and less than S$1 million, respectively.

The amounts paid to CLI Group for Project Management Services and Technical Advisory Services for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$2 million, S$4 million and less than S$1 million, respectively.

The agreements for such Project Management Services and Technical Advisory Services were entered into in the ordinary course of business, and the amounts paid for such services were on an arm's length basis, based on normal commercial terms.

These services either were completed during the Relevant Period or will be terminated prior to the Listing Date.

(e) Past provision of fund management and related services to the Parent Group

During the Relevant Period, CLI's subsidiaries, CapitaLand Investment Management Korea Co., Ltd ("**CLIMKCL**") (formerly known as Ascendas Asset Management Co., Ltd) and CapitaLand Fund Management Pte. Ltd. ("**CLFM**") were, respectively, the fund manager for AKOPREIT 2, AKOPREIT 4 and AKOPREIT 5 which were funds under the Parent Group, and the manager for CTM Property Trust which is an investment holding trust under the Parent Group. AKOPREIT 2 was dissolved in April 2021, while AKOPREIT 4 and AKOPREIT 5 were divested in January 2021 and August 2019 respectively. CLFM ceased to be the manager for CTM Property Trust with effect from July 2021.

The aggregate of the amounts paid to CLIMKCL for its services to AKOPREIT 2, AKOPREIT 4 and AKOPREIT 5 (including reimbursements for out-of-pocket expenses incurred in the provision of these services) and to CLFM for its services as manager for CTM Property Trust for the past two financial years ended 31 December 2019 and 31 December 2020 were S$6 million and S$2 million, respectively. There were no amounts paid to CLIMKCL for its services to AKOPREIT 2, AKOPREIT 4 and AKOPREIT 5 (including reimbursements for out-of-pocket expenses incurred in the provision of these services) and no amounts paid to CLFM for its services for the period from 1 January 2021 to the Latest Practicable Date.

The agreements for the provision of CLIMKCL's services and CLFM's services were entered into in the ordinary course of business, and the amounts charged for CLIMKCL's services and CLFM's services were on an arm's length basis.

(f) Past lease by the Parent Group

During the Relevant Period, a member of the Parent Group leased two levels of office space at Galaxis, which was then a building owned by a member of CLI Group (the "**Past Lease**"). This lease was terminated on 31 March 2021.

The amounts paid by the Parent Group in respect of the Past Lease for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$3 million, S$7 million and less than S$1 million, respectively.

The Past Lease was entered into in the ordinary course of business for the purpose of providing office space to the management and employees of the then Ascendas-Singbridge group of companies. After the acquisition by CapitaLand of all the issued shares of both Ascendas Pte Ltd and Singbridge Pte. Ltd. in June 2019 (the "**ASB Acquisition**"), certain employees of the enlarged CapitaLand Group continued to occupy the office space at Galaxis until their relocation to other office premises of CapitaLand Group.

(g) Past transfers of entities to CLI as part of internal restructuring (excluding the Internal Restructuring)

During the Relevant Period, there were transfers of entities or interests in entities to CLI Group from the Parent Group, including the following:

(i) As part of CapitaLand Group's internal restructuring after the ASB Acquisition, there were transfers of various entities to CLI Group in the past two financial years ended 31 December 2019 and 31 December 2020. The total consideration paid by CLI Group was S$493 million for the financial year ended 31 December 2019 and S$2,616 million for the financial year ended 31 December 2020. The consideration amount in respect of each transferred entity was based on the NAV of the relevant transferred entity at the time of transfer. These transfers were in the ordinary course of business, and the use of NAV to determine consideration is a commonly accepted practice for internal restructuring; and

(ii) CapitaLand indirectly owns 50% equity interest in China-Singapore Guangzhou Knowledge City Investment & Development Co., Ltd, ("**CSGKC**") which is the master developer for the development project known as Guangzhou Knowledge City located in Guangzhou, PRC (the "**GKC Project**"). CSGKC held a 65% in China-Singapore Guangzhou Knowledge City Equity Investment Fund Management Co., Ltd. ("**GKC FMC**") which is a PRC fund management company serving the GKC Project. CapitaLand's effective interest in GKC FMC was 32.5%. In the financial year ended 31 December 2020, CSGKC transferred 35% of its equity interest in GKC FMC to CLI's wholly owned subsidiary, CLFM, as part of CapitaLand's restructuring of its investment in the GKC Project. Following the transfer, CSGKC retains a 30% equity interest in GKC FMC and CapitaLand's effective interest in GKC FMC (after taking into account CLFM's equity interest in GKC FMC) increased to 50%. The consideration amount of RMB3.5 million (approximately S$0.64 million) paid by CLFM for this transfer was based on the NAV of GKC FMC at the time of transfer. This transfer was in the ordinary course of business, and the use of NAV to determine consideration is a commonly accepted practice for internal restructuring.

Past transactions with Temasek's associates (excluding the Parent Group)

CLI Group had, from time to time during the Relevant Period, entered into transactions with Temasek's associates (excluding the Parent Group), including the following:

(i) purchase of goods and services from Singtel and Starhub; and

(ii) provision of consultancy and management services to Temasek's associates in the financial year ended 31 December 2020 in relation to certain COVID-19 accommodation facilities.

The total amounts paid by CLI Group to Temasek's associates for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$1 million, S$7 million and less than S$1 million, respectively.

The amount paid by Temasek's associates to CLI Group for the financial year ended 31 December 2020 was S$40 million. There were no amounts paid to CLI Group for the financial year ended 31 December 2019 and for the period from 1 January 2021 to the Latest Practicable Date.

The amounts paid by CLI Group to Singtel for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$1 million, less than S$1 million and less than S$1 million, respectively.

The amounts paid by CLI Group to Starhub for the financial year ended 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$5 million and less than S$1 million, respectively. There were no amounts paid to CLI Group for the financial year ended 31 December 2019.

The agreements for the transactions with Temasek's associates (excluding the Parent Group), Singtel and Starhub were entered into in the ordinary course of business, and the amounts paid in respect of these agreements were on an arm's length basis.

Present and Ongoing Interested Person Transactions

Details of the present and ongoing transactions between our Group and interested persons which are material in the context of the Introduction, for the Relevant Period (unless indicated otherwise) are as set out below.

	Financial year ended 31 December		**Period from 1 January 2021 up to the Latest Practicable Date**
S$' million	**2019**	**2020**	
Transactions with the Parent Group			
(a) Intercompany loans from and to the Parent Group			
(i) To CLI Group	5,139	6,215	5,710
(ii) From CLI Group	1,258	1,366	1,034
(b) Master Corporate Services Agreement	–	–	–
(c) Trademark Licence Agreement	–	–	n.m.

S$' million	Financial year ended 31 December 2019	2020	Period from 1 January 2021 up to the Latest Practicable Date
(d) Provision of property management services to the Parent Group and the Master Property Management Services Agreement	17	17	10
(e) Provision of technical advisory services by the Parent Group and the Master Project Management Services Agreement			
(i) Paid by CLI Group	–	*	*
(f) Provision of fund management services by CLI Group and provision of fund management related services to CLI Group			
(i) Paid to CLI Group	7	7	4
(ii) Paid by CLI Group	6	6	3
(g) Lease by the Parent Group	–	3	3
(h) Joint venture with the Parent Group	–	–	180

* Amount less than S$1 million

Transactions with the Parent Group

(a) Intercompany loans from and to the Parent Group

CLI Group members have, from time to time, obtained loans from and extended loans to a subsidiary of CapitaLand, CapitaLand Treasury Limited ("**CTL**"), and certain other subsidiaries of CapitaLand (the "**Ongoing Loans**"). The Ongoing Loans extended to CLI Group are for purposes such as the funding of acquisitions and operations while the Ongoing Loans extended by CLI Group are in the form of deposits of surplus cash (which are recallable on demand).

<u>Intercompany loans extended to CLI Group</u>

For the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date, the amounts of the Ongoing Loans extended to CLI Group are S$5,139 million as at 31 December 2019, S$6,215 million as at 31 December 2020 and S$5,710 million as at the Latest Practicable Date, respectively. Such Ongoing Loans were generally extended during the Relevant Period at interest rates ranging from 0.40% per annum to 3.29% per annum. Some of such Ongoing Loans were interest-free.

The Ongoing Loans extended to CLI Group are unsecured and the largest amount of such Ongoing Loans outstanding during the Relevant Period (based on amounts outstanding as at the end of each calendar month) was S$6,834 million.

Intercompany loans extended by CLI Group

For the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date, the amounts of the Ongoing Loans extended by CLI Group are S$1,258 million as at 31 December 2019, S$1,366 million as at 31 December 2020 and S$1,034 million as at the Latest Practicable Date, respectively. The interest rates for such Ongoing Loans during the Relevant Period were in the range of 0.01% per annum to 3.70% per annum.

The Ongoing Loans extended by CLI Group are unsecured and the largest amount of such Ongoing Loans outstanding during the Relevant Period (based on amounts outstanding as at the end of each calendar month) was S$1,419 million.

The Ongoing Loans are entered into in the ordinary course of business and are on an arm's length basis. As these Ongoing Loans are based on prevailing market interest rates at the time the interest-bearing Ongoing Loans were provided, they are on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI.

In this regard, in connection with the Internal Restructuring, the Ongoing Loans extended to CLI Group and the Ongoing Loans extended by CLI Group will be settled and the net loan amount remaining will be extended to the CLI Group pursuant to a loan agreement to be entered between CTL (as lender) and CLI Treasury Limited (a wholly owned subsidiary of our Company) (as borrower). As such net loan amount is extended based on the prevailing market interest rates (taking into account quotes for financing received from unrelated third party financial institutions which were provided on the basis of the credit profile of CLI and CLI Treasury Limited), it is on arm's length basis, on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI. Such net loan amount will remain in effect after the Listing Date until CLI Group has secured alternative sources of financing. For the avoidance of doubt, as of the Listing Date, no loans from CLI Group to the Parent Group will remain outstanding.

(b) Master Corporate Services Agreement

In connection with our proposed listing on the SGX-ST, CLI entered into a master corporate services agreement (the "**Master Corporate Services Agreement**") with CapitaLand on 17 July 2021 which will become effective on the Listing Date.

Pursuant to the Master Corporate Services Agreement, CLI Group will provide various services to the Parent Group such as:

(i) human resources, finance, IT and general procurement functions;

(ii) sharing the use of office space and facilities and related services; and

(iii) retainer for corporate support services.

For purposes of the Master Corporate Services Agreement, CLI Group includes CLI's associated companies.

Any CLI Group company may enter into a separate agreement with any Parent Group company in relation to the provision of any part of the services in accordance with the terms of the Master Corporate Services Agreement.

In connection with the provision of the services under the Master Corporate Services Agreement, the amounts chargeable by CLI Group are on a cost-recovery basis and generally include a mark-up consistent with transfer pricing guidelines of relevant jurisdictions where these services are provided. As at the date of this Document, the only applicable jurisdictions where these services are provided are Singapore and PRC. In this regard, the mark-up applicable to services provided in Singapore is 5% for routine services or 6% for non-routine services while the mark-up applicable to services provided in PRC is 12%. The costs are allocated by CLI Group based on formulae which take into account various factors relevant to specific types of services, such as the headcount of the Parent Group or volume of transactions carried out for the Parent Group as well as estimated number of full time employees performing work for the Parent Group.

The arrangements secured via the Master Corporate Services Agreement are in furtherance of the commitment of CLI Group and the Parent Group to continue to operate within the ecosystem, including facilitating collaboration between and enabling them to contribute complementary capabilities to each other, thereby enabling them to each focus on their respective value driving business activities. In particular, it expands the scope for professional development of employees thereby ensuring that CLI will be able to attract and retain the best-in-class talents for the benefit of CLI Group. Employees, too, will benefit from the depth and breadth of exposure opportunities and career horizon through the arrangements.

Our Board has reviewed the Master Corporate Services Agreement and having regard to the terms and conditions thereof and DTCF's (as defined below) view as described below, has assessed that the terms of the Master Corporate Services Agreement are on an arm's length basis, following negotiations between CLI and CapitaLand, are on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI. Deloitte & Touche Corporate Finance Pte Ltd ("**DTCF**") has conducted an independent review of the terms of the Master Corporate Services Agreement. After having considered CapitaLand Group's usual business practices and methodologies in place in relation to such agreements, general industry practices for charging of similar services between group entities, and factors such as credit terms, reliability, and exclusivity, DTCF is of the view that the Master Corporate Services Agreement is on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI.

There are no specified provisions under the Master Corporate Services Agreement which provide for the payment of penalties in the event of a breach of the Master Corporate Services Agreement.

The Master Corporate Services Agreement may be terminated by either party upon 12 months' prior written notice to the other party. Either party may also terminate any part of the services under the Master Corporate Services Agreement by giving six months' prior written notice to the other party. The Master Corporate Services Agreement may also be terminated for cause in certain circumstances, such as when a party is in breach of any material obligation under the agreement and has failed to remedy such breach.

The duration of the Master Corporate Services Agreement is for a period of 10 years from the Listing Date. In this regard, during such period, revisions to the rates and/or bases of the fees charged under the Master Corporate Services Agreement which are made on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI (as determined by the Audit Committee of CLI) would not be subject to Rules 905 and 906 of the Listing Manual. Any such revisions would be announced by CLI (together with the views of the Audit Committee of CLI on such revisions as well as the bases for such views). During such period, revisions to the terms and conditions of the Master Corporate Services Agreement (other than revisions to the rates and/or bases of the fees which are made on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI (as determined by the Audit Committee of CLI)) would be subject to the requirements under Chapter 9 of the Listing Manual.

At the end of such period, the Master Corporate Services Agreement can be renewed for successive periods of three years on the same terms and conditions, save for, among others, the revision of all fees payable to CLI Group as may be agreed between the parties (subject to, among others, written notice of such extension, there being no material breach of CLI Group's obligations under the agreement and compliance with the requirements relating to interested person transactions under Chapter 9 of the Listing Manual).

(c) Trademark Licence Agreement

In connection with our proposed listing on the SGX-ST, CLI entered into a trademark licence agreement (the "**Trademark Licence Agreement**") with CapitaLand on 17 July 2021.

Pursuant to the Trademark Licence Agreement, CLI is granted the licence to use trademarks relevant to CLI Group's businesses, such as the "CapitaLand", "Raffles City" and "CapitaMall" trademarks (as well as the right to sub-license such trademarks to CLI's subsidiaries, associated companies and managed investment vehicles).

The licence under the Trademark Licence Agreement is granted on a non-exclusive basis and shall take effect from the Listing Date and continue in force until terminated in accordance with the terms of the Trademark Licence Agreement. In this regard, the Trademark Licence Agreement may be terminated by CapitaLand in the event that (i) the Parent Group holds less than an aggregate of 15.00% direct and deemed interest in the issued and paid-up share capital of CLI; (ii) another party unrelated to the Parent Group holds at least an aggregate of 15.00% direct and deemed interest in the issued and paid-up share capital of CLI; or (iii) the Parent Group ceases to be CLI's single largest Shareholder based on the aggregate of its direct and deemed interest in the issued and paid-up share capital of CLI. In addition, the licence may be terminated by either CapitaLand or CLI in the event that CLI Group ceases the use of the "CapitaLand" trademark as part of company names. The licence may also be terminated by a party by notice in writing given to the other party in certain circumstances, including where the other party fails to remedy a material breach of the agreement. In any of these events, as an alternative to exercising its right to terminate the licence, CapitaLand has the right to vary the licence fee and the duration of the licence (subject to compliance with the requirements relating to interested person transactions under Chapter 9 of the Listing Manual). There are no specified provisions under the Trademark Licence Agreement which provide for the payment of penalties in the event of a breach of the Trademark Licence Agreement.

Except for the licence fee which is at a nominal sum of S$1.00, the terms of the Trademark Licence Agreement are on an arm's length basis, following negotiations between CLI and CapitaLand, and are based on normal commercial terms (including customary provisions requiring the licensee to maintain the quality, standard and public image of the business in relation to which the trademarks are to be used). The Trademark Licence Agreement is not prejudicial to the interests of CLI and the minority Shareholders of CLI. The licence fee at a nominal sum of S$1.00 is in keeping with CapitaLand's commitment to support CLI Group via working with each other in the ecosystem.

(d) Provision of property management services to the Parent Group and the Master Property Management Services Agreement

Ongoing property management services

As with the reason for the Past Corporate Services, there are existing arrangements between CLI Group and the Parent Group pursuant to which CLI Group has provided or is providing various property management services to the Parent Group such as:

(i) retail property management services;

(ii) office property management services;

(iii) business park, industrial and logistics property management services;

(iv) data centre management services; and

(iv) lodging (including serviced residences) management and related services.

The property management services include the marketing and leasing of properties, and the management of, among others, property maintenance matters, property insurance matters and car parks (if any). The relevant Parent Group members which procure such property management services are, namely, the following:

- CMA Singapore Investments (4) Pte Ltd;
- CapitaLand Singapore (BP&C) Pte. Ltd.;
- Teletech Park Pte Ltd;
- Singapore Science Park Ltd;
- Ascendas-Citramas Pte Ltd;
- Science Park Property Trustee Pte Ltd as trustee of Science Park Property Trust 1;
- Perpetual (Asia) Limited as trustee of CLDCSG Trust;
- Ascendas Vista Property Pte Ltd as trustee of Ascendas Vista Trust;
- SVH Investment Company Limited;
- River View Company Limited;
- CapitaLand – Thien Duc Investment Company Limited;
- CapitaLand – Hien Duc Joint Stock Company;
- Chongqing CapitaLand GuYu XiongGuan Real Estate Co., Ltd;
- Shanghai Waigaoqiao Xuhui Club Co., Ltd.;

- China-Singapore Guangzhou Knowledge City Investment & Development Co., Ltd;
- Guangzhou Yun Kai Commercial Property Co., Ltd.; and
- Shanghai Guang Chuan Property Co., Ltd.

The fee structure for such ongoing property management services is similar to the fee structure under the Master Property Management Services Agreement as described in "– Master Property Management Services Agreement" below.

The amounts paid to CLI Group for such property management services for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$17 million, S$17 million and S$10 million, respectively.

The agreements for such property management services were entered into in the ordinary course of business, and on an arm's length basis. As the fee structures under these agreements are generally in line with fee structures noted for comparable REITs listed in Singapore, these agreements are on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI. These agreements (to the extent they are subsisting) will remain effective after the Listing Date. The agreements for such ongoing property management services will expire on either a specified expiry date or at the end of a specified period starting from the date of commencement of operations of the relevant property. In this regard, after taking into consideration the estimated year of commencement of operations of the relevant properties (where applicable), such agreements will expire between May 2022 and in the year 2033. Following the expiry of the agreements for ongoing property management services, any renewal of such agreements will be subject to the requirements under Chapter 9 of the Listing Manual.

Master Property Management Services Agreement

In connection with our proposed listing on the SGX-ST, CLI entered into a master property management services agreement (the "**Master Property Management Services Agreement**") on 17 July 2021 with CapitaLand pursuant to which the CLI Group may provide various property management services to the Parent Group in Singapore and PRC in the ordinary course of CLI Group's business, including the following:

(1) retail property management services;

(2) office property management services; and

(3) business park, industrial and logistics property management services.

For purposes of the Master Property Management Services Agreement, CLI Group includes CLI's associated companies while the Parent Group excludes CLA.

In the event that CLI Group is required to obtain licences and approvals to provide any such services in Singapore or PRC for a property and if CLI Group is unable to obtain such licences and approvals within 30 days after receipt of notice by CapitaLand regarding the provision of such services, CapitaLand may appoint another entity to provide the services for the new property.

Any CLI Group company may enter into a separate agreement (the "**Individual Property Management Services Agreement**") with any Parent Group company in relation to the provision of any part of the services in accordance with the form of the relevant Individual Property Management Services Agreement set out in the Master Property Management Services Agreement.

The Master Property Management Services Agreement will become effective on the Listing Date.

Under the terms of the Master Property Management Services Agreement, the CLI Group will receive fees for providing the property management services that are based on a percentage per annum of various pre-agreed factors such as net property income, gross revenue and tenancies secured, as relevant. In this regard, the key components of the fees structure are as follows:

(A) Retail properties in Singapore and PRC:

<u>Singapore</u>

- 2% per annum of the gross revenue of the property;
- 2% per annum of the net property income of the property; and
- 0.5% per annum of the net property income of the property in lieu of leasing commissions.

<u>PRC</u>

- 2% per annum of the gross revenue of the property; and
- 2.5% per annum of the net property income of the property.

(B) Office properties in Singapore and PRC:

<u>Singapore</u>

- property management fee of 3% per annum of net property income of the property; and

- marketing fees of between 0.5 month's gross rent to 2 months' gross rent for a new Singapore tenancy or licence and between 0.25 month's gross rent to 0.5 month's gross rent for renewal of an existing Singapore tenancy or licence, depending on the term of the new Singapore tenancy or licence or renewal where the term is at least 1 year. For a new Singapore tenancy or licence of less than 1 year, the marketing fees are pro-rated based on 0.5 month's gross rent for a 1-year term, and for renewal of an existing Singapore tenancy or licence of less than 1 year, the marketing fees are pro-rated based on 0.25 month's gross rent for a 1-year term.

PRC

- property management fee of 3% per annum of net property income of the property; and

- marketing fees of between 0.5 month's gross rent to 1 month's gross rent for a new PRC tenancy or renewal of an existing PRC tenancy, depending on the term of the new PRC tenancy or renewal where the term is at least 1 year. For a new PRC tenancy or renewal of less than 1 year, the marketing fees shall not exceed 0.5 month's gross rent.

(C) Business park, industrial or logistics properties in Singapore and PRC:

Singapore

- property management fee of 2% per annum of adjusted gross revenue of the property;

- marketing fees of between 1 month's gross rent to 3 months' gross rent for a new Singapore tenancy, depending on the term of the new tenancy where the term is at least 6 months. For a new Singapore tenancy with a term of less than 6 months, there are no marketing fees; and

- marketing fees for renewal of an existing Singapore tenancy are at half of the respective foregoing rates for a new Singapore tenancy.

PRC

- property management fee of 3% per annum of gross revenue of the property;

- marketing fees of between 1 month's gross rent to 2 months' gross rent for a new PRC tenancy with a term of at least 1 year and up to 5 years, depending on the term of the new tenancy. For a new PRC tenancy with a term of less than 1 year, the marketing fees shall not exceed 1 month's gross rent and for a new PRC tenancy of more than 5 years, the marketing fees shall not exceed 4 months' gross rent; and

- marketing fees for renewal of an existing PRC tenancy are at half of the respective foregoing rates for a new PRC tenancy.

Our Board has reviewed the Master Property Management Services Agreement and having regard to the terms and conditions thereof and DTCF's view as described below, has assessed that the terms of the Master Property Management Services Agreement are on an arm's length basis, following negotiations between CLI and CapitaLand, are on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI. DTCF has conducted an independent review of the terms of the Master Property Management Services Agreement. As the fee structures under the Master Property Management Services Agreement are generally in line with fee structures noted for comparable REITs listed in Singapore, DTCF is of the view that the Master Property Management Services Agreement is on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI.

There are no specified provisions under the Master Property Management Services Agreement or, as the case may be, the Individual Property Management Services Agreement which provide for the payment of penalties in the event of a breach of the Master Property Management Services Agreement or, as the case may be, the Individual Property Management Services Agreement.

The Master Property Management Services Agreement may be terminated by either party upon 12 months' prior written notice to the other party. The Individual Property Management Services Agreements contain certain termination provisions, including (where applicable), among others, that the relevant agreement may be terminated by either party when the other party is in breach of any obligation under the agreement and has failed to remedy such breach.

The duration of the Master Property Management Services Agreement is for a period of 10 years from the Listing Date. In this regard, during such period, revisions to the rates and/or bases of the fees charged under the Master Property Management Services Agreement which are made on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI (as determined by the Audit Committee of CLI) would not be subject to Rules 905 and 906 of the Listing Manual. Any such revisions would be announced by CLI (together with the views of the Audit Committee of CLI on such revisions as well as the bases for such views). During such period, revisions to the terms and conditions of the Master Property Management Services Agreement (other than revisions to the rates and/or bases of the fees which are made on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI (as determined by the Audit Committee of CLI)) would be subject to the requirements under Chapter 9 of the Listing Manual.

At the end of such period, the Master Property Management Services Agreement can be renewed for successive periods of three years on the same terms and conditions, save for, among others, the revision of all fees payable to the CLI Group companies as may be agreed between the parties taking into account the prevailing market rates (subject to, among others, written notice of such extension, there being no material breach of CLI's obligations under the agreement and compliance with the requirements relating to interested person transactions under Chapter 9 of the Listing Manual).

The duration of an Individual Property Management Services Agreement is 10 years from the commencement date of the agreement. However, on a case-by-case basis depending on the specific circumstances of the relevant property(ies) to be covered by the Individual Property Management Services Agreement, the parties may agree to a duration of less than 10 years. The default duration of 10 years is the same as the duration of the Master Property Management Services Agreement.

(e) Provision of technical advisory services by the Parent Group and the Master Project Management Services Agreement

Ongoing technical advisory services

As with the reason for the Past Corporate Services, there are existing arrangements between CLI Group and the Parent Group pursuant to which Technical Advisory Services are provided by the Parent Group.

The Technical Advisory Services include the preparation of building-related feasibility and due diligence studies on existing properties as well as properties targeted for potential acquisitions. Technical due diligence forms a key aspect of due diligence in every potential property investment and Technical Advisory Services are required for CLI to conduct technical due diligence. It involves physical inspection of buildings and their associated building services to confirm their overall status including conformance to technical documentation and adequacy of mechanical and electrical installations. In this regard, the Parent Group's development capabilities enable it to provide Technical Advisory Services for the technical due diligence, and these services enable CLI to make informed decisions about the value of a potential property investment as well as plan future costs for maintenance of the property. The relevant Parent Group member which provides such Technical Advisory Services is CapitaLand Development Pte. Ltd.

The amounts chargeable for such ongoing Technical Advisory Services are based on cost recovery with a transfer pricing mark-up of 6% which is in line with general industry practices for charging similar services between group entities.

The amounts paid by CLI Group for Technical Advisory Services for the financial year ended 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were less than S$1 million and less than S$1 million, respectively. There was no amount paid by CLI Group for Technical Advisory Services for the financial year ended 31 December 2019.

The agreements for such Technical Advisory Services were entered into in the ordinary course of business, and on an arm's length basis. As the fee structures under these agreements are generally in line with fee structures noted for comparable REITs listed in Singapore, these agreements are on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI. These agreements (to the extent they are subsisting) will remain effective after the Listing Date. The agreements for such ongoing Technical Advisory Services will expire in December 2021. Following the expiry of the agreements for such Technical Advisory Services, any renewal of such agreements will be subject to the requirements under Chapter 9 of the Listing Manual.

Master Project Management Services Agreement

In connection with our proposed listing on the SGX-ST, CLI entered into a master project management services agreement (the "**Master Project Management Services Agreement**") on 17 July 2021 with CapitaLand Development Pte. Ltd. (a wholly owned subsidiary of CapitaLand) ("**CLD**") pursuant to which CLI Group may engage CLD or any of its subsidiaries or associated companies (excluding CLI Group) (the "**CLD Group**") for the provision of Project Management Services and Technical Advisory Services in Singapore and PRC in the ordinary course of CLI Group's business. For purposes of the Master Project Management Services Agreement, CLI Group includes CLI's associated companies.

The Project Management Services consist of (i) project management services in relation to development, re-development, refurbishment, major retrofitting and renovation project works ("**Project Services**"); and/or (ii) technical management services in relation to initial cost planning, tender process and variation works management and management of design-related issues, including the setting of design guidelines and supporting the review of compliance with design guidelines ("**Technical Services**"). For details on Technical Advisory Services, please refer to "– Ongoing technical advisory services" above.

In the event that the CLD Group is required to obtain licences and approvals in compliance with applicable laws and regulations to provide any such services for a project and if the CLD Group is unable to obtain such licences and approvals within 30 days after receipt of notice by CLI regarding the provision of any such services, CLI may appoint another entity to provide the services for the new project.

Any CLD Group company may enter into a separate agreement (the "**Individual Project Management Services Agreement**") with any CLI Group company in relation to the provision of any part of the services in accordance with the form of the relevant Individual Project Management Services Agreement set out in the Master Project Management Services Agreement.

The Master Project Management Services Agreement will become effective on the Listing Date.

Under the terms of the Master Project Management Services Agreement, the amounts payable by CLI Group for Project Management Services will be computed based on pre-agreed percentages of construction costs and the amounts payable by CLI Group for Technical Advisory Services will be computed based on a pre-agreed blended manhour rate. In this regard, the key components of the fees structure are as follows:

(A) Singapore

- Project Management Services:

  ◦ For Project Services, the fees are in the range of 1.35% to 5.50% of construction costs for services provided in Singapore for Singapore projects, and 0.5% to 1% of construction costs for services provided in Singapore for projects outside Singapore and PRC, depending on the quantum of the construction costs; and

  ◦ For Technical Services, the fees are in the range of 0.15% to 2.00% of construction costs for services provided in Singapore, depending on the quantum of the construction costs.

- Technical Advisory Services:
  - Fees are based on manpower cost computed on the basis of a blended manhour rate of S$150 per hour for services provided in Singapore. The blended manhour rate in Singapore is subject to adjustment to take into account prevailing market pay rate and CapitaLand's actual pay rate.

(B) PRC

- Project Management Services:
  - For Project Services, the fees are in the range of 1.2% to 3% of construction costs for services provided in PRC for PRC projects, depending on the quantum of the construction costs; and
  - For Technical Services, the fees are in the range of 0.8% to 3% of construction costs for services provided in PRC, depending on the quantum of the construction costs.
- Technical Advisory Services:
  - Fees are based on manpower cost computed on the basis of a blended manhour rate of RMB500 per hour for services provided in PRC. The blended manhour rate in PRC is subject to adjustment to take into account prevailing market pay rate and CapitaLand's actual pay rate.

In the case of Technical Advisory Services, the blended manhour rate is derived from average hourly staff rate and computed using total manpower costs divided by total headcount in Singapore or, as the case may be, in PRC. It also includes a 6% mark-up on manpower costs. Any adjustment to the blended manhour rate shall be mutually agreed between CLI and CLD and where applicable, approval from our Audit Committee will be sought for any such adjustment in accordance with the review procedures as set out in "– Review Procedures for Future Interested Person Transactions" below.

Our Board has reviewed the Master Project Management Services Agreement and having regard to the terms and conditions thereof and DTCF's view as described below, has assessed that the terms of the Master Project Management Services Agreement are on an arm's length basis, following negotiations between CLI and CLD, are on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI. DTCF has conducted an independent review of the terms of the Master Project Management Services Agreement. The Master Project Management Services Agreement provides for (i) project management fees; (ii) technical management fees; and (iii) technical advisory fees. The project management fee structure under the Master Project Management Services Agreement is generally in line with fee structures noted for comparable REITs listed in Singapore. In respect of technical management fees and technical advisory fees, no such comparable fee structures are available for direct comparison. In view that technical management services are project management related services, the technical management fee structure is compared to the project management fee structure for comparable REITs listed in Singapore. In the event that both project management and technical management services are required for a project, the CLI Group would identify if there are any synergies between the two services, and negotiate with the CLD Group on a project-by-project basis on the aggregate fees to be paid to the CLD Group, taking into consideration that the aggregate fees as a percentage of the construction cost should be generally in line with the project management fee structure for comparable scope applicable to REITs listed in Singapore. In this regard, the technical management fee structure is generally in line with the project management fee structure for comparable REITs listed in Singapore. The technical advisory fee structure is based on forecast manhours, manpower costs and a transfer pricing mark-up of 6% which is in line with general industry practices for charging similar services between group entities. Accordingly, DTCF is of the view that the Master Project Management Services Agreement is on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI.

There are no specified provisions under the Master Project Management Services Agreement or, as the case may be, the Individual Project Management Services Agreement which provide for the payment of penalties in the event of a breach of the Master Project Management Services Agreement or, as the case may be, the Individual Project Management Services Agreement.

The Master Project Management Services Agreement may be terminated by either party upon 12 months' prior written notice to the other party while the Individual Project Management Services Agreement may be terminated by either party in the event that the other party is in material breach of any obligation under the agreement and has failed to remedy such breach.

The duration of the Master Project Management Services Agreement is for a period of 10 years from the Listing Date. In this regard, during such period, revisions to the rates and/or bases of the fees charged under the Master Project Management Services Agreement which are made on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI (as determined by the Audit Committee of CLI) would not be subject to Rules 905 and 906 of the Listing Manual. Any such revisions would be announced by CLI (together with the views of the Audit Committee of CLI on such revisions as well as the bases for such views). During such period, revisions to the terms and conditions of the Master Project Management Services Agreement (other than revisions to the rates and/or bases of the fees which are made on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI (as determined by the Audit Committee of CLI)) would be subject to the requirements under Chapter 9 of the Listing Manual.

At the end of such period, the Master Project Management Services Agreement can be renewed for successive periods of three years on the same terms and conditions, save for, among others, the revision of all fees payable to CLD as may be agreed between the parties taking into account the prevailing market rates (subject to, among others, written notice of such extension, there being no material breach of CLD's obligations under the agreement and compliance with the requirements relating to interested person transactions under Chapter 9 of the Listing Manual). The validity period for an Individual Project Management Services Agreement will be determined by the parties taking into account the duration of specific projects.

(f) Provision of fund management services by CLI Group and provision of fund management related services to CLI Group

As with the reason for the Past Corporate Services, there are existing arrangements between CLI Group and the Parent Group pursuant to which fund management services are provided by relevant members of CLI Group for certain funds and trusts of the Parent Group while services related to fund management ("**Related Services**") are provided by relevant members of the Parent Group to members of the CLI Group which are fund managers. Fund management services include managing a fund's investments and providing regular reports to fund investors while Related Services include providing investment and asset management support to fund managers. The relevant Parent Group members which procure such fund management services are the Parent Group's CapitaLand Township Funds, CVCVF and CapitaLand Data Centre Trust. The relevant Parent Group members which provide such Related Services are CapitaLand Management (China) Co., Ltd, CapitaLand Township (Chengdu) Management Co., Ltd, CapitaLand Regional Investment Management Pte Ltd and CapitaLand Real Estate Management (Vietnam) Limited.

The amounts paid to CLI Group for fund management services (including reimbursements for out-of-pocket expenses incurred in the provision of these services) for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$7 million, S$7 million and S$4 million, respectively.

The amounts paid by CLI Group for Related Services (including reimbursements for out-of-pocket expenses incurred in the provision of these services) for the past two financial years ended 31 December 2019 and 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$6 million, S$6 million and S$3 million, respectively.

The agreements for fund management services were entered into in the ordinary course of business, and on an arm's length basis. The management fees chargeable by CLI Group for such ongoing fund management services are computed based on pre-agreed percentage(s) of certain measure(s) for the relevant funds. In this regard, the key components of the management fees structure for each of the relevant funds fall within one of the following categories: (a) 1.25% per annum of drawn capital (during the investment period) and 0.3% per annum of the gross asset value (during the non-investment period); (b) 1.75% per annum of committed capital (during the investment period) and 1.5% per annum of drawn capital (during the non-investment period); (c) 1.5% per annum of drawn capital; or (d) 10% of distributable income. Having considered CapitaLand Group's usual business practices and methodologies in place in relation to such agreements and investment by third-party institutional investors in the relevant funds or, as the case may be, (in the case where there is no third-party institutional investor) having regard to the fee structure under the relevant agreement which is generally in line with the fee structure noted for comparable REITs listed in Singapore, these agreements are on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI. Such fee structures, where applicable, had also been agreed by the investors of the relevant funds. These agreements (to the extent they are subsisting) will remain effective after the Listing Date. The duration of the agreements for such ongoing fund management services is typically aligned with the life of the relevant fund. In this regard, the life of the relevant funds ranges from eight years (subject to extension) to perpetuity, and the relevant funds (other than the fund with perpetual duration) will expire between August 2021 to December 2029. Following the expiry of the agreements for ongoing fund management services, any renewal of such agreements will be subject to the requirements under Chapter 9 of the Listing Manual.

The agreements for Related Services were entered into in the ordinary course of business, and on an arm's length basis. The amounts chargeable by the relevant Parent Group members are based on cost recovery with a transfer pricing mark-up of 6% which is in line with general industry practices for charging similar services between group entities. On the basis of the foregoing, these agreements are on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI. These agreements (to the extent they are subsisting) will remain effective after the Listing Date. The agreements for such ongoing Related Services will expire between March 2022 and December 2023. Following the expiry of the agreements for ongoing Related Services, any renewal of such agreements will be subject to the requirements under Chapter 9 of the Listing Manual.

(g) Lease by the Parent Group

A member of the Parent Group has a lease for office space at 79 Robinson Road (the "**Lease**"), which is a building owned by a member of CLI Group, for the purpose of operating the Bridge+ business. The premises under the Lease were handed over to the tenant in the financial year ended 31 December 2020. The term of the Lease will end in December 2031.

The amounts paid to CLI Group under the Lease for the financial year ended 31 December 2020 and for the period from 1 January 2021 to the Latest Practicable Date were S$3 million and S$3 million, respectively.

The Lease was entered into in the ordinary course of business, and on an arm's length basis. As the rent under the Lease is generally in line with the market rent for comparable properties, the Lease is on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI.

The Lease will remain effective after the Listing Date.

(h) Joint venture with the Parent Group

CLI Group has various ongoing joint ventures with the Parent Group in respect of development projects which will remain in effect after the Listing Date, including the following:

CLI's wholly owned subsidiary, CapitaLand China Data Centre One Pte. Ltd. ("**CLDCO**") and a CapitaLand's wholly owned trust, CapitaLand Data Centre Trust ("**CLDCT**"), are shareholders of EIPL, and own 80% and 20%, respectively, of the shares in EIPL. EIPL has entered into agreements to acquire 100% of the equity interest in two PRC companies that own and manage a hyperscale data centre campus located in Shanghai, PRC for a cash consideration of approximately RMB3.66 billion (approximately S$750 million) (the "**DC Acquisition**"). The DC Acquisition is expected to be completed by the third quarter of FY2021.

In furtherance of the joint venture, CLDCO acquired its 80% equity interest in EIPL in April 2021 through the subscription for new shares in EIPL for a consideration of S$4.

For the purpose of enabling EIPL to complete the DC Acquisition, CLDCO is responsible to provide 80% of the consideration for DC Acquisition by way of equity or debt financing. The amounts paid by CLDCO and CLDCT to EIPL for the period from 1 January 2021 to the Latest Practicable Date were 80% and 20% respectively of S$180 million (or S$144 million and S$36 million, respectively).

The above mentioned ongoing joint venture with the Parent Group was entered into in the ordinary course of business, and on an arm's length basis. As the risks and rewards of the joint venture parties are in proportion to their respective equity interests in the joint venture company, the relevant agreement is on normal commercial terms and not prejudicial to the interests of CLI and the minority Shareholders of CLI.

After the Listing Date, CLI Group and the Parent Group may be called upon to provide further equity and/or shareholder loans to fund the above mentioned ongoing joint venture with the Parent Group. Any further provision of equity or shareholder loans will be subject to compliance with the requirements relating to interested person transactions under Chapter 9 of the Listing Manual.

Review Procedures for Future Interested Person Transactions

All future interested person transactions will be reviewed and approved in accordance with the threshold limits set out under Chapter 9 of the Listing Manual, to ensure that they are carried out on normal commercial terms and are not prejudicial to our interests and the interests of our minority shareholders. In the event that such interested person transactions require the approval of our Board and our Audit Committee, relevant information will be submitted to our Board or our Audit Committee for review. In the event that such interested person transactions require the approval of Shareholders, additional information may be required to be presented to shareholders and an independent financial adviser may be appointed for an opinion.

In the review of all future interested person transactions, the following procedures will be applied:

- our internal audit department will review the methods and procedures adopted for determining the value of the proposed transaction for consistency with our Group's usual business practices and policies to ensure that the proposed transaction is on normal commercial terms, and where applicable or practicable, such review may include a review of at least two comparative quotes from parties which are unrelated to CLI Group;

- transactions (either individually or as part of a series or if aggregated with other transactions involving the same related party during the same financial year) equal to or exceeding S$100,000 in value but below 3.0% of the value of our Company's net tangible assets will be subject to review by our Audit Committee at regular intervals;

- transactions (either individually or as part of a series or if aggregated with other transactions involving the same related party during the same financial year) equal to or exceeding 3.0% but below 5.0% of the value of our Company's net tangible assets will be subject to the review and prior approval of our Audit Committee. Such approval shall only be given if the transactions are on arm's length commercial terms and are consistent with similar types of transactions made with non-interested parties; and

- transactions (either individually or as part of a series or if aggregated with other transactions involving the same related party during the same financial year) equal to or exceeding 5.0% of the value of our Company's net tangible assets will be reviewed and approved by our Audit Committee, prior to such transactions being entered into, which may, as it deems fit, request advice on the transaction from independent sources or advisers, including the obtaining of valuations from independent professional valuers.

Additionally, a register will be maintained to record all interested person transactions (incorporating the basis, amount and nature, on which they are entered into). The register will also include the names of the interested persons which are involved in the relevant interested person transactions.

Conflicts of Interests

Other Appointments of Mr Lee Chee Koon

In tandem with the Listing and with a view to assuring the effective functioning of the ecosystem and value capture between the CLI Group and the Parent Group for the benefit of the CLI Group after the Listing, as well as to ensure the synergistic transition of CLI Group to become a market leader in real estate investment management, our Group CEO and Executive Non-Independent Director, Mr Lee Chee Koon, will be appointed as a non-executive director of CapitaLand. To cater for a transitional period post-Listing to allow Mr Lee to focus on the operations of CLI Group as a separate listed group, Mr Lee's appointment as non-executive director of CapitaLand is intended to take place after the Listing and envisaged to coincide with the appointment of the additional Independent Director as explained above.

Mr Lee will also be appointed as the Chairman of the CapitaLand Co-ordinating Committee, which also comprises the Parent Group's development arm's CEO and selected key senior management from CLI and the Parent Group's development arm. Such appointment will be effective upon Listing. The main function of the CapitaLand Co-ordinating Committee is to coordinate activities between the Parent Group and the CLI Group, with the chief purpose of facilitating planning by each group. The CapitaLand Co-ordinating Committee is an ad-hoc working group rather than a decision-making group, and its meetings (which are expected to take place on a regular basis) will provide a forum for the Parent Group and the CLI Group to discuss matters and share industry information, including through joint consultations with market intelligence experts, to explore opportunities whereby the groups may be able to leverage on their respective and collective core competencies through activities such as asset recycling. The CapitaLand Co-ordinating Committee will also oversee efforts to minimise disruptions to human capital to foster smooth transition and business continuity to the CLI Group from and after the Listing, which includes the transfer of relevant employees from the Parent Group to the CLI Group pursuant to the Internal Restructuring. As it is an ad hoc working group rather than a board committee of either CLI, CapitaLand or any group entity, the decisions of the CapitaLand Co-ordinating Committee will not be binding on either the Parent Group or the CLI Group. Each of the Parent Group and the CLI Group will be governed by their respective boards and each group will ensure that the CapitaLand Co-ordinating Committee adheres to appropriate governance requirements[1].

Our Board of Directors, with the concurrence of our Nominating Committee, has reviewed the intended appointments of Mr Lee as non-executive director of CapitaLand and as Chairman of the CapitaLand Co-ordinating Committee, and has determined that, notwithstanding such concurrent appointments, Mr Lee will be able to devote sufficient time and attention to the affairs of CLI Group, taking into account the following:

- In his existing role (up to our Listing) as Group CEO of CapitaLand, Mr Lee is responsible for overseeing the operations of group companies of CapitaLand, which currently include the CLI Group. Such existing role would already involve overseeing CapitaLand's investment management and lodging businesses as well as its property development business. As such, the assumption of the role as non-executive director of CapitaLand[2] whilst being Group CEO

[1] This includes putting in place the necessary safeguards with respect to handling and controlling the flow of confidential information. All members of the CapitaLand Co-ordinating Committee will also be made aware of their obligations to comply with all applicable laws and regulations while in possession of unpublished material information.

[2] Such appointment is intended to take place after the Listing to coincide with the appointment of the additional Independent Director as explained in the section "Directors, Management and Staff – Our Directors", in order to cater for a transitional period post-Listing to allow Mr Lee to focus on the operations of CLI Group as a separate listed group.

of CLI would not result in an increase to his overall workload, and should be seen as a natural result of the strategic restructuring of the CapitaLand Group.

- In his role as non-executive director of CapitaLand[2], Mr Lee will not be involved in the day-to-day management of CapitaLand but rather, his participation as a CapitaLand director will be principally at a strategic level and is not expected to require excessive time and attention away from the affairs of CLI Group.

- Taking into consideration the functions of the CapitaLand Co-ordinating Committee (as described above), the assumption of the role as Chairman of the CapitaLand Co-ordinating Committee is not expected to give rise to a heavy demand on Mr Lee's time.

Our Board of Directors, with the concurrence of our Nominating Committee, has also determined that any conflicts of interest which may potentially arise from such concurrent appointments of Mr Lee have been mitigated and/or adequately addressed as follows:

- CLI and the Parent Group will not be in competition with each other but rather, will provide complementary capabilities to each other.

- Any transactions between the Parent Group and CLI Group would constitute interested person transactions, and would be subject to the continuing requirements under Chapter 9 of the Listing Manual.

- To the extent that there is any situation of conflict between his role as Group CEO of CLI and non-executive director of CapitaLand, Mr Lee will represent and act in the best interests of CLI Group only. In such situation, Mr Lee will recuse himself from any decision-making on the board of directors of CapitaLand (although he may continue to participate in discussions among the board members of CapitaLand to the extent that such participation and discussions do not give rise to a situation of conflict).

- The CapitaLand Co-ordinating Committee is an ad-hoc working group rather than a decision-making group.

Reciprocal Rights of First Refusal Arrangements

In addition, as part of a reciprocal rights of first refusal arrangement between CLI and CapitaLand, CLI and CapitaLand had on 17 July 2021 entered into a reciprocal rights of first refusal agreement ("**Reciprocal ROFRs Agreement**") pursuant to which CapitaLand has granted a right of first refusal (the "**Acquisition ROFR**") to CLI in support of CLI Group's growth. The Acquisition ROFR will become effective on the Listing Date and operate to give CLI a right of first refusal under certain terms and conditions to acquire all or any part of a Relevant Asset (as defined below) or all or any interest in any Relevant Asset or be granted a leasehold interest for a term exceeding 20 years[1] over any Relevant Asset that CapitaLand or any of its subsidiaries wishes to dispose of, save in the following circumstances:

- where a Relevant Asset is wholly-owned by a Relevant CapitaLand Entity (as defined below) as at the Listing Date, the Acquisition ROFR shall be subject to any existing contractual

1 The Acquisition ROFR extends to a grant of long-term leasehold interest exceeding 20 years because such grant of a leasehold interest with 20-year remaining tenure can be reasonably considered as a disposal of an asset by CapitaLand. In this regard, a grant of a leasehold interest with a 20-year tenure would still be of potential interest to CLI, subject to among other things, the condition of the property and cash flow deriving therefrom. Therefore, such an asset is deemed to potentially fall within the consideration for investment by a Relevant CLI Entity.

obligation of the Relevant CapitaLand Entity (including any obligation to provide a right of first refusal or other similar right to any third party (including any tenant)) in relation to the Relevant Asset, and will apply to any Relevant Asset that is not acquired by such third party after the fulfilment of such existing contractual obligations towards the third party and/or the decline, non-exercise or lapse of the underlying contractual rights of such third party;

- where a Relevant Asset is owned by a joint venture of which a Relevant CapitaLand Entity is a joint venture party as at the Listing Date, the Acquisition ROFR shall be subject to the terms of the relevant joint venture agreement, shareholders' agreement or any other binding contractual obligations agreed between the Relevant CapitaLand Entity (including any obligation to provide a right of first refusal or other similar right to any joint venture party or third party) and the other joint venture parties in relation to the Relevant Asset, and will apply to any Relevant Asset that is not acquired by such joint venture party or third party after the fulfilment of such existing contractual obligations towards the joint venture parties and/or the decline, non-exercise or lapse of the underlying contractual rights of such joint venture party or parties;

- where a Relevant Asset is acquired for development opportunity and wholly-owned by a Relevant CapitaLand Entity after the Listing Date[1], the Acquisition ROFR shall be subject to any contractual obligation of the Relevant CapitaLand Entity that is agreed upon by the Relevant CapitaLand Entity in connection with its acquisition for development opportunity of the Relevant Asset (including any obligation to provide a right of first refusal or other similar right to any third party (including any tenant)), in relation to the Relevant Asset. For the avoidance of doubt, CapitaLand shall not be under any obligation to subject the terms of any such future acquisition for development opportunity of any Relevant Asset or tenancy relating to such Relevant Asset, to the Acquisition ROFR. The obligations of CapitaLand under the Acquisition ROFR shall apply to any Relevant Asset that is not acquired by such third party after the fulfilment of such contractual obligations towards the third party and/or the decline, non-exercise or lapse of the underlying contractual rights of such joint venture party or parties. This exclusion is intended to apply to Relevant Assets which are acquired for development opportunity after the Listing Date. It will apply to Relevant Assets which include a right of first refusal or other similar right given to any third party.

  Without such a carveout, CapitaLand may be constrained in its sourcing of development opportunities for investment. Development opportunities may, in certain circumstances, arise from completed property assets which are due for renewal whether partially or totally, or which require improvements to reach their full potential value. Development business is a capital intensive business and it is typical for developers to undertake developments with capital partners and in some instances for an identified tenant(s). Such right of first refusal or other similar right in favour of capital partners or tenants is not uncommon. The development, when completed, would fall within the ambit of the Acquisition ROFR and CLI would be given the right to consider acquiring the completed development when the Relevant CapitaLand Entity wishes to sell it and if the third party does not exercise the right of first refusal. In this way, this carveout would enable CapitaLand to continue to be effective in building its development portfolio, which will create pipeline investment opportunities for CLI;

- where a Relevant Asset is owned by a joint venture of which a Relevant CapitaLand Entity becomes a joint venture party after the Listing Date, the Acquisition ROFR shall be subject to the terms of the relevant joint venture agreement, shareholders' agreement or any other binding contractual obligations agreed between the Relevant CapitaLand Entity (including

[1] For the avoidance of doubt, a Relevant CapitaLand Entity may acquire assets (including Relevant Assets) for development opportunity post-listing in furtherance of the real estate development business of the Parent Group.

any obligation to provide a right of first refusal or other similar right to any joint venture party or third party) and the other joint venture parties in relation to the Relevant Asset. For the avoidance of doubt, CapitaLand shall not be under any obligation to subject the terms of any such future joint venture or tenancy relating to any Relevant Asset held by the joint venture, to the Acquisition ROFR. The obligations of CapitaLand under the Acquisition ROFR shall apply to any Relevant Asset that is not acquired by such joint venture party or third party after the fulfilment of such existing contractual obligations towards the joint venture party or third party and/or the decline, non-exercise or lapse of the underlying contractual rights of such joint venture party or parties;

- the Acquisition ROFR shall not apply to the disposal of any interest in the Relevant Asset by a Relevant CapitaLand Entity to another entity within the CapitaLand Group, pursuant to a reconstruction, amalgamation, restructuring, merger and/or any analogous event or transfer of shares of the Relevant CapitaLand Entity between the shareholders as may be provided in any shareholders agreement; and

- the Acquisition ROFR is subject to the applicable laws, regulations and government policies.

CLI may exercise the right to acquire a Relevant Asset (or, as the case may be, the interests in the Relevant Asset) for its own portfolio of pipeline assets, or CLI may exercise it in favour of any Relevant CLI Entity (as defined below). For the avoidance of doubt, the grant of a lease over any Relevant Asset (or any part thereof) for a rent or other service income shall not constitute or be deemed to constitute a proposed disposal for the purposes of the Acquisition ROFR from CapitaLand to CLI. The Acquisition ROFR from CapitaLand to CLI does not extend to any interests which are or may be in the future subject to other contractual rights of first refusal which have been or may be granted to third parties unless such third party declines or does not exercise such rights to acquire. This exclusion is proposed to address the situation that, in the case of any current or future Relevant Assets that are held or will be held by CapitaLand as co-owner together with other joint venture partners, capital partners or other third parties, the disposal of such Relevant Assets would typically be subject to contractual obligations (including other contractual rights of first refusal which have been or may be granted to third parties) agreed between the parties. In such situations, CapitaLand may not be in a position to extend the Acquisition ROFR to CLI until after such third party contractual rights are exercised or declined.

In the event that:

- CLI rejects or does not indicate its written interest in purchasing the Relevant Asset or, as the case may be, the interest in the Relevant Asset, within 10 business days (or such other period as may be mutually agreed by the parties) from the date of CLI's receipt of the notice of right of first refusal;

- CLI or any Relevant CLI Entity does not enter into a binding commitment (in the form of a sale and purchase agreement, whether conditional or unconditional) for the purchase of the Relevant Asset or, as the case may be, the interest in the Relevant Asset, within 90 days (or such other period as may be mutually agreed by the parties) from the date of CLI's receipt of the notice of right of first refusal; or

- the proposed acquisition of a Relevant Asset or, as the case may be, the interest in the Relevant Asset, is aborted by CLI due to any reason whatsoever,

CapitaLand shall be deemed to have discharged its obligations in relation to such Acquisition ROFR and the Relevant CapitaLand Entity shall be entitled to dispose of its interest in the Relevant Asset to a third party on terms (including pricing) no more favourable to the third party than those offered to CLI, provided that if the completion of the proposed disposal by the Relevant CapitaLand Entity to a third party does not occur within 12 calendar months from the date of the discharge of obligations, any proposal to disposal of the Relevant Asset shall remain subject to the Acquisition ROFR.

Pursuant to the Reciprocal ROFRs Agreement, a reciprocal ROFR (the "**Development ROFR**") has been extended by CLI to CapitaLand, such that the latter, given its development focus, will be given a first right to invest up to 100% in any Development Opportunity (as defined below) on its own, save in the following circumstances:

- where the Development Opportunity is conceived by or is offered to or identified for acquisition or investment by any listed REIT managed by the CLI Group from time to time unless such Development Opportunity has been offered by the relevant listed REIT to a Relevant CLI Entity, in which event the Development ROFR shall apply. As commercially agreed between CLI and CapitaLand, the operations of a listed REIT managed by the CLI Group, being a public listed entity that is subject to the listing rules of the securities exchange on which it is listed, should not be subject to the Development ROFR. Accordingly, the terms of the Development ROFR includes an exclusion, as described above, such that the Development ROFR would not apply where the Development Opportunity is, among others, conceived by or is offered to or identified for acquisition or investment by any listed REIT managed by the CLI Group from time to time. Accordingly, an investment in a Development Opportunity by a Listed Fund would not be subject to the Development ROFR. By extension, the offering of a development-related opportunity by a Listed Fund would also not be subject to the Development ROFR, and as such the opportunity can be offered by the Listed Fund to any party. If, however, such opportunity is offered to a Relevant CLI Entity, the commercial understanding between CLI and CapitaLand is that such opportunity will be treated as similar to an opportunity being offered to the Relevant CLI Entity by an unrelated third party; as such, if the Relevant CLI Entity wishes to acquire such opportunity, the opportunity would then fall within the definition of "Development Opportunity" and therefore be subject to the Development ROFR;

- where the grant of the Development Opportunity to CapitaLand would constitute a breach of the terms of any contractual arrangement to which CLI or the Relevant CLI Entity is subject to, that is existing at the date of the Reciprocal ROFRs Agreement;

- where such Development Opportunity is offered or made available to an Unlisted Fund of the CLI Group which is within such fund's investment mandate, provided that such fund is existing at the Listing Date. For the avoidance of doubt, Development Opportunities that are offered or made available to a private fund of the CLI Group that is established after the Listing Date will be subject to the Development ROFR; and

- where the Development Opportunity is originated, offered or made available to any Relevant CLI Entity, pursuant to any right of first refusal or other contractual right granted to the Relevant CLI Entity as at the Listing Date, by a capital partner or other co-investor of the Relevant CLI Entity in any investment vehicle. For the avoidance of doubt, Development Opportunities that are originated, offered or made available to any Relevant CLI Entity, pursuant to any right of first refusal or other contractual right granted to the Relevant CLI Entity after the Listing Date, by a capital partner or other co-investor of the Relevant CLI Entity in any investment vehicle after the Listing Date will be subject to the Development ROFR.

In the event that CapitaLand exercises the Development ROFR to invest in a Development Opportunity, it shall (to the extent that any decision on the appointment of developer or project manager for the purposes of the Development Opportunity is within the unfettered control of the Relevant CLI Entity and/or is included in the Development Opportunity offered by the relevant third party) be entitled to appoint any party (including any Parent Group entity) as developer and project manager for the Development Opportunity. Such provision is a corollary to the Development ROFR – if CapitaLand were to exercise the Development ROFR and the terms of its investment allow for it to appoint a developer or project manager (for example, because CapitaLand is a major investor in the Development Opportunity), then it should be allowed to determine the appropriate party to appoint as developer and project manager, including the Parent Group. As an illustration, if the decision on the appointment of developer or project manager for the purposes of the Development Opportunity is outside of the "unfettered control" of Relevant CLI Entity, then this would mean that the Development Opportunity that was originally offered to the Relevant CLI Entity by the third party would not include the right to appoint the developer or project manager; it would follow that the Development Opportunity that is offered to CapitaLand under the Development ROFR would not include any entitlement to appoint the developer or project manager and if CapitaLand should choose to exercise its rights under the Development ROFR to acquire the Development Opportunity, it would then not be entitled to appoint the developer or project manager.

Subject to CapitaLand's rights under the Development ROFR, the CLI Group shall not be precluded from investing in the Development Opportunity as an investor or co-investor alongside CapitaLand, including the seeding and establishment of new development funds to be set up by the CLI Group. To the extent that an investment opportunity falls within the definition of "Development Opportunity" (in particular, the opportunity must be one that is identified for acquisition/investment by any member of the CLI Group) and subject to the exclusions explained above, such Development Opportunity would be required under the Development ROFR to be notified and offered to CapitaLand in its entirety (i.e. the terms of the Development ROFR do not entitle CLI to choose to offer only part of the Development Opportunity to CapitaLand). To the extent that CapitaLand declines to exercise its rights under the Development ROFR entirely, the CLI Group shall not be precluded from investing in the Development Opportunity as an investor. To the extent that CapitaLand exercises its rights under the Development ROFR partially and not entirely, the CLI Group shall not be precluded from investing in the Development Opportunity. Any decision by the CLI Group to invest in the Development Opportunity (to the extent not invested by CapitaLand), and the extent of any such investment, will be determined solely by the CLI Group at its discretion. In such situation, the Relevant CLI Entity (as determined by CLI) would become a co-investor alongside CapitaLand. In this regard, CLI Group's investment into any Development Opportunity will be for its managed investment vehicles, which is part of its core business of investment management. On the other hand, it is intended that the key objective of the Parent Group in investing in any Development Opportunity will be in pursuance of its core business of real estate development.

In the event that:

- CapitaLand rejects or does not indicate its written interest in the Development Opportunity within 10 business days (or such other period as may be mutually agreed by the parties) from the date of CapitaLand's receipt of the notice of right of first refusal;

- CapitaLand or any Relevant CapitaLand Entity does not enter into a binding commitment in relation to the Development Opportunity within 90 days (or such other period as may be mutually agreed by the parties) from the date of CapitaLand's receipt of the notice of right of first refusal; or

• the proposed acquisition of the Development Opportunity is aborted by the Relevant CapitaLand Entity due to any reason whatsoever,

CLI shall be deemed to have discharged its obligations in relation to such Development ROFR and shall be entitled to pursue the Development Opportunity with the party offering the Development Opportunity on such terms and conditions as it may deem fit provided that in the case of a Development Opportunity conceived by the CLI Group, the consummation of the Development Opportunity shall be on terms no more favourable to the party offering the Development Opportunity than those offered to CapitaLand. If the completion of such transaction under the Development Opportunity does not occur within 12 calendar months from the date of the discharge of obligations, the Development Opportunity, to the extent it is still available to CLI, shall remain subject to the Development ROFR.

For purposes of the Reciprocal ROFRs Agreement:

"**Development Opportunity**" refers to any investment opportunity that is identified for acquisition/ investment by any member of the CLI Group, in the development or redevelopment (excluding asset enhancement initiatives) of any real estate for the following non-exhaustive uses: residential, retail, office, business park, industrial, logistics and/or data centre, mixed use, and lodging related (including multi-family, purpose built student accommodation, hotels and serviced apartments, amongst others) located anywhere in the world;

"**Relevant Asset**" refers to any operational, income-producing properties for the following non-exhaustive uses: residential, retail, office, business park, industrial, logistics, data centre and mixed use properties, and lodging related (including multi-family, purpose built student accommodation, hotels and serviced apartments, amongst others) located anywhere in the world, and where the context so admits, shall include the shares and equity interests of any single purpose company or entity established to hold the Relevant Asset;

"**Relevant CapitaLand Entity**" means CapitaLand or any of its subsidiaries (but which shall exclude any subsidiaries listed on any recognised stock exchange and, from and after completion of the Scheme, the CLI Group). In this regard, as commercially agreed between CLI and CapitaLand, the operations of a listed entity, being a public listed entity that is subject to the listing rules of the securities exchange on which it is listed, should not be subject to rights of first refusal under the Reciprocal ROFRs Agreement. Accordingly, the definition of "Relevant CapitaLand Entity" excludes any subsidiaries listed on any recognised stock exchange. For the avoidance of doubt, the definition of "Relevant CapitaLand Entity" does not exclude future funds established by the CapitaLand Group (excluding the CLI Group); and

"**Relevant CLI Entity**" means CLI or any investment vehicle managed by CLI Group from time to time, including, but not limited to, real estate investment trusts, business trusts, stapled trusts, private funds, programs, joint venture and co-investments, whether or not listed on any securities exchange. In this regard, the definition of "Relevant CLI Entity" does not include a carve-out for listed entities. Such formulation of the definition of "Relevant CLI Entity" is intended, in the context of the Acquisition ROFR, for CLI to exercise the Acquisition ROFR to acquire a Relevant Asset as principal or in favour of any Relevant CLI Entity, which would include any listed investment vehicle managed by CLI Group from time to time. This would be consistent with the commercial objective that the Acquisition ROFR is intended to provide a key pipeline source of investment opportunities and multi-sector development capabilities to further augment CLI Group's FUM growth, which would include its listed managed vehicles. Although the definition of "Relevant CLI Entity" does not include a carve-out for listed entities, in the context of the Development ROFR, the terms of the Development ROFR contains a separate exclusion such that the Development ROFR would not apply where the Development Opportunity is, among others, conceived by or is offered to or identified for acquisition or investment by any listed REIT managed by the CLI Group from time to time (unless the Development Opportunity has been offered by the relevant listed REIT to any Relevant CLI Entity).

Either party shall be entitled to terminate the Reciprocal ROFRs Agreement by written notice to the other party if any of the following events occur:

(a) CapitaLand ceases to be a controlling shareholder of CLI; or

(b) CapitaLand ceases to be the deemed or direct single largest shareholder of CLI.

Given that (i) CLI Group and the Parent Group will not be in competition with each other with regards to such development opportunities; and (ii) development activities are not in any event a core business activity of CLI Group, the reciprocal rights of refusal arrangements described above are not expected to give rise to any material conflicts of interests.

The Reciprocal ROFRs Agreement is part of the overall ecosystem between CLI Group and the Parent Group that is being preserved following the completion of the Scheme, with the overriding objective of preserving and sustaining the existing ecosystem to optimise the value unlocked by the strategic restructuring and demerger of CLI and the investment management business of CapitaLand, through preserving and sustaining the inherent business advantages of scale, synergy, capabilities and expertise embedded within the existing CapitaLand Group ecosystem, in order to fully benefit CLI Group. Being part of this ecosystem will provide CLI Group the opportunity, through the Acquisition ROFR from CapitaLand to CLI, to tap on a key pipeline source of investment opportunities and multi-sector development capabilities to further augment CLI Group's FUM growth, a key distinguishing characteristic amongst real estate investment managers. Preserving and sustaining the existing ecosystem will enable both CLI Group and the Parent Group's development arm to optimise both groups' respective strategies and operations to create and capture value to drive the growth of CLI Group in the interests of our Shareholders as well as leverage both CLI Group's and the Parent Group's development arm's respective and collective strengths, to drive a sustainable competitive advantage for CLI. In the context of Development Opportunities, CLI Group's investment into any Development Opportunity will be for its managed investment vehicles, which is part of its core business of investment management. On the other hand, it is intended that the key objective of the Parent Group in investing in any Development Opportunity will be in pursuance of its core business of real estate development. Given such separation of strengths and commercial objectives as explained above, CLI Group and the Parent Group will not be in competition with each other but rather, will provide complementary capabilities to each other.

Mitigation

In addition to the review procedures for future interested person transactions, any potential conflicts of interests will be mitigated as follows:

(i) Under the Companies Act, every Director who is in any way, whether directly or indirectly, interested in a transaction or proposed transaction with our Company is required to disclose their interests as soon as practicable at a meeting of the Directors after the relevant facts have come to his knowledge. In addition, every Director who holds any office or possesses any property whereby whether directly or indirectly duties or interests might be created in conflict with his duties or interests as director shall declare at a meeting of the Director the fact and the nature, character and extent of the conflict. Upon such disclosure, such Directors will not participate in any proceedings of our Board, and shall in any event abstain from voting in respect of any such contract, arrangement, proposal, transaction or matter in which the conflict of interest arises, unless and until our Board has determined that no such conflict of interest exists. Each Director who is concurrently a director of CapitaLand will abstain from participating in any proceedings of CLI's Board that involves the Parent Group. In the case of Mr Lee Chee Koon, to the extent that there is any situation of conflict between his role as Group CEO of CLI and non-executive director of CapitaLand, Mr Lee will represent and act in the best interests of CLI Group only. In such situation, Mr Lee will recuse himself from any decision-making on the board of directors of CapitaLand (although he may continue to participate in discussions among the board members of CapitaLand to the extent that such participation and discussions do not give rise to a situation of conflict);

(ii) Our Audit Committee is required to examine the internal guidelines and procedures put in place by our Company as described under "– Review Procedures for Future Interested Person Transactions" above to determine if such guidelines and procedures put in place are sufficient to ensure that interested person transactions are conducted on normal commercial terms and will not be prejudicial to our Company and the minority shareholders;

(iii) Our Board will review any actual or potential conflicts of interest that may involve our Directors as disclosed by them to our Board and the exercise of our Directors' fiduciary duties in this respect. Upon disclosure of an actual or potential conflict of interest by a Director, our Board will consider whether a conflict of interest does in fact exist. A Director will not participate in any proceedings of our Board in relation to the review of a conflict of interest relating to him. The review will include an examination of the nature of the conflict and such relevant supporting data, as our Board may deem reasonably necessary. Where a conflict of interest does exist, our Board will resolve or propose, where appropriate, the relevant measures for the management of such conflicts;

(iv) Upon the Listing, our Company will be subject to Chapter 9 of the Listing Manual in relation to interested person transactions. The objective of these rules is to ensure that our Company's interested person transactions do not prejudice the interests of its shareholders as a whole. These rules require our Company to make prompt announcements, disclosures in its annual report and/or seek our Company's shareholders' approval for certain material interested person transactions. Our Audit Committee may also have to appoint independent financial advisers to review such interested person transactions and opine on whether such transactions are fair and reasonable to our Company, not prejudicial to its interests and the interests of its minority Shareholders. Under the Listing Manual, any shareholders' mandate made by our Company in respect of interested persons transactions is required to be renewed at each annual general meeting and disclosure must be made in our Company's annual report of the aggregate value of interested person transactions conducted pursuant to such mandate during each financial year, and in the annual reports for the subsequent years during which such mandate is in force. Our Company must also adopt a new mandate if for any reason the review policies and procedures under its current shareholders' mandate are inadequate; and

(v) The Directors owe fiduciary duties to our Company, including the duty to act in good faith and in our Company's best interests. Our Directors are also subject to a duty of confidentiality that, save to the extent permitted under Singapore law, precludes a Director from disclosing to any third party (including any of our Shareholders or their associates) information that is confidential.

A letter of eligibility has been obtained from the SGX-ST for the listing of and quotation for our issued Shares on the Main Board of the SGX-ST. For the purpose of trading on the SGX-ST, a board lot of our Shares will comprise 100 Shares. Upon listing and quotation on the SGX-ST, our Shares will be traded under the book-entry (scripless) settlement system of CDP, and all dealings in and transactions of our Shares through the SGX-ST will be effected in accordance with the terms and conditions for the operation of Securities Accounts with CDP, as amended from time to time.

CDP, a wholly owned subsidiary of Singapore Exchange Limited, is incorporated under the laws of Singapore and acts as a depository and clearing organisation. CDP holds securities for its account holders and facilitates the clearance and settlement of securities transactions between account holders through electronic book-entry changes in the Securities Accounts maintained by such account holders with CDP.

The Shares will be registered in the name of CDP or its nominee and held by CDP for and on behalf of persons who maintain, either directly or through depository agents, Securities Accounts with CDP. Persons named as direct Securities Account holders and depository agents in the depository register maintained by CDP, rather than CDP itself, will be treated under, the SFA and our Constitution, as members of our Company in respect of the number of our Shares credited to their respective Securities Accounts.

Persons holding our Shares in a Securities Account with CDP may withdraw the number of Shares they own from the book-entry settlement system in the form of physical share certificates. Such share certificates will, however, not be valid for delivery pursuant to trades transacted on the SGX-ST, although they will be *prima facie* evidence of title and may be transferred in accordance with our Constitution. A fee of S$10.00 for each withdrawal of 1,000 Shares or less and a fee of S$25.00 for each withdrawal of more than 1,000 Shares is payable upon withdrawing our Shares from the book-entry settlement system and obtaining physical share certificates. In addition, a fee of S$2.00 or such other amount as our Directors may decide is payable to our Share Registrar for each share certificate issued, and stamp duty of 0.2% of the last-transacted price where it is withdrawn in the name of a third party. Persons holding physical share certificates who wish to trade on the SGX-ST must deposit with CDP their share certificates together with the duly executed and (where necessary) stamped instruments of transfer in favour of CDP, and have their respective securities accounts credited with the number of our Shares deposited before they can effect the desired trades. A fee of S$10.00, subject to GST at the prevailing rate (currently 7.0%), is payable upon the deposit of each instrument of transfer with CDP. The above fee may be subject to such changes as may be in accordance with CDP's prevailing policies or the current tax policies that may be in force in Singapore from time to time. Transfers and settlements pursuant to on-exchange trades will be charged a fee of S$30.00 and transfers and settlements pursuant to off-exchange trades will be charged a fee of 0.015% of the value of the transaction, subject to a minimum of S$75.00.

Transactions in our Shares under the book-entry settlement system will be reflected by the seller's Securities Account being debited with the number of Shares sold and the buyer's Securities Account being credited with the number of Shares acquired. No transfer stamp duty is currently payable for transfer of Shares that are settled on a book-entry basis.

A Singapore clearing fee for trades in our Shares on the SGX-ST is payable at the rate of 0.0325% of the transaction value. The clearing fee, instrument of transfer deposit fee and share withdrawal fee that CDP may charge may be subject to GST at the prevailing rate of 7.0% (or such other rate prevailing from time to time).

CLEARANCE AND SETTLEMENT

Dealings of our Shares will be carried out in Singapore dollars and will be effected for settlement on CDP on a scripless basis. Settlement of trades on a normal "ready" basis on the SGX-ST generally takes place on the second Market Day following the transaction date, and payment for the securities is generally settled on the following business day. CDP holds securities on behalf of investors in Securities Accounts. An investor may open a direct account with CDP or a sub-account with any CDP depository agent. A CDP depository agent may be a member company of the SGX-ST, bank, merchant bank or trust company.

Responsibility Statements

1. Our Directors collectively and individually accept full responsibility for the accuracy of the information given in this Document and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Document constitutes full and true disclosure of all the material facts about the Introduction, our Company and our subsidiaries, the Share Plans and the Share Purchase Mandate and our Directors are not aware of any facts the omission of which would make any statement in this Document misleading. Where information in this Document has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of our Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Document in its proper form and context.

2. To the best of J.P. Morgan (S.E.A.) Limited's knowledge and belief, this Document constitutes full and true disclosure of all the material facts about the Introduction, our Company and our subsidiaries, the Share Plans and the Share Purchase Mandate, and J.P. Morgan (S.E.A.) Limited is not aware of any facts the omission of which would make a statement in this Document misleading in any material aspect as at the Latest Practicable Date. Where information has been extracted from published or publicly available sources or obtained from our Company, our subsidiaries or any of their advisors or agents, the sole responsibility of J.P. Morgan (S.E.A.) Limited has been to ensure that such information has been accurately and correctly extracted from such sources, or as the case may be, accurately reflected or reproduced in this Document in its proper form and context.

Statutory Matters

Save as disclosed below, as at the date of this Document, none of our Directors or Executive Officers or controlling Shareholders:

(a) has had, at any time, during the last 10 years, an application or a petition under any bankruptcy laws of any jurisdiction filed against him or her or against a partnership of which he or she was a partner at the time when he or she was a partner or at any time within two years after the date he or she ceased to be a partner;

(b) has had, at any time, during the last 10 years, an application or a petition under any law of any jurisdiction filed against an entity, not being a partnership, of which he or she was a director or an equivalent person or a key executive, at the time when he or she was a director or an equivalent person or a key executive of that entity, or at any time within two years after the date he or she ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency;

(c) has any unsatisfied judgments against him or her;

(d) has been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings, including any pending criminal proceedings of which he or she is aware, for such purpose;

(e) has been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings, including any pending criminal proceedings of which he or she is aware, for such breach;

(f) has had, at any time during the last 10 years, judgment entered against him or her in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his or her part, or has been the subject of any civil proceedings, including any pending civil proceedings of which he or she is aware, involving an allegation of fraud, misrepresentation or dishonesty on his or her part;

(g) has been convicted, in Singapore or elsewhere, of any offence in connection with the formation or management of any entity or business trust;

(h) has been disqualified from acting as a director or an equivalent person of any entity, including the trustee of a business trust, or from taking part directly or indirectly in the management of any entity or business trust;

(i) has been the subject of any order, judgment or ruling of any court, tribunal or governmental body permanently or temporarily enjoining him or her from engaging in any type of business practice or activity;

(j) to his or her knowledge, has been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:

  (i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere;

  (ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere;

  (iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or

  (iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,

  in connection with any matter occurring or arising during the period when he or she was so concerned with the entity or business trust; and

(k) has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Authority or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere.

Ms Goh Swee Chen was employed by the Royal Dutch Shell group, a global group of energy and petrochemical companies, from 2003 until her retirement in January 2019. She was the country chairperson of the Shell Companies (as defined below) in Singapore, and sat on the board of various Shell Companies in Singapore. “Shell Companies” refer to companies over which Royal Dutch Shell plc either directly or indirectly has control. Shell Companies are subject to various laws and regulations governing their day-to-day operations. The Shell Companies in Singapore may from time to time be investigated by regulatory authorities (for example, the National Environmental Agency, the Ministry of Manpower and Singapore Customs) for possible breaches of such laws and regulations in the ordinary course of business, and have been subject to fines from time to time in the ordinary course of business. To Ms Goh’s knowledge, none of the investigations or fines (such as fines relating to emissions from Shell’s refinery in Singapore and incomplete submission of particulars or late submissions for customs import permits) imposed on such Shell Companies in Singapore (in connection with incidents occurring or arising during the period when she was a director of such entities) were material. In all circumstances, Ms Goh was not the subject of such investigations or fines.

Ms Hsu Chung Wei Judy is the CEO of consumer, private and business banking for Standard Chartered Bank and is also a member of the group management team at Standard Chartered Bank. She is also currently the Chairman for the bank's Singapore subsidiary board. Prior to the current role, Ms Hsu held the position of regional CEO for ASEAN and South Asia from June 2018 to December 2020, CEO, Singapore and ASEAN markets from October 2017 to June 2018 and CEO, Singapore from October 2015 to October 2017. She was the global head of wealth management from December 2009 to September 2015. Standard Chartered Bank and its subsidiaries are subject to various laws and regulations governing their day-to-day operations and may from time to time be investigated by the relevant authorities for breaches of laws and regulations. In particular, from 2014 to 2018, during the periods Ms Hsu held the aforementioned positions in Standard Chartered Bank, Standard Chartered Bank, Singapore Branch ("**SCBS**") and Standard Chartered Bank (Singapore) Limited ("**SCB**") have been subject to fines, the details of which are as follows:

(i) In 2014, SCB was fined by the MAS S$10,000 and S$30,000 in respect of contraventions of Section 23B(3) of the Financial Advisers Act, Chapter 110 of Singapore and Section 99B(3) of the SFA respectively, for allowing certain of its representatives to provide financial advisory services on its behalf before the respective names of the representatives or the relevant financial advisory services they could provide, were entered into the public register. Such contraventions took place between November 2010 and July 2013;

(ii) In 2016, SCBS was fined S$5.2 million for breaches of the MAS' anti-money laundering ("**AML**") requirements including for issues relating to the 1MDB-related fund flows through SCBS which took place from 2010 to 2013. The MAS' inspection had revealed significant lapses in the bank's customer due diligence measures and controls for ongoing monitoring. The control lapses stemmed from inadequacies in policies and procedures, insufficient independent oversight of front office staff, and a lack of awareness of money laundering risks among some bank staff. While the regulatory breaches were serious, the MAS' inspection did not find pervasive control weaknesses or wilful misconduct at SCBS. The MAS noted that the bank had proactively taken measures to address the weaknesses identified and strengthen its controls. The MAS instructed SCBS' management to take disciplinary action against those officers who failed to perform their duties effectively and directed the bank to appoint an independent party to confirm that rectification measures have been effectively implemented and to report its findings to the MAS. SCBS has complied with these requirements; and

(iii) In 2018, the MAS had imposed penalties of S$5.2 million on SCBS for breaches of MAS' AML and countering the financing of terrorism ("**CFT**") requirements in relation to the transfer of trust accounts of SCBS' customers from Guernsey to Singapore from 2015 to 2016. The MAS found SCBS' risk management and controls in relation to the transfers to be unsatisfactory. The transfers occurred shortly before Guernsey's implementation of the Common Reporting Standards ("**CRS**") for the Automatic Exchange of Financial Account Information in Tax Matters. The timing of the transfers raised questions of whether the clients were attempting to avoid their CRS reporting obligations. However, SCBS did not adequately assess and mitigate against this risk factor, and also failed to file suspicious transaction reports in a timely manner. In determining the regulatory action, MAS took into consideration mitigating factors that SCBS had pro-actively notified the MAS of its internal review on the trust accounts, SCBS management showed strong commitment to address the deficiencies identified by MAS, and SCBS had taken prompt and substantive remedial measures to strengthen their AML/CFT risk management and controls.

In all circumstances, Ms Hsu was not the subject of such investigations or fines.

Mr Stephen Lee Ching Yen was a non-executive independent director of SIA from April 2004 to January 2017. SIA is subject to various laws and regulations governing its day-to-day operations and may from time to time be investigated by the relevant authorities for breaches of laws and regulations. In particular, SIA has been subject to fines during the period Mr Lee was a director of SIA. In 2006 and thereafter, SIA and Singapore Airlines Cargo ("**SIA Cargo**") were among several airlines that received notice of investigations by competition authorities in, among others, the European Union and Switzerland as to whether surcharges, rates or other competitive aspects of air cargo service were lawfully determined (the "**air cargo issues**"). In 2010, SIA and SIA Cargo were fined EUR74.8 million (equivalent to S$135.7 million based on the exchange rate of EUR1.00: S$1.81448) by the European Commission in respect of fuel surcharges, security surcharges and commissions on surcharges. An appeal was filed and in 2015, the European General Court annulled the decision of the European Commission in its entirety vis-à-vis SIA Cargo and SIA but in 2017, the European Commission readopted its initial decision and imposed a fine of EUR74.8 million (S$111.8 million) against SIA Cargo and SIA. In 2014, SIA and SIA Cargo was fined CHF1.7 million (equivalent to S$2.3 million based on the exchange rate of CHF1.00: S$1.41439) by the Swiss Competition Commission in respect of air cargo issues. In all circumstances, Mr Lee was not the subject of such investigations or fines.

Mr Chaly Mah Chee Kheong was the subject of an inquiry by the Public Accountants Board Singapore under Part IV of the Accountants Act, 1987 in relation to the conduct of the audit of Baring Futures (Singapore) Pte Ltd by his previous firm, Deloitte & Touche, Singapore, for the financial years ended 31 December 1992 and 1993 (the "**PAB Inquiry**"). The Public Accountants Board Singapore accepted the determination of the inquiry committee that Mr Mah was not guilty of professional misconduct, and the PAB Inquiry concluded in 2001 with no further action taken against him.

Mr Mah is a non-executive independent director of NetLink NBN Management Pte. Ltd. (trustee-manager of NetLink NBN Trust) since 2017. NetLink NBN Trust ("**NLT**") is subject to various laws and regulations governing its day-to-day operations and may from time to time be subjected to review by the relevant authorities for breaches of laws and regulations. In particular, NLT has been subject to fines imposed by the Infocommunications Media Development Authority ("**IMDA**") for failure to meet Quality of Service ("**QoS**") standards during the period Mr Mah was a director of NetLink NBN Management Pte. Ltd. The financial penalties imposed by IMDA on NLT were S$100,000 for the period July 2016 to June 2017 for residential QoS standards, S$50,000 for the period January 2016 to March 2017 for non-residential QoS standards, S$50,000 for the period July 2017 to June 2018 for residential QoS standards, S$20,000 for the period April 2017 to March 2018 for non-residential QoS standards and S$10,000 for the period July 2018 to June 2019 for residential QoS standards. To Mr Mah's knowledge, none of the reviews or fines by the IMDA were material. In all circumstances, Mr Mah was not the subject of such reviews or fines.

Material Contracts

The dates of, parties to and general nature of the material contracts (not being contracts entered into in the ordinary course of business) (the "**Material Contracts**") entered into by our Company or any of our subsidiaries during the two years preceding the date of issue of this Document, and the amount of any consideration passing to or from our Company or any of our subsidiaries, as the case may be, under such contracts are as follows:

(a) a management agreement dated 17 July 2021 entered into between our Company and the Sole Issue Manager pursuant to which the Sole Issue Manager will, among others, manage the Listing in consideration for the payment of a management fee;

(b) the Restructuring-Related Agreements. Please refer to the section "Scheme" for further details;

(c) the Master Corporate Services Agreement. Please refer to the section "Interested Person Transactions and Conflicts of Interests – Present and Ongoing Interested Person Transactions – Transactions with the Parent Group – Master Corporate Services Agreement" for further details;

(d) the Trademark Licence Agreement. Please refer to the section "Interested Person Transactions and Conflicts of Interests – Present and Ongoing Interested Person Transactions – Transactions with the Parent Group – Trademark Licence Agreement" for further details; and

(e) the Reciprocal ROFRs Agreement. Please refer to the section "Interested Person Transactions and Conflicts of Interests – Conflicts of Interests" for further details.

Significant Changes

Save as disclosed in the section "Management's Discussion and Analysis of Financial Position and Results of Operations – Subsequent Events" and in "– Legal Proceedings" below, no event has occurred since 31 March 2021 to the Latest Practicable Date that may have a material effect on our financial position and results.

Legal Proceedings

Save as disclosed below, we are not engaged in any litigation, claims or arbitration either as plaintiff or defendant, which has a material effect on our financial position or profitability and the Directors of our Company have no knowledge of any legal or arbitration proceedings pending, known to be contemplated or threatened by or against us or of any facts likely to give rise to any such proceedings which may have, or which have had in the 12 months immediately preceding the date of this Document, a material effect on our financial position or profitability.

In June 2021, CMMT Investment Limited, a wholly owned subsidiary of our Company (the "**Relevant Subsidiary**") was notified by the Inland Revenue Board of Malaysia (the "**Tax Authority**") that it had completed a tax audit review on the Relevant Subsidiary, and had found that certain claims in respect of certain interest payments made to the Relevant Subsidiary's holding company outside of the relevant jurisdiction for the years of assessment 2011 to 2018 are subject to withholding tax and not permitted tax deductions and that accordingly, the Relevant Subsidiary is to pay additional taxes and penalties amounting to the equivalent of approximately S$40 million in total (the "**Tax Claim**"). In this regard, the Tax Authority has issued notices of additional assessment for the Tax Claim. The issuance of the notices of additional assessment is the outcome of a tax audit review (which is not an investigation) by the Tax Authority where it is of the view that additional taxes are payable together with penalties. Malaysian law provides taxpayers the right of appeal against such assessments issued by the Tax Authority. We have obtained a legal opinion from our tax and legal advisers in the relevant jurisdiction, that (a) the Relevant Subsidiary should fall within an exemption order under the relevant taxation law applicable to the Relevant Subsidiary, which would exempt the Relevant Subsidiary from paying any withholding tax for the said years of assessment and that, accordingly, the Relevant Subsidiary should not be denied a deduction on the interest expense incurred; and (b) as the income tax legislation in the relevant jurisdiction provides that the Tax Authority may make an assessment or additional assessment only within the preceding five years, any assessment with respect to the years of assessment 2015 and prior years would be time-barred. Despite the issuance of the notices of additional assessment, the Relevant Subsidiary has been advised by its tax and legal adviser that the tax and legal adviser is of the view there is no non-compliance of laws and regulations by the Relevant Subsidiary on the aforementioned bases. The Relevant Subsidiary has filed an application for a judicial review and a stay order with respect to the Tax Claim and as at the date of this Document, the application is pending. The application for the judicial review is to seek, on the basis of the foregoing, to challenge and set aside the position by the Tax Authority that the Tax Claim is payable. In the event that the stay order is granted, the Relevant Subsidiary will not be required to make any payment for the Tax Claim pending a hearing and a decision by the relevant court. On the basis of the foregoing and in view of the underlying uncertainties, no provision has been made for the Tax Claim as at the Latest Practicable Date. The Tax Claim represents approximately 7.2% of our Group's loss for the year attributable to Shareholders of our Company of approximately S$559 million for FY2020 and approximately 2.8% of our Group's profit for the year attributable to Shareholders of our Company of approximately S$1,444 million for FY2019. To the best of the knowledge of CLI as at the Latest Practicable Date, there are no other CLI Group entities that have received tax claims similar to the Tax Claim that would have a material effect on the CLI Group's financial position or profitability post-Listing.

Miscellaneous

(a) No public take-over offer by a third party in respect of our Shares or by us in respect of the shares of another corporation or the units of a business trust occurred between the beginning of the most recent completed financial year and the Latest Practicable Date.

(b) Except for the Scheme (including the Internal Restructuring, the Subscription, the Issuance and the Change in Capital Structure), the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021, as of the Latest Practicable Date, no person has been, or has the right to be, given an option to subscribe for any of our Shares or any of the shares of our subsidiaries.

(c) We did not employ any expert named in this Document on a contingent basis or who has a material interest, direct or indirect, in our Shares or the shares of our subsidiaries, or has a material economic interest, direct or indirect, in our Company, including an interest in the success of the Introduction.

(d) In the reasonable opinion of our Directors, J.P. Morgan (S.E.A.) Limited does not have a material relationship with our Company save as below:

    (i) J.P. Morgan (S.E.A.) Limited is the Sole Issue Manager;

    (ii) J.P. Morgan (S.E.A.) Limited has been appointed by CapitaLand to act as the financial adviser to CapitaLand in respect of the Scheme and the dealer manager in respect of the tender offers by CapitaLand to holders of convertible bonds convertible into issued and paid-up ordinary shares in the capital of CapitaLand. Such roles are not contingent and inter-conditional on J.P. Morgan (S.E.A.) Limited's appointment as the Sole Issue Manager;

    (iii) J.P. Morgan (S.E.A.) Limited and their respective affiliates have, from time to time, engaged in transactions with, and/or performed services for any member of our Group, their respective affiliates and/or our Shareholders in the ordinary course of business and have, and may in the future, engage in commercial banking, lending or investment banking transactions and/or other commercial transactions for which they have received or made payment of, or may in the future receive or make payment of, customary fees. In addition, J.P. Morgan (S.E.A.) Limited may, from time to time, be appointed as placement agent and/or underwriter for equity fund raising exercises conducted by our Listed Funds. Such roles, if any, will not be contingent and inter-conditional on J.P. Morgan (S.E.A.) Limited's appointment as the Sole Issue Manager; and

(iv) J.P. Morgan (S.E.A.) Limited and their respective affiliates may make or hold a broad array of investments and actively trade debt and equity securities (or related derivative securities) and financial instruments (including bank loans) for their own account and for the accounts of their customers in the ordinary course of business, and such investment and securities activities may involve securities and instruments. J.P. Morgan (S.E.A.) Limited and their respective affiliates may also make investment recommendations and/or publish or express independent research views in respect of such securities or instruments and may at any time hold, or recommend to their clients that they acquire, long and/or short positions in such securities and instruments.

(e) In the reasonable opinion of our Directors, after taking into consideration our present cash position, cash generated from our operations and available banking facilities, the commitments of the CLI Group for capital expenditure, development expenditure, capital contribution and purchase of land in the section "Management's Discussion and Analysis of Financial Position and Results of Operations – Capital Expenditure – Committed Capital Expenditure, Development Expenditure, Capital Contribution and Purchase of Land", the Tax Claim referred to in the section "– Legal Proceedings" as well as the amount of debt of our Group that will foreseeably become due to be repaid, refinanced or rolled over in the 12 months after the date of this Document, the working capital available to our Group, as at the date of this Document, will be sufficient for at least the next 12 months.

(f) To the best of our Directors' knowledge, we are not in breach of any of the terms and conditions or covenants associated with any credit arrangement or bank loan which could materially affect our financial position and results or business operations, or the investments of our Shareholders.

(g) Each of Allen & Gledhill LLP and WongPartnership LLP does not make, or purport to make, any statement in this Document or any statement upon which a statement in this Document is based and, to the maximum extent permitted by law, expressly disclaims and takes no responsibility for any liability to any person which is based on, or arises out of, the statements, information or opinions in this Document.

(h) Ascendas iHub Suzhou, Hongkou Plaza, Minhang Plaza, CapitaMall Tiangongyuan, CapitaMall Westgate, Dalian Ascendas IT Park, International Tech Park Pune, Hinjawadi, Shinjuku Front Tower, Yokohama Blue Avenue, Queensbay Mall, 79 Robinson Road (former CPF building), ION Orchard, The Cavendish London, Deerwood Apartments, Marquessa Villas, Parkfield and The Ashton are encumbered. These encumbrances are mortgages (including mortgage(s) subject to registration), charges, security in the form of a deed of trust, lien and/or pledges and are given in respect of financing arrangements which have been obtained for the relevant properties. Save for the foregoing, none of the principal property investments held by our Group, our joint ventures and our associates as at 31 December 2020 (excluding the properties held through Listed Funds and Unlisted Funds) as set out in "Appendix G – Summary of the Valuation Reports Issued by the Independent Valuers" (excluding property investments which have been divested subsequent to 31 December 2020) are encumbered.

Consents

J.P. Morgan (S.E.A.) Limited, the Sole Issue Manager, has given and has not withdrawn its written consent to the issue of this Document with the inclusion herein of its name and all reference thereto in the form and context in which it is included in this Document, and to act in such capacity in relation to this Document.

KPMG LLP, Public Accountants and Chartered Accountants, the Independent Auditors, has given and has not withdrawn its written consent to the issue of this Document with the inclusion herein of:

- its name and all references thereto;
- its Independent Auditors' Report in relation to the Combined Financial Statements for the financial years ended 31 December 2020 and 2019 of our Company and its subsidiaries;
- its Independent Auditors' Review Report in relation to the Condensed Interim Combined Financial Statements for the three-month period ended 31 March 2021 of our Company and its subsidiaries; and
- its Independent Auditors' Report on the Unaudited Pro Forma Financial Information of our Company and its subsidiaries for the three-month period ended 31 March 2021 and the financial year ended 31 December 2020,

in the form and context in which they are included in this Document, and to act in such capacity in relation to this Document. The above reports were prepared for the purpose of incorporation in this Document.

Each of CBRE, Inc., CBRE Pte. Ltd., CBRE Limited, Beijing Colliers International Real Estate Valuation Co., Ltd., Colliers International Consultancy & Valuation (Singapore) Pte Ltd, Cushman & Wakefield K.K., Cushman & Wakefield International Property Advisers (Shanghai) Co., Ltd., Knight Frank LLP, PPC International Sdn Bhd, Savills Valuation And Professional Services (S) Pte Ltd, and Savills Property Services (India) Pvt. Ltd., named as the Independent Valuers, has given and has not withdrawn its written consent to the issue of this Document with the inclusion herein of its name and all references thereto, the valuation date, valuation and valuation methodology of the relevant properties set out against its name in Appendix G to this Document, the statement attributed to them in Appendix G of this Document and the relevant valuation summary letter(s) (with accompanying valuation certificate(s)) of the relevant property(ies) issued by it set out in Appendix H of this Document, in the form and context in which they are included in this Document, and to act in such capacity in relation to this Document. The valuation date, valuation and valuation methodology of the relevant properties set out against the relevant Independent Valuer's name in Appendix G to this Document, the statement attributed to them in Appendix G of this Document and the valuation summary letters (with accompanying valuation certificates) in Appendix H of this Document were prepared for the purpose of incorporation in this Document.

Deloitte & Touche Corporate Finance Pte Ltd, named as the Independent Financial Adviser with its registered address at 6 Shenton Way, #33-00 OUE Downtown, Singapore 068809, has given and has not withdrawn its written consent to the issue of this Document with the inclusion herein of its name and all references thereto, and the statements attributed to it in the section "Interested Person Transactions and Conflicts of Interests", in the form and context in which they are included in this Document, and to act in such capacity in relation to this Document. The statements attributed to it in the section "Interested Person Transactions and Conflicts of Interests" were prepared for the purpose of incorporation in this Document.

Evercore Asia (Singapore) Pte. Ltd., with its registered address at 12 Marina Boulevard, #33-01, Marina Bay Financial Centre, Singapore 018982, has given and has not withdrawn its written consent to the issue of this Document with the inclusion herein of its name and all references thereto, and its review letter in relation to the Condensed Interim Combined Financial Statements for the three-month period ended 31 March 2021 of our Company and its subsidiaries, in the form and context in which they are included in this Document. The review letter was prepared for the purpose of incorporation in this Document.

Documents Available For Inspection

The following documents or copies thereof may be inspected at our registered office at 168 Robinson Road #30-01 Capital Tower Singapore 068912 during normal business hours for a period of six months after the date of the issue of this Document.

(a) our Constitution;

(b) the Material Contracts;

(c) the audited financial statements (including all notes, reports or information relating thereto which are required to be prepared under the Companies Act, where applicable) of our subsidiaries (being entities which have audited financial statements) for each of the financial years ended 31 December 2019 and 2020;

(d) the unaudited condensed interim combined financial statements of our Company and its subsidiaries for the three-months periods ended 31 March 2021 and 31 March 2020;

(e) the unaudited pro forma financial information of our Company and its subsidiaries for the financial year ended 31 December 2020 and the three-month period ended 31 March 2021;

(f) the reports by the Independent Auditors referred to in "– Consents";

(g) the review letter by Evercore Asia (Singapore) Pte. Ltd. referred to in "– Consents";

(h) the letters of consent referred to in this Document;

(i) the rules of the CLI Performance Share Plan 2021 and CLI Restricted Share Plan 2021;

(j) the valuation reports of the relevant properties set out in Appendix G of this Document; and

(k) the valuation summary letters (with accompanying valuation certificates) of the relevant properties set out in Appendix H of this Document.

Waivers from the SGX-ST

Our Company has obtained from the SGX-ST waivers from compliance with the following:

(a) Rule 222(2) of the Listing Manual in respect of the conduct of valuations for (i) Dalian Ascendas IT Park, (ii) Singapore-Hangzhou Science & Technology Park (Phase 1 & 2), (iii) Olinas Mall, and (iv) Galaxis, each as referred to in Appendix G of this Document, for the following reasons:

(1) valuations are presented in Appendix G of this Document for each of the principal property investments held by our Group, our joint ventures and our associates as at 31 December 2020, save that in the case of the above-mentioned four principal

properties for which a binding agreement for divestment or acquisition has been entered into, Appendix G of this Document presents the agreed property value as the latest property value; and

(2) given that this would be the most recent transaction price for the asset which reflects the underlying value of the property that has been commercially negotiated with the counterparty, CLI considers this to be the most relevant representation of the value of the asset.

(b) Rules 227 and 228 of the Listing Manual in respect of the moratorium requirements on Temasek, TJIII, Glenville, Mawson, Bartley and Tembusu for the following reasons:

(i) on completion of the Scheme, CapitaLand will be the Company's largest controlling shareholder, and is expected to hold approximately 51.76% of the issued Shares. Pursuant to the terms of the Scheme, CapitaLand will become a wholly-owned subsidiary of CLA and will be delisted from the SGX-ST. CapitaLand will be wholly-owned by CLA, which in turn is indirectly wholly-owned by Temasek; and

(ii) our Company understands that Temasek does not control CLA and hence does not indirectly control our Company for the reasons set out below:

(1) while CLA is wholly-owned by Temasek, Temasek does not in fact exercise control over CLA within the meaning of the Listing Manual as Temasek does not have the capacity to dominate decision-making, directly or indirectly, in relation to the financial and operating policies of CLA. All such decisions are made by the management and board of directors of CLA;

(2) CLA is managed and operated by its own management team and board of directors, independently of Temasek. Temasek does not direct or control, and is not involved in, the business, commercial or operational decisions of CLA. In particular, the decision to undertake the Scheme was made by the directors of CLA, acting in the best interests of CLA, and was not directed by Temasek;

(3) Temasek also does not control the board of directors of CLA. This is in line with Temasek's overall governance policy with respect to its portfolio companies to promote sound corporate governance by supporting high calibre and diverse boards to complement management leadership, and leveraging its network of contacts to suggest qualified individuals for consideration by the respective boards. As of the date of the application for the waiver, half the board of CLA comprises individuals who are not employees of Temasek – of the six directors on the board of CLA, three directors are employees of Temasek. The other directors include the non-executive chairman of CLA and the non-executive non-independent chairman of CapitaLand. CLA's Constitution provides that in case of an equality of votes, the chairman of the meeting has a casting vote. Board meetings of CLA are typically chaired by the non-executive chairman of CLA;

(4) Temasek also does not have any direct interest in any Shares; and

(5) each of CapitaLand and CLA (on the basis that CLA would have control over CapitaLand's board of directors) is providing a moratorium undertaking in compliance with Rules 227, 228 and 229 of the Listing Manual.

(c) Rule 608 of the Listing Manual with regard to the requirement under Paragraphs 2(a)(i) and 4 of Part 9 of the Fifth Schedule to the SFR for this Document to present financial information of CLI for FY2018 for the following reasons:

(i) the Internal Restructuring will be undertaken to consolidate certain assets and businesses of the CapitaLand Group under the CLI Group (the "**CLI Acquired Assets**"). Certain assets, businesses and/or platforms as well as employees that are not currently held by CLI Group will be transferred to CLI Group as part of the Internal Restructuring;

(ii) the CLI Acquired Assets include, among other things, Ascott (being the entity holding the lodging business), stakes in the Listed Funds and Unlisted Funds, certain assets and operating platforms relevant to the portfolio of the CLI Group described in the section "Scheme";

(iii) as the CLI Acquired Assets would have been held by the CapitaLand Group (other than the CLI Group) immediately prior to their acquisition by the CLI Group, they would fall within the meaning of "common control businesses" and "common control entities" for the purposes of Paragraph 1(1) of Part 9 of the Fifth Schedule to the SFR;

(iv) Paragraph 2(a)(i), read together with Paragraph 11, of Part 9 of the Fifth Schedule to the SFR requires a prospectus that is issued in relation to a public offering of securities to provide, among other things, in the case where the relevant corporation is a holding company and has acquired any common control entity or common control business during its three most recently completed financial years, the audited annual consolidated financial statements or annual combined financial statements of the relevant corporation for the three most recently completed financial years. Paragraph 4 of Part 9 of the Fifth Schedule to the SFR further provides that such annual financial statements must be prepared as if the common control entities or common control businesses were, at the time they were held and controlled, by a person who controls the relevant corporation, a part of the relevant corporation's group, for the relevant financial periods; and

(v) CLI has a year end of 31 December. The requirements under Paragraphs 2(a)(i) and 11 of Part 9 of the Fifth Schedule would require the presentation of financial information for the three financial years ended 31 December 2018, 2019 and 2020 as if the CLI Acquired Assets had been part of the CLI Group for the periods while the CLI Acquired Assets had been held and controlled by the CapitaLand Group. However, for the reasons set out below, this Document has instead presented financial information for two financial years, FY2019 and FY2020:

(1) in June 2019, the CapitaLand Group acquired Ascendas Pte Ltd and Singbridge Pte. Ltd. at an enterprise value of S$11 billion. The acquisition expanded the asset classes of the CapitaLand Group to include logistics, business parks, industrial and data centres and transformed the CapitaLand Group into one of Asia's largest diversified real estate group, putting it amongst the top 10 real estate investment managers globally;

(2) with the acquisition, the CapitaLand Group acquired the three SGX-ST listed funds managed by ASB, namely, A-REIT, AIT and AHT, as well as seven private funds managed by ASB, which were the main contributors towards the 36% increase in fund REAUM for the CapitaLand Group from S$54.2 billion in FY2018 to S$73.7 billion in FY2019;

(3) the acquisition transformed the competencies, scale and portfolio of the CapitaLand Group's investment management business, which was essentially incepted from June 2019. In this regard, the disclosure of financial information for FY2018 (i.e. prior to the acquisition) would not be meaningful to Shareholders and investors, as such information would not be representative or a fair representation of the investment management business of the CLI Group and its valuation, and consequently has the potential to mislead the economic decisions made by users of such financial information. The disclosure of FY2018 financial information would be irrelevant and could be confusing if included together with financial information for FY2019 and FY2020. Such consequence of providing potentially misleading financial information would conflict with the objective of the financial information disclosure requirements under Part 9 of the Fifth Schedule to the SFR; and

(4) in addition to the above, it is expected that the preparation of FY2018 financial information on a combined basis would involve significant cost in terms of manpower and effort required. This is principally due to a change in the accounting policies adopted by the CapitaLand Group in FY2019 as well as changes in reporting structure within the CapitaLand Group in 2018 and 2019.

As disclosed in CapitaLand's annual report for FY2019, the CapitaLand Group had, commencing in FY2019, adopted SFRS(I) 16 *Leases* using the modified retrospective approach, under which the comparative financial information presented for FY2018 was not restated. Hence, the comparative information in FY2018 would not be comparable to the information in FY2019, and significant effort would be required to restate the FY2018 financials as-if SFRS(I) 16 were adopted in FY2018 instead, which would otherwise not be required under the accounting standards.

In addition, there were two major restructuring exercises within CapitaLand Group in 2018 and 2019 which impacted the reporting structure and the financial data captured in the group reporting system. For these reasons, the information that would be required in order to prepare FY2018 financial information on a combined basis would not be readily available in the existing reporting system, and would require significant manpower effort to prepare.

(d) Rule 608 of the Listing Manual with regard to the requirement under:

(i) Paragraph 1(d) of Part 5 of the Fifth Schedule to the SFR, which requires disclosure of a description of each material expenditure on and divestment of capital investment by the relevant corporation between the beginning of the period comprising the three most recently completed financial years and the latest practicable date;

(ii) Paragraph 2(a) of Part 5 of the Fifth Schedule to the SFR, which requires disclosure of the nature of the operations and principal activities, the main categories of products sold and services performed for each of the three most recently completed financial years, any significant new product or service introduced between the beginning of the period comprising the three most recently completed financial years and the latest practicable date and, to the extent that the development of the new product or service has been publicly disclosed, the status of such development;

(iii) Paragraph 2(b) of Part 5 of the Fifth Schedule to the SFR, which requires the disclosure of the principal markets in which the relevant corporation competes, including a breakdown of total revenue by category of activity and geographic market, for each of the three most recently completed financial years;

(iv) Paragraph 2 of Part 6 of the Fifth Schedule to the SFR, which requires, in respect of each of the two most recently completed financial years, a narrative of the extent to which any material change in net sales or revenue, as compared to the previous financial year, is attributable to a change in the price or volume of products being sold or services being performed, or to the introduction of a new product or service as compared to the previous corresponding period;

(v) Paragraph 3 of Part 6 of the Fifth Schedule to the SFR, which requires, in respect of each financial year for which audited financial statements have been included, disclosure regarding any significant factor, including any unusual or infrequent event or new development, which materially affected profit or loss before tax of the relevant corporation, and indicate the extent to which such profit or loss was so affected (in this regard, such information would typically be disclosed by way of a comparison of the relevant financial year against the preceding financial year);

(vi) Paragraph 5(b) of Part 6 of the Fifth Schedule to the SFR, which requires an evaluation of the material sources and amounts of cash flows from operating, investing and financing activities in respect of each financial year for which audited cash flow statements have been included. In this regard, such information would typically be disclosed by way of a comparison of the relevant financial year against the preceding financial year;

(vii) Paragraph 21 of Part 7 of the Fifth Schedule to the SFR, which requires, disclosure of, among other things, either (1) the average number of employees for each of the three most recently completed financial years, and the reason for any change if material, or (2) the number of employees at the end of each of the three most recently completed financial years, and the reason for any change if material;

(viii) Paragraph 1 of Part 8 of the Fifth Schedule to the SFR, which requires disclosure on (1) the nature of the transaction and the quantum involved or (2) the amount of the loan, the amount outstanding during the period covered and as at the latest practicable date, the nature of the loan and the transaction in which it was incurred and the interest rate on the loan, with respect to each transaction or loan, or proposed transaction or loan, between the beginning of the three most recently completed financial years and the latest practicable date, and between the entity at risk and an interested person of the relevant corporation, which are material in the context of the offer;

(ix) Paragraph 40 of Part 9 of the Fifth Schedule to the SFR, which requires that where there has been any material change to the relevant corporation's accounting policies, to provide a summary of the material change and the reason for and quantitative impact of such change on the financial results of the relevant corporation for each of the three most recently completed financial years; and

(x) Paragraph 42 of Part 9 of the Fifth Schedule to the SFR, which requires disclosure of the amount of dividends, if any, paid or declared by the relevant corporation, in respect of each class of shares or units for each of the three most recently completed financial years and for the period from the end of the most recently completed financial year to the latest practicable date, (together, the "**Relevant Fifth Schedule Provisions**"), in so far that they apply to information relating to FY2018, for the reasons as set out in sub-paragraphs (c)(v)(1) to (4) above as well as the following reasons:

(1) in view of the reasons set out in sub-paragraphs (c)(v)(1) to (4) above, the operational and financial information for FY2018 (i.e. prior to the acquisition) in relation to the Relevant Fifth Schedule Provisions would not be meaningful to Shareholders and investors, as such information would not be representative or a fair representation of the investment management business of the CLI Group, and consequently has the potential to mislead the economic decisions made by users of such operational and financial information. There would also be no relevant backdrop for such information against the FY2018 financial performance as the FY2018 financial statements have not been included in this Document. For the same reasons, FY2018 operational and financial information would be irrelevant and could be confusing to Shareholders and investors if included together with operational and financial information for FY2019 and FY2020. Such consequence of providing potentially misleading operational and financial information would conflict with the objective of the information disclosure requirements under the Relevant Fifth Schedule Provisions;

(2) the exclusion of the operational and financial information for FY2018 in relation to the Relevant Fifth Schedule Provisions would be more consistent and aligned with the presentation of the historical combined financial information in this Document, which is for the two financial years, FY2019 and FY2020;

(3) the principal reason for the non-disclosure of (A) the operations, principal activities and the main categories of product and services performed (for the purposes of Paragraph 2(a) of Part 5 of the Fifth Schedule to the SFR); (B) interested persons transactions (for the purposes of Paragraph 1 of Part 8 of the Fifth Schedule to the SFR); and (C) the amount of dividends paid or declared (for the purposes of Paragraph 42 of Part 9 of the Fifth Schedule to the SFR), of the CLI Group for FY2018 is that such information would need to be derived from combined financial information for FY2018, which has not been prepared and has not been presented in this Document and in respect of which a waiver has been obtained from compliance with Listing Rule 608 with regard to the requirements under Paragraphs 2(a)(i) and (4) of Part 9 of the Fifth Schedule to the SFR (as described above).

    The exclusion of the above information for FY2018 would be more consistent and aligned with the presentation of the historical combined financial information in this Document, which is for the two financial years, FY2019 and FY2020.

    For the reasons outlined under sub-paragraph (A) above, such operational information for FY2018 would be irrelevant and could be confusing to Shareholders and investors if included together with operational and financial information for FY2019 and FY2020. Such consequence of providing potentially misleading operational information would conflict with the objective of the information disclosure requirements under the Fifth Schedule to the SFR. The hardship in providing such information for FY2018 would be the time and effort in preparing the combined financial information for FY2018 for the purposes of disclosure as well as addressing and managing any confusion and misinterpretation on the part of investors; and

(4) the principal reason for the non-disclosure of the number of employees (for the purposes of Paragraph 21 of Part 7 of the Fifth Schedule to the SFR) of the CLI Group for FY2018 is that such information to Shareholders and investors would not be representative or a fair representation of the restructured investment management business of the CLI Group. In this regard, prior to the completion of the Scheme, the CLI Group and CapitaLand Group are managed and operated as a collective whole, with most of the employees employed by CapitaLand. As such, the CLI Group did not have many employees for the past two financial years. However, as part of the Internal Restructuring in connection with the Scheme, certain assets, businesses and/or platforms as well as employees that are not currently held by the CLI Group will be transferred to the CLI Group. This will result in a significant increase in the number of employees of the CLI Group after completion of the Internal Restructuring and the Scheme, compared to the number of employees in prior financial years. For purposes of Paragraph 21 of Part 7 of the Fifth Schedule to the SFR, this Document has presented the number of employees for FY2019 and FY2020 (as well as additionally 1Q2021) based on the historical numbers of employees employed by the various entities within the CLI Group (prior to the completion of the Scheme), and has also presented the number of employees as at 7 July 2021 as if the Scheme had been completed. Although the number of employees for FY2019 and FY2020 (as well as additionally 1Q2021) would already be irrelevant for the reasons explained above, the number of employees for FY2018 would be even less relevant and meaningful for the reasons outlined in sub-paragraphs (c)(v)(1) to (4) above, particularly because such FY2018 number of employees would reflect the position even prior to the acquisition. The exclusion of the number of employees for FY2018 would be more consistent and aligned with the presentation of the historical combined financial information in this Document, which is for the two financial years, FY2019 and FY2020. The hardship in providing the number of employees for FY2018 would be the time and effort in addressing and managing the risk of any confusion and misinterpretation on the part of investors.

(e) Rule 608 of the Listing Manual with regard to the requirement under Paragraph 9(iii) of Part 7 of the Fifth Schedule to the SFR in respect of the disclosure of the compensation paid by our Company to each Executive Officers (not being the Group CEO) on an individual basis for the following reasons:

(i) the individual remuneration information of the relevant Executive Officers is confidential and commercially sensitive information, and disclosing such information, on an individual basis, would not be in the interests of CLI due to the intense competition for talent in the industry. The relevant Executive Officers are transitioning from their current positions as key executive officers of the CapitaLand Group which, for similar reasons, has been disclosing the compensation of its key executives on an aggregated basis in its annual reports, with the appropriate explanations in line with the prevailing Code of Corporate Governance in the years in which the annual reports were issued. For these reasons, the disclosure in this Document on the compensation of the relevant Executive Officers is made on an aggregated basis. The presentation of such information on an aggregated basis would be consistent with the existing level of disclosure already being made by CapitaLand Group and that CapitaLand shareholders would therefore not be disadvantaged by being furnished with a lower level of disclosure; and

(ii) while the disclosure in this Document on the estimated compensation of the relevant Executive Officers for FY2021 is on an aggregated basis and in the relevant band of a multiple of up to S$250,000, CLI intends to disclose the specific amount of compensation for the relevant Executive Officers as a group in its annual report for FY2021 (similar to the disclosure made in CapitaLand's annual report for FY2020) as the amount of compensation paid for FY2021 would have been determined by then.

APPENDIX A – SUMMARY OF OUR CONSTITUTION

The discussion below provides information about certain provisions of our Constitution and the laws of Singapore. This description is only a summary and is qualified by reference to Singapore law and our Constitution.

The instrument that constitutes and defines our Company is the Constitution of our Company.

The following summarises certain articles of our Constitution relating to:

(a) power of a Director to vote on a proposal, arrangement or contract in which he is interested:

Article 105

A Director shall not vote in respect of any contract or arrangement or any other proposal whatsoever in which he has any personal material interest, directly or indirectly. A Director shall not be counted in the quorum at a meeting in relation to any resolution on which he is debarred from voting.

(b) the remuneration of our Directors:

Article 82

The ordinary remuneration of the Directors shall from time to time be determined by an Ordinary Resolution of the Company, shall not be increased except pursuant to an Ordinary Resolution passed at a General Meeting where notice of the proposed increase shall have been given in the notice convening the General Meeting and shall (unless such resolution otherwise provides) be divisible among the Directors as they may agree, or failing agreement, equally, except that any Director who shall hold office for part only of the period in respect of which such remuneration is payable shall be entitled only to rank in such division for a proportion of remuneration related to the period during which he has held office.

Article 83

(A) Any Director who holds any executive office, or who serves on any committee of the Directors, or who otherwise performs services which in the opinion of the Directors are outside the scope of the ordinary duties of a Director, may be paid such extra remuneration by way of salary, commission or otherwise as the Directors may determine.

(B) The remuneration (including any remuneration under article 83(A) above) in the case of a Director other than an Executive Director shall be payable by a fixed sum and shall not at any time be by commission on or percentage of the profits or turnover, and no Director whether an Executive Director or otherwise shall be remunerated by a commission on or a percentage of turnover.

Article 85

The Directors shall have power to pay and agree to pay pensions or other retirement, superannuation, death or disability benefits to (or to any person in respect of) any Director for the time being holding any executive office and for the purpose of providing any such pensions or other benefits to contribute to any scheme or fund or to pay premiums.

Article 86

A Director may be party to or in any way interested in any contract or arrangement or transaction to which the Company is a party or in which the Company is in any way interested and he may hold and be remunerated in respect of any office or place of profit (other than the office of Auditor of the Company or any subsidiary thereof) under the Company or any other company in which the Company is in any way interested and he (or any firm of which he is a member) may act in a professional capacity for the Company or any such other company and be remunerated therefor and in any such case as aforesaid (save as otherwise agreed) he may retain for his own absolute use and benefit all profits and advantages accruing to him thereunder or in consequence thereof.

Article 91

The remuneration of a Chief Executive Officer or President (or person holding an equivalent position) shall from time to time be fixed by the Directors and may subject to this Constitution be by way of salary or commission or participation in profits or by any or all these modes but he shall not under any circumstances be remunerated by a commission on or a percentage of turnover.

Article 101(D)

An Alternate Director shall be entitled to contract and be interested in and benefit from contracts or arrangements or transactions and to be repaid expenses and to be indemnified to the same extent mutatis mutandis as if he were a Director but he shall not be entitled to receive from the Company in respect of his appointment as Alternate Director any remuneration except only such part (if any) of the remuneration otherwise payable to his principal as such principal may by notice in writing to the Company from time to time direct.

(c) the borrowing powers exercisable by our Directors and how such borrowing powers may be varied:

Article 112

Subject as hereinafter provided and to the provisions of the Statutes, the Directors may exercise all the powers of the Company to borrow money, to mortgage or charge its undertaking, property and uncalled capital and to issue debentures and other securities, whether outright or as collateral security for any debt, liability or obligation of the Company or of any third party.

The borrowing powers exercisable by our Directors under article 112 of our Constitution may be varied by special resolution passed at a general meeting of shareholders of our Company.

(d) the retirement or non-retirement of a Director under an age limit requirement:

There are no specific provisions in our Constitution relating to the retirement or non-retirement of a Director under an age limit requirement.

(e) the shareholding qualification of a Director:

Article 81

A Director shall not be required to hold any shares of the Company by way of qualification. A Director who is not a member of the Company shall nevertheless be entitled to attend and speak at General Meetings.

(f) the rights, preferences and restrictions attaching to each class of shares:

Article 54

Any General Meeting at which it is proposed to pass a Special Resolution or (save as provided by the Statutes) a resolution of which special notice has been given to the Company, shall be called by 21 days' notice in writing at the least and an Annual General Meeting and any other Extraordinary General Meeting by 14 days' notice in writing at the least. The period of notice shall in each case be exclusive of the day on which it is served or deemed to be served and of the day on which the meeting is to be held and shall be given in the manner hereinafter mentioned to all members other than such as are not under the provisions of this Constitution and the Act entitled to receive such notices from the Company; Provided always that a General Meeting notwithstanding that it has been called by a shorter notice than that specified above shall be deemed to have been duly called if it is so agreed:

(a) in the case of an Annual General Meeting by all the members entitled to attend and vote thereat; and

(b) in the case of an Extraordinary General Meeting by a majority in number of the members having a right to attend and vote thereat, being a majority together holding not less than 95 per cent. of the total voting rights of all the members having a right to vote at that meeting,

Provided also that the accidental omission to give notice to or the non-receipt of notice by any person entitled thereto shall not invalidate the proceedings at any General Meeting. So long as the shares in the Company are listed on any Stock Exchange, at least 14 days' notice of any General Meeting shall be given by advertisement in the daily press and in writing to the Stock Exchange.

Article 68

Subject and without prejudice to any special privileges or restrictions as to voting for the time being attached to any special class of shares for the time being forming part of the capital of the Company and to article 13(C), each member entitled to vote may vote in person or by proxy. Every member who is present in person or by proxy shall:

(a) on a poll, have one vote for every share which he holds or represents; and

(b) on a show of hands, have one vote, Provided always that:

(i) in the case of a member who is not a relevant intermediary and who is represented by two proxies, only one of the two proxies as determined by that member or, failing such determination, by the chairman of the meeting (or by a person authorised by him) in his sole discretion shall be entitled to vote on a show of hands; and

(ii) in the case of a member who is a relevant intermediary and who is represented by two or more proxies, each proxy shall be entitled to vote on a show of hands.

For the purpose of determining the number of votes which a member, being a Depositor, or his proxy may cast at any General Meeting on a poll, the reference to shares held or represented shall, in relation to shares of that Depositor, be the number of shares entered against his name in the Depository Register as at 72 hours before the time of the relevant General Meeting as certified by the Depository to the Company.

Article 13(C)

The Company shall not exercise any right in respect of treasury shares other than as provided by the Act. Subject thereto, the Company may hold or deal with its treasury shares in the manner authorised by, or prescribed pursuant to, the Act.

Article 126

Subject to any rights or restrictions attached to any shares or class of shares and except as otherwise permitted under the Act:

(a) all dividends in respect of shares must be paid in proportion to the number of shares held by a member but where shares are partly paid all dividends must be apportioned and paid proportionately to the amounts paid or credited as paid on the partly paid shares; and

(b) all dividends must be apportioned and paid proportionately to the amounts so paid or credited as paid during any portion or portions of the period in respect of which the dividend is paid.

For the purposes of this article, an amount paid or credited as paid on a share in advance of a call is to be ignored.

Article 150

If the Company shall be wound up (whether the liquidation is voluntary, under supervision, or by the court) the Liquidator may, with the authority of a Special Resolution, divide among the members in specie or kind the whole or any part of the assets of the Company and whether or not the assets shall consist of property of one kind or shall consist of properties of different kinds, and may for such purpose set such value as he deems fair upon any one or more class or classes of property and may determine how such division shall be carried out as between the members of different classes of members. The Liquidator may, with the like authority, vest any part of the assets in trustees upon such trusts for the benefit of members as the Liquidator with the like authority shall think fit, and the liquidation of the Company may be closed and the Company dissolved, but so that no contributory shall be compelled to accept any shares or other property in respect of which there is a liability.

(g) any change in capital:

Article 7

Subject to the Statutes and this Constitution, no shares may be issued by the Directors without the prior approval of the Company in General Meeting but subject thereto and to article 11, and to any special rights attached to any shares for the time being issued, the Directors may allot and issue shares or grant options over or otherwise dispose of the same to such persons on such terms and conditions and for such consideration (if any) and at such time and subject or not to the payment of any part of the amount (if any) thereof in cash as the Directors may think fit, and any shares may be issued with such preferential, deferred, qualified or special rights, privileges or conditions as the Directors may think fit, and preference shares may be issued which are or at the option of the Company are liable to be redeemed, the terms and manner of redemption being determined by the Directors, Provided always that:

(a) (subject to any direction to the contrary that may be given by the Company in General Meeting) any issue of shares for cash to members holding shares of any class shall be offered to such members in proportion as nearly as may be to the number of shares of such class then held by them and the provisions of the second sentence of article 11(A) with such adaptations as are necessary shall apply; and

(b) any other issue of shares, the aggregate of which would exceed the limits referred to in article 11(B), shall be subject to the approval of the Company in General Meeting.

Article 11

(A) Subject to any direction to the contrary that may be given by the Company in General Meeting or except as permitted under the listing rules of the Stock Exchange, all new shares shall, before issue, be offered to such persons who as at the date of the offer are entitled to receive notices from the Company of General Meetings in proportion, as far as the circumstances admit, to the number of the existing shares to which they are entitled. The offer shall be made by notice specifying the number of shares offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and, after the expiration of that time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares offered, the Directors may dispose of those shares in such manner as they think most beneficial to the Company. The Directors may likewise so dispose of any new shares which (by reason of the ratio which the new shares bear to shares held by persons entitled to an offer of new shares) cannot, in the opinion of the Directors, be conveniently offered under this article 11(A).

(B) Notwithstanding article 11(A), the Company may by Ordinary Resolution in General Meeting give to the Directors a general authority, either unconditionally or subject to such conditions as may be specified in the Ordinary Resolution, to:

(a) (i) issue shares of the Company ("shares") 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 shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares; and*

(b) *(notwithstanding the authority conferred by the Ordinary Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while the Ordinary Resolution was in force,*

Provided always that:

(1) *the aggregate number of shares to be issued pursuant to the Ordinary Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to the Ordinary Resolution) shall be subject to such limits and manner of calculation as may be prescribed by the Stock Exchange;*

(2) *in exercising the authority conferred by the Ordinary Resolution, the Company shall comply with the listing rules of the Stock Exchange for the time being in force (unless such compliance is waived by the Stock Exchange) and this Constitution; and*

(3) *(unless revoked or varied by the Company in General Meeting) the authority conferred by the Ordinary Resolution shall not continue in force beyond the conclusion of the Annual General Meeting of the Company next following the passing of the Ordinary Resolution, or the date by which such Annual General Meeting of the Company is required by law to be held, or the expiration of such other period as may be prescribed by the Statutes (whichever is the earliest).*

(C) *Except so far as otherwise provided by the conditions of issue or by this Constitution, all new shares shall be subject to the provisions of the Statutes and of this Constitution with reference to allotment, payment of calls, lien, transfer, transmission, forfeiture and otherwise.*

*Article 12**

(A) *The Company may by Ordinary Resolution:*

(a) *consolidate and divide all or any of its shares;*

(b) *sub-divide its shares, or any of them (subject, nevertheless, to the provisions of the Statutes and this Constitution), and so that the resolution whereby any share is sub-divided may determine that, as between the holders of the shares resulting from such sub-division, one or more of the shares may, as compared with the others, have any such preferred, deferred or other special rights, or be subject to any such restrictions, as the Company has power to attach to new shares; and*

(c) *subject to the provisions of the Statutes, convert its share capital or any class of shares from one currency to another currency.*

(B) *The Company may by Special Resolution, subject to and in accordance with the Statutes, convert one class of shares into another class of shares.*

Note:

* For so long as our Company is listed on the SGX-ST, any conversion of classes of shares shall be subject to prevailing listing rules of the SGX-ST at the time of such conversion.

Articles 13(A) and (B)

(A) The Company may reduce its share capital or any undistributable reserve in any manner and with and subject to any incident authorised and consent required by law.

(B) The Company may, subject to and in accordance with the Act, purchase or otherwise acquire its issued shares on such terms and in such manner as the Company may from time to time think fit. If required by the Act, any share which is so purchased or acquired by the Company shall, unless held in treasury in accordance with the Act, be deemed to be cancelled immediately on purchase or acquisition by the Company. On the cancellation of any share as aforesaid, the rights and privileges attached to that share shall expire. In any other instance, the Company may hold or deal with any such share which is so purchased or acquired by it in such manner as may be permitted by, and in accordance with, the Act. Without prejudice to the generality of the foregoing, upon cancellation of any share purchased or otherwise acquired by the Company pursuant to this Constitution, the number of issued shares of the Company shall be diminished by the number of the shares so cancelled, and, where any such cancelled share was purchased or acquired out of the capital of the Company, the amount of share capital of the Company shall be reduced accordingly.

(h) any change in the respective rights of the various classes of shares including the action necessary to change the rights, indicating where the conditions are different from those required by the applicable law:

Article 9

Whenever the share capital of the Company is divided into different classes of shares, subject to the provisions of the Statutes, preference capital, other than redeemable preference capital, may be repaid and the special rights attached to any class may be varied or abrogated either with the consent in writing of the holders of three-quarters of the issued shares of the class or with the sanction of a Special Resolution passed at a separate General Meeting of the holders of the shares of the class (but not otherwise) and may be so repaid, varied or abrogated either whilst the Company is a going concern or during or in contemplation of a winding up. To every such separate General Meeting all the provisions of this Constitution relating to General Meetings of the Company and to the proceedings thereat shall mutatis mutandis apply, except that the necessary quorum shall be two persons at least holding or representing by proxy at least one-third of the issued shares of the class and that any holder of shares of the class present in person or by proxy may demand a poll and that every such holder shall on a poll have one vote for every share of the class held by him, Provided always that where the necessary majority for such a Special Resolution is not obtained at such General Meeting, consent in writing if obtained from the holders of three-quarters of the issued shares of the class concerned within two months of such General Meeting shall be as valid and effectual as a Special Resolution carried at such General Meeting. The foregoing provisions of this article shall apply to the variation or abrogation of the special rights attached to some only of the shares of any class as if each group of shares of the class differently treated formed a separate class the special rights whereof are to be varied.

Article 10

The special rights attached to any class of shares having preferential rights shall not unless otherwise expressly provided by the terms of issue thereof be deemed to be varied by the issue of further shares ranking as regards participation in the profits or assets of the Company in some or all respects pari passu therewith but in no respect in priority thereto.

(i) any dividend restriction, the date on which the entitlement to dividends arises, any procedure for our Shareholders to claim dividends, any time limit after which a dividend entitlement will lapse and an indication of the party in whose favour this entitlement then operates:

Article 124

The Company may by Ordinary Resolution declare dividends but no such dividend shall exceed the amount recommended by the Directors.

Article 125

If and so far as in the opinion of the Directors the profits of the Company justify such payments, the Directors may declare and pay the fixed dividends on any class of shares carrying a fixed dividend expressed to be payable on fixed dates on the half-yearly or other dates prescribed for the payment thereof and may also from time to time declare and pay interim dividends on shares of any class of such amounts and on such dates and in respect of such periods as they think fit.

Article 126

Subject to any rights or restrictions attached to any shares or class of shares and except as otherwise permitted under the Act:

(a) all dividends in respect of shares must be paid in proportion to the number of shares held by a member but where shares are partly paid all dividends must be apportioned and paid proportionately to the amounts paid or credited as paid on the partly paid shares; and

(b) all dividends must be apportioned and paid proportionately to the amounts so paid or credited as paid during any portion or portions of the period in respect of which the dividend is paid.

For the purposes of this article, an amount paid or credited as paid on a share in advance of a call is to be ignored.

Article 127

No dividend shall be paid otherwise than out of profits available for distribution under the provisions of the Statutes.

Article 132

The payment by the Directors of any unclaimed dividends or other moneys payable on or in respect of a share into a separate account shall not constitute the Company a trustee in respect thereof. All dividends and other moneys payable on or in respect of a share that are unclaimed after first becoming payable may be invested or otherwise made use of by the Directors for the benefit of the Company and any dividend or any such moneys unclaimed after a period of six years from the date they are first payable shall be forfeited and shall revert to the Company but the Directors may at any time thereafter at their absolute discretion annul any such forfeiture and pay the moneys so forfeited to the person entitled thereto prior to the forfeiture. If the Depository returns any such dividend or moneys to the Company, the relevant Depositor shall not have any right or claim in respect of such dividend or moneys against the Company if a period of six years has elapsed from the date such dividend or other moneys are first payable.

Article 134

Any dividend or other moneys payable in cash on or in respect of a share may be paid by cheque or warrant sent through the post to the registered address appearing in the Register of Members or (as the case may be) the Depository Register of a member or person entitled thereto (or, if two or more persons are registered in the Register of Members or (as the case may be) entered in the Depository Register as joint holders of the share or are entitled thereto in consequence of the death or bankruptcy of the holder, to any one of such persons) or to such person at such address as such member or person or persons may by writing direct. Every such cheque or warrant shall be made payable to the order of the person to whom it is sent or to such person as the holder or joint holders or person or persons entitled to the share in consequence of the death or bankruptcy of the holder may direct and payment of the cheque or warrant by the banker upon whom it is drawn shall be a good discharge to the Company. Every such cheque or warrant shall be sent at the risk of the person entitled to the money represented thereby.

Article 137

Any resolution declaring a dividend on shares of any class, whether a resolution of the Company in General Meeting or a resolution of the Directors, may specify that the same shall be payable to the persons registered as the holders of such shares in the Register of Members or (as the case may be) the Depository Register at the close of business on a particular date and thereupon the dividend shall be payable to them in accordance with their respective holdings so registered, but without prejudice to the rights inter se in respect of such dividend of transferors and transferees of any such shares.

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The following statements are brief summaries of the more important rights and privileges of Shareholders conferred by the laws of Singapore and our Constitution. These statements summarise the material provisions of our Constitution but are qualified in their entirety by reference to our Constitution and the laws of Singapore. Please see the section "Summary of our Constitution" as set out in Appendix A to this Document.

Shares

Our Shares, which have identical rights in all respects, rank equally with one another. Our Constitution provides that we may issue shares of a different class with preferential, deferred, qualified or special rights, privileges or conditions as our Board of Directors may think fit, and may issue preference shares which are, or at our option are, redeemable, subject to certain limitations.

All of our Shares are in registered form. We may, subject to the provisions of the Companies Act and the rules of the SGX-ST, purchase our own Shares. However, we may not, except in the circumstances permitted by the Companies Act, grant any financial assistance for the acquisition or proposed acquisition of our Shares.

New Shares

We may only issue new Shares with the prior approval of our Shareholders in a general meeting.

Shareholders

We only recognise the persons who are registered in our register of members and, in cases in which the person so registered is CDP or its nominee, as the case may be, we recognise the persons named as the depositors in the depository register maintained by CDP for our Shares as holders of our Shares.

We will not, except as required by law, recognise any equitable, contingent, future or partial interest in any of our Shares, or any interest in any fractional part of a Share, or other rights in respect of any Share, other than the absolute right thereto of the person whose name is entered in our register of members as the registered holder thereof, or of the person whose name is entered in the depository register maintained by CDP for that Share.

We may close our register of members at any time or times if we provide the SGX-ST with at least five clear Market Days' notice, or such other periods as may be prescribed by the SGX-ST. However, our register of members may not be closed for more than 30 days in aggregate in any calendar year. We typically close our register of members to determine Shareholders' entitlement to receive dividends and other distributions.

Transfer of Shares

There is no restriction on the transfer of fully paid-up Shares except where required by law or the listing rules of, or bye-laws and rules, governing any securities exchange upon which our Shares are listed or as provided in our Constitution. Our Board of Directors may in their discretion decline to register any transfer of Shares on which we have a lien and in the case of Shares not fully paid-up may refuse to register a transfer to a transferee of whom they do not approve. A Shareholder may transfer any Shares registered in its own name by means of a duly signed instrument of transfer in a form approved by any securities exchange upon which our Shares are listed or in any other form acceptable to our Directors. Our Board of Directors may also decline to register any instrument of transfer unless, among other things, it has been duly stamped and is presented for registration together with the share certificate and such other evidence of title as they may require. A Shareholder may transfer any Shares held through the SGX-ST book-entry settlement system by way of a book-entry transfer without the need for any instrument of transfer. We will replace lost or destroyed certificates for Shares provided that the applicant pays a fee which will not exceed S$2.00, and furnishes such evidence and a letter of indemnity as our Board of Directors may require.

General Meetings of our Shareholders

We are required to hold a general meeting of Shareholders every year and within four months from the end of our financial year. Our Board of Directors may convene an extraordinary general meeting whenever they think fit and it must do so upon the written request of Shareholders holding not less than 10.0% of the total number of paid-up Shares as carries the right to vote at general meetings (disregarding paid-up Shares held as treasury shares). In addition, two or more Shareholders holding not less than 10.0% of our total number of issued Shares may call a meeting of our Shareholders.

Unless otherwise required by law or by our Constitution, voting at general meetings is by ordinary resolution, requiring an affirmative vote of a simple majority of the votes cast at that meeting. An ordinary resolution suffices, for example, for the appointment of directors. A special resolution, requiring the affirmative vote of at least 75.0% of the votes cast at the meeting, is necessary for certain matters under Singapore law, including:

- voluntary winding up;
- amendments to our Constitution;
- a change of our corporate name; and
- a reduction in the share capital.

We must give at least 21 days' notice in writing for every general meeting convened for the purpose of passing a special resolution. Ordinary resolutions generally require at least 14 days' notice in writing. For so long as our Shares are listed on the SGX-ST, at least 14 days' notice of any general meeting shall be given in writing to the SGX-ST and by advertisement in the daily press.

The notice must be given to every Shareholder who has supplied us with an address in Singapore for the giving of notices and must set forth the place, the day and the hour of the meeting and, in the case of special business, the general nature of that business.

Voting Rights

A Shareholder is entitled to attend, speak and vote at any general meeting, in person or by proxy. A proxy need not be a Shareholder. A person who holds Shares through the SGX-ST book-entry settlement system will only be entitled to vote at a general meeting as a Shareholder if his name appears on the depository register maintained by CDP as at 72 hours before the general meeting.

Except as otherwise provided in our Constitution, two or more Shareholders must be present in person or by proxy or attorney to constitute a quorum at any general meeting. Under our Constitution:

- on a show of hands, every Shareholder present in person or by proxy shall have one vote, provided that:

  - in the case of a Shareholder who is not a relevant intermediary (as defined below) and who is represented by two proxies, only one of the two proxies as determined by that Shareholder or, failing such determination, by the chairman of the meeting (or by a person authorised by the chairman of the meeting) in his sole discretion shall be entitled to vote on a show of hands; and

  - in the case of a Shareholder who is a relevant intermediary and who is represented by two or more proxies, each proxy shall be entitled to vote on a show of hands; and

- on a poll, every Shareholder present in person or by proxy shall have one vote for each Share which he/she holds or represents.

The following types of members ("**relevant intermediaries**" and each a "**relevant intermediary**") are allowed to appoint more than two proxies: (a) a licensed bank or its wholly owned subsidiary which provides nominee services and holds shares in that capacity; (b) a capital markets services licence holder which provides custodial services for securities and holds shares in that capacity; and (c) the CPF Board, in respect of shares purchased on behalf of CPF members.

The Listing Manual requires all resolutions at general meeting to be voted by poll. A poll may be demanded in certain circumstances, including:

- by the chairman of the meeting;

- by not less than two Shareholders present in person or by proxy and entitled to vote at the meeting;

- by any Shareholder present in person or by proxy and representing not less than 5.0% of the total voting rights of all Shareholders having the right to vote at the meeting; and

- by any Shareholder present in person or by proxy and holding shares conferring a right to vote at the meeting, being shares on which an aggregate sum has been paid-up equal to not less than 5.0% of the total sum paid up on all the share conferring that right.

In the case of a tie vote, whether on a show of hands or on a poll, the chairman of the meeting shall be entitled to a casting vote.

Limitations on Rights to Hold Shares

Singapore law and our Constitution do not impose any limitations on the right of non-resident or foreign Shareholders to hold or exercise voting rights attached to our Shares.

Dividends

We may, by ordinary resolution of our Shareholders, declare dividends at a general meeting, but we may not pay dividends in excess of the amount recommended by our Board of Directors. Our Board of Directors may also declare an interim dividend without the approval of our Shareholders.

We must pay all dividends out of our profit(s) available for distribution.

All dividends we pay are *pro rata* in amount to our Shareholders in proportion to the amount paid up or credited as paid on each Shareholder's Shares, unless the rights attaching to an issue of any share or class of shares provide otherwise.

Unless otherwise directed, dividends may be paid by a cheque or warrant sent through the post to each Shareholder at his registered address appearing in our register of members or (as the case may be) the depository register. However, our payment to CDP of any dividend payable to a Shareholder whose name is entered in the depository register shall, to the extent of payment made to CDP, discharge us from any liability to that Shareholder in respect of that payment.

Bonus and Rights Issue

Our Board of Directors may, with the approval from our Shareholders at a general meeting, capitalise any sums standing to the credit of any of our Company's reserve accounts or other undistributable reserve or any sum standing to the credit of profit or loss account and distribute the same as bonus Shares credited as paid-up to the Shareholders in proportion to their shareholdings.

Our Board of Directors may also issue bonus Shares to participants of any share incentive or option scheme or plan implemented by our Company and approved by our Shareholders in such manner and on such terms as our Board of Directors shall think fit.

Our Board of Directors may also issue rights to take up additional Shares to Shareholders in proportion to their shareholdings. Such rights are subject to any conditions attached to such issue and the regulations of any securities exchange upon which our Shares are listed.

Take-overs

Under the Singapore Take-Over Code, except with the consent of the SIC, any person acquiring an interest, whether by a series of transactions over a period of time or not, either on his own or together with parties acting in concert with him, in 30.0% or more of our voting Shares, is required to extend a take-over offer for our remaining voting Shares in accordance with the Singapore Take-Over Code. Except with the consent of the SIC, such a take-over offer is also required if a person holding between 30.0% and 50.0% (both inclusive) of our voting Shares, either on his own or together with parties acting in concert with him, acquires additional voting Shares representing more than 1.0% of our voting Shares in any six-month period.

Under the Singapore Take-Over Code, the following individuals and companies will be presumed to be persons acting in concert with each other unless the contrary is established:

- the following companies:

  (a) a company;

  (b) the parent company of (a);

  (c) the subsidiaries of (a);

  (d) the fellow subsidiaries of (a);

  (e) the associated companies of (a), (b), (c) or (d);

  (f) companies whose associated companies include any of (a), (b), (c), (d) or (e); and

  (g) any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the above for the purchase of voting rights;

- a company with any of its directors (together with their close relatives, related trusts as well as companies controlled by any of the directors, their close relatives and related trusts);

- a company with any of its pension funds and employee share schemes;

- a person with any investment company, unit trust or other fund whose investment such person manages on a discretionary basis, but only in respect of the investment account which such person manages;

- a financial or other professional adviser, including a stockbroker, with its client in respect of the shareholdings of the adviser and persons controlling, controlled by or under the same control as the adviser;

- directors of a company (together with their close relatives, related trusts and companies controlled by any of such directors, their close relatives and related trusts) which is subject to an offer or where the directors have reason to believe a *bona fide* offer for their company may be imminent;

- partners; and

- the following persons and entities:

  (a) an individual;

  (b) the close relatives of (a);

  (c) the related trusts of (a);

  (d) any person who is accustomed to act in accordance with the instructions of (a);

  (e) companies controlled by (a), (b), (c) or (d); and

  (f) any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the above for the purchase of voting rights.

Under the Singapore Take-Over Code, a mandatory offer made with consideration other than cash must be accompanied by a cash alternative at not less than the highest price paid by the offeror or any person acting in concert for voting rights within the preceding six months.

Liquidation or Other Return of Capital

If we are liquidated or in the event of any other return of capital, holders of our Shares will be entitled to participate in the distribution of any surplus assets in proportion to their shareholdings, subject to any special rights attaching to any other classes of shares in our Company.

Indemnity

As permitted by Singapore law, our Constitution provides that our Company may, subject to the provisions of and so far as may be permitted by the Companies Act, indemnify our Board of Directors and officers against any liability incurred or to be incurred by them in the execution of their duties.

Subject to certain exceptions, our Company may not indemnify our Board and our officers against any liability attaching to them in connection with any negligence, default, breach of duty or breach of trust in relation to our Company. Such exceptions are: (a) the purchase and maintenance for our Directors and officers of insurance against any such liability; and (b) circumstances where the provision for indemnity is against liability incurred by our Directors and officers to a person other than our Company, except when the indemnity is against (i) any liability of our Director or officer to pay a fine in criminal proceedings or a sum payable to a regulatory authority by way of a penalty in respect of non-compliance with any requirement of a regulatory nature (however arising); or (ii) any liability incurred by our Director or officer (1) in defending criminal proceedings in which he is convicted; (2) in defending civil proceedings brought by our Company or a related company in which judgment is given against him; or (3) in connection with an application for relief under Section 76A(13) or Section 391 of the Companies Act in which the court refuses to grant him relief.

Substantial Shareholdings

Under the SFA, a person has a substantial shareholding in our Company if he has an interest (or interests) in one or more voting shares (excluding treasury shares) in our Company and the total votes attached to that share or those shares, is not less than 5.0% of the aggregate of the total votes attached to all voting shares (excluding treasury shares) in our Company.

The SFA requires our Substantial Shareholders, or if they cease to be our Substantial Shareholders, to give notice to us using the forms prescribed by the MAS (which are available at www.mas.gov.sg) of particulars of the voting shares in our Company in which they have or had an interest (or interests) and the nature and extent of that interest or those interests, and of any change in the percentage level of their interest.

In addition, the deadline for a Substantial Shareholder to make disclosure to our Company under the SFA is two Singapore business days after he becomes aware:

- that he/she is or (if he/she had ceased to be one) had been a Substantial Shareholder;

- of any change in the percentage level in his/her interest; or

- that he/she had ceased to be a Substantial Shareholder, there being a conclusive presumption of a person being “aware” of a fact or occurrence at the time at which he/she would, if he/she had acted with reasonable diligence in the conduct of his/her affairs, have been aware.

Following the above, we will in turn announce or otherwise disseminate the information stated in the notice to the SGX-ST as soon as practicable and in any case, no later than the end of the Singapore business day following the day on which we receive the notice.

“Percentage level”, in relation to a Substantial Shareholder in our Company, means the percentage figure ascertained by expressing the total votes attached to all the voting shares in our Company in which the Substantial Shareholder has an interest (or interests) immediately before or (as the case may be) immediately after the relevant time as a percentage of the total votes attached to all the voting shares (excluding treasury shares) in our Company, and, if it is not a whole number, rounding that figure down to the next whole number.

Minority Rights

Section 216 of the Companies Act protects the rights of minority shareholders of Singapore incorporated companies by giving the Singapore courts a general power to make any order, upon application by any of our Shareholders, as they think fit to remedy any of the following situations:

- if our affairs are being conducted or the powers of our Board of Directors are being exercised in a manner oppressive to, or in disregard of the interests of, one or more of our Shareholders; or

- if we take an action, or threaten to take an action, or our Shareholders pass a resolution, or propose to pass a resolution, which unfairly discriminates against, or is otherwise prejudicial to, one or more of our Shareholders, including the applicant.

Singapore courts have a wide discretion as to the reliefs they may grant and those reliefs are in no way limited to those listed in the Companies Act itself. Without prejudice to the foregoing, Singapore courts may:

- direct or prohibit any act or cancel or vary any transaction or resolution;

- regulate the conduct of our affairs in the future;

- authorise civil proceedings to be brought in our name, or on our behalf, by a person or persons and on such terms as the court may direct;

- direct us or some of our Shareholders to purchase a minority Shareholder’s Shares and, in the case of our purchase of Shares, a corresponding reduction of our share capital;

- direct that our Constitution be amended; and

- direct that we be wound up.

In addition, Section 216A of the Companies Act allows a complainant (including a minority Shareholder) to apply to court for leave to bring an action in a court proceeding or to commence an arbitration proceeding in the name and on behalf of a company.

Legal Framework

The following statements are brief summaries of the laws of Singapore relating to the legal framework in Singapore and our Board of Directors, which are qualified in their entirety by reference to the laws of Singapore.

Singapore has a common law system based on a combination of case law and statutes. The Companies Act is the principal legislation governing companies incorporated under the laws of Singapore and provides for three main forms of corporate vehicles, being the company limited by shares, the company limited by guarantee and the unlimited company.

Companies are incorporated by filing with the Accounting and Corporate Regulatory Authority in Singapore certain electronic forms, including the constitutional documents which comprise its constitution.

The constitution of a Singapore incorporated company may set out the specific objects and powers of the company, or may give the company full power to carry on or undertake any business activity. The constitution generally contains provisions relating to share capital and variation of rights, transfers and transmissions of shares, meetings of shareholders, directors and directors' meetings, powers and duties of directors, accounts, dividends and reserves, capitalisation of profits, secretary, common seal, winding-up and indemnity of the officers of a company.

The statements made herein regarding taxation are general in nature and based on certain aspects of the tax laws of Singapore and administrative guidelines issued by the relevant authorities in force as of the date of this Document and are subject to any changes in such laws or administrative guidelines, or in the interpretation of these laws or guidelines, occurring after such date, which changes could be made on a retrospective basis. These laws and guidelines are also subject to various interpretations and the relevant tax authorities or the courts could disagree with the summary set out below.

The statements below are not to be regarded as advice on the tax position of any holder of our Shares or of any person acquiring, selling or otherwise dealing with our Shares or on any tax implications arising from the acquisition, sale or other dealings in respect of our Shares.

The statements made herein do not purport to be a comprehensive or exhaustive description of all of the tax considerations that may be relevant to a decision to purchase, own or dispose of our Shares and do not purport to deal with the tax consequences applicable to all categories of investors, some of which (such as dealers in securities) may be subject to special rules. Prospective Shareholders are advised to consult their own tax advisers as to the Singapore or other tax consequences of the acquisition, ownership or disposal of our Shares. The statements below are based on the assumption that our Company is resident in Singapore for Singapore income tax purposes. It is emphasised that neither our Company nor any other persons involved in this Document accepts responsibility for any tax effects or liabilities resulting from the subscription for, purchase, holding or disposal of our Shares.

Individual income tax

An individual is a tax resident in Singapore in a year of assessment if, in the preceding year, (a) he was physically present in Singapore or exercised an employment in Singapore (other than as a director of a company) for 183 days or more, or (b) he resided in Singapore (except for such temporary absences therefrom as may be reasonable and not inconsistent with a claim by such person to be tax resident in Singapore).

Individual taxpayers are subject to Singapore income tax on income accruing in or derived from Singapore, subject to certain exceptions.

All foreign-sourced income received or deemed received in Singapore on or after 1 January 2004 by a Singapore tax resident individual (except for income received through a partnership in Singapore) is exempt from Singapore income tax if the Comptroller of Income Tax in Singapore ("**Comptroller**") is satisfied that the tax exemption would be beneficial to the individual.

A Singapore tax resident individual is taxed at progressive rates ranging from 0.0% to 22.0%. Non-resident individuals, subject to certain exceptions and conditions, are subject to Singapore income tax on income accruing in or derived from Singapore at the rate of 22.0%.

Corporate income tax

A company is regarded as resident in Singapore for Singapore income tax purposes if the control and management of its business is exercised in Singapore.

A company is subject to Singapore income tax on income accruing in or derived from Singapore (subject to certain exceptions) and on foreign-sourced income received or deemed to be received in Singapore (subject to certain exceptions).

Foreign-sourced income in the form of dividends, branch profits and service income received or deemed to be received in Singapore by Singapore tax resident companies on or after 1 June 2003 are exempt from tax if certain prescribed conditions are met, including the following:

(a) such income is subject to tax of a similar character to income tax under the law of the jurisdiction from which such income is received; and

(b) at the time the income is received in Singapore, the highest rate of tax of a similar character to income tax (by whatever name called) levied under the law of the territory from which the income is received on any gains or profits from any trade or business carried on by any company in that territory at that time is not less than 15.0%.

The conditions above are subject to certain concessions and clarifications that have been issued by the Inland Revenue Authority of Singapore ("**IRAS**").

The corporate tax rate in Singapore is currently 17.0%. In addition, three-quarters of up to the first S$10,000 and one-half of up to the next S$190,000, of a company's annual normal chargeable income is exempt from corporate tax from the year of assessment 2020 onwards. The remaining chargeable income (after the tax exemption) will be taxed at the prevailing corporate tax rate.

New companies will also, subject to certain conditions and exceptions, be eligible for tax exemption on three-quarters of up to the first S$100,000 and one-half of up to the next S$100,000, of normal chargeable income in a year for each of the company's first three consecutive years of assessment from the year of assessment 2020 onwards. The remaining chargeable income (after the tax exemption) will be taxed at the prevailing corporate tax rate.

Dividend distributions

All Singapore-resident companies are currently under the one-tier corporate tax system ("**one-tier system**"). Under the one-tier system, the tax on corporate profits is final and dividends paid by a Singapore-resident company are tax exempt in the hands of a shareholder, regardless of whether the shareholder is a company or an individual and whether or not the shareholder is a Singapore tax resident.

Accordingly, dividends received in respect of our Shares by Shareholders (whether tax resident in Singapore or not) are not subject to Singapore income tax and Singapore withholding tax, provided that our Company remains tax resident in Singapore.

Gains on disposal of Shares

Singapore does not impose tax on gains which are considered to be capital in nature but imposes tax on gains that are income in nature. There are no specific laws or regulations which deal with the characterisation of whether a gain is income or capital in nature. Gains arising from the disposal of our Shares may be construed to be of an income nature and subject to Singapore income tax, especially if they arise from activities which the IRAS regards as the carrying on of a trade or business in Singapore.

In addition, Shareholders who apply, or who are required to apply, the Financial Reporting Standard ("**FRS**") 39, 109 or Singapore Financial Reporting Standard (International) 9 ("**SFRS(I) 9**") (as the case may be) may for the purposes of Singapore income tax be required to recognise gains or losses (not being gains or losses in the nature of capital) in accordance with the provisions of FRS 39, 109 or SFRS(I) 9 (as the case may be) even though no sale or disposal of our Shares is made.

Shareholders who may be subject to such tax treatment should consult their own accounting and tax advisers regarding the Singapore income tax consequences of their acquisition, holding and disposal of our Shares.

Stamp duty

There is no stamp duty payable on the subscription for our Shares.

Where our Shares evidenced in certificated form are transferred or acquired, stamp duty is payable on the instrument of transfer of our Shares at the rate of 0.2% of the consideration for, or market value of, our Shares, whichever is higher, provided our Company is not a property-holding entity or "PHE" as defined in Section 23(13) of the Stamp Duties Act, Chapter 312 of Singapore.

Stamp duty is borne by the purchaser unless there is an agreement to the contrary. Where an instrument of transfer is executed outside Singapore or no instrument of transfer is executed, no stamp duty is generally payable on the acquisition of our ordinary shares. Stamp duty may be payable if the instrument of transfer is executed outside Singapore and is received in Singapore.

However, entries made by CDP in the depository register maintained by CDP by electronic means that effects a transfer of our Shares are not subject to stamp duty as long as our Shares are "book-entry securities" as defined in Section 81SF of the SFA.

Estate duty

Singapore estate duty was abolished with respect to all deaths occurring on or after 15 February 2008.

Goods and Services Tax ("GST")

The sale of our Shares by a GST-registered investor belonging in Singapore for GST purposes to another person belonging in Singapore for GST purposes is an exempt supply not subject to GST. Any input GST incurred by the GST-registered investor in making such an exempt supply is generally not recoverable from the Singapore Comptroller of GST.

Where our Shares are sold by a GST-registered investor in the course of or furtherance of a business carried on by such investor contractually to a person belonging outside Singapore and for the direct benefit of either a person belonging outside Singapore or a GST-registered person belonging in Singapore, the sale should generally, subject to satisfaction of certain conditions, be considered a taxable supply subject to GST at 0.0%. Any input GST incurred by the GST-registered investor in making such a supply in the course of or furtherance of a business carried on by such investor may be fully recoverable from the Singapore Comptroller of GST subject to the fulfilment of certain conditions.

Services consisting of arranging, broking, underwriting or advising on the issue, allotment or transfer of ownership of our Shares rendered by a GST-registered person contractually to an investor belonging in Singapore for GST purposes in connection with the purchase, sale or holding of our Shares will be subject to GST at the standard rate, currently 7.0%. Similar services rendered by a GST-registered person contractually to an investor belonging outside Singapore and for the direct benefit of either an investor belonging outside Singapore for GST purposes or a GST registered person belonging in Singapore should generally, subject to the satisfaction of certain conditions, be subject to GST at 0.0%.

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Report on the Audit of the Combined Financial Statements for the financial years ended 31 December 2020 and 2019

Opinion

We have audited the combined financial statements of CapitaLand Investment Limited (the "Company") and its subsidiaries (collectively the "Group"), which comprise the combined balance sheet of the Group as at 31 December 2020 and 2019 (the "Relevant Periods"), and the combined statements of comprehensive income, combined statements of changes in equity and combined statements of cash flows of the Group for each of the financial years ended 31 December 2020 and 2019, and notes to the combined financial statements, including a summary of significant accounting policies, as set out on pages D-4 to D-145.

In our opinion, the accompanying combined financial statements of the Group present fairly, in all material respects, the combined financial position of the Group as at 31 December 2020 and 2019, and the combined financial performance, combined changes in equity and combined cash flows of the Group for each of the financial years ended 31 December 2020 and 2019 in accordance with the Singapore Financial Reporting Standards (International) ("SFRS(I)") and International Financial Reporting Standards ("IFRS").

Basis for opinion

We conducted our audit in accordance with Singapore Standards on Auditing (SSAs). Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the financial statements* section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* (ACRA Code), together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion. We draw attention to Note 2 of the combined financial statements, which describes the basis of preparation of the combined financial statements.

KPMG LLP (Registration No. T08LL1267L), an accounting limited liability partnership registered in Singapore under the Limited Liability Partnership Act (Chapter 163A) and a member firm of the KPMG global organization of independent member firms affiliated with KPMG International Limited, a private English company limited by guarantee.

Responsibilities of management and directors for the combined financial statements

Management is responsible for the preparation and fair presentation of these combined financial statements in accordance with IFRS, and for such internal controls as management determines is necessary to enable the preparation of combined financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the combined financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

Auditors' responsibilities for the audit of the combined financial statements

Our objectives are to obtain reasonable assurance about whether the combined financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these combined financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the combined financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the combined financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the combined financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the combined financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

Restriction on distribution and use

This report is made solely to you as a body and for the inclusion in the introductory document to be issued in relation to the proposed listing and quotation of all the issued ordinary shares in the capital of the Company on the Singapore Exchange Securities Trading Limited by way of an introduction.

The engagement partner on the audit resulting in this independent auditors' report is Ling Su Min.

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
17 July 2021

COMBINED BALANCE SHEETS
AS AT 31 DECEMBER 2020 AND 2019

	Note	2020 $'M	2019 $'M
Non-current assets			
Property, plant and equipment	4	1,096	914
Intangible assets	5	1,006	925
Investment properties	6	15,852	16,256
Associates	7	10,908	11,084
Joint ventures	8	2,290	2,609
Deferred tax assets	9	58	54
Other non-current assets	10	770	798
		31,980	32,640
Current assets			
Development properties for sale and stocks	11	211	218
Trade and other receivables	12	4,258	4,302
Other current assets	10	6	8
Assets held for sale	13	32	253
Cash and cash equivalents	14	1,736	1,421
		6,243	6,202
Less: current liabilities			
Trade and other payables	15	5,513	5,293
Contract liabilities		*	*
Short term borrowings	16	1,132	1,263
Current portion of debt securities	17	22	229
Current tax payable		470	386
Liabilities held for sale	13	–	13
		7,137	7,184
Net current liabilities		(894)	(982)
Less: non-current liabilities			
Long term borrowings	16	6,049	5,437
Debt securities	17	1,263	1,204
Deferred tax liabilities	9	464	541
Other non-current liabilities	18	7,576	7,900
		15,352	15,082
Net assets		15,734	16,576
Representing:			
Share capital	20	7,926	7,826
Revenue reserve		8,916	10,202
Other reserves	21	(4,967)	(5,417)
Equity attributable to owners of the Company		11,875	12,611
Perpetual securities	22	396	396
Non-controlling interests	38	3,463	3,569
Total equity		15,734	16,576

** Less than $1 million*

The accompanying notes form an integral part of the financial statements.

COMBINED INCOME STATEMENTS
FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Note	2020 $'M	2019 $'M
Revenue	24	1,983	2,488
Cost of sales		(1,111)	(1,317)
Gross profit		872	1,171
Other operating income	25(a)	364	702
Administrative expenses		(475)	(432)
Other operating expenses		(918)	(58)
(Loss)/Profit from operations		(157)	1,383
Finance costs	25(d)	(377)	(327)
Share of results (net of tax) of:			
- associates		81	793
- joint ventures		(106)	172
		(25)	965
(Loss)/Profit before tax		(559)	2,021
Tax expense	26	(114)	(273)
(Loss)/Profit for the year		(673)	1,748
Attributable to:			
Owners of the Company		(559)	1,444
Non-controlling interests		(114)	304
(Loss)/Profit for the year		(673)	1,748
Basic and diluted earnings per share (cents)	27	(19.9)	54.4

The accompanying notes form an integral part of the financial statements.

COMBINED STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Note	2020 $'M	2019 $'M
(Loss)/Profit for the year		(673)	1,748
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss			
Exchange differences arising from translation of foreign operations and foreign currency loans, forming part of net investment in foreign operations		189	(72)
Recognition of foreign exchange differences on disposal or liquidation of foreign operations in profit or loss		(1)	5
Effective portion of change in fair value of cash flow hedges		(24)	(43)
Recognition of hedging reserve in profit or loss		2	4
Share of other comprehensive income of associates and joint ventures		330	(143)
		496	(249)
Items that will not be reclassified subsequently to profit or loss			
Change in fair value of equity investments at fair value through other comprehensive income		(30)	67
Total other comprehensive income for the year, net of tax	23	466	(182)
Total comprehensive income for the year		(207)	1,566
Attributable to:			
Owners of the Company		(146)	1,307
Non-controlling interests		(61)	259
Total comprehensive income for the year		(207)	1,566

The accompanying notes form an integral part of the financial statements.

COMBINED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Note	Share capital $'M	Revenue reserve $'M	Capital and other reserve $'M	Hedging reserve $'M	Fair value reserve $'M	Asset revaluation reserve $'M	Foreign currency translation reserve $'M	Total $'M	Perpetual securities $'M	Non-controlling interests $'M	Total equity $'M
At 1 January 2020		7,826	10,202	(4,792)	(77)	82	6	(636)	12,611	396	3,569	16,576
Total comprehensive income												
Loss for the year		–	(559)	–	–	–	–	–	(559)	–	(114)	(673)
Other comprehensive income												
Exchange differences arising from translation of foreign operations and foreign currency loans forming part of net investment in foreign operations		–	–	–	–	–	–	135	135	–	54	189
Recognition of foreign exchange differences on disposal or liquidation of foreign operations in profit or loss		–	–	–	–	–	–	(1)	(1)	–	–	(1)
Effective portion of change in fair value of cash flow hedges		–	–	–	(20)	–	–	–	(20)	–	(4)	(24)
Recognition of hedging reserve in profit or loss		–	–	–	2	–	–	–	2	–	–	2
Share of other comprehensive income of associates and joint ventures		–	–	–	(15)	–	–	342	327	–	3	330
Change in fair value of equity investment at fair value through other comprehensive income		–	–	–	–	(30)	–	–	(30)	–	–	(30)
Total other comprehensive income, net of tax		–	–	–	(33)	(30)	–	476	413	–	53	466
Total comprehensive income		–	(559)	–	(33)	(30)	–	476	(146)	–	(61)	(207)
Transactions with owners, recorded directly in equity												
Contributions by and distributions to owners												
Issue of new shares	20	100	–	–	–	–	–	–	100	–	–	100
Contributions from non-controlling interests (net)		–	–	–	–	–	–	–	–	–	73	73
Dividends paid/payable		–	(720)	–	–	–	–	–	(720)	–	(113)	(833)
Issue of perpetual securities (net)		–	–	–	–	–	–	–	–	*	–	*
Distribution attributable to perpetual securities		–	(6)	–	–	–	–	–	(6)	16	(10)	–
Distribution paid to perpetual securities		–	–	–	–	–	–	–	–	(16)	–	(16)
Share-based payments		–	–	(3)	–	–	–	–	(3)	–	4	1
Total contributions by and distributions to owners		100	(726)	(3)	–	–	–	–	(629)	–	(46)	(675)

* *Less than $1 million*

The accompanying notes form an integral part of the financial statements.

COMBINED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Share capital $'M	Revenue reserve $'M	Capital and other reserve $'M	Hedging reserve $'M	Fair value reserve $'M	Asset revaluation reserve $'M	Foreign Currency translation reserve $'M	Total $'M	Perpetual securities $'M	Non-controlling interests $'M	Total equity $'M
Changes in ownership interests in subsidiaries and other capital transactions											
Changes in ownership interests in subsidiaries with a change in control	–	(3)	17	–	–	–	1	15	–	4	19
Changes in ownership interests in subsidiaries with no change in control	–	49	*	*	*	–	–	49	–	(5)	44
Share of reserves of associates and joint ventures	–	(8)	7	–	–	–	–	(1)	–	–	(1)
Others	–	(39)	15	–	–	–	–	(24)	–	2	(22)
Total changes in ownership interests in subsidiaries and other capital transactions	–	(1)	39	*	*	–	1	39	–	1	40
Total transactions with owners	100	(727)	36	*	*	–	1	(590)	–	(45)	(635)
At 31 December 2020	7,926	8,916	(4,756)	(110)	52	6	(159)	11,875	396	3,463	15,734

* *Less than $1 million*

The accompanying notes form an integral part of the financial statements.

COMBINED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Share capital $'M	Revenue reserve $'M	Capital and other reserve $'M	Hedging reserve $'M	Fair value reserve $'M	Asset revaluation reserve $'M	Foreign currency translation reserve $'M	Total $'M	Perpetual securities $'M	Non-controlling interests $'M	Total equity $'M
As 1 January 2019	7,157	9,275	(5,141)	(34)	10	6	(497)	10,776	397	2,321	13,494
Total comprehensive income											
Profit for the year	–	1,444	–	–	–	–	–	1,444	–	304	1,748
Other comprehensive income											
Exchange differences arising from translation of foreign operations and foreign currency loans forming part of net investment in foreign operations	–	–	–	–	4	–	(36)	(32)	–	(40)	(72)
Recognition of foreign exchange differences on disposal or liquidation of foreign operations in profit or loss	–	–	–	–	–	–	5	5	–	–	5
Effective portion of change in fair value of cash flow hedges	–	–	–	(39)	–	–	–	(39)	–	(4)	(43)
Recognition of hedging reserve in profit or loss	–	–	–	4	–	–	–	4	–	–	4
Share of other comprehensive income of associates and joint ventures	–	–	–	(32)	–	–	(110)	(142)	–	(1)	(143)
Change in fair value of equity investment at fair value through other comprehensive income	–	–	–	–	67	–	–	67	–	–	67
Total other comprehensive income, net of tax	–	–	–	(67)	71	–	(141)	(137)	–	(45)	(182)
Total comprehensive income	–	1,444	–	(67)	71	–	(141)	1,307	–	259	1,566

The accompanying notes form an integral part of the financial statements.

COMBINED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Share capital $'M	Revenue reserve $'M	Capital and other reserve $'M	Hedging reserve $'M	Fair value reserve $'M	Asset revaluation reserve $'M	Foreign currency translation reserve $'M	Total $'M	Perpetual securities $'M	Non-controlling interests $'M	Total equity $'M
Transactions with owners, recorded directly in equity											
Contributions by and distributions to owners											
Issue of new shares	669	–	–	–	–	–	–	669	–	–	669
Contributions from non-controlling interests (net)	–	–	–	–	–	–	–	–	–	146	146
Dividends paid/payable	–	(454)	–	–	–	–	–	(454)	–	(149)	(603)
Issue of perpetual securities (net)	–	–	–	–	–	–	–	–	149	–	149
Redemption of perpetual securities	–	–	–	–	–	–	–	–	(150)	–	(150)
Distribution attributable to perpetual securities	–	(9)	–	–	–	–	–	(9)	20	(11)	–
Distribution paid to perpetual securities	–	–	–	–	–	–	–	–	(19)	–	(19)
Share-based payments	–	1	2	–	–	–	–	3	–	2	5
Total contributions by and distributions to owners	669	(462)	2	–	–	–	–	209	–	(12)	197
Changes in ownership interests in subsidiaries and other capital transactions											
Changes in ownership interests in subsidiaries with a change in control	–	(25)	*	24	–	–	–	(1)	–	951	950
Changes in ownership interests in subsidiaries with no change in control	–	(33)	*	*	1	–	–	(32)	–	930	898
Share of reserves of associates and joint ventures	–	(6)	6	–	–	–	–	–	–	–	–
Others	–	9	341	*	–	–	2	352	(1)	(880)	(529)
Total changes in ownership interests in subsidiaries and other capital transactions	–	(55)	347	24	1	–	2	319	(1)	1,001	1,319
Total transactions with owners	669	(517)	349	24	1	–	2	528	(1)	989	1,516
At 31 December 2019	7,826	10,202	(4,792)	(77)	82	6	(636)	12,611	396	3,569	16,576

** Less than $1 million*

The accompanying notes form an integral part of the financial statements.

COMBINED STATEMENT OF CHANGES IN CASH FLOWS
FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Note	2020 $'M	2019 $'M
Cash flows from operating activities			
(Loss)/Profit after tax		(673)	1,748
Adjustments for:			
Allowance for:			
- impairment loss on receivables		27	8
- foreseeable losses		17	-
- impairment on interests in joint ventures		-	10
- impairment on intangible assets	5	153	5
- impairment on property, plant and equipment		27	6
Amortisation of intangible assets	5	23	18
Depreciation of property, plant and equipment and right-of-use assets		126	95
Dividend income		(10)	(6)
Finance costs		377	327
Gain on disposal of investment properties		(41)	*
Interest income		(40)	(42)
Loss on disposal and write off of property, plant and equipment		*	2
Net change in fair value of investment properties and assets held for sale		698	(549)
Net change in fair value of financial assets designated at fair value through profit or loss		13	(10)
Net gain from change of ownership interests in subsidiaries, associates and joint ventures		(99)	(59)
Share of results of associates and joint ventures		25	(965)
Share-based expenses		18	29
Tax expense		114	273
		1,428	(858)
Operating profit before working capital changes		755	890
Changes in working capital:			
Trade and other receivables		(208)	(143)
Development properties for sale		(9)	7
Trade and other payables		(212)	(327)
		(429)	(463)
Cash generated from operations		326	427
Taxation paid		(143)	(110)
Net cash generated from operating activities		183	317

* *Less than $1 million*

The accompanying notes form an integral part of the financial statements.

COMBINED STATEMENT OF CHANGES IN CASH FLOWS
FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Note	2020 $'M	2019 $'M
Cash flows from investing activities			
Acquisition/Development expenditure of investment properties		(236)	(175)
Acquisition of subsidiaries, net of cash acquired	28(b)	(213)	(208)
Deposits received for disposal of investment property/subsidiaries		21	4
Disposal of subsidiaries, net of cash disposed of	28(d)	192	571
Dividends received from associates and joint ventures		502	466
Interest income received		39	35
Return of investments from/(Investments in) associates, joint ventures and other investments		301	(912)
Investment in other financial assets		-	(10)
Proceeds from disposal of investment properties		364	-
Proceeds from disposal of assets held for sale		155	345
Proceeds from disposal of property, plant and equipment		-	1
Purchase of intangible assets and property, plant and equipment		(44)	(73)
Settlement of hedging instruments		(13)	14
Net cash generated from investing activities		1,068	58
Cash flows from financing activities			
Contributions from non-controlling interests		73	145
Dividends paid to non-controlling interests		(113)	(149)
Distributions to perpetual securities holders		(16)	(19)
Dividends paid to shareholders		(720)	(454)
Interest expense paid		(365)	(308)
Loans from related companies		194	489
Repayment of loans from associates and joint ventures		(5)	(123)
Payment for acquisition of ownership interests in subsidiaries with no change in control		(3)	(2)
Proceeds from bank borrowings		989	2,981
Proceeds from issuance of debt securities		-	119
Proceeds from issue of perpetual securities by subsidiaries		-	149
Redemption of perpetual securities by a subsidiary		-	(150)
Repayments of lease liabilities		(56)	(60)
Repayments of bank borrowings		(792)	(2,209)
Repayments of debt securities		(166)	(398)
Decrease/(Increase) in bank deposits pledged for bank facilities		8	(59)
Net cash used in financing activities		(972)	(48)

The accompanying notes form an integral part of the financial statements.

COMBINED STATEMENT OF CHANGES IN CASH FLOWS
FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Note	2020 $'M	2019 $'M
Net increase in cash and cash equivalents		279	327
Cash and cash equivalents at beginning of the year		1,354	1,032
Effect of exchange rate changes on cash balances held in foreign currencies		42	(2)
Changes in cash and cash equivalents reclassified to assets held for sale		3	(3)
Cash and cash equivalents at end of the year	14	1,678	1,354

The accompanying notes form an integral part of the financial statements.

NOTES TO THE COMBINED FINANCIAL STATEMENTS
FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

1 General Information

(a) Introduction

The combined financial statements of CapitaLand Investment Limited (the "Company") and its subsidiaries (together referred to as the "Group") have been prepared in accordance with the basis and accounting policies set out in Notes 2 and 3.

The combined financial statements have been prepared solely for inclusion in the introductory document to be issued in connection with the listing and quotation of all the issued ordinary shares in the capital of the company on the Singapore Exchange Securities Trading Limited by way of an introduction.

These combined financial statements of the Group were authorised for issue by the directors of the Company on 17 July 2021.

(b) The Company

The Company was incorporated in the Republic of Singapore and has its registered office at 168 Robinson Road, #30-01, Capital Tower, Singapore 068912.

The Company's immediate and ultimate holding companies are CapitaLand Limited and Temasek Holdings (Private) Limited respectively. Both companies are incorporated in the Republic of Singapore.

The principal activities of the Company are those relating to investment holding and provision of consultancy services as well as being the corporate headquarters which gives direction, provides management support services and integrates the activities of its subsidiaries.

The principal activities of the significant entities included in these combined financial statements are those relating to investment holding, investment in real estate financial products and real estate assets, investment advisory and management services as well as management of real estate assets.

2 Internal Restructuring and Basis of Preparation of the Combined Financial Statements

CapitaLand Limited ("CL"), the immediate holding company of The Company, together with CLA Real Estate Holdings Pte. Ltd. ("CLA"), the immediate holding company of CL, are proposing to undertake a scheme of arrangement pursuant to Section 210 of the Companies Act ("Scheme") to:

- effect a proposed restructuring of the business of CL and its subsidiaries ("CapitaLand Group") business so as to consolidate the CapitaLand Group's investment management platforms, as well as its lodging business, into the Group; and
- place the real estate development business of the CapitaLand Group under private ownership, to be fully held by CLA through the proposed privatisation of CL on completion of the Scheme.

The Scheme will involve the following:

- Distribution-in-specie of the shares in the Company
  CL will undertake the distribution of approximately 48.24% of the issued ordinary shares in the capital of the Company to eligible shareholders of CL on a pro-rata basis;

- Distribution-in-specie of the units in CapitaLand Integrated Commercial Trust ("CICT")
  CL will undertake the distribution of 388,242,247 issued units in CICT to eligible shareholders of CL on a pro-rata basis.

- Acquisition of shares of CL
  Upon the above distribution-in-specie taking effect, it is proposed that CLA will acquire all the shares of CL (excluding the treasury shares) from the shareholders of CL (excluding CLA).

In connection with the Scheme proposed by the Company's immediate holding company, CapitaLand Limited, the Company intends to acquire the following significant entities which own certain assets and businesses from CapitaLand Limited Group under the internal restructuring ("Internal Restructuring") exercise:

(i) The investment management platforms and investments for listed funds and unlisted funds;

(ii) the lodging business of the CapitaLand Group, via the transfer of the entire issued share capital of The Ascott Limited, being the entity holding the lodging business;

(iii) certain of the assets held by the CapitaLand Group, some of which would constitute the pipeline of assets for the listed funds or unlisted funds;

(iv) certain operating platforms for the office, retail malls, business park properties and data centres comprised in the Group's portfolio (including but not limited to the property managers and entities providing support for the operation and maintenance of these properties); and

(v) certain corporate office or entities provide corporate and shared services.

Following the completion of the Internal Restructuring of the CapitaLand Group, the Company will become the holding company of the combining entities. The Company together with the combining entities and their interests in associates and joint ventures, are hereinafter referred to as the Group.

The combined financial statements relate to the Company and its subsidiaries (the Group) and the Group's interests in associates and joint ventures.

NOTES TO THE COMBINED FINANCIAL STATEMENTS
FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

Subsidiaries, associates and joint ventures

The details of the Group's significant subsidiaries, associates and joint ventures as at the Relevant Periods, taking into account the above-mentioned Internal Restructuring are as follows:

Name of subsidiary/associate/joint venture	Principal Activity	Effective Equity interest held by the Group in	
		2020	2019
Incorporated in Singapore:		%	%
ACCF3 Holding Pte Ltd[2]	Investment holding	100	100
Albert Complex Pte Ltd[1]	Investment holding and investment trading	100	100
Ascendas (China) Pte Ltd[2]	Investment holding	100	100
Ascendas Fusion 5 Holding Pte. Ltd.[2]	Investment holding	100	100
Ascendas India Trust[2]	Property trust	21.3	21.0
Ascendas Investment Pte Ltd[2]	Investment holding	100	100
Ascendas Jongro Pte Ltd[2]	Investment holding	100	100
Ascendas Land International (Investments) Pte Ltd[2]	Investment holding	100	100
Ascendas Real Estate Investment Trust[2]	Singapore-based REIT invests in industrial and business park properties	18.0	19.0
Ascendas Services Pte Ltd[2]	Commercial and industrial real estate management, and investment holding	100	100
Ascendas (Tuas) Pte. Ltd.[2]	Property owner and planning, developing and marketing, and management of industrial parks and related facilities	100	100
Ascott Residence Trust[1]	Stapled group comprising a REIT and a Business Trust	40.6	40.1
Ascott Business Trust Management Pte Ltd (incorporated on 2 August 2019)	Collective portfolio investment funds with rental income	100	100
Brilliance Trustee Pte Ltd[1]	Trustee, fiduciary and custody services firms	100	100
CAP1 GP Pte Ltd (incorporated on 5 April 2019)	Fund management	100	100
Capita Card Pte Ltd[1]	Promotion for sign-up and usage of co-brand cards in conjunction with loyalty programme	100	100

NOTES TO THE COMBINED FINANCIAL STATEMENTS
FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

Name of subsidiary/associate/joint venture	Principal Activity	Effective equity interest held by the Group	
		2020	2019
		%	%
CapitaLand Business Services Pte Ltd[1]	Information technology and computer service activities	100	100
CapitaLand China Trust[1]	China-based REIT invests in commercial and business park properties in China	24.0	24.0
CapitaLand China Trust Management Limited[1]	REIT management	100	100
CapitaLand Commercial Management Pte Ltd[1]	Investment holding and provision of property management and marketing services	100	100
CapitaLand Commercial Trust[1]	Singapore-based REIT invests in office properties	-	22.9
CapitaLand Commercial Trust Management Limited[1]	Property fund management	100	100
CapitaLand Digital Management Pte Ltd[1]	Provision of consultancy and management services	100	100
CapitaLand Fund Management Pte Ltd[1]	Property fund management	100	100
CapitaLand India Fund Management Pte Ltd[1]	Fund management and property management	100	100
CapitaLand India Pte Ltd[1]	Investment holding, and property development	100	100
CapitaLand Integrated Commercial Trust[1]	REIT	22.9	22.9
CapitaLand Integrated Commercial Trust Management Limited[1]	REIT management	100	100
CapitaLand International Pte Ltd[1]	Investment holding, and business and management consultancy services	100	100
CapitaLand Investments Pte Ltd[1]	Investment holding	100	100
CapitaLand (Korea) Pte Ltd[2]	Investment holding	100	100
CapitaLand Mall Asia Limited[1]	Investment holding company and provision of management services	100*	100*
CapitaLand Retail Management Pte Ltd[1]	Provision of management services	100	100
CapitaLand Retail Singapore Investments Pte. Ltd[1]	Investment holding	100	100
CapitaLand Retail Trustee Pte Ltd[1]	Provision of trustee, fiduciary and custody services	100	100
CapitaLand Shared Services Pte Ltd[1]	Provision of shared services	100	100
CapitaLand Trustee Pte Ltd[1]	Provision of trustee, fiduciary and custody services	100	100
CapitaLand Voucher Pte Ltd[1]	Provision of business support services	100	100

**NOTES TO THE COMBINED FINANCIAL STATEMENTS
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Name of subsidiary/associate/joint venture	Principal Activity	Effective equity interest held by the Group	
		2020	2019
		%	%
CapitaStar Pte Ltd[1]	Management activities	100	100
Carmel Plus Pte Ltd (incorporated on 17 January 2019)	Investment holding	100	100
CLC Investment Four Pte Ltd[1]	Investment holding	100	100
CLFMI Pte Ltd[1]	Investment holding	100	100
CMA Excellence Pte Ltd[1]	E-commerce	100	100
CREDO I China GP Pte Ltd[1]	Fund management	100	100
JG Trustee Pte Ltd[1]	Provision of trustee, fiduciary and custody services	100	100
Orchard Turn Holding Pte Ltd[1]	Investment holding	50.0	50.0
Premier Healthcare Services International Pte Ltd[1]	Investment holding	100	100
Pyramex Investments Pte Ltd[1]	Investment holding	100	100
SBR Private Limited[1]	Investment and fund management	100	100
Southernwood Holding Pte Ltd[2]	Investment holding	100	100
The Ascott Limited[1]	Investment holding	100	100
Vilabs Pte Ltd[1]	Advertising activities	100	100
Incorporated in People's Republic of China:			
CapitaLand (China) Corporate Management Co., Ltd. [1]	Management consultancy services	100	100
CapitaMalls Beijing Business Co., Ltd. [1]	Provision of consultancy and management services	100	100
Incorporated in Hong Kong:			
Ever Bliss International Limited [1]	Investment holding	72.5	72.5
Full Grace Enterprise Limited[1]	Investment holding	65.0	65.0
Incorporated in British Virgin Island:			
Senning Property Ltd[1]	Investment holding	45.0	45.0
Senway Enterprises Ltd[1]	Investment holding	100	100
Incorporated in Cayman Islands:			
CapitaLand China (RCCF) Holdings Limited[1]	Investment holding	100	100
CAP I SLP GP Ltd (incorporated on 5 April 2019)	General partner	100	100
Carnelian GP Ltd (incorporated on 10 July 2019)	General partner	100	100
CREDO 1 SLP GP Ltd (incorporated on 14 February 2019)	General partner	100	100
Raffles City China Income Venture Limited[1]	Investment holding	55.0	55.0

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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Name of subsidiary/associate/joint venture	Principal Activity	Effective equity interest held by the Group	
		2020	2019
		%	%
Incorporated in Japan:			
CapitaLand (Japan) Kabushiki Kaisha[1]	Consultancy and management services	100	100
Incorporated in Malaysia:			
CapitaLand Malaysia Mall REIT Management Sdn Bhd[1]	REIT management	75.0	75.0
CapitaLand Malaysia Mall Trust[1]	REIT	37.3	37.0
CapitaLand Retail Malaysia Sdn Bhd[1]	Project management and consultancy services	100	100
Incorporated in Luxembourg:			
CAP 1 GP S.A.R.L [1]	General partner	100	100

** Includes 15.2% interest indirectly held through CapitaLand Business Services Pte Ltd*
[1] These entities were included in the combined financial statements from 1 January 2019
[2] These entities were included in the combined financial statements from 28 June 2019, being the date they were acquired by the CapitaLand Group

Basis of preparation of the combined financial statements

The Group resulting from the above Internal Restructuring is regarded as a continuing entity throughout the Relevant Periods as the Group is ultimately controlled by the immediate holding company, CapitaLand Limited, both before and after the internal restructuring.

Accordingly, the combined financial statements of the Group for the Relevant Periods have been prepared using the principles of merger accounting (except for Note 29) on the basis that the internal restructuring transfers the interest in the combining entities and businesses under common control to the Company has been effected as at the beginning of the Relevant Periods, or the dates of incorporation of the entities, or the dates when common control is established, whichever is later. The accounting policy for merger accounting is described in Note 3.2(f).

In applying merger accounting and preparing the combined financial statements, the Company recognises the assets, liabilities and equity of the combining entities or businesses at their respective historical carrying amounts, with the following adjustments:

- 22.9% of the interest in CapitaLand Integrated Commercial Trust ("CICT") (2019: 22.9%) and 24.0% of the interest in CapitaLand China Trust ("CLCT") (2019: 24.0%) were deemed to be transferred by the CapitaLand Group to the Group at the beginning of the Relevant Periods. CICT (2019: CapitaLand Mall Trust ("CMT") and CapitaLand Commercial Trust ("CCT")) and CLCT (2019: formerly known as CapitaLand Retail China Trust "CRCT") have been accounted for as associates for the Relevant Periods.

  The CapitaLand Group had held 28.9% (2019: CMT:28.5% and CCT: 29.4%) and 24.0% (2019: CRCT: 27.5%) of CICT and CLCT respectively and accounted for these entities as subsidiaries in 2019 and 2020.

- Ascendas Investment Pte. Ltd. ("AIPL), Ascendas Real Estate Investment Trust ("A-REIT") and Ascendas Hospitality Trust ("AHT") were historically a part of the combining entities identified above, in 2020 only. The Group has elected to re-present its 2019 comparatives, as if AIPL, A-REIT and AHT had been a part of the combining entities identified above, from the date of acquisition, 28 June 2019, as these entities are transferred between holding companies under common control.

These adjustments were made to reflect the relevant economic activities of the continuing Group and continuity of the financial information presented.

3 Summary of Significant Accounting Policies

3.1 Basis of preparation

The financial statements have been prepared in accordance with the Singapore Financial Reporting Standards (International) (SFRS(I)) and International Financial Reporting Standards (IFRS). SFRS(I) are issued by the Accounting Standards Council and comprise standards and interpretations that are equivalent to International Financial Reporting Standards (IFRS) as issued by the International Accounting Standard Board (IASB). All references to SFRS(I) and IFRS are subsequently referred to as SFRS(I) in these financial statements unless otherwise stated.

Notwithstanding that the Group has recorded a deficiency in net current assets of $894 million and $982 million as at 31 December 2020 and 2019 respectively, the combined financial statements for the years ended 31 December 2020 and 31 December 2019 have been prepared on a going concern basis (which has assumed that the Group will be able to discharge its liabilities including the mandatory repayment terms of the borrowings and debt securities, as and when they fall due). This is because the Group has secured credit facilities commitment from financial institutions, which will come into effect upon the listing of the Company, to enable the Group to continue its operations and meet its obligations as and when they fall due.

The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

These financial statements are presented in Singapore Dollars, which is the Company's functional currency. All financial information presented in Singapore Dollars have been rounded to the nearest million, unless otherwise stated.

The preparation of the financial statements in conformity with SFRS(I) requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

Note 3.6, Note 4(a)	classification of investment properties
Note 9	recognition of deferred tax assets
Note 3.2(a), Note 29	accounting for acquisitions as business combinations or asset acquisitions

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

Note 5	measurement of recoverable amounts of goodwill
Note 6, Note 30	determination of fair value of investment properties
Note 31(c)	measurement of expected credit loss (ECL) allowance for trade receivables: key assumptions in determining the expected loss rate
Note 29	determination of fair value of assets, liabilities and contingent liabilities acquired in business combinations
Note 30	determination of fair value of financial instruments

The accounting policies set out below have been applied consistently by the Group entities to all periods presented in these financial statements, except as explained in notes 3.2, 3.14 and 37 which address changes in accounting policies.

3.2 Basis of consolidation

(a) Business combinations and property acquisitions

The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether a particular set of activities and assets or acquisition of a property is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs.

From 1 January 2020 onwards, the Group has an option to apply a "concentration test" that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

Goodwill arising from business combinations are measured as described in note 3.5(a).

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in the profit or loss.

Any contingent consideration payable is recognised at fair value at the acquisition date and included in the consideration transferred. If the contingent consideration is classified as equity, it is not re-measured and settlement is accounted for within equity. Otherwise, other contingent consideration is re-measured at fair value at each reporting date and subsequent changes to the fair value of the contingent consideration are recognised in the profit or loss.

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation are measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets, at the acquisition date. The measurement basis taken is elected on a transaction-by-transaction basis. All other non-controlling interests are measured at acquisition date fair value, unless another measurement basis is required by SFRS(I). If the business combination is achieved in stages, the Group's previously held equity interest in the acquiree is re-measured to fair value at each acquisition date and any changes are taken to the profit or loss.

When acquisition of an asset or a group of assets does not constitute a business combination, it is treated as property acquisition. In such cases, the individual identifiable assets acquired and liabilities assumed are recognised. The acquisition cost is allocated to the individual identifiable assets and liabilities on the basis of their relative fair values at the date of acquisition. Such a transaction does not give rise to goodwill.

(b) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect these returns through its power over the entity. The financial statements of subsidiaries are included in the combined financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as transactions with owners and therefore no adjustments are made to goodwill and no gain or loss is recognised in profit or loss. Adjustments to non-controlling interests arising from transactions that do not involve the loss of control are based on a proportionate amount of the net assets of the subsidiary.

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising from the loss of control is recognised in the profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity-accounted investee or as a financial asset at fair value through other comprehensive income asset depending on the level of influence retained.

(c) *Associates and joint ventures*

Associates are those entities in which the Group has significant influence, but not control, over their financial and operating policies of these entities. Significant influence is presumed to exist when the Group holds 20% or more of the voting power of another entity. Joint ventures are entities over whose activities the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Associates and joint ventures are accounted for using the equity method (collectively referred to as "equity-accounted investees") and are recognised initially at cost. The cost of the investments includes transaction costs. The Group's investments in equity-accounted investees include goodwill identified on acquisition, net of any accumulated impairment losses. Subsequent to initial recognition, the combined financial statements include the Group's share of the profit or loss and other comprehensive income of the equity-accounted investees, after adjustments to align the accounting policies of the equity-accounted investees with those of the Group, from the date that significant influence or joint control commences until the date that significant influence or joint control ceases.

When the Group's share of losses exceeds its interest in an equity-accounted investee, the carrying amount of the investment, together with any long-term interests that form part thereof, is reduced to zero and the recognition of further losses is discontinued except to the extent that the Group has an obligation to fund the investee's operation or has made payments on behalf of the investee.

An impairment loss in respect of an associate or joint venture is measured by comparing the recoverable amount of the investment with its carrying amount in accordance with note 3.11. An impairment loss is recognised in profit or loss. An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount.

(d) *Joint operations*

A joint operation is an arrangement in which the Group has joint control whereby the Group has rights to the assets, and obligations for the liabilities, relating to an arrangement. The Group accounts for each of its assets, liabilities and transactions, including its share of those held or incurred jointly, in relation to the joint operation.

(e) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the combined financial statements. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(f) Acquisition under common control

Business combinations arising from transfers of interest in entities that are under common control are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established. For this purpose, comparatives are restated. The assets and liabilities acquired are recognised at the carrying amounts recognised previously and no adjustments are made to reflect the fair values or recognised any new assets or liabilities, including no goodwill is recognised as a result of the combination. The components of equity of the acquired entities are added to the same components within the Group equity. Any difference between the consideration paid for the acquisition and share capital of acquiree is recognised directly to equity as reserve on consolidation.

3.3 Foreign currencies

Foreign currency transactions

Items included in the financial statements of each entity in the Group are measured using the currency that best reflects the economic substance of the underlying events and circumstances relevant to that entity (the functional currency).

Transactions in foreign currencies are translated to the respective functional currencies of the Group's entities at the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the end of the reporting date are translated to the functional currency at the exchange rate prevailing at that date. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date on which the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction.

Foreign currency differences arising from translation are recognised in the profit or loss, except for differences arising from the translation of monetary items that in substance form part of the Group's net investment in a foreign operation, financial assets fair value through other comprehensive income and financial liabilities designated as hedges of net investment in a foreign operation (note 3.8) or qualifying cash flow hedges to the extent such hedges are effective, which are recognised in other comprehensive income.

Foreign operations

The assets and liabilities of foreign operations, excluding goodwill and fair value adjustments arising on acquisitions, are translated to Singapore Dollars at exchange rates prevailing at the end of the reporting period. The income and expenses of foreign operations are translated to Singapore Dollars at exchange rates prevailing at the dates of the transactions. Goodwill and fair value adjustments arising from the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the exchange rates at the reporting date.

Foreign currency differences are recognised in other comprehensive income, and presented in the foreign currency translation reserve (translation reserve) in equity. However, if the foreign operation is not a wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is transferred to the profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate or a joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is transferred to the profit or loss.

Net investment in a foreign operation

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation. These are recognised in other comprehensive income and are presented in the translation reserve in equity.

3.4 Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. Certain of the Group's property, plant and equipment acquired through interests in subsidiaries, are accounted for as acquisition of assets (note 3.2(a)).

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset if it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the Group and its cost can be measured reliably. All other subsequent expenditure is recognised as an expense in the period in which it is incurred.

Depreciation is recognised from the date that the property, plant and equipment are installed and are ready for use. Freehold land has unlimited useful life and therefore is not depreciated. Depreciation on property, plant and equipment is recognised in the profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment as follows:

Buildings	30 years
Plant, machinery and improvements	1 to 10 years
Motor vehicles	5 years
Furniture, fittings and equipment	1 to 10 years

For serviced residence properties where the residual value at the end of the intended holding period is lower than the carrying amount, the difference in value is depreciated over the Group's intended holding period. The intended holding period (the period from the date of commencement of serviced residence operations to the date of expected strategic divestment of the properties) ranges from three to five years. No depreciation is recognised where the residual value is higher than the carrying amount.

Assets under construction are stated at cost and are not depreciated. Expenditure relating to assets under construction (including borrowing costs) are capitalised when incurred. Depreciation will commence when the development is completed and ready for use.

The assets' residual values, useful lives and depreciation methods are reviewed at each reporting date, and adjusted if appropriate.

3.5 Intangible assets

(a) Goodwill

For business combinations, the Group measures goodwill as at acquisition date based on the fair value of the consideration transferred (including the fair value of any pre-existing equity interest in the acquiree) and the recognised amount of any non-controlling interests in the acquiree, less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed. When the amount is negative, a gain on bargain purchase is recognised in the profit or loss. Goodwill is subsequently measured at cost less accumulated impairment losses.

Goodwill arising from the acquisition of subsidiaries is included in intangible assets. Goodwill arising from the acquisition of associates and joint ventures is presented together with interests in associates and joint ventures.

Goodwill is tested annually for impairment as described in note 3.11.

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(b) Other intangible assets

Other intangible assets with finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses. These are amortised in the profit or loss on a straight-line basis over their estimated useful lives of one to ten years, from the date on which the assets are available for use.

Other intangible assets with indefinite useful lives are not amortised and are measured at cost less accumulated impairment losses.

3.6 Investment properties and investment properties under development

Investment properties are properties held either to earn rental or for capital appreciation or both. Investment properties under development are properties being constructed or developed for future use as investment properties. Certain of the Group's investment properties acquired through interests in subsidiaries, are accounted for as acquisition of assets (note 3.2(a)).

Investment properties and investment properties under development are initially recognised at cost, including transaction costs, and subsequently at fair value with any change therein recognised in the profit or loss. Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs. The fair value is determined based on internal valuation or independent professional valuation. Independent valuation is also carried out on occurrence of acquisition and on completion of construction of investment property.

When an investment property or investment property under development is disposed of, the resulting gain or loss recognised in the profit or loss is the difference between the net disposal proceed and the carrying amount of the property.

Transfers to, or from, investment properties are made where there is a change in intent and use, evidenced by:

- development with a view to sell, for a transfer from investment properties to development properties for sale;
- commencement of leasing activities for a transfer from development properties for sale to investment properties;
- commencement of owner-occupation, for a transfer from investment properties to property, plant and equipment; and
- end of owner-occupation, for a transfer from property, plant and equipment to investment properties.

3.7 *Non-current assets and liabilities held for sale*

Non-current assets and liabilities, that are highly probable to be recovered primarily through sale rather than through continuing use, are classified as held for sale. Immediately before classification as held for sale, the assets are remeasured in accordance with the applicable SFRS(I). Thereafter, the assets are generally measured at the lower of their carrying amount and fair value less costs to sell. Impairment losses on initial classification as held for sale and subsequent gains or losses on remeasurement are recognised in profit or loss. Gains are not recognised in excess of any cumulative impairment loss.

Intangible assets and property, plant and equipment classified as held for sale are not amortised or depreciated. In addition, equity accounting of associates and joint ventures ceases once the investments are classified as held for sale.

3.8 *Financial instruments*

(a) *Non-derivative financial assets*

Classification and measurement

The Group classifies its financial assets in the following measurement categories:
- amortised cost;
- fair value through other comprehensive income (FVOCI); and
- fair value through profit or loss (FVTPL).

The classification depends on the Group's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial assets.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

The Group reclassifies financial assets when and only when its business model for managing those assets changes.

At initial recognition

A financial asset is recognised if the Group becomes a party to the contractual provisions of the financial asset.

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

At subsequent measurement

(i) Financial assets at amortised cost

Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in interest income using the effective interest rate method.

(ii) Financial assets at FVOCI

Debt instruments that are held for collection of contractual cash flows and for sale, and where the assets' cash flows represent solely payments of principal and interest, are classified as FVOCI. Movements in fair values are recognised in OCI and accumulated in fair value reserve, except for the recognition of impairment, interest income and foreign exchange gains and losses, which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and presented in "other operating income and expenses". Interest income from these financial assets is recognised using the effective interest rate method and presented in "interest income".

The Group has elected to recognise changes in fair value of equity securities not held for trading in OCI as these are strategic investments and the Group considers this to be more relevant. Movements in fair values of equity investments classified as FVOCI are presented as "fair value gains/losses" in OCI. Dividends from equity investments are recognised in profit or loss as dividend income. On disposal of an equity investment, any difference between the carrying amount and sales proceed amount would be recognised in other comprehensive income and transferred to revenue reserve along with the amount previously recognised in OCI relating to that asset.

(iii) Financial assets at FVTPL

Financial assets that are held for trading as well as those that do not meet the criteria for classification as amortised cost or FVOCI are classified as FVTPL. Movement in fair values and interest income is recognised in profit or loss in the period in which it arises and presented in "other operating income".

(b) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and bank deposits. For the purpose of the statement of cash flows, pledged deposits are excluded whilst bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents.

(c) Non-derivative financial liabilities

The Group initially recognises debt securities issued on the date that they are originated. Financial liabilities for contingent consideration payable in a business combination are recognised at the acquisition date. All other financial liabilities (including liabilities designated at fair value through profit or loss) are recognised initially on the trade date, which is the date that the Group becomes a party to the contractual provisions of the instrument.

A financial liability is classified as fair value through profit or loss if it is classified as held for trading or is designated as such on initial recognition. Directly attributable transaction costs are recognised in profit or loss as incurred. Financial liabilities at fair value through profit or loss are measured at fair value and changes therein, including any interest expense, are recognised in profit or loss.

The Group classifies non-derivative financial liabilities under the other financial liabilities category. Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest rate method. Other financial liabilities comprise loans, borrowings, debt securities and trade and other payables.

(d) Derecognition

Financial assets are derecognised if the Group's contractual rights to the cash flows from the financial assets expire or if the Group transfers the financial assets to another party without retaining control or transfers substantially all the risks and rewards of the assets. The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expired.

(e) Offsetting

Financial assets and liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

(f) Derivative financial instruments and hedge accounting

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and the economic characteristics and risks of the host contract and the embedded derivative are not closely related, a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative, and the combined instrument is not measured at fair value through profit or loss. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Group designates each hedge as either: (a) fair value hedge; (b) cash flow hedge; or (c) net investment hedge.

On initial designation of the derivative as the hedging instrument, the Group formally documents the economic relationship between the hedging instrument and hedged item, including the risk management objectives and strategy in undertaking the hedge transaction and the hedged risk, together with the methods that will be used to assess the effectiveness of the hedging relationship. The Group makes an assessment, both at the inception of the hedge relationship as well as on an ongoing basis, of whether the hedging instruments are expected to be highly effective in offsetting the changes in the fair value or cash flows of the respective hedged items attributable to the hedged risk. For a cash flow hedge of a forecast transaction, the transaction should be highly probable to occur and should present an exposure to variations in cash flows that could ultimately affect reported profit or loss.

Derivatives are recognised initially at fair value; attributable transaction costs are recognised in the profit or loss when incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are accounted for as described below.

Hedges directly affected by interest rate benchmark reform

A fundamental review and reform of major interest rate benchmarks is being undertaken globally. There is uncertainty as to the timing and the methods of transition for replacing existing benchmark interbank offered rates (IBORs) with alternative rates. In Singapore, the fundamental review and reform of the two key Singapore Dollar interest rate benchmarks that are widely referenced in financial contracts, namely Singapore interbank offered rates (SIBORs) and Singapore swap offer rates (SORs), and the transition from SOR to the Singapore overnight rate average (SORA), is also ongoing.

The Group has adopted the principles of the amendments to SFRS(I) 9, SFRS(I) 1- 39 and SFRS(I) 7 issued in December 2019 in relation to the project on interest rate benchmark reform ("the amendments").

A hedging relationship is directly affected by the uncertainties arising from the IBOR reform with respect to the hedged risk and the timing and amount of the interest rate benchmark-based cash flows of the hedged item and hedge instruments. For the purpose of evaluating whether the hedging relationship is expected to be highly effective (i.e. prospective effectiveness assessment), the Group assumes that the benchmark interest rate on which the cash flows are based is not altered as a result of IBOR reform.

The Group will cease to apply the amendments to its effectiveness assessment of the hedging relationship at the earlier of, when the uncertainty arising from interest rate benchmark reform is no longer present with respect to the hedged risk and the timing and the amount of the interest rate benchmark-based cash flows of the hedged item and hedging instrument; and when the hedging relationship is discontinued.

Cash flow hedges

The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in foreign exchange rates and interest rates.

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in the hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss.

Where the hedged forecast transaction subsequently results in the recognition of a non-financial item, such as inventory, the amounts recognised as OCI is included in the initial cost of the non-financial item.

If the hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in the hedging reserve remains in equity until, for a hedge of a transaction resulting in recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

Fair value hedges

The firm commitment of contracts entered into with various customers denominated in foreign currencies are designated as the hedged item. The Group uses foreign currency forwards to hedge its exposure to foreign currency risk arising from these contracts. Under the Group's policy, the critical terms of the forward exchange contracts must align with the hedged items. The Group designates the spot component of forward contracts as the hedging instrument. The fair value changes on the hedged item resulting from currency risk are recognised in profit or loss. The fair value changes on the spot of the currency forwards designated as fair value hedges are recognised in profit or loss within the same line item as the fair value changes from the hedged item. The fair value changes on the ineffective portion of currency forwards are recognised in profit or loss and presented separately in "other operating income or expenses".

Net investment hedge

The Group designates certain derivatives and non-derivative financial liabilities as hedges of foreign exchange risk on a net investment in a foreign operation.
When a derivative instrument or a non-derivative financial liability is designated as the hedging instrument in a hedge of a net investment in a foreign operation, the effective portion of, for a derivative, changes in the fair value of the hedging instrument or, for a non-derivative, foreign exchange gains and losses is recognised in OCI and presented in the translation reserve within equity. Any ineffective portion of the changes in the fair value of the derivative or foreign exchange gains and losses on the non-derivative is recognised immediately in profit or loss. The amount recognised in OCI is reclassified to profit or loss on disposal of the foreign operation.

Separable embedded derivatives

Changes in the fair value of separated embedded derivatives are recognised immediately in the profit or loss.

Other non-trading derivatives

When a derivative financial instrument is not designated in a hedge relationship that qualifies for hedge accounting, all changes in its fair value are recognised immediately in the profit or loss.

(g) Perpetual securities

The perpetual securities do not have a maturity date and distribution payment is optional at the discretion of the Group. As the Group does not have a contractual obligation to repay the principal nor make any distributions, perpetual securities are classified as a separate class of equity.

Any distributions made are directly debited from total equity. Incremental costs directly attributable to the issue of the perpetual securities are deducted against the proceeds from the issue.

(h) Financial guarantees

Financial guarantee contracts are classified as financial liabilities unless the Group has previously asserted explicitly that it regards such contracts as insurance contracts and accounted for them as such.

Financial guarantees classified as financial liabilities

Such financial guarantees are recognised initially at fair value and are classified as financial liabilities. Subsequent to initial measurement, the financial guarantees are stated at the higher of the initial fair value less cumulative amortisation and the amount of loss allowance. When financial guarantees are terminated before their original expiry date, the carrying amount of the financial guarantees is transferred to the profit or loss.

Financial guarantees classified as insurance contracts

These financial guarantees are accounted for as insurance contracts. Provision is recognised based on the Group's estimates of the ultimate cost of settling all claims incurred but unpaid at the end of the reporting period.

The provision is assessed by reviewing individual claims and tested for adequacy by comparing the amount recognised and the amount that would be required to settle the guarantee contract.

(i) Impairment of financial assets

The Group assesses on a forward looking basis the ECL associated with its financial assets carried at amortised cost and FVOCI, contract assets and financial guarantee contracts. For trade receivables, lease receivables and contract assets, the Group applies the simplified approach permitted by the SFRS(I) 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Group applies the general approach of 12-month ECL at initial recognition for all other financial assets and financial guarantee contracts.

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECLs in the balance sheet

Loss allowance for financial assets measured at amortised cost are deducted from the gross carrying amount of these assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

3.9 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of ordinary shares and options are recognised as a deduction from equity.

3.10 Development properties for sale and stocks

Development properties are measured at the lower of cost and net realisable value. Net realisable value represents the estimated selling price less costs to be incurred in selling the property. The write-down to net realisable value is presented as allowance for foreseeable losses.

The cost of development properties comprises specifically identified costs, including acquisition costs, development expenditure, borrowing costs and other related expenditure.

When the development properties for sale are being transferred to investment property, any difference between the fair value of the property and its previous carrying amount at the date of transfer is recognised in profit or loss.

3.11 Impairment of non-financial assets

The carrying amounts of the Group’s non-financial assets, other than investment properties, development properties for sale and stocks and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets’ recoverable amounts are estimated. For goodwill and intangible assets that have indefinite useful lives, the recoverable amount is estimated at each reporting date, and as and when indicators of impairment are identified, an impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generate cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU. Subject to an operating segment ceiling test, for the purposes of goodwill impairment testing, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment is tested reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to groups of CGU that are expected to benefit from the synergies of the combination.

Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amounts of the other assets in the CGU on a *pro-rata* basis.

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An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Goodwill that forms part of the carrying amount of an investment in an associate or a joint venture is not recognised separately, and therefore is not tested for impairment separately. Instead, the entire amount of the investment in an associate or a joint venture is tested for impairment as a single asset when there is objective evidence that the investment in an associate or a joint venture may be impaired.

3.12 Employee benefits

All short-term employee benefits, including accumulated compensated absences, are measured on an undiscounted basis and are recognised in the period in which the employees render their services.

The Group's obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value.

A provision is recognised for the amount expected to be paid under cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans

Contributions to post-employment benefits under defined contribution plans are recognised as an expense in profit or loss in the period during which the related services are rendered by employees.

Share-based payments

For equity-settled share-based payment transactions, the fair value of the services received is recognised as an expense with a corresponding increase in equity over the vesting period during which the employees become unconditionally entitled to the equity instrument. The fair value of the services received is determined by reference to the fair value of the equity instrument granted at the grant date. At each reporting date, the number of equity instruments that are expected to be vested are estimated. The impact on the revision of original estimates is recognised as an expense and as a corresponding adjustment to equity over the remaining vesting period, unless the revision to original estimates is due to market conditions. No adjustment is made if the revision or actual outcome differs from the original estimate due to market conditions.

For cash-settled share-based payment transactions, the fair value of the goods or services received is recognised as an expense with a corresponding increase in liability. The fair value of the services received is determined by reference to the fair value of the liability. Until the liability is settled, the fair value of the liability is re-measured at each reporting date and at the date of settlement, with any changes in fair value recognised in profit or loss for the period.

3.13 Provision

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

A provision for onerous contract is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with the contract.

3.14 Leases

(i) As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use assets and a lease liability at the lease commitment date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the leases liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end if the lease term or the cost of the right-of-use assets reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses, except for right-of-use assets that meet the definition of investment property carried at fair value in accordance with note 3.6.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the lessee's incremental borrowing rate.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extenuation or termination option or if there is a revised in-substance fixed lease payment.

The Group presents the right-of-use assets that do not meet the definition of investment property in "property, plant and equipment" and lease liabilities in "borrowings" in the balance sheet.

Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including office equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

COVID-19-related rent concessions

From 1 January 2020 onwards, the Group has applied COVID-19-Related Rent Concessions – Amendment to SFRS(I) 16. The Group applies the practical expedient allowing it not to assess whether eligible rent concessions that are a direct consequence of the COVID-19 pandemic are lease modifications. The Group applies the practical expedient consistently to contracts with similar characteristics and in similar circumstances. For rent concessions in leases to which the Group chooses not to apply the practical expedient, or do not qualify for the practical expedient, the Group assesses whether there is a lease modification.

(ii) As a lessor

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

The Group leases out its investment property, including own property and right-of-use assets. The Group has classified these leases as operating leases.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

The Group recognises lease payments received from investment property under operating leases as rental income on a straight-line basis over the lease term as part of "revenue". Rental income from sub-leased property is recognised as "other income".

3.15 Revenue recognition

Rental income

Rental income receivable under operating leases is recognised on a straight-line basis over the term of the lease, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives granted are recognised as an integral part of the total rental income to be received. Contingent rentals are recognised as income in the accounting period in which they are earned.

Development properties for sale

The Group develops and sells residential projects to customers through fixed-price contracts. Revenue is recognised when the control over the residential project has been transferred to the customer. At contract inception, the Group assesses whether the Group transfers control of the residential project over time or at a point in time by determining if (a) its performance does not create an asset with an alternative use to the Group; and (b) the Group has an enforceable right to payment for performance completed to date.

The residential projects have no alternative use for the Group due to contractual restriction, and the Group has enforceable rights to payment arising from the contractual terms. For these contracts, revenue is recognised over time by reference to the Group's progress towards completing the construction of the residential project. The measure of progress is determined based on the proportion of contract costs incurred to date to the estimated total contract costs. Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

For certain contracts where the Group does not have enforceable right to payment, revenue is recognised only when the completed residential project is delivered to the customers and the customers have accepted it in accordance with the sales contract.

Under certain payment schemes, the time when payments are made by the buyer and the transfer of control of the property to the buyer do not coincide and where the difference between the timing of receipt of the payments and the satisfaction of a performance obligation is 12 months or more, the entity adjusts the transaction price with its customer and recognises a financing component. In adjusting for the financing component, the entity uses a discount rate that would reflect that of a separate financing transaction between the entity and its customer at contract inception. A finance income or finance expense will be recognised depending on the arrangement. The Group has elected to apply the practical expedient not to adjust the transaction price for the existence of significant financing component when the period between the transfer of control of good or service to a customer and the payment date is 12 months or less.

Revenue is measured at the transaction price agreed under the contract. Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by management.

The customer is invoiced on a payment schedule and are typically triggered upon achievement of specified construction milestones. If the value of the goods transferred by the Group exceed the payments, a contract asset is recognised. If the payments exceed the value of the goods transferred, a contract liability is recognised.

For costs incurred in fulfilling the contract, the Group will capitalise these as contract costs assets only if (a) these costs relate directly to a contract or an anticipated contract which the Group can specifically identify; (b) these costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (c) these costs are expected to be recovered. Otherwise, such costs are recognised as an expense immediately.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue over time. An impairment loss is recognised in the profit or loss to the extent that the carrying amount of capitalised contract costs exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

Financial advisory and management fee

Financial advisory and management fee is recognised as and when the service is rendered.

Dividends

Dividend income is recognised on the date that the Group's right to receive payment is established.

Interest income

Interest income is recognised as it accrues, using the effective interest rate method.

3.16 Government grants

Government grants related to assets are initially recognised as deferred income at fair value when there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant. These grants are then recognised in profit or loss as "other operating income" on a systematic basis over the useful life of the asset. Grants that compensate the Group for expenses incurred are recognised in profit or loss as "other operating income" on a systematic basis in the periods in which the expenses are recognised, unless the conditions for receiving the grant are met after the related expenses have been recognised. In this case, the grant is recognised when it becomes receivable.

3.17 Finance costs

Borrowing costs are recognised in the profit or loss using the effective interest rate method, except to the extent that they are capitalised as being directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to be prepared for its intended use or sale.

3.18 Tax

Income tax expense comprises current and deferred tax expense, as well as land appreciation tax in China. Income tax expense is recognised in the profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and joint ventures to the extent that the Group is able to control the timing of the reversal of the temporary difference and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

The measurement of deferred taxes reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience.

This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Group to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

Land appreciation tax in China relates to the gains arising from the transfer of land use right and the buildings that are constructed on the land. Land appreciation tax is levied from 30% to 60% on gain from sale of landed properties with reference to the percentage of appreciated value over the deductible expenditure.

3.19 Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to owners of the Company and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise share plans granted to employees.

3.20 Operating segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker comprises the Group CEO and key management officers of the corporate office.

3.21 Discontinued operation

A discontinued operation is a component of the Group's business, the operations and cash flows of which can be clearly distinguished from the rest of the Group and which:

- represents a separate major line of business or geographical area of operations;
- is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or
- is a subsidiary acquired exclusively with a view to resale.

Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier. When an operation is classified as a discontinued operation, the comparative statement of profit or loss is re-presented as if operation had been discontinued from the start of the comparative year.

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4 Property, Plant and Equipment

	2020 $'M	2019 $'M
Property, plant and equipment owned	747	785
Right-of-use assets classified within property, plant and equipment	349	129
	1,096	914

Property, plant and equipment owned

	Note	Serviced residence properties $'M	Land and buildings $'M	Plant, machinery and improvements $'M	Motor vehicles $'M	Furniture, fittings and equipment $'M	Assets under construction $'M	Total $'M
The Group								
Cost								
At 1 January 2019		280	58	48	11	392	17	806
Translation differences		1	(11)	(3)	*	(6)	*	(19)
Additions		-	2	5	-	29	26	62
Acquisition of subsidiaries	28(b)	-	546	40	-	17	6	609
Disposal of subsidiaries		-	*	*	*	(6)	*	(6)
Disposals/Written off		-	-	(3)	*	(15)	(1)	(19)
Reclassification to other categories of assets		(287)	-	*	-	(13)	(2)	(302)
Reclassifications		-	2	5	-	19	(26)	-
Revaluation surplus on reclassification (note (a))		6	-	-	-	-	-	6
At 31 December 2019		-	597	92	11	417	20	1,137

** Less than $1 million*

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	Note	Serviced residence properties $'M	Land and buildings $'M	Plant, machinery and improvements $'M	Motor vehicles $'M	Furniture, fittings and equipment $'M	Assets under construction $'M	Total $'M
The Group								
Cost								
At 1 January 2020		-	597	92	11	417	20	1,137
Translation differences		-	31	3	1	14	1	50
Additions		-	3	10	*	25	10	48
Acquisition of subsidiaries	28(b)	-	1	-	-	*	-	1
Disposal of subsidiaries		-	-	-	-	(4)	-	(4)
Disposals/Written off		-	(1)	(2)	*	(10)	(1)	(14)
Reclassification to other categories of assets		-	(2)	(1)	-	(8)	(5)	(16)
Reclassifications		-	8	6	-	3	(17)	-
At 31 December 2020		-	637	108	12	437	8	1,202

** Less than $1 million*

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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	Note	Serviced residence properties $'M	Land and buildings $'M	Plant, machinery and improvements $'M	Motor vehicles $'M	Furniture, fittings and equipment $'M	Assets under construction $'M	Total $'M
The Group								
Accumulated depreciation and impairment loss								
At 1 January 2019		5	21	33	10	254	-	323
Translation differences		*	(2)	(2)	*	(5)	-	(9)
Depreciation for the year	25(c)(ii)	-	11	8	1	47	-	67
Disposal of subsidiaries		-	-	-	*	(2)	-	(2)
Disposals/Written off		-	-	(2)	*	(14)	-	(16)
Reclassification to other categories of assets		(5)	-	*	-	(12)	-	(17)
Impairment		-	6	-	-	-	-	6
At 31 December 2019		-	36	37	11	268	-	352

** Less than $1 million*

	Note	Serviced residence properties $'M	Land and buildings $'M	Plant, machinery and improvements $'M	Motor vehicles $'M	Furniture, fittings and equipment $'M	Assets under construction $'M	Total $'M
The Group								
Accumulated depreciation and impairment loss								
At 1 January 2020		-	36	37	11	268	-	352
Translation differences		-	2	1	1	7	-	11
Depreciation for the year	25(c)(ii)	-	17	12	*	49	-	78
Disposal of subsidiaries		-	-	-	-	(3)	-	(3)
Disposals/Written off		-	*	(2)	*	(9)	-	(11)
Reclassification to other categories of assets		-	*	-	-	1	-	1
Impairment		-	27	-	-	-	-	27
At 31 December 2020		-	82	48	12	313	-	455
Carrying amounts								
At 1 January 2019		275	37	15	1	138	17	483
At 31 December 2019		-	561	55	-	149	20	785
At 31 December 2020		-	555	60	-	124	8	747

** Less than $1 million*

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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(a) The classification of serviced residence properties as property, plant and equipment or investment properties is based on the level of ancillary services, length of stay, amongst other factors. In 2019, the Group evaluated and reclassified a serviced residence property in United Kingdom to investment properties based on the fair value obtained from independent professional valuation and a gain of $6 million was recognised in equity.

(b) As at 31 December 2020 and 2019 , certain property, plant and equipment with carrying value totalling approximately $23 million (2019: $24 million) were mortgaged to banks to secure credit facilities for the Group (note 16).

(c) Hotel properties included in land and buildings are measured at cost less accumulated depreciation and accumulated impairment losses. During the financial year ended 31 December 2020, an impairment loss of $27 million (2019: $6 million) was recognised in respect of certain hotel properties in Australia as the net carrying value of the assets exceeded the recoverable amount. The decrease in recoverable amount was mainly due to the lower expected operating cashflow from the properties as the properties' performance was impacted by the travel restrictions imposed by governments amid the COVID-19 pandemic. The recoverable amount was determined based on independent professional valuations using the discounted cashflow method and the fair value measurement is categorised as Level 3 on the fair value hierarchy.

Details of valuation techniques and significant unobservable inputs are set out in the table below.

Type	Valuation method	Key unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Hotel properties in Australia	Discounted cashflow approach	- Discount rate: 6.0% to 7.8% (2019: 7.8% to 8.5%) - Terminal yield rate: 5.0% to 6.3% (2019: 6.0% to 6.8%) - Revenue per available unit (RevPau): $94 to $169 (2019: $113 to $220) - Occupancy rate: 41.0% to 90.0% (2019: 80.0% to 92.0%)	The estimated fair value varies inversely against the discount rate and terminal yield rate and increases with higher RevPau and occupancy rates.

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Right-of-use assets classified within property, plant and equipment

	Note	Buildings $M	Motor Vehicles $M	Total $M
The Group				
Cost				
At 1 January 2019		163	1	164
Translation differences		*	-	*
Additions		55	*	55
Acquisition of subsidiaries	28(b)	3	-	3
Expiry/Termination of leases		(3)	(1)	(4)
At 31 December 2019		218	*	218
At 1 January 2020		218	*	218
Translation differences		21	*	21
Additions		22	*	22
Acquisition of subsidiaries	28(b)	233	-	233
Expiry/Termination of leases		(25)	*	(25)
Reclassification to other categories of assets		(2)	-	(2)
At 31 December 2020		467	*	467
Accumulated depreciation				
At 1 January 2019		63	-	63
Translation differences		(2)	*	(2)
Depreciation for the year	25(c)(ii)	28	*	28
Expiry/Termination of leases		*	-	*
At 31 December 2019		89	*	89
At 1 January 2020		89	*	89
Translation differences		3	*	3
Depreciation for the year	25(c)(ii)	48	*	48
Expiry/Termination of leases		(22)	*	(22)
Reclassification to other categories of assets		*	-	*
At 31 December 2020		118	*	118
Carrying amounts				
At 1 January 2019		100	1	101
At 31 December 2019		129	*	129
At 31 December 2020		349	*	349

** Less than $1 million*

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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5 Intangible Assets

	Note	Goodwill $'M	Management contracts $'M	Others^ $'M	Total $'M
The Group					
Cost					
At 1 January 2019		541	-	111	652
Additions		-	-	10	10
Acquisition of subsidiaries	28(b)	50	314	*	364
Written off		-	-	*	-
Reclassification from other categories of assets		-	-	3	3
Translation differences		(2)	(1)	*	(3)
At 31 December 2019		589	313	124	1,026
At 1 January 2020		589	313	124	1,026
Additions		-	-	14	14
Acquisition of subsidiaries	28(b)	149	-	60	209
Written off		-	-	(1)	(1)
Reclassification from other categories of assets		-	-	16	16
Translation differences		11	4	3	18
At 31 December 2020		749	317	216	1,282
Accumulated amortisation and impairment loss					
At 1 January 2019		62	-	16	78
Amortisation for the year	25(c)(ii)	-	-	18	18
Impairment for the year	25(c)(iii)	-	-	5	5
Written off		-	-	*	*
Reclassification from other categories of assets		-	-	*	*
Translation differences		-	-	*	*
At 31 December 2019		62	-	39	101
At 1 January 2020		62	-	39	101
Amortisation for the year	25(c)(ii)	-	-	23	23
Impairment for the year	25(c)(iii)	150	-	3	153
Written off				(1)	(1)
Reclassification from other categories of assets		-	-	*	*
Translation differences		*	-	*	*
At 31 December 2020		212	-	64	276
Carrying amounts					
At 1 January 2019		479	-	95	574
At 31 December 2019		527	313	85	925
At 31 December 2020		537	317	152	1,006

^ *Others comprise trademarks, software and licences and club memberships.*
* *Less than $1 million*

**NOTES TO THE COMBINED FINANCIAL STATEMENTS
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(a) Impairment test for goodwill

The key assumptions used in the estimation of the recoverable amount are set below:

	<---------------- Key assumptions		------------>			
	Terminal growth rates		Discount rates		Carrying Value	
	2020	**2019**	**2020**	**2019**	**2020**	**2019**
	%	**%**	**%**	**%**	**$'M**	**$'M**
The Ascott Limited (Ascott)	0.2	2.6	4.9	6.2	417	417
A serviced residence in London	2.0	2.0	5.8	5.8	-	15
Synergy Global Housing	2.0	2.0	10.0	10.0	5	27
TAUZIA Hotel Management (TAUZIA)	3.3	3.0	14.0	14.0	9	19
QSA Group Pty Ltd (QSA Group)	1.8	-	10.0	-	57	-
Ascendas-Singbridge (ASB)	1.0	1.0	4.9	5.9	49	49
As at 31 December					537	527

Ascott, a serviced residence in London, Synergy Global Housing, TAUZIA and QSA Group

The recoverable amounts of the CGUs are determined based on value in use calculations. The value in use calculation is a discounted cash flow model using cash flow projections based on the most recent forecasts approved by management covering three to five years. In 2020, the discounted cash flow models also took into account the probability of changes to cashflow projection based on various business scenario under the COVID-19 pandemic. Cash flows beyond these periods are extrapolated using the estimated terminal growth rates stated in the table above. The discount rates applied are the weighted average cost of capital from the relevant business segments. The key assumptions are those relating to expected changes in average rental and occupancy rates and direct costs. The terminal growth rates used for each CGU are based on management's expectation of the long-term average growth rates of the respective industry and countries in which the CGUs operate.

As disclosed in note 28, goodwill of $149 million was recorded on the acquisition of QSA Group in July 2020, following a change in control over the entity as stipulated in the shareholder agreement. Prior to July 2020, it was recorded as investment in joint venture.

During 2020, an impairment loss of $48 million was recognised on goodwill relating to Synergy Global Housing, TAUZIA and a serviced residence in London as the recoverable amounts from these CGUs were lower than their carrying amounts. The decrease was mainly due to lower expected operating cashflows from the CGUs as the operating performance of the hospitality sector was heavily impacted by the travel restrictions imposed amid the COVID-19 pandemic.

The revenue drivers of QSA Group include one-time sale of business income to franchisees as well as recurring franchisee fees. However, with the worsening market conditions in the second half of 2020 in Australia which has impacted the Quest's business such that new properties have to be operated directly by the group. The traditional sale of business income and recurring franchise fees have also impacted cashflow and the sale of business income to new franchisees will be affected until the situation recovers. Accordingly, an impairment loss of $102 million was made in respect of the goodwill relating to QSA Group as at 31 December 2020.

The impairment losses were recognised in 'other operating expenses' in the combined income statement.

ASB

The recoverable amount of the CGU is determined based on value in use calculations. The value in use calculation is a discounted cash flow model using cash flow projections based on the most recent forecasts approved by management covering 10 years. Cash flows beyond the third year are extrapolated using the estimated terminal growth rate of 1.0% (2019: 1.0%). The discount rate of 4.9% (2019: 5.9%) is applied using the weighted average cost of capital from the relevant business segment. Management has assessed that the recoverable amount to be higher than its carrying amount for the Relevant Periods.

(b) Management contracts

These relate to the management contracts entered into between subsidiary companies and Ascendas Real Estate Investment Trust and Ascendas India Trust. These contracts are deemed to have indefinite useful lives and are measured at cost less accumulated impairment losses.

The recoverable amount of the CGU is determined based on value in use calculations. Cash flow projections are based on forecast using discount rates of 6.4% to 8.9% (2019: 12.5% to 15.1%) and growth rates of 1.0% to 2.5% (2019: 1.0% to 3.0%) covering a 10-year period and beyond. The lower discount rates in FY2020 are mainly due to the decrease in key inputs, such as risk free rate, cost of debt and forecast risk premium adopted in the computation of discount rates. The forecast is reviewed, updated and approved by management on an annual basis. The Group has assessed and determined that no impairment in the value of management contracts has arisen.

6 Investment Properties

	Note	2020 $'M	2019 $'M
At 1 January		16,256	11,592
Acquisition of subsidiaries	28(b)	223	4,568
Disposal of subsidiaries	28(d)	(245)	(684)
Additions		244	355
Disposals		(311)	(4)
Reclassification from/(to) assets held for sale		61	(184)
Reclassifications from development properties for sale		-	116
Reclassification from property, plant and equipment		4	280
Changes in fair value		(698)	352
Translation differences		318	(135)
At 31 December		15,852	16,256

(a) Investment properties, which include those in the course of development, are stated at fair value based on independent professional valuations or internal valuations. The fair values are based on open market values, being the estimated amount for which a property could be exchanged on the date of the valuation between a willing buyer and a willing seller in an arm's length transaction wherein the parties had each acted knowledgeably and without compulsion. In determining the fair value, the valuers have used valuation techniques which involve certain estimates. The valuers have considered valuation techniques including the direct comparison method, capitalisation approach, discounted cash flows and residual method in arriving at the open market value as at the balance sheet date. The key assumptions used to determine the fair value of investment properties include market-corroborated capitalisation rate, terminal yield rate, discount rate, comparable market price and occupancy rate. The direct comparison method involves the analysis of comparable sales of similar properties and adjusting the sale prices to that reflective of the investment properties. The capitalisation approach capitalises an income stream into a present value using revenue multipliers or single-year capitalisation rates. The discounted cash flow method involves the estimation and projection of an income stream over a period and discounting the income stream with an internal rate of return to arrive at the market value. In the residual method of valuation, the total gross development costs and developer's profit are deducted from the gross development value to arrive at the residual value of land. The gross development value is the estimated value of the property assuming satisfactory completion of the development as at the date of valuation. Details of valuation methods and key assumptions used to estimate the fair values of investment properties are set out in note 30.

The outbreak of the COVID-19 pandemic in 2020 has impacted market activity in many property sectors in the countries that the Group operates in. As the impact of COVID-19 is fluid and evolving, significant market uncertainty exists. Consequently, the valuations of certain investment properties as at 31 December 2020 are subject to material valuation uncertainty. The carrying amounts of the investment properties were current as at 31 December 2020 only. Values may change more rapidly and significantly than during normal market conditions. In relying on the valuation reports, management has exercised its judgement and is satisfied that the valuation methods and estimates are reflective of current market conditions.

(b) The Group's investment properties which are classified under Level 3 are analysed as below:

	Shopping mall $'M	Office $'M	Integrated development $'M	Lodging $'M	Business park, industrial and logistics $'M	Total $'M
The Group						
31 December 2020						
Singapore	-	1,050	-	1,071	834	2,955
China (includes Hong Kong)	482	860	595	445	564	2,946
Others*	1,846	876	162	6,473	594	9,951
	2,328	2,786	757	7,989	1,992	15,852
31 December 2019						
Singapore	-	835	-	1,078	833	2,746
China (includes Hong Kong)	517	838	756	479	519	3,109
Others*	2,195	992	177	6,734	303	10,401
	2,712	2,665	933	8,291	1,655	16,256

* *Others include countries in Asia (excluding Singapore, China and Hong Kong), Europe, United States of America and Australia.*

(c) As at 31 December 2020, investment properties valued at $422 million (2019: $1,035 million) were under development.

(d) As at 31 December 2020, certain investment properties with carrying value of approximately $10,087 million (2019: $10,511 million) were mortgaged to banks to secure credit facilities (notes 16 and 17).

(e) During the financial year ended 31 December 2020, interest capitalised as cost of investment properties amounted to approximately $5 million (2019: $9 million) (note 25(d)).

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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(f) Investment properties of the Group are held mainly for use by tenants under operating leases. Minimum lease payments receivable under non-cancellable operating leases of investment properties and not recognised in the financial statements are as follows:

	2020 $'M	2019 $'M
Lease rentals receivable:		
Less than one year	499	450
One to two years	383	361
Two to three years	272	259
Three to four years	180	182
Four to five years	160	125
More than five years	495	506
	1,989	1,883

(g) Contingent rents, representing income based on sales turnover achieved by tenants, amounted to $12 million for the year ended 31 December 2020 (2019: $17 million).

(h) As at 31 December 2020, the right-of-use of the land and buildings that are classified within investment properties has carrying amount of $355 million (2019: $359 million).

7 Associates

	2020 $'M	2019 $'M
(a) Investment in associates	10,906	10,990
Less:		
Allowance for impairment	*	-
	10,906	10,990
Add:		
Amounts due from associates, at amortised cost:		
Loan accounts- interest free	2	94
	10,908	11,084

** Less than $1 million*

**NOTES TO THE COMBINED FINANCIAL STATEMENTS
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(i) Loans due from associates are unsecured and not expected to be repaid within the next twelve months.

(ii) Loan accounts include an amount of approximately $2 million (2019: $94 million), the repayment of which is subordinated to that of the external borrowings of certain associates.

	Note	2020 $'M	2019 $'M
(b) Amounts due from associates:			
Current accounts (unsecured)			
- interest free (trade)		138	108
- interest free (non-trade)		13	3
		151	111
Less:			
Allowance for impairment loss on receivables		*	*
Presented in trade and other receivables	12	151	111
Non-current loans (unsecured)			
- interest bearing		2	-
Presented in other non-current assets	10	2	-

** Less than $1 million*

(i) The effective interest rates for interest-bearing amounts due from associates is 5.50% (2019: 5.15%) per annum as at 31 December 2020.

(ii) The Group exposure to credit and currency risks, and impairment losses for trade and other receivables, are disclosed in note 31.

	Note	2020 $'M	2019 $'M
(c) Amounts due to associates:			
Current accounts (mainly non-trade and unsecured)			
- interest free		478	479
- interest bearing		5	5
Presented in trade and other payables	15	483	484

(i) The effective interest rates for amounts due to associate is 8.00% (2019: 8.00%) per annum as at 31 December 2020.

(d) The following are the material associates of the Group:

Name of Company	Nature of relationship with the Group	Principal place of business	Effective interest 2020 %	Effective interest 2019 %
CapitaLand Integrated Commercial Trust (CICT)[1,4]	Singapore-based REIT which invests in shopping malls and commercial properties in Singapore	Singapore	22.9	-
CapitaLand Mall Trust (CMT)[1, 4]	Singapore-based REIT which invests in shopping malls in Singapore	Singapore	-	22.9
CapitaLand Commercial Trust (CCT)[1, 4]	Singapore-based REIT which invests in commercial properties in Singapore	Singapore	-	22.9
Raffles City China Income Ventures Limited[1,3] (RCCIV)	Private equity fund which invests in five Raffles City integrated developments in China	China	55.0	55.0
Ascendas Real Estate Investment Trust (A-REIT)[2]	Singapore-based REIT which invests in industrial properties and business park in Singapore, Australia, United States of America and United Kingdom	Singapore	18.0	19.0

1 *Audited by KPMG LLP Singapore.*
2 *Audited by Ernst & Young LLP Singapore.*
3 *Considered to be an associate as key decisions are made by an independent board which the Group does not have majority control.*
4 *On 21 October 2020, the combination of CapitaLand Mall Trust (CMT) and CapitaLand Commercial Trust (CCT) to be effected by way of a trust scheme of arrangement with CMT acquiring all units of CCT for total consideration of S$6,311 million, comprising S$1,000 million in cash and 2,781 million new CMT Units issued at a price of S$1.91 per CMT Unit was completed. The Group's stake in CICT is 22.9%, see note 2.*

Management assessed the extent of its control over CICT (2019: CMT and CCT), taking into consideration that the managers of the REIT which is a wholly-owned subsidiary of the Group, its effective stake in the relevant trusts and the returns (both marginal and absolute returns) generated from its investment in and management of both trusts. Management concluded that the Group does not have sufficient interest to control CICT and therefore accounts for its investment in CICT as an associate.

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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The following summarises the financial information of the Group's material associates based on their respective consolidated financial statements prepared in accordance with SFRS(I), modified for fair value adjustments on acquisition and differences in the Group's accounting policies. The table also includes summarised aggregate financial information for the Group's interest in other individually immaterial associates, based on the amounts reported in the Group's combined financial statements.

	CICT $'M	RCCIV Group $'M	A-REIT $'M	Other individually immaterial associates $'M	Total $'M
31 December 2020					
Revenue[1]	1,210	407	1,049		
(Loss)/Profit after tax	(90)	76	457		
Other comprehensive income	(28)	261	41		
Total comprehensive income	(118)	337	498		
Attributable to:					
- NCI	–	85	–		
- Associate's shareholders	(118)	252	498		
[1] Includes:					
- Revenue from contract with customers for sale of residential, commercial strata and urban development	-	9	-		
- Rental and related income from investment properties	1,210	398	1,049		
Current assets	273	1,313	353		
Non-current assets	22,144	6,529	14,770		
Current liabilities	(1,334)	(295)	(843)		
Non-current liabilities	(8,015)	(3,119)	(5,090)		
Net assets	13,068	4,428	9,190		
Attributable to:					
- NCI	13,038	873	298		
- Associate's shareholders	30	3,555	8,892		
Carrying amount of interest in associate at beginning of the year	3,424	1,834	2,023		
Group's share of:					
- (Loss)/ Profit	(22)	22	88	(7)	81
- Other comprehensive income	(7)	116	8	150	267
- Total comprehensive income	(29)	138	96	143	348
Dividends received during the year	(172)	-	(115)		
Capital contributions during the year	-	-	106		
Additions	144	-	-		
Translation and other adjustments	(383)	(17)	16		
Carrying amount of interest in associate at end of the year	2,984	1,955	2,126	3,843	10,908
Fair value of effective ownership interest (if listed)^	3,229	N/A	2,156		

^ Based on the quoted market price at 31 December 2020.

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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	CCT $'M	CMT $'M	RCCIV $'M	A-REIT $'M	Other individually immaterial associates $'M	Total $'M
31 December 2019						
Revenue[1]	412	784	559	469		
Profit after tax	436	697	256	250		
Other comprehensive income	(19)	21	(62)	(18)		
Total comprehensive income	417	718	194	232		
Attributable to:						
- NCI	1	–	62	–		
- Associate's shareholders	416	718	132	232		
	417	718	194	232		
[1] Includes:						
- Revenue from contract with customers for sale of residential, commercial strata and urban development	–	–	138	–		
- Rental and related income from investment properties	483	944	421	419		
Current assets	268	229	1,289	251		
Non-current assets	9,923	11,503	6,214	13,613		
Current liabilities	(141)	(495)	(355)	(979)		
Non-current liabilities	(2,835)	(3,470)	(2,985)	(4,774)		
Net assets	7,215	7,767	4,163	8,111		
Attributable to:						
- NCI	29	–	828	–		
- Associate's shareholders	7,186	7,767	3,335	8,111		
	7,215	7,767				
Carrying amount of interest in associate at beginning of the year	1,604	1,708	1,824	-		
Acquisition during the year	-	-	-	1,771		
Group's share of:						
- Profit	104	162	104	48	375	793
- Other comprehensive income	(2)	(2)	(31)	(3)	(48)	(86)
- Total comprehensive income	102	160	73	45	327	707
Dividends received during the year	(82)	(86)	(49)	(48)		
Capital contribution during the year	-	-	-	255		
Additions	20	3	-	-		
Translation and other adjustments	1	(6)	(14)	-		
Carrying amount of interest in associate at end of the year	1,645	1,779	1,834	2,023	3,803	11,084
Fair value of effective ownership interest (if listed)^	1,755	2,075	N/A	2,043		

^ Based on the quoted market price at 31 December 2019.

(e) As at 31 December 2020, the Group's share of the contingent liabilities of the associates is $5 million (2019: $5 million).

8 Joint Ventures

	Note	2020 $'M	2019 $'M
(a) Investment in joint ventures		1,843	2,078
Less:			
Allowance for impairment loss		(10)	(21)
		1,833	2,057
Add:			
Amounts due from joint ventures, at amortised cost:			
Loan accounts			
- interest free		454	549
- interest bearing		18	18
Less:			
Allowance for impairment loss on receivables	31	(15)	(15)
		457	552
		2,290	2,609

(i) Loans due from joint ventures are unsecured and not expected to be repaid within the next twelve months.

(ii) Movements in allowance for impairment loss were as follows:

	2020 $'M	2019 $'M
At 1 January	(21)	(11)
Allowance during the year	-	(10)
Utilised during the year	11	-
Translation differences	*	*
At 31 December	(10)	(21)

** Less than $1 million*

(iii) As at 31 December 2020, the effective interest rates for the interest-bearing loans to joint ventures ranged from 4.25% to 6.50% (2019: 5.03% to 6.50%) per annum.

(iv) As at 31 December 2020, loan accounts include an amount of approximately $235 million (2019: $338 million), the repayment of which is subordinated to that of the external borrowings of certain joint ventures.

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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	Note	2020 $'M	2019 $'M
(b) Amounts due from joint ventures:			
Current accounts (unsecured)			
- interest free (trade)		35	32
- interest free (non-trade)		158	126
- interest bearing (mainly non-trade)		8	8
		201	166
Less:			
Allowance for impairment loss on receivables	31	(25)	(20)
Presented in trade and other receivables	12	176	146

(i) As at 31 December 2020, the effective interest rates for amounts due from joint ventures is 1.80% (2019: 1.80%) per annum.

(ii) The Group exposure to credit and currency risks, and impairment losses for trade and other receivables, are disclosed in note 31.

	Note	2020 $'M	2019 $'M
(c) Amounts due to joint ventures:			
Current accounts (unsecured)			
- interest free (mainly non-trade)		1	1
- interest bearing (non-trade)		-	*
Presented in trade and other payables	15	1	1

** Less than $1 million*

(i) As at 31 December 2019, the effective interest rates for amounts due to joint ventures is 5.22% per annum.

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(d) The following are the material joint ventures of the Group:

Name of Company	Nature of relationship with the Group	Principal place of business	Effective interest 2020 %	Effective interest 2019 %
Orchard Turn Holding Pte Ltd[1] (OTH)	Owner of an integrated development in Singapore	Singapore	50.0	50.0
CapitaLand Shanghai Malls[2,3,4]	Owner of two integrated developments in China	China	65.0 to 73.0	65.0 to 73.0

1 *Audited by KPMG LLP Singapore.*
2 *Audited by other member firms of KPMG International.*
3 *Considered to be a joint venture as the Group had joint control over the relevant activities of the trust with the joint venture partners.*
4 *CapitaLand Shanghai Malls comprised two joint ventures held through the Group's subsidiary, CapitaLand Mall Asia Limited, namely, Ever Bliss International Limited and Full Grace Enterprises Limited.*

The following summarises the financial information of each of the Group's material joint ventures based on their respective consolidated financial statements prepared in accordance with SFRS(I), modified for fair value adjustments on acquisition and differences in the Group's accounting policies. The table also includes summarised financial information for the Group's interest in immaterial joint ventures, based on the amounts reported in the Group's combined financial statements.

NOTES TO THE COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	OTH Group $'M	CapitaLand Shanghai Malls $'M	Other individually immaterial joint ventures $'M	Total $'M
31 December 2020				
Revenue[1]	214	158		
(Loss)/ Profit[2] after tax	(185)	18		
Other comprehensive income	3	105		
Total comprehensive income	(182)	123		
[1] Includes:				
- revenue from contract with customers for sale of residential, commercial strata and urban development	12	-		
- rental and related income from investment properties	203	158		
[2] Includes:				
- depreciation and amortisation	(3)	*		
- interest income	1	15		
- interest expense	(46)	(49)		
- tax expense	(18)	(19)		
Current assets[3]	161	354		
Non-current assets	3,111	2,918		
Current liabilities[4]	(89)	(98)		
Non-current liabilities[5]	(1,683)	(1,262)		
Net assets	1,500	1,912		
[3] Includes cash and cash equivalents	152	344		
[4] Includes current financial liabilities (excluding trade and other payables and provisions)	(20)	(29)		
[5] Includes non-current financial liabilities (excluding trade and other payables and provisions)	(1,682)	(1,093)		
Carrying amount of interest in joint venture at beginning of the year	868	602		
Group's share of:				
- (Loss)/ Profit	(93)	9	(22)	(106)
- Other comprehensive income	2	54	7	63
- Total comprehensive income	(91)	63	(15)	(43)
Dividends received during the year	(27)	–		
Translation and other adjustments	–	(5)		
Carrying amount of interest in joint venture at end of the year	750	660	880	2,290

** Less than $1 million*

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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	OTH Group $'M	CapitaLand Shanghai Malls $'M	Other individually immaterial joint ventures $'M	Total $'M
31 December 2019				
Revenue[1]	261	178		
Profit[2] after tax	166	134		
Other comprehensive income	*	(25)		
Total comprehensive income	166	109		
[1] Includes:				
- revenue from contract with customers for sale of residential, commercial strata and urban development	-	*		
- rental and related income from investment properties	261	176		
[2] Includes:				
- depreciation and amortisation	(3)	(1)		
- interest income	2	8		
- interest expense	(50)	(51)		
- tax expense	(8)	(60)		
Current assets[3]	136	492		
Non-current assets	3,386	3,016		
Current liabilities[4]	(100)	(156)		
Non-current liabilities[5]	(1,687)	(1,366)		
Net assets	1,735	1,986		
[3] Includes cash and cash equivalents	123	356		
[4] Includes current financial liabilities (excluding trade and other payables and provisions)	(17)	(19)		
[5] Includes non-current financial liabilities (excluding trade and other payables and provisions)	(1,686)	(1,111)		
Carrying amount of interest in joint venture at beginning of the year	845	552		
Acquisition during the year	–	–		
Group's share of:				
- (Loss)/ Profit	83	65	24	172
- Other comprehensive income	*	(12)	(45)	(57)
- Total comprehensive income	83	53	(21)	115
Dividends received during the year	(60)	–		
Translation and other adjustments	–	(3)		
Carrying amount of interest in joint venture at end of the year	868	602	1,139	2,609

** Less than $1 million*

(e) As at 31 December 2020, the Group's share of the capital commitments of the joint ventures is $307 million (2019: $359 million).

9 Deferred Tax

The movements in the deferred tax assets and liabilities were as follows:

	At 1/1/2020 $'M	Recognised in profit or loss $'M	Acquisition/ Disposal of subsidiaries $'M	Translation differences $'M	At 31/12/2020 $'M
Deferred tax liabilities					
Accelerated tax depreciation	26	(5)	-	1	22
Accrued income and interest receivable	4	*	-	*	4
Fair value adjustments arising from a business combination	89	(2)	11	*	98
Fair value changes of investment properties	380	(86)	-	9	303
Unremitted earnings	16	(4)	-	*	12
Others	26	(3)	-	2	25
Total	541	(100)	11	12	464
Deferred tax assets					
Unutilised tax losses	(2)	(2)	-	*	(4)
Provisions and expenses	(41)	1	(1)	(4)	(45)
Deferred income	(1)	-	-	*	(1)
Others	(10)	2	-	*	(8)
Total	(54)	1	(1)	(4)	(58)

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The Group	At 1/1/2019 $' M	Recognised in profit or loss $' M	Acquisition/ Disposal of subsidiaries $' M	Translation differences $'M	At 31/12/2019 $'M
Deferred tax liabilities					
Accelerated tax depreciation	19	7	*	*	26
Accrued income and interest receivable	4	*	*	*	4
Fair value adjustments arising from a business combination	30	*	59	*	89
Fair value changes of investment properties	189	96	97	(3)	379
Unremitted earnings	7	7	2	*	16
Others	23	*	2	2	27
Total	272	110	160	(1)	541
Deferred tax assets					
Unutilised tax losses	(2)	*	*	*	(2)
Provisions and expenses	(43)	4	(3)	1	(41)
Deferred income	-	-	(1)	*	(1)
Others	(3)	(3)	(4)	*	(10)
Total	(48)	1	(8)	1	(54)

Deferred tax liabilities and assets are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same taxation authority. The following amounts, determined after appropriate offsetting, are shown on the balance sheets:

	Gross Amount $'M	Offset $'M	Net Amount $'M
31 December 2020			
Deferred tax liabilities	464	-	464
Deferred tax assets	(58)	-	(58)
	406	-	406
31 December 2019			
Deferred tax liabilities	541	-	541
Deferred tax assets	(54)	-	(54)
	487	-	487

As at 31 December 2020, deferred tax liabilities amounting to $5 million (2019: $5 million) had not been recognised for taxes that would be payable on the undistributed earnings of certain subsidiaries as these earnings would not be distributed in the foreseeable future.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised. The Group has not recognised deferred tax assets in respect of the following:

	2020 $'M	2019 $'M
Deductible temporary differences	13	19
Tax losses	744	477
Unutilised capital allowances	17	5
	774	501

Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profits will be available against which the subsidiaries of the Group can utilise the benefits.

Temporary differences would expire in the following periods:

Expiry period	2020 $'M	2019 $'M
No expiry	314	236
Not later than 1 year	63	4
Between 1 and 5 years	202	177
After 5 years	195	84
	774	501

10 Other Non-current/Current Assets

(a) Other non-current assets

	Note	2020 $'M	2019 $'M
Equity investments at FVTPL		332	338
Equity investments at FVOCI		64	84
Derivative financial instruments		5	18
Amounts due from:			
- associates	7(b)	2	-
- related parties			
- interest free loan		96	96
- interest bearing loan	(b)	250	250
		346	346
Other receivables		16	10
Deposits		3	1
Prepayments		2	1
		770	798

(a) Loans due from related parties are unsecured and not expected to be repaid within the next twelve months.

(b) As at 31 December 2020, the effective interest rates for amounts due from related parties is 3.7% (2019: 3.7%) per annum.

(b) Other current assets

	2020 $'M	2019 $'M
Derivative financial instruments	6	8

11 Development Properties for Sale and Stocks

	2020 $M	2019 $M
(a) Properties under development, units for which revenue is recognised at a point in time		
Land and land related costs	21	20
Development costs	65	62
	86	82
Allowance for foreseeable losses	(17)	-
Properties under development	69	82
(b) Completed development properties, at cost	141	163
Allowance for foreseeable losses	-	(28)
Completed development properties	141	135
(c) Consumable stocks	1	1
Total development properties for sale and stocks	211	218

(d) The Group makes allowance for foreseeable losses by applying its experience in estimating the net realisable values of completed units and properties under development. References were made to comparable properties, timing of sale launches, location of property, management's expected net selling prices and estimated development expenditure. Market conditions may, however, change which may affect the future selling prices of the remaining unsold units of the development properties and accordingly, the carrying value of development properties for sale may have to be written down in future periods.

(e) During the financial year, the staff costs of $1 million (2019: NIL) was capitalised as cost of development properties for sale.

(f) Movements in allowance for foreseeable losses in respect of development properties for sale were as follows:

	Note	2020 $'M	2019 $'M
At 1 January		(28)	(28)
Allowance during the year	25(c)(i)	(17)	-
Utilised during the year		28	-
At 31 December		(17)	(28)

12 Trade and Other Receivables

	Note	2020 $'M	2019 $'M
Trade receivables		222	176
Less:			
Allowance for impairment loss on receivables	31	(29)	(11)
		193	165
Deposits		17	17
Other receivables		98	320
Less:			
Allowance for impairment loss on receivables	31	(18)	(15)
		80	305
Tax recoverable		16	16
Amounts due from:			
- associates	7(b)	151	111
- joint ventures	8(b)	176	146
- non-controlling interest		8	*
- related parties			
Current accounts (unsecured)			
- interest free (trade)		64	53
- interest free (non-trade)		462	295
Loans (unsecured)			
- interest free		1,941	2,348
- interest bearing	(c)	1,185	875
Less:			
Allowance for impairment loss on receivables		(84)	(84)
		3,568	3,487
Loans and receivables		4,209	4,247
Prepayments		49	55
		4,258	4,302

** Less than $1 million*

(a) As at 31 December 2020 and 2019, certain trade and other receivables amounting to approximately $1 million (2019: less than $1 million) were mortgaged to banks to secure credit facilities of the Group (note 16).

(b) Amounts due from related parties are unsecured and repayable on demand.

(c) As at 31 December 2020, the effective interest rates for amounts due from related parties ranged from 0.01% to 4.57% (2019: 1.06% to 5.45%) per annum.

(d) The Group's exposure to credit and currency risks, and impairment losses for trade and other receivables, are disclosed in note 31.

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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13 Assets/Liabilities Held for Sale

	Note	2020 $'M	2019 $'M
Property, plant and equipment		–	2
Investment properties	30(d)(i)	32	247
Trade and other receivables		–	1
Cash and cash equivalents		–	3
Assets held for sale		32	253
Trade and other payables		–	3
Current tax payables		–	*
Loans and borrowings		–	10
Liabilities held for sale		–	13

** Less than $1 million*

Details of assets and liabilities held are as follows:

2020

(a) On 17 July 2020 and 8 September 2020, Ascott Residence Trust (ART) entered into conditional agreements to divest Citadines Didot Montparnasse Paris and Citadines City Centre Grenoble in France respectively to an unrelated third party. Accordingly, the properties were reclassified from investment properties to assets held for sale as at 31 December 2020. The transactions have been completed in 2021.

2019

(a) On 21 November 2019, ART entered into a put and call option agreement with an unrelated third party for the sale of its partial interest of the gross floor area of the land, on which Somerset Liang Court Singapore is located, for a purchase consideration of approximately $163 million. The transaction was completed in 2020.

(b) On 18 December 2019, ART entered into two sale and purchase agreements to divest its wholly-owned subsidiaries, Suzhou Chong Rui Xin Shi Ji Real Estate Co., Ltd and Wuhan Citadines Property Development Co., Ltd. Accordingly, all the assets and liabilities of the entities were reclassified to assets held for sale and liabilities held for sale respectively. As of 31 December 2020, the two subsidiaries were reclassified from assets/liabilities held for sale to the respective assets and liabilities lines due to the termination of the sale and purchase agreement by the buyer.

14 Cash and Cash Equivalents

	Note	2020 $'M	2019 $'M
Fixed deposits		436	315
Cash at banks and in hand		1,300	1,106
Cash and cash equivalents		1,736	1,421
Restricted bank deposits	(a)	(58)	(67)
Cash and cash equivalents in the statement of cash flows		1,678	1,354

(a) These are deposits placed in escrow account for bank balances of certain subsidiaries pledged in relation to banking facilities and bank balances required to be maintained as security for outstanding CapitaVoucher, as well as bank balances relating to security deposits from tenants which can only be drawn down as rental payment upon tenants’ default or refunded to tenants upon lease expiry.

(b) The Group’s cash and cash equivalents are denominated mainly in Singapore Dollars, Chinese Renminbi and Japanese Yen. As at 31 December 2020, the effective interest rates for cash and cash equivalents denominated in these currencies ranged from 0% to 2.75% (2019: 0% to 2.74%) per annum.

The cash and cash equivalents are placed with banks and financial institutions which meet the appropriate credit criteria.

15 Trade and Other Payables

	Note	2020 $'M	2019 $'M
Trade payables		123	110
Accruals	(a)	403	446
Accrued development expenditure		63	125
Other payables	(b)	221	177
Rental and other deposits		125	125
Derivative financial instruments		6	9
Liability for employee benefits	19	38	45
Amounts due to:			
- associates	7(c)	483	484
- joint ventures	8(c)	1	1
- non-controlling interests (unsecured):			
- interest free		1	1
- interest bearing		1	-
- related parties:			
Loans (unsecured)			
- interest free		2,147	2,450
- interest bearing	(c)	1,751	1,016
Current accounts (unsecured)			
- interest free (trade)		90	98
- interest free (non-trade)		60	206
		5,513	5,293

(a) As at 31 December 2020, accruals included accrued operating expenses of $262 million (2019: $279 million), accrued interest payable of $23 million (2019: $29 million) as well as accrued expenditure for tax and administrative expenses which are individually immaterial.

(b) Other payables included retention sums and amounts payable in connection with capital expenditure incurred.

(c) As at 31 December 2020, the effective interest rates for amounts due to related parties ranged from 0.40% to 3.85% (2019: 0.01% to 4.79%) per annum.

(d) Amounts due to related parties are unsecured and repayable on demand.

16 Borrowings

	Note	2020 $'M	2019 $'M
Bank borrowings			
- secured		5,209	5,286
- unsecured		1,224	919
		6,433	6,205
Lease liabilities	(c)	748	495
		7,181	6,700
Repayable:			
Not later than 1 year		1,132	1,263
Between 1 and 5 years		4,620	4,195
After 5 years		1,429	1,242
After 1 year		6,049	5,437
		7,181	6,700

(a) The Group's borrowings are denominated mainly in Singapore Dollars, Chinese Renminbi, Japanese Yen and US Dollars. As at 31 December 2020, the effective interest rates for bank borrowings denominated in these currencies ranged from 0.40% to 4.87% (2019: 0.37% to 4.95%) per annum.

(b) Bank borrowings are secured by the following assets, details of which are disclosed in the respective notes to the financial statements:

(i) mortgages on the borrowing subsidiaries' property, plant and equipment, investment properties, trade and other receivables and shares of certain subsidiaries of the Group; and

(ii) assignment of all rights, titles and benefits with respect to the properties mortgaged.

(c) Lease liabilities relate to the leases of property, plant and equipment (note 4) and investment properties (note 6).

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(d) The reconciliation of liabilities arising from financing activities were as follows:

	Note	At 1/1/2020 $'M	Financing cashflows* $'M	Acquisition of subsidiaries $'M	Disposal of subsidiaries@ $'M	Changes in fair value $'M	Modification of lease liability $'M	Foreign exchange movement $'M	Others $'M	At 31/12/2020 $'M
				<------ Non-cash changes					------>	
Bank borrowings		6,205	197	-	(86)	-	-	113	4	6,433
Debt securities	17	1,433	(166)	-	-	-	-	17	1	1,285
Lease liabilities	16	495	(56)	265	-	-	(2)	22	24	748
Net loans from related parties		7,523	194	-	-	-	-	-	1	7,718
Derivative liabilities		55	-	-	-	41	-	-	-	96
Derivative assets		(26)	-	-	-	15	-	-	-	(11)

	Note	At 1/1/2019 $'M	Financing cashflows* $'M	Adoption of SFRS(I) 16 $'M	Acquisition of subsidiaries $'M	Disposal of subsidiaries@ $'M	Changes in fair value $'M	Foreign exchange movement $'M	Others $'M	At 31/12/2019 $'M
				<------ Non-cash changes					------>	
Bank borrowings		3,409	772	-	2,105	(78)	-	(3)	-	6,205
Debt securities	17	1,561	(279)	-	144	-	-	7	-	1,433
Lease liabilities	16	-	(60)	487	33	-	-	16	19	495
Net loans from related parties		4,748	489	-	2,271	(5)	-	-	20	7,523
Derivative liabilities		5	-	-	-	-	50	-	-	55
Derivative assets		(11)	-	-	-	-	(15)	-	-	(26)

* *Cashflows from financing activities presented in the consolidated statement of cash flows include interest expense paid of $365 million (2019: $308 million) which are included under accruals, amount due to associates, joint ventures, related parties and non-controlling interests of note 15 - trade and other payables. There are no material non-cash changes associated with interest payables.*

@ *Includes borrowings of $10 million (2019: $10 million) under liabilities held for sale.*

17 Debt Securities

	2020	2019
	$'M	$'M
Secured notes and bonds	259	258
Unsecured notes and bonds	1,026	1,175
	1,285	1,433
Repayable:		
Not later than 1 year	22	229
Between 1 and 5 years	1,263	1,141
After 5 years	-	63
After 1 year	1,263	1,204
	1,285	1,433

(a) As at 31 December 2020, the effective interest rates for debt securities ranged from 0.40% to 4.14% (2019: 0.37% to 4.25%) per annum.

(b) Notes and bonds

The Group's notes and bonds are mainly issued by The Ascott Capital Limited, Ascott Residence Trust and CapitaLand Malaysia Mall Trust under their respective issuance programs. These notes and bonds were denominated mainly in Singapore Dollars, Malaysian Ringgit, Japanese Yen and Euro. Save for the secured notes and bonds below, the notes and bonds issued were unsecured.

As at 31 December 2020 and 2019, the secured notes and bonds amounting to $259 million (2019: $258 million) were fully secured by deposits pledged and mortgages on the investment properties of the Group. Details on assets pledged are disclosed in the respective notes to the financial statements.

18 Other Non-Current Liabilities

	Note	2020 $'M	2019 $'M
Amounts due to:			
- non-controlling interests (unsecured):			
- interest free		23	23
- interest bearing		-	1
- related parties:			
Loans (unsecured)			
- interest free		2,912	4,631
- interest bearing	(a)	4,380	2,995
Liability for employee benefits	19	10	12
Derivative financial instruments		90	46
Security deposits and other non-current payables		147	176
Deferred income		14	16
		7,576	7,900

(a) As at 31 December 2020, the effective interest rate for the amounts due to related parties is 0.66% to 2.98% (2019: 0.54% to 3.06%) per annum.

(b) Amounts due to non-controlling interests and related parties are unsecured and not expected to be repaid within the next twelve months.

19 Employee Benefits

	Note	2020 $'M	2019 $'M
Liability for short term accumulating compensated absences		10	15
Liability for staff incentive	(a)	31	33
Liability for cash-settled share-based payments		7	9
		48	57
Current	15	38	45
Non-current	18	10	12
		48	57

(a) Staff incentive

This relates to staff incentive which is based on the achievement of the Group's financial performance and payable over a period of time.

Share Plans of the CapitaLand Limited

The Group's employees participate in the share-based incentive plans of the Company's immediate holding company, CapitaLand Limited which comprise the Performance Share Plan and Restricted Share Plan. The Share Plans are administered by CapitaLand Limited's Executive Resource and Compensation Committee (ERCC).

The CapitaLand Performance Share Plan 2010 (PSP 2010) and CapitaLand Restricted Share Plan 2010 (RSP 2010) were approved by the members of the CapitaLand Limited' at the Extraordinary General Meeting held on 16 April 2010. The duration of each share plan is 10 years commencing on 16 April 2010. The PSP 2010 and RSP 2010 have expired on 15 April 2020. Awards made prior to expiry are not affected and no further awards were made subsequent to expiry. No new awards were made under PSP 2010 and RSP 2010 during the year.

The CapitaLand Performance Share Plan 2020 (PSP 2020) and CapitaLand Restricted Share Plan 2020 (RSP 2020) were approved by the members of the CapitaLand Limited at the Extraordinary General Meeting held on 12 April 2019. The duration of each share plan is 10 years commencing on 1 April 2020.

The ERCC of CapitaLand Limited has instituted a set of share ownership guidelines for members of senior management who receive shares under the CapitaLand Restricted Share Plans and CapitaLand Performance Share Plans. Under these guidelines, members of senior management are required to retain a portion of the total number of CapitaLand shares received under the aforementioned share-based plans, which will vary according to their respective job grade and salary.

CapitaLand Performance Share Plans

This relates to compensation costs of the CapitaLand Limited's Performance Share Plans reflecting the benefits accruing to the employees over the service period to which the performance criteria relate.

The final number of shares to be released will depend on the achievement of pre-determined targets over a three-year performance period. No share will be released if the threshold targets are not met at the end of the performance period. Conversely, if superior targets are met, more shares than the baseline award could be delivered up to a maximum of 200% of the baseline award could be delivered. The immediate holding company's ERCC has the discretion to adjust the number of shares released taking into consideration other relevant quantitative and qualitative factors.

Recipients can receive fully paid shares, their equivalent cash value or combinations thereof, at no cost.

The fair values of the shares are determined using a Monte Carlo simulation model which projects future share price assuming log normal distribution based on Geometric Brownian Motion Theory at measurement date. The fair values and assumptions are set out below:

Year of award	**2020**	**2019**
Weighted average fair value of shares and assumptions		
Weighted average fair value at measurement date	$2.11	$2.74
Expected volatility of CapitaLand Limited 's share price based on 36 months closing share price prior to grant date	22.63%	17.18%
Average volatility of companies in the peer group based on 36 months prior to grant date	29.73%	27.12%
CapitaLand Limited 's share price at grant date	$2.72	$3.45
Risk-free interest rate equal to the implied yield on zero-coupon Singapore Government bond with a term equal to the length of vesting period	0.37%	1.65%
CapitaLand Limited's expected dividend yield over the vesting period	1.89% to 3.78%	3.54% to 4.14%
Initial total shareholder return (TSR) performance based on historical TSR performance of the CapitaLand Limited and each company in the peer group	–	13.46%
Average correlation of CapitaLand Limited's TSR with those companies in the peer group	59.96%	50.11%

Restricted Share Plans – Equity-settled/Cash-settled

This relates to compensation costs of the CapitaLand Limited's RSP 2010 and RSP 2020 reflecting the benefits accruing to the employees over the service period to which the performance criteria relate.

The final number of shares to be released will depend on the achievement of pre-determined targets at the end of a one-year performance period. No share will be released if the threshold targets are not met at the end of the performance period. On the other hand, if superior targets are met, more shares than the baseline award could be delivered up to a maximum of 150% of the baseline award. CapitaLand Limited ERCC has the discretion to adjust the number of shares released taking into consideration other relevant quantitative and qualitative factors. The shares will vest over a period of three years. Recipients can receive fully paid shares, their equivalent cash value or combinations thereof, at no cost. Additional number of shares of a total value equal to the value of the accumulated dividends which were declared during each of the vesting periods and deemed forgone due to the vesting mechanism of the Restricted Share Plans, will also be released upon the final vesting.

Cash-settled awards of shares are measured at their current fair values at each balance sheet date.

The fair values of the shares granted to employees are determined using Discounted Cashflow method at the measurement date. The fair values and assumptions are set out below:

Year of award	2020	2019
Weighted average fair value of shares and assumptions		
Weighted average fair value at measurement date	$2.60	$3.26
CapitaLand Limited's share price at grant date	$2.72	$3.45
Risk-free interest rate equal to the implied yield on zero-coupon Singapore Government bond with a term equal to the length of vesting period	0.22% to 0.37%	1.64% to 1.72%

20 Share Capital

	2020 No. of shares ('000)	2019 No. of shares ('000)
Issued and fully paid, with no par value		
At 1 January	2,772,200	2,536,027
Add: Issue of new shares	35,423	236,173
At 31 December	2,807,623	2,772,200

The number of shares issued in 2019 relates to the estimated shares issued to effect the acquisition of the Ascendas Business, as described in Note 28, at an estimated issue price of $2.823 per share.

Except as explained above, the number of shares for the Relevant Period relates to the estimated shares issued to effect the acquisition of interests in common control entities pursuant to the Internal Restructuring on the basis that the transfer had taken effect as of 1 January 2019 or the dates of incorporation of common control entities, or the dates when common control is established, whichever is later.

The Group proposes to, on or after the date of Listing, grant share awards pursuant to the share plans of the Group ("CLI Performance Share Plan 2021") to certain employees of the Group and certain designated CapitaLand Group employees (collectively, "Existing CapitaLand PSP Award Holders") in replacement of awards previously granted to them pursuant to the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020 ("PSP Share Awards", and the proposal, the "Replacement Awards Proposal").

The Existing CapitaLand PSP Award Holders hold 9,324,048 PSP Share Awards. Based on the maximum multipliers of 2.0x, these PSP Share Awards would have vested into approximately 18,648,096 CL shares. Pursuant to the Replacement Awards Proposal, the PSP Share Awards will not vest into CL Shares. Instead, these PSP Share Awards will be converted into share awards of the Group comprising 27,096,878 shares of the Group (representing approximately 0.52% of the assumed total number of shares issued by the Group 31 December 2020, upon the completion of the Scheme). The above has not been included in these combined financial statements of the Group as it has not occurred.

Capital management

The Group's policy is to build a strong capital base so as to sustain future development of the business. As the Group is part of a larger Group, the Group's sources of additional capital and policies for distribution of excess capital may also be affected by the larger group's capital management objectives.

The Group defines "capital" as including all components of equity plus any loans from its immediate holding company or its related company with no fixed terms of repayment. Trading balances that arise as a result of trading transactions with other group companies are not regarded by the Group as capital.

The Group's capital structure is regularly reviewed and managed with due regard to the capital management practices if the group to which the company belongs. Adjustments are made to the capital structure in light of changes in economic conditions, regulatory requirements and business strategies affecting the company or the group.

The Group monitors the return on capital, which the Group defines as total shareholders' equity, excluding non-controlling interests, perpetual securities and the level of dividends to ordinary shareholders.

The Group monitors its capital using a net debt-to-equity ratio, which is defined as net borrowings divided by total equity (including non-controlling interests and perpetual securities).

	2020 $'M	2019 $'M
Borrowings and debt securities	8,466	8,133
Cash and cash equivalents	(1,736)	(1,421)
Net debt	6,730	6,712
Total equity	15,734	16,576
Net debt-to-equity ratio	0.43	0.40

The Group's subsidiaries in The People's Republic of China (PRC) and India are subject to foreign exchange rules and regulations promulgated by the PRC and India government which may impact how the Group manages capital. In addition, five of the Group's subsidiaries (2019: six) are required to maintain certain minimum base capital and financial resources, or shareholders' funds as they are holders of Capital Markets Services licenses registered with the Monetary Authority of Singapore or the Securities Commission Malaysia to conduct the regulated activity of Real Estate Investment Trust management. In addition, the consolidated REITs are subject to the aggregate leverage limit as defined in the Property Funds Appendix of the Code of Investment Scheme. These subsidiaries have complied with the applicable capital requirements throughout the Relevant Periods.

There were no changes in the Group's approach to capital management during the Relevant Periods.

21 Other Reserves

	2020 $'M	2019 $'M
Capital and other reserves	(4,756)	(4,792)
Hedging reserve	(110)	(77)
Fair value reserve	52	82
Asset revaluation reserve	6	6
Foreign currency translation reserve	(159)	(636)
	(4,967)	(5,417)

The capital and other reserves comprises mainly the reserves set aside by certain subsidiaries in compliance with the relevant regulations in the People's Republic of China, reserve relating to the cumulative value of employee services received for shares under share plan of CapitaLand Limited, share of associates' and joint ventures' capital reserve and reserves on consolidation amounting to ($5,590 million) (2019: ($5,617 million)) which relates to the net assets of entities under common control that were transferred as part of the Internal Restructuring.

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of hedging instruments related to hedge transactions that have not yet affected profit or loss.

The fair value reserve comprises the cumulative net change in the fair value of equity investments designated at FVOCI.

The asset revaluation reserve comprises the revaluation gain of a plant, property and equipment which was reclassified to investment properties.

The foreign currency translation reserve comprises foreign exchange differences arising from the translation of the financial statements of foreign entities, effective portion of the hedging instrument which is used to hedge against the Group's net investment in foreign currencies as well as from the translation of foreign currency loans used to hedge or form part of the Group's net investments in foreign entities. The Group's foreign currency translation reserve arises mainly from Chinese Renminbi, Indian Rupee and Malaysian Ringgit.

22 Perpetual Securities

The Group's perpetual securities comprise perpetual securities and perpetual notes issued by its subsidiary, ART ("Issuer"). The perpetual securities comprise:

Perpetual securities or notes	Issue date	Principal amount $
ART		
- Fixed rate perpetual securities with an initial distribution rate of 4.68% per annum	30 June 2015	250,000,000
- Fixed rate perpetual securities with an initial distribution rate of 3.88% per annum	4 September 2019	150,000,000

On 4 September 2019, ART issued $150 million of fixed rate perpetual securities with an initial distribution rate of 3.88% per annum, with the first distribution rate reset falling on 4 September 2024 and subsequent resets occurring every five years thereafter. The proceeds were used to redeem the $150 million perpetual securities with its first call date on 27 October 2019.

The perpetual securities have no fixed redemption date and redemption is at the option of the ART in accordance with the terms of issue of the securities. The distribution will be payable semi-annually at the discretion of the ART and will be non-cumulative. These perpetual securities rank *pari passu* with the holders of preferred units (if any) and rank ahead of the stapled security holders of the ART, but junior to the claims of all other present and future creditors of the ART.

As the perpetual securities have no fixed maturity date and the payment of distributions is at the discretion of the Issuer, the Issuer is considered to have no contractual obligations to repay the principal or to pay any distributions, and the perpetual securities do not meet the definition for classification as a financial liability under SFRS(I) 1-32 *Financial Instruments: Disclosure and Presentation*, they are presented within equity, and distributions are treated as dividends.

23 Other Comprehensive Income

	2020 Before tax $'M	2020 Tax expense $'M	2020 Net of tax $'M	2019 Before tax $'M	2019 Tax expense $'M	2019 Net of tax $'M
Exchange differences arising from translation of foreign operations and foreign currency loans, forming part of net investment in foreign operations	189	-	189	(72)	-	(72)
Recognition of foreign exchange differences on disposal or liquidation of foreign operations in profit or loss	(1)	-	(1)	5	-	5
Change in fair value of equity investments at fair value through other comprehensive income	(30)	-	(30)	67	-	67
Effective portion of change in fair value of cash flow hedges	(24)	-	(24)	(43)	-	(43)
Recognition of hedging reserve in profit or loss	2	-	2	4	-	4
Share of other comprehensive income of associates and joint ventures	330	-	330	(143)	-	(143)
	466	-	466	(182)	-	(182)

24 Revenue

Revenue of the Group is analysed as follows:

	2020 $'M	2019 $'M
Revenue from contract with customers – fee-based revenue	668	629
Rental of investment properties:		
- Retail, office, business park, industrial and logistics rental and related income	595	565
- Lodging properties rental and related income	710	1,282
Others	10	12
	1,983	2,488

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(a) Disaggregation of revenue from contracts with customers:

2020	**Fee income $'M**
Primary segment	
Fee income-related business	625
Corporate and others	43
	668
Secondary segment	
Singapore	308
China[1]	233
Other developed markets	50
Other emerging markets	77
	668

[1] *Includes Hong Kong*

Timing of revenue recognition	
Products and services transferred over time	668
	668

2019	**Development properties for sale $'M**	**Fee income $'M**	**Total $'M**
Primary segment			
Fee income-related business	–	594	594
Real estate investments	5	–	5
Corporate and others	–	30	30
	5	624	629
Secondary segment			
Singapore	–	272	272
China[1]	5	242	247
Other developed markets	–	30	30
Other emerging markets	–	80	80
	5	624	629

[1] Includes Hong Kong

Timing of revenue recognition			
Product transferred at a point in time	5	–	5
Products and services transferred over time	–	624	624
	5	624	629

25 (Loss)/Profit Before Tax

(Loss)/Profit before tax includes the following:

	Note	2020 $'M	2019 $'M
(a) Other operating income			
Interest income from:			
- deposits		11	13
- related parties		18	23
- associates and joint ventures		8	4
- investee companies and others		3	2
		40	42
Dividend income		10	6
Foreign exchange gain		32	–
Mark-to-market gain on financial assets designated as fair value through profit or loss		–	10
Net fair value gains from investment properties and assets held for sale		–	549
Gain from change of ownership interests in subsidiaries and associates		109	59
Gain on disposal of investment properties		41	*
Income from pre-termination of contracts		17	4
Forfeiture of security deposits		8	2
Government grants	(i)	65	–
Others	(ii)	42	30
		364	702

** Less than $1 million*

(i) The grants relate to the Job Support Scheme or equivalents in Singapore, Australia and Europe.

(ii) Included an amount of $1 million (2019: Nil) recognised during 2020 relating to the changes in lease payments arising from rent concessions to which the Group has applied practical expedient under COVID-19-Related Rent Concessions – Amendment to SFRS(I) 16 (see note 3.14(i)).

NOTES TO THE COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	Note	2020 $'M	2019 $'M
(b) Staff costs			
Wages and salaries		485	491
Contributions to defined contribution plans		46	55
Share-based expenses:			
- equity-settled		16	23
- cash-settled		2	6
(Decrease)/Increase in liability for short term accumulating compensated absences		(1)	1
Staff benefits, training/ development costs and others		47	61
		595	637
Less:			
Staff costs capitalised in development properties for sale	11(e)	(1)	–
		594	637
Recognised in:			
Cost of sales	(c)(i)	484	513
Administrative expenses	(c)(ii)	110	124
		594	637

	Note	2020 $'M	2019 $'M
(c)(i) Cost of sales include:			
Costs of development properties for sale		–	(4)
Foreseeable losses on development properties for sale	11(f)	17	–
Operating expenses of investment properties that generated rental income		490	539
Lease expenses (short-term lease)		167	246
Lease expenses (variable lease payments not included in the measurement of lease liabilities)		1	10
Staff costs	(b)	484	513

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	Note	2020 $'M	2019 $'M
(c)(ii) Administrative expenses include:			
Allowance for impairment loss on trade receivables		18	2
Amortisation of intangible assets	5	23	18
Auditors' remuneration:			
- auditors of the Company		2	2
- other auditors		5	5
Non-audit fees:			
- auditors of the Company		*	*
- other auditors		1	1
Depreciation of property, plant and equipment	4	78	67
Depreciation of right-of-use assets	4	48	28
Staff costs	(b)	110	124
(c)(iii) Other operating expenses include:			
Allowance for impairment loss on non-trade receivables		9	6
Foreign exchange loss		–	23
Allowance for impairment loss on investment in joint ventures	8(a)(ii)	–	10
Loss from change of ownership interests in joint venture		10	–
Impairment of property, plant and equipment		27	6
Loss on disposal and write off of property, plant and equipment		*	2
Impairment of intangible assets	5	153	5
Mark-to-market loss on financial assets designated as fair value through profit or loss		13	–
Net fair value loss from investment properties	(i)	698	–
Grant expenses		3	–

** Less than $1 million*

(i) The COVID-19 pandemic dampened the economic and operating environment in many countries, and negatively impacted the Group's investment portfolio's performance, particularly the Group's malls, office and lodging properties. As such, the appraised value of the Group's investment properties registered a decline of $698 million for the year ended 31 December 2020.

	Note	2020 $'M	2019 $'M
(d) Finance costs			
Interest costs paid and payable:			
- on bank loans and overdrafts		154	139
- on debt securities		33	40
- to non-controlling interests		*	2
- related parties		142	124
Lease liabilities		23	16
Others		30	15
Total finance costs		382	336
Less:			
Borrowing costs capitalised in investment properties	6(e)	(5)	(9)
		377	327

26 Tax Expense

	2020 $'M	2019 $'M
Current tax expense		
- Based on current year's results	126	156
- Over provision in respect of prior years	(9)	(14)
- Group relief	(4)	-
	113	142
Deferred tax expense		
- Origination and reversal of temporary differences	(100)	99
- Over provision in respect of prior years	1	12
	(99)	111
Land appreciation tax		
- Under provision in respect of prior years	49	-
Withholding tax		
- Current year	46	20
- Under provision in respect of prior years	5	-
	51	20
	114	273

Reconciliation of effective tax rate

	2020 $'M	2019 $'M
(Loss)/Profit before tax	(559)	2,021
Less: Share of results of associates and joint ventures	(25)	965
(Loss)/Profit before share of results of associates and joint ventures and tax	(534)	1,056
Income tax using Singapore tax rate of 17% (2019: 17%)	(91)	180
Adjustments:		
Expenses not deductible for tax purposes	323	130
Income not subject to tax	(187)	(168)
Effect of unrecognised tax losses and other deductible temporary differences	40	27
Effect of different tax rates in foreign jurisdictions	(96)	56
Effect of taxable distributions from REITs	52	40
Land appreciation tax	49	-
Effect of tax reduction on land appreciation tax	(12)	-
Withholding taxes	46	20
Overprovision in respect of prior years	(3)	(2)
Group relief	(4)	-
Others	(3)	(10)
	114	273

In June 2021, the Group's subsidiary, CMMT Investments Limited, was notified by the Inland Revenue Board of Malaysia (the "Tax Authority") that it had completed a tax audit review on one of the subsidiaries, and has found that certain claims in respect of certain interest payments made to the subsidiary's holding company outside of the relevant jurisdiction for the years of assessment 2011 to 2018 are subject to withholding tax and not permitted tax deductions and that accordingly, the subsidiary is assessed to pay additional taxes and penalties amounting approximately $40 million in total (the "Tax Claim"). In this regard, the Tax Authority has issued notices of additional assessment for the Tax Claim. Malaysian law provides taxpayers the right of appeal against such assessments issued by the Tax Authority.

The Group has obtained a legal opinion from the tax and legal advisers in the relevant jurisdiction, that (a) the subsidiary should fall within an exemption order under the relevant taxation law applicable to the subsidiary, which would exempt the subsidiary from paying any withholding tax for the said years of assessment and that, accordingly, the subsidiary should not be denied a deduction on the interest expense incurred; and (b) as the income tax legislation in the relevant jurisdiction provides that the Tax Authority may make an assessment or additional assessment only within the preceding five years, any assessment with respect to the years of assessment 2015 and prior years would be time-barred. The subsidiary has filed an application for a judicial review and a stay order with respect to the Tax Claim. The application for the judicial review is to seek, on the basis of the foregoing, to challenge and set aside the position by the Tax Authority that the Tax Claim is payable. In the event that the stay order is granted, the subsidiary will not be required to make any payment for the Tax Claim pending a hearing and a decision by the relevant court. No provision has been made in the combined financial statements for the Tax Claim due to the underlying uncertainties.

27 Earnings Per Share

Basic and diluted earnings per share are based on:

	2020 $'M	2019 $'M
Net (loss)/profit attributable to owners of the Company	(559)	1,444

	2020 No. of shares ('000)	2019 No. of shares ('000)
Weighted average number of ordinary shares at 31 December	2,807,623	2,654,113

For purposes of preparing the combined financial statements, the weighted average number of shares as at 31 December 2019 and 2020 includes the estimated shares issued to effect the acquisition of interests in common control entities pursuant to the Internal Restructuring and applying the estimated conversion price of $2.823 per share on the basis that the transfer had taken effect as of 1 January 2019 or the respective dates of incorporation, of common control entities, where later.

There were no potential dilutive ordinary shares in existence for the years ended 31 December 2019 and 2020.

28 Acquisition/Disposal of Subsidiaries, Net of Cash Acquired/ Disposed of

(a) Acquisition of subsidiaries

The list of significant subsidiaries acquired during 2020 is as follows:

Name of subsidiary	Date acquired	Effective interest acquired
Lux Arlington Sarl	February 2020	100%
QSA Group Pty Ltd ("QSA Group")	July 2020	80%

The list of significant subsidiaries acquired during 2019 is as follows:

Name of subsidiary	Date acquired	Effective interest acquired
ACCF3 Holding Pte. Ltd.#	June 2019	100%
Ascendas Land International (Investments) Pte. Ltd. #	June 2019	100%
Ascendas (China) Pte. Ltd.#	June 2019	100%
Ascendas (Tuas) Pte. Ltd.#	June 2019	100%
Ascendas Fusion 5 Holding Pte. Ltd.#	June 2019	100%
Ascendas Hospitality Trust#	June 2019	28%
Ascendas India Development VII Pte Ltd#	June 2019	100%
Ascendas India Fund Holdings Pte. Ltd.#	June 2019	100%
Ascendas India Logistics Holdings Pte. Ltd.#	June 2019	100%
Ascendas Investment Pte Ltd#	June 2019	100%
Ascendas Jongro Pte. Ltd.#	June 2019	100%
Ascendas Korea Pte. Ltd.#	June 2019	100%
Ascendas Services Pte. Ltd.#	June 2019	100%
Southernwood Holding Pte. Ltd.#	June 2019	100%
Shanghai Jingyi Industrial Co., Ltd.	July 2019	100%
Shanghai Rungong Industrial Co., Ltd.	July 2019	100%
Shanghai Runrong Industrial Co., Ltd.	July 2019	100%

The above subsidiaries are collectively known as "Ascendas Business".

(b) Effects of acquisitions

The cash flows and net assets of subsidiaries acquired are provided below:

	Note	2020 $'M	2019 $'M
The Group			
Property, plant and equipment	4	1	609
Right-of-use assets	4	233	3
Intangible assets	5	60	314
Investment properties	6	223	4,568
Associates		-	1,226
Joint ventures		-	265
Other non-current assets		1	260
Development properties for sale and stocks		-	24
Trade and other receivables		22	628
Other current assets		-	25
Cash and cash equivalents		9	196
Trade and other payables		(29)	(1,323)
Current tax payable		-	(52)
Borrowings and debt securities		(265)	(2,282)
Deferred tax liabilities		(11)	(187)
Other non-current liabilities		-	(994)
Non-controlling interests		(3)	(886)
		241	2,394
Amounts previously accounted for as joint venture, remeasured at fair value		(161)	-
Net assets acquired		80	2,394
Goodwill arising from acquisition	5	149*	50
Realisation of reserves previously accounted for as a joint venture		(6)	-
Total purchase consideration		223	2,444
Settlement by way of intercompany loans from CapitaLand Group		-	(2,040)
Cash of subsidiaries acquired		(9)	(196)
Cash outflow on acquisition of subsidiaries		213	208

* Goodwill is attributable to the acquisition of QSA Group

Acquisition-related costs

Acquisition-related costs relating to stamp duties and legal, due diligence and financial advisory service fees were paid for by the immediate holding company.

c) Disposal of subsidiaries

The list of significant subsidiaries disposed during 2020 is as follows:

Name of subsidiary	**Date disposed**	**Effective interest disposed**
Ascendas Korea Office Private Real Estate Investment Trust 5	August 2020	99%
Guangzhou Hai Yi Real Estate Development Co. Ltd	December 2020	40.6%

The disposed subsidiaries contributed net profit of $2 million from 1 January 2020 to the date of disposal.

The list of significant subsidiaries disposed during 2019 is as follows:

Name of subsidiary	**Date disposed**	**Effective interest disposed**
Citadines Ming Zhu (Chongqing) Property Co., Ltd	August 2019	100%
CapitaMalls Hunan Commercial Property Co., Ltd	September 2019	100%
MAC Property Company B.V. and MAC Car Park Company B.V.	September 2019	94.9%
Excel Chinese International Limited	November 2019	100%

The disposed subsidiaries contributed net profit of $46 million from 1 January 2019 to the date of disposal.

(d) Effects of disposals

The cash flows and net assets of subsidiaries disposed are provided below:

	Note	2020 $'M	2019 $'M
Property, plant and equipment		1	4
Investment properties	6	245	684
Other current assets		13	12
Cash and cash equivalents		11	24
Trade and other payables		(7)	(29)
Other current liabilities		(2)	-
Borrowings		(96)	(68)
Other non-current liabilities		(4)	(38)
Non-controlling interests		-	(54)
Equity interest retained as other investments		-	(9)
Net assets disposed		161	526
Realisation of reserves		3	5
Gain on disposal of subsidiaries		70	50
Sale consideration		234	581
Deferred proceeds and other adjustments		(31)	8
Deposits received in prior year		-	(11)
Payment received for prior year disposals		-	17
Cash of subsidiaries disposed		(11)	(24)
Cash inflow on disposal of subsidiaries		192	571

29 Business Combinations

The Group acquires subsidiaries/entities that own real estate which are not under common control. At the time of acquisition, the Group considers whether each acquisition represents the acquisition of a business or the acquisition of an asset. The Group accounts for an acquisition as a business combination where an integrated set of activities is acquired in addition to the property. Typically, the Group assesses the acquisition as a purchase of business when the strategic management function and the associated processes were purchased along with the underlying properties.

2020

In 2020, the Group had the following significant business combination involving entities not under common control:

Acquisition of QSA Group Pty Ltd

With effect from July 2020, the Group consolidated QSA Group Pty Ltd (QSA). The Group has assessed that it has control over QSA following a change in board composition, amongst other changes, as stipulated in the shareholder agreement. Prior to July 2020, the Group equity accounted for QSA as a joint venture as the partner has joint control over the key activities of QSA. QSA is primarily in the business of establishing and franchising serviced apartments through the Quest brand in the Australian domestic market.

The consolidation of QSA resulted in an increase of $33 million in revenue but no change in profit attributable to owners as there is no change in the ownership interest of the Group in QSA, from the date of acquisition to 31 December 2020. If the acquisition had occurred on 1 January 2020, management estimated that the contribution from QSA in terms of revenue would have been $63 million with no change in profit attributable to owners.

The change in control is accounted for using the acquisition method, and the Group's previously held equity interest is re-measured to fair value and a loss of $11 million on deemed disposal was recognised in profit or loss. The fair value of the joint venture was based on external valuation of QSA at the date of acquisition. Goodwill of $149 million was attributed to the franchise business acquired, which was recognised as a result of the difference between the fair value of the Group's interest in QSA and the fair value of the assets acquired and liabilities assumed.

	2020 $'M
Property, plant and equipment	1
Right-of-use assets	233
Intangible assets	60
Other non-current assets	1
Other current assets	22
Cash and cash equivalents	9
Current liabilities	(29)
Borrowings	(265)
Deferred tax liabilities	(11)
Non-controlling interests	(3)
Total identifiable net assets	18
Less: amount previously accounted for as joint venture, remeasured at fair value	(161)
Net identifiable assets acquired	(143)
Goodwill on acquisition	149
Realisation of reserves previously accounted for as a joint venture	(6)
Total purchase consideration	-
Less: cash and cash equivalents in subsidiary acquired	(9)
Net cash inflow on acquisition	(9)

Measurement of fair value

The valuation techniques used for measuring the fair value of the material assets acquired and liabilities assumed were as follows:

Assets acquired and liabilities assumed	**Valuation technique**
Right-of-use assets, Lease liabilities (classified as borrowings)	Right-of-use assets and lease liabilities (classified as borrowings) mainly relate to lease arrangements in QSA's franchise business and the fair values were determined based on the present value of future rental payments.

The non-controlling interests were measured based on their proportionate interest in the recognised amounts of the assets and liabilities (excluding goodwill) of the acquiree.

2019

In 2019, the Group had the following significant business combination involving entities not under common control:

Acquisition of Ascendas Business

On 28 June 2019, CapitaLand Group acquired 100% of the shares and voting interests in Ascendas Pte Ltd and Singbridge Pte Ltd from CLA Real Estate Holdings Pte Ltd (formerly known as Ascendas-Singbridge Pte Ltd), a related party, at a purchase consideration of $6,036 million. For the purpose of the combined financial statements, it is deemed that entities in the Ascendas Business (Note 28) were acquired by CLI Group on 28 June 2019.

The Ascendas Business comprised the funds and property management capabilities across 11 countries including Singapore, China, India and Australia as well as investments in A-REIT, Ascendas India Trust (A-ITRUST) and A-HTRUST.

The acquisition of Ascendas Business allows the Group to be a leading real estate investment manager (REIM) with strong Asia foothold and domain knowledge across asset classes and geographies and achieve the following benefits:

i) Following the acquisition of Ascendas Business, the Group will become one of the top three largest listed REIMs globally.

ii) It has a well-established track record of diversifying and growing its funds under management (FUM) base. Along with the growing FUM, it has consistently demonstrated growth of fee income and margins from REITs and fund management and has remained disciplined in capital recycling, continually exceeding its annual target in the last three years. The Ascendas Business also possesses a good track record in raising third-party capital.

From the date of acquisition to 31 December 2019, the Ascendas Business contributed revenue of $383 million and net profit of $219 million to the Group's results. If the acquisition had occurred on 1 January 2019, management estimates that the contribution to the Group's revenue and net profits from the Ascendas Business would have been $526 million and $272 million respectively. In determining this amount, management has assumed that the fair value adjustments that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 January 2019.

Details of the consideration paid, the assets acquired and liabilities assumed, the non-controlling interest recognised and the effects on the cash flows of the Group, at the acquisition date, are as follows:

Purchase consideration

The consideration for the acquisition was $2,040 million and was settled by intercompany loans from CapitaLand Group.

The Group has performed purchase price allocation exercise (PPA) for the Ascendas Business. Based on the PPA, part of the consideration paid for the assets acquired and liabilities assumed have been identified and allocated to property, plant and equipment, investment properties, management contracts, development properties for sale, associates, joint ventures and deferred tax liabilities. Goodwill of $50 million, attributed to the fund management business acquired, was recognised as a result of the difference between consideration transferred and fair value of the assets acquired and liabilities assumed.

The identifiable assets acquired, liabilities assumed and effect of cash flows are presented as follows:

	2019 **$'M**
Property, plant and equipment	609
Right-of-use assets	3
Intangible assets	314
Investment properties	3,948
Associates	1,226
Joint ventures	265
Other non-current assets	260
Development properties for sale and stocks	24
Trade and other receivables	627
Other current assets	25
Cash and cash equivalents	190
Trade and other payables	(1,295)
Current tax payable	(52)
Borrowings and debt securities	(2,087)
Deferred tax liabilities	(187)
Other non-current liabilities	(994)
Non-controlling interests	(886)
Net assets acquired	1,990

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	2019 **$'M**
Goodwill arising from acquisition	50
Total purchase consideration	2,040
Settlement by way of intercompany loans from CapitaLand Group	(2,040)

Acquisition-related costs

Acquisition-related costs relating to stamp duties and legal, due diligence and financial advisory service fees were borne by the immediate holding company and not recharged to the Company.

Measurement of fair value

The valuation techniques used for measuring the fair value of the material assets acquired and liabilities assumed were as follows:

Assets acquired and liabilities assumed	**Valuation technique**
Property, Plant and equipment (PPE)	PPE mainly consist of hospitality properties held by A-HTRUST. These properties are valued by independent valuers using discounted cashflow approach and capitalisation approach.
Intangible assets	Intangible assets mainly consist of asset management contracts for the relevant REITs for which independent valuations are undertaken using the multi-period excess earnings method. The multi-period excess earnings method considers the present value of net cash flows expected to be generated by the customer relationships, by excluding any cash flows related to contributory assets.

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Assets acquired and liabilities assumed	Valuation technique
Investment properties	Independent valuations are conducted for significant properties under development using the following methods: • Direct comparison approach • Residual value approach • Discounted cashflow approach • Capitalisation approach For operational investment properties, the fair values were determined to approximate the carrying amounts. This is supported by independent valuers' certification confirming that there were no material changes in fair values between March 2019, where last full valuations were carried out, and the date of acquisition.
Investments in associates and joint ventures	Investments in associates and joint ventures included two listed REIT and business trust, A-REIT and A-ITRUST, whose valuations are based on share price. The fair values of investment in non-listed associates and jointed ventures approximate the fair value of the properties held by these entities, supported by independent valuations for significant properties under development and development properties for sale using income approach and direct comparison approach.
Investments in associates and joint ventures	For operational investment properties, the fair values were determined to approximate the carrying amounts. This is supported by independent valuers' certification confirming that there were no material changes in fair values between March 2019, where last full valuations were carried out, and the date of acquisition.

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Assets acquired and liabilities assumed	Valuation technique
Other current assets and liabilities	Other current assets and liabilities include trade and other receivables, cash and cash equivalents, trade and other payables, other current liabilities and short-term borrowings. The fair values of these assets and liabilities are determined to approximate the carrying amounts since they are short term in nature.
Long-term borrowings	Long-term borrowings consist of floating rate loans and fixed rate medium term notes and bank loans. The carrying amount of floating rate loans are determined to approximate the fair values as floating rate instruments are re-priced to market interest rates on or near balance sheet dates. The fair values of fixed rate medium term notes and bank loans are estimated by discounting expected future cash flows at market incremental lending rate for similar types of borrowing arrangements as at balance sheet date.

30 Fair Value of Assets and Liabilities

(a) Determination of fair value

The valuation methods and assumptions below are used to estimate the fair values of the Group's significant classes of assets and liabilities. Given the uncertainty of the extent of COVID-19, changes to the estimates and outcomes that have been applied in the valuation of the Group's assets and liabilities may arise in the future.

(i) Derivatives

Forward currency contracts, cross currency swap contracts and interest rate swap contracts are valued using valuation techniques with market observable inputs. The most frequently applied valuation techniques include forward pricing and swap models, using present valuation calculations. The models incorporate various inputs including the credit quality of counterparties, foreign exchange spot and forward rate, interest rate curves and forward rate curves.

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(ii) Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted using the market rate of interest at the reporting date.

Fair value of quoted debt securities is determined based on quoted market prices.

(iii) Other financial assets and liabilities

The fair value of quoted securities is their quoted bid price at the balance sheet date. The carrying amounts of financial assets and liabilities with a maturity of less than one year (including trade and other receivables, cash and cash equivalents and trade and other payables) are assumed to approximate their fair values because of the short period to maturity. All other financial assets and liabilities are discounted to determine their fair values.

Where other valuation techniques, such as discounted cash flow or net asset techniques are used, estimated future cash flows are based on management's best estimates and the discount rate is a market-related rate for a similar instrument in the balance sheet.

(iv) Investment properties

The Group's investment property portfolio is mostly valued by external and independent valuation companies on an annual basis. Independent valuation is also carried out on occurrence of acquisition and on completion of construction of investment property. The fair values are based on open market values, being the estimated amount for which a property could be exchanged on the date of the valuation between a willing buyer and a willing seller in an arm's length transaction wherein the parties had each acted knowledgeably and without compulsion. The valuers have considered valuation techniques, mainly including capitalisation approach, discounted cash flows and residual method in arriving at the open market value as at the balance sheet date. In determining the fair value, the valuers have used valuation techniques which involve certain estimates. The key assumptions used to determine the fair value of investment properties include market-corroborated capitalisation rate, terminal yield rate and discount rate.

Investment property under development is valued using the residual method by estimating the fair value of the completed investment property and then deducting from that amount the estimated costs to complete the construction and a reasonable profit margin on construction and development. The estimated cost to complete is determined based on the construction cost per square metre in the pertinent area.

(v) Assets held for sale

The fair value of the Group's investment properties held for sale is either valued by an independent valuer or based on agreed contractual selling price on a willing buyer willing seller basis. For investment properties held for sale valued by an independent valuer, the valuer has considered the discounted cash flow and income capitalisation approaches in arriving at the open market value as at the balance sheet date. In determining the fair value, the valuer used valuation techniques which involve certain estimates. The key assumptions used to determine the fair value of investment properties held for sale include market-corroborated capitalisation rate.

(vi) Share-based payment transactions

The fair values of employee performance share plan and restricted share plan are measured using valuation methodology described in note 19. Measurement inputs include the share price at grant date, expected volatility (based on an evaluation of the historical volatility of the Group's and peer group's share price), expected correlation of the Group's return with those of peer group, expected dividends and the risk-free interest rate (based on government bonds). Service and non-market performance conditions attached to the transactions are not taken into account in determining the fair values.

(b) Fair value hierarchy

The Group categorises fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used. The different levels have been defined as follows.

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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(c) **Accounting classification and fair values**

The table does not include fair value information of financial assets and liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

		<---- Carrying amount				---->	<---- Fair value			---->
	Note	Fair value - hedging instruments $'M	FVOCI $'M	FVTPL $'M	Amortised Cost $'M	Total $'M	Level 1 $'M	Level 2 $'M	Level 3 $'M	Total $'M
31 December 2020										
Financial assets measured at fair value										
Equity investments at FVOCI	10(a)	–	64	–	–	64	64	–	–	64
Equity investments at FVTPL	10(a)	–	–	332	–	332	3	–	329	332
Derivative financial assets:										
- Forward foreign exchange contracts and cross currency swaps	10(b)	6	–	–	–	6	–	6	–	6
- Cross currency swaps	10(a)	5	–	–	–	5	–	5	–	5
		11	64	332	–	407				
Financial assets not measured at fair value										
Other non-current assets		–	–	–	365	365				
Loans due from associates	7(a)	–	–	–	2	2				
Loans due from joint ventures	8(a)	–	–	–	457	457				
Trade and other receivables	12	–	–	–	4,209	4,209				
Cash and cash equivalents	14	–	–	–	1,736	1,736				
		–	–	–	6,769	6,769				

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		<------ Carrying amount				------>	<------ Fair value			------>
	Note	Fair value - hedging instruments $'M	FVOCI $'M	FVTPL $'M	Amortised Cost $'M	Total $'M	Level 1 $'M	Level 2 $'M	Level 3 $'M	Total $'M
31 December 2020										
Financial liabilities measured at fair value										
Derivative financial instruments:										
- Interest rate swaps, forward foreign exchange contracts and cross currency swaps	15	(6)	–	–	–	(6)	–	(6)	–	(6)
- Interest rate swaps and cross currency swaps	18	(90)	–	–	–	(90)	–	(90)	–	(90)
		(96)	–	–	–	(96)				
Financial liabilities not measured at fair value										
Other non-current liabilities#		–	–	–	(7,462)	(7,462)	–	–	(7,451)	(7,451)
Bank borrowings^	16	–	–	–	(6,433)	(6,433)	–	(6,446)	–	(6,446)
Debt securities	17	–	–	–	(1,285)	(1,285)	–	(1,299)	–	(1,299)
Trade and other payables#		–	–	–	(5,277)	(5,277)				
		–	–	–	(20,457)	(20,457)				

\# *Excludes liability for employee benefits, derivative liabilities and deferred income.*

^ *Excludes lease liability.*

		Carrying amount					Fair value			
	Note	Fair value - hedging instruments $'M	FVOCI $'M	FVTPL $'M	Amortised Cost $'M	Total $'M	Level 1 $'M	Level 2 $'M	Level 3 $'M	Total $'M
31 December 2019										
Financial assets measured at fair value										
Equity investments at FVOCI	10(a)	–	84	–	–	84	84	–	–	84
Equity investments at FVTPL	10(a)	–	–	338	–	338	4	–	334	338
Derivative financial assets:										
- Forward foreign exchange contracts and cross currency swaps	10(b)	8	–	–	–	8	–	8	–	8
- Interest rate swaps, forward foreign exchange contracts and cross currency swaps	10(a)	18	–	–	–	18	–	18	–	18
		26	84	338	–	448				
Financial assets not measured at fair value										
Other non-current assets		–	–	–	357	357				
Loans due from associates	7(a)	–	–	–	94	94				
Loans due from joint ventures	8(a)	–	–	–	552	552				
Trade and other receivables	12	–	–	–	4,247	4,247				
Cash and cash equivalents	14	–	–	–	1,421	1,421				
		–	–	–	6,671	6,671				

		<---- Carrying amount ----					<---- Fair value ----			
	Note	**Fair value - hedging instruments $'M**	**FVOCI $'M**	**FVTPL $'M**	**Amortised Cost $'M**	**Total $'M**	**Level 1 $'M**	**Level 2 $'M**	**Level 3 $'M**	**Total $'M**
31 December 2019										
Financial liabilities measured at fair value										
Derivative financial instruments:										
- Interest rate swaps and forward foreign exchange contracts	15	(9)	–	–	–	(9)	–	(9)	–	(9)
- Interest rate swaps, forward foreign exchange contracts and cross currency swaps	18	(46)	–	–	–	(46)	–	(46)	–	(46)
		(55)	–	–	–	(55)				
Financial liabilities not measured at fair value										
Other non-current liabilities#		–	–	–	(7,826)	(7,826)	–	–	(7,819)	(7,819)
Bank borrowings^	16	–	–	–	(6,205)	(6,205)	–	(6,205)	–	(6,205)
Debt securities	17	–	–	–	(1,433)	(1,433)	–	(1,442)	–	(1,442)
Trade and other payables#		–	–	–	(5,047)	(5,047)				
		–	–	–	(20,511)	(20,511)				

\# *Excludes liability for employee benefits, derivative liabilities and deferred income.*

^ *Excludes lease liability.*

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The following table shows the carrying amounts and fair values of significant non-financial assets, including their levels in the fair value hierarchy.

	Note	Fair value Level 3 $'M
31 December 2020		
Non-financial assets measured at fair value		
Investment properties	6	15,852
Assets held for sale – investment properties	13	32
		15,884
31 December 2019		
Non-financial assets measured at fair value		
Investment properties	6	16,256
Assets held for sale – investment properties	13	247
		16,503

(d) Level 3 fair value measurements

(i) Reconciliation of Level 3 fair value

The movements of financial and non-financial assets classified under Level 3 and measured at fair value are presented as follows:

	Equity investments at FVTPL $'M	Assets held for sale – investment properties $'M
2020		
At 1 January 2020	334	247
Additions	1	32
Disposals	–	(154)
Reclassification to investment property	–	(93)
Changes in fair value recognised in profit or loss	(13)	–
Translation differences	7	–
At 31 December 2020	329	32

	Equity investments at FVOCI $'M	Equity investments at FVTPL $'M	Assets held for sale – investment properties $'M
2019			
At 1 January 2019	–	297	213
Additions	–	11	184
Disposals	–	–	(348)
Changes in fair value recognised in profit or loss	–	10	197
Acquisition of subsidiaries	15	7	–
Changes in fair value recognised in other comprehensive income	67	–	–
Reclassification to Level 1 fair value hierarchy^	(84)	–	–
Translation differences	2	9	1
At 31 December 2019	–	334	247

Movements for investment properties are set out in note 6.

** Less than $1 million*

^ At 31 December 2019, the Group's equity investment measured at FVOCI with a carrying amount of $84 million was transferred from Level 3 to Level 1 as the underlying investment was listed in Shanghai Stock Exchange during the year.

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(ii) Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring significant Level 3 fair values, as well as the significant unobservable inputs used.

Investment properties (including investment properties classified as assets held for sale)

Valuation methods	Key unobservable inputs	Shopping mall	Office	Integrated development	Business park, industrial and logistics	Lodging	Inter-relationship between key unobservable inputs and fair value measurement
Capitalisation approach							
	Capitalisation rate (net)						The estimated fair value varies inversely against the capitalisation rate and increases with higher occupancy rate.
	2020	5.0% to 7.0%	4.3% to 4.5%	4.8% to 6.5%	5.0% to 9.0%	4.8% to 5.3%	
	2019	5.0% to 7.3%	4.1%	4.8% to 6.5%	4.5% to 8.8%	4.5% to 5.3%	
	Occupancy rate						
	2020	73.0% to 95.0%	90.0% to 95.0%	68.0% to 90.0%	81.0% to 100%	91.4% to 99.0%	
	2019	86.1% to 98.0%	95.3%	68.6% to 95.0%	85.0% to 100%	90.0% to 95.0%	

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Valuation methods	Key unobservable inputs	Shopping mall	Office	Integrated development	Business park, industrial and logistics	Lodging	Inter-relationship between key unobservable inputs and fair value measurement
Discounted cash flow approach							
	Discount rate						
	2020	5.1% to 9.0%	4.1% to 7.8%	8.8% to 9.5%	7.0% to 20.0%	3.9% to 11.0%	The estimated fair value varies inversely against the discount rate and terminal yield rate and increases with higher occupancy rate.
	2019	5.0% to 9.0%	4.1% to 7.5%	9.0% to 9.5%	7.0% to 21.0%	3.8% to 10.7%	
	Terminal yield rate						
	2020	5.2% to 6.0%	4.3% to 4.7%	5.0% to 6.3%	5.0% to 9.0%	3.5% to 8.0%	
	2019	5.1% to 5.9%	4.3% to 4.7%	5.0% to 6.5%	5.3% to 9.0%	4.4% to 7.7%	
	Occupancy rate						
	2020	73.0%	95.0% to 97.0%	61.0% to 78.0%	87.0% to 99.0%	45.0% to 98.0%	
	2019	86.1% to 100%	90.1% to 97.0%	68.6% to 93.8%	50.0% to 100%	55.0% to 99.0%	
Residual value method							
	Gross development value ($ million)						
	2020	–	–	–	–	55 to 131	The estimated fair value increases with higher gross development value and decreases with higher estimated cost to completion
	2019	–	–	–	–	49 to 140	
	Estimated cost to completion ($ million)						
	2020	–	–	–	–	31 to 129	
	2019	–	–	–	–	31 to 129	

Type	Valuation methods	Key unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Equity investments at FVTPL	Income approach	- Enterprise value/ Revenue multiple of comparable companies: 2.8x to 7.3x (2019: 2.4x to 3.9x)	The estimated fair value increases with higher multiple and varies inversely against volatility.
Equity investments at FVTPL	Income approach	- Discount rate: 13% (2019: 14%) - Terminal growth rate: 2% (2019: 2%)	The estimated fair value increases with lower discount rate and varies inversely against growth rate.

The fair value of other equity investments at FVTPL amounted to $262 million (2019: $255 million) was estimated based on the fair value of the underlying investment properties of the investee company. The valuation was based on discounted cash flow approach and its significant unobservable inputs were consistent with the investment properties information presented above.

(iii) Valuation processes applied by the Group

The significant non-financial asset of the Group categorised within Level 3 of the fair value hierarchy is investment properties. The fair values of investment properties are determined by external, independent property valuers, who have the appropriate and recognised professional qualifications and recent experience in the location and category of property being valued. The property valuers provide the fair values of the Group's investment property portfolio annually. The valuation and its financial impact are discussed with the management in accordance with the Group's reporting policies.

31 Financial Risk Management

(a) Financial risk management objectives and policies

The Group is exposed to market risk (including interest rate, foreign currency and price risks), credit risk and liquidity risk arising from its business. The Group's risk management approach seeks to minimise the potential material adverse effects from these exposures. The Group uses financial instruments such as currency forwards, interest rate swaps and cross currency swaps as well as foreign currency borrowings to hedge certain financial risk exposures.

The management has overall responsibility for the compliance and oversight of CapitaLand Investment Limited Group's risk management framework. For the Relevant Periods, this is based on CapitaLand Group's risk management framework. The CapitaLand Group has established the Risk Committee to strengthen its risk management processes and framework. The Risk Committee is assisted by an independent unit called the CapitaLand Group Risk Management (GRM). GRM generates a comprehensive portfolio risk report to assist the committee. This quarterly report measures a spectrum of risks, including property market risks, construction risks, interest rate risks, refinancing risks and currency risks.

As the COVID-19 outbreak is ongoing, the actual extent of the outbreak and its impact on the domestic, regional and global economy remains uncertain, and the actual extent of the impact on the Group's business, financial condition and results of operations will depend on, amongst other things, the duration of the COVID-19 outbreak, the severity and length of the economic downturn and the speed and strength of the subsequent recovery. As a result, there may be further adverse effects on the Group's business, revenue, funds from operations and profit. In addition, the COVID-19 pandemic also creates the risk of volatility in financial markets (including interest rate and foreign exchange rate risks) and may adversely impact the cost, availability, duration or terms of financing and credit available to the Group. Uncertainty about the effects of COVID-19 has resulted in significant disruption to capital and securities markets, which, if it continues, may affect the Group's ability to raise new capital and refinance its existing debt. In response to COVID-19, the management has also increased the monitoring of the economic environment, operational risks and impact of the pandemic on its businesses.

(b) Market risk

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates and equity prices will have on the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

(i) Interest rate risk

The Group's exposure to market risk for changes in interest rate environment relates mainly to its investment in financial products and debt obligations.

The investments in financial products are short term in nature and they are not held for trading or speculative purposes. The financial products mainly comprise fixed deposits which yield better returns than cash at bank.

The Group manages its interest rate exposure by maintaining a prudent mix of fixed and floating rate borrowings. The Group strives to ensure that between 60% and 70% of its interest rate risk exposure is at a fixed rate following the listing of the Company. The Group actively reviews its debt portfolio, taking into account the investment holding period and nature of its assets. This strategy allows it to capitalise on cheaper funding in a low interest rate environment and achieve certain level of protection against rate hikes. The Group also uses hedging instruments such as interest rate swaps to minimise its exposure to interest rate volatility and classifies these interest rate swaps as cash flow hedge.

As at 31 December 2020, the Group has interest rate swaps classified as cash flow hedges with notional contractual amount of $1,591 million (2019: $2,324 million) and for which the Group pays fixed interest rates and receives variable rates equal to the Singapore swap offer rates (SOR), London interbank offered rates (LIBOR), Australia bank bill swap bid rates (BBSY), Tokyo interbank offered rates (TIBOR) and Euro interbank offered rates (EURIBOR) on the notional amount.

As at 31 December 2020 and 2019, the Group has cross currency swaps classified as cash flow hedges with notional contractual amount of $207 million (2019: $69 million) and for which the Group pays fixed interest rates and receives variable rates equal to the swap rates for US Dollars and Singapore Dollars on the notional amount.

A fundamental reform of major interest rate benchmarks is being undertaken globally, including the replacement of some interbank offered rates (IBORs) with alternative nearly risk-free rates (referred to as 'IBOR reform'). The Group has exposures to IBORs on its financial instruments that will be replaced or reformed as part of these market-wide initiatives. There is uncertainty over the timing and the methods of transition in some jurisdictions that the Group operates in. The Group anticipates that IBOR reform will impact its risk management and hedge accounting.

No derivative instruments or loans have been modified in relation to the interest rate benchmark reform as at 31 December 2020.

The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the reference interest rates, tenors, repricing dates and maturities and the notional or par amounts. If a hedging relationship is directly affected by uncertainty arising from interest rate benchmark reform, then the Group assumes for this purpose that the benchmark interest rate is not altered as a result of interest rate benchmark reform.

The Group assesses whether the derivative designated in each hedging relationship is expected to be effective in offsetting changes in cash flows of the hedged item using the critical terms method. When all critical terms match, the economic relationship is considered 100% effective.

Hedge ineffectiveness may occur due to changes in the critical terms of either the interest rate swaps or borrowings. Hedging relationships that are impacted by interest rate benchmark reform may experience ineffectiveness because of a timing mismatch between the hedged item and the hedging instrument regarding interest rate benchmark reform transition.

The net carrying amount of interest rate swaps as at 31 December 2020 was $68 million (2019: $49 million) comprising derivative assets of $nil (2019: $1 million) and derivative liabilities of $68 million (2019: $50 million).

Sensitivity analysis

For variable rate financial liabilities and interest rate derivative instruments used for hedging, it is estimated that an increase of 100 basis point in interest rate at the reporting date would lead to a reduction in the Group's profit before tax (and revenue reserve) by approximately $39 million (2019: $29 million). A decrease in 100 basis point in interest rate would have an equal but opposite effect. This analysis assumes that all other variables, in particular foreign currency rates, remain constant, and has not taken into account the effects of qualifying borrowing costs allowed for capitalisation, the associated tax effects and share of non-controlling interests.

(ii) Equity price risk

As at 31 December 2020, the Group has financial assets at FVTPL and financial assets at FVOCI in equity securities and is exposed to equity price risk. The securities are listed in Singapore.

Sensitivity analysis

There is no significant exposure from equity securities listed in Singapore.

(iii) Foreign currency risk

The Group operates internationally and is exposed to various currencies, mainly Chinese Renminbi, Euro, Indian Rupee, Japanese Yen, Malaysian Ringgit, Australian Dollars and US Dollars.

The Group maintains a natural hedge, whenever possible, by borrowing in the currency of the country in which its property or investment is located or by borrowing in currencies that match the future revenue stream to be generated from its investments.

As at the reporting date, the Group uses certain foreign currency denominated borrowings, which include bank loans and medium term notes, and cross currency interest rate swaps to hedge against the currency risk arising from the Group's net investments in certain subsidiaries in United States of America, Europe and Japan. The carrying amount of these US Dollars, Euro, Sterling Pound and Japanese Yen denominated borrowings as at 31 December 2020 was $846 million (2019: $820 million).

The Group uses forward exchange contracts or foreign currency loans to hedge its foreign currency risk, where feasible. It generally enters into forward exchange contracts with maturities ranging between three months and one year which are rolled over at market rates at maturity or foreign currency loans which match the Group's highly probable transactions and investment in the foreign subsidiaries. The Group also enters into cross currency swaps to hedge the foreign exchange risk of its loans denominated in a foreign currency. The foreign exchange forwards and currency swaps are denominated in the same currency as the highly probable transactions, therefore the economic relationship is 100% effective.

Hedge ineffectiveness may occur due to:

- Changes in timing of the forecasted transaction from what was originally planned; and
- Changes in the credit risk of the derivative counterparty or the Group.

The net carrying amount of the forward exchange and cross currency swap contracts as at 31 December 2020 was $17 million (2019: net assets of $20 million), comprising derivative assets of $11 million (2019: $25 million) and derivative liabilities of $28 million (2019: $5 million).

Foreign exchange exposures in transactional currencies other than functional currencies of the operating entities are kept to an acceptable level.

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The Group's exposure to major foreign currencies was as follows:

The Group	Singapore Dollars $'M	US Dollars $'M	Australian Dollars $'M	Japanese Yen $'M	Euro $'M
31 December 2020					
Equity securities	86	56	-	254	-
Trade and other receivables	4,039	220	258	176	218
Cash and cash equivalents	336	60	51	442	63
Bank borrowings and debt securities	(1,878)	(1,854)	(532)	(1,687)	(382)
Trade and other payables	(12,576)	(538)	(91)	(100)	(73)
Gross currency exposure	(9,993)	(2,056)	(314)	(915)	(174)
Add: Net financial liabilities denominated in the respective entities' functional currencies	9,001	1,679	372	711	47
Add: Bank borrowings and debt securities designated for net investment hedge	-	49	88	359	314
Add: Cross currency swaps/foreign exchange forward contracts	-	69	-	-	-
Net currency exposure	(992)	(259)	146	155	187
31 December 2019					
Equity securities	107	67	-	248	-
Trade and other receivables	3,867	606	215	205	223
Cash and cash equivalents	244	112	36	226	86
Bank borrowings and debt securities	(1,817)	(1,863)	(187)	(1,787)	(331)
Trade and other payables	(11,512)	(640)	(60)	(115)	(78)
Gross currency exposure	(9,111)	(1,718)	4	(1,223)	(100)
Add/Less: Net financial liabilities/(assets) denominated in the respective entities' functional currencies	8,003	1,823	127	1,050	(7)
Add: Bank borrowings and debt securities designated for net investment hedge	-	50	83	357	296
Net currency exposure	(1,108)	155	214	184	189

Sensitivity analysis

It is estimated that a five percentage point strengthening in foreign currencies against the respective functional currencies of the Group would decrease the Group's profit before tax by approximately $43 million (2019: $24 million). A five percentage point weakening in foreign currencies against the Singapore Dollar would have an equal but opposite effect. The Group's outstanding forward exchange contracts and cross currency swaps have been included in this calculation. The analysis assumed that all other variables, in particular interest rates, remain constant and does not take into account the translation related risk, associated tax effects and share of non-controlling interests.

(c) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. For trade and other receivables, contract assets and financial assets at amortised cost, the Group has guidelines governing the process of granting credit as a service or product provider in its respective segments of business. Trade and other receivables and contract assets relate mainly to the Group's customers who bought its residential units and tenants from its office buildings, shopping malls, business parks and serviced residences. Financial assets at amortised cost relate mainly to amounts owing by related parties. Investments and financial transactions are restricted to counterparties that meet the appropriate credit criteria.

The principal risk to which the Group is exposed to in respect of financial guarantee contracts is credit risk in connection with the guarantee contracts they have issued. To mitigate the risk, management continually monitors the risk and has established processes including performing credit evaluations of the parties it is providing the guarantee on behalf of. Guarantees are only given for the benefit of its subsidiaries and related parties. The maximum exposure to credit risk in respect of these financial guarantees at the balance sheet date is disclosed in note 33.

The Group has a diversified portfolio of businesses and as at balance sheet date, there was no significant concentration of credit risk with any entity. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the balance sheet, including derivative financial instruments as well as any irrevocable loan undertaking to associates and joint ventures.

Financial assets at amortised cost

The Group assesses on a forward-looking basis the expected credit losses associated with financial assets at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

(i) Trade receivables and contract assets

The Group reviews the customers' credit risk taking into account the aging of the outstanding receivables, amount of security deposit available as well as any indication of credit default, and assess the amount of specific allowance for doubtful receivable required for each customer.

The Group also uses a provision matrix to measure the lifetime expected credit loss allowance for trade receivables and contract assets.

In measuring the expected credit losses, trade receivables and contract assets are grouped based on similar credit risk characteristics and days past due. When determining the expected credit loss rates, the Group considers historical loss rates for customer grouped by industry sector and forward-looking macroeconomic factors like country's gross domestic product (GDP), which affect the ability of the customers to settle the receivables.

Trade and other receivables and contract assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. Where receivables are written off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss. During the year ended 31 December 2020, the Group temporarily extended the credit terms for specific customers with liquidity constraints or as stipulated by government legislation as a direct result of the COVID-19 pandemic. All extensions were granted within current sales limits after careful evaluation of the creditworthiness of the customer and each customer that was granted an extension is closely monitored for credit deterioration.

(a) The movements in credit loss allowance are as follows:

	Trade receivables $'M	Other receivables $'M	Amounts due from related parties (current) $'M	Amounts due from associates (current) $'M	Amounts due from joint ventures (current) $'M	Amounts due from joint ventures (non-current) $'M
	←--------------- Note 12		---------------→	Note 7(b)	Note 8(b)	Note 8(a)
At 1 January 2020	11	15	84	*	20	15
Allowance utilised	(1)	*	–	*	*	–
Allowance during the year	20	4	–	*	5	–
Reversal of allowance during the year	(2)	–	–	*	*	–
Translation differences	1	(1)	–	*	*	*
At 31 December 2020	29	18	84	*	25	15

** Less than $1 million*

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	Trade receivables $'M	Other receivables $'M	Amounts due from related parties (current) $'M	Amounts due from associates (current) $'M	Amounts due from joint ventures (current) $'M	Amounts due from joint ventures (non-current) $'M
	←---------------- Note 12		----------------→	Note 7(b)	Note 8(b)	Note 8(a)
At 1 January 2019	11	15	84	*	15	14
Allowance utilised	*	*	–	*	–	–
Allowance during the year	2	2	–	*	4	–
Reversal of allowance during the year	*	*	–	*	–	–
Disposal of subsidiaries	(2)	(2)	–	*	–	–
Translation differences	*	*	–	*	1	1
At 31 December 2019	11	15	84	*	20	15

** Less than $1 million*

(b) The maximum exposure to credit risk for trade receivables and other financial assets (by business activities) at the reporting date was:

The Group	Trade receivables 2020 $'M	Other financial assets 2020 $'M	Trade receivables 2019 $'M	Other financial assets 2019 $'M
Fee income-related business	75	610	76	418
Real Estate Investments	117	2,987	89	3,565
Corporate and Others	1	786	*	456
	193	4,383	165	4,439

(c) The credit quality of trade and other receivables is assessed based on credit policies established by management. The Group monitors customer credit risk by grouping trade and other receivables based on their characteristics. Trade and other receivables with high credit risk will be identified and monitored by the respective strategic business units. Where a customer has been granted a temporary extension in the credit period as a result of the COVID-19 pandemic, the past-due status is based on the extended credit period. The Group's credit risk exposure in relation to trade and other receivables under SFRS(I) 9 as at 31 December 2020 are set out in the provision matrix as follows:

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		<---------------- Past due	---------------->		
	Current $'M	Within 30 days $'M	30 to 90 days $'M	More than 90 days $'M	Total $'M
2020					
Expected loss rate	1.5%	8.8%	18.8%	53.8%	
Trade receivables	133	34	16	39	222
Loss allowance	2	3	3	21	29
Trade receivables under deferment scheme	*	*	*	*	1
Expected loss rate	–	–	–	*	
Amounts due from associates	110	16	17	8	151
Loss allowance	–	–	–	*	*
Expected loss rate	4.1%	–	–	64.3%	
Amounts due from joint ventures (current)	171	1	1	28	201
Loss allowance	7	*	*	18	25
Expected loss rate	3.2%	–	–	–	
Amounts due from joint ventures (non-current)	472	–	–	–	472
Loss allowance	15	–	–	–	15
Expected loss rate	2.4%	–	–	–	
Amounts due from related parties	3,526	30	2	94	3,652
Loss allowance	84	–	–	–	84
2019					
Expected loss rate	–	–	–	61.1%	
Trade receivables	115	28	15	18	176
Loss allowance	*	*	*	11	11
Expected loss rate	–	–	–	–	
Amounts due from associates	91	12	5	3	111
Loss allowance	–	–	–	*	*
Expected loss rate	4.1%	–	–	39.5%	
Amounts due from joint ventures (current)	122	3	3	38	166
Loss allowance	5	–	–	15	20
Expected loss rate	2.6%	–	–	–	
Amounts due from joint ventures (non-current)	567	–	–	–	567
Loss allowance	15	–	–	–	15
Expected loss rate	2.5%	–	–	–	
Amounts due from related parties	3,375	2	6	188	3,571
Loss allowance	84	–	–	–	84

** Less than $1 million*

No aging analysis of contract assets and other receivables are presented as the majority of outstanding balances as at 31 December 2020 and 31 December 2019 are current.

(d) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group actively manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all refinancing, repayment and funding needs are met. As part of its overall prudent liquidity management, the Group maintains sufficient level of cash or cash convertible investments to meet its working capital requirement. In addition, the Group strives to maintain sufficient available banking facilities to meet working capital and funding needs.

Uncertainty about the effects of COVID-19 has resulted in significant disruption to capital and securities markets, which, if it continues, may affect the Group's ability to raise new capital and refinance its existing debt. While the Group has unutilised facilities and funds available for use, there can be no assurance that the Group will be able to refinance its indebtedness, as and when such indebtedness becomes due, on commercially reasonable terms or at all. The significant economic disruption as a result of the COVID-19 pandemic may also affect the Group's ability to refinance its existing debt. The Group's level of indebtedness means that a material portion of the Group's expected cash flow may be required to be dedicated to the payment of interest on the Group's indebtedness, thereby reducing the funds available to the Group for use in the general business operations.

As part of the Group's borrowing activities, the Group is exposed to the risk of potential and actual breaches of financial covenants in the Group's indebtedness which may also result in accelerated demands of payment or calls for events of default by lenders. This may restrict the Group's ability to obtain additional financing for capital expenditure, acquisitions or general corporate purposes and may cause the Group to be particularly vulnerable in any general economic downturn or instability in the global financial capital markets.

The Group has been actively managing its liquidity position amid the COVID-19 pandemic. As at 31 December 2020, the Group has approximately $3 billion (2019: $2 billion) of total cash and available undrawn committed facilities held under the Group, which is sufficient to support the Group's funding requirements for the next 24 months.

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The following are the expected contractual undiscounted cash flows of financial liabilities and derivative financial instruments, including interest payments and excluding the impact of netting agreements:

		<------------- Contractual cash flows ------------>			
	Carrying amount $M	Total $M	Not later than 1 year $M	Between 1 and 5 years $M	After 5 years $M
The Group					
31 December 2020					
Financial liabilities, at amortised cost					
Bank borrowings	(6,433)	(7,095)	(1,285)	(4,747)	(1,063)
Debt securities	(1,285)	(1,386)	(59)	(1,327)	-
Lease liabilities	(748)	(1,033)	(85)	(308)	(640)
Trade and other payables[#]	(12,739)	(12,858)	(7,297)	(4,541)	(1,020)
	(21,205)	(22,372)	(8,726)	(10,923)	(2,723)
Derivative financial assets/(liabilities), at fair value					
Interest rate swaps (net-settled)					
- liabilities	(68)	(68)	(25)	(43)	-
Forward foreign exchange contracts (net-settled)					
- assets	6	6	6	-	-
- liabilities	(5)	(5)	(5)	-	-
Cross currency swaps (gross-settled)	5				
- outflow		(163)	(2)	(161)	-
- inflow		171	4	167	-
Cross currency swaps (gross-settled)	(23)				
- outflow		(586)	(9)	(577)	-
- inflow		584	18	566	-
	(85)	(61)	(13)	(48)	-
	(21,290)	(22,433)	(8,739)	(10,971)	(2,723)

[#] *Excludes liability for employee benefits, derivative liabilities and deferred income.*

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		<------------- Contractual cash flows ------------>			
	Carrying amount $'M	Total $'M	Not later than 1 year $'M	Between 1 and 5 years $'M	After 5 years $'M
The Group					
31 December 2019					
Financial liabilities, at amortised cost					
Bank borrowings	(6,205)	(7,730)	(1,384)	(4,742)	(1,604)
Debt securities	(1,433)	(1,584)	(266)	(1,239)	(79)
Lease liabilities	(495)	(692)	(54)	(176)	(462)
Trade and other payables#	(12,873)	(13,019)	(7,097)	(3,708)	(2,214)
	(20,006)	(23,025)	(8.801)	(9,865)	(4,359)
Derivative financial assets/(liabilities), at fair value					
Interest rate swaps (net-settled)					
- assets	1	2	1	1	-
- liabilities	(50)	(45)	(17)	(28)	-
Forward foreign exchange contracts (net-settled)					
- assets	4	4	4	-	-
- liabilities	(1)	(1)	(1)	-	-
Cross currency swaps (gross-settled)	21				
- outflow		(527)	(28)	(499)	-
- inflow		579	41	538	-
Cross currency swaps (gross-settled)	(4)				
- outflow		(150)	(36)	(114)	-
- inflow		153	37	116	-
	(29)	15	1	14	-
	(20,035)	(23,010)	(8,800)	(9,851)	(4,359)

Excludes liability for employee benefits, derivative liabilities and deferred income.

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At 31 December 2020, the Group held the following instruments to hedge exposures to changes in foreign currency and interest rates:

	<-----Carrying amount----->			<-----Changes in fair value used for calculating hedge ineffectiveness----->				
	Contractual notional amount $'M	**Assets/ (Liabilities) $'M**	**Financial statement line item**	**Hedging instrument $'M**	**Hedged item $'M**	**Hedge ineffectiveness recognised in profit or loss $'M**	**Weighted average hedge forex rate/ interest rate (%)**	**Maturity date**
31 December 2020								
Cashflow hedges								
Foreign exchange risk								
- Cross currency swaps to hedge foreign currency borrowings	207	(8)	Derivative financial instruments	(4)	4	–	USD: SGD1.307 (USD 2.605%)	January 2022 to August 2025
Interest rate risk								
- Interest rate swaps to hedge floating rate borrowings	1,591	(68)	Derivative financial instruments	(27)	27	–	1.493%	April 2021 to October 2023

NOTES TO THE COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	<-----Carrying amount----->			<-----Changes in fair value used for calculating hedge ineffectiveness----->				
	Contractual notional amount $'M	**Assets/ (Liabilities) $'M**	**Financial statement line item**	**Hedging instrument $'M**	**Hedged item $'M**	**Hedge ineffectiveness recognised in profit or loss $'M**	**Weighted average hedge forex rate/ interest rate (%)**	**Maturity date**
31 December 2020								
Net investment hedges								
Foreign exchange risk								
- Borrowings to hedge net investments in foreign operations	–	(846)	Borrowings	(9)	9	–	JPY: SGD0.0127 EUR: SGD1.591 GBP: SGD1.753 AUD: SGD0.98 KRW: SGD0.0009	October 2021 to September 2023
- Forward contracts to hedge net investments in foreign operations	457	1	Derivative financial instruments	(3)	3	–	USD: SGD1.354 RMB: SGD0.203 JPY: SGD0.0130 EUR: SGD1.606 AUD: SGD0.966 GBP: SGD1.759 MYR: SGD0.326	January 2021 to March 2021
- Cross currency swaps to hedge net investments in foreign operations	489	(10)	Derivative financial instruments	(29)	29	–	JPY: SGD0.011 EUR: SGD1.531 KRW: SGD0.0009	January 2022 to August 2025

NOTES TO THE COMBINED FINANCIAL STATEMENTS
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	<---Carrying amount	--->		<---Changes in fair value used for calculating hedge ineffectiveness		--->		
	Contractual notional amount $'M	Assets/ (Liabilities) $'M	Financial statement line item	Hedging instrument $'M	Hedged item $'M	Hedge ineffectiveness recognised in profit or loss $'M	Weighted average hedge forex rate/ interest rate (%)	Maturity date
31 December 2019								
Cashflow hedges								
Foreign exchange risk								
- Cross currency swaps to hedge foreign currency borrowings	69	(1)	Derivative financial instruments	(2)	2	-	USD: SGD 1.3508	November 2023
- Forward contracts to hedge foreign currency borrowings and receivables from divestment proceeds	2	*	Derivative financial instruments	(2)	2	*	MYR: SGD0326	April 2020
Interest rate risk								
- Interest rate swaps to hedge floating rate borrowings	2,324	(49)	Derivative financial instruments	(34)	34	-	1.736%	March 2020 to October 2023
Net investment hedges								
Foreign exchange risk								
- Borrowings to hedge net investments in foreign operations	-	(820)	Borrowings	*	*	-	JPY: SGD0.0124 EUR: SGD1.503 GBP: SGD1.753 AUD: SGD0.928	August 2020 to September 2023
- Forward contracts to hedge net investments in foreign operations	493	3	Derivative financial instruments	(1)	1	-	USD: SGD1.366 RMB: SGD0.194 JPY: SGD0.0126 EUR: SGD1.512 AUD: SGD0.936	January 2020 to March 2020
- Cross currency swaps to hedge net investments in foreign operations	613	18	Derivative financial instruments	14	(14)	-	JPY: SGD0.011 EUR: SGD1.531 KRW: SGD0.00116	April 2020 to April 2023

* Less than $1M

The following table provides a reconciliation by risk category of components of equity and analysis of other comprehensive income items (net of tax) resulting from cashflow hedge accounting.

	2020 $'M	2019 $'M
At 1 January	(33)	(22)
Change in fair value:		
- Foreign currency risk	*	*
- Interest rate risk	(20)	(15)
Amount reclassified to profit or loss:		
- Foreign currency risk	*	*
- Interest rate risk	2	4
At 31 December	(51)	(33)

(e) Offsetting financial assets and financial liabilities

The disclosures set out in the tables below include financial assets and financial liabilities that:

- are offset in the Group's balance sheets; or
- are subject to an enforceable master netting arrangement, irrespective of whether they are offset in the balance sheets.

Financial instruments such as trade receivables and trade payables are not disclosed in the tables below unless they are offset in the balance sheets.

The Group's derivative transactions that are not transacted through an exchange, are governed by the International Swaps and Derivatives Association (ISDA) Master Netting Agreements. In general, under such agreements, the amounts due on a single day in respect of all transactions outstanding in the same currency are aggregated into a single net amount and settled between the counterparties. In certain circumstances, for example when a credit event such as a default occurs, all outstanding transactions under the agreement are terminated, the termination value is assessed and set off into a single net amount to be settled.

The above ISDA agreements do not meet the criteria for offsetting in the balance sheets as a right of set-off of recognised amounts is enforceable only following an event of default, insolvency or bankruptcy of the Group or the counterparties. In addition, the Group and its counterparties do not intend to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

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	Note	Gross amount of recognised financial assets/ (liabilities) $'M	Gross amount of recognised financial assets/ (liabilities) offset in the balance sheet $'M	Net amount of financial assets/ (liabilities) presented in the balance sheet $'M	Related amount not offset in the balance sheet $'M	Net amount $'M
31 December 2020						
Types of financial assets						
Forward foreign exchange contracts		6	–	6	(5)	1
Cross currency swaps		5	–	5	–	5
	10(a), 10(b)	11	–	11	(5)	6
Types of financial liabilities						
Interest rate swaps		(68)	–	(68)	–	(68)
Forward foreign exchange contracts		(5)	–	(5)	5	–
Cross currency swaps		(23)	–	(23)	–	(23)
	15, 18	(96)	–	(96)	5	91
31 December 2019						
Types of financial assets						
Interest rate swaps		1	–	1	–	1
Forward foreign exchange contracts		4	–	4	(1)	3
Cross currency swaps		21	–	21	–	21
	10(a), 10(b)	26	–	26	(1)	25
Types of financial liabilities						
Interest rate swaps		(50)	–	(50)	–	(50)
Forward foreign exchange contracts		(1)	–	(1)	1	*
Cross currency swaps		(4)	–	(4)	–	(4)
	15, 18	(55)	–	(55)	1	(54)

* Less than $1M

32 Commitments

As at the reporting date, the Group had the following commitments:

(a) Operating lease

The Group's operating lease relates to leases with lease terms of 12 months or less or low value assets. Future minimum lease payments for the Group on non-cancellable operating leases are as follows:

	2020 $'M	2019 $'M
Lease payments payable:		
Not later than 1 year	30	66
Between 1 and 5 years	1	*
	31	66

** Less than $1 million*

(b) Commitments

	2020 $'M	2019 $'M
Commitments in respect of:		
- capital expenditure contracted but not provided for in the financial statements	15	26
- development expenditure contracted but not provided for in the financial statements	128	114
- capital contribution in associates and joint ventures	847	863
- purchase of land contracted but not provided for in the financial statements	8	–
	998	1,003

(c) As at the reporting date, the notional principal values of financial instruments were as follows:

	2020 $'M	2019 $'M
Interest rate swaps	1,591	2,324
Forward foreign exchange contracts	457	495
Cross currency swaps	696	682
	2,744	3,501

The maturity profile of these financial instruments was:

	2020 $'M	2019 $'M
Not later than 1 year	718	1,483
Between 1 and 5 years	2,026	2,018
	2,744	3,501

33 Financial Guarantee Contracts and Contingent Liabilities

The Group accounts for its financial guarantees as insurance contracts. At the reporting date, the Group does not consider that it is probable that a claim will be made against the Group under the financial guarantee contracts. Accordingly, the Group does not expect any net cash outflows resulting from the financial guarantee contracts. The Group issue guarantees only for subsidiaries and related parties of the CapitaLand Group.

	2020 $'M	2019 $'M
(a) Guarantees given to banks to secure banking facilities provided to joint ventures	5	6

(b) Undertakings by the Group:

(i) As at 31 December 2020, a subsidiary of the Group has pledged its shares in an associate for the revolving loan facilities amounting to $500 million (2019: $300 million) granted to a related party. As at 31 December 2020, the total amount outstanding under the facilities was $484 million (2019: $267 million).

(ii) As at 31 December 2020, two subsidiaries of the Group has pledged its shares and redeemable preference shares in an associate for a term loan facility obtained by the associate amounting to $1,078 million (2019: $1,088 million).

(iii) As at 31 December 2020, a subsidiary of the Group provided an indemnity for banker's guarantee issuance on a joint and several basis, in respect of term loan and revolving loan facilities amounting to $162 million (2019: $163 million) granted to a joint venture. As at 31 December 2020, the total amount outstanding under the facilities was $148 million (2019: $142 million).

(iv) As at 31 December 2020, a subsidiary of the Group in China, whose principal activity is the trading of development properties, would in the ordinary course of business act as guarantors for the bank loans taken by the buyers to finance the purchase of residential properties developed by this subsidiary. As at 31 December 2020, the outstanding notional amount of the guarantees amounted to $30 million (2019: $31 million).

(c) Government assistance

In response to the economic impacts of the COVID-19 coronavirus pandemic, the governments of the Japan, France and United States of America introduced various financial support schemes, which provided guarantees for bank loans borrowed by the Group's subsidiaries amounting to $52 million issued by the respective banks during the year. The interest rates of the loans ranged from 0% to 1.11%.

The Group determined that the interest rates for an equivalent loan issued on an arm's length basis without the guarantee would have ranged from 0.4% to 2.5%. There are no unfilled conditions or contingencies for the government assistance as at 31 December 2020.

34 Significant Related Party Transactions

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the direct and indirect ability to control the party, jointly control or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or significant influence. Related parties may be individuals or other entities.

The Group considers the directors of the Company, Group CEO and key management officers of the corporate office as well as CEOs of the businesses and functions to be key management personnel in accordance with SFRS(I) 1-24 Related Party Disclosures. All key management personnel are employees of the immediate holding company and no consideration is paid to the immediate holding company for services rendered by the key management personnel. No apportionment has been made as the services provided by these directors to the Company are incidental to their responsibilities to the larger group.

In addition to the related party information disclosed elsewhere in the financial statements, there were significant related party transactions which were carried out in the normal course of business on terms agreed between the parties as follows:

	2020 $M	2019 $'M
Related corporations		
Management fee income	1	*
Rental income	-	*
Utilities expenses	(1)	(1)
Telecommunication expenses	(7)	(2)
Security services expenses	*	*
Other expenses	*	*
Payables included in trade and other payables and non-current liabilities	*	*
Receivables included in trade and other receivables	*	*

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	2020 $M	2019 $'M
Immediate holding company		
IT support services income	10	2
Management fee expenses	(31)	(29)
Administrative support services expenses	(6)	(6)
Others	(5)	(6)
Fellow subsidiaries under the immediate holding company		
Management fee income	32	36
IT support services income	31	24
Rental Income	9	3
Administrative support services income	7	2
Management fee expenses	(47)	(48)
Rental expense	(6)	(3)
Purchase consideration for the acquisition of investments	2,616	493
Others	(3)	8
Associates and joint ventures		
Management fee income	387	351
Construction and project management income	4	3
Rental expense	(3)	(3)
Acquisition and divestment fees, accounting service fee, marketing income and other fees	104	131
Proceeds from sale of investment	66	-

35 Operating Segments

Management determines the operating segment based on the reports reviewed and used for strategic decision making and resources allocation. The Group organises its reporting structure into segments by business activities to more accurately reflect the way the Group manage its businesses. The segments comprise the Group's integrated capabilities in the residential, retail, commercial, industrial, logistics and business parks asset classes, strategically deployed in each market.

For segment reporting purpose, the Group's primary segment is based on business activities. The Group's secondary segment is reported by geographical locations, namely Singapore, China, other emerging markets and other developed markets.

The Group's reportable operating segments are as follows:

(i) Fee income-related business involves Group fee income businesses from investment and asset management of listed and unlisted funds, lodging and project management services.

(ii) Real Estate Investments involves real estate investments in office, shopping malls, lodging, data centre, industrial, logistics and business parks.

(iii) Corporate and Others includes Corporate office.

Information regarding the operations of each reportable segment is included below. Management monitors the operating results of each of its primary segments for the purpose of making decisions on resource allocation and performance assessment. Performance is measured based on segment earnings before interest, tax, depreciation and amortisation (EBITDA). EBITDA is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Group financing (including finance costs) and income taxes are managed on a group basis and are not allocated to operating segments. Segment assets and liabilities are presented net of inter-segment balances. Inter-segment pricing is determined on arm's length basis.

In term of secondary segment, the Group presents its businesses based on geographical locations based on Singapore, China, other emerging markets and other developed markets.

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Operating Segments – 31 December 2020

	Fee Income-related Business $'M	Real Estate Investments $'M	Corporate and Others $'M	Elimination $'M	Total $'M
Revenue					
External revenue	634	1,292	57	–	1,983
Inter-segment revenue	152	22	153	(327)	–
Total revenue	**786**	**1,314**	**210**	**(327)**	**1,983**
Segmental results					
Company and combining entities	170	(196)	18	–	(8)
Associates	–	81	–	–	81
Joint ventures	4	(110)	–	–	(106)
EBITDA	**174**	**(225)**	**18**	–	**(33)**
Depreciation and amortisation					(149)
Finance costs					(377)
Tax expense					(114)
Loss for the year					**(673)**
Segment assets	**1,740**	**36,057**	**7,036**	**(6,610)**	**38,223**
Segment liabilities	**586**	**19,842**	**2,061**	–	**22,489**

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Operating Segments – 31 December 2020

	Fee Income-related Business $'M	Real Estate Investments $'M	Corporate and Others $'M	Elimination $'M	Total $'M
Other segment items:					
Interest income	12	19	9	–	40
Depreciation and amortisation	(16)	(110)	(23)	–	(149)
Allowance for foreseeable losses	–	(17)	–	–	(17)
Impairment losses on assets	(119)	(85)	(3)	–	(207)
Fair value loss on investment properties	–	(698)	–	–	(698)
Share-based expenses	(13)	(2)	(3)	–	(18)
Net gains on disposal of investments	(9)	149	*	–	140
Associates	*	10,908	–	–	10,908
Joint ventures	–	2,290	–	–	2,290
Capital expenditure#	20	291	17	–	328
Non-current assets[1]	906	29,740	6,659	(6,610)	30,695

** Less than $1 million*

Capital expenditure consists of additions of property, plant and equipment, investment properties and intangible assets.

[1] *Non-current assets comprised property, plant and equipment, intangible assets, investment properties, investment in associates and joint ventures and prepayments.*

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Operating Segments – 31 December 2019

	Fee Income-related Business $'M	Real Estate Investments $'M	Corporate and Others $'M	Elimination $'M	Total $'M
Revenue					
External revenue	597	1,849	42	–	2,488
Inter-segment revenue	173	7	154	(334)	–
Total revenue	**770**	**1,856**	**196**	**(334)**	**2,488**
Segmental results					
Company and combining entities	246	1,255	(5)	–	1,496
Associates	–	793	–	–	793
Joint ventures	17	155	–	–	172
EBITDA	**263**	**2,203**	**(5)**	–	**2,461**
Depreciation and amortisation					(113)
Finance costs					(327)
Tax expense					(273)
Profit for the year					**1,748**
Segment assets	**1,696**	**36,766**	**6,997**	**(6,617)**	**38,842**
Segment liabilities	**569**	**19,996**	**1,699**	–	**22,266**

** Less than $1 million*

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Operating Segments – 31 December 2019

	Fee Income-related Business $'M	Real Estate Investments $'M	Corporate and Others $'M	Elimination $'M	Total $'M
Other segment items:					
Interest income	10	22	10	–	42
Depreciation and amortisation	(15)	(78)	(20)	–	(113)
Impairment losses on assets	(10)	(15)	(4)	–	(29)
Fair value gain on investment properties	–	549	–	–	549
Share-based expenses	(21)	(4)	(4)	–	(29)
Gains on disposal of investments	*	59	*	–	59
Associates	*	11,084	–	–	11,084
Joint ventures	178	2,431	–	–	2,609
Capital expenditure[#]	27	444	11	–	482
Non-current assets[1]	1,012	30,084	6,664	(6,617)	31,143

** Less than $1 million*

[#] *Capital expenditure consists of additions of property, plant and equipment, investment properties and intangible assets.*

[1] *Non-current assets comprised property, plant and equipment, intangible assets, investment properties, investment in associates and joint ventures and prepayments.*

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FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

Geographical Information

	Singapore $'M	China $'M	Other developed markets[1] $'M	Other emerging markets[2] $'M	Group $'M
31 December 2020					
External revenue	580	363	816[5]	224	1,983
EBITDA[4]	420	(101)	(307)	(45)	(33)
Non-current assets[3]	9,518	9,336	8,788[6]	3,053	30,695
Total assets	13,088	11,524	10,008	3,603	38,223
31 December 2019					
External revenue	430	476	1,271[5]	311	2,488
EBITDA[4]	873	958	523	107	2,461
Non-current assets[3]	9,707	9,213	9,057[6]	3,166	31,143
Total assets	13,397	11,595	10,050	3,800	38,842

** Less than $1 million*

1 Includes United Kingdom, France, Germany, Spain, Belgium, Ireland, Japan, South Korea, United States of America, Australia and New Zealand.
2 Other emerging markets refers to Asia, but excludes Singapore, China, Hong Kong, Japan and South Korea.
3 Non-current assets comprised property, plant and equipment, intangible assets, investment properties, investment in associates and joint ventures.
4 Fair value losses of $698 million in 2020 included in EBITDA (2019: gain of $549 million).
5 Includes revenue from United States of America of $356 million (2019: $ 596 million), Japan of $163 million (2019: $196 million) and Australia of $130 million (2019: $128 million).
6 Includes non-current assets from United States of America of $2,177 million (2019: $ 2,331 million), Japan of $2,748 million (2019: $3,033 million) and Australia of $1,579 million (2019: $1,356 million).

36 Subsequent Events

a) On 9 February 2021, ART announced that its wholly owned subsidiary has entered into a conditional sale and purchase agreement with an unrelated third party to divest, through the divestment of interests in Shanghai Xinwei Real Estate Development Co. (being the relevant target company), Somerset Xuhui Shanghai (being the relevant property) at an agreed aggregate value of the property of RMB1,050 million (approximately S$216 million). The transaction has been completed as of the date of the financial statement.

b) On 28 April 2021, Empress Investments Pte. Ltd. ("**EIPL**"), a subsidiary of the Group, entered into agreements to acquire 100% of the equity interest in two PRC companies that own and manage a hyperscale data centre campus located in Minhang, Shanghai, PRC (being the relevant target asset) for a cash consideration of approximately RMB3.66 billion. The Group's wholly owned subsidiary, CapitaLand China Data Centre One Pte. Ltd. and CapitaLand's wholly owned trust, CapitaLand Data Centre Trust are shareholders of EIPL, and own 80% and 20% respectively of the shares in EIPL. The acquisition will be funded by internal cashflow and external loans and is expected to be completed by the third quarter of FY2021, subject to fulfilment of certain conditions precedent.

c) On 4 May 2021, Ascendas Fusion 5 Holding Pte. Ltd., a wholly owned subsidiary of the Group, entered into a share purchase agreement to divest its entire 75% interest in Ascendas Fusion 5 Pte. Ltd. which owns a property known as Galaxis in Singapore, to A-REIT, an associate of the Group, for a total consideration estimated to be S$534 million. The transaction has been completed as of the date of the financial statement.

d) On 27 May 2021, Ascendas (China) Pte Ltd (the "Purchaser"), a subsidiary of the Group, entered into a conditional equity transfer agreement (the "Agreement") for the increase of its interest in DLSP – Ascendas Co., Ltd., which holds Dalian Ascendas IT Park located in Dalian High-Tech Industrial Zone, Dalian, PRC (the "Property"), from 50% to 100%. The acquisition is by way of acquiring the 50% interest (the "Acquired Interest") held by its joint venture partner (the "Vendor"), at a cash consideration of RMB501 million (approximately S$103 million). The transaction has been completed as of the date of the financial statement.

In connection with the acquisition, the Vendor has been granted a call option (the "Call Option"), which it may, subject to fulfilment of certain conditions, exercise on the date falling six months after the date of the Agreement, to repurchase the acquired interest. The Call Option is part of the negotiated structure of the overall acquisition, which is with a view to obtaining full control of the Property whilst providing the Vendor six months to settle certain of its internal affairs. If the Call Option is not exercised by the Vendor on the date due for its exercise, the Group would continue to have full control of the Property.

e) On 16 June 2021, the Group's subsidiaries, ART and The Ascott Limited ("Ascott"), , announced that they will jointly invest and develop a freehold student accommodation asset located in South Carolina, USA for an expected total amount of US$110 million (approximately S$146 million). The joint investment and development will be funded by internal cashflow and external loans.

f) On 28 June 2021, the Group entered into conditional agreements to divest partial stakes in a group of companies incorporated in PRC that own six Raffles City developments in PRC to an unrelated third party capital partner (the "RCCIV/Senning Transactions"). Details of the transactions are as follows:

    (1) The target companies are owned by Senning Property Ltd ("Senning") and subsidiaries of Raffles City Income Ventures Limited ("RCCIV"). The Group currently holds a 55% stake in RCCIV and a 45% stake in Senning. RCCIV's subsidiaries include Hua Qing Holdings Pte Ltd ("HQH") which holds a 95% stake in the target company owning

Raffles City Shanghai. RCCIV has a 58.8% interest in HQH. The remaining interest in HQH is held by two other shareholders, one of which will be exiting from HQH entirely (the "Exiting HQH Shareholder") and the other of which will be increasing its interest in HQH (the "Remaining HQH Shareholder"). The other shareholders of RCCIV and Senning respectively (collectively, the "Other Shareholders"), the Remaining HQH Shareholder and the Exiting HQH Shareholder are third parties unrelated to the Group, and are also parties to the conditional agreements relevant to each of them.

(2) The transaction consists of the following:

(i) the divestment by RCCIV, Senning and HQH of part of their respective equity stakes in the target companies, such that the purchaser will acquire a 70% equity stake in each of Beijing Xinjie Real Estate Development Co., Ltd. ("RCB Co"), Raffles City Chengdu Co., Ltd. ("RCC Co"), Ningbo Xin Yin Property Development Co., Ltd. ("RCN Co"), Raffles City (Hangzhou) Real Estate Development Co., Ltd. ("RCH Co") and Shanghai Orient Overseas Kaixuan Real Estate Co., Ltd. (a subsidiary of Senning) ("RCCN Co"), as well as a 60% equity stake in Shanghai Hua Qing Real Estate Management Co., Ltd. ("RCS Co") ("Transaction Part 1"). The estimated aggregate cash consideration for this Transaction Part 1 is RMB29 billion (approximately S$6 billion);

(ii) RCCIV's sale of approximately 22.7% of its interest in HQH (the "HQH Interest") to the Remaining HQH Shareholder ("Transaction Part 2") together with the one of the shareholders of Exiting HQH Shareholder's sale of its entire interest in HQH to the Remaining HQH Shareholder. By increasing its interest in HQH, the Remaining HQH Shareholder's effective stake in RCS Co will remain unchanged at approximately 22.35% notwithstanding Transaction Part 1. The estimated cash consideration for Transaction Part 2 is S$191 million; and

(iii) the acquisition of all of the Other Shareholders' equity stakes in RCCIV and Senning (respectively, the "RCCIV Interest" and the "Senning Interest") by CapitaLand's subsidiaries ("Transaction Part 3"), which will result in RCCIV and Senning becoming wholly owned subsidiaries of CapitaLand and increase CapitaLand's interest in HQH, which is held through RCCIV. The completion of Transaction Part 3 will rebalance CapitaLand's stakes in the target companies to the range of 12.6% to 30%. The estimated cash consideration for the RCCIV Interest and Senning Interest is US$418 million (approximately S$554 million) and S$392 million respectively.

(3) Completion is expected to take place by the third quarter of 2021.

g) On 1 July 2021, the Group will invest approximately JPY8 billion (or approximately S$91 million) to fully acquire a freehold site and develop a four-storey modern logistics facility in Ibaraki City, Osaka, Japan. The site was acquired from Mitsui & Co. The logistics facility is expected to be completed in the third quarter of 2023. The investment and development will be funded by internal cashflow and external loans. The Group also completed the divestment of two retail malls, namely, Olinas Mall and Seiyu & Sundrug Higashimatsuyama, both located in Greater Tokyo, for a total of over approximately JPY42 billion (or approximately S$520 million) to unrelated third parties.

37 Adoption of New Accounting Standards

The Group has applied the following SFRS(I)s, amendments to and interpretations of SFRS(I) for the first time for the annual period beginning on 1 January 2020:

- Amendments to References to Conceptual Framework in SFRS(I) Standards
- Definition of a Business (Amendments to SFRS(I) 3)
- Definition of Material (Amendments to SFRS(I) 1-1 and SFRS(I) 1-8)

The Group applied the amendments relating to definition of a business to business combinations whose acquisition dates are on or after 1 January 2020 in assessing whether it had acquired a business or a group of assets. The details of accounting policy are set out in note 3.2.

The application of these amendments to standards and interpretations does not have a material effect on the financial statements.

The Group has early adopted *COVID-19-Related Rent Concessions – Amendment to SFRS(I) 16* issued on 28 May 2020. The amendment introduces an optional practical expedient for leases in which the Group is a lessee – i.e. for leases to which the Group applies the practical expedient, the Group is not required to assess whether eligible rent concessions that are a direct consequence of the COVID-19 pandemic are lease modifications. The Group has applied the amendment retrospectively. The amendment has no impact on the Group's revenue reserve at 1 January 2020. The details of accounting policy is set out in note 3.14.

Except for the adoption of *COVID-19-Related Rent Concessions – Amendment to SFRS(I) 16*, the Group has not early adopted the new standards, interpretations and amendments to standards (collectively, "Changes") which are effective for annual periods beginning after 1 January 2020, in preparing these combined financial statements. These Changes are not expected to have a significant impact on the Group's financial statements.

38 Non-controlling interests

The following subsidiary of the Group has material non-controlling interests (NCI):

Name of Entity	**Principal place of business**	**Effective interest held by NCI**	
		2020	**2019**
		%	**%**
Ascott Residence Trust[1]	Asia Pacific, Europe and United States of America	59.4	59.9

[1] *Indirectly held through The Ascott Limited. Audited by KPMG LLP Singapore*

NOTES TO THE COMBINED FINANCIAL STATEMENTS
FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

The following table summarises the financial information of ART, based on its consolidated financial statements prepared in accordance with SFRS(I), modified for fair value adjustments on acquisition and differences in the Group's accounting policies. The information is before inter-company eliminations with other entities in the Group.

	ART Group $'M	Other subsidiaries with individually immaterial NCI $'M	Total $'M
31 December 2020			
Revenue	370		
Loss after tax	(225)		
Other comprehensive income	61		
Total comprehensive income	(164)		
Attributable to NCI:			
- (Loss)/Profit	(135)	21	(114)
- Total comprehensive income	(99)	(38)	(61)
Current assets	622		
Non-current assets	6,542		
Current liabilities	(538)		
Non-current liabilities	(2,584)		
Net assets	4,042		
Net assets attributable to NCI	2,594	869	3,463
Cash flows from:			
- Operating activities	74		
- Investing activities	296		
- Financing activities[1]	(166)		
Net increase in cash and cash equivalents	204		

[1] Includes dividends paid to NCI (83)

NOTES TO THE COMBINED FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2020 AND 2019

	ART Group $'M	Other subsidiaries with individually immaterial NCI $'M	Total $'M
31 December 2019			
Revenue	515		
Profit after tax	216		
Other comprehensive income	(34)		
Total comprehensive income	183		
Attributable to NCI:			
- Profit	120	184	304
- Total comprehensive income	101	158	259
Current assets	595		
Non-current assets	6,828		
Current liabilities	(565)		
Non-current liabilities	(2,515)		
Net assets	4,343		
Net assets attributable to NCI	2,794	775	3,569
Cash flows from:			
- Operating activities	229		
- Investing activities	259		
- Financing activities[1]	(440)		
Net increase in cash and cash equivalents	48		
[1] Includes dividends paid to NCI	(92)		

ART is regulated by the Monetary Authority of Singapore and is supervised by the Singapore Exchange Securities Trading Limited for compliance with the Singapore Listing Rules. Under the regulatory framework, transactions between the Group and ART are either subject to review by ART's trustee and significant transactions must be approved by a majority of votes by the remaining holders of units in ART at a meeting of unitholders.

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Report on review of Condensed Interim Financial Information

The Board of Directors
CapitaLand Investment Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Introduction

We have reviewed the accompanying condensed interim combined balance sheet of CapitaLand Investment Limited ("the Company") and its subsidiaries ("the Group") as at 31 March 2021, the condensed interim combined income statement, statements of comprehensive income, changes in equity and cash flows for the three-month period then ended and certain explanatory notes (the Condensed Interim Financial Information). Management is responsible for the preparation and presentation of this Condensed Interim Financial Information in accordance with Singapore Financial Reporting Standard (International) ("SFRS(I)") 1-34 *Interim Financial Reporting* and International Accounting Standard ("IAS") 34 *Interim Financial Reporting*. Our responsibility is to express a conclusion on this Condensed Interim Financial Information based on our review.

Scope of review

We conducted our review in accordance with the Singapore Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Singapore Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying Condensed Interim Financial Information for the three-month period ended 31 March 2021 is not prepared, in all material respects, in accordance with SFRS(I) 1-34 *Interim Financial Reporting* and IAS 34 *Interim Financial Reporting.*

KPMG LLP (Registration No. T08LL1267L), an accounting limited liability partnership registered in Singapore under the Limited Liability Partnership Act (Chapter 163A) and a member firm of the KPMG global organization of independent member firms affiliated with KPMG International Limited, a private English company limited by guarantee.

Other matter

The Condensed Interim Financial Information for the comparative three-month period ended 31 March 2020 has not been audited or reviewed.

Restriction on distribution and use

Our report is provided in accordance with the terms of our engagement. Our work was undertaken so that we might report to you on the Condensed Interim Financial Information for the purpose of inclusion in the introductory document prepared in relation to the proposed listing and quotation of all the issued ordinary shares in the capital of the Company on the Singapore Exchange Securities Trading Limited by way of an introduction and complying with the requirements of Rule 25 of Singapore Code of Take-Overs and Mergers with respect to Condensed Interim Financial Information, and for no other purpose. We do not assume responsibility to anyone other than Company for our work, for our report, or for the conclusions we have reached in our report.

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
17 July 2021

CONDENSED INTERIM COMBINED BALANCE SHEET
AS AT 31 MARCH 2021

	Note	31 March 2021 $'M	31 December 2020 $'M
Non-current assets			
Property, plant and equipment		1,107	1,096
Intangible assets		1,009	1,006
Investment properties	8	16,234	15,852
Associates		11,042	10,908
Joint ventures		2,313	2,290
Deferred tax assets		65	58
Other non-current assets		523	770
		32,293	31,980
Current assets			
Development properties for sale and stocks		212	211
Trade and other receivables		4,349	4,258
Other current assets		2	6
Assets held for sale		32	32
Cash and cash equivalents		1,638	1,736
		6,233	6,243
Less: current liabilities			
Trade and other payables		6,107	5,513
Contract liabilities		*	*
Short term borrowings	11	915	1,132
Current portion of debt securities	12	–	22
Current tax payable		417	470
		7,439	7,137
Net current liabilities		(1,206)	(894)
Less: non-current liabilities			
Long term borrowings	11	6,117	6,049
Debt securities	12	1,403	1,263
Deferred tax liabilities		462	464
Other non-current liabilities		7,089	7,576
		15,071	15,352
Net assets		16,016	15,734
Representing:			
Share capital		7,926	7,926
Revenue reserve		9,098	8,916
Other reserves		(4,888)	(4,967)
Equity attributable to owners of the Company		12,136	11,875
Perpetual securities		397	396
Non-controlling interests		3,483	3,463
Total equity		16,016	15,734

** Less than $1 million*

The accompanying notes form an integral part of these financial statements.

CONDENSED INTERIM COMBINED INCOME STATEMENT
FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

	Note	Three-month period ended 31 March 2021 $'M	31 March 2020 $'M
Revenue	5	516	578
Cost of sales		(243)	(309)
Gross profit		273	269
Other operating income	6(a)	60	37
Administrative expenses	6(b)	(123)	(127)
Other operating expenses	6(c)	(3)	*
Profit from operations		207	179
Finance costs		(92)	(87)
Share of results (net of tax) of:			
- associates		113	111
- joint ventures		18	18
		131	129
Profit before tax		246	221
Tax expense	7	(30)	(33)
Profit for the period		216	188
Attributable to:			
Owners of the Company		190	163
Non-controlling interests		26	25
Profit for the period		216	188
Basic and diluted earnings per share (cents) [1]		6.8	5.9

** Less than $1 million*

[1] Based on weighted average number of shares of 2,807,623,000 for the three-month period ended 31 March 2021 and 2,772,200,000 for the three-month period ended 31 March 2020.

The accompanying notes form an integral part of these financial statements.

CONDENSED INTERIM COMBINED STATEMENT OF COMPREHENSIVE INCOME FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

	Three-month period ended	
	31 March 2021	**31 March 2020**
	$'M	**$'M**
Profit for the period	216	188
Other comprehensive income:		
Items that may be reclassified subsequently to profit or loss		
Exchange differences arising from translation of foreign operations and foreign currency loans forming part of net investment in foreign operations	(21)	262
Effective portion of change in fair value of cash flow hedges	*	(28)
Share of other comprehensive income of associates and joint ventures	127	10
Recognition of hedging reserve in profit or loss	2	–
Items that will not be reclassified subsequently to profit or loss		
Change in fair value of equity investments at fair value through other comprehensive income	20	12
Total other comprehensive income for the period, net of tax	128	256
Total comprehensive income for the period	344	444
Attributable to:		
Owners of the Company	281	397
Non-controlling interests	63	47
Total comprehensive income for the period	344	444

** Less than $1 million*

The accompanying notes form an integral part of these financial statements.

CONDENSED INTERIM COMBINED STATEMENT OF CHANGES IN EQUITY FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

Three-month period ended 31 March 2021	Share capital $'M	Revenue reserve $'M	Capital and other reserve $'M	Hedging reserve $'M	Fair value reserve $'M	Asset revaluation reserve $'M	Foreign currency translation reserve $'M	Total $'M	Perpetual securities $'M	Non-controlling interests $'M	Total equity $'M
At 1 January 2021	7,926	8,916	(4,756)	(110)	52	6	(159)	11,875	396	3,463	15,734
Total comprehensive income											
Profit for the period	–	190	–	–	–	–	–	190	–	26	216
Other comprehensive income											
Exchange differences arising from translation of foreign operations and foreign currency loans forming part of net investment in foreign operations	–	–	–	–	–	–	(53)	(53)	–	32	(21)
Effective portion of change in fair value of cash flow hedges	–	–	–	–	*	–	*	*	–	–	*
Share of other comprehensive income of associates and joint ventures	–	–	–	*	–	–	125	125	–	2	127
Recognition of hedging reserve in profit or loss	–	–	–	2	–	–	–	2	–	–	2
Change in fair value of equity investment at fair value through other comprehensive income	–	–	–	17	–	–	–	17	–	3	20
Total other comprehensive income, net of tax	–	–	–	19	*	–	72	91	–	37	128
Total comprehensive income	–	190	–	19	*	–	72	281	–	63	344
Transactions with owners, recorded directly in equity											
Contributions by and distributions to owners											
Contributions from non-controlling interests (net)	–	–	–	–	–	–	–	–	–	3	3
Dividends paid/payable	–	(4)	–	–	–	–	–	(4)	–	(45)	(49)
Distribution attributable to perpetual securities	–	(2)	–	–	–	–	–	(2)	4	(2)	–
Distribution paid to perpetual securities	–	–	–	–	–	–	–	–	(3)	–	(3)
Share-based payments	–	–	1	–	–	–	–	1	–	1	2
Total contributions by and distributions to owners	–	(6)	1	–	–	–	–	(5)	1	(43)	(47)

The accompanying notes form an integral part of these financial statements.

CONDENSED INTERIM COMBINED STATEMENT OF CHANGES IN EQUITY
FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

Three-month period ended 31 March 2021	Share capital $'M	Revenue reserve $'M	Capital and other reserve $'M	Hedging reserve $'M	Fair value reserve $'M	Asset revaluation reserve $'M	Foreign Currency translation reserve $'M	Total $'M	Perpetual securities $'M	Non-controlling interests $'M	Total equity $'M
Changes in ownership interests in subsidiaries and other capital transactions											
Changes in ownership interests in subsidiaries with no change in control	–	(3)	–	–	–	–	–	(3)	–	–	(3)
Others	–	1	(13)	–	–	–	–	(12)	–	–	(12)
Total changes in ownership interests in subsidiaries and other capital transactions	–	(2)	(13)	–	–	–	–	(15)	–	–	(15)
Total transactions with owners	–	(8)	(12)	–	–	–	–	(20)	1	(43)	(62)
At 31 March 2021	7,926	9,098	(4,768)	(91)	52	6	(87)	12,136	397	3,483	16,016

* Less than $1 million

The accompanying notes form an integral part of these financial statements.

CONDENSED INTERIM COMBINED STATEMENT OF CHANGES IN EQUITY FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

Three-month period ended 31 March 2020	Share capital $'M	Revenue reserve $'M	Capital and other reserve $'M	Hedging reserve $'M	Fair value reserve $'M	Asset revaluation reserve $'M	Foreign currency translation reserve $'M	Total $'M	Perpetual securities $'M	Non-controlling interests $'M	Total equity $'M
At 1 January 2020	7,826	10,202	(4,792)	(77)	82	6	(636)	12,611	396	3,569	16,576
Total comprehensive income											
Profit for the period	–	163	–	–	–	–	–	163	–	25	188
Other comprehensive income											
Exchange differences arising from translation of foreign operations and foreign currency loans forming part of net investment in foreign operations	–	–	–	–	–	–	238	238	–	24	262
Effective portion of change in fair value of cash flow hedges	–	–	–	(26)	–	–	–	(26)	–	(2)	(28)
Share of other comprehensive income of associates and joint ventures	–	–	–	(15)	(19)	–	44	10	–	*	10
Change in fair value of equity investment at fair value through other comprehensive income	–	–	–	–	12	–	–	12	–	–	12
Total other comprehensive income, net of tax	–	–	–	(41)	(7)	–	282	234	–	22	256
Total comprehensive income	–	163	–	(41)	(7)	–	282	397	–	47	444
Transactions with owners, recorded directly in equity											
Contributions by and distributions to owners											
Contributions from non-controlling interests (net)	–	–	–	–	–	–	–	–	–	24	24
Dividends paid/payable	–	(71)	–	–	–	–	–	(71)	–	(76)	(147)
Distribution attributable to perpetual securities	–	(2)	–	–	–	–	–	(2)	4	(2)	–
Distribution paid to perpetual securities	–	–	–	–	–	–	–	–	(3)	–	(3)
Share-based payments	–	–	*	–	–	–	–	–	–	1	1
Total contributions by and distributions to owners	–	(73)	*	–	–	–	–	(73)	1	(53)	(125)

The accompanying notes form an integral part of these financial statements.

CONDENSED INTERIM COMBINED STATEMENT OF CHANGES IN EQUITY FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

Three-month period ended 31 March 2020	Share capital $'M	Revenue reserve $'M	Capital and other reserve $'M	Hedging reserve $'M	Fair value reserve $'M	Asset revaluation reserve $'M	Foreign currency translation reserve $'M	Total $'M	Perpetual securities $'M	Non-controlling interests $'M	Total equity $'M
Changes in ownership interests in subsidiaries and other capital transactions											
Changes in ownership interests in subsidiaries with a change in control	–	(2)	–	–	–	–	–	(2)	–	8	6
Changes in ownership interests in subsidiaries with no change in control	–	18	–	*	*	–	–	18	–	*	18
Others	–	4	*	–	–	–	–	4	–	–	4
Total changes in ownership interests in subsidiaries and other capital transactions	–	20	*	*	*	–	–	20	–	8	28
Total transactions with owners	–	(53)	*	*	*	–	–	(53)	1	(45)	(97)
At 31 March 2020	7,826	10.312	(4,792)	(118)	75	6	(354)	12,955	397	3,571	16,923

The accompanying notes form an integral part of these financial statements.

CONDENSED INTERIM COMBINED STATEMENTS OF CASH FLOWS FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021 AND 31 MARCH 2020

	Note	Three-month period ended 31 March 2021 $'M	31 March 2020 $'M
Cash flows from operating activities			
Profit for the period		216	188
Adjustments for:			
Allowance for/(Write-back of) impairment loss on receivables		4	(2)
Amortisation of intangible assets	6(b)	7	4
Depreciation of property, plant and equipment and right-of-use assets		33	28
Dividend income	6(a)	(3)	(2)
Finance costs		92	87
Interest income	6(a)	(8)	(12)
Share of results of associates and joint ventures		(131)	(129)
Share-based expenses		2	2
Tax expense	7	30	33
		26	9
Operating profit before working capital changes		242	197
Changes in working capital:			
Trade and other receivables		(72)	(47)
Development properties for sale		(1)	(6)
Trade and other payables		125	(92)
		52	(145)
Cash generated from operations		294	52
Taxation paid		(89)	(16)
Net cash generated from operating activities		**205**	**36**
Cash flows from investing activities			
Acquisition/Development expenditure of investment properties		(142)	(141)
Acquisition of subsidiaries, net of cash acquired		–	(222)
Dividends received from associates and joint ventures		66	57
Interest income received		14	13
Investments in associates, joint ventures and other investments		(299)	(50)
Proceeds from disposal of other financial assets		255	2
Purchase of intangible assets and property, plant and equipment		(7)	(14)
Settlement of hedging instruments		(1)	–
Net cash used in investing activities		**(114)**	**(355)**

The accompanying notes form an integral part of these financial statements.

CONDENSED INTERIM COMBINED STATEMENTS OF CASH FLOWS FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021 AND 31 MARCH 2020

	Three-month period ended	
	31 March 2021 $'M	**31 March 2020 $'M**
Cash flows from financing activities		
Contributions from non-controlling interests	3	24
Dividends paid to non-controlling interests	(45)	(76)
Distributions to perpetual securities holders	(3)	(3)
Dividends paid to shareholders	(4)	(71)
Interest expense paid	(68)	(77)
Loans (to)/from associates and joint ventures	(5)	10
Loans (to)/from related companies	(52)	270
Proceeds from bank borrowings	174	283
Proceeds from issuance of debt securities	145	–
Repayments of lease liabilities	(23)	(19)
Repayments of bank borrowings	(285)	(76)
Repayments of debt securities	(21)	(5)
Decrease in bank deposits pledged for bank facilities	11	3
Net cash (used in)/generated from financing activities	**(173)**	**263**
Net decrease in cash and cash equivalents	(82)	(56)
Cash and cash equivalents at beginning of the year	1,678	1,354
Effect of exchange rate changes on cash balances held in foreign currencies	(6)	21
Cash and cash equivalents at end of the period	**1,590**	**1,319**
Restricted bank deposits	48	63
Cash and cash equivalents in the Balance Sheet	**1,638**	**1,382**

The accompanying notes form an integral part of these financial statements.

NOTES TO THE CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

1 Domicile and activities

The Company was incorporated in the Republic of Singapore and has its registered office at 168 Robinson Road, #30-01, Capital Tower, Singapore 068912.

The Company's immediate and ultimate holding companies are CapitaLand Limited and Temasek Holdings (Private) Limited respectively. Both companies are incorporated in the Republic of Singapore.

The principal activities of the Company are those relating to investment holding and provision of consultancy services as well as being the corporate headquarters which gives direction, provides management support services and integrates the activities of its subsidiaries.

The condensed interim combined financial statements relate to the Company and its subsidiaries (the Group) and the Group's interests in associates and joint ventures.

2 Summary of Significant Accounting Policies

2.1 Basis of preparation

The condensed interim combined financial statements for the three-month period ended 31 March 2021 have been prepared in accordance with Singapore Financial Reporting Standard (International) ("SFRS(I)") 1-34 *Interim Financial Reporting* and International Accounting Standard 34 *Interim Financial Reporting* and should be read in conjunction with the Group's combined financial statements as at and for the year ended 31 December 2020. SFRS(I) are issued by the Accounting Standards Council and comprise standards and interpretations that are equivalent to International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standard Board ("IASB"). The condensed interim combined financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance of the Group since the last annual combined financial statements for the year ended 31 December 2020. The condensed interim combined financial statements for the comparative three-month period ended 31 March 2020 has not been audited or reviewed.

Notwithstanding that the Group has recorded a deficiency in net current assets of $1,206 million as at 31 March 2021, the combined financial statements for the three-month period ended 31 March 2021 have been prepared on a going concern basis (which has assumed that the Group will be able to discharge its liabilities including the mandatory repayment terms of the borrowings and debt securities, as and when they fall due). This is because the Group has secured credit facilities commitment from financial institutions to enable the Group to continue its operations and meet its obligations as and when they fall due.

The accounting policies applied are consistent with those disclosed in the Group's combined financial statements as at and for the year ended 31 December 2020 which were prepared in accordance with SFRS(I)s and IFRSs. The Group adopted various new and amended accounting standards which are effective from 1 January 2021. The adoption of these new and amended accounting standards did not have a material effect on the financial statements.

The condensed interim combined financial statements are presented in Singapore Dollars, which is the Company's functional currency. All financial information presented in Singapore Dollars have been rounded to the nearest million, unless otherwise stated.

2.2 Use of judgement and estimates

The preparation of the financial statements in conformity with SFRS(I) and IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those described in the Group's combined financial statements as at and for the year ended 31 December 2020.

The accounting policies set out below have been applied consistently by the Group entities to all periods presented in these financial statements.

3 Seasonal operations

The Group's businesses are not affected significantly by seasonal or cyclical factors during the financial period except for the lodging business. The Group's lodging business is subject to domestic and international economic conditions and seasonality factors. In addition, the adverse development on travel and tourism in the countries which the Group operates its lodging business, could materially and adversely affect the Group's lodging business, financial conditions and results of operations.

4 Operating segments

Operating Segment – 31 March 2021	Fee Income-related Business $'M	Real Estate Investments $'M	Corporate and Others $'M	Elimination $'M	Total $'M
Revenue:					
External revenue	188	309	19	-	516
Inter-segment revenue	35	7	40	(82)	-
Total revenue	223	316	59	(82)	516
Segmental results:					
Company and subsidiaries	92	153	2	-	247
Associates	-	113	-	-	113
Joint ventures	-	18	-	-	18
Earnings before interest, tax, depreciation and amortisation	**92**	**284**	**2**		**378**
Depreciation and amortisation					(40)
Finance costs					(92)
Tax expense					(30)
Profit for the period					216
Segment assets as at 31 March 2021	**1,884**	**36,210**	**7,042**	**(6,610)**	**38,526**
Segment liabilities as at 31 March 2021	**623**	**19,318**	**2,569**	–	**22,510**

Operating Segment – 31 March 2020	Fee Income-related Business $'M	Real Estate Investments $'M	Corporate and Others $'M	Elimination $'M	Total $'M
Revenue:					
External revenue	164	399	15	-	578
Inter-segment revenue	40	3	44	(87)	-
Total revenue	204	402	59	(87)	578
Segmental results:					
Company and subsidiaries	77	133	1	-	211
Associates	-	111	-	-	111
Joint ventures	(3)	21	-	-	18
Earnings before interest, tax, depreciation and amortisation	**74**	**265**	**1**		**340**
Depreciation and amortisation					(32)
Finance costs					(87)
Tax expense					(33)
Profit for the period					188
Segment assets as at 31 December 2020	**1,740**	**36,057**	**7,036**	**(6,610)**	**38,223**
Segment liabilities as at 31 December 2020	**586**	**19,842**	**2,061**	–	**22,489**

5 Revenue

(a) Revenue of the Group is analysed as follows:

	Three-month period ended	
	31 March 2021 $'M	31 March 2020 $'M
Revenue from contract with customers – fee-based revenue	204	175
Rental of investment properties:		
- Retail, office, business park, industrial and logistics rental and related income	153	155
- Lodging properties rental and related income	157	244
Others	2	4
	516	578

(b) Disaggregation of revenue from contracts with customers is as follow:

	Three-month period ended	
	31 March 2021 $'M	31 March 2020 $'M
Fee Income:		
Primary segments		
Fee income-related business	185	161
Corporate and others	19	14
	204	175
Secondary segments		
Singapore	89	87
China[1]	73	57
Other developed markets	20	8
Other emerging markets	22	23
	204	175

[1] *Includes Hong Kong*

Timing of revenue recognition		
Products and services transferred over time	204	175

6 Profit Before Tax

Profit before tax includes the following:

	Three-month period ended 31 March 2021 $'M	Three-month period ended 31 March 2020 $'M
a. Other operating income includes:		
Interest income	8	12
Dividend income	3	2
Foreign exchange gain	18	15
Income from pre-termination of contracts	4	1
Forfeiture of security deposits	10	*
Government grants	11	-
b. Administrative expenses include:		
Allowance for impairment loss on trade receivables	2	*
Amortisation of intangible assets	7	4
Depreciation of property, plant and equipment	18	19
Depreciation of right-of-use assets	15	9
c. Other operating expenses include:		
Allowance / (Write back) for impairment loss on non-trade receivables	2	(2)

** Less than $1 million*

7 Tax Expense

	Three-month period ended 31 March 2021 $'M	Three-month period ended 31 March 2020 $'M
Current tax expense	32	23
Deferred (income)/tax expense	(7)	2
Withholding tax	5	8
	30	33

In June 2021, the Group's subsidiary, CMMT Investments Limited, was notified by the Inland Revenue Board of Malaysia (the "Tax Authority") that it had completed a tax audit review on one of the subsidiaries, and has found that certain claims in respect of certain interest payments made to the subsidiary's holding company outside of the relevant jurisdiction for the years of assessment 2011 to 2018 are subject to withholding tax and not permitted tax deductions and that accordingly, the subsidiary is assessed to pay additional taxes and penalties amounting approximately $40 million in total (the "Tax Claim"). In this regard, the Tax Authority has issued notices of additional assessment for the Tax Claim. The Group has obtained a legal opinion from the tax and legal advisers in the relevant jurisdiction, that (a) the subsidiary should fall within an exemption order under the relevant taxation law applicable to the subsidiary, which would exempt the subsidiary from paying any withholding tax for the said years of assessment and that, accordingly, the subsidiary should not be denied a deduction on the interest expense incurred; and (b) as the income tax legislation in the relevant jurisdiction provides that the Tax Authority may make an assessment or additional assessment only within the preceding five years, any assessment with respect to the years of assessment 2015 and prior years would be time-barred. The subsidiary has filed an application for a judicial review and a stay order with respect to the Tax Claim. The application for the judicial review is to seek, on the basis of the foregoing, to challenge and set aside the position by the Tax Authority that the Tax Claim is payable. In the event that the stay order is granted, the subsidiary will not be required to make any payment for the Tax Claim pending a hearing and a decision by the relevant court. No provision has been made in the combined financial statements for the Tax Claim due to the underlying uncertainties.

8 Investment Properties

	31 March 2021 $'M	31 December 2020 $'M
At 1 January	15,852	16,256
Acquisition of subsidiaries	–	223
Disposal of subsidiaries	–	(245)
Additions	399	244
Disposals	–	(311)
Reclassification from assets held for sale	–	61
Reclassification from property, plant and equipment	–	4
Changes in fair value	–	(698)
Translation differences	(17)	318
At 31 March and 31 December	16,234	15,852

(a) Investment properties, which include those in the course of development, are stated at fair value based on independent professional valuations or internal valuations. The fair values are based on open market values, being the estimated amount for which a property could be exchanged on the date of the valuation between a willing buyer and a willing seller in an arm's length transaction wherein the parties had each acted knowledgeably and without compulsion. In determining the fair value, the valuers have used valuation techniques which involve certain estimates. The key assumptions used to determine the fair value of investment properties include market-corroborated capitalisation rate, terminal yield rate, discount rate, comparable market price and occupancy rate. The carrying amounts of the investment properties as at 31 March 2021 were assessed by management, taking into account the confirmations from the independent valuers that are based on requested updated property information for the principal properties in the Group. Up to 31 March 2021, the value of the relevant properties would not be materially different from the relevant valuations conducted by them as at 31 December 2020.

The carrying amounts of the investment properties as at 31 December 2020, were based on valuations performed by the independent external valuers. The valuers had considered valuation techniques including the direct comparison method, capitalisation approach, discounted cash flows and residual method in arriving at the open market value as at the balance sheet date. The direct comparison method involves the analysis of comparable sales of similar properties and adjusting the sale prices to that reflective of the investment properties. The capitalisation approach capitalises an income stream into a present value using revenue multipliers or single-year capitalisation rates. The discounted cash flow method involves the estimation and projection of an income stream over a period and discounting the income stream with an internal rate of return to arrive at the market value. In the residual method of valuation, the total gross development costs and developer's profit are deducted from the gross development value to arrive at the residual value of land. The gross development value is the estimated value of the property assuming satisfactory completion of the development as at the date of valuation.

The outbreak of the COVID-19 pandemic has impacted market activity in many property sectors in the countries that the Group operates in. As the impact of COVID-19 is fluid and evolving, significant market uncertainty exists. Consequently, the valuations of certain investment properties are currently subject to material valuation uncertainty. The carrying amounts of the investment properties were current as at 31 March 2021 only. Values may change more rapidly and significantly than during normal market conditions. In relying on the valuation reports and confirmations, management has exercised its judgement and is satisfied that the valuation methods and estimates are reflective of current market conditions.

9 Financial Assets and Financial Liabilities

During the three-month period ended 31 March 2021, the Group had restructured its interest in an equity investment at FVTPL in Japan with a carrying value of $255 million. Following the restructuring, the Group accounted for this investment as a jointly controlled operation and accordingly, the Group had proportionately consolidated the investment with effect from March 2021.

10 Fair Value Of Assets And Liabilities

(a) Accounting classification and fair values

The table does not include fair value information of financial assets and liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

	Note	Fair value - hedging instruments $'M	FVOCI $'M	FVTPL $'M	Amortised Cost $'M	Total $'M	<---- Fair value ----> Level 1 $'M	Level 2 $'M	Level 3 $'M	Total $'M
31 March 2021										
Financial assets measured at fair value										
Equity investments at FVTPL		–	–	77	–	77	3	–	74	77
Equity investments at FVOCI		–	64	–	–	64	64	–	–	64
Derivative financial instruments		16	–	–	–	16	–	16	–	16
		16	64	77	–	157				
Financial assets not measured at fair value										
Other non-current assets		–	–	–	365	365				
Loans due from associates		–	–	–	2	2				
Loans due from joint ventures		–	–	–	447	447				
Trade and other receivables		–	–	–	4,294	4,294				
Cash and cash equivalents		–	–	–	1,638	1,638				
		–	–	–	6,746	6,746				

NOTES TO THE CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

			<----------	Fair value	---------->					
	Note	Fair value - hedging instruments $'M	FVOCI $'M	FVTPL $'M	Amortised Cost $'M	Total $'M	Level 1 $'M	Level 2 $'M	Level 3 $'M	Total $'M
31 March 2021										
Financial liabilities measured at fair value										
Derivative financial instruments		(69)	–	–	–	(69)	–	(69)	–	(69)
		(69)	–	–	–	(69)				
Financial liabilities not measured at fair value										
Other non-current liabilities#		–	–	–	(7,002)	(7,002)	–	–	(6,996)	(6,996)
Bank borrowings^	11	–	–	–	(6,291)	(6,291)	–	(6,301)	–	(6,301)
Debt securities	12	–	–	–	(1,403)	(1,403)	–	(1,442)	–	(1,442)
Trade and other payables#		–	–	–	(5,899)	(5,899)				
		–	–	–	(20,595)	(20,595)				

\# *Excludes liability for employee benefits, derivative liabilities and deferred income*

^ *Excludes lease liability.*

	Fair value - hedging instruments $'M	FVOCI $'M	FVTPL $'M	Amortised Cost $'M	Total $'M	<----- Fair value -----> Level 1 $'M	Level 2 $'M	Level 3 $'M	Total $'M
31 December 2020									
Financial assets measured at fair value									
Equity investments at FVTPL	–	–	332	–	332	3	–	329	332
Equity investments at FVOCI	–	64	–	–	64	64	–	–	64
Derivative financial instruments	11	–	–	–	11	–	11	–	11
	11	64	332	–	407				
Financial assets not measured at fair value									
Other non-current assets	–	–	–	365	365				
Loans due from associates	–	–	–	2	2				
Loans due from joint ventures	–	–	–	457	457				
Trade and other receivables	–	–	–	4,209	4,209				
Cash and cash equivalents	–	–	–	1,736	1,736				
	–	–	–	6,769	6,769				

NOTES TO THE CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

	Note	Fair value - hedging instruments $'M	<------ FVOCI $'M	FVTPL $'M	Fair value Amortised Cost $'M	------> Total $'M	Level 1 $'M	Level 2 $'M	Level 3 $'M	Total $'M
31 December 2020										
Financial liabilities measured at fair value										
Derivative financial instruments		(96)	–	–	–	(96)	–	(96)	–	(96)
		(96)	–	–	–	(96)				
Financial liabilities not measured at fair value										
Other non-current liabilities#		–	–	–	(7,462)	(7,462)	–	–	(7,451)	(7,451)
Bank borrowings^	11	–	–	–	(6,433)	(6,433)	–	(6,446)	–	(6,446)
Debt securities	12	–	–	–	(1,285)	(1,285)	–	(1,299)	–	(1,299)
Trade and other payables#		–	–	–	(5,277)	(5,277)				
		–	–	–	(20,457)	(20,457)				

\# Excludes liability for employee benefits, derivative liabilities and deferred income

^ Excludes lease liability.

(b) Level 3 fair value measurements

(i) Reconciliation of Level 3 fair value

The movements of financial assets classified under Level 3 and measured at fair value are presented as follows:

	Equity investments at FVTPL $'M
2021	
At 1 January 2021	329
Disposal	(255)
At 31 March 2021	74

	Equity investments at FVTPL $'M
2020	
At 1 January 2020	334
Additions	1
Disposals	–
Reclassification to investment property	–
Changes in fair value recognised in profit or loss	(13)
Translation differences	7
At 31 December 2020	329

(ii) Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring significant Level 3 fair values, as well as the significant unobservable inputs used.

Type	**Valuation method**	**Key Unobservable inputs**	**Inter-relationship between key unobservable inputs and fair value measurement**
Equity investment at FVTPL	Discounted cash flow method	- Discount rate: nil* (2020: 3.5%) - Terminal yield rate: nil* (2020: 3.8%)	The estimated fair value increases with lower discount rate and terminal yield rate.

* *Equity investment at FVTPL was disposed during the three-month ended 31 March 2021.*

Type	Valuation methods	Key unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Equity investments at FVTPL	Income approach	- Enterprise value/ Revenue multiple of comparable companies: 2.8x to 7.3x (31 December 2020: 2.8x to 7.3x) Volatility of comparable companies: 55% (31 December 2020: 55%)	The estimated fair value increases with higher revenue multiple and varies inversely against volatility.
Equity investments at FVTPL	Income approach	- Discount rate: 13% (31 December 2020: 13%) - Terminal growth rate: 2% (31 December 2020: 2%)	The estimated fair value increases with lower discount rate and higher terminal growth rate.

11 Borrowings

	31 March 2021 $'M	31 December 2020 $'M
Bank borrowings		
- secured	5,017	5,209
- unsecured	1,274	1,224
	6,291	6,433
Lease liabilities	741	748
	7,032	7,181
Repayable:		
Not later than 1 year	915	1,132
Between 1 and 5 years	4,740	4,620
After 5 years	1,377	1,429
After 1 year	6,117	6,049
	7,032	7,181

Movement in borrowings during the period are as follows:

	2021 $'M
At 1 January 2021	7,181
Repayments of bank borrowings and lease liabilities	(308)
Proceeds from bank borrowings	174
Translation differences	(24)
Others	9
At 31 March 2021	7,032

12 Debt Securities

	31 March 2021 $'M	31 December 2020 $'M
Secured notes and bonds	381	259
Unsecured notes and bonds	1,022	1,026
	1,403	1,285
Repayable:		
Not later than 1 year	–	22
Between 1 and 5 years	1,403	1,263
	1,403	1,285

Movement during the period are as follows:

	2021 $'M
At 1 January 2021	1,285
Repayments of debt securities	(21)
Proceeds from issuance of debt securities	145
Translation differences	(6)
At 31 March 2021	1,403

13 Significant Related Party Transactions

In addition to the related party information disclosed elsewhere in the financial statements, there were significant related party transactions which were carried out in the normal course of business on terms agreed between the parties as follows:

	Three-month period ended	
	31 March 2021	**31 March 2020**
	$'M	**$'M**
Immediate holding company		
Management fee expenses	(10)	(12)
Fellow subsidiaries under the immediate holding company		
Management fee income	6	7
Management fee expenses	(15)	(14)
Finance costs	(36)	(29)
Associates and joint ventures		
Management fee income	99	91
Acquisition and divestment fees, accounting service fee, marketing income and other fees	48	27

14 Acquisition / Disposal of Subsidiaries, Net of Cash Acquired

There were no acquisition or disposal of significant subsidiaries in the three-month period ended 31 March 2021.

15 Subsequent Events

There are no subsequent events other than those disclosed in the Group's combined financial statements for the financial year ended 31 December 2020.

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LETTER FROM IFA ON THE CONDENSED INTERIM COMBINED FINANCIAL STATEMENTS OF CAPITALAND INVESTMENT LIMITED AND ITS SUBSIDIARIES FOR THE THREE MONTHS ENDED 31 MARCH 2021

17 July 2021

The Independent Directors
CapitaLand Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sir/Madam:

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

On 17 July 2021, CapitaLand Investment Limited ("**CLI**") published the condensed interim combined financial statements of CLI and its subsidiaries (collectively, the "**CLI Group**") for the three-month period ended 31 March 2021 (the "**Condensed Interim Financial Information**") in the introductory document (the "**Introductory Document**") dated on or around 17 July 2021 issued by CLI in connection with its listing on the Main Board of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") by way of introduction (the "**CLI Listing**"). The CLI Listing will take place on completion of the proposed scheme of arrangement to be undertaken by CapitaLand Limited ("**CapitaLand**") and CLA Real Estate Holdings Pte. Ltd. under Section 210 of the Companies Act, Chapter 50 of Singapore (the "**Scheme**") to implement the proposed strategic restructuring and demerger of the investment business of CapitaLand, and which will involve a capital reduction exercise to be undertaken by CapitaLand to distribute certain of its shares in CLI, its wholly-owned subsidiary, to shareholders of CapitaLand who are eligible to participate in the Scheme. The Condensed Interim Financial Information is also included in the document (the "**Scheme Document**") dated on or around 17 July 2021 issued by CapitaLand to its shareholders in connection with the Scheme.

We have examined the Condensed Interim Financial Information and have discussed the same with CLI and CapitaLand. We have also had discussions with KPMG LLP in its capacity as the independent auditor of the CLI Group with respect to its review of the Condensed Interim Financial Information and considered its review report dated 17 July 2021 in relation to the Condensed interim Financial Information.

For the purpose of this letter, we have relied on and assumed the accuracy and completeness of all financial and other information provided to and/or discussed with us by the management of CapitaLand and CLI. Save as provided in this letter, we do not express any opinion on the Condensed Interim Financial Information. The Board of Directors of CLI remains solely responsible for the Condensed Interim Financial Information.

Based on the procedures performed and on the foregoing, we are of the opinion that the Condensed Interim Financial Information have been prepared by CLI after due and careful enquiry.

This letter is provided to the Board of Directors of CapitaLand ("**CapitaLand Board of Directors**")

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solely for the purpose of complying with Rule 25 of the Singapore Code on Take-overs and Mergers in relation to the Scheme and for inclusion in the Scheme Document and the Introductory Document and not for any other purpose.

We do not accept responsibility to any person(s), other than the CapitaLand Board of Directors, in respect of, arising out of, or in connection with this letter.

Yours faithfully,

For and on behalf of

EVERCORE ASIA (SINGAPORE) PTE. LTD.

Keith Magnus

Chairman, Asia
Chief Executive Officer
Evercore Asia (Singapore) Pte. Ltd.

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The Board of Directors
CapitaLand Investment Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Report on the compilation of unaudited pro forma financial information for the financial year ended 31 December 2020 and the three-month period ended 31 March 2021

We have completed our assurance engagement to report on the compilation of pro forma financial information of CapitaLand Investment Limited (formerly known as CapitaLand Financial Limited) (the "Company") prepared by management. The pro forma financial information of the Company and its subsidiaries (the "Pro Forma Group") consists of the unaudited pro forma balance sheets as at 31 December 2020 and 31 March 2021, the unaudited pro forma income statements, pro forma statements of comprehensive income and the pro forma statements of cash flows for the year ended 31 December 2020 and the three-month period ended 31 March 2021, and related notes (the "Unaudited Pro Forma Financial Information") as set out on pages F-5 to F-51 of the introductory document (the "Introductory Document") to be issued in relation to the proposed listing and quotation of all the issued ordinary shares in the capital of the Company on the Singapore Exchange Securities Trading Limited by way of an introduction (the "Introduction"). The Unaudited Pro Forma Financial Information has been prepared for illustrative purposes only and are based on certain assumptions, after making certain adjustments. The applicable criteria (the "Criteria") on the basis of which management has compiled the pro forma financial information are described in Sections 3 and 4.

CapitaLand Limited ("CL"), the immediate holding company of the Company, together with CLA Real Estate Holdings Pte. Ltd., the immediate holding company of CL, are proposing to undertake a scheme of arrangement pursuant to Section 210 of the Companies Act to restructure the business of CL and its subsidiaries ("CapitaLand Group") which involves consolidating the CapitaLand Group's investment management platforms, as well as its lodging business, into the Pro Forma Group, while placing the real estate development business of the CapitaLand Group under private ownership (the "Internal Restructuring"). The Unaudited Pro Forma Financial Information has been compiled by management to illustrate the impact of the following transactions arising from the Internal Restructuring (the "Events", set out in Note 4) on the Pro Forma Group's financial position as at 31 December 2020 and 31 March 2021, as if the Events had taken place on 31 December 2020 and 31 March 2021 respectively, and on the Pro Forma Group's financial performance and cash flows for the year ended 31 December 2020 and the three-month period ended 31 March 2021, as if the Events had taken place on 1 January 2020:

(a) transaction costs incurred arising from the Internal Restructuring and the listing of all the issued ordinary shares in the capital of the Company on the Singapore Exchange Securities Trading Limited by way of an introduction;

KPMG LLP (Registration No. T08LL1267L), an accounting limited liability partnership registered in Singapore under the Limited Liability Partnership Act (Chapter 163A) and a member firm of the KPMG global organization of independent member firms affiliated with KPMG International Limited, a private English company limited by guarantee.

(b) capitalisation of certain loans extended by/to CapitaLand Group and novated to the Pro Forma Group; and

(c) significant acquisitions and disposals of assets, entities and businesses between 1 January 2020 and date of this report;

The dates on which the Events described above are assumed to have been undertaken, are hereinafter collectively referred to as the "Relevant Dates".

As part of this process, information about the Pro Forma Group's financial position, financial performance and cash flows has been extracted by management from the combined financial statements of the Pro Forma Group for the year ended 31 December 2020 which are prepared in accordance with Singapore Financial Reporting Standards (International) and International Financial Reporting Standards, and from the condensed interim combined financial statements of the Pro Forma Group for the three-month period ended 31 March 2021 which are prepared in accordance with Singapore Financial Reporting Standard (International) 1-34 *Interim Financial Reporting* and International Accounting Standard 34 *Interim Financial Reporting*, and on which, an audit and a review report has been published respectively.

Management's responsibility for the Unaudited Pro Forma Financial Information

Management is responsible for compiling the Unaudited Pro Forma Financial Information on the basis of the Criteria.

Independent auditors' independence and quality control

We have complied with the independence and other ethical requirements of the Accounting and Corporate Regulatory Authority (ACRA) *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* (ACRA Code), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

The firm applies Singapore Standard on Quality Control 1 and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Independent auditors' responsibility

Our responsibility is to express an opinion about whether the Unaudited Pro Forma Financial Information has been compiled, in all material respects, by management on the basis of the Criteria.

We conducted our engagement in accordance with Singapore Standard on Assurance Engagements (SSAE) 3420 *Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus*, issued by the Institute of Singapore Chartered Accountants (the ISCA). This standard requires that the independent auditors comply with ethical requirements and plan and perform procedures to obtain reasonable assurance about whether management has compiled, in all material respects, the Unaudited Pro Forma Financial Information on the basis of the Criteria.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the pro forma financial information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the Unaudited Pro Forma Financial Information.

The purpose of Unaudited Pro Forma Financial Information included in the Introductory Document is solely to illustrate the impact of a significant event or transaction on unadjusted financial information of the entity as if the event had occurred or the transaction had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the event or transaction at the Relevant Dates would have been as presented.

A reasonable assurance engagement to report on whether the Unaudited Pro Forma Financial Information has been compiled, in all material respects, on the basis of the Criteria involves performing procedures to assess whether the Criteria used by management in the compilation of the Unaudited Pro Forma Financial Information provide a reasonable basis for presenting the significant effects directly attributable to the event or transaction, and to obtain sufficient appropriate evidence about whether:

- the related pro forma adjustments give appropriate effect to those Criteria; and
- the pro forma financial information reflects the proper application of those adjustments to the unadjusted financial information.

The procedures selected depend on the independent auditors' judgement, having regard to his understanding of the nature of the company, event or transaction in respect of which the Unaudited Pro Forma Financial Information has been compiled, and other relevant engagement circumstances.

The engagement also involves evaluating the overall presentation of the Unaudited Pro Forma Financial Information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion:

(a) the Unaudited Pro Forma Financial Information has been compiled:

(i) in a manner consistent with the accounting policies adopted by the Company in its audited combined financial statements for the year ended 31 December 2020, which are prepared in accordance with Singapore Financial Reporting Standards (International) and International Financial Reporting Standards and condensed interim combined financial statements for the three-month period ended 31 March 2021, which are prepared in accordance with Singapore Financial Reporting Standard (International) 1-34 *Interim Financial Reporting* and International Accounting Standard 34 *Interim Financial Reporting*; and

(ii) on the basis of the Criteria stated in Sections 3 and 4 of the Unaudited Pro Forma Financial Information; and

(b) each material adjustment made to the information used in the preparation of the Unaudited Pro Forma Financial Information is appropriate for the purpose of preparing such unaudited financial information.

This letter has been prepared for inclusion in the Introductory Document of the Company to be issued in relation to the proposed listing and quotation of all the issued ordinary shares in the capital of the Company on the Singapore Exchange Securities Trading Limited by way of an introduction.

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore

Ling Su Min
Partner-in-charge

17 July 2021

UNAUDITED PRO FORMA BALANCE SHEETS AS AT 31 DECEMBER 2020 AND 31 MARCH 2021

	Note	31 March 2021 $'M	31 December 2020 $'M
Non-current assets			
Property, plant and equipment		1,106	1,095
Intangible assets		1,009	1,006
Investment properties	5	16,044	15,649
Associates	6	10,398	10,274
Joint ventures		2,276	2,252
Deferred tax assets		65	58
Other non-current assets	7	177	424
		31,075	30,758
Current assets			
Development properties for sale and stocks		212	211
Trade and other receivables	8	1,268	1,241
Other current assets		2	6
Assets held for sale		32	32
Cash and cash equivalents	9	3,201	3,273
		4,715	4,763
Less: current liabilities			
Trade and other payables	10	1,816	1,670
Contract liabilities		*	*
Short term borrowings	11	743	965
Current portion of debt securities		–	22
Current tax payable		426	479
		2,985	3,136
Net current assets		1,730	1,627
Less: non-current liabilities			
Long term borrowings	11	11,643	11,546
Debt securities		1,403	1,263
Deferred tax liabilities		389	387
Other non-current liabilities	12	292	319
		13,727	13,515
Net assets		19,078	18,870
Representing:			
Share capital	13	10,687	10,754
Revenue reserve		9,552	9,344
Other reserves		(4,974)	(5,024)
Equity attributable to owners of the Company		15,265	15,074
Perpetual securities		397	396
Non-controlling interests		3,416	3,400
Total equity		19,078	18,870
Net asset value per share ($)	14	2.934	2.897

* *Less than $1 million*

The accompanying notes form an integral part of this unaudited pro forma financial information.

UNAUDITED PRO FORMA INCOME STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 AND THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

	Note	Three-month period ended 31 March 2021 $’M	Year ended 31 December 2020 $’M
Revenue		**489**	**1,895**
Cost of sales		(238)	(1,080)
Gross profit		251	815
Other operating income	15a	57	536
Administrative expenses		(124)	(715)
Other operating expenses		(3)	(937)
Profit/(Loss) from operations		**181**	**(301)**
Finance costs	15d	(89)	(372)
Share of results (net of tax) of:			
- associates		110	376
- joint ventures		16	(69)
		126	307
Profit/(Loss) before tax	15	**218**	**(366)**
Tax expense		(28)	(81)
Profit/(Loss) for the period/year		**190**	**(447)**
Attributable to:			
Owners of the Company		168	(317)
Non-controlling interests		22	(130)
Profit/(Loss) for the period/year		**190**	**(447)**
Basic and diluted earnings per share (cents)	16	3.23	(6.10)

The accompanying notes form an integral part of this unaudited pro forma financial information.

UNAUDITED PRO FORMA STATEMENTS OF COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 AND THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

	Three-month period ended 31 March 2021 $'M	Year ended 31 December 2020 $'M
Profit/(Loss) for the period/year	190	(447)
Other comprehensive income:		
Items that may be reclassified subsequently to profit or loss		
Exchange differences arising from translation of foreign operations and foreign currency loans, forming part of net investment in foreign operations	(22)	180
Effective portion of change in fair value of cash flow hedges	*	(22)
Recognition of hedging reserve in profit or loss	2	-
Share of other comprehensive income of associates and joint ventures	109	274
	89	432
Items that will not be reclassified subsequently to profit or loss		
Change in fair value of equity investments at fair value through other comprehensive income	20	(30)
Total other comprehensive income for the period/year, net of tax	109	402
Total comprehensive income for the period/year	299	(45)
Attributable to:		
Owners of the Company	241	33
Non-controlling interests	58	(78)
Total comprehensive income for the period/year	299	(45)

* *Less than $1 million*

The accompanying notes form an integral part of this unaudited pro forma financial information.

UNAUDITED PRO FORMA STATEMENTS OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 AND THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

	Three-month period ended 31 March 2021 $'M	Year ended 31 December 2020 $'M
Cash flows from operating activities		
Profit/(Loss) for the period/year	190	(447)
Adjustments for:		
Allowance for:		
- impairment loss on receivables	4	27
- foreseeable losses on development properties for sale	-	17
- impairment on intangible assets	-	153
- impairment on property, plant and equipment	-	27
Amortisation of intangible assets	7	23
Depreciation of property, plant and equipment and right-of-use assets	33	137
Dividend income	(3)	(10)
Finance costs	89	371
Gain on disposal of investment properties	-	(127)
Interest income	(5)	(21)
Loss on disposal and write-off of property, plant and equipment	-	*
Net change in fair value of investment properties	-	719
Mark-to-market loss on financial assets designated as fair value through profit or loss	-	13
Net gain from change of ownership interests in subsidiaries, associates and joint ventures	-	(210)
Share of results of associates and joint ventures	(126)	(307)
Share-based expenses	2	18
Tax expense	28	81
	29	911
Operating profit before working capital changes	219	464
Changes in working capital:		
Trade and other receivables	(46)	(124)
Development properties for sale	(1)	(9)
Trade and other payables	122	(13)
	75	(146)
Cash generated from operations	294	318
Taxation paid	(89)	(159)
Net cash generated from operating activities	205	159

* *Less than $1 million*

The accompanying notes form an integral part of this unaudited pro forma financial information.

UNAUDITED PRO FORMA STATEMENTS OF CASH FLOWS (CONT'D) FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 AND THE THREE-MONTH PERIOD ENDED 31 MARCH 2021

	Three-month period ended 31 March 2021 $'M	Year ended 31 December 2020 $'M
Cash flows from investing activities		
Acquisition/Development expenditure of investment properties	(142)	(295)
Acquisition of subsidiaries, net of cash acquired	-	(1,625)
Deposits received for disposal of investment property/subsidiaries	-	21
Disposal of subsidiaries, net of cash disposed of	-	540
Dividends received from associates and joint ventures	66	2,099
Interest income received	10	20
(Investments in)/Return of investments from associates, joint ventures and other investments	(299)	301
Proceeds from disposal of investment properties	-	898
Proceeds from disposal of assets held for sale	-	155
Proceeds from disposal of other financial assets	255	-
Purchase of intangible assets and property, plant and equipment	(7)	(44)
Settlement of hedging instruments	(1)	(13)
Net cash (used in)/generated from investing activities	(118)	2,057
Cash flows from financing activities		
Contributions from non-controlling interests	3	74
Dividends paid to non-controlling interests	(45)	(113)
Distributions to perpetual securities holders	(3)	(16)
Dividends paid to shareholders	(4)	(720)
Interest expense paid	(66)	(360)
(Repayment of)/Proceeds from loans from related companies	(52)	194
Repayment to associates and joint ventures	(5)	(5)
Payment for acquisition of ownership interests in subsidiaries with no change in control	-	(62)
Proceeds from bank borrowings	5,037	6,553
Proceeds from debt securities	145	-
Repayments of lease liabilities	(23)	(56)
Repayments of bank borrowings	(285)	(792)
Repayments of debt securities and convertible bonds	(21)	(166)
Repayment of loans extended by CapitaLand Group	(4,863)	(4,849)
Decrease in bank deposits pledged for bank facilities	11	8
Net cash used in financing activities	(171)	(310)
Net (decrease)/increase in cash and cash equivalents	(84)	1,906
Cash and cash equivalents at beginning of the period/year	3,305	1,354
Effect of exchange rate changes on cash balances held in foreign currencies	(6)	45
Cash and cash equivalents at end of the period/year	**3,215**	**3,305**

Reconciliation

Cash and cash equivalents at end of the period/year in statements of cash flows	**3,215**	**3,305**
Effects of different basis of preparation for the unaudited pro forma balance sheets and the unaudited pro forma statements of cash flows	(14)	(32)
Cash and cash equivalents at end of the period/year in balance sheets	**3,201**	**3,273**

The accompanying notes form an integral part of this unaudited pro forma financial information.

Notes to the Unaudited Pro Forma Financial Information

The unaudited pro forma financial information should be read in conjunction with the audited combined financial statements of CapitaLand Investment Limited (formerly known as CapitaLand Financial Limited) (the "Company") and its subsidiaries (together referred to as the "Pro Forma Group") for the financial year ended 31 December 2020 and condensed interim combined financial statements for the three-month period ended 31 March 2021.

1 General Information

(a) Introduction

The unaudited pro forma financial information, comprising the unaudited pro forma balance sheets of the Pro Forma Group as at 31 December 2020 and 31 March 2021, the unaudited pro forma income statements, unaudited pro forma statements of comprehensive income and the unaudited pro forma statements of cash flows of the Pro Forma Group for the year ended 31 December 2020 and the three-month period ended 31 March 2021, and the notes thereon, has been prepared solely for inclusion in the Introductory Document issued in connection with the listing and quotation of all the issued ordinary shares in the capital of the Company on the Singapore Exchange Securities Trading Limited (the "Listing") by way of an introduction ("Introduction").

The unaudited pro forma financial information is presented in Singapore dollars ("$") which is the Company's functional currency. All financial information presented Singapore dollars has been rounded to the nearest million, unless otherwise stated.

(b) The Company

The Company was incorporated in the Republic of Singapore and has its registered office at 168 Robinson Road, #30-01, Capital Tower, Singapore 068912.

As at 31 December 2020, 31 March 2021 and the date of this report, the Company's immediate and ultimate holding companies are CapitaLand Limited and Temasek Holdings (Private) Limited respectively. Both companies incorporated in the Republic of Singapore.

The principal activities of the Company are those relating to investment holding and provision of consultancy services as well as being the corporate headquarters which gives direction, provides management support services and integrates the activities of its subsidiaries.

The principal activities of the significant entities included in the unaudited pro forma financial information are those relating to investment holding, investment in real estate financial products and real estate assets, investment advisory and management services as well as management of real estate assets.

2 Internal Restructuring

CapitaLand Limited ("CL"), the immediate holding company of the Company, together with CLA Real Estate Holdings Pte. Ltd. ("CLA"), the immediate holding company of CL are proposing to undertake a scheme of arrangement pursuant to Section 210 of the Companies Act ("Scheme") to:

- effect a proposed restructuring of the business of CL and its subsidiaries ("CapitaLand Group") so as to consolidate the CapitaLand Group's investment management platforms, as well as its lodging business, into the Pro Forma Group; and

- place the real estate development business of the CapitaLand Group under private ownership, to be fully held by CLA through the proposed privatisation of CL on completion of the Scheme.

The Scheme will involve the following:

- Distribution-in-specie of the shares in the Company
  CL will undertake the distribution of approximately 48.24% of the issued ordinary shares in the capital of the Company to eligible shareholders of CL on a pro-rata basis;

- Distribution-in-specie of the units in CapitaLand Integrated Commercial Trust ("CICT")
  CL will undertake the distribution of 388,242,247 issued units in CICT to eligible shareholders of CL on a pro-rata basis; and

- Acquisition of shares of CL
  Upon the above distribution-in-specie taking effect, it is proposed that CLA will acquire all the shares (excluding the treasury shares) from the shareholders of CL (excluding CLA).

In connection with the Scheme proposed by CL, the Company intends to acquire the following entities which own certain assets and businesses from CapitaLand Group under the internal restructuring ("Internal Restructuring") exercise:

(i) the investment management platforms and investments for listed funds and unlisted funds;

(ii) the lodging business of the CapitaLand Group, via the transfer of the entire issued share capital of The Ascott Limited, being the entity holding the lodging business;

(iii) certain of the assets held by the CapitaLand Group, some of which would constitute the pipeline of assets for the listed funds or unlisted funds;

(iv) certain operating platforms for the office, retail malls, business park properties and data centres comprised in the portfolio (including but not limited to the property managers and entities providing support for the operation and maintenance of these properties); and

(v) certain corporate office or entities providing corporate services and shared services.

The Internal Restructuring is considered a transfer of equity interests between entities under common control and therefore the entities transferred into the Pro Forma Group are accounted using the principles of merger accounting as if the Internal Restructuring has been effected as of the beginning of the earliest period presented in the combined financial statements, or since their respective dates of establishment, or date of acquisition by the CapitaLand Group, whichever is later.

The effects of the transfer of entities under common control are reflected in the audited combined financial statements of the Pro Forma Group for the years ended 31 December 2019 and 2020.

Following the completion of the Internal Restructuring of the CapitaLand Group, the Company will become the holding company of the combining entities.

3 Basis of Preparation of the Unaudited Pro Forma Financial Information

The unaudited pro forma financial information of the Pro Forma Group, which has been prepared, for illustrative purposes only, is based on certain assumptions and after making certain adjustments to illustrate the effects of:

(a) transaction costs incurred arising from the Internal Restructuring and the Listing;

(b) capitalisation of certain loans extended by/to CapitaLand Group and novated to the Pro Forma Group; and

(c) significant acquisitions and disposals of assets, entities and businesses between 1 January 2020 and date of this report;

(together, the "**Pro Forma Events**"), as if such events or transactions had occurred on 31 March 2021 or 31 December 2020 in relation to the unaudited pro forma balance sheets, and on 1 January 2020 in relation to the unaudited pro forma income statements, unaudited pro forma statements of comprehensive income and unaudited pro forma statements of cash flows of the Pro Forma Group. Details on the Pro Forma Adjustments are set out in Note 4.

The unaudited pro forma financial information has been compiled based on the audited combined financial statements of the Pro Forma Group for the year ended 31 December 2020, which are prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)") and International Financial Reporting Standards ("IFRS") and the condensed interim combined financial statements of the Pro Forma Group for the three-month period ended 31 March 2021, which are prepared in accordance with Singapore Financial Reporting Standard (International) 1-34 *Interim Financial Reporting* and International Accounting Standard 34 *Interim Financial Reporting*.

The combined financial statements of the Pro Forma Group for the year ended 31 December 2020 were audited and the condensed interim combined financial statements of the Pro Forma Group for the three-month period ended 31 March 2021 were reviewed by KPMG Singapore in accordance with auditing standards generally accepted in Singapore. The auditors' reports on the above combined financial statements, which were published, were not subjected to any qualifications, modifications or disclaimers.

The objective of the unaudited pro forma financial information is to show what the financial position, results and cash flows might have been, had the Pro Forma Events as described above, occurred at the respective dates as mentioned above. The unaudited pro forma financial information have been prepared for illustrative purposes only, and because of their nature, may not give a true picture of the actual financial position, results and cash flows of the Pro Forma Group and is not necessarily indicative of the results and cash flows of the operations or the related effects on the financial position that would have been attained.

4 Pro Forma Events

The following key adjustments and assumptions were made in relation to the Pro Forma Events:

(a) Transaction costs incurred arising from the Internal Restructuring and the Listing

This adjustment is to reflect transaction costs to be incurred arising from the Internal Restructuring and the Listing, amounting to approximately $257 million, to be borne by the Pro Forma Group. These estimated costs comprise (i) $42 million of incremental expenses directly attributable to the issue of the Company's ordinary shares and recognised as a deduction from equity in the unaudited pro forma balance sheet; and (ii) $215 million of transaction cost sharing with the CapitaLand Group in relation to the transfer of entities arising from the Internal Restructuring recognised as administrative expenses in the unaudited pro forma income statement. Arising from this restructuring, associated deferred tax liabilities pertaining to the Pro Forma Group of $199 million has been reversed in the unaudited pro forma income statement.

(b) Capitalisation of certain loans extended by/to CapitaLand Limited and its subsidiaries and novated to the Pro Forma Group

This adjustment is to reflect the capitalisation of certain loans extended by/to CapitaLand Group and to be novated to the Pro Forma Group, amounting to a net $7,666 million and $7,719 million as at 31 March 2021 and 31 December 2020 respectively.

In the preparation of the unaudited pro forma balance sheet as at 31 March 2021, the net loans of $7,666 million, which comprise related party loan receivables of $3,524 million and related party loan payables of $11,190 million. The settlement of the net loan balance was through a combination of an allotment and issue of approximately 934,371,000 new ordinary shares of the Company to CL, amounting to $2,803 million and cash of $4,863 million. The capitalisation and settlement of loans are assumed to occur as at 31 March 2021. External bank borrowings of $4,863 million are assumed to be procured to fund the portion settled in cash. The associated transaction and tax related costs to the external bank borrowings are assumed to be not significant.

In the preparation of the unaudited pro forma balance sheet as at 31 December 2020, the net loans of $7,719 million, which comprise related party loan receivables of $3,471 million and related party loan payables of $11,190 million. The settlement of the net loan balance was through a combination of an allotment and issue of approximately 956,550,000 new ordinary shares of the Company to CL, amounting to $2,870 million and cash of $4,849 million. The capitalisation and settlement of loans are assumed to occur as at 31 December 2020. External bank borrowings of $4,849 million are assumed to be procured to fund the portion settled in cash. The associated transaction and tax related costs to the external bank borrowings are assumed to be not significant.

In the preparation of the unaudited pro forma income statements, statements of comprehensive income and statements of cash flows, the capitalisation and settlement of loans are assumed to occur on 1 January 2020. Arising from this, adjustments were made to reduce the associated net finance costs, amounting to $4 million and $8 million for the three-month period ended 31 March 2021 and year ended 31 December 2020 respectively, in the unaudited pro forma income statements, and the net interest paid in the statements of cash flows of the same amount. It is further assumed that the reduced net finance costs had no tax-related effects.

(c) Significant acquisitions and disposals of assets, entities and businesses between 1 January 2020 and date of this report

From 1 January 2020 to the date of this report, the Pro Forma Group entered into agreements to acquire or dispose the following assets, entities or businesses[1]:

(i) Agreements signed and transactions completed in 2020

- Divestment of land parcel in Kazakhstan
- Acquisition of Arlington Business Park in the United Kingdom
- Investment in International Tech Park Chennai, Radial Road Phase 2 (land), India
- Entry into joint venture to develop and operate logistics project in Greater Tokyo, Japan

[1] excluding agreements entered into by entities and funds of the Pro Forma Group that are not defined as subsidiaries under the Singapore Companies Act, Chapter 50

- Divestment of ICON Yeoksam, an office building located in Seoul, South Korea

- Divestment of three retail malls in Japan: La Park Mizue and Vivit Minami-Funabashi located in Greater Tokyo, as well as CO-OP Kobe Nishinomiya Higashi located in Greater Osaka

- Acquisition of land parcel in Austin, Texas, United States of America to develop multifamily property

The above transactions are hereinafter collectively referred to as the "2020 Transactions".

(ii) <u>Agreements signed in 2020 and transactions completed after 2020</u>

- Divestment of 80% interest in each of Ascendas Hangzhou Science & Technology Co., Ltd and Ascendas Hangzhou Data Processing Co., Ltd. which hold Singapore-Hangzhou Science and Technology Park Phase I and Phase II respectively, to CapitaLand China Trust ("CLCT"), which the Pro Forma Group holds a 24% interest as an associate.

(iii) <u>Agreements signed in 2021</u>

- Acquisition of land at Farrukhnagar NCR, India

- Acquisition of hyperscale data centre campus in Shanghai, China through 80% interest in each of Shanghai Yiding Electronic Technology Co., Ltd. and Shanghai Minyun Technology Co., Ltd.

- Divestment of 75% of issued share capital of Ascendas Fusion 5 Pte. Ltd. to Ascendas Real Estate Investment Trust ("A-REIT"), which the Pro Forma Group holds a 18% interest as an associate

- Acquisition of 50% equity interest in DLSP-Ascendas Co., Ltd., which holds Dalian Ascendas IT Park located in Dalian, China, from a joint venture partner

- Acquisition of a non-controlling interest's 20% stake in QSA Group Pty Ltd.

- Joint investment and development of student accommodation property in South Carolina, USA by The Ascott Limited, Ascott Residence Trust ("ART"), which the Pro Forma Group holds a 41% interest as a subsidiary and a third-party developer

- Divestment of partial stakes in six Raffles City developments in China

- Investment and development of logistics asset in Osaka, Japan

- Divestment of two retail malls in Japan: Olinas Mall and Seiyu & Sundrug Higashimatsuyama, both located in Greater Tokyo

The 2020 Transactions, together with the transactions described in (ii) and (iii) above, are hereinafter collectively referred to as the "Acquisitions and Disposals".

In the preparation of the Pro Forma Group's unaudited pro forma balance sheets as at 31 March 2021 and as at 31 December 2020, adjustments have been made to reflect the assets and liabilities pertaining to the above entities or assets in relation to Acquisitions and Disposals, as if they were acquired and/or disposed on 31 March 2021 and 31 December 2020 respectively. In the preparation of the Pro Forma Group's unaudited pro forma income statements, statements of comprehensive income and statements of cash flows for the three-month period ended 31 March 2021 and year ended 31 December 2020, adjustments have been made to reflect and/or reverse the profit or loss and cash flows pertaining to these entities or assets as if they were acquired and/or disposed on 1 January 2020.

In relation to the impact of Acquisitions and Disposals on unaudited pro forma statement of cash flows for the three-month period ended 31 March 2021, adjustments made to reflect and/or reverse the cash flows pertaining to the entities or assets acquired and/or disposed are insignificant unless otherwise stated below.

The key pro forma adjustments and assumptions made in preparing the unaudited pro forma financial information are set out below:

(a) Ascendas Hangzhou Science & Technology Co., Ltd.; and
Ascendas Hangzhou Data Processing Co., Ltd.

The following key pro forma adjustments and assumptions were made, to reflect the divestment of the Pro Forma Group's 80% interest in each of the entities above:

1. In relation to the unaudited pro forma balance sheet as at 31 March 2021, adjustments were made to reverse the net assets of the above entities, amounting to $171 million and reflect the estimated gross sale consideration of $143 million which is assumed to be received as at 31 March 2021.

   In relation to the unaudited pro forma balance sheet as at 31 December 2020, adjustments were made to reverse the net assets of the above entities, amounting to $165 million and reflect the estimated gross sale consideration of $138 million which is assumed to be received as at 31 December 2020.

2. In relation to the unaudited pro forma income statement for the year ended 31 December 2020, adjustments were made to reflect net divestment gains of approximately $7 million. Divestment gains were computed based on an assumed gross sale consideration of $126 million.

Adjustments were also made to reflect the increase in the Pro Forma Group's share of results in associates for three-month period ended 31 March 2021 and year ended 31 December 2020 by an estimated $1 million and $3 million respectively, arising from the divestment of the above entities to CLCT (the Pro Forma Group's associate).

3. In relation to the unaudited pro forma statement of cash flows for the year ended 31 December 2020, adjustments were made to reflect the net cash inflow of the subsidiaries disposed, estimated at $76 million. The cash inflow was primarily computed based on the assumed gross sale consideration of $127 million which is assumed to be received as at 1 January 2020.

(b) Land at Farrukhnagar NCR, India

This transaction pertains to an acquisition of land parcel by the Pro Forma Group's 51% joint venture.

The following key pro forma adjustments and assumptions were made, to reflect the acquisition of the above land:

1. In relation to the unaudited pro forma balance sheets as at 31 March 2021 and 31 December 2020, the purchase of asset was fully funded by cash of the joint venture and did not have any impact to the net assets of the joint venture. Accordingly, there was no pro forma adjustment made to the Pro Forma Group's unaudited pro forma balance sheets arising from this transaction.

2. In relation to the unaudited pro forma income statements and unaudited pro forma statements of cash flows, no pro forma adjustments were made as no development work was undertaken on the land in 2020 and the three-month period ended 31 March 2021.

(c) Shanghai Yiding Electronic Technology Co., Ltd.; and
Shanghai Minyun Technology Co., Ltd.

The financial statements of Shanghai Yiding Electronic Technology Co., Ltd. used for the preparation of the Pro Forma Group's unaudited pro forma financial information were prepared in accordance with Accounting Standards for Enterprises (Basic Standards), and were audited by Anheng (Beijing) Certified Public Accountants, in accordance with China Registered Accountants Auditing Standards. The auditors' report on the above financial statements were not subjected to any qualifications, modifications, or disclaimers.

The financial statements of Shanghai Minyun Technology Co., Ltd., used for the preparation of the Pro Forma Group's unaudited pro forma financial information were prepared in accordance with Accounting Standards for Enterprises (Basic Standards), and were audited by Deloitte Touche Tohmatsu Certified Public Accountants LLP, in accordance with China Registered Accountants Auditing Standards. The auditors' report on the above financial statements were not subjected to any qualifications, modifications, or disclaimers.

As the audited financial statements of both Shanghai Yiding Electronic Technology Co., Ltd. and Shanghai Minyun Technology Co., Ltd. were not prepared in accordance with SFRS(I) or IFRS, relevant adjustments were made to restate the financial statements in accordance with SFRS(I) and IFRS and to align the entities' accounting policies to those of the Pro Forma Group, for the purposes of preparation of the Pro Forma Group's unaudited pro forma financial information. The material restatement relates to the alignment of accounting policy of investment properties from the cost model to the fair value model.

The following key pro forma adjustments and assumptions were made, to reflect the acquisition of an 80% interest in each of the above entities:

1. In relation to the unaudited pro forma balance sheet as at 31 March 2021, adjustments were made to reflect the increase in the net assets, amounting to $52 million and the assumed consideration of $678 million (based on the adjusted net assets of the acquired interests of the above entities as at 31 March 2021). It is also assumed that the acquisitions are fully funded by external bank borrowings with no associated transaction and tax related costs.

   In relation to the unaudited pro forma balance sheet as at 31 December 2020, adjustments were made to reflect the increase in the net assets, amounting to $51 million and the assumed consideration of $675 million (based on the adjusted net assets of the acquired interests of the above entities as at 31 December 2020). It is also assumed that the acquisitions are fully funded by external bank borrowings with no associated transaction and tax related costs.

2. In relation to the unaudited pro forma income statements, adjustments were made to reflect the entities' results and the estimated financing costs expected to be incurred on the external bank borrowings of approximately $6 million and $40 million for three-month period ended 31 March 2021 and year ended 31 December 2020 respectively. In addition, it is assumed that there is no change in fair value of the investment properties acquired in 2020 and the three-month period ended 31 March 2021, during the period from the date of acquisition to 31 December 2020 and 31 March 2021 respectively.

3. In relation to the unaudited pro forma statement of cash flows for the year ended 31 December 2020, adjustments were made to reflect the net cash outflow of the subsidiaries acquired, estimated at $674 million. The cash outflow was computed based on the estimated gross sale consideration of $675 million which is assumed to be paid as at 1 January 2020.

(d) Ascendas Fusion 5 Pte. Ltd.

The following key pro forma adjustments and assumptions were made to reflect the divestment of the Pro Forma Group's 75% interest in Ascendas Fusion 5 Pte. Ltd. to A-REIT (the Pro Forma Group's associate):

1. In relation to the unaudited pro forma balance sheet as at 31 March 2021, adjustments were made to reverse the net assets of the above entity, amounting to $400 million and reflect the estimated gross sale consideration of $373 million comprising $290 million and $83 million, which were assumed to be received as at 31 March 2021, in the form of cash and A-REIT units respectively.

   In relation to the unaudited pro forma balance sheet as at 31 December 2020, adjustments were made to reverse the net assets of the above entity, amounting to $394 million and reflect the estimated gross sale consideration of $373 million comprising $290 million and $83 million, which were assumed to be received as at 31 December 2020, in the form of cash and A-REIT units respectively.

   The Pro Forma Group's stake in A-REIT is assumed to remain at approximately 18%, after the receipt of the additional A-REIT units.

2. In relation to the unaudited pro forma income statement for the year ended 31 December 2020, adjustments were made to reflect divestment gains of approximately $81 million. Divestment gains were computed based on the assumed gross sale consideration of $373 million.

   Adjustments were also made to reflect the increase in the Pro Forma Group's share of results in associates in the three-month period ended 31 March 2021 and year ended 31 December 2020 by an estimated $1 million and $5 million respectively, arising from the divestment of the above entity to A-REIT (the Pro Forma Group's associate).

3. In relation to the unaudited pro forma statement of cash flows, adjustments were made to reflect the net cash inflow of the subsidiary disposed, estimated at $272 million. The cash inflow was computed based on the estimated cash consideration of $290 million which is assumed to be received as at 1 January 2020.

(e) DLSP-Ascendas Co., Ltd.

The financial statements of DLSP-Ascendas Co., Ltd. for the year ended 31 December 2020 used for the preparation of the Pro Forma Group's unaudited pro forma financial information were prepared in accordance with Accounting Standards for Enterprises (Basic Standards), and were audited by KPMG Shanghai, in accordance with China Registered Accountants Auditing Standards. The auditors' report on the above financial statements were not subjected to any qualifications, modifications, or disclaimers.

The unaudited management accounts of DLSP-Ascendas Co., Ltd. for the three-month period ended 31 March 2021 used for the preparation of the Pro Forma Group's unaudited pro forma financial information were prepared in accordance with Accounting Standards for Enterprises (Basic Standards).

As the audited financial statements for the year ended 31 December 2020 and the unaudited management accounts for the three-month period ended 31 March 2021 of DLSP-Ascendas Co., Ltd. were not prepared in accordance with SFRS(I) or IFRS, relevant adjustments were made to restate the financial statements in accordance with SFRS(I) and IFRS and to align the entity's accounting policies to those of the Pro Forma Group, for the purposes of preparation of the Pro Forma Group's unaudited pro forma financial information. The material restatement relates to the alignment of accounting policy of investment properties from the cost model to the fair value model.

The following key pro forma adjustments and assumptions were made, to reflect the acquisition of an 50% interest in the above entity from a joint venture partner. The call option granted to the joint venture partner to repurchase its 50% interest was assumed not to have been exercised. Following the acquisition, the Pro Forma Group's interest in the above entity will increase from 50% (joint venture) to 100% (subsidiary).

1. In relation to the unaudited pro forma balance sheet as at 31 March 2021, adjustments were made to reflect the consolidation of the above entity as a subsidiary and reversal of the interest in joint venture, which resulted in a net increase in the net assets of $109 million and the assumed consideration of $103 million (based on the adjusted net assets of the acquired interest of the above entity as at 31 March 2021), to be settled in cash.

   In relation to the unaudited pro forma balance sheet as at 31 December 2020, adjustments were made to reflect the consolidation of the above entity as a subsidiary and reversal of the interest in joint venture, which resulted in a net increase in the net assets of $106 million and the assumed consideration of $100 million (based on the adjusted net assets of the acquired interest of the above entity as at 31 December 2020), to be settled in cash.

2. In relation to the unaudited pro forma income statements, adjustments were made to reflect the consolidation of the above entity's three-month period ended 31 March 2021 and year ended 31 December 2020 results as a subsidiary and reversal of the share of results from joint ventures, of approximately $2 million and $12 million (including re-measurement gain on the Pro Forma Group's existing interest in in the entity) respectively. In addition, it is assumed that there is no change in fair value of the investment property, during the period from the date of acquisition to 31 December 2020 and 31 March 2021 respectively.

3. In relation to the unaudited pro forma statement of cash flows, adjustments were made to reflect the net cash outflow of the subsidiary acquired, estimated at $71 million. The cash outflow was computed based on the estimated gross sale consideration of $83 million which is assumed to be paid as at 1 January 2020.

(f) QSA Group Pty Ltd

The financial statements of QSA Group Pty Ltd used for the preparation of the Pro Forma Group's unaudited pro forma financial information to adjust for the step-up acquisition of non-controlling interest's 20% stake were the same as that included in the audited combined financial statements of the Pro Forma Group for the year ended 31 December 2020 and condensed interim combined financial statements of the Pro Forma Group for the three-month period ended 31 March 2021.

The combined financial statements, which were prepared in accordance with SFRS(I) and IFRS, was audited by KPMG Singapore in accordance with auditing standards generally accepted in Singapore. The auditors' report on the above combined financial statements, which was published, was not subjected to any qualifications, modifications or disclaimers.

The condensed interim combined financial statements, which were prepared in accordance with Singapore Financial Reporting Standard (International) 1-34 *Interim Financial Reporting* and International Accounting Standard 34 *Interim Financial Reporting*, was reviewed by KPMG Singapore in accordance with auditing standards generally accepted in Singapore. The auditors' report on the above condensed interim combined financial statements, which was published, was not subjected to any qualifications, modifications or disclaimers.

The following key pro forma adjustments and assumptions were made, to reflect the acquisition of a 20% interest in the above entity from the non-controlling interest:

1. In relation to the unaudited pro forma balance sheet as at 31 March 2021, adjustments were made to reflect a decrease in the net assets of the Pro Forma Group, amounting to $65 million (based on the assumed consideration derived from the adjusted net assets of the acquired interest in above entity as at 31 March 2021). The consideration is assumed to be paid in cash.

In relation to the unaudited pro forma balance sheet as at 31 December 2020, adjustments were made to reflect a decrease in the net assets of the Pro Forma Group, amounting to $62 million (based on the assumed consideration derived from the adjusted net assets of the acquired interest in above entity as at 31 December 2020). The consideration is assumed to be paid in cash.

2. In relation to the unaudited pro forma income statements for the three-month period ended 31 March 2021 and the year ended 31 December 2020, adjustments were made to reflect an increase in the share of the entity's loss for the acquired interest of approximately less than $1 million and $2 million respectively.

3. In relation to the unaudited pro forma statement of cash flows for the year ended 31 December 2020, adjustments were made to reflect the net cash outflow for the 20% interest acquired, estimated at $59 million and assumed to be paid as at 1 January 2020.

(g) Investment and development of student accommodation property in South Carolina, USA

This transaction pertains to the investment in land and development of a student accommodation property, jointly undertaken by The Ascott Limited, a wholly-owned subsidiary of the Pro Forma Group, ART (the Pro Forma Group's 41% subsidiary) and a third-party developer:

The following key pro forma adjustments and assumptions were made, to reflect the transaction:

1. In relation to the unaudited pro forma balance sheets as at 31 March 2021 and 31 December 2020, adjustments were made to reflect additions to investment properties (under development) amounting to $18 million, which was assumed to be funded by cash of $16 million and funds from non-controlling interests of $2 million.

2. In relation to the unaudited pro forma income statements for the three-month period ended 31 March 2021 and year ended 31 December 2020, no pro forma adjustments were made as any development expenditure are assumed to be capitalised as part of the cost of investment properties.

3. In relation to the unaudited pro forma statement of cash flows for the year ended 31 December 2020, adjustments were made to reflect the cash outflow for the additions to investment properties of $18 million assumed to be paid in cash of $16 million and contributions from non-controlling interests of $2 million as at 1 January 2020.

(h) Six Raffles City developments in China

This transaction comprises of:

(i) partial divestment of stakes in the following six entities held directly or indirectly by the Pro Forma Group's two associates, Raffles City China Income Ventures Limited ("RCCIV") and Senning Property Ltd. ("Senning"):

Name of entity	Effective interest disposed by RCCIV and Senning
Shanghai Hua Qing Real Estate Management Co., Ltd.	43%
Beijing Xin Jie Real Estate Development Co., Ltd.	70%
Ningbo Xin Yin Property Development Co., Ltd.	70%
Raffles City (Hangzhou) Real Estate Development Co., Ltd.	70%
Raffles City Chengdu Co., Ltd.	70%
Shanghai Orient Overseas Kaixuan Real Estate Co., Ltd.	70%

and;

(ii) step-up acquisition of RCCIV and Senning which changed from being associates to wholly-owned subsidiaries of the Pro Forma Group. Upon completion of the transaction, RCCIV will cease to be a material associate of the Pro Forma Group.

The financial statements of RCCIV used for the preparation of the Pro Forma Group's unaudited pro forma financial information for the year ended 31 December 2020, were prepared in accordance with IFRS and were audited by KPMG Cayman Islands in accordance with auditing standards generally accepted in Cayman. The auditors' report on the financial statements, were not subjected to any qualifications, modifications or disclaimers.

The financial statements of Senning used for the preparation of the Pro Forma Group's unaudited pro forma financial information for the year ended 31 December 2020, were prepared in accordance with IFRS and were audited by KPMG Singapore in accordance with auditing standards generally accepted in Singapore. The auditors' report on the financial statements, were not subjected to any qualifications, modifications or disclaimers.

The unaudited management accounts of RCCIV and Senning used for the preparation of the Pro Forma Group's unaudited pro forma financial information for the three-month period ended 31 March 2021, were prepared in accordance with IFRS.

The following key pro forma adjustments and assumptions were made to reflect above transaction:

1. In relation to the unaudited pro forma balance sheet as at 31 March 2021, adjustments were made to reflect a net decrease in interest in associates, amounting to approximately $852 million and the effects of consolidating the entities arising from the step-up acquisition mentioned in Note 4(c)(h)(ii) above.

   In relation to the unaudited pro forma balance sheet as at 31 December 2020, adjustments were made to reflect a net decrease in interest in associates, amounting to approximately $843 million and the effects of consolidating the entities arising from the step-up acquisition mentioned in Note 4(c)(h)(ii) above.

2. In relation to the unaudited pro forma income statement for the year ended 31 December 2020, adjustments were made to reflect gains of approximately $164 million (presented in share of results of associates), arising from the partial divestment mentioned in Note 4(c)(h)(i) above of the six Raffles City developments.

3. In relation to the unaudited pro forma statement of cash flows for the year ended 31 December 2020, adjustments were made to reflect the net cash outflow, estimated at $667 million, on the step-up acquisition for RCCIV and Senning. The cash outflow was computed based on the estimated cash consideration of $770 million which is assumed to be paid as at 1 January 2020.

(j) Investment and development of logistics asset in Japan

This transaction pertains to an acquisition of freehold site for the development of a logistics facility in Osaka, Japan.

The following key pro forma adjustments and assumptions were made to reflect the transaction:

1. In relation to the unaudited pro forma balance sheet as at 31 March 2021, adjustments were made to reflect the acquisition of land amounting to $40 million. It is assumed this payment is to be fully funded by external borrowings with no associated transaction and tax related costs.

   In relation to the unaudited pro forma balance sheet as at 31 December 2020, adjustments were made to reflect the acquisition of land amounting to $41 million. It is assumed this payment is to be fully funded by external borrowings with no associated transaction and tax related costs.

2. In relation to the unaudited pro forma income statements for the three-month period ended 31 March 2021 and year ended 31 December 2020, no pro forma adjustments were made as the project is under development. Interest on external borrowings are capitalised as part of investment properties.

3. In relation to the unaudited pro forma statement of cash flows for the year ended 31 December 2020, adjustments were made to reflect the net cash outflow for the acquisition of land of $41 million assumed to be paid as at 1 January 2020 and proceeds from bank borrowings of the same amount.

(k) Divestment of two retail malls in Japan: Olinas Mall and Seiyu & Sundrug Higashimatsuyama, both located in Greater Tokyo

The following key pro forma adjustments and assumptions were made to reflect the divestment of the above properties:

1. In relation to the unaudited pro forma balance sheet as at 31 March 2021, adjustments were made to reverse investment properties amounting to $411 million and reflect the estimated sale consideration of $536 million, assumed to be received as at 31 March 2021.

   In relation to the unaudited pro forma balance sheet as at 31 December 2020, adjustments were made to reverse investment properties amounting to $422 million and reflect the estimated sale consideration of $550 million, assumed to be received as at 31 December 2020.

2. In relation to the unaudited pro forma income statement for the year ended 31 December 2020, adjustments were made to reflect divestment gains of approximately $86 million. Divestment gains were computed based on the assumed gross sale consideration of $534 million.

3. In relation to the unaudited pro forma statement of cash flows for the year ended 31 December 2020, adjustments were made to reflect the estimated sale consideration of $534 million, which is assumed to be received as at 1 January 2020.

(l) 2020 Transactions

The financial statements of the entities and businesses in relation to the 2020 Transactions used for the preparation of the Pro Forma Group's pro forma financial information, were the same as that included in the audited combined financial statements of the Pro Forma Group for the year ended 31 December 2020 and condensed interim combined financial statements of the Pro Forma Group for the three-month period ended 31 March 2021.

The combined financial statements of the Pro Forma Group, which were prepared in accordance with SFRS(I) and IFRS, were audited by KPMG Singapore in accordance with auditing standards generally accepted in Singapore. The auditors' report on the above combined financial statements, which was published, was not subjected to any qualifications, modifications or disclaimers.

The condensed interim combined financial statements of the Pro Forma Group, which were prepared in accordance with Singapore Financial Reporting Standard (International) 1-34 *Interim Financial Reporting* and International Accounting Standard 34 *Interim Financial Reporting*, were reviewed by KPMG Singapore in accordance with auditing standards generally accepted in Singapore. The auditors' report on the above condensed interim combined financial statements, which was published, was not subjected to any qualifications, modifications or disclaimers.

The following key pro forma adjustments and assumptions were made to reflect the 2020 Transactions:

1. In relation to the unaudited pro forma balance sheets as at 31 March 2021 and 31 December 2020, it is assumed that no adjustments to net assets are required.

2. In relation to the unaudited pro forma income statement for the three-month period ended 31 March 2021, no adjustments are required.

   For the unaudited pro forma income statement for the year ended 31 December 2020, adjustments were made to reflect the estimated overall increase of $12 million to the Pro Forma Group's loss before tax, arising from the 2020 Transactions. The adjustments reflect the reversal/recognition of profit or loss pertaining to 2020 Transactions, as if these transactions had occurred on 1 January 2020. In relation to acquisitions, the recognition of profit or loss pertaining to the period between 1 January 2020 and date of acquisition was computed based on the pro-rata effect of the 2020 audited financial statements of those entities acquired. The adjustments were derived on the assumption that there would be no changes to the aggregated consideration received for disposals and consideration paid for acquisitions of approximately $451 million and $300 million respectively, as well as divestment gains or losses, related transaction costs and tax-related effects recorded.

3. In relation to the unaudited pro forma statement of cash flows for the year ended 31 December 2020, net adjustments to the cashflows were assumed to pertain to changes to the Pro Forma Group's profit or loss arising from the 2020 Transactions only, adjusted for relevant non-cash items.

In addition, the following key assumptions were made in the preparation of the unaudited pro forma financial information:

- For Acquisitions and Disposals, no related transaction costs and tax-related effects were assumed unless otherwise stated above

- For borrowings where the loan facilities, associated terms and conditions have not been secured as at 31 March 2021 or 31 December 2020, no related transaction costs and tax-related effects were assumed unless otherwise stated above. The associated financing costs of these borrowings were computed based on the estimated cost of debt where the respective entities operate in.

- Exchange rates

Foreign Currency	**As at 31 March 2021**	**As at 31 December 2020**	**Three-month period ended 31 March 2021**	**Year ended 31 December 2020**
Australian dollar	1.0294	0.9800	1.0203	0.9456
British pound	1.8395	1.7778	1.8136	1.7675
Japanese yen	0.0126	0.0129	0.0127	0.0129
Chinese renminbi	0.2048	0.2040	0.2047	0.1993
United States dollar	1.3231	1.3479	1.3285	1.3816
South Korean Won	0.0012	0.0012	0.0012	0.0012

The above rates are presented in Singapore dollars to 1 unit of foreign currency.

Unaudited Pro Forma Balance Sheet as at 31 March 2021

The following adjustments have been made in arriving at the Unaudited Pro Forma Balance Sheet as at 31 March 2021:

	Unaudited condensed interim combined balance sheet	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Sub-Total	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma balance sheet
	$'M	$'M	$'M	$'M	$'M	$'M
Non-current assets						
Property, plant and equipment	1,107	-	-	**1,107**	(1)	**1,106**
Intangible assets	1,009	-	-	**1,009**	-	**1,009**
Investment properties	16,234	-	-	**16,234**	(190)	**16,044**
Associates	11,042	125	-	**11,167**	(769)	**10,398**
Joint ventures	2,313	39	-	**2,352**	(76)	**2,276**
Deferred tax assets	65	-	-	**65**	-	**65**
Other non-current assets	523	-	(346)	**177**	-	**177**
	32,293	164	(346)	**32,111**	(1,036)	**31,075**
Current assets						
Development properties for sale and stocks	212	-	-	**212**	-	**212**
Trade and other receivables	4,349	-	(3,178)	**1,171**	97	**1,268**
Other current assets	2	-	-	**2**	-	**2**
Assets held for sale	32	-	-	**32**	-	**32**
Cash and cash equivalents	1,638	-	-	**1,638**	1,563	**3,201**
	6,233	-	(3,178)	**3,055**	1,660	**4,715**
Less: current liabilities						
Trade and other payables	6,107	257	(4,351)	**2,013**	(197)	**1,816**
Contract liabilities	*	-	-	*	-	*
Short term borrowings	915	-	-	**915**	(172)	**743**
Current tax payable	417	-	-	**417**	9	**426**
	7,439	257	(4,351)	**3,345**	(360)	**2,985**
Net current (liabilities)/assets	**(1,206)**	**(257)**	**1,173**	**(290)**	**2,020**	**1,730**
Less: non-current liabilities						
Long term borrowings	6,117	-	4,863	**10,980**	663	**11,643**
Debt securities	1,403	-	-	**1,403**	-	**1,403**
Deferred tax liabilities	462	(35)	-	**427**	(38)	**389**
Other non-current liabilities	7,089	-	(6,839)	**250**	42	**292**
	15,071	(35)	(1,976)	**13,060**	667	**13,727**
Net assets	**16,016**	**(58)**	**2,803**	**18,761**	**317**	**19,078**
Representing:						
Share capital	7,926	(42)	2,803	**10,687**	-	**10,687**
Revenue reserve	9,098	(16)	-	**9,082**	470	**9,552**
Other reserves	(4,888)	-	-	**(4,888)**	(86)	**(4,974)**
Equity attributable to owners of the Company	**12,136**	**(58)**	**2,803**	**14,881**	**384**	**15,265**
Perpetual securities	397	-	-	**397**	-	**397**
Non-controlling interests	3,483	-	-	**3,483**	(67)	**3,416**
Total equity	**16,016**	**(58)**	**2,803**	**18,761**	**317**	**19,078**
Net asset value per share ($)				**2.860**		**2.934**

* *Less than $1 million*

Unaudited Pro Forma Balance Sheet as at 31 December 2020

The following adjustments have been made in arriving at the Unaudited Pro Forma Balance Sheet as at 31 December 2020:

	Audited combined balance sheet	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Sub-Total	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma balance sheet
	$'M	$'M	$'M	$'M	$'M	$'M
Non-current assets						
Property, plant and equipment	1,096	-	-	**1,096**	(1)	**1,095**
Intangible assets	1,006	-	-	**1,006**	-	**1,006**
Investment properties	15,852	-	-	**15,852**	(203)	**15,649**
Associates	10,908	125	-	**11,033**	(759)	**10,274**
Joint ventures	2,290	39	-	**2,329**	(77)	**2,252**
Deferred tax assets	58	-	-	**58**	-	**58**
Other non-current assets	770	-	(346)	**424**	-	**424**
	31,980	164	(346)	**31,798**	(1,040)	**30,758**
Current assets						
Development properties for sale and stocks	211	-	-	**211**	-	**211**
Trade and other receivables	4,258	-	(3,125)	**1,133**	108	**1,241**
Other current assets	6	-	-	**6**	-	**6**
Assets held for sale	32	-	-	**32**	-	**32**
Cash and cash equivalents	1,736	-	-	**1,736**	1,537	**3,273**
	6,243	-	(3,125)	**3,118**	1,645	**4,763**
Less: current liabilities						
Trade and other payables	5,513	257	(3,898)	**1,872**	(202)	**1,670**
Contract liabilities	*	-	-	*	-	*
Short term borrowings	1,132	-	-	**1,132**	(167)	**965**
Current portion of debt securities	22	-	-	**22**	-	**22**
Current tax payable	470	-	-	**470**	9	**479**
	7,137	257	(3,898)	**3,496**	(360)	**3,136**
Net current (liabilities)/assets	**(894)**	**(257)**	**773**	**(378)**	**2,005**	**1,627**
Less: non-current liabilities						
Long term borrowings	6,049	-	4,849	**10,898**	648	**11,546**
Debt securities	1,263	-	-	**1,263**	-	**1,263**
Deferred tax liabilities	464	(35)	-	**429**	(42)	**387**
Other non-current liabilities	7,576	-	(7,292)	**284**	35	**319**
	15,352	(35)	(2,443)	**12,874**	641	**13,515**
Net assets	**15,734**	**(58)**	**2,870**	**18,546**	**324**	**18,870**
Representing:						
Share capital	7,926	(42)	2,870	**10,754**	-	**10,754**
Revenue reserve	8,916	(16)	-	**8,900**	444	**9,344**
Other reserves	(4,967)	-	-	**(4,967)**	(57)	**(5,024)**
Equity attributable to owners of the Company	**11,875**	**(58)**	**2,870**	**14,687**	**387**	**15,074**
Perpetual securities	396	-	-	**396**	-	**396**
Non-controlling interests	3,463	-	-	**3,463**	(63)	**3,400**
Total equity	**15,734**	**(58)**	**2,870**	**18,546**	**324**	**18,870**
Net asset value per share ($)				**2.823**		**2.897**

* *Less than $1 million*

Unaudited Pro Forma Income Statement for the period ended 31 March 2021

The following adjustments have been made in arriving at the Unaudited Pro Forma Income Statement for the period ended 31 March 2021:

	Unaudited condensed interim combined income statement	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma income statement
	$'M	$'M	$'M	$'M	$'M
Revenue	**516**	**-**	**-**	**(27)**	**489**
Cost of sales	(243)	-	-	5	(238)
Gross profit	273	-	-	(22)	251
Other operating income	60	-	(3)	-	57
Administrative expenses	(123)	-	-	(1)	(124)
Other operating expenses	(3)	-	-	-	(3)
Profit/(loss) from operations	**207**	**-**	**(3)**	**(23)**	**181**
Finance costs	(92)	-	7	(4)	(89)
Share of results (net of tax) of:					
- associates	113	-	-	(3)	110
- joint ventures	18	-	-	(2)	16
	131	-	-	(5)	126
Profit/(loss) before tax	**246**	**-**	**4**	**(32)**	**218**
Tax expense	(30)	-	-	2	(28)
Profit for the period	**216**	**-**	**4**	**(30)**	**190**
Attributable to:					
Owners of the Company	190	-	4	(26)	168
Non-controlling interests	26	-	-	(4)	22
Profit for the period	**216**	**-**	**4**	**(30)**	**190**
Basic and diluted earnings per share (cents)					3.23

Unaudited Pro Forma Income Statement for the year ended 31 December 2020

The following adjustments have been made in arriving at the Unaudited Pro Forma Income Statement for the year ended 31 December 2020:

	Audited combined income statement	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma income statement
	$'M	$'M	$'M	$'M	$'M
Revenue	**1,983**	**-**	**-**	**(88)**	**1,895**
Cost of sales	(1,111)	-	-	31	(1,080)
Gross profit	872	-	-	(57)	815
Other operating income	364	-	(18)	190	536
Administrative expenses	(475)	(215)	-	(25)	(715)
Other operating expenses	(918)	-	-	(19)	(937)
Loss from operations	**(157)**	**(215)**	**(18)**	**89**	**(301)**
Finance costs	(377)	-	26	(21)	(372)
Share of results (net of tax) of:					
- associates	81	125	-	170	376
- joint ventures	(106)	39	-	(2)	(69)
	(25)	164	-	168	307
Loss before tax	**(559)**	**(51)**	**8**	**236**	**(366)**
Tax expense	(114)	35	-	(2)	(81)
Loss for the year	**(673)**	**(16)**	**8**	**234**	**(447)**
Attributable to:					
Owners of the Company	(559)	(16)	8	250	(317)
Non-controlling interests	(114)	-	-	(16)	(130)
Loss for the year	**(673)**	**(16)**	**8**	**234**	**(447)**
Basic and diluted earnings per share (cents)					(6.10)

Unaudited Pro Forma Statement of Comprehensive Income for the period ended 31 March 2021

The following adjustments have been made in arriving at the Unaudited Pro Forma Statement of Comprehensive Income for the period ended 31 March 2021:

	Unaudited condensed interim combined statement of comprehensive income	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma statement of comprehensive income
	$'M	$'M	$'M	$'M	$'M
Profit for the period	216	-	4	(30)	190
Other comprehensive income:					
Items that may be reclassified subsequently to profit or loss					
Exchange differences arising from translation of foreign operations and foreign currency loans, forming part of net investment in foreign operations	(21)	-	-	(1)	(22)
Effective portion of change in fair value of cash flow hedges	*	-	-	-	*
Recognition of hedging reserve in profit or loss	2	-	-	-	2
Share of other comprehensive income of associates and joint ventures	127	-	-	(18)	109
	108	-	-	(19)	89
Items that will not be reclassified subsequently to profit or loss					
Change in fair value of equity investments at fair value through other comprehensive income	20	-	-	-	20
Total other comprehensive income for the period, net of tax	128	-	-	(19)	109
Total comprehensive income for the period	344	-	4	(49)	299
Attributable to:					
Owners of the Company	281	-	4	(44)	241
Non-controlling interests	63	-	-	(5)	58
Total comprehensive income for the period	344	-	4	(48)	299

Unaudited Pro Forma Statement of Comprehensive Income for the year ended 31 December 2020

The following adjustments have been made in arriving at the Unaudited Pro Forma Statement of Comprehensive Income for the year ended 31 December 2020:

	Audited combined statement of comprehensive income	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma statement of comprehensive income
	$'M	$'M	$'M	$'M	$'M
Loss for the year	(673)	(16)	8	234	(447)
Other comprehensive income:					
Items that may be reclassified subsequently to profit or loss					
Exchange differences arising from translation of foreign operations and foreign currency loans, forming part of net investment in foreign operations	188	-	-	(8)	180
Effective portion of change in fair value of cash flow hedges	(22)	-	-	-	(22)
Share of other comprehensive income of associates and joint ventures	330	-	-	(56)	274
	496	-	-	(64)	432
Items that will not be reclassified subsequently to profit or loss					
Change in fair value of equity investments at fair value through other comprehensive income	(30)	-	-	-	(30)
Total other comprehensive income for the year, net of tax	466	-	-	(64)	402
Total comprehensive income for the year	(207)	(16)	8	170	(45)
Attributable to:					
Owners of the Company	(146)	(16)	8	187	33
Non-controlling interests	(61)	-	-	(17)	(78)
Total comprehensive income for the year	(207)	(16)	8	170	(45)

Unaudited Pro Forma Statement of Cash Flows for the period ended 31 March 2021

The following adjustments have been made in arriving at the Unaudited Pro Forma Statement of Cash Flows for the period ended 31 March 2021:

	Unaudited condensed interim combined statement of cash flows	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma statement of cash flows
	$'M	$'M	$'M	$'M	$'M
Cash flows from operating activities					
Profit for the period	216	-	4	(30)	190
Adjustments for:					
Allowance for:					
- impairment loss on receivables	4	-	-	-	4
Amortisation of intangible assets	7	-	-	-	7
Depreciation of property, plant and equipment and right-of-use assets	33	-	-	-	33
Dividend income	(3)	-	-	-	(3)
Finance costs	92	-	(6)	3	89
Interest income	(8)	-	3	-	(5)
Share of results of associates and joint ventures	(131)	-	-	5	(126)
Share-based expenses	2	-	-	-	2
Tax expense	30	-	-	(2)	28
	26	-	(3)	6	29
Operating profit before working capital changes	242	-	1	(24)	219
Changes in working capital:					
Trade and other receivables	(72)	-	-	26	(46)
Development properties for sale	(1)	-	-		(1)
Trade and other payables	125	-	-	(3)	122
	52	-	-	23	75
Cash generated from operations	294	-	1	(1)	294
Taxation paid	(89)	-			(89)
Net cash generated from operating activities	205	-	1	(1)	205

	Unaudited condensed interim combined statement of cash flows	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma statement of cash flows
Cash flows from investing activities					
Acquisition/Development expenditure of investment properties	(142)	-	-	-	(142)
Dividends received from associates and joint ventures	66	-	-	-	66
Interest income received	14	-	(4)	-	10
Investments in associates, joint ventures and other investments	(299)	-	-	-	(299)
Proceeds from disposal of other financial assets	255	-	-	-	255
Purchase of intangible assets and property, plant and equipment	(7)	-	-	-	(7)
Settlement of hedging instruments	(1)	-	-	-	(1)
Net cash generated used in investing activities	(114)	-	(4)	-	(118)
Cash flows from financing activities					
Contributions from non-controlling interests	3	-	-	-	3
Dividends paid to non-controlling interests	(45)	-	-	-	(45)
Distributions to perpetual securities holders	(3)	-	-	-	(3)
Dividends paid to shareholders	(4)	-	-	-	(4)
Interest expense paid	(68)	-	7	(5)	(66)
Repayment of loans from related companies	(52)	-	-	-	(52)
Repayment to associates and joint ventures	(5)	-	-	-	(5)
Proceeds from bank borrowings	174	-	4,863	-	5,037
Repayments of lease liabilities	(23)	-	-	-	(23)
Repayments of bank borrowings	(285)	-	-	-	(285)
Proceeds from issuance of debt securities and convertible bonds	145	-	-	-	145
Repayments of debt securities and convertible bonds	(21)	-	-	-	(21)
Repayment of loans extended by CapitaLand Group	-	-	(4,863)	-	(4,863)
Decrease in bank deposits pledged for bank facilities	11	-	-	-	11
Net cash generated used in financing activities	(173)	-	7	(5)	(171)
Net decrease in cash and cash equivalents	(82)	-	4	(6)	(84)
Cash and cash equivalents at beginning of the period	1,678				3,305
Effect of exchange rate changes on cash balances held in foreign currencies	(6)				(6)
Cash and cash equivalents at end of the period	**1,590**				**3,215**

Unaudited Pro Forma Statement of Cash Flows for the year ended 31 December 2020

The following adjustments have been made in arriving at the Unaudited Pro Forma Statement of Cash Flows for the year ended 31 December 2020:

	Audited combined statement of cash flows	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma statement of cash flows
	$'M	$'M	$'M	$'M	$'M
Cash flows from operating activities					
Loss for the year	(673)	(16)	8	234	(447)
Adjustments for:					
Allowance for:					
- impairment loss on receivables	27	-	-	-	27
- foreseeable losses on development properties for sale	17	-	-	-	17
- impairment on intangible assets	153	-	-	-	153
- impairment on property, plant and equipment	27	-	-	-	27
Amortisation of intangible assets	23	-	-	-	23
Depreciation of property, plant and equipment and right-of-use assets	126	-	-	11	137
Dividend income	(10)	-	-	-	(10)
Finance costs	377	-	(26)	20	371
Gain on disposal of investment properties	(41)	-	-	(86)	(127)
Interest income	(40)	-	18	1	(21)
Loss on disposal and write-off of property, plant and equipment	*	-	-	-	*
Net change in fair value of investment properties	698	-	-	21	719
Mark-to-market loss on financial assets designated as fair value through profit or loss	13	-	-	-	13
Net gain from change of ownership interests in subsidiaries, associates and joint ventures	(99)	-	-	(111)	(210)
Share of results of associates and joint ventures	25	(164)	-	(168)	(307)
Share-based expenses	18	-	-	-	18
Tax expense	114	(35)	-	2	81
	1,428	(199)	(8)	(310)	911
Operating profit before working capital changes	755	(215)	-	(76)	464
Changes in working capital:					
Trade and other receivables	(208)	-	-	84	(124)
Development properties for sale	(9)	-	-	-	(9)
Trade and other payables	(212)	215	-	(16)	(13)
	(429)	215	-	68	(146)
Cash generated from operations	326	-	-	(8)	318
Taxation paid	(143)	-	-	(16)	(159)
Net cash generated from operating activities	183	-	-	(24)	159

* *Less than $1 million*

	Audited combined statement of cash flows	Transaction costs Pro Forma Adjustment (a)	Loan capitalisation Pro Forma Adjustment (b)	Significant acquisitions and disposals Pro Forma Adjustment (c)	Unaudited pro forma statement of cash flows
Cash flows from investing activities					
Acquisition/Development expenditure of investment properties	(236)	-	-	(59)	(295)
Acquisition of subsidiaries, net of cash acquired	(213)	-	-	(1,412)[1]	(1,625)
Deposits received for disposal of investment property/subsidiaries	21	-	-	-	21
Disposal of subsidiaries, net of cash disposed of	192	-	-	348[1]	540
Dividends received from associates and joint ventures	502	-	-	1,597	2,099
Interest income received	39	-	(18)	(1)	20
Return of investments from associates, joint ventures and other investments	301	-	-	-	301
Proceeds from disposal of investment properties	364	-	-	534	898
Proceeds from disposal of assets held for sale	155	-	-	-	155
Purchase of intangible assets and property, plant and equipment	(44)	-	-	-	(44)
Settlement of hedging instruments	(13)	-	-	-	(13)
Net cash generated from investing activities	1,068	-	(18)	1,007	2,057
Cash flows from financing activities					
Contributions from non-controlling interests	73	-	-	1	74
Dividends paid to non-controlling interests	(113)	-	-	-	(113)
Distributions to perpetual securities holders	(16)	-	-	-	(16)
Dividends paid to shareholders	(720)	-	-	-	(720)
Interest expense paid	(365)	-	26	(21)	(360)
Proceeds from loans from related companies	194	-	-	-	194
Repayment to associates and joint ventures	(5)	-	-	-	(5)
Payment for acquisition of ownership interests in subsidiaries with no change in control	(3)	-	-	(59)	(62)
Proceeds from bank borrowings	989	-	4,849	715	6,553
Repayments of lease liabilities	(56)	-	-	-	(56)
Repayments of bank borrowings	(792)	-	-	-	(792)
Repayments of debt securities and convertible bonds	(166)	-	-	-	(166)
Repayment of loans extended by CapitaLand Group	-	-	(4,849)	-	(4,849)
Decrease in bank deposits pledged for bank facilities	8	-	-	-	8
Net cash generated/(used in) financing activities	(972)	-	26	636	(310)
Net increase in cash and cash equivalents	279	-	8	1,619	1,906
Cash and cash equivalents at beginning of the year	1,354				1,354
Effect of exchange rate changes on cash balances held in foreign currencies	45				45
Cash and cash equivalents at end of the year	**1,678**				**3,305**

Notes:

1 See note 17

5 Investment Properties

	31 March 2021 $'M	31 December 2020 $'M
Investment properties at fair value	16,044	15,649

(a) The Pro Forma Group's investment properties which are classified under Level 3 of fair value hierarchy are analysed as below:

The Group	Shopping mall $'M	Office $'M	Integrated development $'M	Lodging $'M	Business park, industrial and logistics $'M	Total $'M
31 March 2021						
Singapore	-	1,059	-	1,074	190	2,323
China (includes Hong Kong)	484	867	597	447	1,374	3,769
Others*	1,430	1,114	163	6,597	648	9,952
	1,914	3,040	760	8,118	2,212	16,044
31 December 2020						
Singapore	-	1,050	-	1,071	189	2,310
China (includes Hong Kong)	482	860	595	445	1,368	3,750
Others*	1,424	876	162	6,491	636	9,589
	1,906	2,786	757	8,007	2,193	15,649

* *Others include countries in Asia (excluding Singapore, China and Hong Kong), Europe, United States of America and Australia.*

(b) As at 31 March 2021, investment properties valued at $624 million (31 December 2020: $663 million) were under development.

(c) As at 31 March 2021, certain investment properties with carrying value of approximately $9,241 million (31 December 2020: $9,883 million) were mortgaged to banks to secure credit facilities.

(d) The right-of-use assets relating to the land and buildings that are classified within investment properties have a carrying amount of $350 million (31 December 2020: $355 million) as at 31 March 2021.

6 Associates

		Note	31 March 2021 $'M	31 December 2020 $'M
(a)	Investment in associates		10,396	10,272
	Less:			
	Allowance for impairment		*	*
			10,396	10,272
	Add:			
	Amounts due from associates, at amortised cost:			
	Loan accounts- interest free, unsecured		2	2
			10,398	10,274

* *Less than $1 million*

		Note	31 March 2021 $'M	31 December 2020 $'M
(b)	Amounts due from associates:			
	Current accounts (unsecured)			
	- interest free (trade)		116	138
	- interest free (non-trade)		73	56
			189	194
	Less:			
	Allowance for impairment loss on receivables		*	*
	Presented in trade and other receivables	8	189	194
	Non-current loans (unsecured)			
	- interest bearing		2	2
	Presented in other non-current assets	7	2	2

* *Less than $1 million*

		Note	31 March 2021 $'M	31 December 2020 $'M
(c)	Amounts due to associates:			
	Current accounts (mainly non-trade and unsecured)			
	- interest free		94	18
	- interest bearing		5	5
	Presented in trade and other payables	10	99	23

(d) The following are the material associates of the Pro Forma Group:

Name of Entity	Nature of relationship with the Pro Forma Group	Principal place of business	Effective interest 31 March 2021 %	31 December 2020 %
CapitaLand Integrated Commercial Trust (CICT)[1,3]	Singapore-based REIT which invests in shopping malls and commercial properties in Singapore	Singapore	22.9	22.9
Ascendas Real Estate Investment Trust (A-REIT)[2]	Singapore-based REIT which invests in industrial properties and business park in Singapore, Australia, United States of America and United Kingdom	Singapore	18.0	18.0

[1] *Audited by KPMG LLP Singapore.*
[2] *Audited by Ernst & Young LLP Singapore.*
[3] *On 21 October 2020, the combination of CapitaLand Mall Trust ("CMT") and CapitaLand Commercial Trust ("CCT") to be effected by way of a trust scheme of arrangement with CMT acquiring all units of CCT for total consideration of $6,311 million, comprising $1,000 million in cash and 2,780.5 million new CMT units issued at a price of $1.91 per CMT unit was completed.*

The following summarises the financial information of the Pro Forma Group's material associates as at 31 December 2020, based on their respective consolidated financial statements prepared in accordance with SFRS(I), modified for fair value adjustments on acquisition and differences in the Pro Forma Group's accounting policies. The table also includes summarised aggregate financial information for the Pro Forma Group's interest in other individually immaterial associates, based on the amounts reported in the Pro Forma Group's combined financial statements.

Financial information of the Pro Forma Group's material associates as at 31 March 2021 is not presented separately, as CICT and A-REIT, both Singapore-based REITs listed on SGX-ST, did not publish their financial results for the three-month period ended 31 March 2021.

31 December 2020	**CICT $'M**	**A-REIT[1] $'M**	**Other individually immaterial associates $'M**	**Total $'M**
Revenue^	1,210	1,081		
(Loss)/Profit after tax	(90)	483		
Other comprehensive income	(28)	41		
Total comprehensive income	(118)	524		
Attributable to:				
- Non-controlling interests	–	–		
- Associate's shareholders	(118)	524		
Group's share of:				
- (Loss)/ Profit	(22)	93	305	376
- Other comprehensive income	(7)	8	213	214
- Total comprehensive income	(29)	101	518	590
^ Includes:				
- Rental and related income from investment properties	1,210	1,081		
Current assets	273	331		
Non-current assets	22,144	15,310		
Current liabilities	(1,334)	(854)		
Non-current liabilities	(8,015)	(5,094)		
Net assets	13,068	9,693		
Attributable to:				
- NCI	13,038	298		
- Associate's shareholders	30	9,395		
Carrying amount of interest in associate at end of the year	2,984	2,211	5,077	10,272
Fair value of effective ownership interest (if listed)	3,229[2]	2,239[3]		

Notes:

1 *Adjusted A-REIT's audited numbers to include the acquisition of 75% of issued share capital of Ascendas Fusion 5 Pte. Ltd. as of 31 December 2020 for unaudited pro forma balance sheet and as of 1 January 2020 for unaudited pro forma income statement, statement of comprehensive income and statement of cash flows. For avoidance of doubt, no pro forma adjustments are made on other acquisitions and divestments undertaken by A-REIT.*

2 *Based on the number of units the Pro Forma Group has in CICT as at 31 December 2020*

3 *Based on the number of units the Pro Forma Group has in A-REIT (including an additional 27,574,751 units received from the divestment of 75% of issued share capital of Ascendas Fusion 5 Pte. Ltd., assumed to be issued at the quoted market price of A-REIT as at 31 December 2020) as at 31 December 2020*

(e) As at 31 March 2021 and 31 December 2020, the Pro Forma Group's share of the contingent liabilities of the associates is approximately $3 million.

7 Other Non-current Assets

	Note	31 March 2021 $'M	31 December 2020 $'M
Equity investments at FVTPL		77	332
Equity investments at FVOCI		64	64
Derivative financial instruments		14	5
Amounts due from associates	6(b)	2	2
Other receivables		19	16
Deposits		1	3
Prepayments		-	2
		177	424

8 Trade and Other Receivables

	Note	31 March 2021 $'M	31 December 2020 $'M
Trade receivables		246	225
Less:			
Allowance for impairment loss on receivables		(31)	(29)
		215	196
Deposits		16	17
Other receivables		130	126
Less:			
Allowance for impairment loss on receivables		(19)	(18)
		111	108
Tax recoverable		50	50
Amounts due from:			
- associates	6(b)	189	194
- joint ventures		180	176
- non-controlling interest		9	8
- related parties			
Current accounts (unsecured)			
- interest free (trade)		66	64
- interest free (non-trade)		459	462
Less:			
Allowance for impairment loss on receivables		(83)	(84)
		442	442
		1,212	1,191
Prepayments		56	50
		1,268	1,241

9 Cash and Cash Equivalents

	31 March 2021 $'M	31 December 2020 $'M
Fixed deposits	259	400
Cash at banks and in hand	2,942	2,873
Cash and cash equivalents in the balance sheets	3,201	3,273
Restricted bank deposits	(48)	(58)
Cash and cash equivalents after restricted bank deposits	3,153	3,215

10 Trade and Other Payables

	Note	31 March 2021 $'M	31 December 2020 $'M
Trade payables		117	132
Accruals:			
- accrued operating expenses		247	267
- accrued interest payable		117	96
- accrued transaction costs		257	257
- others		103	119
Accrued development expenditure		82	87
Other payables	(a)	438	370
Rental and other deposits		133	125
Derivative financial instruments		5	6
Liability for employee benefits		38	38
Amounts due to:			
- associates (non-trade)	6(c)	99	23
- joint ventures (non-trade)		1	1
- non-controlling interests (unsecured):			
- interest free		1	1
- interest bearing		1	1
- related parties: Current accounts (unsecured)			
- interest free (trade)		103	87
- interest free (non-trade)		74	60
		1,816	1,670

(a) Other payables included retention sums, amounts payable in connection with capital expenditure incurred and provision for rental and income support.

11 Borrowings

	Note	31 March 2021 $'M	31 December 2020 $'M
Bank borrowings			
- secured		5,508	5,690
- unsecured	(a)	6,137	6,073
		11,645	11,763
Lease liabilities		741	748
		12,386	12,511
Repayable:			
Not later than 1 year		743	965
After 1 year		11,643	11,546
		12,386	12,511

(a) As at 31 March 2021, bank borrowings included (i) $4,863 million (31 December 2020: $4,849 million) of unsecured external borrowings assumed to be procured to partially settle the loans granted by CapitaLand Group and to be novated to the Pro Forma Group; and (ii) $718 million (31 December 2020: $716 million) of secured external debts assumed to be procured to fund the acquisition of hyperscale data centre campus in Shanghai, China and land site for development of logistics asset in Osaka, Japan. These borrowings and associated terms and conditions have not been secured as at 31 December 2020 or 31 March 2021.

Liquidity risk

Liquidity risk is the risk that the Pro Forma Group will not be able to meet its financial obligations as they fall due. The Pro Forma Group actively manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all refinancing, repayment and funding needs are met. As part of its overall prudent liquidity management, the Pro Forma Group maintains sufficient level of cash or cash convertible investments to meet its working capital requirement. In addition, the Pro Forma Group strives to maintain sufficient available banking facilities to meet working capital and funding needs.

Uncertainty about the effects of COVID-19 has resulted in significant disruption to capital and securities markets, which, if it continues, may affect the Pro Forma Group's ability to raise new capital and refinance its existing debt. While the Pro Forma Group has unutilised facilities and funds available for use, there can be no assurance that the Pro Forma Group will be able to refinance its indebtedness, as and when such indebtedness becomes due, on commercially reasonable terms or at all. The significant economic disruption as a result of the COVID-19 pandemic may also affect the Pro Forma Group's ability to refinance its existing debt. The Pro Forma Group's level of indebtedness means that a material portion of the Pro Forma Group's expected cash flow may be required to be dedicated to the payment of interest on the Pro Forma Group's indebtedness, thereby reducing the funds available to the Pro Forma Group for use in the general business operations.

As part of the Pro Forma Group's borrowing activities, the Pro Forma Group is exposed to the risk of potential and actual breaches of financial covenants in the Pro Forma Group's indebtedness which may also result in accelerated demands of payment or calls for events of default by lenders. This may restrict the Pro Forma Group's ability to obtain additional financing for capital expenditure, acquisitions or general corporate purposes and may cause the Pro Forma Group to be particularly vulnerable in any general economic downturn or instability in the global financial capital markets.

The Pro Forma Group has been actively managing its liquidity position amid the COVID-19 pandemic. As at 31 March 2021 and 31 December 2020, the Pro Forma Group has approximately $4 billion of total cash and available undrawn facilities held under the Pro Forma Group.

12 Other Non-Current Liabilities

	31 March 2021 $'M	31 December 2020 $'M
Amounts due to non-controlling interests (unsecured and interest free)	22	23
Liability for employee benefits	10	10
Derivative financial instruments	108	130
Security deposits and other non-current payables	139	142
Deferred income	13	14
	292	319

13 Share Capital

	Note	Number of ordinary shares as at 31 March 2021 ('000)	Number of ordinary shares as at 31 December 2020 ('000)
As reported in the audited combined balance sheet		2,807,623	2,807,623
Capitalisation of loans	(a)	934,371	956,550
Bonus issue of shares	(b)	1,461,202	1,439,023
	(b)	5,203,196	5,203,196

(a) This arose from the issuance of shares in the Company, amounting to $2,803 million (31 December 2020: $2,870 million), assumed at $3 per share, as partial capitalisation of loans granted by CapitaLand Group (see Note 4(b)).

(b) For the purposes of preparing the unaudited pro forma financial information, the number of shares issued by the Company as at 31 March 2021 and 31 December 2020 is assumed to be 5,203,195,792, being CL's actual number of issued shares (excluding treasury shares) as at the date of this report.

Accordingly, it is assumed that the Company undertakes a reorganisation of its share capital structure by way of a bonus issue of approximately 1,461,202,000 (31 December 2020: 1,439,023,000) shares, after the Internal Restructuring is completed.

(c) The Company proposes to, on or after the date of Listing, grant share awards pursuant to the share plans of the Company ("CLI Performance Share Plan 2021") to certain employees of the Pro Forma Group and certain designated CapitaLand Group employees (collectively, "Existing CapitaLand PSP Award Holders") in replacement of awards previously granted to them pursuant to the CapitaLand Performance Share Plan 2010 and the CapitaLand Performance Share Plan 2020 ("PSP Share Awards", and the proposal, the "Replacement Awards Proposal").

The Existing CapitaLand PSP Award Holders hold 9,324,048 PSP Share Awards. Based on the maximum multipliers of 2.0x, these PSP Share Awards would have vested into approximately 18,648,096 CL shares. Pursuant to the Replacement Awards Proposal, the PSP Share Awards will not vest into CL Shares. Instead, these PSP Share Awards will be converted into share awards of the Company comprising 27,096,878 shares of the Company (representing approximately 0.52% of the assumed total number of shares issued by the Company as at 31 March 2021 and 31 December 2020, upon the completion of the Scheme). The above has not been included in these pro forma financial information of the Pro Forma Group, as they are not a part of Pro Forma Events.

14 Net Asset Value Per Share

Net asset per share is based on:

	Note	31 March 2021	31 December 2020
Equity attributable to owners of the Company ($'million)		15,265	15,074
Number of ordinary shares ('000)	(a)	5,203,196	5,203,196
Net asset per share ($)		2.934	2.897

(a) For the purposes of preparing the unaudited pro forma financial information, the number of shares issued by the Company as at 31 March 2021 and 31 December 2020 is assumed to be 5,203,195,792, being CL's actual number of issued shares (excluding treasury shares) as at the date of this report.

15 Profit/(Loss) Before Tax

Profit/(Loss) before tax includes the following:

	Three-month period ended 31 March 2021 $'M	Year ended 31 December 2020 $'M
(a) Other operating income		
Interest income from:		
- deposits	2	10
- associates and joint ventures	2	8
- investee companies and others	1	3
	5	21
Dividend income	3	10
Foreign exchange gain	18	32
Gain from change of ownership interests in subsidiaries, associates and joint ventures	-	220
Gain on disposal of investment properties	-	127
Income from pre-termination of contracts	4	13
Forfeiture of security deposits	10	8
Government grants	12	64
Others	5	41
	57	536

(b)(i) Cost of sales include:

	Three-month period ended 31 March 2021 $'M	Year ended 31 December 2020 $'M
Foreseeable losses on development properties for sale	-	17
Operating expenses of investment properties that generated rental income	114	448
Lease expenses (short-term lease)	30	153
Lease expenses (variable lease payments not included in the measurement of lease liabilities)	*	1
Staff costs	113	492

* *Less than $1 million*

(b)(ii) Administrative expenses include:	**Note**	**Three-month period ended 31 March 2021**	**Year ended 31 December 2020**
Allowance for impairment loss on trade receivables		2	19
Amortisation of intangible assets		7	23
Auditors' remuneration:			
- auditors of the Company		1	2
- other auditors		1	5
Non-audit fees:			
- auditors of the Company		-	*
- other auditors		-	1
Depreciation of property, plant and equipment		18	78
Depreciation expenses of right-of-use assets		15	59
Staff costs		24	110

(c) Other operating expenses include:			
Allowance for impairment loss on non-trade receivables		2	9
Loss from change of ownership interests in subsidiaries, associates and joint ventures		-	10
Impairment on property, plant and equipment		-	27
Loss on disposal and write-off of property, plant and equipment		-	*
Impairment and write-off of intangible assets		-	153
Mark-to-market loss on financial assets designated as fair value through profit or loss		*	13
Net fair value loss from investment properties	(i)	-	719
Grant expenses		-	3

* *Less than $1 million*

(i) The COVID-19 pandemic dampened the economic and operating environment in many countries, and negatively impacted the Pro Forma Group's investment portfolio's performance, particularly the Pro Forma Group's malls, office and lodging properties. As such, the appraised value of the Pro Forma Group's investment properties registered a decline of $719 million for the year ended 31 December 2020. The Pro Forma Group has not recognised any fair value changes on investment properties for the three-month period ended 31 March 2021.

(d) **Finance costs**	**Three-month period ended 31 March 2021 $'M**	**Year ended 31 December 2020 $'M**
Interest costs paid and payable:		
- on bank loans and overdrafts	67	284
- on debt securities	10	33
- to non-controlling interests	*	*
Lease liabilities	7	30
Others	6	30
Total borrowing costs	90	377
Less:		
Borrowing costs capitalised in investment properties	(1)	(5)
	89	372

* *Less than $1 million*

16 Earnings Per Share

Basic and diluted earnings per share are based on:

	Note	**31 March 2021**	**31 December 2020**
Net profit/(loss) attributable to owners of the Company ($'million)		168	(317)
Weighted average number of shares ('000)	(a)	5,203,196	5,203,196
Basic and diluted earnings per share (cents)	(b)	3.23	(6.10)

(a) For the purposes of deriving the basic and diluted earnings per shares, the weighted average number of shares for the three-month period ended 31 March 2021 and for the year ended 31 December 2020 is assumed to be 5,203,195,792, being CL's actual number of issued shares (excluding treasury shares) as at the date of this report.

(b) There were no potential dilutive ordinary shares in existence for the year ended 31 December 2020 and for the three-month period ended 31 March 2021.

17 Acquisition/Disposal of Subsidiaries, Net of cash Acquired/Disposed of

For the purposes of preparing the pro forma statements of cash flows, the following entities being part of Acquisitions and Disposals were reflected as acquired or disposed on 1 January 2020. For avoidance of doubt, entities being part of Acquisitions and Disposals that did not require any pro forma adjustments and were already reflected in the audited combined financial statements and/or the condensed interim combined financial statements of the Pro Forma Group were not included below.

(a) Acquisition of subsidiaries

Subsidiaries deemed acquired on 1 January 2020 in connection with the Acquisitions and Disposals are as follows:

Name of subsidiary	Effective interest acquired
Shanghai Yiding Electronic Technology Co., Ltd.	80%
Shanghai Minyun Technology Co., Ltd.	80%
DLSP-Ascendas Co., Ltd.	50%
Raffles City China Income Ventures Limited	45%
Senning Property Ltd.	55%

Effects of acquisitions

The cash flows and net assets of subsidiaries acquired are provided below:

	31 December 2020 $'M
Investment properties	1,051
Associates	1,696
Trade and other receivables	96
Cash and cash equivalents	116
Trade and other payables	(475)
Borrowings	(98)
Other non-current liabilities	(68)
Non-controlling interests	(67)
	2,251
Amounts previously accounted for as associates and joint ventures, remeasured at fair value	(723)
Total purchase consideration	1,528
Cash of subsidiaries acquired	(116)
Cash outflow on acquisition of subsidiaries	1,412

(b) Disposal of subsidiaries

Subsidiaries deemed disposed on 1 January 2020 in connection with the Acquisitions and Disposals are as follows:

Name of subsidiary	Effective interest disposed
Ascendas Hangzhou Science & Technology Co., Ltd.	80%
Ascendas Hangzhou Data Processing Co., Ltd.	80%
Ascendas Fusion 5 Pte. Ltd.	75%

Effects of disposals

The cash flows and net assets of subsidiaries disposed are provided below:

	31 December 2020 $'M
Investment properties	897
Non-current assets	1
Trade and other receivables	2
Cash and cash equivalents	68
Trade and other payables	(26)
Other current liabilities	(4)
Borrowings	(351)
Other non-current liabilities	(57)
Non-controlling interests	(125)
Net assets disposed	405
Gain on disposal of subsidiaries	94
Sale consideration	499
Non-cash consideration	(83)
Cash of subsidiaries disposed	(68)
Cash inflow on disposal of subsidiaries	348

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APPENDIX G – SUMMARY OF THE VALUATION REPORTS ISSUED BY THE INDEPENDENT VALUERS

The table below sets out a summary of the valuations conducted by the Independent Valuers in respect of the principal property investments held by our Group, our joint ventures and our associates as at 31 December 2020, save that: (a) in the case of property investments which have been divested subsequent to 31 December 2020, or, the case may be, (b) in the case of a property investment in respect of which our Group acquired a partial stake subsequent to 31 December 2020, the valuation stated refers to the agreed property value of such assets. As the agreed property value would be the most recent transaction price for such assets which reflects the underlying value of the properties that has been commercially negotiated with the counterparties, thereby CLI considers this to be the most relevant representation of the value of such assets.

No.	Property[1]	City, Country	Effective Interest (%)	Asset Type	Area/Number of Units	Lease Expiry Date	Date of Valuation[2]	CCY	100% Property Valuation (million)	Valuation Methodology	Independent Valuer
1	Ascendas iHub Suzhou[3]	Suzhou, PRC	100.0	Business Park	GFA of 170,797 sqm[3]	Leasehold expiring in 2058	31 December 2020	RMB	974.0[3]	Discounted Cash Flow Analysis, Capitalisation Method and Market Approach	Beijing Colliers International Real Estate Valuation Co., Ltd.
2	Hongkou Plaza	Shanghai, PRC	72.5	Integrated Development (comprising retail and office)	GFA of 272,323 sqm	Leasehold: Commercial expiring in 2047 and office expiring in 2057	31 December 2020	RMB	9,401.0	Discounted Cash Flow Analysis and Income Capitalisation Method	Cushman & Wakefield International Property Advisers (Shanghai) Co., Ltd.
3	Minhang Plaza	Shanghai, PRC	65.0	Integrated Development (comprising retail and office)	GFA of 201,516 sqm	Leasehold expiring in 2053	31 December 2020	RMB	4,888.0	Discounted Cash Flow Analysis and Income Capitalisation Method	Cushman & Wakefield International Property Advisers (Shanghai) Co., Ltd.

No.	Property(1)	City, Country	Effective Interest (%)	Asset Type	Area/Number of Units	Lease Expiry Date	Date of Valuation(2)	CCY	100% Property Valuation (million)	Valuation Methodology	Independent Valuer
4	CapitaMall Tiangongyuan	Beijing, PRC	100.0	Shopping Mall	GFA of 176,720 sqm	Leasehold expiring in 2051	31 December 2020	RMB	2,365.0	Discounted Cash Flow Analysis and Capitalisation Method	Beijing Colliers International Real Estate Valuation Co., Ltd.
5	CapitaMall Westgate(4)	Wuhan, PRC	100.0	Integrated Development (comprising retail, office and strata sales)	GFA of 179,047 sqm(4)	Leasehold: Commercial expiring in 2053 and integrated use expiring in 2063	31 December 2020	RMB	2,037.0(4)	Discounted Cash Flow Analysis and Capitalisation Method	Beijing Colliers International Real Estate Valuation Co., Ltd.
6	Dalian Ascendas IT Park(5)	Dalian, PRC	100.0	Business Park	GFA of 342,409 sqm	Leasehold expiring in 2055	See Note (5)	RMB	1,691.6(5)	See Note (5)	See Note (5)
7	One iPark	Shenzhen, PRC	73.0	Office	GFA of 22,600 sqm	Leasehold expiring in 2056	31 December 2020	RMB	866.0	Discounted Cash Flow Analysis and Capitalisation Method	CBRE Limited
8	Singapore-Hangzhou Science & Technology Park (Phase 1 & 2)(6)	Hangzhou, PRC	See Note (6)	Business Park	GFA of 232,072 sqm	Leasehold: Phase 1 expiring in 2056 and Phase 2 expiring in 2060	See Note (6)	RMB	1,408.0(6)	See Note (6)	See Note (6)

No.	Property[1]	City, Country	Effective Interest (%)	Asset Type	Area/Number of Units	Lease Expiry Date	Date of Valuation[2]	CCY	100% Property Valuation (million)	Valuation Methodology	Independent Valuer
9	Tianjin International Trade Centre[4]	Tianjin, PRC	100.0	Integrated Development (comprising retail, office and strata sales)	GFA of 111,835 sqm[4]	Leasehold expiring in 2057	31 December 2020	RMB	877.0[4]	Discounted Cash Flow Analysis and Capitalisation Method	CBRE Limited
10	La Clef Tour Eiffel Paris	Paris, France	100.0	Lodging	112 Units	Freehold	31 December 2020	EUR	71.0	Discounted Cash Flow Analysis	Colliers International Consultancy & Valuation (Singapore) Pte Ltd
11	International Tech Park Pune, Hinjawadi	Pune, India	78.5	IT Park	GFA of 214,479 sqm	Leasehold expiring in 2103	31 December 2020	INR	11,152.0	Discounted Cash Flow Method and Income Capitalisation Method	Savills Property Services (India) Pvt. Ltd.
12	Olinas Mall[7]	Tokyo, Japan	See Note (7)	Shopping Mall	GFA of 54,146 sqm	Freehold	See Note (7)	JPY	38,700.0[7]	See Note (7)	See Note (7)
13	Shinjuku Front Tower[8]	Tokyo, Japan	20.0	Office	NLA of 57,972 sqm[8]	Freehold	31 March 2021	JPY	103,000[8]	Income Approach and Cost Approach	Cushman & Wakefield K.K.
14	Yokohama Blue Avenue[9]	Yokohama, Japan	100.0	Office	NLA of 34,677 sqm	Freehold	31 March 2021	JPY	35,200	Income Approach and Cost Approach	Cushman & Wakefield K.K.

No.	Property[1]	City, Country	Effective Interest (%)	Asset Type	Area/Number of Units	Lease Expiry Date	Date of Valuation[2]	CCY	100% Property Valuation (million)	Valuation Methodology	Independent Valuer
15	Queensbay Mall[10] (approximately 91.8% of aggregate retail floor area and 100% of car park bays)	Penang, Malaysia	100.0[10]	Shopping Mall	GFA of 119,156 sqm	Freehold	31 December 2020	MYR	954.8	Income Capitalisation Method and Comparison Method	PPC International Sdn Bhd
16	79 Robinson Road (former CPF building)	Singapore	65.0	Office	NLA of 48,422 sqm	Leasehold expiring in 2067	31 March 2021	SGD	1,053.0	Discounted Cash Flow Analysis, Income Capitalisation Method and Direct Comparison Method	Savills Valuation And Professional Services (S) Pte Ltd
17	Galaxis[11]	Singapore	See Note (11)	Business Park	GFA of 68,835 sqm	Leasehold expiring in 2072	See Note (11)	SGD	720.0[11]	See Note (11)	See Note (11)
18	ION Orchard[12]	Singapore	50.0	Shopping Mall	GFA of 87,727 sqm	Leasehold expiring in 2105	31 December 2020	SGD	3,108.0	Discounted Cash Flow Analysis and Capitalisation Method	CBRE Pte. Ltd.
19	Arlington Business Park	Reading, United Kingdom	100.0	Business Park	NLA of 34,125 sqm	Freehold	31 December 2020	GBP	130.7	Comparative and Income Capitalisation Methods	Knight Frank LLP

No.	Property[(1)]	City, Country	Effective Interest (%)	Asset Type	Area/Number of Units	Lease Expiry Date	Date of Valuation[(2)]	CCY	100% Property Valuation (million)	Valuation Methodology	Independent Valuer
20	The Cavendish London	London, United Kingdom	100.0	Lodging	230 Units	Leasehold expiring in 2158	31 December 2020	GBP	152.0	Discounted Cash Flow Analysis	Colliers International Consultancy & Valuation (Singapore) Pte Ltd
21	Deerwood Apartments	Corona, U.S.	100.0	Multifamily	316 Units	Leased Fee Interest – Freehold	31 December 2020	USD	86.6	Capitalisation Method and Direct Comparison Method	CBRE, Inc.
22	Marquessa Villas	Corona, U.S.	100.0	Multifamily	336 Units	Leased Fee Interest – Freehold	31 December 2020	USD	82.8	Capitalisation Method and Direct Comparison Method	CBRE, Inc.
23	Parkfield	Denver, U.S.	100.0	Multifamily	476 Units	Leased Fee Interest – Freehold	31 December 2020	USD	121.9	Capitalisation Method and Direct Comparison Method	CBRE, Inc.
24	The Ashton	Corona, U.S.	100.0	Multifamily	492 Units	Leased Fee Interest – Freehold	31 December 2020	USD	119.2	Capitalisation Method and Direct Comparison Method	CBRE, Inc.

Notes:

(1) Property investments which constitute approximately 80% of the total effective valuation of the investment properties under our Group, our joint ventures and our associates as at 31 December 2020 (excluding the properties held through Listed Funds and Unlisted Funds).

(2) For properties with valuation as at 31 December 2020, based on requested updated property information up to 31 March 2021, the relevant Independent Valuers have confirmed that as of 31 March 2021, the value of the relevant properties would not be materially different from the relevant valuation conducted by them respectively on 31 December 2020.

(3) The area and valuation stated in respect of Ascendas iHub Suzhou include the component developed for sale.

(4) The area and valuation stated in respect of CapitaMall Westgate and Tianjin International Trade Centre do not include the strata sales components.

(5) As announced by CapitaLand on 27 May 2021, CapitaLand, through its wholly-owned subsidiary, completed the acquisition of the other 50% interest in Dalian Ascendas IT Park held by its joint venture partner at a total consideration of RMB501 million. The valuation stated is the agreed property value, being the value as commercially negotiated with the joint venture partner. For the avoidance of doubt, no independent valuation has been undertaken for the purposes of this Document.

(6) On 6 November 2020, CapitaLand, through its associates, entered into agreements to divest its 80% share of interest in the companies which hold Singapore-Hangzhou Science & Technology Park (Phase 1 & 2). The valuation stated is the agreed property value, being the value which was commercially negotiated with the purchaser. The divestment was completed on 18 June 2021. For the avoidance of doubt, no independent valuation has been undertaken for the purposes of this Document.

(7) As announced by CapitaLand on 1 July 2021, CapitaLand completed the divestment of its 100% interest in Olinas Mall. The valuation stated is the agreed property value, being the value which was commercially negotiated with the purchaser. For the avoidance of doubt, no independent valuation has been undertaken for the purposes of this Document.

(8) Our Group holds its beneficial interest in Shinjuku Front Tower through the trust beneficiary interest over the property. Such interest is held, in the form of trust beneficiary interest, by a securitisation vehicle, which is CapitaRetail NS Tokutei Mokuteki Kaisha incorporated in Japan, which issued bonds and obtained a loan to finance the acquisition of such trust beneficiary interest. Our Group holds all of the equities issued by CapitaRetail NS Tokutei Mokuteki Kaisha. The contractual arrangements (including the trust agreement for the trust beneficial interest and the master lease agreement) relating to our Group's beneficial interest in Shinjuku Front Tower described herein are in compliance with the relevant laws and regulations of Japan.

The NLA and valuation stated in respect of Shinjuku Front Tower are for 98.92% of the property. In this regard, as a part of the building is owned solely by an individual, the interest our Group holds is in respect of 20% of the co-ownership of the property, not including the part of the building owned by the said individual. In addition, the property in this note refers to (a) 52 private-use portions and the common-use portions of the building, and (b) the right to the underlying building site (i.e. 98.92% of the co-ownership of the underlying building site).

(9) Our Group holds its beneficial interest in Yokohama Blue Avenue through the trust beneficiary interest over the property. Such interest is held, in the form of trust beneficiary interest, by a securitisation vehicle, which is CapitaRetail IH Tokutei Mokuteki Kaisha incorporated in Japan, which issued bonds and obtained a loan to finance the acquisition of such trust beneficiary interest. Our Group holds all of the equities issued by CapitaRetail IH Tokutei Mokuteki Kaisha. The contractual arrangements (including the trust agreement for the trust beneficial interest and the master lease agreement) relating to our Group's beneficial interest in Yokohama Blue Avenue described herein are in compliance with the relevant laws and regulations of Japan.

(10) Our Group holds its interest in Queensbay Mall in the following manner: (a) our interest in certain strata parcels with an aggregate GFA of 118,938 sqm is held through a securitisation vehicle ("**SPV**") which issued senior notes and subordinated notes to finance the acquisition of such strata parcels. Our Group holds all of the subordinated notes issued by such SPV. While such contractual arrangements relating to our Group's interests in such strata parcels described herein may not constitute beneficial interests over the strata parcels, our Group consolidates the SPV and accounts for Queensbay Mall as part of our assets in our balance sheet, in view that for the purposes of Malaysian Financial Reporting Standards 10 (which the SPV, being a Malaysian-incorporated vehicle, is subject to), the SPV regards our Company as its ultimate holding company. Our Group's interest in Queensbay Mall through the aforementioned contractual arrangements is in compliance with the relevant laws and regulations; and (b) our interest in certain strata parcels with an aggregate GFA of 218 sqm is held directly by our Group.

(11) On 4 May 2021, CapitaLand, through its indirect wholly-owned subsidiary, entered into a share sale agreement to divest its 75% interest in the company which holds Galaxis. The valuation stated is the agreed property value, being the value which was commercially negotiated with the purchaser. The divestment was completed on 30 June 2021. For the avoidance of doubt, no independent valuation has been undertaken for the purposes of this Document.

(12) Excludes ION Linkway.

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Beijing Colliers International Real Estate Valuation Co., Ltd.

7 June 2021

CapitaLand Limited and CapitaLand Investment Management Limited

168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sirs & Madams,

CAPITALAND LIMITED ("CAPITALAND") AND CAPITALAND INVESTMENT MANAGEMENT LIMITED ("CLIM") INTRODUCTORY DOCUMENT IN RELATION TO THE PROPOSED LISTING OF CLIM ON THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGXST") BY WAY OF AN INTRODUCTION

As instructed by CapitaLand Limited and CapitaLand Investment Management Limited (the "Instructing Party"), we, Beijing Colliers International Real Estate Valuation Co., Ltd. ("Colliers"), have issued a valuation report dated 30 April 2021 with material date of valuation as at 31 December 2020 ("Valuation Report"), outlining the Market Value of CapitaMall Tiangongyuan, CapitaMall Westgate and Ascendas iHub Suzhou ("Properties") for the purposes of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand (including the proposed listing of CLIM).

We have issued the comprehensive formal full Valuation Report and this Letter, in accordance with the terms of engagement entered between Colliers and the addresses(s), dated 20 April 2021.

The valuations have been carried out in accordance with The Royal Institution of Chartered Surveyors (RICS) Valuation Standards and Guidelines, incorporating International Valuation Standards (IVS), and the Singapore Institute of Surveyors and Valuers (SISV).

Our valuations are on the basis of Market Value which is intended to mean "the estimated amount for which a property should exchange on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion".

This definition of value is consistent with the international definition of Market Value as advocated by RICS, IVS, and the SISV Valuations & Standards Guidelines (2018).

Brief Description of the Properties

No.	Property Name	Brief Description	Tenure (Remaining Term)	Land Area (sq m)	Gross Floor Area (sq m)	Net Lettable Area (sq m)
1	CapitaMall Tiangongyuan	A 6-storey retail building erected on a four-storey basement of retail and car spaces	40 yrs Leasehold (30.02 yrs remaining)	35,445.17	176,719.68	79,332.00
2	CapitaMall Westgate	A complex property comprising a 19-storey office building and a 6-storey shopping mall erected on a 3-storey basement for retail and car spaces	Retail: 40 yrs Leasehold (32.58 yrs remaining) Park and public green space: 50 yrs Leasehold (42.58 yrs remaining)	70,371.45	179,046.71	112,582.19
3	Ascendas iHub Suzhou	24 R&D Buildings of which 4 are middle-rises and 20 are low-rises	50 yrs Leasehold (37.67 yrs remaining)	81,928.48	170,797.40 (134,463.30 unsold)	169,489.10 (133,155.00 unsold)

Normally, in undertaking a market valuation, we would assess the property to be valued assuming its highest and best use and competent and efficient management. The typical methods employed of commercial assets are the income approach (Discounted Cash Flow (DCF) Method and Capitalisation Method) and Market Approach.

The DCF Method is the process of valuing an investment property or asset by undertaking an estimation of future cash flows and taking into account the time value of money. During the DCF technique, the income is projected over the investment cycle and the net income is calculated after the deduction of capital, operating, and other necessary expenses.

The Capitalisation Method estimates the value of properties or assets on a market basis by capitalising net rental income on a fully leased basis. This technique considers both the current passing rental income from existing tenancies and the potential future reversionary income at market level, by capitalising both at appropriate rates.

We have also adopted the Market Approach to assess the market value of the properties that are for sale. The Market Approach provides an indication of value by comparing the subject asset with identical or similar assets for which price information is available. By analysing such sales, which qualify as 'arms-length' transactions, between willing buyers and sellers, adjustments are made for size, location, time, amenities and other relevant factors when comparing such sales prices to assess the value of the subject asset.

By using the above approaches, the resultant value is considered the best practice estimate.

Summary of Values

S/N	Property	Valuation Methodologies	Weightage	Market Value (RMB)
1	CapitaMall Tiangongyuan	DCF Method	50	2,444,000,000
		Capitalisation Method	50	2,285,000,000
				2,365,000,000
2	CapitaMall Westgate	Retail		
		DCF Method	50	1,847,000,000
		Capitalisation Method	50	1,745,000,000
				1,796,000,000
		Office		
		DCF Method	50	248,000,000
		Capitalisation Method	50	234,000,000
				241,000,000
		Total Retail and Office		**2,037,000,000**
3	Ascendas iHub Suzhou	Mid-rise – for lease		
		DCF Method	50	626,000,000
		Capitalisation Method	50	703,000,000
				665,000,000
		Low-rise – for sale		
		Market Approach	100	**309,000,000**
		Total Mid- & Low-rise		**974,000,000**
			Total	**5,376,000,000**

No allowances have been made in our valuations for any charges, mortgages or amounts owing on the Properties, nor for any expenses or taxation which may be incurred in effecting a sale. It is assumed that each property is free from any major or material encumbrances, restrictions and outgoings of an onerous nature which could affect its value.

This letter and the valuation summaries do not contain all the necessary data and information included in arriving at our valuation opinions.

The valuation and market information are not guarantees or predictions and must be read in consideration of the following:

- The estimated values are based upon the factual information provided. Property data/information provided is assumed to be correct. Whilst Colliers has endeavored to ensure the accuracy of the information, it has not independently verified all information provided.
- The valuation and reports were undertaken based upon information available as at the date of valuation. Colliers accepts no responsibility for subsequent changes in information as to proposed scheme, areas, income, expenses or market conditions.
- The methodologies adopted in valuing the Properties are based upon estimates of future results and are not predictions. Each methodology is based on a set of assumptions as to income and expenses of the property and future economic conditions in the local market.

The reported analysis, opinions and conclusions are limited only by the reported assumptions and limiting conditions and is our personal, unbiased professional analysis, opinions and conclusions.

We also confirm that we do not have any pecuniary interests that would conflict with a proper valuation of the Properties and the valuers undertaking the valuation are authorized to practice as valuers.

Our Valuation Certificates are appended.

Yours faithfully,
For and on behalf of

Beijing Colliers International Real Estate Valuation Co., Ltd.

Zhirong He (Flora He)
MFINCOM, FRICS
Executive Director
Head of China Valuation & Advisory Services
Colliers

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Beijing Colliers International Real Estate Valuation Co., Ltd.

VALUATION SUMMARY

Our Reference	:	20-12733(1)			
Name of Property	:	CapitaMall Tiangongyuan, Beijing			
Valuation Prepared for	:	CapitaLand Limited and CapitaLand Investment Management Limited			
Purpose of Valuation	:	Corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited) Purposes			
Address of Property	:	101, Levels 4 to 7, No. 2 Huatuo Road, Daxing District, Beijing, PRC			
Type of Property	:	Retail Building			
Brief Description	:	The Property, CapitaMall Tiangongyuan (凯德 MALL•天宫院), is located at the southwestern intersection of Huatuo Road and Xinyuan Avenue, Daxing District, Beijing. It is a 6-storey retail building erected on a four-storey basement of retail and car park uses. The Property was completed in 2018 and has a total gross floor area (GFA) of 176,719.68 square metres (sq m).			
Site Area	:	35,445.17 sq m			
Gross Floor Area (GFA)	:	176,719.68 sq m			
Net Lettable Area (NLA)	:	79,332.00 sq m (excluding parking spaces)			
Registered Owner	:	北京嘉德新源置业有限公司			
Legal Description	:	Pursuant to the Real Estate Ownership Certificate Jing (2020) Da Bu Dong Chan Quan Di 0032139 Hao, the land-use rights and the building ownership of the Property with a total GFA of 176,719.68 sq m are vested in 北京嘉德新源置业有限公司. The land-use rights are for commercial, recreational and underground car park purposes expiring on 8 January 2051.			
Permitted Uses	:	Commercial, recreational and underground car park			
Interest to be Valued	:	100% Leasehold Interest of the Property			
Tenure	:	40 years of Leasehold			
Remaining lease term	:	30.02 years			
Condition	:	As at the date of inspection, the Property was in normal operation. The Property was subject to various tenancies as at the valuation date.			
Valuation Standards	:	The valuation has been carried out in accordance with the Royal Institution of Chartered Surveyors (RICS) Global Valuation Professional Standards, incorporating the International Valuation Standards of the International Valuation Standards Council (IVSC).			
Valuation Basis	:	Market Value on 'As-Is' Basis. Market Value is defined as "the estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's-length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion".			
Valuation Approach	:	Income Approach - Discounted Cash Flow (DCF) Method & Capitalisation Method			
Date of Valuation	:	31 December 2020			
Date of Valuation Report	:	30 April 2021			
Term Yield	:	5.90% (Specialities) 5.20%(Anchor)	**Reversionary Yield**	:	6.40% (Specialities) 5.70%(Anchor)
Discount Rate	:	9.00%	**Terminal Capitalisation Rate**	:	5.50%
Valuation Basis	:	**MARKET VALUE**			**RMB2,365,000,000** **(RENMINBI TWO BILLION THREE HUNDRED SIXTY FIVE MILLION ONLY)**
Unit Price	:				RMB13,383 psm on total GFA RMB29,811 psm on total NLA

Assumption, Disclaimers, Limitations & Qualifications :

All information used in this summary has been verified as far as is reasonable, and has included information and data provided by the Client, from government departments, in the public domain, and our own internal database. The summary is wholly reliant on and must be read in conjunction with the information provided in the full report. It is synopsis only designed to provide a brief overview and must not be acted on in isolation.

The valuation is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout the full report which are made in conjunction with those included within the Caveats and Assumptions of the report.

No structural survey or environmental survey of the Property has been carried out. Services and facilities have not been tested.

We have assumed that the lease agreements are current, with good covenants and in line with the general market practice in China.

Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the Property.

Prepared By : **Beijing Colliers International Real Estate Valuation Co., Ltd.**

ZhiRong He

Flora He

Zhirong He (Flora He)
(RICS Registration No.: 1259301)
FRICS MCOMFIN
Executive Director
Valuation and Advisory Services I China

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Beijing Colliers International Real Estate Valuation Co., Ltd.

VALUATION SUMMARY

Our Reference : 20-12733(4)

Name of Property : CapitaMall Westgate, Wuhan

Valuation Prepared for : CapitaLand Limited and CapitaLand Investment Management Limited

Purpose of Valuation : Corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited) Purposes

Address of Property : No. 18 Jiefang Avenue, Qiaokou District, Wuhan, Hubei Province, PRC

Type of Property : Complex Property

Brief Description : The Property, known as CapitaMall Westgate (凯德广场·西城), is a complex property comprising a 19-storey office building and a 6-storey shopping mall erected on a 3-storey basement for retail and car park uses. As advised by the Client, the Property was completed in 2017.

Site Area : 70,371.45 sq m

Gross Floor Area (GFA) : 157,403.12 sq m (Retail Portion)
21,643.59 sqm (Office Portion)
Total : 179,046.71 sq m

Net Lettable Area (NLA) 91,931.98 sq m (Retail Portion)
20,650.21 sqm (Office Portion)
Total : 112,582.19 sq m

Registered Owner : 武汉凯德古田商用置业有限公司

Legal Description : Pursuant to the Real Estate Ownership Certificates E (2019) Wu Han Shi Qiao Kou Bu Dong Chan Quan Di 0009797, 0005464, 0005465, 0005479, 0005481, 0005454, 0009798 Hao, the land-use rights of the Property with a site area of 70,371.45 sq m and the corresponding building ownership with a total GFA of 179,046.71 sq m are vested in 武汉凯德古田商用置业有限公司 for retail, park and public green space uses for terms expiring on 30 July 2053 and 30 July 2063, respectively.

Permitted Uses : Retail, Park and Public Green Space

Interest to be Valued : 100% Leasehold Interest of the Property

Tenure : Retail: 40 years of Leasehold
Park and public green space:50 years of Leasehold

Remaining lease term : Retail: 32.58 years
Park and public green space: 42.58 years

Condition : As at the time of our inspection, the Property was in normal operation. The Property was occupied by various tenancies as at the valuation date.

Valuation Standards : The valuation has been carried out in accordance with the Royal Institution of Chartered Surveyors (RICS) Global Valuation Professional Standards, incorporating the International Valuation Standards of the International Valuation Standards Council (IVSC).

Valuation Basis : Market Value on 'As-Is' Basis. Market Value is defined as "the estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's-length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion".

Valuation Approach : Income Approach - Discounted Cash Flow (DCF) Method & Capitalisation Method

Date of Valuation : 31 December 2020

Date of Valuation Report : 30 April 2021

Term Yield	: Retail: 5.40% (Specialities) Retail: 4.70% (Anchor) Office:5.20%	**Reversionary Yield**	: Retail: 6.40% (Specialities) Retail: 5.90% (Anchor) Office:5.7%
Discount Rate	: 9.50% (Retail) 9.00% (Office)	**Terminal Capitalisation Rate**	: 5.75% (Retail) 5.00% (Office)

Valuation Basis : **MARKET VALUE** **RMB2,037,000,000**
(RENMINBI TWO BILLION AND THIRTY SEVEN MILLION ONLY)

Retail	RMB1,796,000,000
Office	RMB241,000,000

Unit Price : RMB11,377 psm on GFA
RMB18,093 psm on NLA

Assumption, Disclaimers, Limitations & Qualifications :

All information used in this summary has been verified as far as is reasonable, and has included information and data provided by the Client, from government departments, in the public domain, and our own internal database. The summary is wholly reliant on and must be read in conjunction with the information provided in the full report. It is synopsis only designed to provide a brief overview and must not be acted on in isolation.

The valuation is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout the full report which are made in conjunction with those included within the Caveats and Assumptions of the report.

No structural survey or environmental survey of the Property has been carried out. Services and facilities have not been tested.

We have assumed that the lease agreements are current, with good covenants and in line with the general market practice in China.

Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the Property.

Prepared By : **Beijing Colliers International Real Estate Valuation Co., Ltd.**

Zhirong He (Flora He)
(RICS Registration No.: 1259301)
FRICS MCOMFIN
Executive Director
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Beijing Colliers International Real Estate Valuation Co., Ltd.

VALUATION SUMMARY

Our Reference	:	20-12734(4)
Name of Property	:	Ascendas iHub Suzhou
Valuation Prepared for	:	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose of Valuation	:	Corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited) Purposes
Address of Property	:	No. 388 Xinping Street, Suzhou Industrial Park (SIP), Suzhou, Jiangsu Province, PRC
Type of Property	:	Science and Education/ Non-residential
Brief Description	:	The Property, Ascendas iHub Suzhou (腾飞苏州创新园), is located at No. 388 Xinping Street, Suzhou Industrial Park (SIP), Suzhou. Ascendas iHub Suzhou comprises twenty-four R&D buildings, of which 4 are middle-rises and the other 20 are low-rises. At the valuation date, as advised, 27,929.82 sq m of the low rises had been sold, and the Property is the unsold portion of Ascendas iHub Suzhou with a total gross floor area (GFA) of 170,797.40 sq m. The completion year of the Property spreads from 2011 to 2015 by phases.
Site Area	:	81,928.48 sq m
Gross Floor Area (GFA)	:	170,797.40 sq m (of which 134,463.30 sq m unsold GFA)
Net Lettable Area (NLA)	:	169,489.10 sq m (of which 133,155.00 sq m unsold NLA)
Registered Owner	:	腾飞科技园发展 (苏州工业园区) 有限公司
Legal Description	:	Pursuant to the Real Estate Ownership Certificate (2017) Su Zhou Gong Ye Yuan Qu Bu Dong Chan Quan Di 0000253 Hao, the land-use rights of the Property with a site area of 81,928.48 sq m and the corresponding building ownership with a total GFA of 170,797.40 sq m are vested in 腾飞科技园发展(苏州工业园区)有限公司 for science and education uses for a term expiring on 3 September 2058.
Permitted Uses	:	Science and Education/ Non-residential
Interest to be Valued	:	100% Leasehold Interest of the Property (as advised)
Tenure	:	50 years of Leasehold **Remaining Lease Term** : 37.67 years
Condition	:	As at the date of inspection, the Property was in normal operation. The middle-rise portion of the Property was occupied by various tenancies as at the valuation date.
Valuation Standards	:	The valuation has been carried out in accordance with the Royal Institution of Chartered Surveyors (RICS) Global Valuation Professional Standards, incorporating the International Valuation Standards of the International Valuation Standards Council (IVSC).
Valuation Basis	:	Market Value on 'As-Is' Basis. Market Value is defined as "the estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's-length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion".
Valuation Approach	:	Income Approach - Discounted Cash Flow (DCF) Method, Capitalisation Method and Market Approach
Date of Valuation	:	31 December 2020
Date of Valuation Report	:	30 April 2021
Term Yield	:	6.25% **Reversionary Yield** : 6.50%
Discount Rate	:	9.50% **Terminal Capitalisation Rate** : 6.75%
Valuation Basis	:	**MARKET VALUE** **RMB974,000,000 (RENMINBI NINE HUNDRED SEVENTY FOUR MILLION ONLY)**
Unit Price	:	RMB5,703 psm on GFA RMB5,747 psm on NLA

Portion	GFA (sq m)	NLA (sq m)	Market Value (RMB)
Low-rise	36,334.10	36,334.10	309,000,000
Middle-rise	134,463.30	133,155.00	665,000,000

Assumption, Disclaimers, Limitations & Qualifications :

All information used in this summary has been verified as far as is reasonable, and has included information and data provided by the Client, from government departments, in the public domain, and our own internal database. The summary is wholly reliant on and must be read in conjunction with the information provided in the full report. It is synopsis only designed to provide a brief overview and must not be acted on in isolation.

The valuation is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout the full report which are made in conjunction with those included within the Caveats and Assumptions of the report.

No structural survey or environmental survey of the Property has been carried out. Services and facilities have not been tested.

We have assumed that the lease agreements are current, with good covenants and in line with the general market practice in China.

Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the Property.

Prepared By : **Beijing Colliers International Real Estate Valuation Co., Ltd.**

ZhiRong He
Flora He

Zhirong He (Flora He)
(RICS Registration No.: 1259301)
FRICS MCOMFIN
Executive Director
Valuation and Advisory Services I China

CUSHMAN & WAKEFIELD
戴德梁行

7 June 2021

CapitaLand Limited and CapitaLand Investment Management Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sirs & Madams,

CAPITALAND LIMITED ("CAPITALAND") AND CAPITALAND INVESTMENT MANAGEMENT LIMITED ("CLIM") INTRODUCTORY DOCUMENT IN RELATION TO THE PROPOSED LISTING OF CLIM ON THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGXST") BY WAY OF AN INTRODUCTION

As instructed, we, Cushman & Wakefield International Property Advisers (Shanghai) Co., Ltd., ("Cushman & Wakefield"), have issued a valuation report dated 30 April 2021 with material date of valuation as at 31 December 2020 ("Valuation Report"), outlining the Market Value of Hongkou Plaza and Minhang Plaza ("Properties") for the purposes of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand (including the proposed listing of CLIM).

For the specific purpose of this Introductory Document, we provide this Letter with the Valuation Certificates which is a condensed version of our comprehensive full Valuation Report, in accordance with the terms of engagement entered between Cushman & Wakefield and the addresses(s), dated 10 May 2021.

In the course of our valuation, we have complied with all the requirements contained in the "International Valuation Standards Effective 31 January 2020" published by International Valuation Standards Council(IVSC), the "RICS Valuation-Global Standards Effective from 31 January 2020" published by the Royal Institution of Chartered Surveyors(RICS) subject to variation to meet local established law. Unless otherwise stated, our valuation is undertaken as External Valuers as defined in the relevant Valuation Standards. Our valuation of the Property represents its Market Value in accordance with the RICS Valuation – Global Standards 2020 (the "Red Book"), which is defined as:

"The estimated amount for which a property should exchange on the date of Valuation between a willing buyer and a willing seller in an arm's-length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion."

Our valuation of the Property excludes an estimated price inflated or deflated by special terms or circumstances such as atypical financing, sale and leaseback arrangement, special considerations or concessions granted by anyone associated with the sale, or any element of special value.

In the course of our valuation of the Property, which is situated in the PRC, we have assumed that transferable land use rights in respect of the Property for a specific term at nominal annual land use fees have been granted and that any premium has already been fully settled. We have also assumed that the

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grantee or the user of the Property has free and uninterrupted rights to use or to assign or lease the Property for the whole of the unexpired term as granted. We have relied on the advice given by the Company regarding the title to the Property. For the purpose of our valuation, we have assumed that the grantee has enforceable title to the Property.

No allowance has been made in our valuations for any charges, mortgages or amounts owing on the Property nor any expenses or taxation which may be incurred in effecting a sale. Unless otherwise stated, it is assumed that the Property is free from encumbrances, restrictions and outgoings of any onerous nature which could affect their values.

Brief Description of Properties

S/N	Property Name	Brief Description	Tenure (Remaining Term)	Land Area (sq m)	GFA (sq m)	NLA (sq m)
1	Hongkou Plaza	A mixed-use complex comprising of two blocks of 22-storey office tower (from L8 to L32 including evacuation floors), a 7-storey retail podium and 5-storey basement	Commercial & Hotel 40 yrs leasehold (26.76 yrs remaining) Office 50 yrs leasehold (36.77 yrs remaining)	28,696.00	272,322.83	216,475.42
2	Minhang Plaza	A mixed-use complex comprising of a 32-storey office tower, a 4-storey retail podium and 4-storey basement	50 yrs leasehold (33.02 yrs remaining)	30,464.00	201,515.97	165,955.14

In forming our opinion of the "Market Value" of the Property in existing state, we have valued it by Income Capitalisation Method to derive the value of the Property by capitalizing the rental incomes derived from the existing tenancies with due provision for any reversionary income potential.

We have also adopted the Discounted Cash Flow ("DCF") Method which involves discounting future net cash flow of the Property to its present value by using an appropriate discount rate that reflects the rate of return required by a third-party investor for an investment of this type.

The resultant value is considered the best practice estimate and is fully dependent on existing tenancies and current market performance.

Property Name	Methodology 1 (Discounted Cash Flow Method) 50%	Methodology 2 (Income Capitalisation Method) 50%	Average Market Value of the Subject Property
Hongkou Plaza	RMB 10,177,000,000	RMB 8,625,000,000	RMB 9,401,000,000
Minhang Plaza	RMB 5,063,000,000	RMB 4,712,000,000	RMB 4,888,000,000
		Total Market Value	**RMB 14,289,000,000**

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We have relied to a considerable extent on the information given by the Company or other related parties and have accepted advice given to us on such matter as statutory notices or easements, tenure, building and furnishing specifications, identification of the Property, particulars of tenancy, land and floor areas and all other relevant matters which are material to the valuation. Dimensions, measurements and areas included in the valuation report attached are based on information contained in the documents provided to us and are therefore only approximations. We have had no reason to doubt the truth and accuracy of the information provided to us which is material to the valuation. We are also advised by the Company that no material facts have been omitted from the information supplied.

We would point out that the copies of documents provided to us are mainly compiled in Chinese characters and the transliteration into English represents our understanding of the contents. We would therefore advise the Company to make reference to the original Chinese edition of the documents and consult your legal adviser regarding the legality and interpretation of these documents.

We have been provided by the Company with copies of documents in relation to the title to the Property. We have not been able to carry out searches to verify the ownership of the Property or to ascertain any amendment, which may not appear on the copies handed to us.

We have inspected the exterior and, where possible, the interior of the Property. However, no structural survey has been made, but in the course of our inspection, we did not note any serious defect. We are not, however, able to report that the Property is free of rot, infestation or other structural defects. We have not been able to carry out on-site measurements to verify the site and floor areas of the Property and we have assumed that the areas shown on the copies of the documents handed to us are correct.

Neither the whole nor any part of this report nor for any reference thereto may be included in any document, circular or statement without our prior written approval of the form and context in which it will appear.

Finally and in accordance with our standard practice, we must state that this valuation report is for the use only of the party to whom it is addressed and no responsibility is accepted to any third party for the whole or any part of its contents.

Yours faithfully
for and on behalf of
Cushman & Wakefield International Property Advisers (Shanghai) Co., Ltd.

Yi Fan

Yi Fan
Director
MRICS

Encl: Appendix – Valuation Certificate

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VALUATION CERTIFICATE

Date of Valuation Report	30 April 2021
Property and Address	Hongkou Plaza, Shanghai, No.388, West Jiangwan Road, Hongkou District, Shanghai, the PRC
Instructing Party	CapitaLand Limited and CapitaLand Investment Management Limited
Instructions and Purpose	We refer to your instructions for us to prepare a valuation of the market value of the captioned property (the "Property") situated in the People's Republic of China (the "PRC"), we confirm that we have carried out inspection, made relevant searches and enquiries and obtained such further information as we consider necessary for the purpose of providing you (the "Company") with our opinion of the market value of the Property as at 31 December 2020 (the "Date of Valuation") for the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited) purpose only.
Date of Valuation	31 December 2020
Valuation Basis and Assumption	In the course of our valuation, we have complied with all the requirements contained in the "International Valuation Standards Effective 31 January 2020" published by International Valuation Standards Council(IVSC), the "RICS Valuation-Global Standards Effective from 31 January 2020" published by the Royal Institution of Chartered Surveyors(RICS) subject to variation to meet local established law. Unless otherwise stated, our valuation is undertaken as External Valuers as defined in the relevant Valuation Standards. Our valuation of the Property excludes an estimated price inflated or deflated by special terms or circumstances such as atypical financing, sale and leaseback arrangement, special considerations or concessions granted by anyone associated with the sale, or any element of special value. In the course of our valuation of the Property, which is situated in the PRC, we have assumed that transferable land use rights in respect of the Property for a specific term at nominal annual land use fees have been granted and that any premium has already been fully settled. We have also assumed that the grantee or the user of the Property has free and uninterrupted rights to use or to assign or lease the Property for the whole of the unexpired term as granted. We have relied on the advice given by the Company regarding the title to the Property. For the purpose of our valuation, we have assumed that the grantee has enforceable title to the Property. No allowance has been made in our valuations for any charges, mortgages or amounts owing on the Property nor any expenses or taxation which may be incurred in effecting a sale. Unless otherwise stated, it is assumed that the Property is free from encumbrances, restrictions and outgoings of any onerous nature which could affect their values.
Method of Valuation	Income Capitalisation Method Discounted Cash Flow Method
Description and Tenure	The Property named Hongkou Plaza, is a mixed-use complex erected on a piece of land with a site area of approximately 28,696.00 sq m. The Property comprises two blocks of 22-storey office tower, a 7-storey retail podium and 5-storey basement, which has a total gross floor area of 272,322.83 sq m. The retail portion was completed in 2011, while the office portion was completed in 2012. As advised, the total gross floor area is 52,238.02 sq m for office use, 149,906.90 sq m for retail use and 70,177.91 sq m for carpark use. The land use right of the property has been granted for land use term of 40 years expiring on 29 September 2047 for commercial and hotel use and 50 years expiring on 29 September 2057 for office use, as at the date of valuation, the remaining land use term is 26.76 years for commercial and hotel use and 36.77 years for office use.

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Net Leasable Area	According to the information provided by the Company, the total leasable area of the Property is 216,475.42 sq m of which retail is approximately 95,414.71 sq m, office is approximately 50,882.80 sq m and carpark is approximately 70,177.91 sq m.
Interest to be Valued	100% Leasehold Interest of the Property
Market Value subject to existing tenancies as at 31 December 2020	**RMB9,401,000,000 （Retail: RMB7,676,000,000，Office: RMB1,725,000,000）** **RMB34,522/sq m(GFA)** **RMB43,428/sq m(NLA)**

Notes:

(1) Pursuant to Shanghai Certificate of Real Estate Ownership No. (2018) HZ005338 issued by Shanghai Real Estate Registration Bureau dated on 23 May 2018, the land use rights of the parcel of land with a site area of 28,696.00 sq m upon which the Property, comprising a total gross floor area of approximately 272,322.83 sq m, is erected have been vested in Shanghai Yuefeng Real Estate Development Co., Ltd.(上海岳峰置业开发有限公司).

(2) The parameters we adopted in the course of valuation for retail portion is as follows:

Income Capitalisation Method				**DCF Method**
Net Term Yield		Net Reversion Yield		
Anchor	Non-Anchor	Anchor	Non-Anchor	Discount rate
3.50%	4.00%	4.00%	4.50%	7.00%

The parameters we adopted in the course of valuation for office portion is as follows:

Income Capitalisation Method		**DCF Method**
Net Term Yield	Net Reversion Yield	Discount rate
3.50%	4.00%	7.00%

(3) We have relied on the information provided by the Company and prepared our valuation on the following assumptions:

(i) 上海岳峰置业开发有限公司 is in possession of a proper legal title to the Property and is entitled to transfer the property together with the residual term of its land use rights at no extra land premium or other onerous payments payable to the government;

(ii) all land premium, demolition and settlement and public utilities costs have been fully settled;

(iii) the design and construction of the property are in compliance with the local planning regulations and have been approved by the relevant authorities; and

(iv) the Property may be disposed of or lease out freely to third parties.

Yours faithfully,
for and on behalf of
Cushman & Wakefield International Property Advisers (Shanghai) Co., Ltd

Yi Fan

CUSHMAN & WAKEFIELD INTERNATIONAL PROPERTY ADVISERS (SHANGHAI) CO., LTD 戴德梁行房地产咨询(上海)有限公司 估价报告专用章 FOR VALUATION REPORT ONLY

Yi Fan
MRICS (RICS No.:1260765)
Director

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VALUATION CERTIFICATE

Date of Valuation Report	30 April 2021
Property and Address	Minhang Plaza, Shanghai, No.6088 Humin Road, Minhang District, Shanghai, the PRC
Instructing Party	CapitaLand Limited and CapitaLand Investment Management Limited
Instructions and Purpose	We refer to your instructions for us to prepare a valuation of the market value of the captioned property (the "Property") situated in the People's Republic of China (the "PRC"), we confirm that we have carried out inspection, made relevant searches and enquiries and obtained such further information as we consider necessary for the purpose of providing you (the "Company") with our opinion of the market value of the Property as at 31 December 2020 (the "Date of Valuation") for the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited) purpose only.
Date of Valuation	31 December 2020
Valuation Basis and Assumption	In the course of our valuation, we have complied with all the requirements contained in the "International Valuation Standards Effective 31 January 2020" published by International Valuation Standards Council(IVSC), the "RICS Valuation-Global Standards Effective from 31 January 2020" published by the Royal Institution of Chartered Surveyors(RICS) subject to variation to meet local established law. Unless otherwise stated, our valuation is undertaken as External Valuers as defined in the relevant Valuation Standards. Our valuation of the Property excludes an estimated price inflated or deflated by special terms or circumstances such as atypical financing, sale and leaseback arrangement, special considerations or concessions granted by anyone associated with the sale, or any element of special value. In the course of our valuation of the Property, which is situated in the PRC, we have assumed that transferable land use rights in respect of the Property for a specific term at nominal annual land use fees have been granted and that any premium has already been fully settled. We have also assumed that the grantee or the user of the Property has free and uninterrupted rights to use or to assign or lease the Property for the whole of the unexpired term as granted. We have relied on the advice given by the Company regarding the title to the Property. For the purpose of our valuation, we have assumed that the grantee has enforceable title to the Property. No allowance has been made in our valuations for any charges, mortgages or amounts owing on the Property nor any expenses or taxation which may be incurred in effecting a sale. Unless otherwise stated, it is assumed that the Property is free from encumbrances, restrictions and outgoings of any onerous nature which could affect their values.
Method of Valuation	Income Capitalisation Method Discounted Cash Flow Method
Description and Tenure	The Property named Minhang Plaza, Shanghai, is a mixed-use complex erected on a piece of land with a site area of approximately 30,464.00 sq m. The Property comprises a 32-storey office tower, a 4-storey retail podium and 4-storey basement, which has a total gross floor area of 201,515.97 sq m and was completed in 2010. As advised, the gross floor area is 90,120.30 sq m of retail portion, 54,794.66 sq m of office portion, and the gross floor area is 56,601.01 sq m of carparks portion. The land use right of the property has been granted for land use term of 50 years expiring on 30 December 2053 for composite use, as at the date of valuation, the remaining land use term is 33.02 years.
Net Leasable Area	According to the information provided by the Company, the total leasable area of the Property is 165,955.14 sq m of which retail is approximately 61,103.53 sq m, office is approximately 51,520.73 sq m and carpark is approximately 53,330.88 sq m.

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Interest to be Valued	100% Leasehold Interest of the Property
Market Value subject to existing tenancies as at 31 December 2020	**RMB4,888,000,000 (Retail: RMB3,393,000,000，Office: RMB1,495,000,000)** **RMB24,256/sq m(GFA)** **RMB29,454/sq m(NLA)**

Notes:

(1) Pursuant to Shanghai Certificate of Real Estate Ownership No. (2016) 031433 issued by Shanghai Real Estate Registration Bureau dated on 26 April 2016, the land use rights of the parcel of land with a site area of 30,464.00 sq m upon which the Property, comprising a total gross floor area of approximately 201,515.97 sq m, is erected have been vested in Shanghai Bifeng Real Estate Development Co., Ltd.(上海碧峰房地产发展有限公司).

(2) The parameters we adopted in the course of valuation for retail portion is as follows:

Income Capitalisation Method				**DCF Method**
Net Term Yield		Net Reversion Yield		
Anchor	Non-Anchor	Anchor	Non-Anchor	Discount rate
3.50%	4.00%	4.00%	4.50%	7.00%

The parameters we adopted in the course of valuation for office portion is as follows:

Income Capitalisation Method		**DCF Method**
Net Term Yield	Net Reversion Yield	Discount rate
3.50%	4.00%	7.00%

(3) We have relied on the information provided by the Company and prepared our valuation on the following assumptions:

(i) 上海碧峰房地产发展有限公司 is in possession of a proper legal title to the Property and is entitled to transfer the property together with the residual term of its land use rights at no extra land premium or other onerous payments payable to the government;

(ii) all land premium, demolition and settlement and public utilities costs have been fully settled;

(iii) the design and construction of the property are in compliance with the local planning regulations and have been approved by the relevant authorities; and

(iv) the Property may be disposed of or lease out freely to third parties.

Yours faithfully,
for and on behalf of
Cushman & Wakefield International Property Advisers (Shanghai) Co., Ltd

戴德梁行房地产咨询(上海)有限公司
CUSHMAN & WAKEFIELD INTERNATIONAL PROPERTY ADVISERS (SHANGHAI) CO., LTD
估价报告专用章
FOR VALUATION REPORT ONLY

Yi Fan

Yi Fan
MRICS (RICS No.:1260765)
Director

CBRE

CBRE Limited

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太古廣場一期 27 樓
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31 May 2021

CapitaLand Limited and CapitaLand Investment Management Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sirs,

CAPITALAND LIMITED AND CAPITALAND INVESTMENT MANAGEMENT LIMITED

INTRODUCTORY DOCUMENT IN RELATION TO THE PROPOSED LISTING OF CLIM ON THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX-ST") BY WAY OF AN INTRODUCTION

As instructed, we, CBRE Limited ("CBRE"), have issued a valuation report dated 30 April 2021 with material date of valuation as at 31 December 2020 ("Valuation Report"), outlining the Market Value of 1. Tianjin International Trade Centre, 2. Office Portion, One iPark (Collectively known as "Properties") for the purposes of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited ("CapitaLand") (including the proposed listing of CapitaLand Investment Management Limited ("CLIM")).

For the specific purposes of this Introductory Document, we provide this Letter which is a condensed version of our more extensive Valuation Report, outlining key factors that have been considered in arriving at our opinions of value. This Letter should be read in conjunction with the said issued Valuation Report.

We have issued the comprehensive formal full Valuation Report and this Letter, in accordance with the terms of engagement entered into between CBRE and the addressee(s), dated 25 May 2021.

In accordance with the Royal Institution of Chartered Surveyors (RICS) Valuations - Global Standards 2020, incorporating IVSC International Valuations Standards 2020, the definition of Market Value is as follows:

"*The estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's length transaction, after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion*".

The value conclusion reflects all information known by the valuers of CBRE who worked on the valuation in respect to the Properties, market conditions and available data.

Reliance on This Letter

For the purposes of this Introductory Document, we have prepared this Letter which summarises our Valuation Report and outlines key factors which have been considered in arriving at our opinion of value. CBRE has provided the addressee(s) with a comprehensive Valuation Report for the Properties.

The valuation and market information are not guarantees or predictions and must be read in consideration of the following:

CBRE

- This Letter alone does not contain all the necessary data and support information in terms of the valuation, which is included within our Valuation Report. To understand the complexity of the methodology and the many variables involved, reference must be made to the Valuation Report, copies of which are held by CapitaLand and CLIM.
- The conclusions within the Valuation Report as to the estimated value are based upon the factual information set forth in that Valuation Report. Whilst CBRE has endeavoured to assure the accuracy of the factual information, it has not independently verified all information provided by CapitaLand and CLIM (primarily the leases and financial information with respect to the Properties) or the published information by the Government of the People's Republic of China (primarily statistical information relating to market conditions and demographics).
- The primary methodologies used by CBRE in valuing the Properties – the Capitalisation Method and Discounted Cash Flow Analysis – are based upon estimates of future financial performance and are not predictions. Each methodology begins with a set of assumptions as to income and expenses of the Properties and future economic conditions in the local market. The income and expense figures are mathematically extended with adjustments for estimated changes in economic conditions. The resultant value is considered the best practice estimate but is not to be construed as a prediction or guarantee and is fully dependent upon the accuracy of the assumptions as to income, expenses, and market conditions.
- The Valuation Report was undertaken based upon information available and provided to us as of November 2020. CBRE accepts no responsibility for subsequent changes in information as to income, expenses, or market conditions, between November 2020 and the valuation date.
- COVID-19 is continuing to impact market activity in most sectors. As at the valuation date, we consider that we can attach less weight to previous market evidence for comparison purposes, to inform opinions of value. Our valuation is reported as being subject to 'material valuation uncertainty'. Consequently, less certainty – and a higher degree of caution – should be attached to our valuation than would normally be the case. Values may change more rapidly and significantly than during standard market conditions.

No reliance may be placed upon the contents of this Letter by any party for any purpose other than in connection with the Purpose of Valuation and only with reference to the Valuation Report.

Valuation Rationale

In arriving at our opinion of value, we have considered relevant general and economic factors and in particular have investigated recent sales and leasing transactions of comparable properties that have occurred in the broader commercial property market. We have primarily utilised the Capitalisation Method and Discounted Cash Flow analysis in undertaking our assessment for the Property.

Capitalisation Method

We have utilised a capitalisation approach in which the sustainable net income on a fully leased basis has been estimated having regard to the current passing rental income and other income. From this figure, we have deducted applicable outgoings, including operating expenses, property management fees as well as property tax.

The resultant net income has been capitalised for the remaining tenure of the Property to produce a core capital value. The capitalisation rate adopted reflects the nature, location and tenancy profile of the Property together with current market investment criteria, as evidenced by the sales evidence considered. Thereafter, appropriate capital adjustments have been included which relate to provisions for existing vacancies, rental reversion adjustments and capital expenditure requirements.

CBRE

Discounted Cash Flow Analysis (DCF)

We have also carried out a discounted cash flow analysis over a 10-year investment horizon in which we have assumed that the Property is sold at the commencement of the eleventh year of the cash flow. This form of analysis allows an investor or owner to make an assessment of the long-term return that is likely to be derived from a property with a combination of both rental and capital growth over an assumed investment horizon. In undertaking this analysis, a wide range of assumptions are made including a target or pre-selected internal rate of return, rental growth, sale price of the property at the end of the investment horizon, costs associated with the initial purchase of the property and also its disposal at the end of the investment period.

We have investigated the current market requirements for an investment return over a 10-year period from retail properties. We hold regular discussions with investors active in the market, both as purchasers and owners of retail properties.

Our selected terminal capitalisation rate, used to estimate the terminal sale price, takes into consideration perceived market conditions in the future, estimated tenancy and cash flow profile and the overall physical condition of the building in 10 years' time. The adopted terminal capitalisation rate additionally has regard to the duration of the remaining leasehold tenure of the Property at the end of the cash flow period.

The adopted capitalisation rate, discount rate and terminal capitalisation rate are as follows:

Property	Capitalisation Rate	Discount Rate	Terminal Capitalisation Rate
Tianjin International Trade Centre, No. 39 Nanjing Road, Hexi, Tianjin, The People's Republic of China	6.00%	8.75%	6.25%
Office Portion, One iPark, Chuangye Road, Nanshan District, Shenzhen, The People's Republic of China	4.25%	7.25%	4.50%

Valuation Methodology Weighting

- Capitalisation Method – 50%
- Discounted Cash Flow Analysis – 50%

Assessment of Value

We are of the opinion that the Market Value of the leasehold interest in the Properties, subject to the existing tenancies and occupational arrangements, is as follows:

- Tianjin International Trade Centre, No.39 Nanjing Road, Hexi District, Tianjin, The People's Republic of China is **RMB877,000,000** (Renminbi Eight Hundred Seventy-Seven Million Only)
- Office Portion, One iPark, Chuangye Road, Nanshan District, Shenzhen, The People's Republic of China is **RMB866,000,000** (Renminbi Eight Hundred Sixty-Six Million Only)

The Total Portfolio value of these 2 properties located in China is **RMB1,743,000,000** (Renminbi One Billion Seven Hundred and Forty-Three Million Only)

Disclaimer

CBRE have prepared this Letter which appears in this Introductory Document and, to the extent permitted by law, specifically disclaim liability to any person in the event of any omission from or false or misleading statement included in the Introductory Document, other than in respect of the information provided within the aforementioned Valuation Report and this Letter. CBRE does not make any warranty or representation as to the accuracy of the information in any other part of the Introductory Document other than as expressly made or given by CBRE in this Letter.

CBRE has relied upon property data supplied by CapitaLand and CLIM which we assume to be true and accurate. CBRE takes no responsibility for inaccurate client supplied data and subsequent conclusions related to such data.

The reported analyses, opinions and conclusions are limited only by the reported assumptions and limiting conditions, and is our personal, unbiased professional analyses, opinions, and conclusions. CBRE and the respective valuers involved in the assignment have no present or prospective interest in the Property and have no personal interest or bias with respect to the party(ies) involved.

The valuers' compensation is not contingent upon the reporting of a predetermined value or direction in value that favours the cause of the client, the amount of the value estimate, the attainment of a stipulated result, or the occurrence of a subsequent event (such as a lending proposal or sale negotiation).

We hereby certify that the valuers undertaking these valuations are authorized to practice as valuers and have at least 15 years continuous experience in valuation.

None of the information in this Letter or our Valuation Report constitutes advice as to the merits of entering into any form of transaction. Furthermore, none of the information in this Letter or our Valuation Report constitutes financial product advice.

Neither this letter, nor the Valuation Report purport to contain all the information that any interested party may require. They do not consider individual circumstances, financial situation, investment objectives or requirements. They are intended to be used as guide only and do not constitute advice including without any limitation, investment, tax, legal or any other type of advice. The valuations stated are only best estimates and are not to be construed as a guarantee. The material contained in this report should not be relied upon as a statement or representation of fact without confirmation or satisfaction as to its correctness by independent investigation and review of the valuation report to understand the assumptions and methodologies stated in the valuation.

This Letter and the Valuation Report are strictly limited to the matters contained within those documents and are not to be read as extending, by implication or otherwise, to any other matter in the Introductory Document. To the extent permitted by law, CBRE specifically disclaims any liability in respect of the use of or reliance on this Letter to any person in the event of any omission or false or misleading statement other than to the Addressees. CBRE does not give any warranty or representation as to the accuracy of the information in any other part of the Introductory Document.

Yours sincerely
CBRE Limited

Per: **Stephen Lin**
MRICS MHKIS RPS(GP) MCIREA
Director
Valuation & Advisory Services
Greater China
RICS No.: 1295334

Encl.: Appendix 1 – Valuation Certificate

CBRE

Appendix 1

VALUATION CERTIFICATE

Property:	Tianjin International Trade Centre No.39 Nanjing Road, Hexi, Tianjin The People's Republic of China
Client:	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose:	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Interest Valued:	Leasehold Interest
Basis of Valuation:	Market Value subject to existing tenancies and occupational arrangements
Critical Assumptions:	Subject to approved usage, floor areas, tenancy schedule and financial data provided by the Instructing Party and its representatives. If this information turns out to be different, we reserve the right the revise the valuation. Our assessment addresses the market value of the Property on single property interest basis and subject to the existing tenancies and occupational arrangements.
Valuation Standards:	All valuations will be conducted in accordance with Hong Kong Institute of Surveyors (HKIS) Valuation Standards 2020 and RICS Valuation - Global Standards 2020 and the IVSC International Valuation Standards (IVS) 2020, where appropriate All valuations will be undertaken by appropriately qualified valuers therein. Where the valuation is undertaken by a RICS Registered Valuer, the valuation may be subject to monitoring under the RICS' conduct and disciplinary regulations.
The Registered Owner:	Dongjin Real Estate Development (Tianjin) Co., Ltd. (东津房地产开发（天津）有限公司)
Land Area:	15,709.00 sq m
Land Tenure:	Lease term is 50 years expiring on 28 October 2057. Balance term is 36.8 years.
Master Plan Zoning:	Other commercial and service use
Brief Description:	Tianjin International Trade Centre, is a commercial complex completed in 2014. Comprising a five-storey shopping mall, 57-storey office and 3 basement levels. Car parking facilities consist of 500 spaces located on the basement level. Tianjin International Trade Centre, located at Xiaobailou CBD in Tianjin, enjoys a prime location with easy access to subway Line 1. The project's neighbours comprise five different cultural avenues that embrace exquisite architectural designs and will be developed to add to the historical and cultural heritage in Tianjin.
Gross Floor Area:	111,835.08 sq m approximately (incl. basement car parking space)

Component	Gross Floor Area (sqm)
Office (L6-L41)	42,508.73
Retail (B3-L5)	69,326.35 (incl. basement car parking space)

Net Lettable Area:	58,753.73 sq m approximately

Component	Net Lettable Area (sqm)
Office	40,219.26
Retail	18,534.47

Valuation Approaches:	Discounted Cash Flow (DCF) Analysis and Capitalisation Method
Cap Rate:	6.00%
Terminal Cap Rate:	6.25%
Discount Rate:	8.75%
Date of Inspection:	5 November 2020
Date of Valuation:	31 December 2020
Date of Valuation Report:	30 April 2021

Market Value:

Component	**RMB**
Office Component	521,000,000
Retail Component	356,000,000
Reconciled Value	**877,000,000**

(Renminbi Eight Hundred and Seventy Seven Million)

Market Value on GFA:	RMB 7,842 psm
Market Value on NLA:	RMB 14,927 psm

CBRE

Assumptions, Disclaimers, Limitations & Qualifications	All data provided in this Certificate is wholly reliant on and must be read in conjunction with the information provided in the attached report. It is a synopsis only designed to provide a brief overview and must not be acted on in isolation. This valuation report is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout this report which are made in conjunction with those included within the Assumptions, Qualifications, Limitations & Disclaimers section of this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.
Prepared By:	CBRE Limited

Stephen Lin
MHKIS MRICS RPS(GP) MCIREA
Director
Valuation & Advisory Services
Greater China
RICS No.: 1295334

CBRE

VALUATION CERTIFICATE

Property:	Office Portion, One iPark Chuangye Road, Nanshan District, Shenzhen The People's Republic of China
Client:	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose:	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Interest Valued:	Leasehold Interest
Basis of Valuation:	Market Value subject to existing tenancies and occupational arrangements.
Critical Assumptions:	Subject to approved usage, floor areas, tenancy schedule and financial data provided by the Instructing Party and its representatives. If this information turns out to be different, we reserve the right the revise the valuation. Our assessment addresses the market value of the Property on single property interest basis and subject to the existing tenancies and occupational arrangements.
Valuation Standards:	All valuations will be conducted in accordance with Hong Kong Institute of Surveyors (HKIS) Valuation Standards 2020 and RICS Valuation - Global Standards 2020 and the IVSC International Valuation Standards (IVS) 2020, where appropriate All valuations will be undertaken by appropriately qualified valuers therein. Where the valuation is undertaken by a RICS Registered Valuer, the valuation may be subject to monitoring under the RICS' conduct and disciplinary regulations.
The Registered Owner:	Shenzhen Jinlong Real Estate Development Co., Ltd. (深圳市金龙房地产开发有限公司)
Land Area:	14,430.05 sq m
Land Tenure:	Lease term is 50 years expiring on 20 December 2056. Balance term is 36.0 years.
Master Plan Zoning:	Mixed use: commercial and office
Brief Description:	One iPark (the "Development") is a mixed-use retail and office development. The Property is located at the of Chuangye Road in Nanshan District. The development is a 19-storey office building (Tower C) situated above the retail podium. The Property comprises the office portion from Levels 5 to 19 within the Development. The Nanyou Station is approximately 500m away from the Property and bus are available along Chuangye Road.
Gross Floor Area:	22,600.00 sq m approximately
Net Lettable Area:	22,507.45 sq m approximately
Valuation Approaches:	Discounted Cash Flow (DCF) Analysis and Capitalisation Method
Cap Rate:	4.25%
Terminal Cap Rate:	4.50%
Discount Rate:	7.25%
Date of Inspection:	30 October 2020
Date of Valuation:	31 December 2020
Date of Valuation Report:	30 April 2021
Market Value:	**RMB866,000,000** **(Renminbi Eight Hundred and Sixty Six Million)**
Market Value on GFA:	RMB 38,319 psm
Market Value on NLA:	RMB 38,476 psm
Assumptions, Disclaimers, Limitations & Qualifications	All data provided in this Certificate is wholly reliant on and must be read in conjunction with the information provided in the attached report. It is a synopsis only designed to provide a brief overview and must not be acted on in isolation. This valuation report is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout this report which are made in conjunction with those included within the Assumptions, Qualifications, Limitations & Disclaimers section of this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.

Prepared By: CBRE Limited

LinTienChi

Stephen Lin
MHKIS MRICS RPS(GP) MCIREA
Director
Valuation & Advisory Services
Greater China
RICS No.: 1295334

Colliers International Consultancy & Valuation (Singapore) Pte Ltd
RCB No: 198105965E

12 Marina View
#19-02 Asia Square Tower 2
Singapore 018961

MAIN 65 6223 2323
EMAIL govinda.singh@colliers.com

31 May 2021

CapitaLand Limited and CapitaLand Investment Management Limited
c/o Kuan Yean Chian
Vice President, Group Control & Accounts
No. 168 Robinson Road #30-01, Capital Tower
Singapore 068912

Dear Sirs,

Re: Valuation for CapitaLand Limited and CapitaLand Investment Management Limited – La Clef Tour Eiffel, Paris, France (the "Property")

We refer to your instructions to carry out a valuation in respect of the abovementioned Property for the purpose of corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited). Our instructions are to provide our opinion of the Market Value of the long leasehold interest in the Property as at 31 December 2020. The basis of the valuation is stated in the valuation summary appended.

We confirm that we have prepared a formal valuation report in accordance with the requirements of the instructions.

The valuation has been carried out in accordance with The Royal Institution of Chartered Surveyors (RICS) Valuation Standards and Guidelines, incorporating International Valuation Standards (IVS), and the Singapore Institute of Surveyors and Valuers (SISV).

Our valuation is on the basis of Market Value which is intended to mean "the estimated amount for which a property should exchange on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion".

This definition of value is consistent with the international definition of Market Value as advocated by RICS, IVS, and the SISV Valuations & Standards Guidelines (2018).

No allowance has been made in our valuation for any charges, mortgages or amounts owing on the property, nor for any expenses or taxation which may be incurred in effecting a sale. It is assumed that the property is free from any major or material encumbrances, restrictions and outgoings of an onerous nature which could affect its value.

This letter and the valuation summary do not contain all the necessary data and information included in arriving at our valuation opinion.

The valuation and market information are not guarantees or predictions and must be read in consideration of the following:

- The estimated value is based upon the factual information provided. Property data/information provided is assumed to be correct. Whilst Colliers International has endeavored to ensure the accuracy of the information, it has not independently verified all information provided.
- The valuation and report was undertaken based upon information available as at the date of valuation. Colliers International accepts no responsibility for subsequent changes in information as to proposed scheme, areas, income, expenses or market conditions.
- The methodologies adopted in valuing the property are based upon estimates of future results and are not predictions. Each methodology is based on a set of assumptions as to income and expenses of the property and future economic conditions in the local market.

The reported analysis, opinion and conclusion are limited only by the reported assumptions and limiting conditions and is our personal, unbiased professional analysis, opinion and conclusion.

Colliers International Consultancy &
Valuation (Singapore) Pte Ltd
RCB No: 198105965E

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We also confirm that we do not have a pecuniary interest that would conflict with a proper valuation of the property and the valuers undertaking the valuation are authorized to practice as valuers.

Normally, in undertaking a market valuation, the valuer would assess the property to be valued assuming its highest and best use and competent and efficient management. The typical methods employed by valuers of commercial assets are the income method (DCF or maintainable earnings), cost and sale comparable approaches. In providing our opinion for the hotel, we have adopted the income approach using DCF.

The income approach using the DCF technique is the method normally employed by Colliers and is believed to be the one best able to reflect the process used by an investor when assessing a price to bid for a particular dynamic income generating property such as hotels.

The DCF method entails the capitalization of an asset's future earnings stream to a present-day value, using a discount rate considered to be consistent with that which would be adopted by potential investors. It is a valuation of the business which takes place within the property.

In our opinion, the market value of the Property as at the valuation date is:

€71,000,000
(SEVENTY-ONE MILLION EUROS)

Our Valuation Certificate is appended.

Yours faithfully,

For and on behalf of

Colliers International Consultancy & Valuation (Singapore) Pte Ltd

Govinda Singh FCCA FCMA MRICS
Executive Director
Valuation and Advisory Services – Asia
Colliers

Colliers International Consultancy & Valuation (Singapore) Pte Ltd
RCB No: 198105965E

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Colliers

VALUATION CERTIFICATE

Property	:	La Clef Tour Eiffel Paris 83 Avenue Kleber 75116 Paris France
Client	:	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose	:	Corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Brief Description	:	The subject property comprises a 112-room hotel and serviced apartment complex in an old stone building constructed over eight above ground levels plus lower ground and basement levels. Its facilities include: - 29 Classic Rooms (30m²) - 42 Superior Rooms (37m²) - 7 Deluxe Rooms (31m²) - 12 Executive Studio (38m²) - 16 Deluxe 1-Bedroom Apartment (41m²) - 5 Deluxe 2-Bedroom Apartment (60m²) - 1 Eiffel Tower Suite (108m²) Other facilities in the hotel include the following: - Reception, Bar & Lounge - Restaurant - Gym (including sauna and hammam) - 40 car parking spaces - Back of house facilities commensurate with the trade in hand.
Registered Owner	:	Ascott Kleber SNC
Legal Description and Zoning	:	Multiple co-ownership lots on cadastre plots FR-28 and FR-29, 75016 Paris. We understand the land is zoned for commercial/apartment use.
Interest Valued	:	Unencumbered, freehold land and buildings
Gross Floor Area	:	10,152 sqm
Basis of Valuation	:	Market Value
Valuation Approach	:	Income approach – DCF Method Our valuation methodology follows the principles embodied in the 'Practice Statements' of the Royal Institution of Chartered Surveyors (RICS) Appraisal and Valuation Manual (the Red Book), which incorporates International Valuation Standards (IVS). Normally, in undertaking a market valuation, the valuer would assess the property to be valued assuming its highest and best use and competent and efficient management. The typical methods employed by valuers of commercial assets are the income method (DCF or maintainable earnings), cost and sale comparable approaches. In providing our opinion for the hotel, we have adopted the income approach using DCF. The income approach using the DCF technique is the method normally employed by Colliers and is believed to be the one best able to reflect the process used by an investor when assessing a price to bid for a particular dynamic income generating property such as hotels. The DCF method entails the capitalization of an asset's future earnings stream to a present-day value, using a discount rate considered to be consistent with that which would be adopted by potential investors. It is a valuation of the business which takes place within the property.
Discount Factor	:	6.25%
Terminal Yield	:	4.75%
Date of Valuation	:	31 December 2020

Colliers International Consultancy & Valuation (Singapore) Pte Ltd
RCB No: 198105965E

12 Marina View
#19-02 Asia Square Tower 2
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Colliers

Valuation[1] : **Market Value:**

€71,000,000
(SEVENTY-ONE MILLION EUROS)

For the 112-room hotel, this is equivalent to circa €634,000 per room.

Assumptions, Disclaimers, Limitations & Qualifications :

In arriving at our estimates, we have taken into consideration the current substantial impact the COVID-19 pandemic is having on the travel and hospitality sector across France and globally; and its anticipated recovery period, which as at the valuation date remains uncertain.

Real estate as an investment type historically takes a longer period of time to be impacted in comparison to alternative investment types, such as stocks and bonds. Colliers' valuation professionals have consulted with market participants in preparation of this assignment to understand and best address how the subject property may be impacted. As such, given the unknown future impact that COVID-19 might have on the hotel real estate market, we recommend that you keep the valuation of the property under frequent review.

This opinion report is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout this report which are made in conjunction with those included within the Assumptions, Qualifications, Limitations & Disclaimers section located within the formal report and our engagement letter. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This opinion is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this opinion. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.

For the purpose of the valuation, we have relied upon various sources of information provided which included full-year historical trading/operating performance accounts from 2017 to 2020. Information concerning the trading/operating performance accounts for the first nine months of 2019 and 2020 have also been provided. Unless stated otherwise, we have assumed that the information provided is accurate and that we have been supplied with all the information that has a material effect upon the value of the property.

Furthermore, we have assumed that any information supplied can, if necessary, be verified. Should any of the information provided be found to be inaccurate or incomplete there could be a variation in value.

Prepared By :

Govinda Singh FCCA FCMA MRICS
Registered Valuer (No. 6367479) - Colliers – Asia

Jeffrey Squire MRICS
Registered Valuer (No. 1196329) - Colliers – France

He has been assisted by a team of local valuers and analysts in preparing this valuation.

[1] Market value $psm of GFA is not stated as this is not relevant to the lodging sector.

Contact Details:
Tel: 6223 2323

Colliers International Consultancy & Valuation (Singapore) Pte Ltd
Valuation & Advisory Services
RCB No.: 198105965E

Asia Square Tower 2
12 Marina View #19-02
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www.colliers.com

SUMMARY LETTER

Savills Property Services (India) Pvt. Ltd.
403, Tower B, Level 4,
The Capital, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai 400 051, India

To

CapitaLand Limited and CapitaLand Investment Management Limited,

Date: 8th June 2021

Sir/ Ma'am,

Subject: CAPITALAND LIMITED ("CAPITALAND") AND CAPITALAND INVESTMENT MANAGEMENT LIMITED ("CLIM") INTRODUCTORY DOCUMENT IN RELATION TO THE PROPOSED LISTING OF CLIM ON THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGXST") BY WAY OF AN INTRODUCTION

Address of the property: International Tech Park Pune, Plot No. 18, Rajiv Gandhi Infotech Park, MIDC Phase 3, Hinjawadi, Pune 411057. ("Subject Property")

CapitaLand Investment Management Limited and CapitaLand Limited ("Client"), had instructed Savills Property Services (India) Pvt. Ltd. ("Savills") to re-issue the valuation report of the subject property dated 31st December 2020. In accordance with the terms agreed in our Terms of Engagement Letter, signed **24th April 2021**, we provide you with the re-issued valuation report which was prepared in accordance with Terms of Engagement Letter signed on 03rd December 2019 with Ascendas IT Park (Pune) Pvt. Ltd. The re-issued report dated 8th June 2021 provides market value assessment of the subject property mentioned above and listed in Section D (Valuation Advice) of the report.

As mentioned in the engagement letter dated 24th April 2021, this valuation report is re-issued for the purpose of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited). Valuation date is **31st December 2020.**

The report has been prepared in accordance with Royal Institution of Chartered Surveyors' ("RICS") Valuation – Professional Standards 2020, subject to variation to meet local established law, custom, practice and market conditions. The basis of value is market value subject to existing tenancy as of date of valuation, arrived at on an 'as-is' basis.

Market Value *- The estimated amount for which an asset or liability should exchange on the date of valuation between a willing buyer and a willing seller in an arm's-length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. (IVS 104 Paragraph 30.1 Red Book 2020)*

Details of the subject property are as follows:

Brief Description	The subject property is spread across 25 acre land with total leasable area of approximately 2,308,633 sq ft. (214,479 sq m). It comprises of 4 towers namely Cedar, Juniper, Cypress & Angsana.
WALE (Weighted Average Lease Expiry)	Approximately 5 years
Tenure	Leasehold **No. of years** – 95 years **Remaining lease term** – 82 years, 2 months and 1 day (from lease commencement date i.e. 25th February 2008 to including the end date i.e. 28th February 2103)
Net Leasable Area	2,308,633 sq ft. (214,479 sq m)
Occupancy	Fully leased

SUMMARY LETTER

Methodologies Adopted:

Discounted Cash Flow Method: This method is used when the income generated by the property is expected to vary over a period of time. The projected cash flows are discounted at an appropriate discount rate to arrive at the present value of the property. Since, the subject property is an operational property, we have employed 'Discounted Cash Flow Method'.

Income Capitalization Method: Direct capitalization is used when income is not expected to vary significantly over time and is calculated by dividing the net operating income by the capitalization rate. This method is used to value properties that produce a consistent annual operating income. Since, the subject property is an operational property, we have employed 'Income Capitalization Method'.

An equal weightage of 50% has been attributed to both the methodologies.

The following are the parameters adopted:

Parameter	Rate
Capitalization Rate	9.00%
Terminal Capitalization Rate	8.75%
Discount Rate	13.75%

We have used terminal cap rate + a market growth rate of 3%, to arrive at the discount rate. In addition, we assumed 2% market growth rate considering the property is leased to a single/double tenants in each tower, which is a higher risk of vacancy when their lease expires. This translates to a discount rate of 13.75% (as on date of valuation).

Further, we have assumed the current capitalization rate of 9% while the terminal capitalization rate of 8.75%. The terminal capitalization rate is assumed to be lower than the current capitalization rate mainly due to the compression in capitalization rate we have witnessed over the last few years. The capitalization rate was in the range of 11% - 12% a few years back and currently, it has been reduced to around 8.5% - 9.0%. Thus, we have accordingly considered a minor compression of 25 basis points between current and terminal cap rates as the same varies due to economic / macro scenario and property specific factor.

Summary of Opinion on Market Valuation

Property Name	Methodology 1 - Discounted Cash Flow Method (INR Million)	Methodology 2 - Income Capitalization Method (INR Million)	Market Value of the Subject Property (INR Million)
Tower 1 – Cedar	2,796	3,250	3,023
Tower 2 – Juniper	3,282	3,492	3,387
Tower 3 – Cypress	2,845	3,392	3,119
Tower 4 – Angsana*	1,623	-	1,623
Total Market Value of the Subject Property (INR Million)			**11,152**
Total Market Value of the Subject Property on Gross Floor Area^			**51,993 INR/sq m**

^Based on the confirmation from the Client, we understand that Net Leasable Area is the same as Gross Floor Area.

savills

SUMMARY LETTER

Source of Information: The development mix, rent rolls, land area, gross floor area and other factual details of the subject property has been provided to us by **Ascendas IT Park (Pune) Pvt. Ltd.**

Assumptions, Disclaimers, Limitations & Qualifications:

It may be noted that this is approximate value estimation. Actual achievable value may vary in the range of ±5 % depending on space usage, buyer profiles, and case-to-case transaction peculiarities.

*We have not adopted the Income Capitalization Method for Tower 4 since the rent period starts from July 2021 of the existing tenant. Therefore, the lease income in Year 1 is approximately half compared to lease income in Year 2 onwards and this would lower the overall valuation.

Please note that the above market value is based on the assumption that the subject property has a clear and marketable title. We have not considered any time, cost and effort that may have to be incurred for getting a clear and marketable title of the subject property.

The outbreak of the Novel Coronavirus (COVID-19), declared by the World Health Organisation as a "Global Pandemic" on the 11th March 2020, has impacted global financial markets. Travel restrictions have been implemented by many countries. Market activity is being impacted in many sectors. As at the valuation date we consider that we can attach less weight to previous market evidence for comparison purposes to fully inform opinions of value. Indeed, the current response to COVID-19 means that we are faced with an unprecedented set of circumstances on which to base a judgement. Our valuation(s) is / are therefore reported on the basis of 'material valuation uncertainty' as per VPS 3 and VPGA 10 of the RICS Red Book Global. Consequently, less certainty – and a higher degree of caution – should be attached to our valuation than would normally be the case. Given the unknown future impact that COVID-19 might have on the real estate market we recommend that you keep the valuation of this property under frequent review.

To any party relying on this report, we advise that this summary letter must be read in conjunction with the full valuation report. This summary letter should not be relied upon in isolation or any other purposes.

Yours faithfully,
For and on behalf of Savills Property Services (India) Pvt. Ltd.

Savills Property Services (India) Pvt. Ltd.

Archit Kumar Sood, MRICS, MITPI

Managing Director & India Head

Valuation & Professional Services

VALUATION CERTIFICATE

Savills Property Services (India) Pvt. Ltd.
403, Tower B, Level 4,
The Capital, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai 400 051, India

Date of Report: 8th June 2021

CapitaLand Limited and CapitaLand Investment Management Limited,

Sir/ Ma'am,

Address: International Tech Park Pune, Plot No. 18, Rajiv Gandhi Infotech Park, MIDC Phase 3, Hinjawadi, Pune 411057 ("Subject Property")

In accordance with the terms agreed in our Terms of Engagement Letter, signed **24th April 2021**, we provide you with the re-issued valuation report which was prepared in accordance with our Terms of Engagement Letter signed 03rd December 2019 with Ascendas IT Park (Pune) Pvt. Ltd. The report provides you a market value assessment of the asset(s) mentioned above and listed in Section D (Valuation Advice) of the report. As mentioned in the engagement letter dated 24th April 2021, this valuation report is re-issued for the purpose of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited). Valuation date is **31st December 2020.**

We draw your attention to our accompanying report together with the General Assumptions and Conditions upon which our Valuation has been prepared, details of which are provided at Section E of the report.

Details of the Subject Property

Name of the Registered Owner	Maharashtra Industrial Development Corporation
Zoning of the property	IT/ITeS SEZ
Brief Description	The subject property i.e. **International Tech Park Pune** is an SEZ development located at Hinjawadi Phase III, Pune. It is spread across 25 acre land with total leasable area of approximately 2,308,633 sq ft. (214,479 sq m). It comprises of 4 towers namely Cedar, Juniper, Cypress & Angsana and all are operational as on date of valuation.
WALE (Weighted Average Lease Expiry)	Approximately 5 years
Tenure	Leasehold **No. of years** – 95 years **Lease Commencement Date-** 25th February 2008 **Remaining lease term** – 82 years, 2 months and 1 day (including the end date i.e. 28th February 2103)
Net Leasable Area	2,308,633 sq ft. (214,479 sq m)
Capitalization Rate	9.00%
Terminal Capitalization Rate	8.75%
Discount Rate	13.75%

The report has been prepared in accordance with Royal Institution of Chartered Surveyors' ("RICS") Valuation – Professional Standards 2020, subject to variation to meet local established law, custom, practice and market conditions. The basis of value is market value subject to existing tenancy as of date of valuation, arrived at on an 'as-is' basis.

Market Value *- The estimated amount for which an asset or liability should exchange on the date of valuation between a willing buyer and a willing seller in an arm's-length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. (IVS 104 Paragraph 30.1 Red Book 2020)*

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VALUATION CERTIFICATE

Summary of Opinion on Market Valuation

Property Name	Methodology 1 - Discounted Cash Flow Method (INR Million)	Methodology 2 - Income Capitalization Method (INR Million)	Market Value of the Subject Property** (INR Million)
Tower 1 – Cedar	2,796	3,250	3,023
Tower 2 – Juniper	3,282	3,492	3,387
Tower 3 – Cypress	2,845	3,392	3,119
Tower 4 – Angsana*	1,623	-	1,623
Total Market Value of the Subject Property (INR Million)			**11,152**
Total Market Value of the Subject Property on Gross Floor Area^			**51,993 INR/sq m**

^Based on the confirmation from the Client, we understand that Net Leasable Area is the same as Gross Floor Area.

Assumptions, Disclaimers, Limitations & Qualifications:

It may be noted that this is approximate value estimation. Actual achievable value may vary in the range of ±5 % depending on space usage, buyer profiles, and case-to-case transaction peculiarities.

*We have not adopted the Income Capitalization Method for Tower 4 since the rent period starts from July 2021 of the existing tenant. Therefore, the lease income in Year 1 is approximately half compared to lease income in Year 2 onwards and this would lower the overall valuation.
**An equal weightage of 50% has been attributed to both the methodologies.

Please note that the above market value is based on the assumption that the subject property has a clear and marketable title. We have not considered any time, cost and effort that may have to be incurred for getting a clear and marketable title of the subject property.

The outbreak of the Novel Coronavirus (COVID-19), declared by the World Health Organisation as a "Global Pandemic" on the 11th March 2020, has impacted global financial markets. Travel restrictions have been implemented by many countries. Market activity is being impacted in many sectors. As at the valuation date we consider that we can attach less weight to previous market evidence for comparison purposes to fully inform opinions of value. Indeed, the current response to COVID-19 means that we are faced with an unprecedented set of circumstances on which to base a judgement. Our valuation(s) is / are therefore reported on the basis of 'material valuation uncertainty' as per VPS 3 and VPGA 10 of the RICS Red Book Global. Consequently, less certainty – and a higher degree of caution – should be attached to our valuation than would normally be the case. Given the unknown future impact that COVID-19 might have on the real estate market we recommend that you keep the valuation of this property under frequent review.

It is to be noted that there is no licensing requirement to perform real property valuation in India and the relevant individual real property valuer is a Member of the Royal Institution of Chartered Surveyors, being a recognised professional body for real property valuers in India which has disciplinary powers to suspend or expel its members

To any party relying on this report, we advise that this certificate must be read in conjunction with the full valuation report. This valuation certificate should not be relied upon in isolation or any other purposes.

Yours faithfully,
For and on behalf of Savills Property Services (India) Pvt. Ltd.

Archit Kumar Sood, MRICS, MITPI
Managing Director & India Head

Abhimanyu Goel
Director

Manan Mehta
Manager

Sandeep Walke
Executive

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Agency License No.: Governor of Tokyo Registration No. (4) 1984

09 June 2021

CapitaLand Limited and
CapitaLand Investment Management Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sirs & Madams,

CAPITALAND LIMITED ("CAPITALAND") AND CAPITALAND INVESTMENT MANAGEMENT LIMITED ("CLIM") INTRODUCTORY DOCUMENT IN RELATION TO THE PROPOSED LISTING OF CLIM ON THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX- ST") BY WAY OF AN INTRODUCTION

As instructed, we, Cushman & Wakefield K.K. ("CWKK"), have issued valuation reports dated 9 June 2021 with material date of valuation as at 31 March 2021 ("Valuation Reports"), outlining the Market Value of 1) Yokohama Blue Avenue, located at 4-1, Minatomirai 4-chome, Nishi-ku, Yokohama-shi, Kanagawa ("Property 1") and 2) Shinjuku Front Tower located at 195-11, Kita-shinjuku 2-chome, Shinjuku-ku, Tokyo ("Property 2") (collectively "Properties") for the purposes of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand (including the proposed listing of CLIM).

For the specific purposes of this Introductory Document, we provide this Letter which is a condensed version of our more extensive Valuation Reports, outlining key factors that have been considered in arriving at our opinions of value. This Letter should be read in conjunction with the said issued Valuation Reports.

We have issued the comprehensive formal full Valuation Reports and this Letter, in accordance with the terms of engagement entered into between CWKK and the addressee(s), dated 13 May 2021.

According to the Japanese Real Estate Valuation Standards, the Market Value is defined as follows;

"Market value refers to the probable value that would be formed for the marketable real estate in a market that satisfies conditions associated with a rational market under actual socio-economic circumstances."

According to the International Valuation Standards (IVS), the Market Value is defined as follows;

"Market Value is the estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's length transaction, after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion."

It is generally accepted that Market Value defined by the Japanese Valuation Standards is the same ideal as Market Value defined by IVS.

The value conclusion reflects all information known by the valuers of CWKK who worked on the valuation in respect to the Property, market conditions and available data.

Reliance of this Letter

For the purposes of this Introductory Document, we have prepared this Letter which summarizes our Valuation Reports and outlines key factors which have been considered in arriving at our opinion of value. CWKK has provided the addressee(s) with comprehensive Valuation Reports for the Properties.

The valuation and market information are not guarantees or predictions and must be read in consideration of the following:

CUSHMAN & WAKEFIELD

- This Letter alone does not contain all the necessary data and support information in terms of the valuation, which is included within our Valuation Reports. To understand the complexity of the methodology and the many variables involved, reference must be made to the Valuation Reports, copies of which are held by CapitaLand and CLIM.
- The conclusions within the Valuation Reports as to the estimated value are based upon the factual information set forth in that Valuation Reports. Whilst CWKK has endeavored to assure the accuracy of the factual information, it has not independently verified all information provided by CapitaLand and CLIM (primarily the leases and financial information with respect to the Properties).
- The primary methodologies used by CWKK in valuing the Properties, the Income Approach (Direct Capitalization Method and DCF Method), are based upon estimates of future financial performance and are not predictions. Each methodology begins with a set of assumptions as to income and expenses of the Properties and future economic conditions in the local market. The income and expense figures are mathematically extended with adjustments for estimated changes in economic conditions. The resultant value is considered the best practice estimate but is not to be construed as a prediction or guarantee and is fully dependent upon the accuracy of the assumptions as to income, expenses, and market conditions.
- The Valuation Reports were undertaken based upon information available and provided to us as of March 2021. CWKK accepts no responsibility for subsequent changes in information as to income, expenses, or market conditions, between March 2021 and the issue date of the report.
- COVID-19 is having a significant impact on the society and economy as at the date of valuation, and there is great uncertainty in the future forecast. In the analysis of the Report and this certificate, CWKK sincerely conducted the appraisal with a conscience as specialized professionals, however, upon referring to the Valuation Reports and this Letter, note that the appraised value involves greater uncertainty in the future forecast than in normal times and the past market information may not accurately reflect the current market.

No reliance may be placed upon the contents of this Letter by any party for any purpose other than in connection with the Purpose of Valuation and only with reference to the Valuation Reports.

Methodologies adopted

As each of the properties has been identified as a "tenant-occupied building and its site", we applied the cost approach and the income approach (Direct Capitalization and DCF) to conclude value. The sales comparison approach was not applied due to lack of sufficient sales comparables data.

Brief description of the methodologies: The cost approach value is determined by deducting the necessary depreciation from the replacement cost at the date of valuation. Income approach. As for the direct capitalization method, it derives a net cash flow of a single year, and capitalizes this with a capitalization rate to estimate value. Meanwhile, the DCF method aggregates an NCF of each year for multiple consecutive terms and reversionary value discounted to present value depending on their timing.

Assumptions and parameters adopted (Shinjuku Front Tower): Capitalization rate: 3.5%, Discount rate: 3.3%, Terminal capitalization rate: 3.6%

Assumptions and parameters adopted (Yokohama Blue Avenue): Capitalization rate: 4.3%, Discount rate: 4.1%, Terminal capitalization rate: 4.4%

The capitalization rate is derived from market transactions to reflect the current market condition. The terminal capitalization rate is estimated by adding future risk premiums to the capitalization rate. The discount rate is derived by a) method in which risk premiums are added to the base rate; b) band of investment method; c) method in which yield rate is extracted from capitalization rate.

Rationale: Because we could appropriately reflect the net cash flow forecast of the subject property in our analysis, the income approach value has been concluded by giving 100% weight to the DCF value estimate. Having said that, we have judged that the DCF value estimate has generally been verified by the Direct Capitalization Method value.

CUSHMAN & WAKEFIELD

Assessment of Value

We are of the opinion that the Market Value of the freehold interest in the Properties, subject to the existing tenancies and occupational arrangements, is as follows:

Market Value as at 31 March 2021 of;

1) Yokohama Blue Avenue is	JPY35,200,000,000
2) Shinjuku Front Tower is	JPY103,000,000,000
Total portfolio value	JPY138,200,000,000

Disclaimer

CWKK have prepared this Letter which appears in this Introductory Document and, to the extent permitted by law, specifically disclaim liability to any person in the event of any omission from or false or misleading statement included in the Introductory Document, other than in respect of the information provided within the aforementioned Valuation Reports and this Letter. CWKK does not make any warranty or representation as to the accuracy of the information in any other part of the Introductory Document other than as expressly made or given by CWKK in this Letter.

CWKK has relied upon property data supplied by CapitaLand and CLIM which we assume to be true and accurate. CWKK takes no responsibility for inaccurate client supplied data and subsequent conclusions related to such data.

The reported analyses, opinions and conclusions are limited only by the reported assumptions and limiting conditions, and is our personal, unbiased professional analyses, opinions, and conclusions. CWKK and the respective valuers involved in the assignment have no present or prospective interest in the Properties and have no personal interest or bias with respect to the party(ies) involved.

The valuers' compensation is not contingent upon the reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value estimated, the attainment of a stipulated result, or the occurrence of a subsequent event (such as a lending proposal or sale negotiation).

We hereby certify that the valuers undertaking these valuations are authorized to practice as valuers and have at least 10 years continuous experience in valuation.

None of the information in this Letter or our Valuation Reports constitutes advice as to the merits of entering into any form of transaction. Furthermore, none of the information in this Letter or our Valuation Reports constitutes financial product advice.

Neither this letter, nor the Valuation Reports purport to contain all the information that any interested party may require. They do not consider individual circumstances, financial situation, investment objectives or requirements. They are intended to be used as guide only and do not constitute advice including without any limitation, investment, tax, legal or any other type of advice. The valuations stated are only best estimates and are not to be construed as a guarantee. The material contained in this report should not be relied upon as a statement or representation of fact without confirmation or satisfaction as to its correctness by independent investigation and review of the valuation report to understand the assumptions and methodologies stated in the valuation.

This Letter and the Valuation Report are strictly limited to the matters contained within those documents and are not to be read as extending, by implication or otherwise, to any other matter in the Introductory Document. To the extent permitted by law, CWKK specifically disclaims any liability in respect of the use of or reliance on this Letter to any person in the event of any omission or false or misleading statement other than to the Addressees. CWKK does not give any warranty or representation as to the accuracy of the information in any other part of the Introductory Document.

Yours faithfully

for and on behalf of

Cushman & Wakefield K.K.

Katsuaki Shinohara

Katsuaki Shinohara MRICS

Director, Head of Valuation & Advisory

CUSHMAN & WAKEFIELD

VALUATION CERTIFICATE

Yokohama Blue Avenue

Address of Property	4-1, Minatomirai 4-chome, Nishi-ku, Yokohama-shi, Kanagawa
Name of Client	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose of Valuation	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Interest to be valued	100% Ownership
Basis of Valuation	Market value
Registered Owner	Mizuho Trust & Banking Co., Ltd. (as trustee)
Tenure of Property	Freehold
Master Plan Zoning	Commercial
Brief Description of Property	The subject property is a 17-story rental office cum retail building (Yokohama Blue Avenue) with 2 basements, located to the south of “Shin-takashima” Station on the Minatomirai Line.
Income Support	NA
Land Area	5,489.52 sqm
Gross Floor Area (GFA)	50,242.27 sqm
Net Lettable Area (NLA)	34,676.58 sqm
Valuation Standards	This valuation has been undertaken in accordance with the latest edition of the Japanese Real Estate Appraisal Standards which was last updated on 1 May 2014.
Valuation Approach	Cost approach, Income approach (Direct capitalization method, DCF method)
Date of Valuation	31 March 2021
Date of Report	9 June 2021
Assessed Value	JPY 35,200,000,000
Capitalisation Rate	4.3%
Terminal Capitalisation Rate	4.4%
Discount Rate	4.1%
Market Value based on ¥psm Gross Floor Area (GFA)	JPY 701,000 per sqm
Market Value based on ¥psm Net Lettable Area (NLA)	JPY 1,020,000 per sq m
Assumptions, Disclaimers, Limitations & Qualifications	The above information is extracted from and based on the Appraisal Report No. 21V129001 (“Report”).

Amongst many other caveats and assumptions, we have prepared this valuation certificate and specially disclaim liability to any person in the event of any omission from or false or misleading statement, other than in respect of the information provided within our Report and this certificate. We do not make any warranty or representation as to the accuracy of the information other than as expressly made or given in our Report or this certificate. Cushman & Wakefield K.K. has relied upon the Property data supplied by CapitaLand Group which we assume to be true and accurate. Cushman & Wakefield K.K. takes no responsibility for inaccurate data supplied by the client and subsequent conclusions related to such data. The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and are our unbiased professional analyses, opinions, and conclusions. We have no present or prospective interest in the Property and are not a related corporation of nor do we have a relationship with CapitaLand Group, advisers, or other party/parties with whom CapitaLand Group is contracting. The valuers' compensation is not contingent upon the reporting of a predetermined value or direction in value that favours the cause of the client, the amount of the value estimate, the attainment of a stipulated result, or the occurrence of a subsequent event.

Further, the content of the Report and this certificate is only valid as at the date of valuation. The outbreak and spread of a new coronavirus (COVID-19) is having a significant impact on the society and economy as at the date of valuation, and there is great uncertainty in the future forecast. In the analysis of the Report and this certificate, Cushman & Wakefield K.K. sincerely conducted the appraisal with a conscience as specialized professionals, however, upon referring to the Report and this certificate, note that the appraised value involves greater uncertainty in the future forecast than in normal times and the past market information may not accurately reflect the current market.

For and on behalf of
Cushman & Wakefield

Yoji Kawakami

Appraiser's License No. 9124
(License issued by the Ministry of Land, Infrastructure, Transport and Tourism)
Senior Manager
Valuation & Advisory
Cushman & Wakefield K.K.

VALUATION CERTIFICATE

Shinjuku Front Tower

Address of Property	195-11, Kita-shinjuku 2-chome, Shinjuku-ku, Tokyo
Name of Client	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose of Valuation	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Interest to be valued	98.92% of total Co-ownership
Basis of Valuation	Market value
Registered Owner	MITSUBISHI ESTATE CO., LTD. Mitsubishi UFJ Trust and Banking Corporation (as trustees)
Tenure of Property	Freehold
Master Plan Zoning	Commercial
Brief Description of Property	The subject property is a 35-story rental office cum retail building (Shinjuku Front Tower) with 2 basements, located to the northwest of "Nishi-shinjuku" Station on the Tokyo Metro Marunouchi Line.
Income Support	NA
Land Area	9,628.17 sqm (Entire land)
Gross Floor Area (GFA)	92,092.30 sqm (Entire building)
Net Lettable Area (NLA)	57,971.74 sqm (Portion attributable to the subject property)
Valuation Standards	This valuation has been undertaken in accordance with the latest edition of the Japanese Real Estate Appraisal Standards which was last updated on 1 May 2014.
Valuation Approach	Cost approach, Income approach (Direct capitalization method, DCF method)
Date of Valuation	31 March 2021
Date of Report	9 June 2021
Assessed Value	JPY 103,000,000,000
Capitalisation Rate	3.5%
Terminal Capitalisation Rate	3.6%
Discount Rate	3.3%
Market Value based on ¥psm Gross Floor Area (GFA)	JPY 1,130,000 per sqm [GFA of the entire building is 92,092.30 sqm, of which the valuation targets 98.92%. Hence, GFA under valuation is theoretically 91,097.70 sqm. JPY 1,130,000 per sqm has been derived by dividing the assessed value by the GFA under valuation.]

CUSHMAN & WAKEFIELD

Market Value based on ¥psm Net Lettable Area (NLA)	JPY 1,780,000 per sq m
Assumptions, Disclaimers, Limitations & Qualifications	The above information is extracted from and based on the Appraisal Report No. 21V129002 (“Report”). Amongst many other caveats and assumptions, we have prepared this valuation certificate and specially disclaim liability to any person in the event of any omission from or false or misleading statement, other than in respect of the information provided within our Report and this certificate. We do not make any warranty or representation as to the accuracy of the information other than as expressly made or given in our Report or this certificate. Cushman & Wakefield K.K. has relied upon the Property data supplied by CapitaLand Group which we assume to be true and accurate. Cushman & Wakefield K.K. takes no responsibility for inaccurate data supplied by the client and subsequent conclusions related to such data. The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and are our unbiased professional analyses, opinions, and conclusions. We have no present or prospective interest in the Property and are not a related corporation of nor do we have a relationship with CapitaLand Group, advisers, or other party/parties with whom CapitaLand Group is contracting. The valuers' compensation is not contingent upon the reporting of a predetermined value or direction in value that favours the cause of the client, the amount of the value estimate, the attainment of a stipulated result, or the occurrence of a subsequent event. Further, the content of the Report and this certificate is only valid as at the date of valuation. The outbreak and spread of a new coronavirus (COVID-19) is having a significant impact on the society and economy as at the date of valuation, and there is great uncertainty in the future forecast. In the analysis of the Report and this certificate, Cushman & Wakefield K.K. sincerely conducted the appraisal with a conscience as specialized professionals, however, upon referring to the Report and this certificate, note that the appraised value involves greater uncertainty in the future forecast than in normal times and the past market information may not accurately reflect the current market.

For and on behalf of
Cushman & Wakefield

Y Takabatake

Yasumori Takabatake
Appraiser's License No. 7073
(License issued by the Ministry of Land, Infrastructure, Transport and Tourism)
Director
Valuation & Advisory
Cushman & Wakefield K.K.

PPC INTERNATIONAL SDN BHD 199601032659 (405011-U)

Chartered Surveyors, Registered Valuers & Estate Agents, Project & Property Managers, Development Consultants

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Directors

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DATO' Sr THIRUSELVAM ARUMUGAM (THIRU)
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MRICS, FRISM, FPEPS, FMIPFM, ICVS

Associate Directors / Registered Valuers

Sr NORAKMAL MOHD SALLEH @ ELIAS
B. Sc. (Hons) in Prop Mgt & Valuation, MRISM

25 May 2021

CapitaLand Limited and CapitaLand Investment
Management Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sirs/Madams,

CAPITALAND LIMITED ("CAPITALAND") AND CAPITALAND INVESTMENT MANAGEMENT LIMITED ("CLIM") INTRODUCTORY DOCUMENT IN RELATION TO THE PROPOSED LISTING OF CLIM ON THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX- ST") BY WAY OF AN INTRODUCTION

As instructed, we, PPC International Sdn Bhd, have issued a valuation report dated 10 May 2021 with material date of valuation as at 31 December 2020 ("Valuation Report"), outlining the Market Value of the following:-

A) PPC/20/V0787(3)

1) 432 strata retail lots together with 72 accessory parcels (retail spaces), situated on Lower Ground, Ground, First, Second and Third Floors, and
2) A parcel of strata retail lot with 162 accessories parcels (comprising 2,552 car parking bays) situated on Basement 1 & 2, Third, Fourth, Fifth, Sixth, Seventh & Eight floors; together forming part of an eight (8) storey shopping complex with two (2) levels of basement known as "Queensbay Mall", Mukim 12, District of Barat Daya, State of Pulau Pinang

(Total gross floor area (GFA) for retail area : 85,910 square metres (924,727.50 square feet) whilst for car park area : 33,028 square metres (355,510.42 square feet)
(Total net lettable area (NFA) : 81,448.50 square metres (876,704.37 square feet)

B) PPC/20/V0787(4)

Strata Title Nos. Geran 97433/M1/2/390, Geran 97433/M1/3/414, Geran 97433/M1/3/410, Geran 97433/M1/3/409 and Geran 97433/M1/3/405, Parcel Nos. 390, 414, 410, 409 and 405, Level Nos. 2, 3, 3, 3 and 3 respectively, Building No. M1, Parent Lot No. 15736, Mukim 12, District of Barat Daya, State of Pulau Pinang
(Total gross floor area (GFA) : 218.00 square metres (2,346.54 square feet)
(Total net lettable area (NFA) : 217.49 square metres (2,341.00 square feet)

Together forming part of an eight (8) storey shopping complex with two (2) levels of basement known as "Queensbay Mall", Mukim 12, District of Barat Daya, State of Pulau Pinang (Queensbay Mall, 100, Persiaran Bayan Indah, 11900 Bayan Lepas, Pulau Pinang) ("Properties")
for the purposes of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand (including the proposed listing of CLIM).

For the specific purposes of this Introductory Document, we provide this Letter which is a condensed version of our more extensive Valuation Report, outlining key factors that have been considered in arriving at our opinions of value. This Letter should be read in conjunction with the said issued Valuation Report.

We have issued the comprehensive formal full Valuation Report and this Letter, in accordance with the terms of engagement entered into between CapitaLand Limited and CapitaLand Investment Management Limited and the addressee(s), dated 13 April 2021.

In accordance with the Singapore Institute of Surveyors and Valuers' Valuation Standards and Practice Guidelines and International Valuation Standards, the definition of Market Value is as follows:-

"Market Value is the estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's-length transaction after proper marketing where the parties had each acted knowledgeably, prudently and without compulsion."

The value conclusion reflects all information known by the valuers of PPC International Sdn Bhd who worked on the valuation in market conditions and available data.

Reliance on this Letter

For the purposes of this Introductory Document, we have prepared this Letter which summarises our Valuation Report and outlines key factors which have been considered in arriving at our opinion of value. PPC International Sdn Bhd has provided the addressee(s) with a comprehensive Valuation Report for the Properties.

The valuation and market information are not guarantees or predictions and must be read in consideration of the following:

- This Letter alone does not contain all the necessary data and support information in terms of the valuation, which is included within our Valuation Report. To understand the complexity of the methodology and the many variables involved, reference must be made to the Valuation Report, copies of which are held by CapitaLand and CLIM.
- The conclusions within the Valuation Report as to the estimated value are based upon the factual information set forth in that Valuation Report. Whilst PPC International Sdn Bhd has endeavoured to assure the accuracy of the factual information, it has not independently verified all information provided by CapitaLand and CLIM {primarily the leases and financial information with respect to the Property) or the published information by the Government of Singapore {primarily statistical information relating to market conditions).
- The primary methodology used by PPC International Sdn Bhd in valuing the Properties - the Income Capitalisation Method is based upon estimates of future financial performance and are not predictions. The methodology begins with a set of assumptions as to income and expenses of the Properties and future economic conditions in the local market. The income and expense figures are mathematically extended with adjustments for estimated changes in economic conditions. The resultant value is considered the best practice estimate but is not to be construed as a prediction or guarantee and is fully dependent upon the accuracy of the assumptions as to income, expenses, and market conditions.
- The Valuation Report was undertaken based upon information available and provided to us as of September 2020. PPC International Sdn Bhd accepts no responsibility for subsequent changes in information as to income, expenses, or market conditions, between September 2020 and the valuation date.
- COVID-19 is continuing to impact market activity in most sectors. As at the valuation date, we consider that we can attach less weight to previous market evidence for comparison purposes, to inform opinions of value. Our valuation is reported as being subject to 'material valuation uncertainty'. Consequently, less certainty - and a higher degree of caution - should be attached to our valuation than would normally be the case. Values may change more rapidly and significantly than during standard market conditions.

No reliance may be placed upon the contents of this Letter by any party for any purpose other than in connection with the Purpose of Valuation and only with reference to the Valuation Report.

Assessment of Value

We are of the opinion that the Market Value of the freehold interests in the Properties, free from all encumbrances but subject to the existing lease to Tenaga Nasional Berhad, as at 31 December 2020 shown as follows:-

Description	Market Value
A) PPC/20/V0787(3) 1) 432 strata retail lots together with 72 accessory parcels (retail spaces), situated on Lower Ground, Ground, First, Second and Third Floors, and 2) A parcel of strata retail lot with 162 accessories parcels (comprising 2,552 car parking bays) situated on Basement 1 & 2, Third, Fourth, Fifth, Sixth, Seventh & Eight floors; together forming part of an eight (8) storey shopping complex with two (2) levels of basement known as "Queensbay Mall", Mukim 12, District of Barat Daya, State of Pulau Pinang	**RM949,000,000.00.** **(Ringgit Malaysia : Nine Hundred And Forty-Nine Million Only)**
B) PPC/20/V0787(4) Strata Title Nos. Geran 97433/M1/2/390, Geran 97433/M1/3/414, Geran 97433/M1/3/410, Geran 97433/ M1/3/409 and Geran 97433/M1/3/405, Parcel Nos. 390, 414, 410, 409 and 405, Level Nos. 2, 3, 3, 3 and 3 respectively, Building No. M1, Parent Lot No. 15736, Mukim 12, District of Barat Daya, State of Pulau Pinang	**RM5,800,000.00** **(Ringgit Malaysia : Five Million And Eight Hundred Thousand Only)**
Total Market Value	**RM954,800,000.00** **(Ringgit Malaysia : Nine Hundred Fifty-Four Million and Eight Hundred Thousand Only)** i.e. approximately RM8,013.02 per sq. metre / RM744.43 per sq. foot (based on GFA) or RM11,691.53 per sq. metre / RM1,086.19 per sq. foot (based on NLA)

Disclaimer

PPC International Sdn Bhd has prepared this Letter which appears in this Introductory Document and, to the extent permitted by law, specifically disclaims liability to any person in the event of any omission from or false or misleading statement included in the Introductory Document, other than in respect of the information provided within the aforementioned Valuation Report and this Letter. PPC International Sdn Bhd does not make any warranty or representation as to the accuracy of the information in any other part of the Introductory Document other than as expressly made or given by PPC International Sdn Bhd in this Letter.

PPC International Sdn Bhd has relied upon property data supplied by CapitaLand and CLIM which we assume to be true and accurate.

PPC International Sdn Bhd takes no responsibility for inaccurate client supplied data and subsequent conclusions related to such data.

The reported analyses, opinions and conclusions are limited only by the reported assumptions and limiting conditions, and is our personal, unbiased professional analyses, opinions, and conclusions PPC International Sdn Bhd and the respective valuers involved in the assignment have no present or prospective interest in the Properties and have no personal interest.

The valuers' compensation is not contingent upon the reporting of a predetermined value or direction in value that favours the cause of the client, the amount of the value estimate, the attainment of a stipulated result, or the occurrence of a subsequent event (such as a lending proposal or sale negotiation).

We hereby certify that the valuers undertaking these valuations are authorized to practice as valuers and have at least 15 years continuous experience in valuation.

None of the information in this Letter or our Valuation Report constitutes advice as to the merits of entering into any form of transaction. Furthermore, none of the information in this Letter or our Valuation Report constitutes financial product advice.

Neither this letter, nor the Valuation Report purport to contain all the information that any interested party may require. They do not consider individual circumstances, financial situation, investment objectives or requirements. They are intended to be used as guide only and do not constitute advice including without any limitation, investment, tax, legal or any other type of advice. The valuations stated are only best estimates and are not to be construed as a guarantee. The material contained in this report should not be relied upon as a statement or representation of fact without confirmation or satisfaction as to its correctness by independent investigation and review of the valuation report to understand the assumptions and methodologies stated in the valuation.

This Letter and the Valuation Report are strictly limited to the matters contained within those documents and are not to be read as extending, by implication or otherwise, to any other matter in the Introductory Document. To the extent permitted by law, PPC International Sdn Bhd specifically disclaims any liability in respect of the use of or reliance on this Letter to any person in the event of any omission or false or misleading statement other than to the Addressees PPC International Sdn Bhd does not give any warranty or representation as to the accuracy of the information in any other part of the Introductory Document.

For and on behalf of
PPC INTERNATIONAL SDN BHD

PPC International Sdn Bhd V-292 & E-1031 DATUK Sr Sidsapesan Sittampalam

DATUK Sr SIDSAPESAN SITTAMPALAM
Managing Director
B. Sc. (Est. Mgt.) UK, MBA (Real Est.) Sydney
FRICS, FRISM, ICVS, FPEPS, FMIPFM
Valuer Registration Number : V-292

Encl.: Appendix I Valuation Certificate

PPC INTERNATIONAL SDN BHD 199601032659 (405011-U)

Chartered Surveyors, Registered Valuers & Estate Agents, Project & Property Managers, Development Consultants

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DATO' Sr THIRUSELVAM ARUMUGAM (THIRU)
B. Surv. (Hons) Property Mgt,
MRICS, FRISM, FPEPS, FMIPFM, ICVS

Associate Directors / Registered Valuers

Sr NORAKMAL MOHD SALLEH @ ELIAS
B. Sc. (Hons) in Prop Mgt & Valuation, MRISM

VALUATION CERTIFICATE

Our Ref : PPC/20/V0787(3) & PPC/20/V0787(4)

10 May 2021

CAPITALAND LIMITED
CAPITALAND INVESTMENT MANAGEMENT LIMITED
168 Robinson Road
#30-01 Capital Tower
SINGAPORE 068912

Dear Sirs/Madam,

REPORT AND VALUATION OF

A) PPC/20/V0787(3)

1) **432 STRATA RETAIL LOTS TOGETHER WITH 72 ACCESSORY PARCELS (RETAIL SPACES) SITUATED ON LOWER GROUND, GROUND, FIRST, SECOND AND THIRD FLOORS, AND**
2) **A PARCEL OF STRATA RETAIL LOT WITH 162 ACCESSORIES PARCELS (COMPRISING 2,552 CAR PARKING BAYS) SITUATED ON BASEMENT 1 & 2, THIRD, FOURTH, FIFTH, SIXTH, SEVENTH AND EIGHT FLOORS**

B) PPC/20/V0787(4)

STRATA TITLE NOS. GERAN 97433/M1/2/390, GERAN 97433/M1/3/414, GERAN 97433/M1/3/410, GERAN 97433/M1/3/409 AND GERAN 97433/M1/3/405, PARCEL NOS. 390, 414, 410, 409 AND 405, LEVEL NOS. 2, 3, 3, 3 AND 3 RESPECTIVELY, BUILDING NO. M1, PARENT LOT NO. 15736, MUKIM 12, DISTRICT OF BARAT DAYA, STATE OF PULAU PINANG
(FIVE (5) STRATIFIED RETAIL LOTS IDENTIFIED AS UNIT NOS. 1F-33, 2F-12, 2F-16, 2F-17 & 2F-21, QUEENSBAY MALL, 100, PERSIARAN BAYAN INDAH, 11900 BAYAN LEPAS, PULAU PINANG)

TOGETHER FORMING PART OF AN EIGHT (8) STOREY SHOPPING COMPLEX WITH TWO (2) LEVELS OF BASEMENT KNOWN AS "QUEENSBAY MALL", MUKIM 12, DISTRICT OF BARAT DAYA, STATE OF PULAU PINANG (QUEENSBAY MALL, 100, PERSIARAN BAYAN INDAH, 11900 BAYAN LEPAS, PULAU PINANG)

We refer to our Report and Valuation bearing Reference Nos. PPC/20/V0787(3) and PPC/20/V0787(4) dated 10 May 2021.

We are specifically instructed to provide the Market Value of the Properties as at 31 December 2020.

Our instruction is to provide the Market Value of the Properties for the purposes of **CORPORATE TRANSACTION INVOLVING THE PROPOSED STRATEGIC RESTRUCTURING AND DEMERGER OF THE INVESTMENT MANAGEMENT BUSINESS OF CAPITALAND LIMITED (INCLUDING THE PROPOSED LISTING OF CAPITALAND INVESTMENT MANAGEMENT LIMITED).**

The valuation was carried out in compliance to Singapore Institute of Surveyors and Valuers (SISV) Valuation Standards and Practice Guidelines (2018) which is in compliance with the International Valuation Standards 2017 and Malaysian Valuation Standards issued by the Board of Valuers, Appraisers and Estate Agents and Property Managers, Malaysia (Sixth Edition 2019).

The Basis of Valuation adopted by us is the **"Market Value"** which is defined as the estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's-length transaction after proper marketing where the parties had each acted knowledgeably, prudently and without compulsion.

VALUATION CERTIFICATE *(Cont'd)*

Details as summarised from our Valuation Reports are as follows:-

Address	:	Queensbay Mall, 100, Persiaran Bayan Indah, 11900 Bayan Lepas, Pulau Pinang
Client	:	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose of Valuation	:	Corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited).
Interest to be valued	:	A) PPC/20/V0787(3) - approximately 91.6% of aggregate retail floor area and 100% of car park area B) PPC/20/V0787(4) - approximately 0.2% of aggregate retail floor area Collectively for approximately 91.8% of aggregate retail floor area and 100% of car park area
Basis of Valuation	:	Market Value The valuation is on the basis that the Properties are free from all encumbrances but subject to the existing tenancies and lease to Tenaga Nasional Berhad.
Registered Proprietor	:	A) PPC/20/V0787(3) - Special Coral Sdn Bhd B) PPC/20/V0787(4) - Milky Way Properties Berhad, Scenic Growth Sdn Bhd, Success Idea Sdn Bhd & Luxury Ace Sdn Bhd
Tenure	:	Freehold
Land Use (Zoning) of Master Title	:	Commercial
General Description	:	<u>A) PPC/20/V0787(3)</u> 1) 432 strata retail lots together with 72 accessory parcels (retail spaces), situated on Lower Ground, Ground, First, Second and Third floors, with a total strata retail floor area of approximately 85,912.00 square metres (924,749.04 square feet) which constitutes a major portion of the total strata retail floor at Queensbay Mall, and 2) A parcel of strata retail lot with 162 accessories parcels (comprising 2,552 car parking bays) situated on Basement 1 & 2, Third, Fourth, Fifth, Sixth, Seventh & Eight Floors with a stratified floor area of 33,028.00 square metres (355,510.42 square feet) <u>B) PPC/20/V0787(4)</u> Strata Title Nos. Geran 97433/M1/2/390, Geran 97433/M1/3/414, Geran 97433/M1/3/410, Geran 97433/ M1/3/409 and Geran 97433/M1/3/405, Parcel Nos. 390, 414, 410, 409 and 405, Level Nos. 2, 3, 3, 3 and 3 respectively, Building No. M1, Parent Lot No. 15736, Mukim 12, District of Barat Daya, State of Pulau Pinang (Unit Nos. 1F-33, 2F-12, 2F-16, 2F-17 & 2F-21 Queensbay Mall, 100, Persiaran Bayan Indah, 11900 Bayan Lepas, Pulau Pinang) (Five (5) stratified retail lots situated on the first and second floors of an eight (8) storey shopping complex with two (2) levels of basement known as "Queensbay Mall") Together forming part of an eight (8) storey shopping complex with two (2) levels of basement known as "Queensbay Mall" sited along the north-western side of Persiaran Bayan Indah, Bayan Lepas, Penang. It is located approximately 6.25 miles (10 kilometres) to the south-west of the Georgetown commercial district. The present approach to Queensbay Mall from Georgetown commercial district is via the Jelutong Expressway, Jalan Sultan Azlan Shah, the Bayan Lepas Expressway, exiting at the Jalan Aziz Ibrahim interchange and thence onto Persiaran Bayan Indah to where the shopping complex is located. Queensbay Mall also enjoys a seaside promenade overlooking Pulau Jerejak and the Penang Bridge. A prominent landmark within the locality is the Eastin Hotel which is located to the north-east whilst the Bayan Lepas Free Trade Zone (FTZ) hub is located to the south-west. Some of the prominent condominium developments in the area include Baystar, Villa Emas, Gold Coast, Putra Marine and Putra Place condominiums.

PPC

VALUATION CERTIFICATE *(Cont'd)*

Total Strata Area/ Gross Floor Area (GFA)	:	A) PPC/20/V0787(3)	-	Retail area : 85,910 square metres (924,727.50 square feet) Car park area : 33,028 square metres (355,510.42 square feet)
		B) PPC/20/V0787(4)	-	218.00 square metres (2,346.54 square feet)
		Total GFA (retail area)	-	86,128.00 square metres (927,074.04 square feet)
		Total GFA (car park area)	-	33,028 square metres (355,510.42 square feet)
Total Net Lettable Area (NLA)	:	A) PPC/20/V0787(3)	-	81,448.50 square metres (876,704.37 square feet)
		B) PPC/20/V0787(4)	-	217.49 square metres (2,341.00 square feet)
		Total NLA	-	81,665.99 square metres (879,045.37 square feet)

Valuation Approach : Comparison and Income Capitalisation Methods

Date of Valuation : 31 December 2020

Date of Report : 10 May 2021

Yield : Term: 6.5 % Reversion : 7.0 %

Market Value : Having regard to the foregoing, we are of the opinion that the **Market Value** of the freehold interests in the Properties, free from all encumbrances but subject to the existing lease to Tenaga Nasional Berhad, as at 31 December 2020 shown as follows:-

Description	Market Value
A) PPC/20/V0787(3) 1) 432 strata retail lots together with 72 accessory parcels (retail spaces), situated on Lower Ground, Ground, First, Second and Third Floors, and 2) A parcel of strata retail lot with 162 accessories parcels (comprising 2,552 car parking bays) situated on Basement 1 & 2, Third, Fourth, Fifth, Sixth, Seventh & Eight floors; together forming part of an eight (8) storey shopping complex with two (2) levels of basement known as "Queensbay Mall", Mukim 12, District of Barat Daya, State of Pulau Pinang	**RM949,000,000.00.** **(Ringgit Malaysia : Nine Hundred And Forty-Nine Million Only)**
B) PPC/20/V0787(4) Strata Title Nos. Geran 97433/M1/2/390, Geran 97433/M1/3/414, Geran 97433/M1/3/410, Geran 97433/ M1/3/409 and Geran 97433/M1/3/405, Parcel Nos. 390, 414, 410, 409 and 405, Level Nos. 2, 3, 3, 3 and 3 respectively, Building No. M1, Parent Lot No. 15736, Mukim 12, District of Barat Daya, State of Pulau Pinang	**RM5,800,000.00** **(Ringgit Malaysia : Five Million And Eight Hundred Thousand Only)**
Total Market Value	**RM954,800,000.00** **(Ringgit Malaysia : Nine Hundred Fifty-Four Million and Eight Hundred Thousand Only)** i.e. approximately RM8,013.02 per sq. metre / RM744.43 per sq. foot (based on GFA) or RM11,691.53 per sq. metre / RM1,086.19 per sq. foot (based on NLA)

Assumptions, disclaimers, limitations & qualifications : This opinion is provided subject to the assumptions, disclaimers, limitations and qualifications, detailed throughout this valuation certificate and in our engagement proposal date 13 April 2021, which are made in conjunction with those included within the Assumptions, Disclaimers, Limitations and Qualifications section located within the valuation report. This opinion is for the use only of the party to whom it is addressed and for no other purposes. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this opinion. The valuer has no pecuniary interest that would conflict with the proper valuation of the Properties.

For and on behalf of
PPC INTERNATIONAL SDN BHD

PPC International Sdn Bhd V-292 & E-1031 DATUK Sr Sidsapesan Sittampalam

DATUK Sr SIDSAPESAN SITTAMPALAM
Managing Director
B. Sc. (Est. Mgt.) UK, MBA (Real Est.) Sydney
FRICS, FRISM, ICVS, FPEPS, FMIPFM
Valuer Registration Number : V-292

Savills Valuation And
Professional Services (S) Pte Ltd
Reg No : 200402411G

30 Cecil Street
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Singapore 049712

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savills.com

Our Ref: 2021/1696/CORP

7 May 2021

CapitaLand Limited and CapitaLand Investment Management Limited
c/o 168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sirs

Valuation of
79 Robinson Road,
Singapore 068897 (the "Property")

Pursuant to the instructions of CapitaLand Limited and CapitaLand Investment Management Limited ("Client") for us, to value the Property, we have made relevant enquiries and obtained such information as we consider necessary for the purpose of providing you with our opinion of the Market Value as at 31 March 2021 of the un-expired leasehold interest in the Property, subject to existing tenancies made known to us.

The valuation report issued on 7 May 2021 with material date of valuation as at 31 March 2021 has been prepared for the purposes of corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited) and can be relied upon by the Client only. Any use of or reliance upon this report by anyone other than the Client is not authorised by Savills Valuation and Professional Services (S) Pte Ltd ("Savills") and Savills is not liable for any unauthorised use or reliance. This report should not be produced without our prior written consent.

We have issued the comprehensive formal full valuation report and this letter in accordance with the terms of engagement entered into between Savills and the Client dated 28 April 2021.

The valuation has been carried out in accordance with The Singapore Institute of Surveyors And Valuers Valuation Standards and Practice Guidelines.

Our valuation is on the basis of Market Value which is intended to mean "the estimated amount for which a property should exchange on the valuation date between a willing buyer and a willing seller in an arm's length transaction, after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion".

This definition of market value is also consistent with that as advocated by the Royal Institution of Chartered Surveyors (RICS) Standards and Guidelines and International Valuation Standards Council.

Our valuation has been made on the assumption that the Property is sold in the open market without the benefit of a deferred term contract or any similar arrangement which could serve to affect the value of the Property.

No allowance has been made in our valuation for any charges, mortgages or amounts owing on the Property, nor for any expenses or taxation which may be incurred in effecting a sale. It is assumed that the Property is free from any major or material encumbrances, restrictions and outgoings of an onerous nature which could affect their values.

We have prepared this letter and the enclosed valuation certificate which summarise the outline key factors that we have considered in arriving at our opinion of value. This letter does not contain the necessary data and support information included in our full valuation report. For further information to that contained herein, reference should be made to the report.

The valuation and market information are not guarantees or predictions and must be read in consideration of the following:

- The estimated value is based upon the factual information provided by the Client. Whilst Savills has endeavored to ensure the accuracy of the information, it has not independently verified all information provided by Client. The valuation was undertaken based on the information provided by the Client. Savills accepts no responsibility for subsequent changes in information as to income, expenses or market conditions.

- The primary methods of valuation adopted in valuing the property are Income Capitialisation Method and Discounted Cash Flow Analysis, which are based upon estimates of future results and are not predictions. Each methodology is based on a set of assumptions as to income and expenses of the property and future economic conditions in the local market. The recommended market value is based on weightage of 50% for each derived value from the two primary methods of valuation and is fully dependent upon the accuracy of the assumptions as to income, expenses and market conditions.

- With the outbreak of the Coronavirus Disease 2019 (COVID-19) and the prevailing uncertainty in the global economy, it is difficult to predict the future impact that COVID-19 might have on the real estate market. In view of the foregoing, our opinions and assessments are based on the information provided and prevailing market data as at the date of this valuation report.

Savills has relied upon the property data supplied by the Client which we assume to be true and accurate. Savills takes no responsibility for inaccurate data supplied by the Client and subsequent conclusions related to such data.

The reported analysis, opinion and conclusion are limited only by the reported assumptions and limiting conditions and is our personal, unbiased professional analyses, opinions and conclusions

We confirm that we do not have a pecuniary interest that would conflict with a proper valuation of the Property and the valuers undertaking the valuation are authorised to practise as valuers and have the necessary expertise and experience in valuation of such type of Property.

We assess the market value as at 31 March 2021 of the un-expired leasehold interest in the Property, subject to existing tenancies but free from all other encumbrances, to be $1,053,000,000 (Singapore Dollars One Billion And Fifty-Three Million Only).

The key assumptions adopted in our valuation are summarised in the attached Valuation Certificate.

Yours faithfully,
For and on behalf of
Savills Valuation And Professional Services (S) Pte Ltd

Cynthia Ng	**Cynthia Soo**
BSc (Est Mgt) FSISV	**BSc (Est Mgt) Hons MSISV**
Licensed Appraiser No. AD041-2003388A	**Licensed Appraiser No. AD041-2006556K**
Managing Director	**Executive Director**

savills

VALUATION CERTIFICATE

Property Address	**79 Robinson Road** **Singapore 068897**	
Prepared For	CapitaLand Limited and CapitaLand Investment Management Limited	
Purpose of Valuation	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)	
Legal Description	Lots 51K and 80062P (Subterranean Space), both of Town Subdivision 30	
Tenure	Leasehold 99 years commencing on 10 January 1968 (balance un-expired lease term is about 45.7 years)	
Registered Lessee	Southernwood Property Pte. Ltd.	
Brief Description	The subject property is located on the south-eastern side of Robinson Road, bounded by Maxwell Road and Maxwell Link, within the traditional financial district of Singapore's CBD. The property is a 29-storey office development comprising a 5-storey podium consisting of 1st storey retail/F&B units, 2nd storey main lobby and a 3-storey carpark, 2 basements with end-of-trip facilities and an underground pedestrian network linking to Tanjong Pagar MRT Station. We understand that the Temporary Occupation Permit was issued on 28 April 2020. The property appeared new and in good condition as at date of inspection.	
Site Area	Lot 51K – Approximately 4,371.7 sm, subject to government's re-survey Lot 80062P – Approximately 259.0 sm, subject to government's final survey	
Gross Floor Area	Approximately 57,004.8 sm (including Green Mark GFA of about 697.3 sm), as provided and subject to final survey	
Lettable Floor Area	Approximately 48,421.5 sm (including retail of about 463.3 sm) as provided and subject to final survey	
Tenancy Brief	The development is multi-tenanted. According to the tenancy information provided, the development is about 86.7% let (including pre-committed leases) and has a monthly gross rent of about $10.93 per square foot. The monthly service charge is about $1.30 per square foot. The weighted average lease expiry (WALE) duration by income is about 6.5 years.	
Annual Value	$62,645,200. Property tax is payable at 10.00% per annum of the assessed annual values.	
Master Plan (2019)	Commercial with gross plot ratio of 13.0	
Basis of Valuation	As-Is basis and subject to existing tenancies	
Valuation Approaches	Income Capitalisation Method, Discounted Cash Flow Analysis and Direct Comparison Method	
Date of Valuation Report	7 May 2021	
Material Date of Valuation	31 March 2021	
Capitalisation Rate	4.25%	
Terminal Capitalisation Rate	4.50%	
Discount Rate	6.50%	
Rate of Gross Floor Area	$18,472/sm	
Rate of Lettable Floor Area	$21,747/sm	
Recommended Market Value	**$1,053,000,000** (Singapore Dollars One Billion And Fifty-Three Million Only)	
Assumptions, Disclaimers, Limitations & Qualifications	This valuation is provided subject to the assumptions, disclaimers, limitations and qualifications as well as the limiting conditions detailed throughout the valuation report to which the reader can make reference. The valuation is carried out in accordance with the Valuation Standards and Practice Guidelines published by the Singapore Institute of Surveyors and Valuers, and/or International Valuation Standards and/or RICS Valuation Standards, subject to variations to comply with local laws, customs and practices. To any party relying on this report, we advise that this certificate must be read in conjunction with the full valuation report. This valuation certificate should not be relied upon in isolation for any other purposes. With the outbreak of the Coronavirus Disease 2019 (COVID-19) and the prevailing uncertainty in the global economy, it is difficult to predict the future impact that COVID-19 might have on the real estate market. In view of the foregoing, our opinions and assessments are based on the information provided and prevailing market data as at the date of this valuation report.	
Prepared by		
	Cynthia Ng	Cynthia Soo
	BSc (Est Mgt) FSISV	BSc (Est Mgt) Hons MSISV
	Licensed Appraiser No. AD041-2003388A	Licensed Appraiser No. AD041-2006556K
	Managing Director	Executive Director
	Savills Valuation And Professional Services (S) Pte Ltd	

This valuation is exclusive of Goods and Services Tax.

CS/CN/pt

CBRE

25 May 2021

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Co. Reg. No.: 197701161R
Agency License No.: L3002163I

CapitaLand Limited and CapitaLand Investment Management Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sirs & Madams,

CAPITALAND LIMITED ("CAPITALAND") AND CAPITALAND INVESTMENT MANAGEMENT LIMITED ("CLIM") INTRODUCTORY DOCUMENT IN RELATION TO THE PROPOSED LISTING OF CLIM ON THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX-ST") BY WAY OF AN INTRODUCTION

As instructed, we, CBRE Pte. Ltd. ("CBRE"), have issued a valuation report dated 30 April 2021 with material date of valuation as at 31 December 2020 ("Valuation Report"), outlining the Market Value of 2 Orchard Turn, ION Orchard, Singapore 238801 ("Property") for the purposes of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand (including the proposed listing of CLIM).

For the specific purposes of this Introductory Document, we provide this Letter which is a condensed version of our more extensive Valuation Report, outlining key factors that have been considered in arriving at our opinions of value. This Letter should be read in conjunction with the said issued Valuation Report.

We have issued the comprehensive formal full Valuation Report and this Letter, in accordance with the terms of engagement entered into between CBRE and the addressee(s), dated 23 April 2021.

In accordance with the Singapore Institute of Surveyors and Valuers' Valuation Standards and Practice Guidelines and International Valuation Standards, the definition of Market Value is as follows:

"*Market Value is the estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion*".

The value conclusion reflects all information known by the valuers of CBRE who worked on the valuation in respect to the Property, market conditions and available data.

Reliance on this Letter

For the purposes of this Introductory Document, we have prepared this Letter which summarises our Valuation Report and outlines key factors which have been considered in arriving at our opinion of value. CBRE has provided the addressee(s) with a comprehensive Valuation Report for the Property.

The valuation and market information are not guarantees or predictions and must be read in consideration of the following:

- This Letter alone does not contain all the necessary data and support information in terms of the valuation, which is included within our Valuation Report. To understand the complexity of the methodology and the many

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variables involved, reference must be made to the Valuation Report, copies of which are held by CapitaLand and CLIM.

- The conclusions within the Valuation Report as to the estimated value are based upon the factual information set forth in that Valuation Report. Whilst CBRE has endeavoured to assure the accuracy of the factual information, it has not independently verified all information provided by CapitaLand and CLIM (primarily the leases and financial information with respect to the Property) or the published information by the Government of Singapore (primarily statistical information relating to market conditions).

- The primary methodologies used by CBRE in valuing the Property – the Capitalisation Method and Discounted Cash Flow Analysis – are based upon estimates of future financial performance and are not predictions. Each methodology begins with a set of assumptions as to income and expenses of the Property and future economic conditions in the local market. The income and expense figures are mathematically extended with adjustments for estimated changes in economic conditions. The resultant value is considered the best practice estimate but is not to be construed as a prediction or guarantee and is fully dependent upon the accuracy of the assumptions as to income, expenses, and market conditions.

- The Valuation Report was undertaken based upon information available and provided to us as of November 2020. CBRE accepts no responsibility for subsequent changes in information as to income, expenses, or market conditions, between November 2020 and the valuation date.

- COVID-19 is continuing to impact market activity in most sectors. As at the valuation date, we consider that we can attach less weight to previous market evidence for comparison purposes, to inform opinions of value. Our valuation is reported as being subject to 'material valuation uncertainty'. Consequently, less certainty – and a higher degree of caution – should be attached to our valuation than would normally be the case. Values may change more rapidly and significantly than during standard market conditions.

No reliance may be placed upon the contents of this Letter by any party for any purpose other than in connection with the Purpose of Valuation and only with reference to the Valuation Report.

Valuation Rationale

In arriving at our opinion of value, we have considered relevant general and economic factors and in particular have investigated recent sales and leasing transactions of comparable properties that have occurred in the broader retail property market. We have primarily utilised the Capitalisation Method and Discounted Cash Flow analysis in undertaking our assessment for the Property.

Capitalisation Method

We have utilised a Capitalisation Method in which the sustainable net income on a fully leased basis has been estimated having regard to the current passing rental income and other income. From this figure, we have deducted applicable outgoings, including operating expenses, property management fees as well as property tax.

The resultant net income has been capitalised for the remaining tenure of the Property to produce a core capital value. The capitalisation rate adopted reflects the nature, location and tenancy profile of the Property together with current market investment criteria, as evidenced by the sales evidence considered. Thereafter, appropriate capital adjustments have been included which relate to provisions for existing vacancies, rental reversion adjustments and capital expenditure requirements.

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Discounted Cash Flow Analysis

We have also carried out a discounted cash flow analysis over a 10-year investment horizon in which we have assumed that the Property is sold at the commencement of the eleventh year of the cash flow. This form of analysis allows an investor or owner to make an assessment of the long-term return that is likely to be derived from a property with a combination of both rental and capital growth over an assumed investment horizon. In undertaking this analysis, a wide range of assumptions are made including a target or pre-selected internal rate of return, rental growth, sale price of the property at the end of the investment horizon, costs associated with the initial purchase of the property and also its disposal at the end of the investment period.

We have investigated the current market requirements for an investment return over a 10-year period from retail properties. We hold regular discussions with investors active in the market, both as purchasers and owners of retail properties.

Our selected terminal capitalisation rate used to estimate the terminal sale price, takes into consideration perceived market conditions in the future, estimated tenancy and cash flow profile and the overall physical condition of the building in 10 years' time. The adopted terminal capitalisation rate additionally has regard to the duration of the remaining leasehold tenure of the Property at the end of the cash flow period.

The adopted capitalisation rate, discount rate and terminal capitalisation rate are as follows:

Property	Capitalisation Rate	Discount Rate	Terminal Capitalisation Rate
2 Orchard Turn, ION Orchard, Singapore 238801	4.35%	7.00%	4.60%

Valuation Methodology Weighting

- Capitalisation Method – 50%
- Discounted Cash Flow Analysis – 50%

Assessment of Value

We are of the opinion that the Market Value of the leasehold interest in the Property, subject to the existing tenancies and occupational arrangements, is as follows:

Market Value as at 31 December 2020 of 2 Orchard Turn, ION Orchard, Singapore 238801 is S$3,108,000,000 (Singapore Dollars: Three Billion One Hundred and Eight Million only)

Disclaimer

CBRE have prepared this Letter which appears in this Introductory Document and, to the extent permitted by law, specifically disclaim liability to any person in the event of any omission from or false or misleading statement included in the Introductory Document, other than in respect of the information provided within the aforementioned Valuation Report and this Letter. CBRE does not make any warranty or representation as to the accuracy of the information in any other part of the Introductory Document other than as expressly made or given by CBRE in this Letter.

CBRE has relied upon property data supplied by CapitaLand and CLIM which we assume to be true and accurate. CBRE takes no responsibility for inaccurate client supplied data and subsequent conclusions related to such data.

The reported analyses, opinions and conclusions are limited only by the reported assumptions and limiting conditions, and is our personal, unbiased professional analyses, opinions, and conclusions. CBRE and the respective valuers involved in the assignment have no present or prospective interest in the Property and have no personal interest or bias with respect to the party(ies) involved.

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The valuers' compensation is not contingent upon the reporting of a predetermined value or direction in value that favours the cause of the client, the amount of the value estimate, the attainment of a stipulated result, or the occurrence of a subsequent event (such as a lending proposal or sale negotiation).

We hereby certify that the valuers undertaking these valuations are authorized to practice as valuers and have at least 15 years continuous experience in valuation.

None of the information in this Letter or our Valuation Report constitutes advice as to the merits of entering into any form of transaction. Furthermore, none of the information in this Letter or our Valuation Report constitutes financial product advice.

Neither this letter, nor the Valuation Report purport to contain all the information that any interested party may require. They do not consider individual circumstances, financial situation, investment objectives or requirements. They are intended to be used as guide only and do not constitute advice including without any limitation, investment, tax, legal or any other type of advice. The valuations stated are only best estimates and are not to be construed as a guarantee. The material contained in this report should not be relied upon as a statement or representation of fact without confirmation or satisfaction as to its correctness by independent investigation and review of the valuation report to understand the assumptions and methodologies stated in the valuation.

This Letter and the Valuation Report are strictly limited to the matters contained within those documents and are not to be read as extending, by implication or otherwise, to any other matter in the Introductory Document. To the extent permitted by law, CBRE specifically disclaims any liability in respect of the use of or reliance on this Letter to any person in the event of any omission or false or misleading statement other than to the Addressees. CBRE does not give any warranty or representation as to the accuracy of the information in any other part of the Introductory Document.

Yours sincerely
CBRE PTE. LTD.

Per: **Li Hiaw Ho** DipUrbVal (Auck) SNZPI FSISV
Appraiser's License No. AD041-2002445I
Advisor - Valuation & Advisory Services

Per: **Sim Hwee Yan** BSc (Est. Mgt) Hons FSISV
Appraiser's License No. AD041-2004155J
Executive Director - Valuation & Advisory Services

Encl.: Appendix 1 – Valuation Certificate

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Appendix 1

Property:	ION Orchard 2 Orchard Turn Singapore 238801
Client:	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose:	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Legal Description:	Town Subdivision 21 Lots 1272M and 80007X (Subterranean Lot). Leasehold tenure of 99 years from 13 March 2006. The balance lease term is about 84.2 years.
Interest Valued:	Leasehold interest
Basis of Valuation:	Market Value subject to existing tenancies and occupational arrangements.
Registered Owner:	Orchard Turn Retail Investment Pte Ltd
Land Area:	18,649.6 sqm (200,742 sqft) excludign Subterranean Lot of 9,246.0 sqm (99,523 sqft)
Town Planning:	Commercial with a plot ratio of 5.6+
Brief Description:	The property is an integrated prime retail and luxury residential development. The retail component is known as ION Orchard whilst the residential component is known as The Orchard Residences. Temporary Occupation Permits were issued to ION Orchard and The Orchard Residences on 27 May 2009 and 6 October 2010 respectively. Certificate of Statutory Completion was issued to ION Orchard and The Orchard Residences on 27 October 2011. ION Orchard offers eight levels of shopping space comprising four levels above ground and four levels below. Reconfiguration of certain section within Levels 1 and 2 were undertaken in 2016 and L3 in 2018. There are 520 car parking lots provided on the 5th to 8th storeys. In this valuation exercise, we have been instructed to value only ION Orchard.
Gross Floor Area (GFA, Retail only):	87,727.5 sqm (944,289 sqft)
Net Lettable Area (NLA):	57,619.8 sqm (620,213 sqft)
Strata Floor Area (Retail only):	93,694.0 sqm (1,008,513 sqft) excluding Accessory Lots area totalling 1,421.0 sqm (15,296 sqft)
Valuation Approaches:	Capitalisation Method & Discounted Cash Flow Analysis
Capitalisation Rate:	4.35%
Terminal Capitalisation Rate:	4.60%
Discount Rate:	7.00%
Date of Inspection:	11 November 2020
Date of Report:	30 April 2021
Date of Valuation:	31 December 2020
Assessed Value:	S$3,108,000,000 (Three Billion One Hundred Eight Million Dollars) — This valuation is exclusive of GST.
Market Value on GFA:	S$35,428 psm (S$3,291 psf)
Market Value on NLA:	S$53,940 psm (S$5,011 psf)
Market Conditions:	*Given the heightened uncertainty of COVID-19 outbreak, a higher degree of caution should be exercised when relying upon our valuation. Values, and incomes, may change more rapidly and significantly than during standard market conditions and we recommend that you keep the valuation of this property under frequent review.*
Assumptions, Disclaimers, Limitations & Qualifications:	*This valuation report is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout the valuation report which are made in conjunction with those included within the Assumptions, Qualifications, Limitations & Disclaimers section located within the report. Reliance on the valuation report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.*
Prepared By:	**CBRE Pte. Ltd.**

Per: Li Hiaw Ho DipUrbVal (Auck) SNZPI FSISV Appraiser's License No. AD041-2002445I Advisor - Valuation & Advisory Services	**Per:** Sim Hwee Yan BSc (Est. Mgt) Hons FSISV Appraiser's License No. AD041-2004155J Executive Director - Valuation & Advisory Services

CapitaLand Limited
168 Robinson Road
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Capital Tower
Singapore 068912

CapitaLand Investment Management Limited
168 Robinson Road
#30-01
Capital Tower
Singapore 068912

7 June 2021

Dear Sirs

Arlington Business Park – Valuation – 31 December 2020 – Summary Letter

In accordance with your instructions we set out as follows the Summary Letter in compliance with the SISV Practice Guidance dated 25 June 2018.

Client

Our client for this valuation instruction is CapitaLand Limited and CapitaLand Investment Management Limited.

Purpose

The valuation is provided solely for the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited) (the "Transaction").

Valuation Date

The valuation date is 31 December 2020 and the valuation report issue date is 10 May 2021.

Report

A comprehensive valuation report has been prepared in our standard format which is fully compliant with the RICS "Red Book" a copy of this finalised report dated 10 May 2021 has been issued to our Client.

Valuation Standards

The valuation has been undertaken in accordance with RICS Valuation - Global Standards 2017, which incorporate the International Valuation Standards, and the RICS UK National Supplement. References to the "Red Book" refer to either or both of these documents, as applicable.

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Knight Frank LLP is a limited liability partnership registered in England with registered number OC305934.
Our registered office is 55 Baker Street, London, W1U 8AN where you may look at a list of members' names.

Newmark Knight Frank

Knight Frank

Basis of Valuation

The property has been valued on the basis of Fair Value in accordance with the " Red Book" which adopts the definition of Fair Value adopted by the International Accounting Standards Board as follows:

> *"The price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date."*

In our opinion, the adoption of the Fair Value basis does not result in any material difference to the value of the property reported from that derived under the definition of Market Value which is set out in the SISV Practice Guidance dated 25 June 2018 as follows:

> *"Market Value is the estimated amount for which an asset should exchange on the date of valuation between a willing buyer and a willing seller in an "arms-length" transaction, after proper marketing, wherein the parties had each acted knowledgeably, prudently and without compulsion."*

Brief Property Description

- Tenure Freehold
- Land Area 28.6 acres
- Gross Floor Area 441,228 sq ft (40,991.5 sq m) (Gross Internal Area – GIA)
- Net Lettable Area 367,315 sq ft (34,124.7 sq m) (Net Internal Area – NIA)

Tenancy Profile (as at valuation date)

- Major Tenants NTT Security (UK) Ltd; Theale Baird House Centre Ltd; Reading Theale Centre Ltd; Veritas Technologies (UK) Ltd and Clearswift Ltd
- Occupancy 80.9% let / 19.1% vacant by floor area
- MWAULT 5.6 years to break options and 8.3 years to lease expiries

Methodology

Our valuation has been undertaken using appropriate valuation methodology and our professional judgement.

As the property comprises a predominantly let investment, our valuation has been carried out using the Comparative and Income Capitalisation Methods. In undertaking our valuation of the property, we have made our assessment on the basis of a collation and analysis of appropriate comparable investment and rental transactions, together with evidence of demand within the vicinity of the subject property. With the benefit of such transactions we have then applied these to the property, taking into account size, location, terms, covenant and other material factors.

Differing capitalisation rates were adopted for the 11 buildings at the property depending on the age of the building, whether it has been refurbished or not and the tenancy position for each building i.e. how long the income is secured for and the strength of the tenant's covenant.

The capitalisation rates ranged from 5.75% to 8.00% and were derived from comparison with other sales in the market.

Valuation

Based on our valuation of Buildings 1210, 1220, 1230, 1240, 1310, 1320, 1330, 1410, 1420, 1430 and 1650, Arlington Business Park, Theale, Berkshire, RG7 4AS (the "Property") conducted on 31 December 2020, the Fair Value of the Property was £130,700,000.

The above valuation is on the special assumption that the Property is held by way of the existing corporate entity comprising a SPV and that a proposed transaction is the purchase of the shares in this entity and therefore benefits from a reduced Stamp Duty liability and that a sale is completed on this basis.

Sources of Information

In undertaking our valuation of the Property, we have been provided with the following information by our Client, their advisors or other third parties and we have relied upon this information as being materially correct in all aspects. In particular, we detail the following:

- Tenancy Schedule and Valuation Pack prepared by APAM which is undated but received on 19 October 2020
- Area Referencing Reports prepared by Malcolm Hollis LLP dated 26, 27, 28, 29 November and 2, 3 December 2019
- Vendor's Building Survey Reports prepared by Malcolm Hollis LLP dated 25 November 2019; 28 November 2019 and 12 December 2019
- Phase 1 Environmental Assessment Reports prepared by Malcolm Hollis LLP dated 21 March 2019
- Estate and Building Service Charge Budgets for 2020 prepared by Workman

Assumptions, Disclaimers, Limitations & Qualifications

Our valuation has been undertaken in accordance with our Terms of Engagement Letter dated 5 May 2021 and our General Terms of Business for Valuation Services.

Our valuation is also subject to the scope of works as set out in the Valuation Assumptions, Definitions and General Comments as attached to our valuation report.

Yours faithfully
for and on behalf of
Knight Frank LLP

Moray Pike MRICS
Partner, Valuation & Advisory

Valuation Certificate

Address of Property:	Buildings 1210, 1220, 1230, 1240, 1310, 1320, 1330, 1410, 1420, 1430 and 1650, Arlington Business Park, Theale, Berkshire RG7 4AS
Our Reference:	I:1091785
Name of Client:	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose of Valuation:	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited).
Interest to be Valued:	100% stake in the freehold interest in the property.
Basis of Valuation:	Fair Value of the Property subject to existing tenancies and the occupational arrangements. This valuation is provided on the special assumption that the property is held by way of the existing corporate entity comprising a SPV and that a proposed transaction is the purchase of the shares in this entity and therefore benefits from a reduced Stamp Duty liability and that a sale is completed on this basis.
Valuation Standards:	Our valuation has been undertaken in accordance with the current editions of RICS Valuation – Global Standards, which incorporate the International Valuation Standards, and the RICS UK National Supplement. References to the "Red Book" refer to either or both of these documents, as applicable.
Registered Owner:	Luxx Arlington S.à.r.l.
Tenure:	Freehold
Planning Policy:	Protected Employment Site
Brief Description of Property:	The property comprise a business park around a central lake surrounded by landscaped grounds. The buildings are split between Parkview (1200 series – 4 Grade A Office Buildings (B1a use)), Waterside (1300 series – 3 Grade A Office Buildings (B1a use)), Lakeview (1400 series – 3 Grade A Office Buildings (B1a use)) and Building 1650 (B1a use).

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	Buildings 1220, 1240, 1320, 1330, 1410, 1420 and 1430 have all be comprehensively refurbished since 2017 and Building 1650 is currently in the process of being refurbished. The subject Property offers on-site amenities including café, gym & changing room, a bookable meeting room within Building 1410 along with a floating meeting room on the lake.
Site Area:	28.6 acres
Gross Floor Area:	441,228 sq ft (40,991.5 sq m) (Gross Internal Area – GIA)
Net Lettable Area:	367,315 sq ft (34,124.7 sq m) (Net Internal Area – NIA)
Year of Completion:	1989 to 2007
Method of Valuation:	Comparative & Income Capitalisation Methods In undertaking our valuation of the property, we have made our assessment on the basis of a collation and analysis of appropriate comparable investment and rental transactions, together with evidence of demand within the vicinity of the subject property. With the benefit of such transactions we have then applied these to the property, taking into account size, location, terms, covenant and other material factors.
Date of Valuation:	31 December 2020
Date of Report Issue:	10 May 2021
Fair Value:	We are of the opinion that the aggregate Fair Value of the freehold interests in the property, on the special assumption that the property is held by way of the existing corporate entity comprising a SPV and that a proposed transaction is the purchase of the shares in this entity and therefore benefits from a reduced Stamp Duty liability and that a sale is completed on this basis, as at the valuation date is: **£130,700,000** The above has been calculated after allowing for reduced purchaser's costs due to the acquisition of the SPV. These comprise Stamp Duty on the share purchase at 0.5%, agent's fees of 0.75% and legal fees of 0.35% with VAT of 20% on the agents and legal fees.
Initial Yield:	2.22%
Equivalent Yield:	6.89%
Reversionary Yield:	7.74%

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Fair Value (per sq ft NIA):	£356
Fair Value (per sq ft GIA):	£296
Assumptions, Disclaimers, Limitations & Qualifications:	Assumptions, disclaimers, limitations & qualifications: This valuation certificate is provided subject to the assumptions, disclaimers, limitations and qualifications detailed throughout this certificate which are made in conjunction with those included within the General Terms of Business for Valuations located at the end of this report. Reliance on this certificate and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. Use by, or reliance upon this document for any other purpose if not authorised, Knight Frank LLP is not liable for any loss arising from such unauthorised use or reliance. The document should not be reproduced without our written authority. The valuers have no pecuniary interest that would conflict with the proper valuation of the Property.
Signed for and on behalf of Knight Frank LLP:	
	Moray Pike MRICS RICS Registered Valuer Partner, Valuation & Advisory RICS Membership Number: 1243200

Colliers International Consultancy & Valuation (Singapore) Pte Ltd
RCB No: 198105965E

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MAIN 65 6223 2323
EMAIL govinda.singh@colliers.com

31 May 2021

CapitaLand Limited and CapitaLand Investment Management Limited
c/o Kuan Yean Chian
Vice President, Group Control & Accounts
No. 168 Robinson Road #30-01, Capital Tower
Singapore 068912

Dear Sirs,

Re: Valuation for CapitaLand Limited and CapitaLand Investment Management Limited – The Cavendish London (the "Property")

We refer to your instructions to carry out a valuation in respect of the abovementioned Property for the purpose of corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited). Our instructions are to provide our opinion of the Market Value of the long leasehold interest in the Property as at 31 December 2020. The basis of the valuation is stated in the valuation certificate appended.

We confirm that we have prepared a formal valuation report in accordance with the requirements of the instructions.

The valuation has been carried out in accordance with The Royal Institution of Chartered Surveyors (RICS) Valuation Standards and Guidelines, incorporating International Valuation Standards (IVS), and the Singapore Institute of Surveyors and Valuers (SISV).

Our valuation is on the basis of Market Value which is intended to mean "the estimated amount for which a property should exchange on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion".

This definition of value is consistent with the international definition of Market Value as advocated by RICS, IVS, and the SISV Valuations & Standards Guidelines (2018).

No allowance has been made in our valuation for any charges, mortgages or amounts owing on the property, nor for any expenses or taxation which may be incurred in effecting a sale. It is assumed that the property is free from any major or material encumbrances, restrictions and outgoings of an onerous nature which could affect its value.

This letter and the valuation summary do not contain all the necessary data and information included in arriving at our valuation opinion.

The valuation and market information are not guarantees or predictions and must be read in consideration of the following:

- The estimated value is based upon the factual information provided. Property data/information provided is assumed to be correct. Whilst Colliers International has endeavored to ensure the accuracy of the information, it has not independently verified all information provided.
- The valuation and report was undertaken based upon information available as at the date of valuation. Colliers International accepts no responsibility for subsequent changes in information as to proposed scheme, areas, income, expenses or market conditions.
- The methodologies adopted in valuing the property are based upon estimates of future results and are not predictions. Each methodology is based on a set of assumptions as to income and expenses of the property and future economic conditions in the local market.

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The reported analysis, opinion and conclusion are limited only by the reported assumptions and limiting conditions and is our personal, unbiased professional analysis, opinion and conclusion.

We also confirm that we do not have a pecuniary interest that would conflict with a proper valuation of the property and the valuers undertaking the valuation are authorized to practice as valuers.

Normally, in undertaking a market valuation, the valuer would assess the property to be valued assuming its highest and best use and competent and efficient management. The typical methods employed by valuers of commercial assets are the income method (DCF or maintainable earnings), cost and sale comparable approaches. In providing our opinion for the hotel, we have adopted the income approach using DCF.

The income approach using the DCF technique is the method normally employed by Colliers and is believed to be the one best able to reflect the process used by an investor when assessing a price to bid for a particular dynamic income generating property such as hotels.

The DCF method entails the capitalization of an asset's future earnings stream to a present-day value, using a discount rate considered to be consistent with that which would be adopted by potential investors. It is a valuation of the business which takes place within the property.

In our opinion, the market value of the Property as at the valuation date is:

£152,000,000
(ONE HUNDRED AND FIFTY-TWO MILLION BRITISH POUNDS)

Our Valuation Certificate is appended.

Yours faithfully,

For and on behalf of

Colliers International Consultancy & Valuation (Singapore) Pte Ltd

Govinda Singh FCCA FCMA MRICS
Executive Director
Valuation and Advisory Services – Asia
Colliers

Colliers International Consultancy & Valuation (Singapore) Pte Ltd
RCB No: 198105965E

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VALUATION CERTIFICATE

Property	:	The Cavendish London 81 Jermyn Street St James's London SW1Y 6JF United Kingdom
Client	:	CapitaLand Limited and CapitaLand Investment Management Limited
Purpose	:	Corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Brief Description	:	Situated in the heart of Mayfair, London, close to Piccadilly and Regent Street. Due to its height in comparison to surrounding properties, this is a landmark building offering panoramic views of the London skyline. It is a full service, four-star 230-room hotel with facilities as follows: - 90 Classic Rooms (16m² to 18m²) - 103 Superior Rooms (18m² to 24m²) - 30 Executive Rooms (27m² to 30m²) - 5 Junior Suites (36m² to 40m²) - 2 Penthouse Suites (55m² to 63m²) Other facilities in the hotel include the following: - 5 meeting rooms ranging from 30m² to 82m² - Reception, Bar & Lounge - AA 2 Rosette Petrichor Restaurant - 45 car parking spaces - Back of house facilities commensurate with the trade in hand. Separately, the Property comprises of three retails units totaling 289 sqm, which were fully let as at the valuation date.
Registered Owner	:	The Cavendish Hotel (London) Ltd.
Legal Description and Zoning	:	We have not been provided legal documents but are advised that the Property is zoned for commercial/hotel purposes.
Interest Valued	:	Unencumbered, long leasehold land and buildings
Tenure	:	Long Leasehold – 150 years from 12 November 2008 subject to a rent of £25,000 per annum subject to review every 25 years when the rent will increase by £25,000.
Gross Floor Area	:	10,850.2 sqm
Basis of Valuation	:	Market Value
Valuation Approach	:	Income approach – DCF method Our valuation methodology follows the principles embodied in the 'Practice Statements' of the Royal Institution of Chartered Surveyors (RICS) Appraisal and Valuation Manual (the Red Book), which incorporates International Valuation Standards (IVS). Normally, in undertaking a market valuation, the valuer would assess the property to be valued assuming its highest and best use and competent and efficient management. The typical methods employed by valuers of commercial assets are the income method (DCF or maintainable earnings), cost and sale comparable approaches. In providing our opinion for the hotel, we have adopted the income approach using DCF. The income approach using the DCF technique is the method normally employed by Colliers and is believed to be the one best able to reflect the process used by an investor when assessing a price to bid for a particular dynamic income generating property such as hotels. The DCF method entails the capitalization of an asset's future earnings stream to a present-day value, using a discount rate considered to be consistent with that which would

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be adopted by potential investors. It is a valuation of the business which takes place within the property.

Discount Factor	:	5.8%
Terminal Yield	:	3.8%
Date of Valuation	:	31 December 2020
Valuation[1]	:	**Market Value:**

£152,000,000
(ONE HUNDRED AND FIFTY-TWO MILLION BRITISH POUNDS)

For the 230-room hotel, this is equivalent to circa £661,000 per room.

Assumptions, Disclaimers, Limitations & Qualifications :

In arriving at our estimates, we have taken into consideration the current substantial impact the COVID-19 pandemic is having on the travel and hospitality sector across the UK and globally; and its anticipated recovery period, which as at the valuation date remains uncertain.

Real estate as an investment type historically takes a longer period of time to be impacted in comparison to alternative investment types, such as stocks and bonds. Colliers' valuation professionals have consulted with market participants in preparation of this assignment to understand and best address how the subject property may be impacted. As such, given the unknown future impact that COVID-19 might have on the hotel real estate market, we recommend that you keep the valuation of the property under frequent review.

This opinion report is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout this report which are made in conjunction with those included within the Assumptions, Qualifications, Limitations & Disclaimers section located within the formal report and our engagement letter. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This opinion is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this opinion. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.

For the purpose of the valuation, we have relied upon various sources of information provided which included full-year historical trading/operating performance accounts from 2017 to 2020. Information concerning the trading/operating performance accounts for the first nine months of 2019 and 2020 have also been provided. Unless stated otherwise, we have assumed that the information provided is accurate and that we have been supplied with all the information that has a material effect upon the value of the property.

Furthermore, we have assumed that any information supplied can, if necessary, be verified. Should any of the information provided be found to be inaccurate or incomplete there could be a variation in value.

Prepared By :

Govinda Singh FCCA FCMA MRICS
Registered Valuer (No. 6367479) - Colliers Asia

Richard Greenwood BSc (Hons) MRICS
Registered Valuer (No. 0095429) - Colliers – United Kingdom
He has been assisted by a team of local valuers and analysts in preparing this valuation.

[1] Market value $psm of GFA is not stated as this is not relevant to the lodging sector.

Contact Details:
Tel: 6223 2323

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Colliers

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Becci Curry, MAI
Head of Quality and Risk Management - Americas

31 May 2021

CapitaLand Limited and CapitaLand Investment Management Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sirs & Madams,

CAPITALAND LIMITED ("CAPITALAND") AND CAPITALAND INVESTMENT MANAGEMENT LIMITED ("CLIM")

(I) INTRODUCTORY DOCUMENT IN RELATION TO THE PROPOSED LISTING OF CLIM ON THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX-ST") BY WAY OF AN INTRODUCTION

As instructed, we, CBRE, Inc. ("CBRE"), have issued appraisals dated 27 May 2021 with a material (effective) date of value as at 31 December 2020 ("Appraisal Reports"), outlining the Market Value of 3 multi-family properties in Corona, California, United States of America ("Properties") for the purposes of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited ("CapitaLand") (including the proposed listing of CLIM).

For the specific purpose of this Introductory Document, we provide this restricted appraisal report letter ("Letter"), which is a condensed version of our more extensive Appraisal Reports, outlining key factors that have been considered in arriving at our opinions of value. This Letter should be read in conjunction with the said issued Appraisal Reports.

We have issued the comprehensive formal full appraisals and this Letter, in accordance with the terms of engagement entered into between CBRE and the addressee(s), dated 25 April 2021.

We have prepared this Letter in accordance with the requirements of our instructions and in accordance with the Uniform Standards of Professional Appraisal Practice (USPAP). The definition of Market Value is as follows:

The most probable price which a property should bring in a competitive and open market under all conditions requisite to a fair sale, the buyer and seller each acting prudently and knowledgeably, and assuming the price is not affected by undue stimulus. Implicit in this definition is the consummation of a sale as of a specified date and the passing of title from seller to buyer under conditions whereby:

1. buyer and seller are typically motivated.
2. both parties are well informed or well advised and acting in what they consider their own best interests.
3. a reasonable time is allowed for exposure in the open market.
4. payment is made in terms of cash in U.S. dollars or in terms of financial arrangements comparable thereto; and
5. the price represents the normal consideration for the property sold unaffected by special or creative financing or sales concessions granted by anyone associated with the sale.

The value conclusion reflects all information known by the valuers of CBRE who worked on the appraisals in respect to the Property, market conditions and available data.

CBRE

Reliance on this Letter

For the purposes of this Introductory Document, we have prepared this Letter which summarizes our Appraisal Reports and outlines key factors which have been considered in arriving at our opinion of value. CBRE has provided the addressee(s) with an Appraisal Report for each Property.

The appraisal and market information are not guarantees or predictions and must be read in consideration of the following:

- This Letter alone does not contain all the necessary data and support information in terms of the appraisal, which is included within our Appraisal Reports. To understand the complexity of the methodology and the many variables involved, reference must be made to the Appraisal Reports, copies of which are held by CapitaLand and CLIM.
- The conclusions within the Appraisal Reports as to the estimated value are based upon the factual information set forth in the Appraisal Reports. Whilst CBRE has endeavoured to assure the accuracy of the factual information, it has not independently verified all information provided by CapitaLand and CLIM.
- One of the primary methodologies used by CBRE in valuing the Properties includes the Capitalization Method, –which is based upon estimates of future financial performance and are not predictions. Each methodology begins with a set of assumptions as to income and expenses of the Property and future economic conditions in the local market. The income and expense figures are mathematically extended with adjustments for estimated changes in economic conditions. The resultant value is considered the best practice estimate but is not to be construed as a prediction or guarantee and is fully dependent upon the accuracy of the assumptions as to income, expenses, and market conditions.
- The Appraisal Reports were undertaken based upon information available and provided to us as of November 2020. CBRE accepts no responsibility for subsequent changes in information as to income, expenses, or market conditions, between these dates and the appraisal date.
- COVID-19 is continuing to impact market activity in most sectors. As at the appraisal date, we consider that we can attach less weight to previous market evidence for comparison purposes, to inform opinions of value. Our appraisal is reported as being subject to 'material valuation uncertainty'. Consequently, less certainty – and a higher degree of caution – should be attached to our appraisal than would normally be the case. Values may change more rapidly and significantly than during standard market conditions.

No reliance may be placed upon the contents of this Letter by any party for any purpose other than in connection with the Purpose of Appraisal and only with reference to the Appraisal Reports.

Covid-19 Warning Statement -Market Uncertainty Clause:

The outbreak of the Novel Coronavirus (COVID-19), declared by the World Health Organization as a Global Pandemic on the 11th March 2020, is causing heightened uncertainty in both local and global market conditions. Global financial markets have seen steep declines since late February largely on the back of the pandemic over concerns of trade disruptions and falling demand. The effect COVID-19 will have on the real estate market in the region is currently unknown and will largely depend on both the scale and longevity of the pandemic. A prolonged pandemic could have a significant (and yet unknown or quantifiable) impact on other sectors of the property market. Comparable transactions and market evidence since the pandemic are limited. Our valuation is based on the information available to us at the date of valuation. Whilst we have taken all reasonable steps to estimate the effect on the property, due to the significant uncertainty in property and capital markets and the rapid unfolding of these events it is difficult to quantify and assess the impact that the pandemic has had on capital values, if any. For the avoidance of doubt, the inclusion of the 'material valuation uncertainty' declaration above does not mean that the valuation cannot be relied upon. Rather, the declaration has been included to ensure transparency of the fact that – in the current extraordinary circumstances - less certainty can be attached to the valuation than would otherwise be the case. The material uncertainty clause is to serve as a precaution and does not invalidate the valuation.

CBRE

Valuation Rationale

In arriving at our opinion of value, we have considered relevant general and economic factors and in particular have investigated recent sales and leasing transactions of comparable properties that have occurred in this sector. We have primarily utilized the Income and Sales Comparison Approaches (Capitalisation Method and Direct Comparison Method) in undertaking our assessment for the Property.

Capitalization Method Income Capitalization Approach

We have utilized the income capitalization approach in which the sustainable net income on a fully leased basis has been estimated having regard to the current passing rental income and other income. From this figure, we have deducted applicable outgoings, including operating expenses, property management fees as well as property tax.

The resultant net income has been capitalized for the remaining tenure of the Property to produce a core capital value. The capitalization rate adopted reflects the nature, location and tenancy profile of the Property together with current market investment criteria, as evidenced by the sales evidence considered. Thereafter, appropriate capital adjustments have been included which relate to provisions for existing vacancies, rental reversion adjustments and capital expenditure requirements.

- Adopted Capitalization Rate (all properties) – 5%

Sales Comparison Approach (Direct Comparison Method)

We have also carried out a sales comparison approach. The sales utilized represent the best data available for comparison with the properties. These sales were chosen based upon their proximity, vintage, unit mix and overall characteristics which are the most representative of the subject properties as of the valuation date. Adjustment to these sales are based on certain categories, such as location and average unit size, there are very quantifiable adjustments that can be tied to rents or demographic attributes, while on qualitative differences such as quality/condition, there is a more subjective adjustment made and garnered from experience.

Adopted Capital Value per Unit is detailed as:

- The Aston - $236,000 - $246,000
- Deerwood - $270,000 - $286,000
- Marquessa Villas - $246,000 - $256,000

Valuation Methodology Weighting

- Capitalization Approach (Method) – 100%
- Sales Comparison Approach (Direct Comparison Method) – 0%

CBRE

RESTRICTED APPRAISAL REPORTS

Market Value Definition:	The market value is the type of value for this restricted Appraisal report as defined by the Interagency Appraisal and Evaluation Guidelines; December 10, 2010, Federal Register, Volume 75 Number 237, Page 77472
Use Restriction:	The use of this report is restricted and limited to the use to the client and the named intended user. The reader is hereby advised that the opinions and conclusions contained herein may not be properly understood without additional information contained in the appraiser's work file.
Scope of Work:	The scope of work used to develop this appraisal is as follows: a. The property was legally identified by its postal address and assessors' records b. Per prior agreement with the client, we have not re-inspected the subject property c. Analysis and research included applicable tax data, zoning requirements, flood zone status, demographics, income and expense data and comparable data The sales and income approaches were used. The cost approach was not used, as investors do not use a property's depreciated replacement cost to determine market values.
Extraordinary Assumptions:	1. Architectural plans were not provided for the preparation of this appraisal and the subject's gross building area is estimated from the rent rolls and the building area provided by the County Assessor. We are making the extraordinary assumption that the gross building area and the total net rentable area for the apartments derived from these sources is accurate and reliable. 2. We last inspected this property in 2018, and we assume there have been no major detrimental changes in the physical real estate. 3. The effective date of valuation is December 31, 2020, and the concluded value is a retrospective valuation as of a prior date. There are no events that must occur, other than already disclosed, between the date of our inspection of the subject property and the date of valuation in order to conclude the value reported herein. Thus, the reported value is predicated on the specific assumption that the physical status of the property as of the date of valuation is not materially different than it was as of the date of CBRE Inc.'s inspection of the subject property, which was December 2018. The appraisal is based on real estate and economic conditions as best perceived as of the date of this report. 4. The use of extraordinary assumptions may have affected the results of this assignment.
Hypothetical Conditions:	Hypothetical conditions have not been used in this appraisal.
Assumptions, Disclaimers, Limitations & Qualifications	All data provided in this Certificate is wholly reliant on and must be read in conjunction with the information provided in the attached report. It is a synopsis only designed to provide a brief overview and must not be acted on in isolation. This valuation report is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout this report which are made in conjunction with those included within the Assumptions, Qualifications, Limitations & Disclaimers section of this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.

CBRE

Property 1

Property:	Deerwood Apartments 2215 Lakeside Place Corona, Riverside County, CA 91719
Client & Intended User:	CapitaLand Limited and CapitaLand Investment Management Limited
Intended Use:	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Legal Description:	15.18 ACRES NET IN LOT 1 MB 207/038 TR 22605-2; County: Riverside; APN: 172-030-001.
Interest Valued:	Leased fee interest (this may be know as Freehold in a Singapore context)
Basis of Valuation:	Market Value subject to existing tenancies and occupational arrangements
Registered Owner:	CapitaLand LTD
Ownership & Property History:	Title to the property is currently vested in the name of CapitaLand LTD, which recently acquired title to the property in October 2018 as part of a 16-property portfolio for a total purchase price of $835,000,000. The subject's allocated purchase price ranges from $85,000,000 to $87,000,000, with the seller and buyer having different allocations, and we do not know which party has allocated which price. No further details of the sale were provided for this assignment. The combined analysis of the total portfolio indicates that the total portfolio price was slightly below market. As such, it appears that there is a slight discount off of individual values for the total portfolio purchase price. The property was previously acquired by SCG Atlas, Deerwood, which acquired February 2016 as part of a larger portfolio as recorded in the Riverside County Deed Records. The allocated purchase price at the time was reported to be $75,244,362 or $238,115 per unit. However, this was also an allocated purchase price that was derived internally. It was reported that the sale price was arms length and was allocated amongst the portfolio at market level. In 2020 the ownership has spent approximately $730,000 on renovating 32 units, clubhouse, pool and fitness remodel, as well as curing some roofs and mailboxes. To the best of our knowledge, there have not been any other transfers of ownership in the past three years, nor is the property under contract or listed for sale. The concluded "as is" value represents a 3.2% increase from the concluded value from 2018. Since the property was acquired, there has been moderate/strong gains in income. The 2019 annualized EGI reports an increase of 0.9% from the previous year. Rents have generally been increasing naturally and premiums are being achieved for new renovations being completed.
Land Area:	61,431.4 sqm (661,241 sqft)
Town Planning:	HDR22; High Density Residential; Uses permitted: Commercial/Residential mixed-uses serving neighborhood and community needs; Maximum FAR/Density: 30 Units/Acre; Actual Density: 20.8 Units/ Acre
Brief Description:	The subject is a 316-unit garden style apartment complex located along the east side of McKinley Street, just north of the 91 Freeway in the Corona Hills area in the city of Corona, Riverside County in Southern California. The subject is comprised of 21, two and three-story residential buildings and 1 ancillary building, constructed in 1992 and is situated on a 15.402-acre site. Property amenities include a pool, clubhouse, playground, covered parking, and a fitness center. Currently, the property is 94.9% occupied and is in good overall condition. The subject is currently undergoing renovations. Out of 316 units, 78 have been renovated. Renovations include stainless steel appliances and built-in microwave, granite countertops, plank flooring, and upgraded cabinets.
Gross Building Area	31,438.6 sqm (338,402 sqft)
Gross Floor Area (GFA):	N/A
Net Rentable Area (NRA):	31,345.7 sqm (337,402 sqft)
Valuation Approaches:	Capitalisation Method & Direct Comparison Method
Highest and Best Use:	The highest and best use as vacant is for development of an apartment property at a density of 30 units per acre. The highest and best use as improved is consistent with the existing use as a 316-unit apartment complex.
Capitalisation Rate:	5.00%
Terminal Capitalisation	N/A
Discount Rate:	N/A
Date of Inspection:	14 December 2018
Date of Report:	27 May 2021
Effective Date of Valuation:	31 December 2020
Assessed Value:	$86,600,000 (Eighty Six Million Six Hundred Thousand Dollars)
Market Value on GBA:	$2,755 psm (256 psf)
Market Value on GFA:	N/A
Market Value on NRA:	$2,763 psm (257 psf)

CBRE

Property 2

Property:	The Ashton at Corona Hills 2178 Stoneridge Dr Corona, Riverside County, CA 91719
Client & Intended User:	CapitaLand Limited and CapitaLand Investment Management Limited
Intended Use:	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Legal Description:	LOT 1 ACRES 024.04 M/L LOTTYPE LOT RECMAPTYPE MAP BOOK MAPPLATB 163 MAPPLATP 014; County: Riverside; APN: 115-390-015.
Interest Valued:	Leased fee interest (this may be know as Freehold in a Singapore context)
Basis of Valuation:	Market Value subject to existing tenancies and occupational arrangements
Registered Owner:	CapitaLand LTD
Ownership & Property History:	Title to the property is currently vested in the name of CapitaLand LTD, which recently acquired title to the property in October 2018 as part of a 16-property portfolio for a total purchase price of $835,000,000. The subject's allocated purchase price was reported to range from $113,000,000 to $117,000,000, with the seller and buyer having different allocations, and we do not know which party has allocated which price. No further details of the sale were provided for this assignment. The combined analysis of the total portfolio indicates that the total portfolio price is slightly below market. As such, appears that there is a slight discount off of individual values for the total portfolio purchase price. The property was previously acquired by SCG Atlas Ashton, LLC in February 2016 as part of a larger portfolio as recorded in the Riverside County Deed Records. The allocated purchase price at the time was reported to be $98,307,925 or $199,813 per unit. However, this allocated purchase price was also derived internally. It was reported that the sale price was arms length and was allocated amongst the portfolio at market level. In 2020 the ownership has spent approximately $810,000 on renovating 39 units, clubhouse, pool and fitness remodel. To the best of our knowledge, there have not been any other transfers of ownership in the past three years, nor is the property under contract
Land Area:	97,286.5 sqm (1,047,182 sqft)
Town Planning:	SP-81-2; Northeast Corona Specific Plan; High Density Residential; Uses permitted: Commercial and multi-family residential; Maximum FAR/Density: 30 Units/Acre; Actual Density: 20.5 Units/ Acre
Brief Description:	The subject is a 492-unit garden-style apartment complex located along the west side of McKinley Street, just north of the 91 Freeway in the Corona Hills area in the city of Corona, Riverside County in Southern California. The subject is comprised of 53, two-story residential buildings and three ancillary buildings, constructed in 1986 and is situated on a 24.040-acre site. Property amenities include three pools, 2 spas, storage, fitness center, playground and covered parking. Currently, the property is 97.6% occupied and is in good overall condition. The subject is undergoing renovations. Out of 492 units, 99 units have been renovated. Renovations include stainless steel appliances, granite countertops, upgraded cabinets, and laminated flooring.
Gross Building Area	38,952.8 sqm (419,284 sqft)
Gross Floor Area (GFA):	N/A
Net Rentable Area (NRA):	38,859.9 sqm (418,284 sqft)
Valuation Approaches:	Capitalisation Method & Direct Comparison Method
Highest and Best Use:	The highest and best use as vacant is for development of an apartment property at a density of 30 units per acre. The highest and best use as improved is consistent with the existing use as a 492-unit apartment complex.
Capitalisation Rate:	5.00%
Terminal Capitalisation	N/A
Discount Rate:	N/A
Date of Inspection:	14 December 2018
Date of Report:	27 May 2021
Effective Date of Valuation:	31 December 2020
Assessed Value:	$119,200,000 (One Hundred Nineteen Million Two Hundred Thousand Dollars)
Market Value on GBA:	$3,060 psm (284 psf)
Market Value on GFA:	N/A
Market Value on NRA:	$3,067 psm (285 psf)

CBRE

Property 3

Property:	Marquessa Villas 2235 Treehouse Lane Corona, Riverside County, CA 91719
Client & Intended User:	CapitaLand Limited and CapitaLand Investment Management Limited
Intended Use:	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Legal Description:	14.37 ACRES NET IN LOT 2 MB 207/038 TR 22605-2; County: Riverside; APN: 172-030-002.
Interest Valued:	Leased fee interest (this may be know as Freehold in a Singapore context)
Basis of Valuation:	Market Value subject to existing tenancies and occupational arrangements
Registered Owner:	CapitaLand LTD
Ownership & Property History:	Title to the property is currently vested in the name of CapitaLand LTD, which acquired title to the property in October 2018 as part of a 16-property portfolio with a total purchase price of $835,000,000. The subject's allocated purchase price ranges from $84,000,000 to $86,000,000, with the seller and buyer having different allocations, and we do not know which party has allocated which price. No further details of the sale were provided for this assignment. The combined analysis of the total portfolio indicates that the total portfolio price is slightly below market. As such, appears that there is a slight discount off of individual values for the total portfolio purchase price. The property was previously acquired by SCG Atlas Marquessa, LLC which acquired February 2016 as part of a larger portfolio as recorded in the Riverside County Deed Records. The allocated purchase price at the time was reported to be $71,447,713 or $212,642 per unit. However, this allocated purchase price was also derived internally. It was reported that the sale price was arms length and was allocated amongst the portfolio at market level. In 2020 the ownership has spent $600,000 on renovating 39 units, and $210,000 on renovating the clubhouse, pool and fitness areas.
Land Area:	60,132.3 sqm (647,258 sqft)
Town Planning:	HDR22; High Density Residential; Uses permitted: Commercial/Residential mixed-uses serving neighborhood and community needs; Maximum FAR/Density: 30 Units/Acre; Actual Density: 22.6 Units/ Acre
Brief Description:	The subject is a 336-unit garden style apartment complex located along the east side of McKinley Street, just north of the 91 Freeway in the Corona Hills area in the city of Corona, Riverside County in Southern California. The subject is comprised of 13, two and three-story residential buildings and 1 ancillary building, constructed in 1993 and is situated on a 14.860-acre site. Property amenities include two pools, two spas, clubhouse, sauna, fitness center, racquetball court, sand volleyball court, and tennis court. Currently, the property is 98.2% occupied and is in good overall condition. The subject is currently undergoing renovations. Out of 336 units, 106 have been renovated. Renovations include stainless steel appliances, granite countertops, upgraded cabinets, laminated plank flooring, and in-home washer/dryer.
Gross Building Area	27,973.1 sqm (301,100 sqft)
Gross Floor Area (GFA):	N/A
Net Rentable Area (NRA):	27,740.9 sqm (298,600 sqft)
Valuation Approaches:	Capitalisation Method & Direct Comparison Method
Highest and Best Use:	The highest and best use as vacant is for development of an apartment property at a density of 30 units per acre. The highest and best use as improved is consistent with the existing use as a 336-unit apartment complex.
Capitalisation Rate:	5.00%
Terminal Capitalisation	N/A
Discount Rate:	N/A
Date of Inspection:	14 December 2018
Date of Report:	27 May 2021
Effective Date of Valuation:	31 December 2020
Assessed Value:	$82,800,000 (Eighty Two Million Eight Hundred Thousand Dollars)
Market Value on GBA:	$2,960 psm (275 psf)
Market Value on GFA:	N/A
Market Value on NRA:	$2,985 psm (277 psf)

CBRE

Assessment of Value

We are of the opinion that the Market Value of the leased fee interest in the Properties, subject to the existing tenancies and occupational arrangements, is as follows:

- Deerwood Apartments, 2215 Lakeside Place Corona, Riverside County, CA 91719 is US$86,600,000 (United State Dollars: Eighty-Six Million Six Hundred Thousand Dollars only)
- The Ashton at Corona Hills, 2178 Stoneridge Dr, Corona, Riverside County, CA 91719 is US$119,200,000 (United State Dollars: One Hundred Nineteen Million Two Hundred Thousand Dollars only)
- Marquessa Villas, 2235 Treehouse Lane, Corona, Riverside County, CA 91719 is US$82,800,000 (United State Dollars: Eighty-Two Million Eight Hundred Thousand Dollars only)

The Total Portfolio value of these 3 properties located in California is US$288,600,000 (United State Dollars: Two Hundred and Eighty-Eight Million Six Hundred Thousand Dollars only)

Disclaimer

CBRE have prepared this Letter which appears in this Introductory Document and, to the extent permitted by law, specifically disclaim liability to any person in the event of any omission from or false or misleading statement included in the Introductory Document, other than in respect of the information provided within the aforementioned Reports and this Letter. CBRE does not make any warranty or representation as to the accuracy of the information in any other part of the Introductory Document other than as expressly made or given by CBRE in this Letter.

CBRE has relied upon property data supplied by CapitaLand and CLIM which we assume to be true and accurate. CBRE takes no responsibility for inaccurate client supplied data and subsequent conclusions related to such data.

The reported analyses, opinions and conclusions are limited only by the reported assumptions and limiting conditions, and is our personal, unbiased professional analyses, opinions, and conclusions. CBRE and the respective appraisers involved in each assignment have no present or prospective interest in the Property and have no personal interest or bias with respect to the party(ies) involved.

The appraiser's compensation is not contingent upon the reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value estimate, the attainment of a stipulated result, or the occurrence of a subsequent event (such as a lending proposal or sale negotiation).

We hereby certify that the valuers undertaking these appraisals are authorized to practice as appraisers and have at least 5 years continuous experience in appraisal.

None of the information in this Letter or our Appraisal Reports constitutes advice as to the merits of entering into any form of transaction. Furthermore, none of the information in this Letter or our Appraisal Reports constitutes financial product advice.

Neither this letter, nor the Appraisal Reports purport to contain all the information that any interested party may require. They do not consider individual circumstances, financial situation, investment objectives or requirements. They are intended to be used as guide only and do not constitute advice including without any limitation, investment, tax, legal or any other type of advice. The appraisals stated are only best estimates and are not to be construed as a guarantee. The material contained in these appraisals should not be relied upon as a statement or representation of fact without confirmation or satisfaction as to its correctness by independent investigation and review of the Appraisal Reports to understand the assumptions and methodologies stated in the appraisals.

This Letter and the Appraisal Reports are strictly limited to the matters contained within those documents and are not to be read as extending, by implication or otherwise, to any other matter in the Introductory Document. To the extent permitted by law, CBRE specifically disclaims any liability in respect of the use of or reliance on this Letter to any person in the event of any omission or false or misleading statement other than to the Addressees. CBRE does not give any warranty or representation as to the accuracy of the information in any other part of the Introductory Document.

CBRE

Certification:

We certify to the best of our knowledge and belief:

1. The statements of fact contained in this report are true and correct.
2. The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions and are our personal, impartial and unbiased professional analyses, opinions, and conclusions.
3. We have no present or prospective interest in or bias with respect to the property that is the subject of this report and have no personal interest in or bias with respect to the parties involved with this assignment.
4. Our engagement in this assignment was not contingent upon developing or reporting predetermined results.
5. Our compensation for completing this assignment is not contingent upon the development or reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value opinion, the attainment of a stipulated result, or the occurrence of a subsequent event directly related to the intended use of this appraisal.
6. This appraisal assignment was not based upon a requested minimum valuation, a specific valuation, or the approval of a loan.
7. Our analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the 2020-2021 Uniform Standards of Professional Appraisal Practice, as well as the requirements of the State of California.
8. The reported analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the requirements of the Code of Professional Ethics and Standards of Professional Appraisal Practice of the Appraisal Institute.
9. The use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.
10. As of the date of this report, Bob Bell, MAI has completed the continuing education program for Designated Members of the Appraisal Institute.
11. As of the date of this report, Jeffrey Taylor has completed the Standards and Ethics Education Requirements for Candidates/Practicing Affiliates of the Appraisal Institute.
12. Jeffrey Taylor, Jeff Groff and Bob Bell, MAI have not made a personal inspection of the property that is the subject of this report.
13. No one provided significant real property appraisal assistance to the persons signing this report.
14. Valuation & Advisory Services operates as an independent economic entity within CBRE, Inc. Although employees of other CBRE, Inc. divisions may be contacted as a part of our routine market research investigations, absolute client confidentiality and privacy were maintained at all times with regard to this assignment without conflict of interest.
15. Jeffrey Taylor, Jeff Groff and Bob Bell, MAI have provided services, as appraisers, regarding the property that is the subject of this report within the three-year period immediately preceding acceptance of this assignment. The previous assignments were completed in January 2021, December 2020, January 2019, December 2018 and February 2016.

Yours sincerely
CBRE, Inc.

Jeffrey S. Taylor

Lic. No. AG022452 (exp 1/28/23)

Jeffrey R. Groff

Lic. No. AG3000485 (exp 11/19/22)

Robert Bell, MAI

Lic. No. AG001951 (exp 12/13/22)

CBRE

31 May 2021

CBRE, Inc.
1420 5th Ave, Ste 1700
Seattle, WA 98101
www.cbre.us/valuation

Becci Curry, MAI
Head of Quality and Risk Management - Americas

CapitaLand Limited and CapitaLand Investment Management Limited
168 Robinson Road
#30-01 Capital Tower
Singapore 068912

Dear Sirs & Madams,

CAPITALAND LIMITED ("CAPITALAND") AND CAPITALAND INVESTMENT MANAGEMENT LIMITED ("CLIM")

(I) INTRODUCTORY DOCUMENT IN RELATION TO THE PROPOSED LISTING OF CLIM ON THE MAIN BOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX-ST") BY WAY OF AN INTRODUCTION

As instructed, we, CBRE, Inc. ("CBRE"), have issued appraisals dated 26 May 2021 with a material (effective) date of value as of 31 December 2020 ("Appraisal Reports"), outlining the Market Value of 1 multi-family property in Denver, Colorado, United States of America ("Properties") for the purposes of the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited ("CapitaLand") (including the proposed listing of CLIM).

For the specific purpose of this Introductory Document, we provide this restricted appraisal report letter (“Letter”), which is a condensed version of our more extensive Appraisal Reports, outlining key factors that have been considered in arriving at our opinions of value. This Letter should be read in conjunction with the said issued Appraisal Reports.

We have issued the comprehensive formal full appraisals and this Letter, in accordance with the terms of engagement entered into between CBRE and the addressee(s), dated 25 April 2021.

We have prepared this Letter in accordance with the requirements of our instructions and in accordance with the Uniform Standards of Professional Appraisal Practice (USPAP). The definition of Market Value is as follows:

The most probable price which a property should bring in a competitive and open market under all conditions requisite to a fair sale, the buyer and seller each acting prudently and knowledgeably, and assuming the price is not affected by undue stimulus. Implicit in this definition is the consummation of a sale as of a specified date and the passing of title from seller to buyer under conditions whereby:

1. buyer and seller are typically motivated.
2. both parties are well informed or well advised and acting in what they consider their own best interests.
3. a reasonable time is allowed for exposure in the open market.
4. payment is made in terms of cash in U.S. dollars or in terms of financial arrangements comparable thereto; and
5. the price represents the normal consideration for the property sold unaffected by special or creative financing or sales concessions granted by anyone associated with the sale.

The value conclusion reflects all information known by the valuers of CBRE who worked on the appraisals in respect to the Property, market conditions and available data.

CBRE

Reliance on this Letter

For the purposes of this Introductory Document, we have prepared this Letter which summarizes our Appraisal Reports and outlines key factors which have been considered in arriving at our opinion of value. CBRE has provided the addressee(s) with an Appraisal Report for each Property.

The appraisal and market information are not guarantees or predictions and must be read in consideration of the following:

- This Letter alone does not contain all the necessary data and support information in terms of the appraisal, which is included within our Appraisal Reports. To understand the complexity of the methodology and the many variables involved, reference must be made to the Appraisal Reports, copies of which are held by CapitaLand and CLIM.
- The conclusions within the Appraisal Reports as to the estimated value are based upon the factual information set forth in the Appraisal Reports. Whilst CBRE has endeavoured to assure the accuracy of the factual information, it has not independently verified all information provided by CapitaLand and CLIM.
- One of the primary methodologies used by CBRE in valuing the Properties includes the Capitalization Method, –which is based upon estimates of future financial performance and are not predictions. Each methodology begins with a set of assumptions as to income and expenses of the Property and future economic conditions in the local market. The income and expense figures are mathematically extended with adjustments for estimated changes in economic conditions. The resultant value is considered the best practice estimate but is not to be construed as a prediction or guarantee and is fully dependent upon the accuracy of the assumptions as to income, expenses, and market conditions.
- The Appraisal Reports were undertaken based upon information available and provided to us as of November 2020. CBRE accepts no responsibility for subsequent changes in information as to income, expenses, or market conditions, between these dates and the appraisal date.
- COVID-19 is continuing to impact market activity in most sectors. As at the appraisal date, we consider that we can attach less weight to previous market evidence for comparison purposes, to inform opinions of value. Our appraisal is reported as being subject to 'material valuation uncertainty'. Consequently, less certainty – and a higher degree of caution – should be attached to our appraisal than would normally be the case. Values may change more rapidly and significantly than during standard market conditions.

No reliance may be placed upon the contents of this Letter by any party for any purpose other than in connection with the Purpose of Appraisal and only with reference to the Appraisal Reports.

Covid-19 Warning Statement -Market Uncertainty Clause:

The outbreak of the Novel Coronavirus (COVID-19), declared by the World Health Organization as a Global Pandemic on the 11th March 2020, is causing heightened uncertainty in both local and global market conditions. Global financial markets have seen steep declines since late February largely on the back of the pandemic over concerns of trade disruptions and falling demand. The effect COVID-19 will have on the real estate market in the region is currently unknown and will largely depend on both the scale and longevity of the pandemic. A prolonged pandemic could have a significant (and yet unknown or quantifiable) impact on other sectors of the property market. Comparable transactions and market evidence since the pandemic are limited. Our valuation is based on the information available to us at the date of valuation. Whilst we have taken all reasonable steps to estimate the effect on the property, due to the significant uncertainty in property and capital markets and the rapid unfolding of these events it is difficult to quantify and assess the impact that the pandemic has had on capital values, if any. For the avoidance of doubt, the inclusion of the 'material valuation uncertainty' declaration above does not mean that the valuation cannot be relied upon. Rather, the declaration has been included to ensure transparency of the fact that – in the current extraordinary circumstances - less certainty can be attached to the valuation than would otherwise be the case. The material uncertainty clause is to serve as a precaution and does not invalidate the valuation.

CBRE

Valuation Rationale

In arriving at our opinion of value, we have considered relevant general and economic factors and in particular have investigated recent sales and leasing transactions of comparable properties that have occurred in this sector. We have primarily utilized the Income and Sales Comparison Approaches (Capitalisation Method and Direct Comparison Method) in undertaking our assessment for the Property.

Capitalization Method Income Capitalization Approach

We have utilized the income capitalization approach in which the sustainable net income on a fully leased basis has been estimated having regard to the current passing rental income and other income. From this figure, we have deducted applicable outgoings, including operating expenses, property management fees as well as property tax.

The resultant net income has been capitalized for the remaining tenure of the Property to produce a core capital value. The capitalization rate adopted reflects the nature, location and tenancy profile of the Property together with current market investment criteria, as evidenced by the sales evidence considered. Thereafter, appropriate capital adjustments have been included which relate to provisions for existing vacancies, rental reversion adjustments and capital expenditure requirements.

- Adopted Capitalization Rate – 4.75%

Sales Comparison Approach (Direct Comparison Method)

We have also carried out a sales comparison approach. The sales utilized represent the best data available for comparison with the properties. These sales were chosen based upon their proximity, vintage, unit mix and overall characteristics which are the most representative of the subject properties as of the valuation date. Adjustment to these sales are based on certain categories, such as location and average unit size, there are very quantifiable adjustments that can be tied to rents or demographic attributes, while on qualitative differences such as quality/condition, there is a more subjective adjustment made and garnered from experience.

Adopted Capital Value per Unit is detailed as: $250,000 - $260,000

Valuation Methodology Weighting

- Capitalization Approach (Method) – 100%
- Sales Comparison Approach (Direct Comparison Method) – 0%

CBRE

RESTRICTED APPRAISAL REPORTS

Market Value Definition:	The market value is the type of value for this restricted Appraisal report as defined by the Interagency Appraisal and Evaluation Guidelines; December 10, 2010, Federal Register, Volume 75 Number 237, Page 77472
Use Restriction:	The use of this report is restricted and limited to the use to the client and the named intended user. The reader is hereby advised that the opinions and conclusions contained herein may not be properly understood without additional information contained in the appraiser's work file.
Scope of Work:	The scope of work used to develop this appraisal is as follows: a. The property was legally identified by its postal address and assessors' records b. Per prior agreement with the client, we have not re-inspected the subject property c. Analysis and research included applicable tax data, zoning requirements, flood zone status, demographics, income and expense data and comparable data The sales and income approaches were used. The cost approach was not used, as investors do not use a property's depreciated replacement cost to determine market values.
Extraordinary Assumptions:	1. Architectural plans were not provided for the preparation of this appraisal and the subject's gross building area is estimated from the rent rolls and the building area provided by the County Assessor. We are making the extraordinary assumption that the gross building area and the total net rentable area for the apartments derived from these sources is accurate and reliable. 2. We last inspected this property in 2018, and we assume there have been no major detrimental changes in the physical real estate. 3. The effective date of valuation is December 31, 2020, and the concluded value is a retrospective valuation as of a prior date. There are no events that must occur, other than already disclosed, between the date of our inspection of the subject property and the date of valuation in order to conclude the value reported herein. Thus, the reported value is predicated on the specific assumption that the physical status of the property as of the date of valuation is not materially different than it was as of the date of CBRE Inc.'s inspection of the subject property, which was December 2018. The appraisal is based on real estate and economic conditions as best perceived as of the date of this report. 4. The use of extraordinary assumptions may have affected the results of this assignment.
Hypothetical Conditions:	Hypothetical conditions have not been used in this appraisal.
Assumptions, Disclaimers, Limitations & Qualifications	All data provided in this Certificate is wholly reliant on and must be read in conjunction with the information provided in the attached report. It is a synopsis only designed to provide a brief overview and must not be acted on in isolation. This valuation report is provided subject to the assumptions, qualifications, limitations and disclaimers detailed throughout this report which are made in conjunction with those included within the Assumptions, Qualifications, Limitations & Disclaimers section of this report. Reliance on this report and extension of our liability is conditional upon the reader's acknowledgement and understanding of these statements. This valuation is for the use only of the party to whom it is addressed and for no other purpose. No responsibility is accepted to any third party who may use or rely on the whole or any part of the content of this valuation. The valuer has no pecuniary interest that would conflict with the proper valuation of the property.

CBRE

Property 1

Property:	Parkfield Apartments 16199 Green Valley Ranch Boulevard City & County of Denver, Colorado 80239
Client & Intended User:	CapitaLand Limited and CapitaLand Investment Management Limited
Intended Use:	For the corporate transaction involving the proposed strategic restructuring and demerger of the investment management business of CapitaLand Limited (including the proposed listing of CapitaLand Investment Management Limited)
Legal Description:	Plot 2, Block 4, Parkfield Filing No. 5, City and County of Denver, State of Colorado.
Interest Valued:	Leased fee interest (this may be know as Freehold in a Singapore context)
Basis of Valuation:	Market Value subject to existing tenancies and occupational arrangements
Registered Owner:	SCG ATLAS PARKFIELD LLC
Ownership & Property History:	Title to the property is currently vested in the name of SCG ATLAS PARKFIELD LLC, which acquired title to the property in January 2016, as improved for $95,088,961, as recorded in Reception #2016010639 of the Denver County Deed Records. This most recent sale transaction of the subject appears to have been arm's length and reasonable. To the best of our knowledge, there have been no ownership transfers of the property during the previous three years.
Land Area:	128,034.2 sqm (1,378,147 sqft)
Town Planning:	PUD 515; Uses permitted: PUD is a form of development generally characterized by a unified site design for clustering buildings and providing common open-space, density increases, and a mix of building types and land uses. The process involves site plan review, during which the city agencies and neighborhood residents have considerable input in determining the nature of the development. In effect, any PUD is a specific zone district for a specific area, including precise regulations written by the applicant, and when approved by City Council, is enforced by the city. It allows maximum flexibility during the planning stage and maximum assurance that exactly what is proposed will be developed.
Brief Description:	The subject is a 476-unit multi-family garden property located at 16199 Green Valley Ranch Boulevard in Denver, Colorado. The property consists of 49 two-story apartment buildings. The improvements were constructed in 2000 and are situated on a 31.64-acre site. The unit mix is inclusive of 1BR and 2BR layouts averaging 890SF. Unit amenities include a full appliance package, wood cabinets, laminate countertops, vinyl plank flooring in kitchens, vinyl tile flooring in bathrooms, carpeted living areas and bedrooms, combination tub/showers with ceramic tile wainscot, and private patios/balconies. Project amenities include a fitness center, pool, jacuzzi/hot tub, business center, barbeque area, and clubhouse. As of the rent roll provided, dated October 5, 2020, the property was 95.6% occupied.
Gross Building Area	39,767.0 sqm (428,048 sqft)
Gross Floor Area (GFA):	N/A
Net Rentable Area (NRA):	39,321.4 sqm (423,252 sqft)
Valuation Approaches:	Capitalisation Method & Direct Comparison Method
Highest and Best Use:	The highest and best use as vacant is for development of an apartment property. None of the comparable buildings have been acquired for conversion to an alternative use.
Capitalisation Rate:	4.75%
Terminal Capitalisation	N/A
Discount Rate:	N/A
Date of Inspection:	1 August 2018
Date of Report:	26 May 2021
Effective Date of Valuation:	31 December 2020
Assessed Value:	$121,900,000 (One Hundred Twenty One Million Nine Hundred Thousand Dollars)
Market Value on GBA:	$3,065 psm (285 psf)
Market Value on GFA:	N/A
Market Value on NRA:	$3,100 psm (288 psf)

CBRE

Assessment of Value

We are of the opinion that the Market Value of the leased fee interest in the Properties, subject to the existing tenancies and occupational arrangements, is as follows:

- Parkfield Apartments, 16199 Green Valley Ranch Boulevard, City & County of Denver, Colorado 80239 is US$121,900,000 (United State Dollars: One Hundred Twenty-One Million Nine Hundred Thousand Dollars only)

Disclaimer

CBRE have prepared this Letter which appears in this Introductory Document and, to the extent permitted by law, specifically disclaim liability to any person in the event of any omission from or false or misleading statement included in the Introductory Document, other than in respect of the information provided within the aforementioned Reports and this Letter. CBRE does not make any warranty or representation as to the accuracy of the information in any other part of the Introductory Document other than as expressly made or given by CBRE in this Letter.

CBRE has relied upon property data supplied by CapitaLand and CLIM which we assume to be true and accurate. CBRE takes no responsibility for inaccurate client supplied data and subsequent conclusions related to such data.

The reported analyses, opinions and conclusions are limited only by the reported assumptions and limiting conditions, and is our personal, unbiased professional analyses, opinions, and conclusions. CBRE and the respective appraisers involved in each assignment have no present or prospective interest in the Property and have no personal interest or bias with respect to the party(ies) involved.

The appraiser's compensation is not contingent upon the reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value estimate, the attainment of a stipulated result, or the occurrence of a subsequent event (such as a lending proposal or sale negotiation).

We hereby certify that the valuers undertaking these appraisals are authorized to practice as appraisers and have at least 5 years continuous experience in appraisal.

None of the information in this Letter or our Appraisal Reports constitutes advice as to the merits of entering into any form of transaction. Furthermore, none of the information in this Letter or our Appraisal Reports constitutes financial product advice.

Neither this letter, nor the Appraisal Reports purport to contain all the information that any interested party may require. They do not consider individual circumstances, financial situation, investment objectives or requirements. They are intended to be used as guide only and do not constitute advice including without any limitation, investment, tax, legal or any other type of advice. The appraisals stated are only best estimates and are not to be construed as a guarantee. The material contained in these appraisals should not be relied upon as a statement or representation of fact without confirmation or satisfaction as to its correctness by independent investigation and review of the Appraisal Reports to understand the assumptions and methodologies stated in the appraisals.

This Letter and the Appraisal Reports are strictly limited to the matters contained within those documents and are not to be read as extending, by implication or otherwise, to any other matter in the Introductory Document. To the extent permitted by law, CBRE specifically disclaims any liability in respect of the use of or reliance on this Letter to any person in the event of any omission or false or misleading statement other than to the Addressees. CBRE does not give any warranty or representation as to the accuracy of the information in any other part of the Introductory Document.

CBRE

Certification:

We certify to the best of our knowledge and belief:

1. The statements of fact contained in this report are true and correct.

2. The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions and are our personal, impartial and unbiased professional analyses, opinions, and conclusions.

3. We have no present or prospective interest in or bias with respect to the property that is the subject of this report and have no personal interest in or bias with respect to the parties involved with this assignment.

4. Our engagement in this assignment was not contingent upon developing or reporting predetermined results.

5. Our compensation for completing this assignment is not contingent upon the development or reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value opinion, the attainment of a stipulated result, or the occurrence of a subsequent event directly related to the intended use of this appraisal.

6. This appraisal assignment was not based upon a requested minimum valuation, a specific valuation, or the approval of a loan.

7. Our analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the 2020-2021 Uniform Standards of Professional Appraisal Practice, as well as the requirements of the State of Colorado.

8. The reported analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the requirements of the Code of Professional Ethics and Standards of Professional Appraisal Practice of the Appraisal Institute.

9. The use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.

10. As of the date of this report, Mark Lodmill, MAI has completed the continuing education program for Designated Members of the Appraisal Institute.

11. As of the date of this report, Kelly Lehman has completed the Standards and Ethics Education Requirements for Candidates/Practicing Affiliates of the Appraisal Institute.

12. Mark Lodmill, MAI and Kelly Lehman have made a personal inspection of the property that is the subject of this report.

13. No one provided significant real property appraisal assistance to the persons signing this report.

14. Valuation & Advisory Services operates as an independent economic entity within CBRE, Inc. Although employees of other CBRE, Inc. divisions may be contacted as a part of our routine market research investigations, absolute client confidentiality and privacy were maintained at all times with regard to this assignment without conflict of interest.

15. Mark Lodmill, MAI and Kelly Lehman have provided services, as an appraiser, but not in any other capacity, regarding the property that is the subject of this report within the three-year period immediately preceding acceptance of this assignment.

Yours sincerely
CBRE, Inc.

K. Lehman

Per: Mark Lodmill, MAI
Executive Vice President
Certified General Real Estate Appraiser:
State of Colorado (No. CG40016012)

Per: Kelly Lehman
Senior Appraiser
Certified General Real Estate Appraiser:
State of Colorado (No. CG200002003)

APPENDIX I – LIST OF SUBSIDIARIES, SUBSIDIARY ENTITIES, ASSOCIATED COMPANIES AND ASSOCIATED ENTITIES

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
1.	CapitaLand Business Services Pte. Ltd.	100%	Singapore	Singapore	Information technology and computer service activities
2.	CapitaLand Mall Asia Limited	100%	Singapore	Singapore	Investment holding company and provision of management services
3.	CapitaLand India Pte. Ltd.	100%	Singapore	Singapore	Investment holding
4.	CapitaLand International Pte. Ltd.	100%	Singapore	Singapore	Investment holding, and business and management consultancy services
5.	CLI Singapore Pte. Ltd. (formerly known as CapitaLand Investments Pte Ltd)	100%	Singapore	Singapore	Investment holding
6.	The Ascott Limited	100%	Singapore	Singapore	Investment holding
7.	CLI FM Pte. Ltd. (formerly known as Ascendas Investment Pte Ltd)	100%	Singapore	Singapore	Investment holding
8.	CLI FM Two Pte. Ltd.	100%	Singapore	Singapore	Investment holding
9.	CapitaLand Institute of Management and Business	100%	Singapore	Singapore	Management development training
10.	CapitaLand Commercial Trust Management Limited	100%	Singapore	Singapore	Investment holding
11.	CapitaLand Integrated Commercial Trust Management Limited	100%	Singapore	Singapore	REIT management
12.	CapitaLand China Trust Management Limited	100%	Singapore	Singapore	REIT management
13.	CapitaRetail (Beijing) Investment Consulting Co., Ltd.	100%	PRC	PRC	Property management and consultancy services

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
14.	Ascott Residence Trust Management Limited	100%	Singapore	Singapore	Property fund management (including REIT management and direct property fund management)
15.	CapitaLand Malaysia REIT Management Sdn. Bhd. (formerly known as CapitaLand Malaysia Mall REIT Management Sdn. Bhd.)	70%	Malaysia	Malaysia	Managing and administering CMMT, and undertaking primary management activities in relation to CMMT including overall strategy, new acquisition and disposal analysis and other activities as provided by the trust deed of CMMT
16.	CapitaLand India Fund Management Pte. Ltd.	100%	Singapore	Singapore	Fund management and property management
17.	Ascott Business Trust Management Pte. Ltd.	100%	Singapore	Singapore	Collective portfolio investment funds with rental income
18.	CLI Treasury Limited	100%	Singapore	Singapore	Provision of financial and treasury services to related companies
19.	CapitaLand Fund Management Pte. Ltd.	100%	Singapore	Singapore	Property fund management
20.	China-Singapore Guangzhou Knowledge City Equity Investment Fund Management Co., Ltd.	35%	PRC	PRC	Fund management
21.	CapitaLand Trustee Pte. Ltd.	100%	Singapore	Singapore	Provision of trustee, fiduciary and custody services
22.	CapitaLand Retail Trustee Pte. Ltd.	100%	Singapore	Singapore	Provision of trustee, fiduciary and custody services
23.	CMA Japan Trust One Pte. Ltd.	100%	Singapore	Singapore	Investment holding
24.	CapitaRetail LPM Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding and investment in retail property in Japan

APPENDIX I – LIST OF SUBSIDIARIES, SUBSIDIARY ENTITIES, ASSOCIATED COMPANIES AND ASSOCIATED ENTITIES

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
25.	CapitaRetail LPM Tokutei Mokuteki Kaisha	100%	Japan	Japan	Property investment
26.	CapitaRetail IH Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding and investment in office and retail property in Japan
27.	CapitaRetail IH Tokutei Mokuteki Kaisha	100%	Japan	Japan	Property investment
28.	CMA Vivit Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding and investment in office property in Japan
29.	CapitaRetail NS Tokutei Mokuteki Kaisha	100%	Japan	Japan	Property investment
30.	Retail Square Management Yugen Kaisha	100%	Japan	Japan	Dormant
31.	SFT Japan Pte. Ltd.	100%	Singapore	Singapore	Investment holding
32.	SFT Investment Tokutei Mokuteki Kaisha	100%	Japan	Japan	No operations following divestment of property investment
33.	Carmel Plus Pte. Ltd.	100%	Singapore	Singapore	Investment holding
34.	CapitaLand (Japan) Kabushiki Kaisha	100%	Japan	Japan	Asset management
35.	Japan Residence One Y.K.	100%	Japan	Japan	Master lessee for rental apartment portfolio
36.	CAP I SLP GP Ltd	100%	Cayman Islands	Cayman Islands*	Holding Company (Securities)
37.	CAP I SLP, L.P.	100%	Cayman Islands	Cayman Islands*	Holding business
38.	CAP I GP Pte. Ltd.	100%	Singapore	Singapore	Fund management
39.	CapitaLand Asia Partners I, LP	51.12%	Singapore	Singapore	Investment holding
40.	CAP I Investments Holding Pte. Ltd.	33.48%	Singapore	Singapore	Investment holding
41.	Apatite Holdings Limited	33.48%	British Virgin Islands	British Virgin Islands*	Holding business
42.	Azurite Holdings Limited	33.48%	British Virgin Islands	British Virgin Islands*	Holding business
43.	Adventurine Investments Limited	33.48%	Hong Kong	Hong Kong	Investment holding
44.	Shanghai Jingyi Industrial Co., Ltd.	33.48%	PRC	PRC	Management and consulting

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
45.	Shanghai Rungong Industrial Co., Ltd.	33.48%	PRC	PRC	Technology consulting
46.	Shanghai Runrong Industrial Co., Ltd.	33.48%	PRC	PRC	Management and consulting
47.	Shanghai Zhuju Real Estate Co., Ltd.	33.48%	PRC	PRC	Real estate development and management
48.	Resplendent Pearl Investments Ltd	33.48%	British Virgin Islands	British Virgin Islands*	Holding business
49.	Brilliant Pearl Investments Limited	16.74%	British Virgin Islands	British Virgin Islands*	Investment holding
50.	CAP I GP S.A.R.L	100%	Luxembourg	Luxembourg	General partner
51.	Carnelian GP Ltd	100%	Cayman Islands	Cayman Islands*	General partner
52.	Cavansite Holdings Limited	8.37%	British Virgin Islands	British Virgin Islands*	Investment holding
53.	CLFMI Pte. Ltd.	100%	Singapore	Singapore	Investment holding
54.	CLFMI Hong Kong Limited	100%	Hong Kong	Hong Kong	Provision of advisory services
55.	Credo I China GP Pte. Ltd.	100%	Singapore	Singapore	Fund management
56.	CREDO I SLP GP Ltd	100%	Cayman Islands	Cayman Islands*	Holding Company (Securities)
57.	CREDO I SLP, L.P.	100%	Cayman Islands	Cayman Islands*	Holding business
58.	Athena GP Pte. Ltd.	100%	Singapore	Singapore	Fund management
59.	Athena SG LP	23.575%	Singapore	Singapore	Investment holding
60.	Achilles Investments Holding Pte. Ltd.	23.575%	Singapore	Singapore	Investment holding
61.	Aeolus Investments Pte. Ltd.	23.575%	Singapore	Singapore	Investment holding
62.	Artemis Ventures Pte. Ltd.	23.575%	Singapore	Singapore	Property investment company
63.	CapitaLand (China) Corporate Management Co., Ltd.	100%	PRC	PRC	Management consultancy services
64.	CapitaMalls Beijing Business Co., Ltd.	100%	PRC	PRC	Technology development services, consultancy and retail
65.	CapitaLand Retail China Pte. Ltd.	100%	Singapore	Singapore	Investment holding
66.	CMA RCCF Investment (BVI) Limited	100%	British Virgin Islands	British Virgin Islands*	Investment holding

S/N	Name	Effective Ownership Interest[#]	Country of Incorporation	Principal Place of Business	Principal Activities
67.	CapitaLand China (RCCF) Holdings Limited	100%	Cayman Islands	Cayman Islands*	Investment holding
68.	Raffles City China Income Ventures Limited	55%[1, 2]	Cayman Islands	Cayman Islands*	Investment fund
69.	RCCF Beijing Limited	55%[2]	Cayman Islands	Cayman Islands*	Investment holding
70.	Floral Land Pte. Ltd.	55%[2]	Singapore	Singapore	Investment holding
71.	Beijing Xinjie Real Estate Development Co., Ltd.	55%[3]	PRC	PRC	Real estate development
72.	RCCF Hangzhou Limited	55%[2]	Cayman Islands	Cayman Islands*	Investment holding
73.	Pagesus Pte. Ltd.	55%[2]	Singapore	Singapore	Investment holding
74.	Raffles City (Hangzhou) Real Estate Development Co., Ltd.	55%[3]	PRC	PRC	Real estate development
75.	RCCF Chengdu Limited	55%[2]	Cayman Islands	Cayman Islands*	Investment holding
76.	Calderdale Pte. Ltd.	55%[2]	Singapore	Singapore	Investment holding
77.	Raffles City Chengdu Co., Ltd.	55%[3]	PRC	PRC	Real estate development
78.	RCCF Shanghai Limited	55%[2]	Cayman Islands	Cayman Islands*	Investment holding
79.	Hua Qing Holdings Pte Ltd	32.4%[4]	Singapore	Singapore	Investment holding
80.	Shanghai Hua Qing Real Estate Management Co., Ltd.	30.7%[5]	PRC	PRC	Real estate management
81.	RCCF Ningbo Limited	55%[2]	Cayman Islands	Cayman Islands*	Investment holding

1 Based on our Group's holding of 55% of the redeemable preference shares of Raffles City China Income Ventures Limited. Our Group holds 100% of the ordinary shares of Raffles City China Income Ventures Limited.

2 Upon completion of the RCCIV/Senning Transactions, our Group's effective ownership interest will increase to 100%.

3 Upon completion of the RCCIV/Senning Transactions, our Group's effective ownership interest will decrease to 30%.

4 Upon completion of the RCCIV/Senning Transactions, our Group's effective ownership interest will increase to 36.1%.

5 Upon completion of the RCCIV/Senning Transactions, our Group's effective ownership interest will decrease to 12.6%.

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
82.	CapitaLand Ningbo (Commercial) Holdings Pte. Ltd.	55%[1]	Singapore	Singapore	Investment holding
83.	Ningbo Xin Yin Property Development Co., Ltd.	55%[2]	PRC	PRC	Real estate development
84.	Fairfield Place Pte. Ltd.	55%[1]	Singapore	Singapore	Investment holding
85.	CapitaRetail China Investments Pte. Ltd.	100%	Singapore	Singapore	Investment holding
86.	CapitaLand Retail Hong Kong Investments Two (BV) Limited	100%	British Virgin Islands	British Virgin Islands*	Investment holding
87.	CapitaLand Retail (Shanghai) Management & Consulting Co., Ltd.	100%	PRC	PRC	Property management & consultancy services
88.	Retail Crown Pte. Ltd.	100%	Singapore	Singapore	Investment holding
89.	CapitaLand China Trust	22.21%[3]	Singapore	Singapore	REIT
90.	CapitaLand Retail (Beijing) Facilities & Projects Consulting Co., Ltd	100%	PRC	PRC	Provision of project management & consultancy services
91.	CapitaLand Mall China Income Fund I	45%	Singapore	Singapore	Trust
92.	Ever Bliss International Limited	50%[4]	Hong Kong	Hong Kong	Investment holding
93.	CapitaLand Mall China Income Fund II	30%	Singapore	Singapore	Trust
94.	Full Grace Enterprises Limited	50%[5]	Hong Kong	Singapore	Investment holding
95.	CapitaLand Mall China Income Fund III	45%	Singapore	Singapore	Trust
96.	CapitaLand China Alpha Holdings Pte. Ltd.	100%	Singapore	Singapore	Investment holding

1 Upon completion of the RCCIV/Senning Transactions, our Group's effective ownership interest will increase to 100%.

2 Upon completion of the RCCIV/Senning Transactions, our Group's effective ownership interest will decrease to 30%.

3 Does not take into account 8.82% of the units of CapitaLand China Trust held by HSBC Institutional Trust Services (Singapore) Limited, as trustee of CICT (not being a subsidiary entity of our Company). If such units are taken into account, our effective ownership interest in CapitaLand China Trust is 24.76%.

4 Does not take into account 50% of the shares of Ever Bliss International Limited indirectly held by CapitaLand Mall China Income Fund I (not being a subsidiary entity of our Company). If such shares are taken into account, our effective ownership interest in Ever Bliss International Limited is 72.5%.

5 Does not take into account 50% of the shares of Full Grace Enterprises Limited indirectly held by CapitaLand Mall China Income Fund II (not being a subsidiary entity of our Company). If such shares are taken into account, our effective ownership interest in Full Grace Enterprises Limited is 65%.

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
97.	CapitaLand China Data Centre One Pte. Ltd.	100%	Singapore	Singapore	Investment holding
98.	Empress Investments Pte. Ltd.	80%	Singapore	Singapore	Investment holding
99.	Kaiyao (Shanghai) Technology Co., Ltd.	80%	PRC	PRC	Technology research, consultancy and services
100.	CMA China II Pte. Ltd.	100%	Singapore	Singapore	Investment holding
101.	CMA China II (BVI) Holdings Limited	100%	British Virgin Islands	British Virgin Islands*	Investment holding
102.	Navin Holdings Limited	100%	British Virgin Islands	British Virgin Islands*	Investment holding
103.	Giant Castle Investments Limited	100%	Hong Kong	Hong Kong	Investment holding
104.	Crystal I Pte. Ltd.	100%	Singapore	Singapore	Investment holding
105.	Beijing Jiade Xinyuan Commercial Property Co., Ltd.	100%	PRC	PRC	Real estate development and management
106.	Cressida Enterprises Limited	100%	British Virgin Islands	British Virgin Islands*	Investment holding
107.	CMA China II Changning Limited	100%	British Virgin Islands	British Virgin Islands*	Investment holding
108.	Senning Property Ltd	45%[1]	British Virgin Islands	British Virgin Islands*	Investment holding
109.	CapitaLand Mall China Development Fund III	50%	Singapore	Singapore	Trust
110.	CMA China III Pte. Ltd.	100%	Singapore	Singapore	Investment holding
111.	Senway Enterprises Limited	100%	Hong Kong	Hong Kong	Investment holding
112.	Dongjin Real Estate Development (Tianjin) Co., Ltd.	100%	PRC	PRC	Real estate development
113.	Gold Achiever Limited	100%	British Virgin Islands	Singapore	Investment holding
114.	Gold Conqueror Limited	100%	British Virgin Islands	Singapore	Investment holding
115.	Gold Runner Limited	100%	British Virgin Islands	British Virgin Islands*	Investment holding
116.	Radiant II Pte. Ltd.	100%	Singapore	Singapore	Investment holding
117.	CapitaMalls Wuhan Gutian Commercial Property Co., Ltd.	100%	PRC	PRC	Real estate development and management

[1] Upon completion of the RCCIV/Senning Transactions, our Group's effective ownership interest will increase to 100%.

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
118.	CLC Investment Four Pte. Ltd.	100%	Singapore	Singapore	Investment holding
119.	Raffles City China Investment Partners III	41.667%	Singapore	Singapore	Trust
120.	Keisha Limited	37%[1]	Cayman Islands	Cayman Islands*	Investment holding
121.	ACCF3 Holding Pte. Ltd.	100%	Singapore	Singapore	Investment holding
122.	Ascendas China Commercial Fund 3	55%	Singapore	Singapore	Trust
123.	Ascendas Plaza Pte. Ltd.	55%	Singapore	Singapore	Investment holding
124.	Ascendas Development (Shanghai) Co., Ltd.	55%	PRC	PRC	Real estate management and leasing
125.	Shanghai Jiujiang Pte. Ltd.	55%	Singapore	Singapore	Investment holding
126.	Kobest Investment Limited	55%	Hong Kong	Hong Kong	Investment holding
127.	Shanghai Bao Gang Real Estate Co., Ltd.	55%	PRC	PRC	Real estate development and management
128.	Ascendas (China) Pte Ltd	100%	Singapore	Singapore	Investment holding
129.	Ascendas Suzhou Science & Technology Park Pte. Ltd.	100%	Singapore	Singapore	Investment holding
130.	Ascendas Science & Technology Park Development (SIP) Co., Ltd	100%	PRC	PRC	Real estate development and management
131.	Ascendas Zhangjiang C62 Pte. Ltd.	100%	Singapore	Singapore	Investment holding
132.	Ascendas C62 Park (Shanghai) Co., Ltd.	100%	PRC	PRC	Real estate management and leasing
133.	Beijing-Ascendas BETIDC Development Co., Ltd.	99.81%	PRC	PRC	Real estate development and management
134.	DLSP-Ascendas Co., Ltd.	100%	PRC	PRC	Real estate development and management
135.	Ascendas Services (Suzhou) Co., Ltd.	100%	PRC	PRC	Management & consulting

[1] Does not take into account 63% of the shares of Keisha Limited indirectly held by Raffles City China Investment Partners III (not being a subsidiary entity of our Company). If such shares are taken into account, our effective ownership interest in Keisha Limited is 63.25%.

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
136.	Ascendas Singapore-Hangzhou Science & Technology Park I Pte. Ltd.	100%	Singapore	Singapore	Investment holding
137.	Ascendas Singapore-Hangzhou Science & Technology Park II Pte. Ltd.	100%	Singapore	Singapore	Investment holding
138.	Ascendas Singapore-Hangzhou Science & Technology Park III Pte. Ltd.	100%	Singapore	Singapore	Investment holding
139.	Ascendas Singapore-Hangzhou Science & Technology Park IV Pte. Ltd.	100%	Singapore	Singapore	Investment holding
140.	Ascendas Singapore-Hangzhou Science & Technology Park V Pte. Ltd.	100%	Singapore	Singapore	Investment holding
141.	Ascendas Singapore-Hangzhou Science & Technology Park VI Pte. Ltd.	100%	Singapore	Singapore	Investment holding
142.	Ascendas BJDM 2 Pte. Ltd.	100%	Singapore	Singapore	Investment holding
143.	Ascendas Chengshan Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding
144.	Ascendas Shanghai Co., Ltd.	100%	PRC	PRC	Management & consulting
145.	Ascendas Services (Xi'an) Co., Ltd.	100%	PRC	PRC	Property management & consulting
146.	Ascendas Shanghai Fund Management Limited Liability Partnership	100%	PRC	PRC	Fund management
147.	CMA Japan Holdings Pte. Ltd.	100%	Singapore	Singapore	Investment holding
148.	CapitaLand International Japan Kabushiki Kaisha	100%	Japan	Japan	Asset management company for Japan properties other than lodging
149.	CapitaMalls SC Management Godo Kaisha	100%	Japan	Japan	Master lessee
150.	CMA Japan Trust	100%	Singapore	Singapore	Investment trust for Japan portfolio

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
151.	CapitaLand Retail (MY) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
152.	CapitaLand Retail Malaysia Sdn. Bhd.	100%	Malaysia	Malaysia	Project management and consultancy services
153.	Retail Galaxy Pte. Ltd.	100%	Singapore	Singapore	Investment holding
154.	Scenic Growth Sdn. Bhd.	100%	Malaysia	Malaysia	Property investment
155.	Success Idea Sdn. Bhd.	100%	Malaysia	Malaysia	Property investment
156.	Luxury Ace Sdn. Bhd.	100%	Malaysia	Malaysia	Property investment
157.	Milky Way Properties Berhad	100%	Malaysia	Malaysia	Property investment
158.	Pronto Investment One Pte. Ltd.	100%	Singapore	Singapore	Investment holding
159.	Sime Darby Property CapitaLand (Melawati Mall) Sdn. Bhd.	50%	Malaysia	Malaysia	Property investment
160.	Gain 888 Investments Pte. Ltd.	100%	Singapore	Singapore	Under members' voluntary liquidation
161.	Omnitrix Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding
162.	CMMT Investment Limited	100%	Malaysia	Malaysia	Investment holding
163.	CapitaLand Malaysia Mall Trust	38.05%	Malaysia	Malaysia	REIT
164.	Menang Investment Limited	100%	British Virgin Islands	British Virgin Islands*	Investment holding
165.	CapitaLand Retail Project Management Pte. Limited	100%	Singapore	Singapore	Project management and consultancy services
166.	CapitaLand Retail RECM Pte. Ltd.	100%	Singapore	Singapore	Investment holding
167.	CapitaLand Mall Japan Lease Management Kabushiki Kaisha	100%	Japan	Japan	Master lessee of a property held by a third party
168.	CapitaMalls Asia Treasury Limited	100%	Singapore	Singapore	Provision of financial and treasury services to related companies
169.	Ascendas India Trust	21.56%	Singapore	Singapore	Property trust
170.	Ascendas Asia-Pacific (Holdings) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
171.	Ascendas India Development VII Pte. Ltd.	100%	Singapore	Singapore	Investment holding

S/N	Name	Effective Ownership Interest[#]	Country of Incorporation	Principal Place of Business	Principal Activities
172.	Ascendas IT Park (Pune) Pvt Ltd	78.53%	India	India	Construction and development
173.	Ascendas India Development Trust Pte. Ltd.	100%	Singapore	Singapore	Investment holding
174.	Ascendas India Development II Pte. Ltd.	100%	Singapore	Singapore	Investment holding
175.	Ascendas India Development IV Pte. Ltd.	100%	Singapore	Singapore	Investment holding
176.	Dover AID V Pte. Ltd.	100%	Singapore	Singapore	Investment holding
177.	Daisu Ltd.	49%	Mauritius	Mauritius	Administrative services for compliance matters
178.	Ascendas India Development II Phase I Pte. Ltd.	100%	Singapore	Singapore	Investment holding
179.	Ascendas India Joint Investments Co Pte. Ltd.	100%	Singapore	Singapore	Investment holding
180.	Ascendas IT Park (Hadapsar) Private Limited (formerly known as One Hub Developers (Bangalore) Pvt Ltd)	100%	India	India	Property investment
181.	Ascendas India Fund Holdings Pte. Ltd.	100%	Singapore	Singapore	Investment holding
182.	Ascendas India Growth Programme 1 Pte. Ltd.	100%	Singapore	Singapore	Investment holding
183.	AIGP 1 Pte. Ltd.	30%	Singapore	Singapore	Investment holding
184.	AIGP 1 Pune A Pte. Ltd.	30%	Singapore	Singapore	Investment holding
185.	AIGP 1 Pune B Pte. Ltd.	30%	Singapore	Singapore	Investment holding
186.	AIGP2 Fund Pte. Ltd.	100%	Singapore	Singapore	Investment holding
187.	AIGP2 Chennai 1 Pte. Ltd.	100%	Singapore	Singapore	Investment holding
188.	Radial IT Park Private Limited	100%	India	India	Development and leasing of IT parks
189.	AIGP2 Chennai 2 Pte. Ltd.	100%	Singapore	Singapore	Investment holding
190.	Radial (Phase II) IT Park Private Limited	100%	India	India	Development and leasing of IT parks
191.	AIGP2 Chennai 3 Pte. Ltd.	100%	Singapore	Singapore	Investment holding

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
192.	Radial (Phase III) IT Park Private Limited	100%	India	India	Development and leasing of IT parks
193.	AIGP2 (FPI) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
194.	Ascendas Bangalore Fort Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding
195.	Ascendas India Logistics Holdings Pte. Ltd.	100%	Singapore	Singapore	Investment holding
196.	CapitaLand India Logistics II Pte. Ltd.	100%	Singapore	Singapore	Investment holding
197.	Ascendas Firstspace Development Management Private Limited	99.99%	India	India	Management services
198.	Ascendas India Logistics Pte. Ltd.	51%	Singapore	Singapore	Investment holding
199.	AIL 1 (FPI) Pte. Ltd.	40.75%	Singapore	Singapore	Investment holding
200.	AIL 1 Pte. Ltd.	40.75%	Singapore	Singapore	Investment holding
201.	Aarush Logistics Park Private Limited	40.61%	India	India	Development, management and operation of industrial and logistics park
202.	Aarush (Phase II) Logistics Park Private Limited	40.61%	India	India	Development, management and operation of industrial and logistics park
203.	Aarush (Phase III) Logistics Park Private Limited	40.61%	India	India	Development, management and operation of industrial and logistics park
204.	Aarush (Phase IV) Logistics Park Private Limited	40.61%	India	India	Development, management and operation of industrial and logistics park
205.	Aarush (Phase V) Logistics Park Private Limited	40.61%	India	India	Development, management and operation of industrial and logistics park
206.	AIL 2 Pte. Ltd.	51%	Singapore	Singapore	Investment holding

APPENDIX I – LIST OF SUBSIDIARIES, SUBSIDIARY ENTITIES, ASSOCIATED COMPANIES AND ASSOCIATED ENTITIES

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
207.	Vinplex India Private Limited	50.83%	India	India	Development, management and operation of industrial and logistics park
208.	AIL 3 Pte. Ltd.	51%	Singapore	Singapore	Investment holding
209.	Sher Logistics Park Private Limited	50.83%	India	India	Development, management and operation of industrial and logistics park
210.	AIL 4 Pte. Ltd.	51%	Singapore	Singapore	Investment holding
211.	Aaravalli Logistics Park Private Limited	50.83%	India	India	Development, management and operation of industrial and logistics park
212.	AIL 5 Pte. Ltd.	51%	Singapore	Singapore	Investment holding
213.	Topline Logistics Park Private Limited	50.83%	India	India	Development, management and operation of industrial and logistics park
214.	AIL 6 Pte. Ltd.	51%	Singapore	Singapore	Investment holding
215.	Power of One Logistics Park Private Limited	50.83%	India	India	Development, management and operation of industrial and logistics park
216.	AIL 7 Pte. Ltd.	51%	Singapore	Singapore	Investment holding
217.	Vallam (Phase I) Logistics Park Private Limited	50.83%	India	India	Development, management and operation of industrial and logistics park
218.	Vallam (Phase II) Logistics Park Private Limited	50.83%	India	India	Development, management and operation of industrial and logistics park
219.	Vallam (Phase III) Logistics Park Private Limited	50.83%	India	India	Development, management and operation of industrial and logistics park
220.	Vallam (Phase IV) Logistics Park Private Limited	50.83%	India	India	Development, management and operation of industrial and logistics park

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
221.	CapitaLand International (Japan) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
222.	CLI Japan One Pte. Ltd.	100%	Singapore	Singapore	Investment holding
223.	Mitake 1 Tokutei Mokuteki Kaisha	61%	Japan	Japan	Property investment
224.	CLI Japan Two Pte. Ltd.	100%	Singapore	Singapore	Investment holding
225.	Ascendas Land International (Investments) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
226.	CapitaLand (Korea) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
227.	Ascendas Korea Inc.	100%	South Korea	South Korea	Under liquidation
228.	Ascendas Jongro Pte. Ltd.	100%	Singapore	Singapore	Investment holding
229.	CapitaLand Korea Private Real Estate Investment Trust No. 3 (formerly known as Ascendas Korea Office Private REIT No. 3)	39.53%	South Korea	South Korea	REIT
230.	CapitaLand International (Europe) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
231.	CL International Management (UK) Limited	100%	United Kingdom	United Kingdom	Management of real estate on a fee or contract basis
232.	CLI Commercial (Europe) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
233.	CLI MAC (Netherlands) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
234.	CLI MAC (Netherlands) B.V.	100%	Netherlands	Netherlands	Investment holding
235.	CLI CP (Netherlands) Pte. Ltd.	50%	Singapore	Singapore	Investment holding
236.	CLI Five Pte. Ltd.	100%	Singapore	Singapore	Investment holding
237.	Luxx (S) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
238.	Luxx Arlington, S.a.r.l	100%	Luxembourg	Luxembourg	Investment holding
239.	Arlington Business Parks (Reading) Management UK Limited	54.36%	United Kingdom	United Kingdom	Management and maintenance of property

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
240.	CapitaLand International (Germany) GmbH	100%	Germany	Germany	Management and consultancy services
241.	CapitaLand International (Netherlands) B.V.	100%	Netherlands	Netherlands	Management and consultancy services
242.	CapitaLand International (USA) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
243.	CapitaLand International (USA) LLC	100%	USA	USA	Investment holding
244.	CLI Residential (USA) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
245.	CLI Atlas (USA) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
246.	CLI Atlas Pte. Ltd.	100%	Singapore	Singapore	Investment holding
247.	CLI Atlas Investment LLC	100%	USA	USA	Investment holding
248.	CLI Atlas Holding LLC	100%	USA	USA	Investment holding
249.	CLI Atlas LLC	100%	USA	USA	Investment holding
250.	CLI Atlas Ashton LLC	100%	USA	USA	Property management
251.	CLI Atlas Deerwood LLC	100%	USA	USA	Property management
252.	CLI Atlas Marquessa LLC	100%	USA	USA	Property management
253.	CLI Atlas Heronfield LLC	100%	USA	USA	Property management
254.	CLI CO (USA) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
255.	CLI CO Pte. Ltd.	100%	Singapore	Singapore	Investment holding
256.	CLI Colorado LLC	100%	USA	USA	Investment holding
257.	CLI Canterra LLC	100%	USA	USA	Property management
258.	CLI Sienna LLC	100%	USA	USA	Property management
259.	CLI Silverbrook LLC	100%	USA	USA	Property management
260.	CLI WA (USA) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
261.	CLI WA Pte. Ltd.	100%	Singapore	Singapore	Investment holding
262.	CLI WA LLC	100%	USA	USA	Investment holding
263.	CLI CentrePointe Green LLC	100%	USA	USA	Property management

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
264.	CLI Timberline Court LLC	100%	USA	USA	Property management
265.	CLI Union Mills LLC	100%	USA	USA	Property management
266.	CLI Capitol City LLC	100%	USA	USA	Property management
267.	CLI OR (USA) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
268.	CLI OR Pte. Ltd.	100%	Singapore	Singapore	Investment holding
269.	CLI OR LLC	100%	USA	USA	Investment holding
270.	CLI Miramonte Lodge LLC	100%	USA	USA	Property management
271.	CLI The Bluffs LLC	100%	USA	USA	Property management
272.	CLI Stoneridge LLC	100%	USA	USA	Property management
273.	Denver (USA) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
274.	Denver Pte. Ltd.	100%	Singapore	Singapore	Investment holding
275.	CLI Denver Investment LLC	100%	USA	USA	Investment holding
276.	CLI Denver Holding LLC	100%	USA	USA	Investment holding
277.	CLI Denver LLC	100%	USA	USA	Investment holding
278.	CLI Denver Parkfield LLC	100%	USA	USA	Property management
279.	CLI Denver Dartmouth Woods LLC	100%	USA	USA	Property management
280.	CLI TX One (USA) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
281.	CLI TX One Pte. Ltd.	100%	Singapore	Singapore	Investment holding
282.	CLI TX One LLC	100%	USA	USA	Investment holding
283.	CLI CB JV LLC	80%	USA	USA	Development and property ownership and operation
284.	CLI CB Owner LLC	80%	USA	USA	Development and property ownership and operation
285.	CapitaLand Retail Singapore Investments Pte. Ltd.	100%	Singapore	Singapore	Investment holding
286.	ION Orchard Link Pte. Ltd.	50%	Singapore	Singapore	Investment holding, and property development
287.	Orchard Turn Holding Pte. Ltd.	50%	Singapore	Singapore	Investment holding

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S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
288.	Albert Complex Pte Ltd	100%	Singapore	Singapore	Investment holding and investment trading
289.	Pyramex Investments Pte Ltd	100%	Singapore	Singapore	Investment holding
290.	Premier Healthcare Services International Pte Ltd	100%	Singapore	Singapore	Investment holding
291.	SBR Private Limited	100%	Singapore	Singapore	Investment holding
292.	E-Pavilion Pte. Ltd.	100%	Singapore	Singapore	Investment holding
293.	CapitaLand Integrated Commercial Trust	28.94%[1]	Singapore	Singapore	REIT
294.	Ascendas (Tuas) Pte Ltd	100%	Singapore	Singapore	Property owner and planning, developing & marketing, and management of industrial parks and related facilities
295.	Ascendas Fusion 5 Holding Pte. Ltd.	100%	Singapore	Singapore	Investment holding
296.	Southernwood Holding Pte. Ltd.	100%	Singapore	Singapore	Investment holding
297.	Southernwood Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding
298.	Southernwood Property Pte. Ltd.	65%	Singapore	Singapore	Property owner, planning, development, marketing & management of facilities
299.	CapitaLand Shared Services Pte. Ltd.	100%	Singapore	Singapore	Activities of head and regional head offices, centralised administrative offices and subsidiary management
300.	ViLabs Pte. Ltd.	100%	Singapore	Singapore	Advertising activities
301.	Somerset (Australia) Pte Ltd	100%	Singapore	Singapore	Investment holding
302.	The Ascott (Australia) Pty Ltd	100%	Australia	Australia	Management of serviced residences
303.	Oakford Australia Pty Ltd	100%	Australia	Australia	Management of serviced residences
304.	Ascott Serviced Residences Pty Ltd	100	Australia	Australia	Management of serviced residences

[1] Does not take into account the CICT DIS.

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
305.	Ascott Serviced Residence (China) Fund Management Pte. Ltd.	100%	Singapore	Singapore	Management of fund investment company, and provision of management & ancillary services for investment fund company
306.	Scotts Philippines, Inc.	100%	Philippines	Philippines	Property management services
307.	Hua Xin Residences Pte Ltd	100%	Singapore	Singapore	Dormant
308.	Ascott International Management Pte Ltd	100%	Singapore	Singapore	Investment holding and management of serviced and hotel apartments
309.	Rattha Somerset Greenways (Chennai) Private Limited	51%	India	India	Lodging activities, owners and management of a serviced residence apartment/hotel
310.	Citadines OMR Aparthotel Private Limited	100%	India	India	Lodging activities, owners and management of a serviced residence apartment/hotel
311.	Citadines Richmond Hospitality Private Limited	100%	India	India	Dormant
312.	Ascott International Management (India) Private Limited	100%	India	India	Technical advisory and management services
313.	Ascott Beverly Park Hospitality (India) Private Limited	100%	India	India	Management of serviced residences
314.	Citadines St Marks Limited	100%	United Kingdom	United Kingdom	Dormant
315.	Ascott International Management (Thailand) Limited	100%	Thailand	Thailand	Providing consultancy and advisory services on management of hotels and rental apartment services
316.	Attana Ascott Management Sdn. Bhd.	50%	Malaysia	Malaysia	Technical service consultant, property building management services and services residences operator

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
317.	Ascott International Management (Myanmar) Private Limited	100%	Myanmar	Myanmar	Provision of advisory services, consultancy and management services, and support services
318.	Aliph Properties Pte Ltd	100%	Singapore	Singapore	Investment holding
319.	P.T. Ascott International Management Indonesia	100%	Indonesia	Indonesia	Management company
320.	Ascott Property Management (Shanghai) Co., Ltd.	100%	PRC	PRC	Property management, technical consultation, and hotel management
321.	Shanghai Chengya Hotel Management Co., Ltd.	50%	PRC	PRC	Property management and hotel management
322.	The Ascott (Europe) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
323.	Ascott (Jersey) Limited	100%	Jersey	Jersey	Property/holding company
324.	The Ascott Mayfair Operating Limited	100%	United Kingdom	United Kingdom	Dormant
325.	Ascott St James (Jersey) Limited	100%	Jersey	United Kingdom	Property/holding company
326.	The Cavendish Hotel (London) Limited	100%	United Kingdom	United Kingdom	Operating company of a hotel
327.	Attana Scotts Sdn. Bhd.	50% less one share	Malaysia	Malaysia	Technical service consultant, property building management services and services residences operator
328.	The Ascott Operating Pte. Ltd.	100%	Singapore	Singapore	Investment holding
329.	CapitaLand GCC Holdings Pte. Ltd.	100%	Singapore	Singapore	Investment holding
330.	Kestrel Pte. Ltd.	100%	Singapore	Singapore	Dormant
331.	CapitaLand Express LLP	70%	Kazakhstan	Kazakhstan	Dormant
332.	Somerset Salcedo Makati Inc.	39.99%	Philippines	Philippines	Dormant
333.	Somerset Capital Pte Ltd	100%	Singapore	Singapore	Investment holding
334.	The Ascott Holdings Limited	100%	Singapore	Singapore	Investment holding

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
335.	Ascott Residence Trust	40.71%	Singapore	Singapore	Stapled group comprising a REIT and a BT
336.	LC (Kumpulan Malaysia) Pte Ltd	100%	Singapore	Singapore	Investment holding
337.	Liang Court (Malaysia) Sdn Bhd	100%	Malaysia	Malaysia	Investment holding
338.	Dynamic Chance Sdn Bhd	100%	Malaysia	Malaysia	Dormant
339.	Casablanca Villa (M) Sdn Bhd	100%	Malaysia	Malaysia	Dormant
340.	Equicore Enterprise Sdn Bhd	100%	Malaysia	Malaysia	Property investment
341.	Liang Court Development Sdn Bhd	100%	Malaysia	Malaysia	Dormant
342.	CH Commercial Holdings Pte. Ltd.	100%	Singapore	Singapore	Investment holding
343.	CH Commercial Pte. Ltd.	50%	Singapore	Singapore	Property development
344.	CH Residential Pte. Ltd.	50%	Singapore	Singapore	Property development
345.	Piatra Pte Ltd	100%	Singapore	Singapore	Investment holding
346.	Ascott Tower (S) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
347.	Ascott Kuningan (S) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
348.	PT Menara Aspen Persada	100%	Indonesia	Indonesia	Investment holding
349.	Palmira Pte Ltd	50%	Singapore	Singapore	Under members' voluntary liquidation
350.	TAHL PBSA Venture Pte. Ltd. (formerly known as SKL Property Pte. Limited)	100%	Singapore	Singapore	Investment holding
351.	Columbia PBSA Venture Pte. Ltd.	50%[1]	Singapore	Singapore	Investment holding
352.	Taipan Property Holdings (Singapore) Pte. Ltd.	100%	Singapore	Singapore	Dormant
353.	Taipan Trustee Pte. Ltd.	100%	Singapore	Singapore	Dormant
354.	Regalis Hotel Trust	100%	Singapore	Singapore	Dormant

[1] Does not take into account 50% of the shares of Columbia PBSA Venture Pte. Ltd. held by Ascott Residence Trust (not being a subsidiary entity of our Company). If such shares are taken into account, our effective ownership interest in Columbia PBSA Venture Pte. Ltd. is 70.355%.

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
355.	Citadines Mercer Pte. Ltd.	100%	Singapore	Singapore	Investment holding
356.	Citadines Mercer (Hong Kong) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
357.	Somerset Holdings (Hong Kong) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
358.	Somerset Investments (HK) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
359.	Citadines Ashley TST (Singapore) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
360.	Ascott Property Management (Hong Kong) Co., Limited	100%	Hong Kong	Hong Kong	Management, hotel and serviced residence apartment business
361.	Somerset Suzhou Investment Pte Ltd	100%	Singapore	Singapore	Investment holding
362.	Slamet Pte Ltd	100%	Singapore	Singapore	Investment holding
363.	Ascott Holding (China) Limited	100%	British Virgin Islands	British Virgin Islands*	Holding business
364.	May Investment (Cayman Islands) Limited	100%	Cayman Islands	Cayman Islands*	Holding company business
365.	Prosper Idea Limited	100%	British Virgin Islands	British Virgin Islands*	Holding business
366.	Channel Pacific Limited	100%	Hong Kong	Hong Kong	Investment holding
367.	Somerset Riverview (Chengdu) Property Co., Ltd.	100%	PRC	PRC	Property management and accommodation
368.	Ming Zhu Investments (BVI) Limited	100%	British Virgin Islands	British Virgin Islands*	Holding business
369.	Ming Zhu Investments (Hong Kong) Limited	100%	Hong Kong	Hong Kong	Investment holding
370.	Global Apartments Co., Ltd.	51%	Cayman Islands	Cayman Islands*	Holding company business
371.	Global Apartments (Hong Kong) Co., Limited	51%	Hong Kong	Hong Kong	Investment holding
372.	Ya Tu Property Management (Shanghai) Co., Ltd.	51%	PRC	PRC	Property management and related technical consultation, and hotel management

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
373.	Ya Tu Residence Management (Shanghai) Co., Ltd.	51%	PRC	PRC	Property management and related technical consultation, hotel management and hotels (limited to branches)
374.	Dynamic Investments Worldwide Ltd	70%	British Virgin Islands	British Virgin Islands*	Holding business
375.	Tianhe East Investments (BVI) Limited	100%	British Virgin Islands	British Virgin Islands	Under liquidation
376.	Somerset On Elizabeth (S) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
377.	Somerset On Elizabeth Pty Ltd	100%	Australia	Australia	Ownership and rental of serviced residences
378.	The Ascott (Hyde Park) Pty Ltd	100%	Australia	Australia	Ownership and rental of residential units
379.	Balsamine (S) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
380.	Balsamine (Brisbane) Pty Ltd	100%	Australia	Australia	Ownership and rental of serviced residences
381.	The Ascott Hospitality Holdings Pte Ltd	100%	Singapore	Singapore	Investment holding
382.	Ascott International Management (Overseas BR.) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
383.	Ascott Orchard Management (S) Pte. Ltd.	100%	Singapore	Singapore	Property management
384.	Ascott Singapore Raffles Place Pte. Ltd.	100%	Singapore	Singapore	Operation of serviced and hotel apartments
385.	Siam Holdings Ltd	100%	Singapore	Singapore	Investment holding
386.	Sathorn Supsin Company Limited	40%	Thailand	Thailand	Property development and serviced residential building
387.	East Australia Trading Company Limited	60%	Hong Kong	Hong Kong	Dormant
388.	Citadines Bangkok (S) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
389.	Boutique Assets Ltd	49%	Thailand	Thailand	Hotel business
390.	Boutique Boulevard Ltd	49%	Thailand	Thailand	Hotel business
391.	Boutique Land Ltd	49%	Thailand	Thailand	Hotel business

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
392.	Boutique Realty Ltd	49%	Thailand	Thailand	Hotel business
393.	Regency One Co. Ltd.	40%	Thailand	Thailand	Under liquidation
394.	Ascott International Management (2001) Pte Ltd	100%	Singapore	Singapore	Management of serviced residences and provision of business management and consultancy services
395.	Ascott International Management (Australia) Pty Ltd	100%	Australia	Australia	Management of serviced residences and investment in franchise business
396.	Quest Tenancy Holdings Pty Ltd	80%	Australia	Australia	Head entity
397.	Quest Kings Park Road Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
398.	Quest Merivale Street Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
399.	Quest Midland Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
400.	Quest North Terrace Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
401.	Quest Parap Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
402.	Quest Parramatta Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
403.	Quest Port Macquarie Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
404.	Quest Spring Hill Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
405.	QRock Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
406.	QSB Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
407.	Quest South Brisbane Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
408.	Quest Campsie Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
409.	Quest Blacktown Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
410.	Quest Stirling Cross Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
411.	Quest Sussex St Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
412.	Quest Traralgon Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
413.	Quest Wangaratta Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
414.	Quest Mounts Bay Road Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
415.	Quest Watergardens Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
416.	Quest Bundaberg Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
417.	Quest Adelaide Terrace Pty Ltd	80%	Australia	Australia	Tenancy holding company
418.	Quest Freemantle Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
419.	Quest Rockdale Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
420.	QA Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
421.	Quest Ballarat Station Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
422.	Quest Bathurst Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
423.	Quest Belconnen Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
424.	Quest Berrimah Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
425.	Quest Palmerston The Boulevard Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
426.	Quest Cannon Hill Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
427.	Quest Carlton on Queensberry Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
428.	Quest Collingwood Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
429.	Quest Daly Street Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
430.	Quest Fortitude Valley Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
431.	Quest Geelong Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
432.	Quest Great Eastern Highway Pty Ltd	80%	Australia	Australia	Tenancy holding company
433.	Quest Joondalup (Boas Ave) Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
434.	Quest Ringwood Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
435.	Quest Elizabeth Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
436.	Quest Fairfield Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
437.	Quest Cronulla (Woolooware Bay) Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
438.	QNR Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
439.	Quest Wollongong (Crown Lane) Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
440.	Quest Williams Landing Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
441.	Quest Toowong Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
442.	Quest Sunshine Marketplace Tenancy Pty Ltd	80%	Australia	Australia	Tenancy holding company
443.	QSA Group Pty Ltd	80%	Australia	Australia	Head entity
444.	Australasian Franchise Systems Pty Ltd	80%	Australia	Australia	Operating group company
445.	Quest Property Group Pty Ltd	80%	Australia	Australia	Operating group company
446.	Quest Serviced Apartments Pty Ltd	80%	Australia	Australia	Operating group company
447.	QSA Businesses Pty Ltd	80%	Australia	Australia	Operating group company
448.	QI Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
449.	QF Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
450.	QSPF Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
451.	QJ Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
452.	Q Ascot Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
453.	Quest Ballarat Station Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
454.	Quest South Brisbane Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
455.	QP Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
456.	QPalm Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
457.	McDonald Hotel Group Pty Ltd	40%	Australia	Australia	Pre-franchise operating company
458.	Quest Tullamarine Tenancy Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
459.	QCH Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
460.	QM Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
461.	Story Bridge Hospitality Pty Ltd	44%	Australia	Australia	Pre-franchise operating company
462.	QN Ryde Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
463.	Quest Wangaratta Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
464.	QMBR Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
465.	QB Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
466.	Qrock Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
467.	Qwest Franchise Management Pty Ltd	80%	Australia	Australia	Pre-franchise operating company
468.	Full Haus Pty Ltd	40%	Australia	Australia	Pre-franchise operating company
469.	QSA Brand Pty Ltd	80%	Australia	Australia	Operating group company
470.	Quest Brand Pty Ltd	80%	Australia	Australia	Operating group company
471.	Quest Apartment Hotels UK Group Limited	80%	United Kingdom	United Kingdom	Operating group company
472.	Quest Apartment Hotels UK Operations Limited	80%	United Kingdom	United Kingdom	Operating group company
473.	Quest Apartment Hotels UK Limited	80%	United Kingdom	United Kingdom	Pre-franchise operating company
474.	Quest Liverpool UK Operations Limited	80%	United Kingdom	United Kingdom	Pre-franchise operating company
475.	Quest Liverpool Tenancy UK Limited	80%	United Kingdom	United Kingdom	Tenancy holding company
476.	Quest Manchester MediaCityUK Limited	80%	United Kingdom	United Kingdom	Pre-franchise operating company

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
477.	Citadines Namba Osaka Pte. Ltd.	100%	Singapore	Singapore	Investment holding
478.	Citadines Namba Osaka GK	100%	Japan	Japan	Investment vehicle/ master lessee
479.	Serviced Residence Operating Pte. Ltd.	100%	Singapore	Singapore	Hotel management
480.	Ascentia Dijon Pte. Ltd.	60%	Singapore	Singapore	Management and consultancy services
481.	Ascentia Dijon (Malaysia) Sdn. Bhd.	60%	Malaysia	Malaysia	Operation of an independent living serviced residence for senior citizens
482.	Shanghai Ya Ting Senior Living Co., Ltd.	60%	PRC	PRC	Senior serviced residence property management
483.	Green Tembusu Pte. Ltd.	100%	Singapore	Singapore	Investment holding
484.	Green Oak Hotel Management Pte. Ltd.	70%	Singapore	Singapore	Investment holding, and management consultancy services for hotels
485.	PT Tauzia International Management	70.045%	Indonesia	Indonesia	Hotel management
486.	Ascott International Management (Malaysia) Sdn. Bhd	100%	Malaysia	Malaysia	Management and operation of apartments and other properties
487.	Ascott International Management (NZ) Pte Limited	100%	New Zealand	New Zealand	Dormant
488.	Ascott Hospitality Management (UK) Limited	100%	United Kingdom	United Kingdom	Management company
489.	Ascott International Management (Vietnam) Co., Ltd.	100%	Vietnam	Vietnam	Provision of services relating to project management, technical advisory for construction activities and real estate consultancy and management services
490.	CapitaLand Singapore Management Limited	100%	Singapore	Singapore	Investment holding and fund management
491.	Ascott 2 Pte. Ltd.	100%	Singapore	Singapore	Investment holding, and business and management consultancy services

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
492.	Northstar On Walker Pty Ltd	100%	Australia	Australia	Trust management services
493.	Northstar (North Sydney) Pty Ltd	100%	Australia	Australia	Trust management services
494.	Ascott Property Management (Beijing) Co., Ltd.	100%	PRC	PRC	Property management and advisory services
495.	Ascott (Guangzhou) Property Management Co., Ltd.	100%	PRC	PRC	Property management and advisory services
496.	Ascott International Management Japan Company Limited	100%	Japan	Japan	Serviced residence management company
497.	Ascott International Management (Dubai) Pte. Ltd.	100%	Singapore	Singapore	Management of serviced residences
498.	The Ascott Capital Pte Ltd	100%	Singapore	Singapore	Provision of financial risk management and financing services
499.	Ascott Serviced Residence (Global) Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding
500.	Ascott Serviced Residence (Australia) Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding
501.	Ascott Serviced Residence (Jersey) Investment Trust	50%	Jersey	Jersey	Investment holding
502.	Citadines North Sydney Unit Trust	50%	Australia	Australia	Investment holding
503.	Ascott Serviced Residence (Global) Fund Pte. Ltd.	50%	Singapore	Singapore	Investment holding
504.	Somerset Residential Properties Pte Ltd	90%	Singapore	Singapore	Dormant
505.	LC (9 Nassim) Pte Ltd	90%	Singapore	Singapore	Dormant
506.	Somerset Investments Pte Ltd	100%	Singapore	Singapore	Dormant
507.	Quayside F & B Management Pte Ltd	100%	Singapore	Singapore	Dormant
508.	LC Genesis (Shanghai) Pte Ltd	100%	Singapore	Singapore	Under liquidation
509.	Somerset Development Pte Ltd	100%	Singapore	Singapore	Dormant
510.	Ascott Holdings (Europe) Pte. Ltd.	100%	Singapore	Singapore	Investment holding

APPENDIX I – LIST OF SUBSIDIARIES, SUBSIDIARY ENTITIES, ASSOCIATED COMPANIES AND ASSOCIATED ENTITIES

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
511.	Ascott Holdings (Europe) N.V.	100%	Netherlands	Netherlands	Holding company
512.	Ascott Holdings (France) SAS	100%	France	France	Holding company
513.	Ascott Kleber SNC	100%	France	France	Property company
514.	SCI TAL Bassano 1	100%	France	France	Dormant
515.	Ascott Holdings (Germany) N.V.	100%	Netherlands	Netherlands	Holding company
516.	Citadines Messe (Frankfurt) B.V.	100%	Netherlands	Netherlands	Holding company
517.	Citadines Betriebs (Frankfurt) GmbH	100%	Germany	Germany	Management company
518.	Dublin Temple Bar Pte. Ltd.	100%	Singapore	Singapore	Investment holding
519.	Citadines Temple Bar (Dublin) Limited	100%	Ireland	Ireland	Holding company
520.	Citadines Temple Bar Limited	100%	Ireland	Ireland	Property company
521.	Aspinden Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding
522.	Aspinden Pte. Ltd.	100%	Singapore	Singapore	Investment holding
523.	Aspinden Hotel REIT LLC	100%	USA	USA	Investment holding
524.	Aspinden SM LLC	100%	USA	USA	Property investment
525.	Aspinden TRS LLC	100%	USA	USA	Operation of hotel
526.	Adswood Investment Pte. Ltd.	100%	Singapore	Singapore	Investment holding
527.	Adswood Pte. Ltd.	100%	Singapore	Singapore	Investment holding
528.	Adswood Hotel REIT LLC	100%	USA	USA	Investment holding
529.	Adswood SM LLC	100%	USA	USA	Property investment
530.	Adswood TRS LLC	100%	USA	USA	Operation of hotel
531.	Ascott (Mauritius) Company Limited	100%	Mauritius	Mauritius	Dormant
532.	The Ascott International Investments Pte Ltd	100%	Singapore	Singapore	Investment holding
533.	Synergy Global Housing International Pte. Ltd.	75%	Singapore	Singapore	Investment holding
534.	Synergy Global Housing (Hong Kong) Limited	75%	Hong Kong	Hong Kong	Corporate housing business

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
535.	Synergy Global Housing (United Kingdom) Limited	75%	United Kingdom	United Kingdom	Provision of marketing support services
536.	Shi Na Real Estate Agency (Shanghai) Co., Ltd.	75%	PRC	PRC	Property management, real estate brokerage, hotel reservation services, entrusted housing rental and business information consulting
537.	Synergy Serviced Apartments Limited	75%	Ireland	Ireland	Sales support, rental and marketing services
538.	Synergy Serviced Apartments Pte. Ltd.	75%	Singapore	Singapore	Business support services
539.	The Ascott Heritage Pte Ltd	100%	Singapore	Singapore	Property investment
540.	Ascott Hospitality (Europe) N.V.	100%	Netherlands	Netherlands	Holding company
541.	Citadines SA	100%	France	France	Holding/ management/ operating company
542.	Soderetour UK Ltd	100%	United Kingdom	United Kingdom	Dormant
543.	Aparthotel Citadines SA	100%	Spain	Spain	Management company
544.	Citadines Betriebs GmbH	100%	Germany	Germany	Management company
545.	Citadines Arc de Triomphe Operating SAS	100%	France	France	Operating company
546.	Citadines Euro SAS	100%	France	France	Holding company
547.	Citadines Franchise SAS	100%	France	France	Franchisor
548.	Ascott International Management (USA) LLC	100%	USA	USA	Management of serviced residences
549.	Sapphire Global Investment S.A.S	100%	France	France	Holding company
550.	Sapphire Global Investment LLC	100%	USA	USA	Investment holding
551.	Synergy Global Housing LLC	100%	USA	USA	Provision of corporate housing solutions

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
552.	Synergy Apartment Services Private Limited	100%	India	India	Provision of business support and related services for corporate housing facilities
553.	Stanhope Gardens Pte Ltd	51%	Singapore	Singapore	Investment holding
554.	Stanhope Holdings Pte Ltd	70%	Singapore	Singapore	Dormant
555.	Matignon Limited	70%	Jersey	Jersey	Dormant
556.	Stanhope Properties Pte Ltd	51%	Singapore	Singapore	Dormant
557.	Somerset (UK) Pte Ltd	75%	Singapore	Singapore	Investment holding
558.	LCR Rochester Pte Ltd	75%	Singapore	Singapore	Investment holding
559.	Ascott Investment Holdings Ltd	100%	British Virgin Islands	British Virgin Islands*	Investment holding
560.	Citadines Kyoto Gojo (S) Pte. Ltd.	100%	Singapore	Singapore	Investment holding
561.	Citadines Kyoto Gojo Godo Kaisha	100%	Japan	Japan	Dormant
562.	Citadines Melbourne On Bourke (BVI) Limited	100%	British Virgin Islands	British Virgin Islands	Dormant
563.	Vibrant Coral Overseas Inc.	100%	British Virgin Islands	British Virgin Islands*	Investment holding
564.	Somerset Central TD Company Limited	100%	Vietnam	Vietnam	Development and operation of serviced apartment and investment holding
565.	CRL Investment Pte Ltd	100%	Singapore	Singapore	Investment holding
566.	ACRJ2 Pte. Ltd.	88.9%	Singapore	Singapore	Investment holding
567.	ACRJ Two Investments Pte. Ltd.	88.9%	Singapore	Singapore	Investment holding
568.	RAV Two Pte. Ltd.	88.9%	Singapore	Singapore	Investment holding
569.	ARC-CapitaLand Two Tokutei Mokuteki Kaisha	88.9%	Japan	Japan	Investment vehicle
570.	Ascott Marunouchi Tokyo Pte. Ltd.	100%	Singapore	Singapore	Investment holding
571.	Ascott Marunouchi Tokyo GK	100%	Japan	Japan	Investment vehicle/ master lessee
572.	Ascendas Utilities Pte Ltd	100%	Singapore	Singapore	Investment holding and corporate finance advisory services

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
573.	Ascendas Services (Shanghai) Co., Ltd	100%	PRC	PRC	Consultancy services
574.	Ascendas India Development Fund Management Pte. Ltd.	100%	Singapore	Singapore	Dormant
575.	Ascendas Funds Management (S) Limited	100%	Singapore	Singapore	Fund manager of A-REIT Property fund management
576.	Ascendas Funds Management (Australia) Pty Ltd	100%	Australia	Australia	Fund manager of A-REIT in Australia
577.	Ascendas Hospitality Trust Management Pte. Ltd.	100%	Singapore	Singapore	Collective portfolio investment funds with rental income
578.	Ascendas Hospitality Fund Management Pte. Ltd.	100%	Singapore	Singapore	Property fund management
579.	Ascendas Property Fund Trustee Pte. Ltd.	100%	Singapore	Singapore	Fund manager and trustee-manager for AIT
580.	Ascendas Asia Real Estate Fund Management Pte. Ltd.	100%	Singapore	Singapore	Fund manager
581.	Shanghai Rui Kai Da Private Fund Management Co., Ltd.	100%	PRC	PRC	Management and consultancy services
582.	CapitaLand Australia Pty Ltd	100%	Australia	Australia	Fund manager of assets in Australia
583.	Ascendas Asset Management Co., Ltd. (now known as CapitaLand Investment Management Korea Co., Ltd.)	100%	South Korea	South Korea	Fund manager of South Korea funds
584.	Ascendas Japan Pte. Ltd.	100%	Singapore	Singapore	Investment holding
585.	Ascendas Japan Inc.	100%	Japan	Japan	Manages hospitality assets in Japan
586.	Ascendas US Fund Management Pte. Ltd.	100%	Singapore	Singapore	Investment advisory and property fund management; fund manager of Ascendas US REIT (property fund management)

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
587.	CapitaLand Commercial Management Pte. Ltd.	100%	Singapore	Singapore	Investment holding and provision of property management, marketing & related services
588.	CapitaLand (RCS) Property Management Pte. Ltd.	100%	Singapore	Singapore	Property management, and marketing & related services
589.	CapitaLand Retail Management Pte Ltd	100%	Singapore	Singapore	Provision of management services
590.	CMA Excellence Pte. Ltd.	100%	Singapore	Singapore	e-commerce
591.	CapitaLand Voucher Pte. Ltd.	100%	Singapore	Singapore	Provision of business support services
592.	Capita Card Pte. Ltd.	100%	Singapore	Singapore	Promotion for sign-up and usage of co-brand cards in conjunction with loyalty programme
593.	CapitaStar Pte. Ltd.	100%	Singapore	Singapore	Other business support service activities (including junkets, and administration of loyalty programmes)
594.	Brilliance Trustee Pte. Ltd.	100%	Singapore	Singapore	Trustee, fiduciary and custody services
595.	JG Trustee Pte. Ltd.	100%	Singapore	Singapore	Trust services
596.	Ascendas Innovation Pte. Ltd.	100%	Singapore	Singapore	Investment holding
597.	RIA Venture Capital Pte Ltd	66.66%	Singapore	Singapore	Research and experimental development on IT
598.	CapitaLand Digital Management Pte. Ltd.	100%	Singapore	Singapore	Commercial and industrial real estate management
599.	CapitaLand Data Centre Services Pte. Ltd.	100%	Singapore	Singapore	Information technology and computer service activities
600.	Ascendas Services Pte Ltd	100%	Singapore	Singapore	Commercial and industrial real estate management, and investment holding

S/N	Name	Effective Ownership Interest#	Country of Incorporation	Principal Place of Business	Principal Activities
601.	Ascendas Services (India) Private Limited	100%	India	India	Property management, and marketing & related services
602.	Ascendas Services Vietnam Pte. Ltd.	100%	Singapore	Singapore	Commercial and industrial real estate management, and investment holding
603.	Ascendas Services Vietnam Co., Ltd.	100%	Vietnam	Vietnam	Under liquidation
604.	Ascendas Services Philippines Pte. Ltd.	100%	Singapore	Singapore	Investment holding
605.	Cresthill Investments Holdings Pte. Ltd.	100%	Singapore	Singapore	Investment holding
606.	Peak Investments Pte. Ltd.	100%	Singapore	Singapore	Investment holding

Unless indicated otherwise, effective ownership interest refers to our Company's proportionate interest in the ordinary shares or units in the entity, held indirectly through one or more of our Company's subsidiary companies computed based on our Company's percentage interest in any such subsidiary multiplied by such subsidiary's percentage interest in the entity.

* Based on country of incorporation as this entity is an investment holding company, investment fund, holding company or, as the case may be, a general partner and does not carry on any business activities other than passive holding of investment in subsidiaries/associate entities or, as the case may be, acting as a general partner of funds.

APPENDIX J – CHANGES IN ISSUED AND PAID-UP SHARE CAPITAL OF SUBSIDIARIES AND SUBSIDIARY ENTITIES

Details on the changes in the issued and paid-up share capital of our subsidiaries and subsidiary entities, assuming the Scheme has been completed, for the period of three years preceding the Latest Practicable Date are set out below.

Companies incorporated in Singapore

CapitaLand Shared Services Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
5 October 2018	1	S$1	First issuance and allotment	S$1

CMA Excellence Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
29 August 2018	499,999	S$1	Additional issuance and allotment	S$500,000

Southernwood Property Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
26 July 2018	7,000,000	S$1	Additional issuance and allotment	S$244,848,380
27 November 2018	8,000,000	S$1	Additional issuance and allotment	S$252,848,380
19 February 2019	16,000,000	S$1	Additional issuance and allotment	S$252,848,380
19 July 2019	18,000,000	S$1	Additional issuance and allotment	S$270,848,380
14 October 2019	10,000,000	S$1	Additional issuance and allotment	S$280,848,380
17 January 2020	20,000,000	S$1	Additional issuance and allotment	S$300,848,380
17 March 2020	25,000,000	S$1	Additional issuance and allotment	S$325,848,380
16 June 2021	5,000,000 ordinary units	S$1	Additional issuance and allotment	S$388,665,215 (ordinary units) /S$1 (preference unit)

Ascott Business Trust Management Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
2 August 2019	1	S$1	First issuance and allotment	S$1

CLI Treasury Limited

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
29 March 2021	1	S$1	First issuance and allotment	S$1

Carmel Plus Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
17 January 2019	1	S$1	First issuance and allotment	S$1

CAP I GP Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
2 August 2018	1	S$1	First issuance and allotment	S$1

CapitaLand Asia Partners I, LP

Date	No. of Shares Issued	Amount	Purpose of Issue/ Redemption	Resultant Issued Share Capital
26 December 2018	–	US$56,250,000	Capital commitment by limited partner	US$56,250,000
18 April 2019	–	US$200,000,000	Capital commitment by limited partner	US$256,250,000

CREDO I China GP Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
12 October 2018	1	US$1	First issuance and allotment	US$1

Athena GP Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
28 August 2020	1	S$1	First issuance and allotment	S$1

CAP I Investments Holding Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
17 October 2018	1 ordinary share	US$1	First issuance and allotment	US$1
31 May 2019	15,300 preference shares	US$1,000	Deposit for acquisition of subsidiaries	US$15,300,001
24 June 2019	142,600 preference shares	US$1,000	Partial/full payment for acquisition of subsidiaries & joint venture	US$157,900,001
29 October 2019	41,500 preference shares	US$1,000	Partial/full payment for acquisition of subsidiaries & associated companies	US$199,400,001
25 February 2020	9,400 preference shares	US$1,000	Partial payment for acquisition of subsidiaries	US$208,800,001
15 July 2020	66,000 preference shares	US$1,000	Partial payment for acquisition of subsidiaries	US$274,800,001
6 November 2020	2,600 preference shares	US$1,000	Fund level operating expenses and fund management fees	US$277,400,001

CapitaLand Mall Asia Limited

Date	No. of Shares Reduced	Price per Share	Purpose of Reduction	Resultant Issued Share Capital
26 December 2018	Reduction of 806,754,722 shares	S$2.368	Return of capital to shareholders	S$1,919,692,701.895

Ascendas China Commercial Fund 3

Date	No. of Units Issued	Price per Unit	Purpose of Issue	Resultant Issued Share Capital
13 June 2018	9,500,000 ordinary units	S$1	Additional issuance and allotment	S$358,665,215 (ordinary units)
2 November 2018	1 preference unit	S$1	Additional issuance and allotment	S$358,665,215 (ordinary units)/S$1 (preference unit)
29 March 2019	161,399,347 ordinary units	S$1	Redemption of ordinary units	S$197,265,868 (ordinary units)/S$1 (preference unit)
29 March 2019	197,265,868 ordinary units	S$0.12 (rounding)	Partial redemption	S$172,778,164 (ordinary units)/S$1 (preference unit)
29 March 2019	161,399,347 ordinary units	S$1.15 (rounding)	Additional issuance and allotment	S$358,665,215 (ordinary units)/S$1 (preference unit)
24 April 2019	4,000,000 ordinary units	S$1	Additional issuance and allotment	S$362,665,215 (ordinary units) S$1 (preference unit)
28 August 2019	4,500,000 ordinary units	S$1	Additional issuance and allotment	S$367,165,215 (ordinary units)/S$1 (preference unit)
12 June 2020	4,500,000 ordinary units	S$1	Additional issuance and allotment	S$371,665,215 (ordinary units)/S$1 (preference unit)
16 September 2020	2,000,000 ordinary units	S$1	Additional issuance and allotment	S$373,665,215 (ordinary units)/S$1 (preference unit)
10 December 2020	5,000,000 ordinary units	S$1	Additional issuance and allotment	S$378,665,215 (ordinary units)/S$1 (preference unit)
17 March 2021	5,000,000 ordinary units	S$1	Additional issuance and allotment	S$383,665,215 (ordinary units)/S$1 (preference unit)
16 June 2021	5,000,000 ordinary units	S$1	Additional issuance and allotment	S$388,665,215 (ordinary units)/S$1 (preference unit)

CapitaLand China Alpha Holdings Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
27 April 2021	10	S$1	First issuance and allotment	S$10

CapitaLand China Data Centre One Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
27 April 2021	10	S$1	First issuance and allotment	S$10

CMA Japan Trust One Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
25 January 2019	887 preference shares	JPY50,000	Additional issuance and allotment	JPY3,330,800,000
8 February 2019	Redemption of 8,645 preference shares	JPY50,000	Redemption of preference shares	JPY2,898,550,000
31 December 2019	Redemption of 2,066 preference shares	JPY50,000	Redemption of preference shares	JPY2,795,250,000
31 December 2019	11,443 preference shares	JPY50,000	Additional issuance and allotment	JPY3,367,400,000
23 April 2021	Redemption of 2,550 preference shares	JPY50,000	Redemption of preference shares	JPY3,239,900,000

CapitaRetail LPM Investment Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
8 February 2019	Redemption of 10,290 preference shares	JPY100,000	Redemption of preference shares	JPY4,340,000,000
31 December 2019	Redemption of 1,470 preference shares	JPY100,000	Redemption of preference shares	JPY4,193,000,000

CapitaRetail IH Investment Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
31 December 2019	Redemption of 138 preference shares	JPY100,000	Redemption of preference shares	JPY3,546,100,000
23 April 2021	Redemption of 4,900 preference shares	JPY100,000	Redemption of preference shares	JPY3,056,100,000

CMA Vivit Investment Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
30 November 2018	Redemption of 685 preference shares	JPY100,000	Redemption of preference shares	JPY1,299,500,000
31 December 2019	Redemption of 294 preference shares	JPY100,000	Redemption of preference shares	JPY1,270,100,000

SFT Japan Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
29 November 2019	1	S$1	First issuance and allotment	S$1

Ascendas US Fund Management Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
15 August 2018	1	US$1	First issuance and allotment (Incorporated with share capital currency in SGD and converted to USD on 18 September 2018)	US$1

Empress Investments Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
4 February 2021	1	S$1	First issuance and allotment	S$1
27 April 2021	4	S$1	Additional issuance and allotment	S$5

Ascendas Services Pte Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
28 March 2019	3,000,000	S$1	Additional issuance and allotment	S$30,000,000

CapitaLand India Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
21 June 2019	1	S$1	First issuance and allotment	S$1
2 December 2019	90,621,220	S$1	Additional issuance and allotment	S$90,621,221

Ascendas India Logistics Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
23 May 2018	36,617,999 ordinary shares	S$0.9528	Partial repayment of loan by issuing new ordinary shares	S$34,888,320 ordinary share capital
30 May 2018	1 preference share	S$1	Additional issuance and allotment	S$1 preference share capital
13 June 2018	35,182,000 ordinary shares	S$1.0492	Additional issuance and allotment	S$71,800,000 ordinary share capital

AIL 4 Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
25 January 2019	1	S$1	First issuance and allotment	S$1

AIL 5 Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
26 March 2019	1	S$1	First issuance and allotment	S$1

AIL 6 Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
26 March 2019	1	S$1	First issuance and allotment	S$1

AIL 7 Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
15 November 2019	1	S$1	First issuance and allotment	S$1

AIGP2 Chennai 2 Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
3 January 2020	1	S$1	First issuance and allotment	S$1

AIGP2 Chennai 3 Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
3 January 2020	1	S$1	First issuance and allotment	S$1

Capitaland India Logistics II Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 February 2020	1	S$1	First issuance and allotment	S$1

Ascendas Asia Real Estate Fund Management Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
30 September 2020	2,000,000	S$1	Additional issuance and allotment	S$5,500,000

ACRJ2 Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
21 June 2019	Redemption of 7,079 preference shares	JPY100,000	Additional issuance and allotment	JPY992,100,000 preference share capital

Ascentia Dijon Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
22 November 2019	800,000	S$1 (unpaid)	First issuance and allotment	S$800,000 (unpaid)
4 February 2020	Capital call of 800,000	S$0.50	Capital call	S$400,000 (paid) and S$400,000 (unpaid)

Green Tembusu Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
3 September 2018	1	S$1	First issuance and allotment	S$1

CapitaLand International Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
11 November 2020	100,000,000	S$1	Additional issuance and allotment	S$100,000,001

CapitaLand International (Japan) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
25 October 2020	1	S$1	First issuance and allotment	S$1

CLI Japan One Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
25 October 2020	1	S$1	First issuance and allotment	S$1

CLI Japan Two Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
26 October 2020	1	S$1	First issuance and allotment	S$1

Luxx (S) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
31 January 2020	1	S$1	First issuance and allotment	S$1

CapitaLand International (USA) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI Residential (USA) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI Atlas (USA) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI Atlas Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI CO (USA) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI CO Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI WA (USA) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI WA Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI OR (USA) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI OR Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

Denver (USA) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

Denver Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 September 2018	1	S$1	First issuance and allotment	S$1

CLI TX One (USA) Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
3 November 2020	1	S$1	First issuance and allotment	S$1

CLI TX One Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
4 November 2020	1	S$1	First issuance and allotment	S$1

CLI FM Two Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
6 May 2021	1	S$1	First issuance and allotment	S$1

CapitaLand Data Centre Services Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
8 October 2018	1	S$1	First issuance and allotment	S$1

CapitaLand Digital Management Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
23 August 2018	1	S$1	First issuance and allotment	S$1

Cresthill Investments Holdings Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
11 June 2021	1	S$1	First issuance and allotment	S$1

Peak Investments Pte. Ltd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
11 June 2021	1	S$1	First issuance and allotment	S$1

Companies incorporated in Malaysia

Ascentia Dijon (Malaysia) Sdn. Bhd.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
20 April 2020	2	RM1	First issuance and allotment	RM2
10 August 2020	51,998	RM1	Additional issuance and allotment	RM52,000

Companies incorporated in PRC

The date(s) set out in this Appendix in respect of the PRC companies reflect the date(s) on which the change of registered capital and the resultant registered capital was registered at the competent branch of the State Administration for Industry and Commerce or of the State Administration for Market Regulation (which is the successor of the State Administration for Industry and Commerce), as applicable.

Shanghai Hua Qing Real Estate Management Co., Ltd.

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
9 July 2019	–	Reduction of US$107,000,000 registered capital	Capital reduction	US$30,000,000

DLSP–Ascendas Co., Ltd.

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
8 May 2019	–	US$27,460,000	Project development	US$80,180,000

Shanghai Jingyi Industrial Co., Ltd.

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
28 October 2019	–	RMB40,450,000	Increase in capital due to repayment of loan	RMB52,450,000

Shanghai Rungong Industrial Co., Ltd.

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
28 October 2019	–	RMB12,100,000	Increase in capital due to repayment of loan	RMB20,100,000

Shanghai Runrong Industrial Co., Ltd.

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
28 October 2019	–	RMB28,030,000	Increase in capital due to repayment of loan	RMB40,030,000

Beijing Xinjie Real Estate Development Co., Ltd.

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
20 August 2018	–	Reduction of US$49,000,000 registered capital	Improve RCCF return	US$24,500,000

Shanghai Rui Kai Da Private Fund Management Co., Ltd.

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
21 December 2020	–	RMB10,000,000	Registered capital upon incorporation	RMB10,000,000

Kaiyao (Shanghai) Technology Co., Ltd.

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
3 March 2021	–	US$100,000,000	Registered capital upon incorporation	US$100,000,000
2 June 2021	–	US$100,000,000	To satisfy debt to equity ratio requirement	US$200,000,000

Shanghai Ya Ting Senior Living Co., Ltd.

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
5 December 2020	–	US$500,000	Establishment	US$500,000 registered capital (incorporated without paid-up capital)
29 June 2021	–	US$100,000	Capital injection as paid-up capital	Registered capital US$500,000 and paid-up capital US$100,000

Companies incorporated in the USA

CLI Atlas Investment LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	99,681,171 ordinary shares	US$1	First issuance and allotment	US$99,681,171 ordinary share capital
1 April 2019	Reduction of 305,379 ordinary shares	US$1	Capital return	US$99,375,792 ordinary share capital
27 January 2020	125 preference shares	US$1,000	Additional issuance and allotment	US$125,000 preference share capital

CLI Atlas Holding LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	26,497,526	US$1	First issuance and allotment	US$26,497,526

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
1 April 2019	Reduction of 81,177	US$1	Capital return	US$24,416,349
27 January 2020	125 preference shares	US$1,000	Additional issuance and allotment	US$125,000 preference share capital

CLI Atlas LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	126,178,697	US$1	First issuance and allotment	US$126,178,697
1 April 2019	Reduction of 386,556	US$1	Capital return	US$125,792,141
1 June 2019	Reduction of 57,000	US$1	Capital return	US$125,735,141

CLI Colorado LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	34,995,689 ordinary shares	US$1	First issuance and allotment	US$34,995,689 ordinary share capital
1 April 2019	Reduction of 119,722 ordinary shares	US$1	Capital return	US$34,875,967 ordinary share capital
28 January 2019	125 preference shares	US$1,000	Additional issuance and allotment	US$125,000 preference share capital

CLI Canterra LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	29,953,249	US$1	First issuance and allotment	US$29,953,249
1 June 2019	Reduction of 471,700	US$1	Capital return	US$29,481,549

CLI Sienna LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	40,390,924	US$1	First issuance and allotment	US$40,390,924
1 June 2019	Reduction of 628,500	US$1	Capital return	US$39,762,424

CLI Silverbrook LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	30,551,516	US$1	First issuance and allotment	US$30,551,516
1 June 2019	Reduction of 476,400	US$1	Capital return	US$30,075,116

CLI WA LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	38,131,702 ordinary shares	US$1	First issuance and allotment	US$38,131,702 ordinary share capital
1 April 2019	Reduction of 90,833 ordinary shares	US$1	Capital return	US$38,040,869 ordinary share capital
28 January 2019	125 preference shares	US$1,000	Additional issuance and allotment	US$125,000 preference share capital

CLI CentrePointe Green LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	35,577,278	US$1	First issuance and allotment	US$35,577,278
1 June 2019	Reduction of 548,500	US$1	Capital return	US$35,028,778

CLI Timberline Court LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	20,985,740	US$1	First issuance and allotment	US$20,985,740
1 June 2019	Reduction of 323,200	US$1	Capital return	US$20,662,540

CLI Union Mills LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	33,375,839	US$1	First issuance and allotment	US$33,375,839
1 June 2019	Reduction of 522,300	US$1	Capital return	US$32,853,539

CLI Capitol City LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	18,092,845	US$1	First issuance and allotment	US$18,092,845
1 June 2019	Reduction of 280,400	US$1	Capital return	US$17,812,445

CLI OR LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	42,894,915 ordinary shares	US$1	First issuance and allotment	US$42,894,915 ordinary share capital
1 April 2019	Reduction of 327,999 ordinary shares	US$1	Capital return	US$42,566,916 ordinary share capital
28 January 2019	125 preference shares	US$1,000	Additional issuance and allotment	US$125,000 preference share capital

CLI Miramonte Lodge LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	41,298,641	US$1	First issuance and allotment	US$41,298,641
1 June 2019	Reduction of 637,300	US$1	Capital return	US$40,661,341

CLI The Bluffs LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	24,770,237	US$1	First issuance and allotment	US$24,770,237
1 June 2019	Reduction of 391,900	US$1	Capital return	US$24,378,337

CLI Stoneridge LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	55,126,038	US$1	First issuance and allotment	US$55,126,038
1 June 2019	Reduction of 840,000	US$1	Capital return	US$54,286,038

CLI Denver Investment LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	43,838,289 ordinary shares	US$1	First issuance and allotment	US$43,838,289 ordinary share capital
1 April 2019	Reduction of 138,162 ordinary shares	US$1	Capital return	US$43,700,127 ordinary share capital
27 January 2020	125 preference shares	US$1,000	Additional issuance and allotment	US$125,000 preference share capital

CLI Denver Holding LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue	Resultant Issued Share Capital
6 September 2018	11,653,216 ordinary shares	US$1	First issuance and allotment	US$11,653,216 ordinary share capital
1 April 2019	Reduction of 36,727 ordinary shares	US$1	Capital return	US$11,616,489 ordinary share capital
27 January 2020	125 preference shares	US$1,000	Additional issuance and allotment	US$125,000 preference share capital

CLI Denver LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
6 September 2018	55,491,505	US$1	First issuance and allotment	US$55,491,505
1 April 2019	Reduction of 174,889	US$1	Capital return	US$55,316,616
1 June 2019	Reduction of 78,982	US$1	Capital return	US$55,237,634

CLI Atlas Ashton LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
17 October 2018	117,491,403	US$1	First issuance and allotment	US$117,491,403
1 June 2019	Reduction of 1,813,900	US$1	Capital return	US$115,677,503

CLI Atlas Deerwood LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
17 October 2018	82,590,278	US$1	First issuance and allotment	US$82,590,278
1 June 2019	Reduction of 1,275,100	US$1	Capital return	US$81,315,178

CLI Atlas Marquessa LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
17 October 2018	83,919,876	US$1	First issuance and allotment	US$83,919,876
1 June 2019	Reduction of 1,294,600	US$1	Capital return	US$82,625,276

CLI Atlas Heronfield LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
17 October 2018	63,577,140	US$1	First issuance and allotment	US$63,577,140
1 June 2019	Reduction of 982,900	US$1	Capital return	US$62,594,240

CLI Denver Parkfield LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
17 October 2018	107,881,834	US$1	First issuance and allotment	US$107,881,834
1 June 2019	Reduction of 1,714,544	US$1	Capital return	US$106,167,290

CLI Denver Dartmouth Woods LLC

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue/ Reduction	Resultant Issued Share Capital
17 October 2018	47,109,671	US$1	First issuance and allotment	US$47,109,671
1 June 2019	Reduction of 752,138	US$1	Capital return	US$46,357,533

CapitaLand International (USA) LLC

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
18 October 2018	1,044,371	US$1	First issuance and allotment	US$1,044,371
1 September 2019	300,000	US$1	Additional issuance and allotment	US$1,344,371

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
1 November 2019	280,000	US$1	Additional issuance and allotment	US$1,624,371
1 January 2020	400,000	US$1	Additional issuance and allotment	US$2,024,371
1 June 2020	110,000	US$1	Additional issuance and allotment	US$2,134,371
1 July 2020	550,000	US$1	Additional issuance and allotment	US$2,684,371
1 September 2020	800,000	US$1	Additional issuance and allotment	US$3,484,371
1 March 2021	150,000	US$1	Additional issuance and allotment	US$3,634,371

CLI TX One LLC

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
4 November 2020	9,400,000 ordinary shares	US$1	First issuance and allotment	US$9,400,000 ordinary share capital
15 December 2020	40,000 ordinary shares	US$1	Additional issuance and allotment	US$9,440,000 ordinary share capital
28 January 2021	125 preference shares	US$1,000	Additional issuance and allotment	US$9,440,000 ordinary share capital and US$125,000 preference share capital
12 May 2021	450,000 ordinary shares	US$1	Additional issuance and allotment	US$9,890,000 ordinary share capital and US$125,000 preference share capital

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
17 June 2021	1,030,305 ordinary shares	US$1	Additional issuance and allotment	US$10,920,305 ordinary share capital and US$125,000 preference share capital

CLI CB JV LLC

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
27 October 2020	11,750,000	US$1	First issuance and allotment	US$11,750,000
12 May 2021	539,431	US$1	Additional issuance and allotment	US$12,289,431
17 June 2021	1,287,882	US$1	Additional issuance and allotment	US$13,577,313

CLI CB Owner LLC

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
27 October 2020	11,750,000	US$1	First issuance and allotment	US$11,750,000
12 May 2021	539,431	US$1	Additional issuance and allotment	US$12,289,431
17 June 2021	1,287,882	US$1	Additional issuance and allotment	US$13,577,313

Aspinden TRS LLC

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
31 October 2018	922,266	US$1	Additional issuance and allotment	US$1,965,096

Aspinden SM LLC

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
31 October 2018	2,764,382	US$1	Additional issuance and allotment	US$17,354,138

Aspinden Hotel REIT LLC

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
31 October 2018	3,588,648 ordinary shares	US$1	Additional issuance and allotment	US$19,319,234 ordinary share capital and US$125,000 preference share capital

Companies incorporated in Australia

Northstar (North Sydney) Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
27 August 2019	1	AUD1	First issuance and allotment	AUD1

Northstar On Walker Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
27 August 2019	1	AUD1	First issuance and allotment	AUD1

Balsamine (Brisbane) Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
24 September 2018	9,148,099	AUD1	Additional issuance and allotment	AUD10,500,000

Q Ascot Franchise Management Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
9 June 2020	12	AUD1	First issuance and allotment	AUD12

Quest Ballarat Station Franchise Management Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
15 October 2020	12	AUD1	First issuance and allotment	AUD12

Quest Wangaratta Franchise Management Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
26 August 2020	12	AUD1	First issuance and allotment	AUD12

QJ Franchise Management Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
12 September 2019	12	AUD1	First issuance and allotment	AUD12

QN Ryde Franchise Management Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
28 January 2020	12	AUD1	First issuance and allotment	AUD12

QSPF Franchise Management Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
16 October 2018	12	AUD1	First issuance and allotment	AUD12

Quest Bundaberg Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
15 March 2019	12	AUD1	First issuance and allotment	AUD12

Quest Blacktown Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 May 2020	12	AUD1	First issuance and allotment	AUD12

Quest Campsie Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
1 March 2021	12	AUD1	First issuance and allotment	AUD12

Quest Cronulla (Woolooware Bay) Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
17 April 2019	12	AUD1	First issuance and allotment	AUD12

Quest Elizabeth Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
21 August 2019	12	AUD1	First issuance and allotment	AUD12

Quest Fairfield Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
1 March 2021	12	AUD1	First issuance and allotment	AUD12

Quest Palmerston The Boulevard Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
4 December 2019	12	AUD1	First issuance and allotment	AUD12

Quest Ringwood Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
9 April 2019	12	AUD1	First issuance and allotment	AUD12

Quest Spring Hill Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
5 June 2020	12	AUD1	First issuance and allotment	AUD12

Quest Sunshine Marketplace Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
31 January 2020	12	AUD1	First issuance and allotment	AUD12

Quest Toowong Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
14 March 2019	12	AUD1	First issuance and allotment	AUD12

Quest Watergardens Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
2 November 2018	12	AUD1	First issuance and allotment	AUD12

Quest Williams Landing Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
1 June 2020	12	AUD1	First issuance and allotment	AUD12

Quest Wollongong (Crown Lane) Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
1 March 2021	12	AUD1	First issuance and allotment	AUD12

QNR Tenancy Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
28 January 2020	12	AUD1	First issuance and allotment	AUD12

Story Bridge Hospitality Pty Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
23 July 2018	100	AUD1	First issuance and allotment	AUD100

Companies incorporated in Germany

CapitaLand International (Germany) GmbH

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
20 December 2018	25,000	EUR1	First issuance and allotment	EUR25,000

Companies incorporated in the France

Sapphire Global Investment S.A.S

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
31 October 2018	12,300,000	EUR1	Additional issuance and allotment	EUR12,310,000

Companies incorporated in the Netherlands

CapitaLand International (Netherlands) B.V.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
19 December 2018	1	EUR1	First issuance and allotment	EUR1

Companies incorporated in Luxembourg

CAP I GP S.à r.l.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
30 October 2018	12,000 (equivalent to 14,760 following change of corporate currency from EUR to USD effective on 1 January 2021)	EUR1	First issuance and allotment	EUR12,000 (equivalent to US$14,760 following change of corporate currency from EUR to USD effective on 1 January 2021)

Companies incorporated in Hong Kong

Adventurine Investments Limited

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
27 November 2018	1	US$1	First issuance and allotment	US$1

CLFMI Hong Kong Limited

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
28 August 2018	1	US$1	First issuance and allotment	US$1

Companies incorporated in the British Virgin Islands

Apatite Holdings Limited

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
8 November 2018	1	US$1	First issuance and allotment	US$1

Azurite Holdings Limited

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
8 November 2018	1	US$1	First issuance and allotment	US$1

Resplendent Pearl Investments Limited

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
2 November 2018	1	US$1	First issuance and allotment	US$1

Companies incorporated in the Cayman Islands

CAP I SLP GP Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
5 April 2019	1	US$1	First issuance and allotment	US$1

Carnelian GP Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
10 July 2019	1	US$1	First issuance and allotment	US$1

CREDO I SLP GP Ltd

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
13 February 2019	1	US$1	First issuance and allotment	US$1

Companies incorporated in Japan

Ascendas Japan Inc.

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
11 November 2020	1,500	JPY10,000	Additional issuance and allotment	JPY32,000,000

CapitaLand Mall Japan Lease Management Kabushiki Kaisha

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
7 December 2020	8 ordinary shares	JPY1,000,000	Additional issuance and allotment	JPY9,000,000 ordinary share capital (including JPY4,000,000 as capital reserves)

CapitaRetail LPM Tokutei Mokuteki Kaisha

Date	No. of Shares Reduced	Price per Share	Purpose of Issue	Resultant Issued Share Capital
21 December 2018	42,000 preferred equities	JPY50,000	Capital redemption by refinance	JPY1,836,100,000 specified equities, JPY5,100,000,000 preferred equities
8 November 2019	6,000 preferred equities	JPY50,000	Capital redemption	JPY1,836,100,000 specified equities, JPY4,800,000,000 preferred equities

CapitaRetail IH Tokutei Mokuteki Kaisha

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue	Resultant Issued Share Capital
19 December 2018	Issue of 32,760 preferred equities	JPY50,000	Capital injection for refinance	JPY2,787,100,000 specified equities, JPY17,533,500,000 preferred equities
8 November 2019	9,000 preferred equities reduced	JPY50,000	Capital redemption	JPY2,787,100,000 specified equities, JPY17,083,500,000 preferred equities
9 March 2021	20,000 preferred equities reduced	JPY50,000	Capital redemption	JPY2,787,100,000 specified equities, JPY16,083,500,000 preferred equities

CapitaRetail NS Tokutei Mokuteki Kaisha

Date	No. of Shares Issued/ Reduced	Price per Share	Purpose of Issue	Resultant Issued Share Capital
8 November 2019	1,590 preferred equities reduced	JPY37,736	Capital redemption	JPY183,198,996 specified equities, JPY2,284,937,779 preferred equities
25 March 2021	Issue of 40,000 preferred equities	JPY 50,000	Investment	JPY183,198,996 specified equities, JPY4,284,937,779 preferred equities

SFT Investment Tokutei Mokuteki Kaisha

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
19 November 2019	2 specified equities	JPY50,000	First issuance and allotment	JPY100,000 specified equities
10 December 2019	89,769 preferred equities	JPY50,000	Additional issuance and allotment	JPY100,000 specified equities, JPY4,488,450,000 preferred equities
24 May 2021	67,000 preferred equities reduced	JPY50,000	Capital redemption	JPY100,000 specified equities, JPY1,138,450,000 preferred equities

Mitake 1 Tokutei Mokuteki Kaisha

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
4 November 2020	2 specified equities	JPY50,000	First issuance and allotment	JPY100,000 specified equities
26 November 2020	27,362 preference equities	JPY50,000	Additional issuance and allotment	JPY100,000 specified equities and JPY1,368,100,000 preference equities capital

Citadines Namba Osaka GK

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
11 March 2020	–	JPY420,000,000	Investment	JPY100,000

Companies incorporated in South Korea

Ascendas Korea Inc.

Date	No. of Shares Reduced	Price per Share	Purpose of Reduction	Resultant Issued Share Capital
20 October 2020	Reduction of 19,377 shares	KRW165,142	Capital reduction to minimise investment as liquidation is planned	KRW6,465,000

Companies incorporated in India

Radial IT Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
10 November 2018	57,724	INR4,098	Additional issuance and allotment	INR237,552,952
26 December 2018	107,498	INR4,320	Additional issuance and allotment	INR701,944,312
6 November 2019	254,630	INR4,320	Additional issuance and allotment	INR1,801,945,912

Radial (Phase II) IT Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
14 June 2019	1,000	INR10	First issuance and allotment	INR10,000
15 January 2020	4,357,515	INR200	Additional issuance and allotment	INR871,513,000

Radial (Phase III) IT Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
20 December 2019	1,000	INR10	First issuance and allotment	INR10,000
15 January 2020	5,505,650	INR200	Additional issuance and allotment	INR1,101,140,000

Vallam (Phase I) Logistics Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
8 January 2020	1,000	INR10	First issuance and allotment	INR10,000
23 December 2020	6,160,000	INR10	Additional issuance and allotment	INR61,610,000
30 June 2021	19,396	INR10	Additional issuance and allotment	INR61,803,960

Vallam (Phase II) Logistics Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
9 January 2020	1,000	INR10	First issuance and allotment	INR10,000
23 December 2020	4,565,000	INR10	Additional issuance and allotment	INR45,660,000
30 June 2021	14,115	INR10	Additional issuance and allotment	INR45,801,150

Vallam (Phase III) Logistics Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
14 January 2020	1,000	INR10	First issuance and allotment	INR10,000
23 December 2020	5,830,000	INR10	Additional issuance and allotment	INR58,310,000
30 June 2021	18,303	INR10	Additional issuance and allotment	INR58,493,030

Vallam (Phase IV) Logistics Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
10 January 2020	1,000	INR10	First issuance and allotment	INR10,000
23 December 2020	6,545,000	INR10	Additional issuance and allotment	INR65,460,000
30 June 2021	20,671	INR10	Additional issuance and allotment	INR65,666,710

Aaravalli Logistics Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
13 August 2019	1,000	INR10	First issuance and allotment	INR10,000
22 January 2020	10,000,000	INR10	Additional issuance and allotment	INR100,010,000
30 March 2021	32,109	INR10	Additional issuance and allotment	INR100,331,090

Topline Logistics Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
3 April 2019	1,000	INR10	First issuance and allotment	INR10,000
3 May 2019	30,450,000	INR10	Additional issuance and allotment	INR304,510,000
30 March 2021	99,818	INR10	Additional issuance and allotment	INR305,508,180

Power of One Logistics Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
9 February 2019	1,000	INR10	First issuance and allotment	INR10,000
30 April 2019	17,236,480	INR10	Additional issuance and allotment	INR172,374,800
30 June 2021	56,069	INR10	Additional issuance and allotment	INR172,935,490

Sher Logistics Park Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
21 January 2019	1,000	INR10	First issuance and allotment	INR10,000
14 March 2019	3,001,635	INR10	Additional issuance and allotment	INR30,026,350
29 August 2019	10,345,000	INR10	Additional issuance and allotment	INR133,476,350
30 March 2021	43,190	INR10	Additional issuance and allotment	INR133,908,250

Vinplex India Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
6 December 2019	5,028,372	INR100	Additional issuance and allotment	INR502,837,200
30 March 2021	1,513	INR100	Additional issuance and allotment	INR502,988,500

Ascendas Firstspace Development Management Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
11 June 2018	5,059,500	INR10	Additional issuance and allotment	INR151,783,770
18 February 2019	15,649,920	INR10	Additional issuance and allotment	INR308,282,970

Citadines OMR Aparthotel Private Limited

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
20 December 2018	62,500	INR320	Additional issuance and allotment	INR562,459,940

Rattha Somerset Greenways (Chennai) Private Limited

Date	No. of Shares Issued	Price per Share	Purpose of Issue	Resultant Issued Share Capital
4 February 2020	9,669	INR620.48	Additional issuance and allotment	INR37,522,460

Ascendas Services (India) Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
8 March 2019	560,538	1 Fully Convertible Non-Cumulative Preference Share ("FCNCP") to 1 equity share with a face value of INR100 each	Conversion of FCNCPs into equity	INR366,583,200
18 June 2019	778,000	INR500	Additional issuance and allotment	INR444,383,200
26 March 2020	1,640,000	5 compulsorily convertible debentures into 1 equity share with a face value of INR100 each	Conversion of compulsorily convertible debentures into equity	INR608,383,200

Companies incorporated in Myanmar

Ascott International Management (Myanmar) Private Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
11 March 2021	12,000	US$12,000	Additional issuance and allotment	US$37,000

Companies incorporated in the United Kingdom

Synergy Global Housing (United Kingdom) Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
16 April 2019	1	GBP1	First issuance and allotment	GBP1

Quest Manchester MediaCityUK Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
2 December 2020	100	GBP1	First issuance and allotment	GBP100

CL International Management (UK) Limited

Date	No. of Shares Issued	Amount	Purpose of Issue	Resultant Issued Share Capital
28 June 2018	1	GBP1	First issuance and allotment	GBP1

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The following are summaries of the principal rules of the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021, and should be read in conjunction with "– Clawback right", "– Size and Duration", "– Adjustments and Modification" which describe certain other significant provisions of the Share Plans.

CLI Performance Share Plan 2021

Eligibility

The following persons, unless they are also controlling shareholders (as defined in the Listing Manual) of our Company or associates (as defined in the Listing Manual) of such controlling shareholders, are eligible to participate in the CLI Performance Share Plan 2021 at the sole and absolute discretion of the Committee:

(a) Group Employees who have attained the legal age of 18 years and hold such rank as may be designated by the Committee from time to time;

(b) Designated Parent Group Employees who have attained the legal age of 18 years and hold such rank as may be designated by the Committee from time to time and who, in the opinion of the Committee, have contributed to the success of our Group; and

(c) Associated Company Employees who have attained the legal age of 18 years and hold such rank as may be designated by the Committee from time to time and who, in the opinion of the Committee, have contributed or has potential to contribute to the success of our Group.

Non-Executive Directors will not be eligible to participate in the CLI Performance Share Plan 2021.

Awards

Awards represent the right of a Participant to receive fully paid Shares, their equivalent cash value or combinations thereof, free of charge, provided that certain prescribed performance conditions are met.

Participants

The selection of a Participant and the number of Shares which are the subject of each Award to be granted to a Participant in accordance with the CLI Performance Share Plan 2021 shall be determined at the sole and absolute discretion of the Committee, which shall take into account criteria such as his rank, job performance, years of service and potential for future development, his contribution to the success and development of our Group and the extent of effort and difficulty with which the performance condition(s) may be achieved within the performance period.

However, the grant of Awards to Designated Parent Group Employees, collectively, will be limited so as to preserve the availability of Shares for the grant of Awards to other eligible persons. Accordingly, the CLI Performance Share Plan 2021 provides that the number of Shares over which Awards may be granted will be discretionary, with certain limits and sub-limits imposed for the grant of Awards to Designated Parent Group Employees collectively (in aggregate, subject to independent Shareholders' approval in a separate resolution, not more than 20% of the total number of Shares available for the grant of Awards under the CLI Performance Share Plan 2021, and not more than 5% thereof for any one Designated Parent Group Employee unless approved by independent Shareholders in a separate resolution).

Details of Awards

The Committee shall decide, in relation to each Award:

(a) the Participant;

(b) the Award Date;

(c) the number of Shares which are the subject of the Award;

(d) the prescribed performance condition(s);

(e) the performance period during which the prescribed performance condition(s) are to be satisfied;

(f) the extent to which Shares, which are the subject of that Award, shall be released on the prescribed performance condition(s) being satisfied (whether fully or partially) or exceeded or not being satisfied, as the case may be, at the end of the performance period;

(g) the vesting date;

(h) the retention period (if any); and

(i) any other condition which the Committee may determine in relation to that Award.

Timing

The Committee has the sole and absolute discretion to grant Awards at any time in the year. An Award Letter confirming the Award and specifying, *inter alia*, the prescribed performance condition(s), the performance period during which the prescribed performance condition(s) are to be satisfied, the extent to which Shares will be released on satisfaction of the prescribed performance condition(s), the vesting date and the retention period (if any), will be sent to each Participant as soon as is reasonably practicable after the making of an Award.

Events Prior to Vesting

Special provisions for the vesting, lapsing and/or release of Awards apply in certain circumstances including the following:

(a) an order being made or a resolution being passed for the winding-up of our Company on the basis of, or by reason of, its insolvency;

(b) misconduct (or upon the commencement of an investigation by our Group, the Designated Parent Group, the relevant Associated Company or by any competent authority, as the case may be, into misconduct) on the part of a Participant as determined by the Committee in its sole and absolute discretion;

(c) a Participant ceasing to be in the employment of our Group, the Designated Parent Group or the relevant Associated Company, as the case may be, for any reason whatsoever (other than as specified in sub-paragraphs (e), (f), (g) and (h) below);

(d) the bankruptcy of a Participant or the happening of any other event which results in his being deprived of the legal or beneficial ownership of the Award;

(e) a Participant ceasing to be in the employment of our Group, the Designated Parent Group or the relevant Associated Company, as the case may be, by reason of:

  (i) ill health, injury or disability (in each case, evidenced to the satisfaction of the Committee);

  (ii) redundancy;

  (iii) retirement at or after the legal retirement age;

  (iv) retirement before the legal retirement age with the consent of the Committee;

  (v) the company by which he is employed ceasing to be a company within our Group, the Designated Parent Group or an Associated Company, as the case may be, or the undertaking or part of the undertaking of such company being transferred to another company outside our Group or the Designated Parent Group, as the case may be; or

  (vi) any other event approved by the Committee;

(f) (where applicable) the transfer of a Participant's employment from our Group to the Designated Parent Group or an Associated Company, as the case may be, or *vice versa*;

(g) the death of the Participant;

(h) any other event approved by the Committee; or a take-over, reconstruction or amalgamation of our Company or an order is made or a resolution is passed for the winding-up of our Company (other than as provided in sub-paragraph (a) above or for reconstruction or amalgamation).

Upon the occurrence of any of the events specified in sub-paragraphs (a), (b) and (c) above, an Award then held by a Participant shall, as provided in the rules of the CLI Performance Share Plan 2021 and to the extent not yet released, immediately lapse without any claim whatsoever against our Company.

Upon the occurrence of any of the events specified in sub-paragraphs (d), (e), (f), (g) and (h) above, the Committee may, in its sole and absolute discretion, preserve all or any part of any Award and decide as soon as reasonably practicable following such event either to vest and release some or all of the Shares which are the subject of any Award or to preserve all or part of any Award until the end of the relevant performance period and subject to the provisions of the CLI Performance Share Plan 2021. In exercising its sole and absolute discretion, the Committee will have regard to all circumstances on a case-by-case basis, including (but not limited to) the contributions made by that Participant, the proportion of the performance period which has elapsed and the extent to which the applicable performance conditions and targets have been satisfied.

Upon the occurrence of the event specified in sub-paragraph (i) above, the Committee will consider, at its sole and absolute discretion, whether or not to release any Award, and will take into account all circumstances on a case-by-case basis, including (but not limited to) the contributions made by that Participant. If the Committee decides to release any Award, then in determining the number of Shares to be vested in respect of such Award, the Committee will have regard to the proportion of the performance period which has elapsed and the extent to which the applicable performance conditions and targets have been satisfied.

Operation of the CLI Performance Share Plan 2021

Subject to the prevailing legislation and the rules of the Listing Manual, our Company will have the flexibility to deliver Shares to Participants upon vesting of their Awards by way of:

(a) an issue of new Shares; and/or

(b) the delivery of existing Shares (including treasury shares).

In determining whether to issue new Shares or to deliver existing Shares to Participants upon vesting of their Awards, our Company will take into account factors such as (but not limited to) the number of Shares to be delivered, the prevailing market price of the Shares and the cost to our Company of either issuing new Shares or delivering existing Shares (including treasury shares).

The financial effects of the above methods are discussed in the section "Share Plans".

Our Company has the flexibility, and if circumstances require, to approve the release of an Award, wholly or partly, in the form of cash rather than Shares.

New Shares allotted and issued, and existing Shares procured by our Company for transfer, pursuant to the release of any Award shall rank in full for all entitlements, including dividends or other distributions declared or recommended in respect of the then existing Shares, the record date for which is on or after the relevant vesting date, and shall in all other respects rank *pari passu* with other existing Shares then in issue.

The Committee shall have the sole and absolute discretion to determine whether any performance condition has been satisfied (whether fully or partially) or exceeded and in making any such determination, the Committee shall have the right to make reference to the audited results of our Company, our Group or an Associated Company (as the case may be) to take into account such factors as the Committee may determine to be relevant, such as changes in accounting methods, taxes and extraordinary events, and further, the right to amend any performance condition if the Committee decides that an amended performance target would be a fairer measure of performance.

CLI Restricted Share Plan 2021

Eligibility

The following persons, unless they are also controlling shareholders (as defined in the Listing Manual) of our Company or associates (as defined in the Listing Manual) of such controlling shareholders, are eligible to participate in the CLI Restricted Share Plan 2021 at the sole and absolute discretion of the Committee:

(a) Group Employees who have attained the legal age of 18 years and hold such rank as may be designated by the Committee from time to time;

(b) Designated Parent Group Employees who have attained the legal age of 18 years and hold such rank as may be designated by the Committee from time to time and who, in the opinion of the Committee, have contributed or has potential to contribute to the success of our Group;

(c) Associated Company Employees who have attained the legal age of 18 years and hold such rank as may be designated by the Committee from time to time and who, in the opinion of the Committee, have contributed or has potential to contribute to the success of our Group; and

(d) Non-Executive Directors.

Awards

Awards represent the right of a Participant to receive fully paid Shares, their equivalent cash value or combinations thereof, free of charge, provided that (where applicable) certain prescribed performance conditions are met and (where applicable) upon expiry of the prescribed vesting periods.

Participants

The selection of a Participant and the number of Shares which are the subject of each Award to be granted to a Participant in accordance with the CLI Restricted Share Plan 2021 shall be determined at the sole and absolute discretion of the Committee, which shall take into account criteria such as his rank, job performance, years of service and potential for future development, his contribution to the success and development of our Group and (in the case of a performance-related Award) the extent of effort and difficulty with which the performance condition(s) may be achieved within the performance period.

However, the grant of Awards to Designated Parent Group Employees, collectively, will be limited so as to preserve the availability of Shares for the grant of Awards to other eligible persons. Accordingly, the CLI Restricted Share Plan 2021 provides that the number of Shares over which Awards may be granted will be discretionary, with certain limits and sub-limits imposed for the grant of Awards to Designated Parent Group Employees collectively (in aggregate, subject to independent Shareholders' approval in a separate resolution, not more than 20% of the total number of Shares available for the grant of Awards under the CLI Restricted Share Plan 2021, and not more than 5% thereof for any one Designated Parent Group Employee unless approved by independent Shareholders in a separate resolution).

The selection of a Participant and the number of Shares which are the subject of each Award to be granted to a Non-Executive Director in accordance with the CLI Restricted Share Plan 2021 shall be determined at the sole and absolute discretion of the Committee, which shall take into account criteria such as his board and committee (if any) appointment and attendance, and his contribution to the success and development of our Group.

No performance-related Awards may be granted to Non-Executive Directors under the CLI Restricted Share Plan 2021.

Details of Awards

The Committee shall decide, in relation to each Award:

(a) the Participant;

(b) the Award Date;

(c) the number of Shares which are the subject of the Award;

(d) in the case of performance-related Awards:

  (i) the prescribed performance condition(s);

  (ii) the performance period during which the prescribed performance condition(s) are to be satisfied; and

  (iii) the extent to which Shares, which are the subject of that Award, shall be released on the prescribed performance condition(s) being satisfied (whether fully or partially) or exceeded or not being satisfied, as the case may be, at the end of the performance period;

(e) the prescribed vesting periods (if any) and the vesting dates (if any);

(f) the release schedule (if any) setting out the extent to which Shares, which are the subject of that Award, shall be released at the end of each prescribed vesting period;

(g) the retention period (if any); and

(h) any other condition which the Committee may determine in relation to that Award.

Timing

The Committee has the sole and absolute discretion to grant Awards at any time in the year. An Award Letter confirming the Award and specifying, *inter alia*, the vesting period (if any), the retention period (if any) and, in relation to a performance-related Award, the prescribed performance condition(s), the performance period during which the prescribed performance condition(s) are to be satisfied and the extent to which Shares will be released on satisfaction of the prescribed performance condition(s), will be sent to each Participant as soon as is reasonably practicable after the making of an Award.

Events Prior to Vesting

Special provisions for the vesting, lapsing and/or release of Awards apply in certain circumstances including the following:

(a) an order being made or a resolution being passed for the winding-up of our Company on the basis of, or by reason of, its insolvency;

(b) misconduct (or upon the commencement of an investigation by our Group, the Designated Parent Group, the relevant Associated Company or any competent authority, as the case may be, into misconduct) on the part of a Participant as determined by the Committee in its sole and absolute discretion;

(c) a Participant ceasing to be in the employment of our Group, the Designated Parent Group or the relevant Associated Company, as the case may be, for any reason whatsoever (other than as specified in sub-paragraphs (e), (f), (h) and (i) below);

(d) the bankruptcy of a Participant or the happening of any other event which results in his being deprived of the legal or beneficial ownership of the Award;

(e) a Participant ceasing to be in the employment of our Group, the Designated Parent Group or the relevant Associated Company, as the case may be, by reason of:

  (i) ill health, injury or disability (in each case, evidenced to the satisfaction of the Committee);

  (ii) redundancy;

  (iii) retirement at or after the legal retirement age;

  (iv) retirement before the legal retirement age with the consent of the Committee;

  (v) the company by which he is employed ceasing to be a company within our Group, the Designated Parent Group or an Associated Company, as the case may be, or the undertaking or part of the undertaking of such company being transferred to another company outside our Group or the Designated Parent Group, as the case may be; or

  (vi) any other event approved by the Committee;

(f) (where applicable) the transfer of the Participant's employment from our Group to the Designated Parent Group or an Associated Company, as the case may be, or *vice versa*;

(g) the Participant ceasing to be a Non-Executive Director for any reason whatsoever;

(h) the death of the Participant;

(i) any other event approved by the Committee; or

(j) a take-over, reconstruction or amalgamation of our Company or an order is made or a resolution is passed for the winding-up of our Company (other than as provided in sub-paragraph (a) above or for reconstruction or amalgamation).

Upon the occurrence of any of the events specified in sub-paragraphs (a), (b) and (c) above, an Award then held by a Participant shall, as provided in the rules of the CLI Restricted Share Plan 2021 and to the extent not yet released, immediately lapse without any claim whatsoever against our Company.

Upon the occurrence of any of the events specified in sub-paragraphs (d), (e), (f), (g), (h) and (i) above, the Committee may, in its sole and absolute discretion, preserve all or any part of any Award and decide as soon as reasonably practicable following such event either to vest and release some or all of the Shares which are the subject of any Award or to preserve all or part of any Award until the end of the relevant performance period (if any) and/or each vesting period (if any) and subject to the provisions of the CLI Restricted Share Plan 2021. In exercising its sole and absolute discretion, the Committee will have regard to all circumstances on a case-by-case basis, including (but not limited to) the contributions made by that Participant, the proportion of the vesting periods which have elapsed and, in the case of performance-related Awards, the proportion of the performance period which has elapsed and the extent to which the applicable performance conditions and targets have been satisfied.

Upon the occurrence of the event specified in sub-paragraph (j) above, the Committee will consider, at its sole and absolute discretion, whether or not to release any Award, and will take into account all circumstances on a case-by-case basis, including (but not limited to) the contributions made by that Participant. If the Committee decides to release any Award, then in determining the number of Shares to be vested in respect of such Award, the Committee will have regard to the proportion of the vesting periods which have elapsed and, in the case of a performance-related Award, the extent to which the applicable performance conditions and targets have been satisfied.

Operation of the CLI Restricted Share Plan 2021

Subject to the prevailing legislation and the rules of the Listing Manual, our Company will have the flexibility to deliver Shares to Participants upon vesting of their Awards by way of:

(a) an issue of new Shares; and/or

(b) the delivery of existing Shares (including treasury shares).

In determining whether to issue new Shares or to deliver existing Shares to Participants upon vesting of their Awards, our Company will take into account factors such as (but not limited to) the number of Shares to be delivered, the prevailing market price of the Shares and the cost to our Company of either issuing new Shares or delivering existing Shares (including treasury shares).

The financial effects of the above methods are discussed in the section "Share Plans".

Our Company has the flexibility, and if circumstances require, to approve the release of an Award, wholly or partly, in the form of cash rather than Shares.

New Shares allotted and issued, and existing Shares procured by our Company for transfer, pursuant to the release of any Award shall rank in full for all entitlements, including dividends or other distributions declared or recommended in respect of the then existing Shares, the record date for which is on or after the relevant vesting date, and shall in all other respects rank *pari passu* with other existing Shares then in issue.

The Committee shall have the sole and absolute discretion to determine whether any performance condition has been satisfied (whether fully or partially) or exceeded and in making any such determination, the Committee shall have the right to make reference to the audited results of our Company, our Group or an Associated Company (as the case may be) to take into account such factors as the Committee may determine to be relevant, such as changes in accounting methods, taxes and extraordinary events, and further, the right to amend any performance condition if the Committee decides that an amended performance target would be a fairer measure of performance.

Clawback Right

The grant of each Award, each release of Shares and each payment in lieu of Shares which would otherwise have been released to the Participant (where applicable) under the Share Plans is subject to, and conditional upon, our Company's right of clawback ("**Clawback Right**"). The Clawback Right can be exercised at any time during the clawback period ("**Clawback Period**"), which is 6 years following the vesting date of an Award or (in the case of an Award released) following the date of release of the Shares to which such Award relates, subject to extension in accordance with the rules of the relevant Share Plan.

The Clawback Right can be exercised by the Committee under any of the following circumstances:

(a) the grant of the Award to the Participant was based (in whole or in part) on inaccurate financial statements (irrespective of when such inaccuracy was discovered and irrespective of who caused such inaccuracy, and whether such financial statements were audited or unaudited);

(b) the Participant (or any subordinate over whom such Participant had, at the material time, oversight responsibilities) had, at any time, engaged in conduct that:

(i) directly or indirectly caused, resulted in and/or contributed to, or is likely (in the opinion of the Committee) to cause, result in and/or contribute to (whether directly or indirectly):

(A) any financial loss or reputational harm to our Group, any company within our Group or (where applicable) an Associated Company; and/or

(B) the need for a restatement of the financial results or financial statements (whether audited or unaudited) of our Group, any company within our Group or (where applicable) an Associated Company; and/or

(C) any adverse change in the risk profile or rating of our Group, any company within our Group or (where applicable) an Associated Company; and/or

(ii) is otherwise detrimental to our Group, any company within our Group or (where applicable) an Associated Company, and/or detrimental to the business conducted by our Group, any company within our Group or (where applicable) an Associated Company; or

(c) the Participant had, at any time, engaged in any misconduct or committed any misfeasance, fraud or breach of trust or duty in relation to our Group, any company within our Group or (where applicable) an Associated Company (or the Participant is investigated by our Group, any company within our Group, (where applicable) an Associated Company or any competent authority, as the case may be, for such misconduct, misfeasance, fraud or breach of trust or duty).

The date on which the Committee makes the determination to exercise the Clawback Right is referred to as the "**Clawback Determination Date**".

The Committee has the sole and absolute discretion to determine the amount which the Participant is required to return to our Company, subject to a limit being the aggregate of the following (based on all Awards granted to such Participant which remain within the Clawback Period):

(aa) the prevailing value of all the Shares which have been released to such Participant on or prior to the Clawback Determination Date (the "**Released Shares**");

(bb) the aggregate value of all cash distributions and cash dividends which have been paid by our Company in respect of the Released Shares on or prior to the Clawback Determination Date (whether received by the Participant or not);

(cc) the aggregate prevailing value of all dividends-*in-specie*, bonus shares, rights issues and other rights or benefits (other than the distributions and cash dividends referred to in sub-paragraph (bb) above) which have been distributed in respect of, derived from or attributable to, the Released Shares on or prior to the Clawback Determination Date (whether received by the Participant or not); and

(dd) in the case of Awards only, the total of the payments made to such Participant (in lieu of Shares which would otherwise have been released to the Participant under the relevant Share Plan) on or prior to the Clawback Determination Date.

The Clawback Right is in addition, and without prejudice, to any right or remedy that our Company has *vis-à-vis* a Participant (whether under the Share Plans, contract, tort or any other theory of law).

Size and Duration

The total number of Shares which may be allotted and issued and/or delivered pursuant to Awards granted under the Share Plans on any date, when added to:

(a) the total number of new Shares allotted and issued and/or to be allotted and issued, and issued Shares (including treasury shares and cash equivalents) delivered and/or to be delivered, pursuant to Awards granted under the Share Plans; and

(b) all Shares, options or awards granted under any other share schemes of our Company then in force,

shall not exceed 8% of the total number of issued Shares (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual)) on the date preceding the date of the relevant Award.

The overall maximum limit of 8% for the Share Plans will provide sufficient Shares to support the use of Awards in our Company's overall long-term incentive and compensation strategy. It will also provide our Company the means and flexibility to grant Awards as incentive tools in a meaningful and effective manner to encourage staff retention and to align Participants' interests more closely with those of Shareholders.

The CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021 respectively shall continue in force at the sole and absolute discretion of the Committee, subject to a maximum period of 10 years commencing from 17 July 2021 (being the commencement date of the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021, respectively), provided always that the CLI Performance Share Plan 2021, or (as applicable) the CLI Restricted Share Plan 2021, may continue beyond the above stipulated period with the approval of Shareholders by ordinary resolution in general meeting and of any relevant authorities which may then be required.

Notwithstanding the expiry or termination of the Share Plans, Awards made to Participants prior to such expiry or termination will continue to remain valid.

Adjustments and Modifications

The following describes the adjustment events under, and provisions relating to modifications of, the Share Plans.

Adjustment Events

If a variation in the share capital of our Company (whether by way of a bonus or rights issue, reduction, subdivision, consolidation, distribution or otherwise) shall take place or if our Company shall make a capital distribution or a declaration of a special dividend (whether in cash or *in specie*), then the Committee may, in its sole and absolute discretion, determine whether:

(a) the class and/or number of Shares which are the subject of an Award to the extent not yet vested; and/or

(b) the class and/or number of Shares in respect of which future Awards may be granted under the CLI Performance Share Plan 2021 and the CLI Restricted Share Plan 2021,

shall be adjusted and if so, the manner in which such adjustments should be made. Any adjustment shall be made in a way that a Participant will not receive a benefit that a Shareholder does not receive.

Unless the Committee considers an adjustment to be appropriate, the issue of securities as consideration for an acquisition or a private placement of securities, or upon the exercise of any options or conversion of any loan stock or any other securities convertible into Shares or subscription rights of any warrants, or the cancellation of issued Shares purchased or acquired by our Company by way of a market purchase of such Shares undertaken by our Company on the SGX-ST during the period when a share purchase mandate granted by Shareholders (including any renewal of such mandate) is in force, shall not normally be regarded as a circumstance requiring adjustment.

Any adjustment (except in relation to a bonus issue) must be confirmed in writing by the auditors of our Company (acting only as experts and not as arbitrators) to be, in their opinion, fair and reasonable.

Modifications

Each of the Share Plans may be modified and/or altered at any time and from time to time by a resolution of the Committee, subject to the prior approval of the SGX-ST and such other regulatory authorities as may be necessary.

However:

(a) in relation to the CLI Performance Share Plan 2021, no modification or alteration shall alter adversely the rights attached to any Award granted prior to such modification or alteration except with the consent in writing of such number of Participants who, if their Awards were released to them upon the performance condition(s) for their Awards being satisfied in full, would become entitled to not less than three-quarters in number of all the Shares which would fall to be vested upon release of all outstanding Awards upon the performance condition(s) for all outstanding Awards being satisfied in full; and

(b) in relation to the CLI Restricted Share Plan 2021:

(i) in the case of a performance-related Award, no modification or alteration shall alter adversely the rights attached to any such Award granted prior to such modification or alteration except with the consent in writing of such number of Participants who have been granted performance-related Awards and who, if such Awards were released to them upon the performance condition(s) for such Awards being satisfied in full, would become entitled to not less than three-quarters in number of all the Shares which would fall to be vested upon release of all such outstanding Awards upon the performance condition(s) for all such outstanding Awards being satisfied in full; and

(ii) in the case of an Award other than a performance-related Award, no modification or alteration shall alter adversely the rights attached to any such Award granted prior to such modification or alteration except with the consent in writing of such number of Participants who have been granted Awards other than performance-related Awards and who, if such Awards were released to them on the applicable vesting dates relating to such Awards, would become entitled to not less than three-quarters in number of all the Shares which would fall to be vested upon release of all such outstanding Awards on the relevant vesting dates applicable to all such outstanding Awards.

No alteration shall be made to certain rules of each of the Share Plans to the advantage of the holders of the Awards except with the prior approval of Shareholders in general meeting.

Abstention from Voting

Following our Listing, Shareholders who are eligible to participate in the CLI Performance Share Plan 2021 or the CLI Restricted Share Plan 2021, as the case may be, are to abstain from voting on any shareholders' resolution relating to the CLI Performance Share Plan 2021 or the CLI Restricted Share Plan 2021, as the case may be (other than a shareholders' resolution relating to the participation of, or grant of Awards to, Designated Parent Group Employee(s)), and should not accept nominations as proxy or otherwise for voting unless specific instructions have been given in the proxy form on how the vote is to be cast.

In this regard, following our Listing, the Designated Parent Companies (and their respective associates), and directors and employees of the Designated Parent Group who are also our Shareholders and are eligible to participate in the CLI Performance Share Plan 2021 or the CLI Restricted Share Plan 2021, as the case may be, are to abstain from voting on any shareholders' resolution relating to the participation of, or grant of Awards to, Designated Parent Group Employee(s), and should not accept nominations as proxy or otherwise for voting unless specific instructions have been given in the proxy form on how the vote is to be cast.

The list of present principal and past directorships held by our Directors and Executive Officers in the last five years preceding the date of this Document (excluding those held in our Company) is as follows:

Our Directors

Name	Present Principal Directorships	Past Principal Directorships
Ko Kai Kwun Miguel @ Ko Miguel	CapitaLand Limited CLA Keystone Investments Pte. Ltd. CLA Keystone Pte. Ltd. CLA Real Estate Holdings Pte. Ltd. (formerly known as Ascendas-Singbridge Pte. Ltd.) Temasek International Advisors Pte. Ltd. (corporate advisor)	Ascendas Funds Management (S) Limited (as manager of A-REIT) Ascendas Hospitality Fund Management Pte. Ltd. (as manager of Ascendas Hospitality REIT) Ascendas Hospitality Trust Management Pte. Ltd. (as trustee-manager of Ascendas Hospitality BT) Ascendas-Singbridge International Pte. Ltd. Ascendas-Singbridge Holdings Pte. Ltd. Changi Airport Group (Singapore) Pte. Ltd. Jilin Food Zone Pte. Ltd. Knowledge City Pte. Ltd. Optima Investment & Development Samsonite International S.A. Singapore-Sichuan Investment Holdings Pte. Ltd Singbridge Pte. Ltd. Singbridge Corporate Pte. Ltd. Singbridge CTM1 Pte. Ltd. Singbridge CTM9 Pte. Ltd. Singbridge International Singapore Pte. Ltd.

Name	Present Principal Directorships	Past Principal Directorships
Lee Chee Koon	CapitaLand (China) Corporate Management Co., Ltd CapitaLand Digital Holdings Pte. Ltd. CapitaLand Hope Foundation CapitaLand Singapore Limited CapitaLand India Pte. Ltd. CapitaLand Limited CapitaLand International Pte. Ltd. CapitaLand China Holdings Pte Ltd CapitaLand VN Limited CapitaLand Corporate Investments Pte Ltd EDBI Pte. Ltd. Pidemco Land Singapore Pte. Ltd. St. Joseph's Institution International Ltd. (member of the board of governors) St. Joseph's Institution International Elementary School Ltd. (member of the board of governors) The Ascott Limited Future Economy Council (member)	Ascott Business Trust Management Pte. Ltd. Ascott Residence Trust Management Limited Ascott International Management (2001) Pte Ltd Australasian Franchise Systems Pty Ltd Ascott Serviced Residence (Global) Investment Pte. Ltd. Ascott Serviced Residence (Global) Fund Pte. Ltd. Ascott Serviced Residence (China) Fund (*Dissolved*) (chairman) C31 Ventures Pte. Ltd. C31 Ventures Fund 1 Pte. Ltd. C31 Ventures Fund Management Pte. Ltd. C31VF1-001V Pte. Ltd. C31VF1-065C Pte. Ltd. C31VF1-ESVF Pte. Ltd. CapitaLand Commercial Trust Management Limited CapitaLand Fund Management Pte. Ltd. CapitaLand CLIMB Management Consultancy (Shanghai) Co., Ltd. (*Liquidated*) CapitaLand International (Europe) Pte. Ltd. CapitaLand China Trust Management Limited (formerly known as CapitaLand Retail China Trust Management Limited) (as manager of CapitaLand China Trust (formerly known as CapitaLand Retail China Trust)) CapitaLand Singapore (BP&C) Pte. Ltd. CapitaLand Trustee Pte. Ltd. Guangzhou Slamet Property Co., Ltd. (*Dissolved*) Jilin Food Zone Pte. Ltd. LFIE Holding Limited Lifelong Learning Institute Pte. Ltd.

Name	Present Principal Directorships	Past Principal Directorships
		Quest Tenancy Holdings Pty Ltd QSA Group Pty Ltd Somerset Capital Pte Ltd Synergy Global Housing International Pte. Ltd. Synergy Global Housing LLC (manager) Somerset Riverview (Chengdu) Property Co., Ltd. (legal representative) Temasek Foundation Nurtures CLG Limited Tujia.com International (director) The Ascott Capital Pte Ltd The Ascott Holdings Limited Ventura Development (Myanmar) Pte Ltd (*Struck off*)
Anthony Lim Weng Kin	CapitaLand Limited CapitaLand Hope Foundation (director) DBS Bank Ltd. DBS Group Holdings Ltd	Vista Oil & Gas S.A.B. de C.V.
Goh Swee Chen	Big Roundtable Pte. Ltd. CapitaLand Limited Institute for Human Resource Professionals Limited (chairman) Singapore Airlines Limited Woodside Energy Ltd (now known as Woodside Petroleum Ltd) Global Compact Network Singapore (president) Legal Service Commission (member) Nanyang Technological University (chairman) National Arts Council (chairman) Singapore Power Limited The Centre for Liveable Cities (director) Resilience Collective Ltd.	Connected Freight Pte. Ltd. Singapore University of Technology & Design (trustee) Human Capital Leadership Institute Pte. Ltd. Singapore National Employer Federation (vice president) The Centre for Liveable Cities (advisory board member) BG Asia Pacific Holdings Pte. Limited Shell Eastern Petroleum (Pte) Ltd (chairman) Shell Eastern Trading (Pte) Ltd (chairman) Shell Singapore Trustees Pte Ltd (chairman) Shell India Ventures Pte. Ltd. (chairman) Singapore International Chamber of Commerce (director)

Name	Present Principal Directorships	Past Principal Directorships
Hsu Chung Wei Judy	CapitaLand Limited Standard Chartered Bank (Singapore) Limited (chairman) Standard Chartered Holdings (Singapore) Private Limited Hype Records Pte Ltd Urban Redevelopment Authority (board member) Workforce Singapore (board member)	Singapore International Chamber of Commerce (director) The Institute of Banking and Finance (director) Association of Banks in Singapore (vice chairperson)
Kee Teck Koon	CapitaLand Limited Raffles Medical Group Ltd Changi Airport Group (Singapore) Pte. Ltd. Mandai Park Holdings Pte. Ltd. NTUC Enterprise Co-operative Limited NTUC Income Insurance Co-operative Limited NTUC Fairprice Co-operative Limited Angsana Fund Investment Committee (member) of the Singapore Labour Foundation	Changi Airport International Pte. Ltd. FFMC Holdings Pte. Ltd. Fullerton Fund Management Company Ltd. Lien Foundation (governor) Ascendas Pte. Ltd. Wildlife Reserves Singapore Pte. Ltd. Alexandra Health Fund Limited NTUC LearningHub Co-operative Ltd.
Stephen Lee Ching Yen	Ballard Pte. Ltd. Bond Company Private Limited CapitaLand Limited The Shanghai Commercial & Savings Bank Limited Dr Goh Keng Swee Scholarship Fund (board member) G2000 Apparel (S) Pte Ltd Great Malaysia Textile Investments Pte Ltd Kelloc Properties Pte. Ltd. Kelloc Singapore Pte. Ltd. Kidney Dialysis Foundation (director) Kreta Investments Pte. Ltd. M+S Pte. Ltd. Marina South Investments Pte. Ltd. MS Property Management Pte. Ltd. NTUC-ARU (Administration & Research Unit) (member of the board of trustees) NTUC Foundation Limited (member) Ophir-Rochor Investments Pte. Ltd. Shanghai Commercial Bank Ltd Singapore University of Social Sciences (chancellor) TAL Apparel (S) Pte. Ltd. Temasek Holdings (Private) Limited Tripartite Alliance Limited	SIA Engineering Company Limited Singapore Airlines Limited China National Petroleum Corporation Council of Presidential Advisers (member) National Wages Council (member) Singapore Labour Foundation (director) NTUC Income Insurance Co-operative Limited (chairman) NTUC Enterprise Co-operative Limited (director)

Name	Present Principal Directorships	Past Principal Directorships
Gabriel Lim Meng Liang	CapitaLand Limited East Asian Institute (member of the management board) National Healthcare Group Pte Ltd National Research Foundation St. Joseph's Institution International Ltd. (member of the board of governors) St. Joseph's Institution International Elementary School Ltd. (member of the board of governors)	Civil Service College Board Singapore Innovate Pte. Ltd.
Chaly Mah Chee Kheong	CapitaLand Limited CM38 Capital Pte. Ltd. Netlink NBN Management Pte Ltd (as manager of Netlink NBN Trust) (chairman) Flipkart Private Limited (director) Monetary Authority of Singapore (director) National Jobs Council (member of the board of trustees) National University of Singapore (member of the board of trustees) Select Class Ltd SG Eco Fund (member of the board of trustees) Singapore Accountancy Commission (chairman) Singapore Tourism Board (chairman) Surbana Jurong Private Limited (chairman) Non-Resident High Commissioner of the Republic of Singapore to the Independent State of Papua New Guinea	Singapore Economic Development Board (director) EDB Investments Pte Ltd (director) Deloitte Asia Pacific (CEO) Deloitte Southeast Asia (CEO) Deloitte Global Executive (member) Deloitte Global Board (vice-chairman) Deloitte & Touche Enterprise Risk Services Pte Ltd Deloitte & Touche Management Services Pte Ltd Deloitte Global Tax Center Asia Pte. Ltd. Deloitte & Touche Financial Advisory Services Pte. Ltd. Deloitte & Touche Business Advisory Pte. Ltd. Deloitte Consulting (SEA) Holdings Pte. Ltd. Deloitte Chairman's Foundation Club Ltd. Netlink Management Pte. Ltd. Singapore International Chamber of Commerce (chairman and director) Sentosa Development Corporation (director) Sentosa Leisure Management Pte. Ltd. Singapore Land Authority (chairman)

Our Executive Officers

Name	Present Principal Directorships	Past Principal Directorships
Lee Chee Koon	See above	See above
Yap Neng Tong Jonathan	Athena GP Pte. Ltd. Achilles Investments Holding Pte. Ltd. Aeolus Investments Pte. Ltd. Artemis Ventures Pte. Ltd. Ascendas India Development VI Pte. Ltd. Ascendas Land International Pte Ltd Ascendas Pte Ltd CLI FM Pte. Ltd. Ascendas Asia-Pacific (Holdings) Pte. Ltd. Ascendas India Logistics Holdings Pte. Ltd. Ascendas India Logistics Pte. Ltd. Singapore Amaravati Investment Holdings Pte. Ltd. Ascendas-Singbridge Holdings Pte. Ltd. CapitaLand India Pte. Ltd. CapitaLand International Pte. Ltd. CapitaLand China Holdings Pte Ltd CapitaLand Fund Management Pte. Ltd. CapitaLand Trustee Pte. Ltd. CLFMI Pte. Ltd. Cap I GP Pte. Ltd. Cap I Investments Holding Pte. Ltd. Credo I China GP Pte. Ltd. Credo I China Holdings Pte. Ltd. CapitaLand India Logistics II Pte. Ltd. CapitaLand Integrated Commercial Trust Management Limited (as manager of CICT) Ascendas Property Fund Trustee Pte. Ltd. CapitaLand Malaysia Mall Management Sdn. Bhd. (as manager of CMMT) REIT Association of Singapore (president) Institute of South Asian Studies (member of management board) The Ascott Limited Cresthill Investments Holdings Pte. Ltd. Peak Investments Pte. Ltd. Carnelian GP Ltd CLFMI Hong Kong Limited Apatite Holdings Limited Azurite Holdings Limited Resplendent Pearl Investments Ltd CAP I GP S.A.R.L Adventurine Investments Limited CLI FM Two Pte. Ltd.	Ascendas Asia Fund Management Pte. Ltd. Ascendas India Development Fund Management Pte. Ltd. Singapore-Sichuan Investment Holdings Pte. Ltd. AIGP 1 Pte. Ltd. Ascendas Asia Real Estate Fund Management Pte. Ltd. AIGP 1 Pune A Pte. Ltd. Ascendas Land International (Investments) Pte. Ltd. Ascendas Development (Holdings) Pte. Ltd. AIGP 1 Pune B Pte. Ltd. Acacia Real Estate Pte. Ltd. CapitaLand Commercial Trust Management Limited CapitaLand Investment Limited CapitaLand (Korea) Pte. Ltd. China-Singapore Guangzhou Knowledge City Investment & Development Co., Ltd. (Singapore Branch) ASB Flex Pte. Ltd. Kunzite Holdings Pte. Ltd. (*Dissolved*) Kyanite Investments Pte. Ltd. (*Dissolved*)

Name	Present Principal Directorships	Past Principal Directorships
Goh Soon Keat Kevin	Ascott Residence Trust Management Limited (as manager of Ascott REIT) Ascott Business Trust Management Pte. Ltd. (as trustee-manger of Ascott BT) The Ascott Limited The Ascott Holdings Limited Ascott International Management (2001) Pte Ltd The Ascott Capital Pte Ltd Somerset Capital Pte Ltd CapitaLand Fund Management Pte. Ltd. Ascott Serviced Residence (Global) Fund Pte. Ltd. Ascott Serviced Residence (Global) Investment Pte. Ltd. Green Oak Hotel Management Pte. Ltd. Synergy Global Housing International Pte. Ltd. Green Tembusu Pte. Ltd. Australasian Franchise Systems Pty Ltd QSA Group Pty Ltd Quest Tenancy Holdings Pty Ltd Ascott Property Management (Shanghai) Co., Ltd. Somerset Riverview (Chengdu) Property Co., Ltd Ascott Property Management (Beijing) Co., Ltd Ascott (Guangzhou) Property Management Co., Ltd. Ascott Property Management (Hong Kong) Co., Limited Global Apartments (Hong Kong) Co., Limited Dynamic Investments Worldwide Ltd Ascott Holding (China) Limited Tianhe East Investments (BVI) Limited Global Apartments Co., Ltd. Ascott International Management Japan Company Limited Japan Residence One Y. K. CapitaLand (Japan) Kabushiki Kaisha Synergy Global Housing (United Kingdom) Limited Jollibee Foods Corporation Ascott International Management (Overseas BR.) Pte. Ltd. – Korea Branch (Branch Representative) Synergy Global Housing LLC (Manager)	Singapore-Suzhou Township Development Pte Ltd Somerset Suzhou Investment Pte Ltd Slamet Pte Ltd CapitaLand Singapore Management Limited The Ascott Hospitality Holdings Pte Ltd Serviced Residence Operating Pte. Ltd. Hemliner Pte Ltd (*Dissolved*) CRL Investment Pte Ltd Citadines Ashley TST (Singapore) Pte. Ltd. Somerset ZhongGuanCun (S) Pte. Ltd. Ascott Serviced Residence (China) Fund Management Pte. Ltd. Somerset Holdings (Hong Kong) Pte. Ltd. Somerset Investments (HK) Pte. Ltd. Ascott Marunouchi Tokyo Pte. Ltd. Citadines Mercer Pte. Ltd. Citadines Mercer (Hong Kong) Pte. Ltd. Somerset Shinagawa Pte. Ltd. Somerset Shinagawa (Japan) Pte. Ltd. Ascott International Management (Overseas BR.) Pte. Ltd. CapitaLand Express LLP Guangzhou Slamet Property Co., Ltd. (*Dissolved*) Somerset Youyi (Tianjin) Property Co., Ltd. Citadines Ming Zhu (Chongqing) Property Co., Ltd. Shaanxi Drum Tower Hotel Co., Ltd. Beijing Yuan Yue Property Management Co., Ltd. Tianjin International Building Co., Ltd. Somerset Xin Ya (Beijing) Property Leasing Co., Ltd. Silver Star Resources Limited (*Dissolved*) Tianhe East Investments (Hong Kong) Limited (*Dissolved*) Super Plus Limited Excel Chinese International Limited Biyun Investments (BVI) Limited (*Dissolved*) Zhuankou Investments (BVI) Limited (*Dissolved*) Tujia.com International CapitaLand Investment Limited Somerset Shinagawa GK (*Dissolved*)

Name	Present Principal Directorships	Past Principal Directorships
Lim Cho Pin Andrew Geoffrey	CapitaLand Integrated Commercial Trust Management Limited (as manager of CICT) Ascendas Funds Management (S) Limited (as manager of AREIT) Ascott Residence Trust Management Limited (as manager of Ascott REIT) Ascott Business Trust Management Pte. Ltd. (as trustee-manager of Ascott BT) CapitaLand China Trust Management Limited (as manager of CLCT) CapitaLand Malaysia Mall Management Sdn. Bhd. (as manager of CMMT) Singapore Sports Council (non-executive director, Sport Singapore) C31 Ventures Pte. Ltd. C31 Ventures Fund 1 Pte. Ltd. C31 Ventures Fund Management Pte. Ltd. CapitaLand Corporate Investments Pte Ltd CapitaLand Treasury Limited Pidemco Land Singapore Pte. Ltd. CapitaLand Business Services Pte. Ltd. CapitaLand Singapore Limited CapitaLand China Holdings Pte Ltd CapitaLand Mall Asia Limited CapitaLand VN Limited The Ascott Limited CapitaLand International Pte. Ltd. CapitaLand Fund Management Pte. Ltd. CLFMI Pte. Ltd. CapitaLand Trustee Pte. Ltd. CapitaLand Shared Services Pte. Ltd. Carmel Plus Pte. Ltd. Ascendas Pte Ltd CapitaLand India Pte. Ltd. CapitaLand Digital Holdings Pte. Ltd. ViLabs Pte. Ltd. CLI Treasury Limited CapitaLand (China) Corporate Management Co., Ltd	REIT Association of Singapore (president) CapitaLand Commercial Trust Management Limited CL Kingdom Investment Pte. Ltd. CAP I GP Pte. Ltd. CapitaLand Residential Singapore Pte Ltd CapitaLand Singapore (BP&C) Pte. Ltd. CapitaLand Malaysia Pte. Ltd. CAP I GP S.a.r.l. Ascott Serviced Residence (China) Fund (*Dissolved*) CapitaLand Investment Limited CapitaLand Development Pte. Ltd.

Name	Present Principal Directorships	Past Principal Directorships
Tan Seng Chai	CapitaLand Hope Foundation (executive director) Alexandrite Land Pte Ltd TRM Private Limited CapitaLand Regional Investments Management Pte. Ltd. Westbond Investments Pte Ltd CapitaLand Treasury Limited CapitaLand Business Services Pte. Ltd. CapitaLand Mall Asia Limited The Ascott Limited CapitaLand China Investments Limited Pidemco Land Singapore Pte. Ltd. CapitaLand Corporate Investments Pte Ltd CLFMI Pte. Ltd. CapitaLand Trustee Pte. Ltd. CapitaLand Shared Services Pte. Ltd. Carmel Plus Pte. Ltd. CREDO I SLP GP Ltd Ascendas Pte Ltd C31 Ventures Pte. Ltd. C31 Ventures Fund 1 Pte. Ltd. C31 Ventures Fund Management Pte. Ltd. C31VF1-001V Pte. Ltd. C31VF1-065C Pte. Ltd. C31VF1-ESVF Pte. Ltd. CapitaLand China Holdings Pte Ltd CapitaMalls Asia Treasury Limited ViLabs Pte. Ltd CLI Treasury Limited CapitaLand (China) Corporate Management Co., Ltd	CapitaLand Singapore Limited CapitaLand Investment Limited CapitaLand VN Limited CapitaLand International Pte. Ltd. CL Kingdom Investment Pte. Ltd. CapitaLand Climb Management Consultancy (Shanghai) Co., Ltd CapitaLand Development Pte. Ltd.

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APPENDIX M – GOVERNMENT REGULATIONS

The laws and regulations of the various jurisdictions which are material to the business of our Group are set out below. As at the Latest Practicable Date, we have obtained all requisite approvals, and are in compliance with laws and regulations, that would materially affect our business operations.

Singapore

The following is a summary of the main laws and regulations of Singapore that are relevant to our businesses as at the Latest Practicable Date.

REIT Management and Fund Management

The following is a brief overview of the Singapore legal framework relating to the provision of certain regulated activities in Singapore. A company that carries on a business in REIT management ("**REIT Management**") or fund management ("**Fund Management**") is required to hold a capital markets services licence (the "**CMSL**") under the SFA for the relevant regulated activity (unless exempt from such licensing requirement).

A CMSL holder will have to comply with the SFA and the subsidiary legislation issued thereunder, as well as notices, circulars, guidelines, practice notes and codes issued by the MAS from time to time, as may be applicable to it in respect of its regulated activities. A CMSL holder is exempt from holding a financial adviser's licence under the Financial Advisers Act, Chapter 110 of Singapore (the "**FAA**") when it provides financial advisory services. However, the CMSL holder will nonetheless have to comply with the FAA and the subsidiary legislation issued thereunder, as well as notices, circulars, guidelines, practice notes and codes issued by the MAS from time to time, as may be applicable to it in respect of its regulated activities. A CMSL holder is also required to comply with any conditions set out in its CMSL granted by the MAS.

CMSL holders are subject to base capital and risk based capital requirements set out in the Securities and Futures (Financial and Margin Requirements for Holders of Capital Markets Services Licences) Regulations (the "**FMR Regulations**"). A Singapore-incorporated CMSL holder must not reduce its paid-up ordinary share capital or paid-up irredeemable and non-cumulative preference share capital without the prior written approval of the MAS. A Singapore-incorporated CMSL holder is also required to comply with certain requirements relating to issuing and repaying the principal of any preference share, and drawing down and repaying any qualifying subordinated loans.

Section 96 of the SFA provides that a CMSL holder shall obtain the approval of the MAS prior to appointing its CEO, any director and changing the nature of appointment of a director from non-executive to executive.

A CMSL holder must ensure that: (a) it is a fit and proper person to carry on business in the regulated activity for which it is licensed, (b) its representatives are fit and proper persons to carry out that regulated activity as its representatives; (c) its CEO (as defined in section 2(1) of the SFA), directors or equivalent persons are fit and proper persons for office; and (d) its substantial shareholders or equivalent persons are fit and proper persons in their capacity as such. The Guidelines on Fit and Proper Criteria (Guideline No. FSG-01) issued by the MAS on 1 July 2005 and last revised on 1 July 2021 set out the fit and proper criteria for a CMSL holder, its representatives, its CEO and directors and substantial shareholders, in respect of the carrying out of regulated activities under the SFA. To determine if the "fit and proper" criteria are met, the MAS would consider, among others, factors that relate to the (i) honesty, integrity and reputation, (ii) competence and capability, and (iii) financial soundness of the relevant persons.

A CMSL holder must, to the extent that it receives moneys or other assets from or on account of a customer: (1) do so on the basis that the moneys or other assets shall be applied solely for such purpose as may be agreed to by the customer, when or before it receives the moneys or other assets; (2) pending such application, pay or deposit the moneys or other assets in such manner as may be prescribed; and (3) record and maintain a separate book entry for each customer in relation to that customer's moneys or other assets. Where a CMSL holder receives customer moneys or assets pursuant to paragraph (2) above, it shall ensure that such moneys or assets: (A) would not be available to pay its debts; and (B) would not be liable to be paid or taken in execution under an order or process of court. The detailed requirements for handling customer's moneys and assets are set out in Part III of the Securities and Futures (Licensing and Conduct of Business) Regulations.

Section 97A of the SFA provides that no person shall enter into any arrangement in relation to shares in the holder of a CMSL that is a company by virtue of which he would, if the arrangement is carried out, obtain effective control of the holder, unless he has obtained the prior approval of the MAS to his entering into the arrangement. A person shall be regarded as obtaining effective control of the holder of a CMSL by virtue of an arrangement if the person alone or acting together with any connected person hold, directly or indirectly, 20% or more of the issued share capital of the holder or control, directly or indirectly, 20% or more of the voting power in the holder.

REIT Management

REIT Management is defined in the SFA to mean managing the property of, or operating, a 'real estate investment trust'. For the purposes of REIT Management, 'real estate investment trust' is defined in the SFA as a collective investment scheme, (a) that is authorised under section 286 of the SFA or recognised under section 287 of the SFA; (b) that is a trust; (c) that invests primarily in real estate and real estate-related assets specified by the MAS in the Code on Collective Investment Schemes issued by the MAS on 23 May 2002 and last revised on 1 July 2021, and (d) all or any units of which are listed for quotation on a corporation that is approved by the MAS under section 8(1) of the SFA as an approved exchange, which includes the SGX-ST.

The Guidelines To All Holders Of A Capital Markets Services Licence For Real Estate Investment Trust Management (Guidelines No SFA04-G07) issued by the MAS on 1 January 2016 (the "**REITs Guidelines**") and the Notice To All Holders Of A Capital Markets Services Licence For Real Estate Investment Trust Management (Notice No SFA04-N14) issued by the MAS on 1 January 2016 (the "**Notice**") set out, *inter alia*, guidelines relating to the minimum licensing criteria for REIT managers holding a CMSL and the corporate governance arrangements for REIT managers. The REITs Guidelines include requirements that the CMSL holder be a Singapore-incorporated company, have a permanent physical office in Singapore, satisfy the MAS that its controlling shareholders, where applicable, have established track records in managing, investing in, or advising on the type of real estate to be invested by the REIT for the past five years at a minimum, and have good rankings in their home countries. REIT managers are also required to maintain a base capital of S$1 million and procure professional indemnity insurance with coverage that complies with the REITs Guidelines. The REITs Guidelines also require that the CMSL holder satisfy the MAS that it will discharge its duties efficiently, honestly and fairly, comply with the financial resources requirements set out in Part III of the FMR Regulations, conduct accounting, compliance and investor relations functions in relation to the management of the REIT in Singapore and that the Singapore operations of the licence holder should have a meaningful role in the management of the REIT relative to any other related entities or branch offices, as the case may be, which may also have responsibility for the management of the REIT.

The REITs Guidelines provide that the CEO and directors of the CMSL holder should have at least 10 years of relevant experience, including five years at a management level. The CEO of the CMSL holder should be resident in Singapore unless the CMSL holder manages a REIT that is invested primarily in foreign properties, in which case the CEO may be resident in that foreign country in which the REIT's properties are primarily invested in, if the CMSL holder satisfies the MAS that this arrangement does not compromise the CEO's overall accountability for the CMSL holder, in particular, the effective governance and oversight of the REIT portfolio and REIT Management activities.

The REITs Guidelines further provide that CMSL holders should have a minimum of three full-time representatives (which may include the CEO) who are resident in Singapore and who each have at least five years of experience relevant to REIT Management and who perform the following functions: investment management, asset management, financing, marketing and investor relations.

CMSL holders for REIT Management must also comply with all principles set out in the Code. Any deviation from provision of the Code should be clearly explained in the annual report of the REIT.

Fund Management

Fund Management is defined in the SFA to mean managing the property of, or operating, a collective investment scheme, or undertaking on behalf of a customer (whether on a discretionary authority granted by a customer or otherwise): (a) the management of a portfolio of capital markets products; or (b) the entry into spot foreign exchange contracts for the purposes of managing the customer's funds, but does not include REIT Management.

The Guidelines on Licensing, Registration and Conduct of Business for Fund Management Companies (Guidelines No SFA04-G05) issued by the MAS on 7 August 2012 (last revised on 14 May 2021) (the "**FM Guidelines**") set out, *inter alia*, guidelines relating to the minimum licencing criteria for licensed fund management companies and the corporate governance arrangements for licensed fund management companies. The FM Guidelines include requirements that a person must conduct substantive fund management activity in Singapore such as portfolio management, investment research or trade execution, that the CMSL holder be a Singapore incorporated company and have a permanent physical office in Singapore. A CMSL holder that carries out business in Fund Management with qualified investors only ("**AI/II FMC**") must: (i) appoint at least two directors with at least five years of relevant experience (at least one of whom is to be an executive director residing in Singapore); (ii) appoint a CEO residing in Singapore with at least 5 years of relevant experience; (iii) appoint at least two full-time representatives who are residing in Singapore; (iv) appoint at least two relevant professionals (who can be directors, the CEO and/or representatives of the AI/II FMC) who are residing in Singapore, each of whom has a minimum of five years of relevant experience, (v) have a minimum base capital of S$250,000; (vi) meet the risk-based capital requirements set out in Part III of the FMR Regulations; and (vii) have independent annual audits.

Ownership and Management of Hospitality Properties

Under the Hotels Act, Chapter 127 of Singapore (the "**Hotels Act**"), a hotel includes a boarding-house, lodging-house, guest-house and any building or premises not being a public institution and containing not less than four rooms or cubicles in which persons are harboured or lodged for hire or reward of any kind and where any domestic service is provided by the owner, lessee, tenant, occupier or manager for the person so harboured or lodged. The Hotels Act further states that in any prosecution under the Hotels Act, it shall be presumed until the contrary is proved, that any premises in which rooms or parts of rooms are let or sub-let for hire for periods of less than one week constitute a hotel.

Under Section 5 of the Hotels Act, any person who wishes to operate a hotel has to apply to the Hotels Licensing Board for a Certificate of Registration to use the premises as a hotel. The Certificate of Registration is only granted if the Hotels Licensing Board is satisfied:

(a) that the premises will not be conducted as a disorderly house;

(b) that the premises to be registered are structurally adapted for use as a hotel;

(c) that proper provision has been made in all respects for the sanitation of the premises;

(d) that the situation of the premises is suitable for the purpose; and

(e) that the standard of accommodation provided is adequate for the class within which the applicant desires the premises to be registered as a hotel.

Additionally, under Section 7(1) of the Hotels Act, any person who wishes to operate a hotel also has to apply for a Hotel-keeper's Licence to enable the person to keep or manage the hotel.

Under the Hotels Licensing Board's qualification requirements, the proposed Hotel-keeper has to be a person who holds a post equivalent to that of a chief executive officer or general manager of the hotel and must either be a Singaporean, Permanent Resident or an Employment Pass holder. Furthermore, Section 7(6) of the Hotels Act provides that no licence shall be granted by the Hotels Licensing Board unless the person applying satisfies the Hotels Licensing Board that the premises in respect of which the application is made will not be conducted as a disorderly house and he is of good character and a fit and proper person to keep and manage a hotel.

A Hotel-keeper's Licence shall be granted on or after 1 January in every year and needs to be renewed before it expires on 31 December next following the date of grant.

All hotel operators must also comply with the Hotels Licensing Regulations which prescribe certain requirements in connection with the control and management of a hotel and the standards of hygiene. For example, the Hotels Licensing Regulations require every licensee to keep displayed in a conspicuous place in the public part of the hotel the certificate of registration of the hotel and the licence to manage the hotel. In addition, all rooms used for the accommodation of guests must have a minimum floor area of 11.0 square metres and a double room must have a minimum floor area of 14.5 square metres.

Property Management and Leasing Activities

The Estate Agents Act, Chapter 95A of Singapore ("**ESA**") is administered by the Council for Estate Agencies and regulates estate agency work in respect of property situated in Singapore and outside Singapore. Estate agency work refers to (a) any work done in relation to the introduction to the client of a third person who wishes to acquire or dispose (which includes leasing) of a property, or to the negotiation for the acquisition or disposition of a property by the client or (b) any work done, after the introduction to the client of a third person who wishes to acquire or dispose (which includes leasing) of a property or the negotiation for the acquisition or disposition (which includes leasing) of a property by the client, in relation to the acquisition or disposition, as the case may be, of the property by the client.

Any person who carries on estate agency work is required to be a licensed estate agent. A licensed estate agent is required to be a fit and proper person as defined in the ESA, which states that a person is not consider fit and proper if, inter alia, he has been convicted of an offence involving dishonesty or fraud; or he has had a judgment entered against him in civil proceedings that involve a finding of fraud, dishonesty or breach of fiduciary duties on his part; or he has been convicted of any offence under the ESA.

PRC

The Land System

In the PRC, there are two kinds of land ownership, namely, state ownership and collective ownership. All land in the PRC (also the "**State**") is either state-owned or collectively-owned, depending on the location of the land. All land in the urban areas is state-owned, and all land in the rural or suburban areas including land for houses and private plots in fields and on hillsides are, unless otherwise prescribed by the state, collectively-owned.

PRC law distinguishes between the ownership of land and the right to use land. On 12 April 1988, the National People's Congress of China passed an amendment to the Constitution of the PRC (《中华人民共和国宪法》). The amendment allowed the transfer of land use rights for value to prepare for reforms of the legal regime governing the use of land and transfer of land use rights. On 29 December 1988, the SCNPC also amended the Land Administration Law of the PRC (《中华人民共和国土地管理法》) (the "**Land Administration Law**") to permit the transfer of land use rights for value. Under such system, companies set up by domestic or foreign investors in the PRC can acquire the right to use the land owned by the State or the collectives for their business purposes, to the extent that the usage of the land complies with the regulatory land nature.

Land in the PRC is also categorised by usage. A system of land usage control is implemented under PRC law. According to the Land Administration Law promulgated on 25 June 1986 and amended on 29 December 1988, 29 August 1998, 28 August 2004 and 26 August 2019 respectively, the State formulates overall planning of land utilisation, whereby lands are categorised as land for agriculture purpose, land for construction purpose (including but not limited to industrial, commercial, tourism, entertainment, commodity housing development uses) and unexploited land. Land users shall use land in accordance with the approved usages.

According to Part II of the Civil Code of the PRC (the "**Civil Code**"), effective from 1 January 2021, users of granted State-owned land for construction purposes have the right to, in accordance with the laws, occupy, use, benefit from the land owned by the State and to use such land to construct buildings, structures and facilities and to dispose of the land use right (such as transfer, exchange, mortgage, gift or contribute as capital).

Under the "Provisional Regulations of the PRC concerning the Grant and Assignment of the Right to Use State-owned Land in Urban Areas" (《中华人民共和国城镇国有土地使用权出让和转让暂行条例》) (the "**Urban Land Regulations**") promulgated on 19 May 1990 and revised on 29 November 2020, the grant of a State-owned land use right refers to the grant of a land use right by the State to a land user for a definite period subject to the payment of a land premium by the land user. Grant of land use right is further discussed in the paragraph titled "Grant of Land Use Right" below.

As defined in the "Provisional Rules on Administration of Allocated Land Use Right" (《划拨土地使用权管理暂行办法》), effective from 8 March 1992 but abolished on 24 July 2019, allocated land use right refers to land use right obtained by any other ways than grant of land use right. Usually the holder of allocated land use right is free from payments of land premium. However, according to the Land Administration Law and the Law of Administration of Urban Real Estate of the PRC (《中华人民共和国城市房地产管理法》) (the "**Urban Real Estate Law**"), which was passed on 5 July 1994 and revised on 30 August 2007, 27 August 2009 and 26 August 2019 respectively, allocation of land use right, subject to approval by the government, applies only when necessary and only to land use for the following purposes:

- land used for government offices and military site;

- land used for urban infrastructures and public welfare;

- land used for power generation, transportation, water resources and other projects which are vigorously supported by the State; and

- land used for other purposes specified by laws and regulations.

In addition to acquisition of land use right either by grant or allocation directly from competent land authorities, entities may also acquire land use right by means of transfer of land use right by current land users who have obtained land use right. For details, please refer to the paragraphs titled "Transfer of Land Use Right" and "Transfer of Properties" below.

Grant of Land Use Right

According to the Urban Real Estate Law, grant of land use right shall be in line with overall planning of land utilisation, urban planning and annual plan on land for construction purpose. Land use right may be granted by means of agreement, public auction, tender or bidding.

Grant by Public Auction, Tender or Listing-for-sale (招标拍卖挂牌出让)

Under the "Regulations regarding the Grant of State-Owned Land Use Rights by Way of Tender, Auction and Listing-for-sale" (《招标拍卖挂牌出让国有土地使用权规定》) promulgated by the Ministry of Land and Resources (currently known as the Ministry of National Resources) on 9 May 2002 and implemented on 1 July 2002 and revised on 28 September 2007, grant of lands for operational use (including industrial, commercial, tourism, entertainment and commodity housing development use) or a plot of land with two or more prospective purchasers shall be granted by way of tender, auction or listing-for-sale.

Where land use rights are granted by way of tender, invitations to tender will be issued by the local land bureau at municipal or county level. The invitation will set out the terms and conditions upon which the land use rights are proposed to be granted. A committee will be established by the relevant local land bureau to evaluate the tenders which have been submitted. The successful bidder will then be asked to sign the land grant contract with the local land bureau at municipal or county level and pay the relevant land grant premium within a prescribed period. The land bureau will consider the following factors: the successful bidder shall be either the bidder who can satisfy the comprehensive evaluation criteria of the tender, or who can satisfy the substantial requirements of the tender and also offer the highest bid.

Where land use rights are granted by way of auction, a public auction shall be held by the relevant local land bureau at municipal or county level. The land use rights are granted to the bidder with the highest bid. The successful bidder will be asked to enter into a land grant contract with the local land bureau.

Where land use rights are granted by way of listing-for-sale, a public notice shall be issued by the local land bureau at municipal or county level to specify the location, area and purpose of use of land and the initial bidding price, period for receiving bids and terms and conditions upon which the land use rights are proposed to be granted. The land use rights are granted to the bidder with the highest bid and which satisfies the terms and conditions. The successful bidder will then enter into a grant contract with the local land bureau.

Upon signing of the land grant contract, the grantee is required to pay all of the land grant premium pursuant to the terms of the contract, and the contract will later be submitted to the relevant local land bureau for the issuance of real estate title certificate (with land information recorded).

Grant by Bilateral Agreement (协议出让)

Pursuant to the "Criteria on the Remising of State-owned Land Use Right by Agreement (For Trial Implementation)" (《协议出让国有土地使用权规范(试行) 》) promulgated by the Ministry of Land and Resources (currently known as the Ministry of National Resources), which was published on 31 May 2006 and became effective on 1 August 2006, land use right may be granted by way of a bilateral agreement between the relevant land bureau and a grantee only if it is not required by laws, regulations or rules to be granted by way of tender, auction and listing-for-sale. It is further provided that, if there is only one prospective land user on the plot of land which has been publicly announced to be granted and such land shall be used for purposes other than business uses (such as commercial, tourism, entertainment and commodity residential properties) may be granted by way of a bilateral agreement.

The local land bureau at municipal or county level, together with other relevant government departments including the urban planning authority, will formulate the plan on grant of state-owned land use rights by private agreement submit such plan as well as the proposed minimum price of land grant premium, to the relevant government for approval. The local land bureau at municipal or county level and the intended user will negotiate the land grant premium which shall not be lower than the minimum price approved by the relevant government and enter into the land grant contract based on such plan. Upon full payment of the land premium, the grantee may apply for registration with the local land bureau and obtain a Land Use Right Certificate evidencing the grant of land use right.

Despite the abovementioned regulations, according to "Circular on Continuing the Supervision of Law Enforcement in the Transfer of For-profit Land Use Right by Bidding, Auction and Listing" (《国土资源部、监察部关于继续开展经营性土地使用权招标拍卖挂牌出让情况执法监察工作的通知》) promulgated by Ministry of Land and Resources (currently known as the Ministry of National Resources) and Ministry of Supervision, which was published and became effective on 31 March 2004, profit-making land for commerce, tourism, entertainment and commercial housing uses shall be granted only by way of public auction, tender or listing-for-sale.

Transfer of Land Use Right

According to Part II of the Civil Code, the Urban Land Regulations and the "Provisions on the Administration of Urban Real Estate Transfer" (《城市房地产转让管理规定》) promulgated by the Ministry of Construction on 7 August 1995, and amended on 15 August 2001 ("**Provisions of Real Estate Transfer**"), user of land for construction purpose has the right to transfer, exchange, contribute or donate the land use right, unless otherwise provided by PRC law. In case of transfer of land use right, buildings and other fixtures on the land shall be transferred all together.

The term of land use right for the transferred land is the original term granted under the land use right grant contract less the term which has been used by the original grantee/transferor.

A transfer of land use right must be evidenced by a written contract. Upon such transfer, all rights and obligations of the transferor contained in the original contract for the grant of land use right by the State shall be simultaneously transferred to the transferee. The transfer must be duly registered with the relevant local land bureau at municipal or county level and a new certificate of land use right will be issued and the original land use certificate of land use right will be surrendered.

Under the Urban Real Estate Law, transfer of land use right acquired by way of grant shall be subject to the fulfilment of the following conditions:

- the land grant premium must have been paid in full in accordance with the land use right grant contract and a certificate of land use right must have been obtained; and
- the investment in or development of such land must have been carried out in accordance with the land use right grant contract, evidenced by completion of 25.0% or more of total development amount in case of construction of houses, or by satisfaction of conditions for industrial or other uses in the case of development of large parcel of land,

provided further that:

- where real estate is transferred with the construction of houses completed, the Building Ownership Certificate shall be acquired and transferred as well.

Termination of Land Use Right

A land use right will terminate upon the expiration of the term of the grant specified in the relevant land use right grant contract. Land use rights may also terminate upon reclamation of the land use right by the State or by loss of the land.

Under the Urban Land Regulations, the maximum term of the grant depends on the type of use of the land. Such term is generally as follows:

- up to 70 years for residential use;
- up to 50 years for industrial use;
- up to 50 years for education, scientific, cultural, public health or sports uses;
- up to 40 years for commercial, tourism and entertainment uses; and
- up to 50 years for comprehensive use or other uses.

Generally, the State shall not reclaim the granted land use right prior to expiration of the term of land use under the land use right grant contract. In exceptional circumstances, and if it is in the public interest, the State has the right to reclaim the land use right in accordance with law, meanwhile the State will offer compensation to the land user for the buildings and other fixtures on the land and refund part of the land grant premium accordingly pursuant to Part II of the Civil Code and Regulations for the Expropriation of and Compensation for Housing on State-owned Land (《国有土地上房屋徵收与补偿条例》) promulgated by the State Council on 21 January 2011.

According to Part II of the Civil Code, upon expiry of land use term, (a) the term of residential land use shall be automatically renewed; and (b) the term of non-residential land use shall be handled in accordance with the laws, and the ownership of buildings and other properties on such land shall be determined according to the contractual agreement; if there is no contractual agreement or it is not expressly agreed upon, the laws and administrative regulations shall be applied.

According to the Urban Real Estate Law, upon expiry of the term of grant under the land grant contract, the user of non-residential land may apply for renewal of land use term by submitting an application at least 12 months in advance. Such application will be granted unless for public interest the land needs to be reclaimed by the state. If the application is granted, the land user is required to enter into a new land use right grant contract, pay a land use right grant premium and effect the necessary registration of the renewed right. If no application is made, or such application is not granted, the land use right shall revert to the State.

Documentation of Title

According to Part II of the Civil Code, the creation, change, transfer or extinguishment of real property rights shall come into effect upon and at the time of registration and shall not have effect without registration unless otherwise provided by law. Nevertheless, the contracts between the parties regarding creation, change, transfer or extinguishment of real property rights shall come into effect upon offer and acceptance, and the effectiveness of the said contracts is not subject to registration of real property rights.

Local governments of the PRC are now in the process of unifying the two different systems into one real estate registration system. Pursuant to the “Interim Regulations on Real Estate

Registration" (《不动产登记暂行条例》) promulgated by the State Council and effective from 1 March 2015 and amended on 24 March 2019, a unified real estate registration system will be adopted and local people's governments at and above the county level shall each designate a department as the real estate registration authority within their respective administrative regions which shall be responsible for the work of real estate registration. Right holders and interested parties may inquire about and duplicate materials on real estate registration pursuant to the law, in which case real estate registration authorities are required to provide such materials. The real estate rights to which their holders are already legally entitled shall not be affected due to changes in registration authorities and registration procedures.

Besides, pursuant to Part II of the Civil Code, the registers kept by the registration authorities shall be the basis of the real property rights and the certificates issued to the owner or right holder are evidentiary documents of the real property rights; in case of any discrepancy between a register and a certificate, the register shall prevail unless it has been proved by evidence that the register does have an error.

Transfer of Property

Pursuant to the Urban Land Regulations and the Provisions of Real Estate Transfer, a real property owner may transfer, exchange, contribute or donate the real property owned by it. Where a building is transferred, the ownership of the building and underlying land use right shall be transferred simultaneously. Transfer of ownership of the building shall also be subject to the conditions precedent as set forth in the titled "Transfer of Land Use Right". The following real property may not be transferred:

- real property for which the underlying land use right was acquired by way of grant but the pre-conditions for transfer of the granted land use right are not met;

- real property which was seized or the rights to which were restricted in any other form by a ruling or decision of judicial or administrative authorities in accordance with the law;

- jointly owned real property, if other joint owners have not given their consent;

- the title of the real property is disputable;

- real property which has not been registered and a title certificate of which has not been obtained; and

- other circumstances in which transfer is prohibited under laws and administrative regulations.

Leasing of Property

Leasing of urban real properties is governed by Part III of the Civil Code, the Urban Real Estate Law, the "Measures on Administration of Lease of Commodity House" (《商品房屋租赁管理办法》) issued by the Ministry of Housing and Urban-Rural Development of China and effective from 1 February 2011, "Interpretation of Supreme People's Court on Several Issues Concerning the Specific Application of Law in the Trial of Cases Involving Disputes over Contracts for Lease of Urban Houses" (《最高人民法院关于审理城镇房屋租赁合同纠纷案件具体应用法律若干问题的解释》) issued by Supreme People's Court and effective from 1 January 2021, and other related laws. Under these laws and regulations, owners of buildings or houses in the PRC are entitled to lease such properties unless otherwise provided by law. The lease shall be filed with the real property administration authority at the municipal or county level within 30 days after the lease contract is entered into. The failure to file the lease timely may subject the parties to administrative penalties if the parties fail to ratify within the period specified by competent real property administration authority. The legality of the lease contracts are not subject to such filling; provided, however, absent such filing, the lease does not have any effect against third parties although it is still binding upon the parties to the lease. The term of lease may not be longer than 20 years, otherwise the excess part will be void and invalid. If the lessor intends to sell out a leased property, it shall, within a reasonable time limit before the sale, notify the lessee and the lessee shall have a right of first refusal to buy the leased property on equal terms and conditions, unless the leased property is sold to a close relative or the proportional co-owner of the leased property exercises it right of first refusal or such priority right is waived by the lessee in the lease. A lessee may, subject to consent of the lessor, sub-lease the property to a third party. The building shall not be leased in the following circumstances:

- the building is constructed illegally;
- the building does not meet the mandatory standards on safety and disaster prevention;
- the usage of the buildings is changed in violation of the provisions; or
- other circumstances in which leasing is prohibited by the provisions of the laws and regulations.

Foreign Investment in Real Estate

According to the "Opinions on Regulating the Access and Administration of Foreign Investment in the Real Estate Market" (《关于规范房地产市场外资准入和管理的意见》) promulgated jointly by the Ministry of Construction of the PRC, MOFCOM, the NDRC, the People's Bank of China, the State Administration for Industry and Commerce and the SAFE on 11 July 2006 and the "Circular on Amending the Policies Concerning Access by and Administration of Foreign Investment in the Real Estate Market" (《住房城乡建设部等部门关于调整房地产市场外资准入和管理有关政策的通知》) promulgated jointly by the Ministry of Housing and Urban-Rural Development of the PRC, MOFCOM, the NDRC, the People's Bank of China, the State Administration for Industry and Commerce and the SAFE on 19 August 2015, (a) foreign entities and individuals shall follow the principle of commercial existence and are allowed to invest and purchase non-self-resided real estate in the PRC via their FIEs incorporated in the PRC; (b) the ratio of registered capital to total investment of foreign investment real estate enterprises shall be governed by the relevant provisions of the "Interim Provisions of the State Administration for Industry and Commerce on the Ratio of the Registered Capital to the Total Investment of a Sino-Foreign Equity Joint Venture Enterprise" (《国家工商行政管理局关于中外合资经营企业注册资本与投资总额比例的暂行规定》) (Gong Shang Qi Zi [1987] No. 38); (c) foreign investors shall pay off all the transfer price in a lump sum with their own funds if they acquire or merge with domestic real estate companies by share transfer or other methods in the PRC; and (d) no offshore or onshore loan is allowed if the foreign-invested real estate company has not obtained the Land Use Right Certificate.

Since October 2016, the formation, dissolution and major corporate change of a foreign-invested real estate enterprise ("**FIRPC**") is no longer subject to approval by the MOFCOM or its local counterparty. The approval has been replaced with a filing for record, unless the underlying real estate project is on the restriction catalogue or the prohibition catalogue under "Catalogue of Industries for Guiding Foreign Investment (2015 Revision)" (《外商投资产业指导目录(2015年修订)》) promulgated on 10 March 2015 and became effective since 10 April 2015, which was abolished and replaced by "Catalogue of Industries for Guiding Foreign Investment (2017 Revision)" (《外商投资产业指导目录(2017年修订)》) which was partially abolished on 28 July 2018 and entirely abolished on 30 July 2019. In addition, according to the Foreign Investment Law of the PRC (《外商投资法》) which became effective on 1 January 2020, the formation, dissolution and major corporate change of an FIE is no longer subject to approval by the MOFCOM or its local counterparty. However, in order to incorporate an FIRPC, some local administrations may still refer to the "Circular on Further Strengthening and Regulating the Approval and Administration regarding Foreign Direct Investment in the Real Estate Industry" (《关于进一步加强、规范外商直接投资房地产业审批和监管的通知》) (the "**No. 50 Circular**") issued on 23 May 2007 and amended by MOFCOM on 28 October 2015, and may require that the land use right and/or building ownership should have been obtained in advance, or at least a preliminary transfer/purchase contract has been entered into with the relevant land administrative authorities, land developers, or the owner of the building or other constructions, otherwise the proposed incorporation of the FIRPC may not be permitted to be registered by the authorities.

According to the "Circular on Further Strengthening and Regulating the Approval and Administration regarding Foreign Direct Investment in the Real Estate Industry" (《关于进一步加强、规范外商直接投资房地产业审批和监管的通知》), the "Administrative Measures for Foreign Debt Registration" (《外债登记管理办法》) effective from 13 May 2013 and amended on 4 May 2015 and the "Circular of the State Administration of Foreign Exchange on Repealing and Revising the Normative Documents concerning the Reform for Registered Capital Registration System" (《国家外汇管理局关于废止和修改涉及注册资本登记制度改革相关规范性文件的通知》) effective from 4 May 2015 and partially abolished respectively on 13 February 2020 and 28 August 2020, any FIRPC established on or after 1 June 2007 is not permitted to register foreign debts with SAFE and is therefore unable to borrow foreign debt, and any FIRPC established before 1 June 2007 may still borrow foreign debt to the extent within and permitted by the difference between its total investment amount and registered capital after having satisfied certain statutory conditions. Furthermore, where an FIRPC fails to obtain the Land Use Right Certificate or the capital of developing project fails to attain 35% of total amount of project investment, the enterprise shall not seek for foreign debt, and the foreign exchange bureau shall not transact the registration of foreign debt and verification of foreign exchange settlement of foreign debt.

According to the "Circular of the SAFE on Reforming Administration Method for Foreign Exchange Settlement of Foreign-invested Enterprises" (《国家外汇管理局关于改革外商投资企业外汇资本金结汇管理方式的通知》) effective from 1 June 2015 and partially abolished on 30 December 2019, except for FIRPC, foreign exchange capital and RMB converted from the same shall not be used by FIEs to purchase non-self-use real properties in the PRC.

On 22 November 2010, the Administrative Office of the MOFCOM promulgated the Circular on Strengthening Administration of the Approval and Recording of Foreign Investment into Real Estate Industry (《商务部办公厅关于加强外商投资房地产业审批备案管理的通知》), whereby it is emphasised that speculative investments shall be restrained. Among other things, an FIRPC shall be prohibited from purchasing and selling real estate properties completed or under construction within the PRC for arbitrage purposes.

According to the Circular of the SAFE on Further Simplifying and Improving the Foreign Exchange Administration Policies of Foreign Direct Investment (《国家外汇管理局关于进一步简化和改进直接投资外汇管理政策的通知》) issued on 13 February 2015 which takes effect from 1 June 2015 and was partially abolished on 30 December 2019, the SAFE will cancel the registration requirements by its local counterparts in relation to domestic direct investment and overseas direct investment. Instead, commercial banks and their branch offices engaging in businesses related to the foreign exchange registration of direct investment shall follow the guidance of the SAFE and its local counterparts, and shall fulfil approval, statistical monitoring and reporting and filing obligations within their extent of competence.

Furthermore, according to the "Circular of the State Administration of Foreign Exchange on Issuing the Provisions on the Foreign Exchange Administration of Cross-border Guarantees" (《国家外汇管理局关于发布<跨境担保外汇管理规定>的通知》) on 12 May 2014 and took effect on 1 June 2014, certain cross-border guarantees (such as overseas lending secured by domestic guarantee or domestic lending secured by overseas guarantee as defined therein) shall be registered with the local branches of the SAFE the guarantor or the lender may not be able to go through the procedures of purchase of foreign exchange and remittance to perform its obligations under the guarantee or the loan and SAFE may impose a fine or other penalties on the guarantor.

On 15 March 2019, the SCNPC promulgated the Foreign Investment Law of the PRC (《中华人民共和国外商投资法》) (the "**Foreign Investment Law**"), which came into effect on 1 January 2020. Foreign Investment Law, upon taking effect, repealed simultaneously the Law of the People's Republic of China on Sino-foreign Equity Joint Ventures, the Law of the People's Republic of China on Wholly Foreign-owned Enterprises and the Law of the People's Republic of China on Sino-foreign Cooperative Joint Ventures. The Foreign Investment Law became the legal foundation for foreign investment in the PRC and set out the basic regulatory framework for foreign investments. The Foreign Investment Law implements a pre-entry national treatment with a negative list for foreign investments. According to the Special Management Measures (Negative List) for the Access of Foreign Investment (Edition 2020) (《外商投资准入特别管理措施(负面清单)(2020年版)》) (the "**Negative List**") promulgated on 23 June 2020 and became effective since 23 July 2020, industries not mentioned in the Negative List for foreign investment access are administered under the principle of equal treatment for domestic and foreign capitals. Most types of real estate projects are not on such list.

Company Law

The Company Law of the PRC (《中华人民共和国公司法》) ("**Company Law**"), which came into effect on 1 July 1994 and was revised on 25 December 1999, 28 August 2004, 27 October 2005, 28 December 2013 and 26 October 2018 respectively, governs two types of companies, namely, companies incorporated in the PRC with limited liability and companies incorporated in the PRC as joint stock limited companies. Both types of companies have the status of an enterprise legal person. The liability of shareholders of a limited liability company is limited to the extent of the amount of capital subscribed by them and the company is liable to its creditors to the full amount of the assets owned by it. The liability of shareholders of joint stock limited companies is limited to the extent of the amount of shares subscribed by them and the company is liable to its creditors to the full amount of the assets owned by it. The Company Law applies to FIEs which are incorporated as limited liability companies or joint stock limited liability companies. However, for FIEs established pursuant to the Law of the People's Republic of China on Sino-foreign Equity Joint Ventures, the Law of the People's Republic of China on Wholly Foreign-owned Enterprises and the Law of the People's Republic of China on Sino-foreign Cooperative Joint Ventures, subject to the Foreign Investment Law, FIEs may keep their original organisational forms and other matters for five years after the effectiveness of Foreign Investment Law.

Pursuant to the Company Law, the after-tax profit of an FIE for a given year shall be allocated according to the following sequences:

- if the statutory common reserve fund is insufficient to make up its losses of the previous years, such losses shall be made up from the profit for the current year firstly.

- it shall allocate 10.0% of the after-tax profit to its statutory common reserve fund before making profit distribution to its shareholders. Such allocation may discontinue when the aggregate amount of such reserve exceeds 50.0% of its registered capital.

- an FIE may make further allocation to its common reserve fund using its after-tax profit in accordance with a resolution of the shareholders' meeting.

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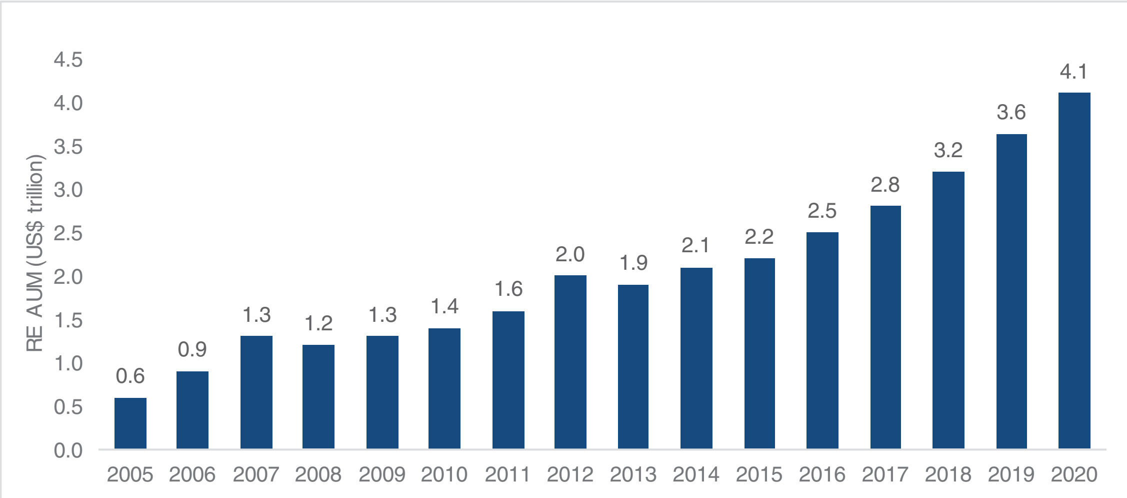
Real estate investment management generally involves the management of real estate investments by third-party managers on behalf of investors. Real estate investment management is a global business that has been growing steadily at a CAGR of approximately 13% from 2015 to 2020. As of 2020, the total value of real estate assets under management worldwide was estimated at US$4.1 trillion[1]. Real estate investment managers generally offer a wide range of fund products across geographies and asset classes, with varying risk-return profiles to cater to the needs of their fund investors.

Real estate assets under management



Source: Asian Association for Investors in Non-Listed Real Estate Vehicles ("**ANREV**"), European Association for Investors in Non-Listed Real Estate Vehicles ("**INREV**") and National Council of Real Estate Investment Fiduciaries ("**NCREIF**"), Fund Manager Survey 2021 Snapshot, published on 19 May 2021, www.anrev.org/en/research/fund-manager-survey. Each of ANREV, INREV and NCREIF has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Real estate investment management industry has experienced significant growth in assets under management in the past few years. This is in large part due to the ageing global population, which has increased the pools of savings and pension assets. In addition, the general increase of liquidity in the market given easy monetary policies adopted by governments, coupled with investors allocating more to real estate as a long-term investment asset class, continues to fuel overall real estate assets under management growth globally.

1 Source: ANREV, INREV and NCREIF, Fund Manager Survey 2021 Snapshot, published on 19 May 2021, www.anrev.org/en/research/fund-manager-survey. Each of ANREV, INREV and NCREIF has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

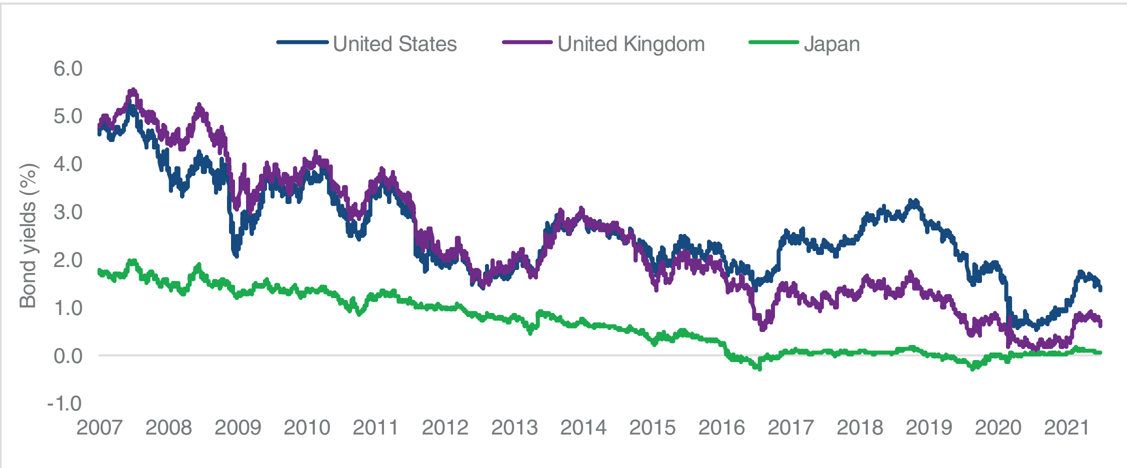
Real estate investment managers typically manage investments through a variety of structures such as listed trusts and open-end or closed-end private funds. Investors in closed-end funds have limited access to their funds once committed or invested until such time as investments are realised. Investors in open-end funds are generally able to trade their shares freely. In return for managing these funds, real estate investment managers earn management fees. Apart from managing funds, real estate investment managers may also manage real estate investments made via club deals, co-investments, joint ventures, and partnerships. Such deals generally involve the real estate investment manager investing alongside a handful of capital partners, with the real estate investment manager earning a fee for managing the assets.

The overall real estate industry is expected to continue to see strong growth and certain trends, as described below:

Investors are expected to continue searching for yield amidst a lower interest rate environment, driving up demand for real estate

Since the 2008 global financial crisis, the world economy has seen a general trend towards lower interest rates. As of 7 July 2021, the nominal yields on 10 year government bonds are 1.3% in the USA, 0.6% in the United Kingdom, and 0.03% in Japan.

Historical yields of 10 year government bonds across key regions

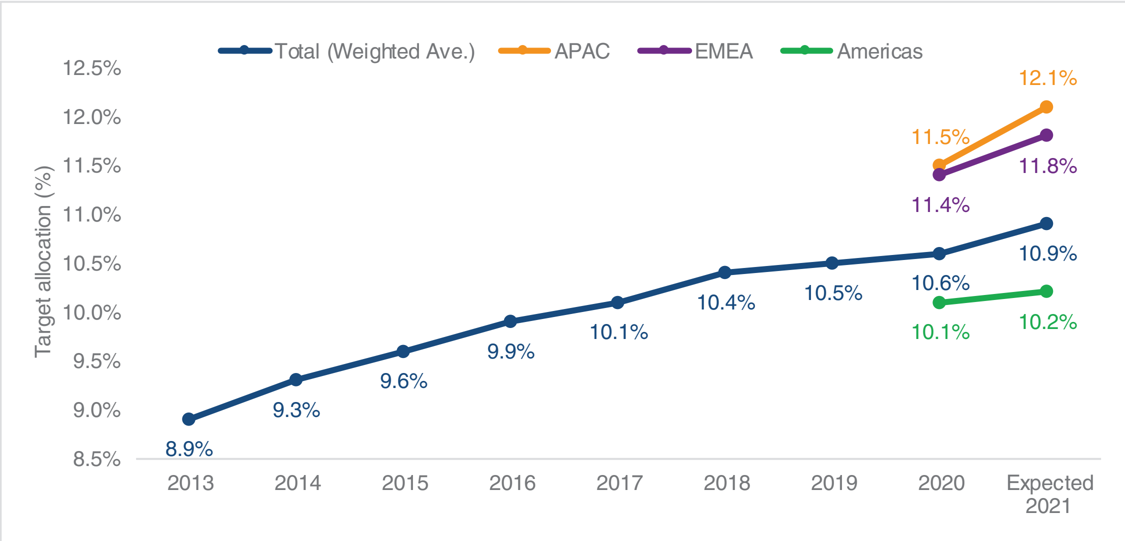


Source: Bloomberg, as of 7 July 2021. Bloomberg has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Amidst this backdrop of historically low interest rates, retail and institutional investors alike have increased their demand for higher yielding products such as real estate funds, which have historically delivered double-digit returns. Furthermore, investors recognise real estate's distinct risk-return profile, and the diversification benefits it brings to a multi-asset portfolio. This has contributed to institutional investors raising their weighted target allocation to real estate from 8.9% in 2013 to 10.6% in 2020[1].

1 Source: HodesWeill & Associates, 2020 Institutional Real Estate Allocations Monitor, accessed on 9 May 2021, www.hodesweill.com/research. Hodes Weill & Associates has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

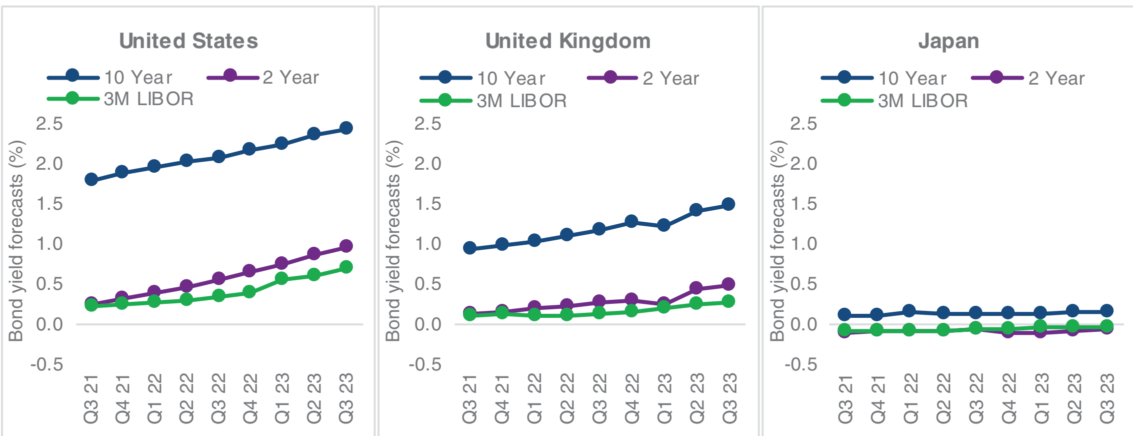
Target allocations to Real Estate



Source: HodesWeill & Associates, 2020 Institutional Real Estate Allocations Monitor, accessed on 9 May 2021, www.hodesweill.com/research. Hodes Weill & Associates has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Despite the recent slight uptick in rates as the global economy recovers from the COVID-19 pandemic, rates are expected to remain low in the fixed income markets relative to retirement needs. Looking at interest rates forecasts across the three month London Interbank Offered Rate ("**3M LIBOR**"), two year and 10 year government bonds over the next few years across various key regions, while interest rates do increase gradually over time, they are still relatively low yielding when compared to potential returns an investor can achieve from real estate as an asset class.

Bond yield forecasts across key regions



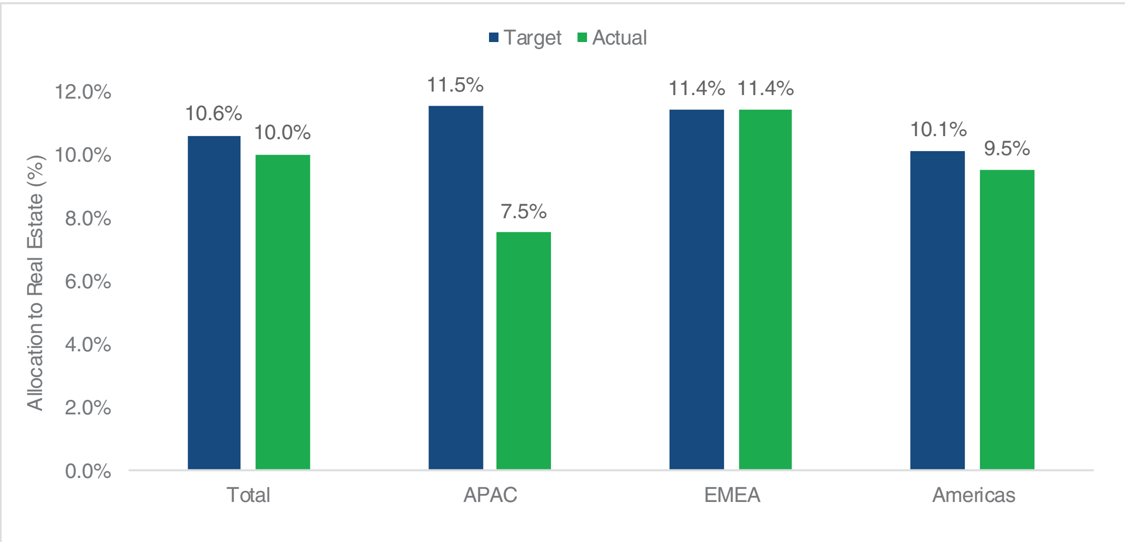
Source: Bloomberg, as of 7 July 2021. Bloomberg has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Given low expected fixed income yields and significant volatility in public equity markets, real estate is anticipated to continue to capture a larger portion of institutional asset allocations over the coming years.

Real estate assets under management will continue to grow as investors strive to achieve target allocations

Global growth in real estate assets under management over the next few years is expected to be well supported by the favourable macroeconomic backdrop, such as the current low interest rate environment and gradual economic recovery. In addition, institutions are currently under-allocated relative to their real estate investment targets, particularly those in Asia-Pacific, which suggests substantial potential for further capital flows to real estate private equity funds and listed REITs over the next few years.

Allocation to Real Estate 2020 (by investor domicile)

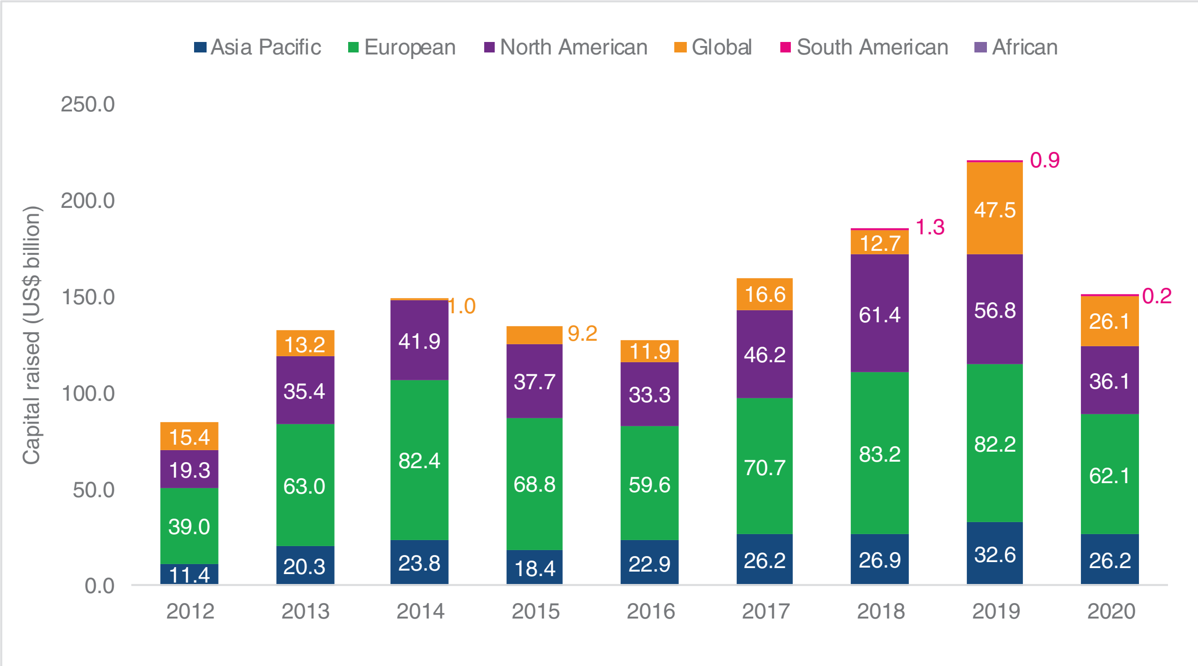


Source: HodesWeill & Associates, 2020 Institutional Real Estate Allocations Monitor, accessed on 9 May 2021, www.hodesweill.com/research. Hodes Weill & Associates has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

According to *ANREV*[1], capital raised in Asia-Pacific have increased steadily over the years as investors continue to deploy more into the region, signaling investors' continued confidence in investing in the region. Moreover, total capital raised has become increasingly diversified across geographies, with more investors seeking opportunities globally. In 2019, capital raised by global strategies comprised approximately 20% of total capital raised, as opposed to 10% in 2013.

1 Source: ANREV, ANREV/INREV/NCREIF Capital Raising Survey 2021 Snapshot, published on 13 April 2021, www.inrev.org/research/capital-raising-survey. ANREV has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Capital raised from 2012-2020 by regional strategy



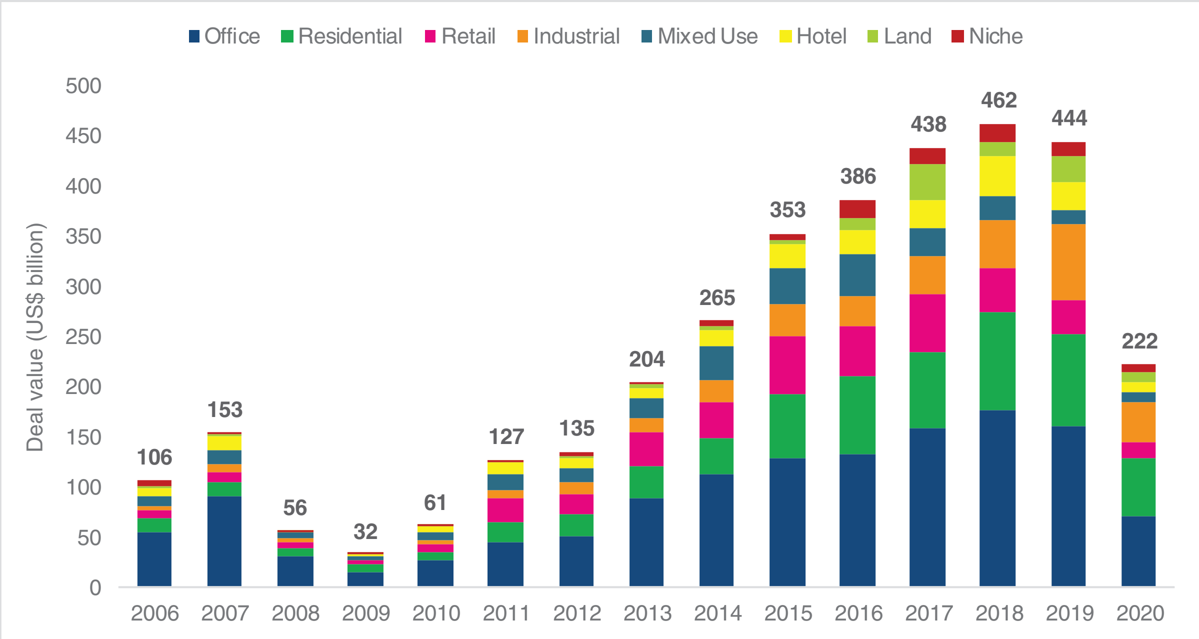
Source: ANREV, ANREV/INREV/NCREIF Capital Raising Survey 2021 Snapshot, published on 13 April 2021, www.inrev.org/research/capital-raising-survey. ANREV has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Private Equity Real Estate ("PERE")

Prior to COVID-19, PERE deal activity grew at an impressive 10 year CAGR of approximately 30.0% from 2009 to 2019. The office, residential and retail sectors are key contributors to deal activity in the PERE industry. Over the decade, all three sectors contributed approximately 70% to the annual PERE deal activity on average, highlighting investors continued interest across all three spaces.

Towards the second half of the decade, deal activity in the industrial sector started picking up as investors gained interest in the new economy sectors, which included the likes of data centres, logistics, and business parks. In terms of contribution, the industrial sector took up approximately 8% of total PERE deal value in 2014, and has since more than doubled in 2019 to approximately 17% of total PERE deal value.

Aggregate PERE Deal Value from 2006 – 2020



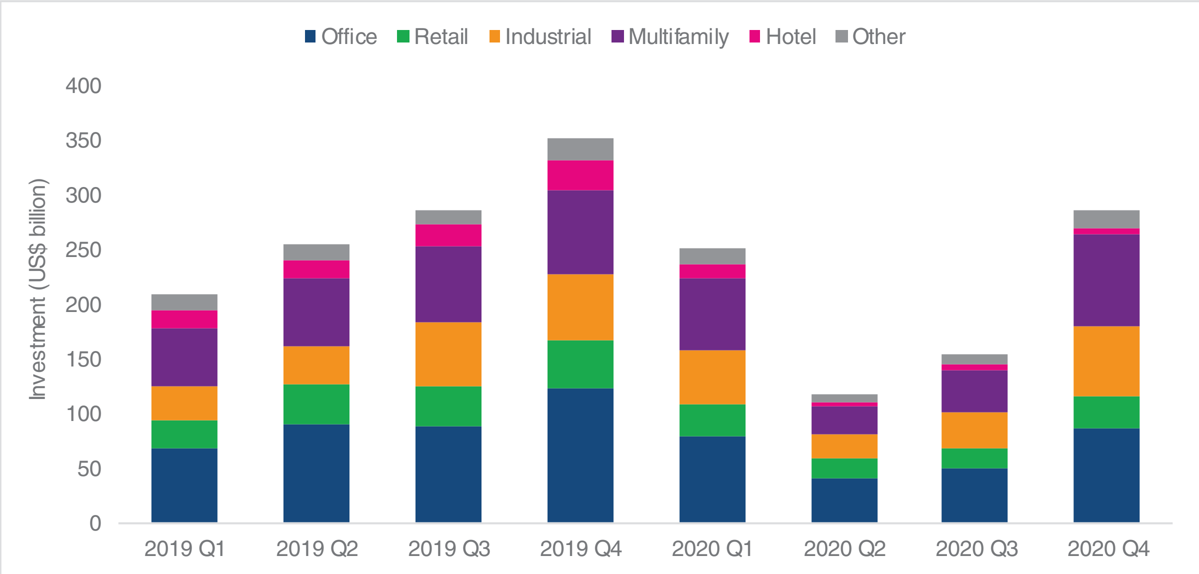
Source: Preqin Ltd., 2021 Preqin Global Real Estate Report, published on 4 February 2021, https://www.preqin.com/insights/global-reports/2021-preqin-global-real-estate-report. Preqin Ltd. has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Deal activity across sectors bounced back strongly in the last quarter of 2020

The global COVID-19 pandemic has negatively affected PERE deal activity with the total number of transactions falling approximately 39% in 2020 from the previous year. The decline was caused by the economic uncertainty and social distancing restrictions brought on from the global spread of COVID-19, and their significant impact across all property types.

That said, the industry has shown signs of recovery. Global commercial real estate investments globally, for instance, has recovered albeit unevenly with select sectors such as multifamily and industrials having rebounded faster than retail and office. Investments across all sectors bounced back stronger eventually during the last quarter of 2020, with the rollout of vaccines and lockdown restrictions being lifted while governments continue to monitor the situation.

Global commercial real estate investment (by sector)

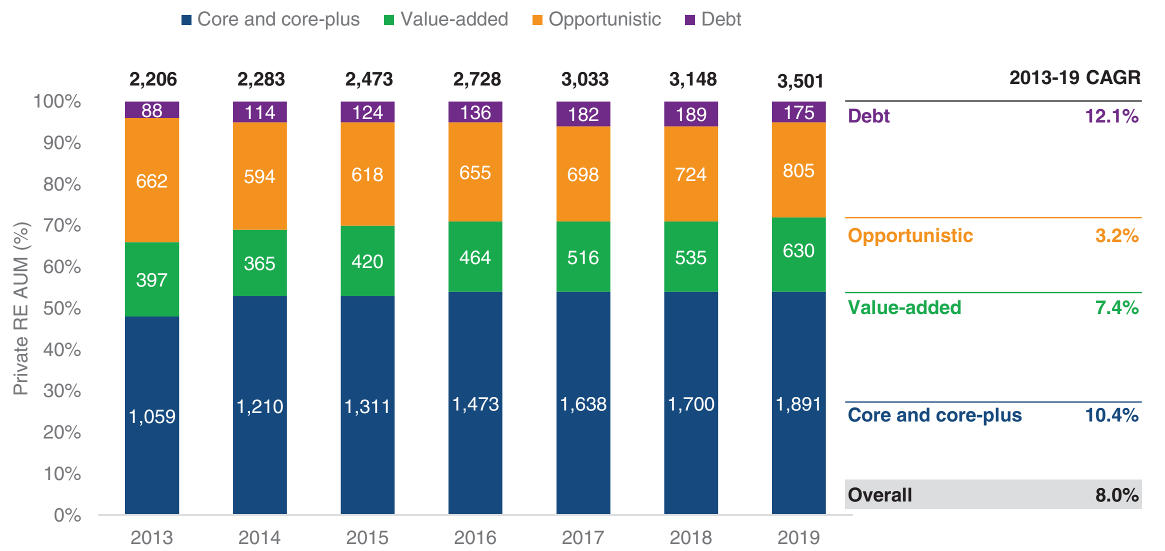


Source: CBRE, Inc., Real Estate Capital Flows: Global Deck Q4 2020, accessed on 25 June 2021, https://www.cbre.com/research-and-reports/Real-Estate-Capital-Flows---Global-Deck-Q4-2020. CBRE, Inc. has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

More capital flows are channeled into Core and Core-plus strategies

Over the past few years, private real estate funds have been gradually shifting away from opportunistic strategies and more towards Core and Core-plus strategies. This suggests that investors have been trading down the risk-spectrum amidst higher market volatility. The shift towards Core and Core-plus strategies can also be attributed to the search for yield by investors in lower interest rate environments. In the Eurozone, for instance, the 10 year government bond yields have been in negative territory over the past year. Investors who seek stable, low-risk, income-producing assets would likely turn towards Core and Core-plus strategies and away from local fixed income instruments.

Private real estate gross assets under management ("**AUM**") (by strategy)(1)



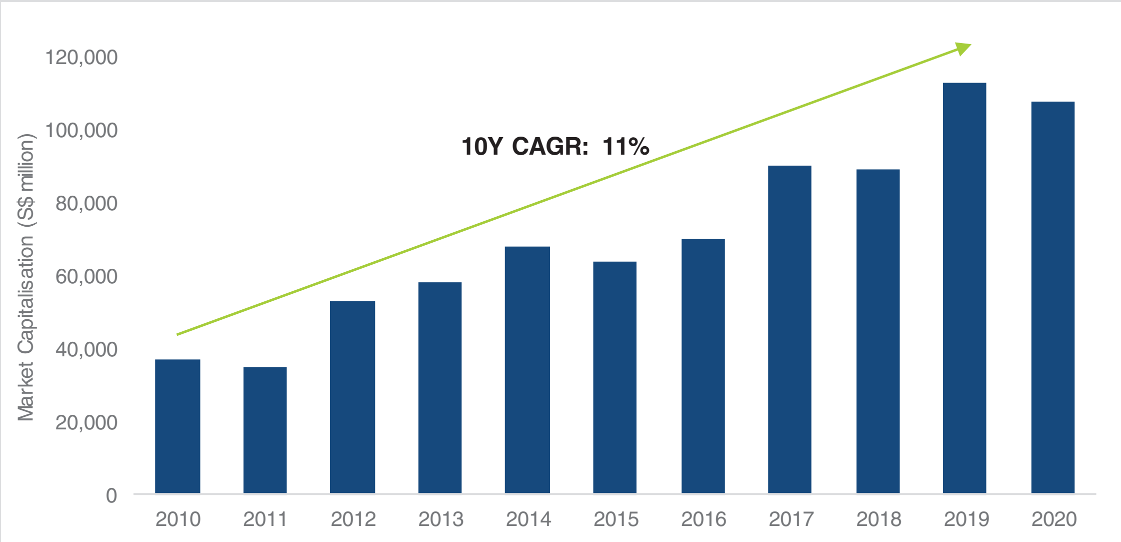
(1) Excludes real estate investment trusts

Source: McKinsey & Company, McKinsey Global Private Markets Review 2021, published on 21 April 2021, www.mckinsey.com/industries/private-equity-and-principal-investors/our-insights/mckinseys-private-markets-annual-review. Copyright (c) 2021 McKinsey & Company. All rights reserved. Reprinted by permission. McKinsey & Company has not consented to the inclusion of the information referred to above anywhere and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Singapore REITs

Singapore is one of Asia's largest REIT and property trusts market. Over the past 10 years, the S-REITs industry has grown at a CAGR of approximately 11%. There continues to be growing global investor interest in S-REITs, due in part to the fact that the size and liquidity of the cluster has grown tremendously over the years. Global institutional investors such as asset management firms, sovereign wealth funds, insurance firms, private banks, family offices are actively participating in S-REITs.

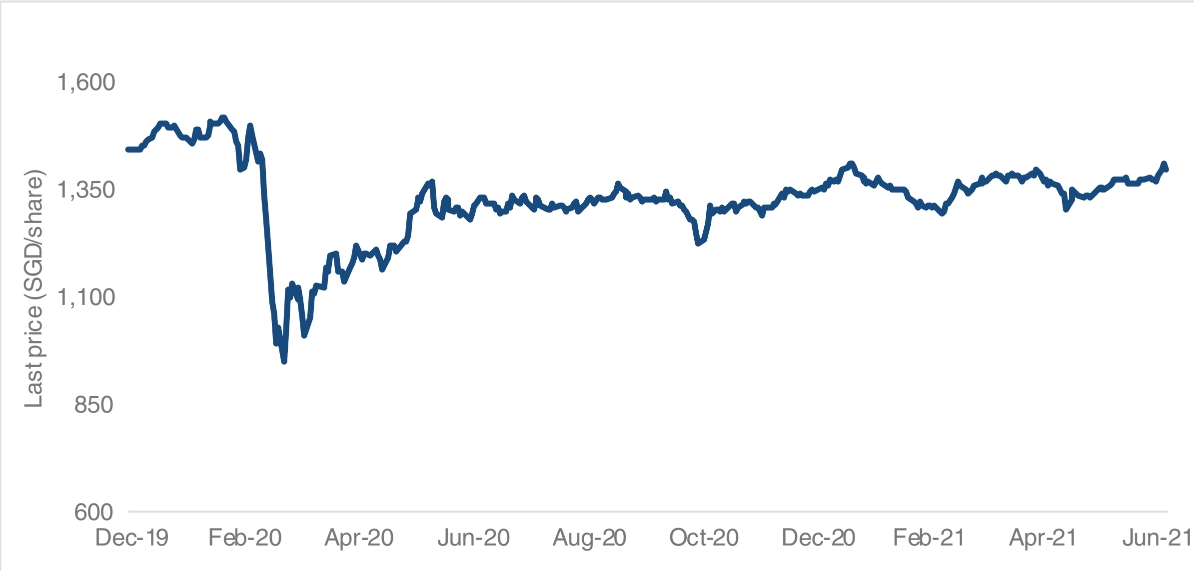
S-REIT and Property Trusts Market Capitalisation



Source: Singapore Exchange Limited ("**SGX**"), Chartbook: SREITs & Property Trusts – March 2021, published on 5 March 2021, https://api2.sgx.com/sites/default/files/2021-03/SGX%20Research%20-%20SREIT%20%26%20Property% 20Trusts%20Chartbook%20-%20March%202021.pdf. SGX has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Despite the recent global market sell-offs as a result of the pandemic, S-REITs in general have remained relatively resilient and exhibited strong recovery, which could be attributed to the defensive nature of S-REITs. Going into 2021, prudent capital management, ability to recycle assets, diversity of property pipelines and portfolios remain key sector drivers for the S-REIT industry. The industry will likely see an emergence of new asset classes, and a wave of consolidation as REITs seek to achieve a more diversified portfolio.

Historical price of iEdge S-REIT Index



Source: Bloomberg, as of 7 July 2021. Bloomberg has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Growing asset classes

Logistics warehouses and data centres are growing asset classes in S-REITs space. In 2020, the logistics S-REITs pulled in approximately 43%[1] of capital raised, bringing their share of REIT market capitalisation to 28%[2]. This can be largely attributed to warehouses becoming increasingly important over the last decade amid the rise of e-commerce, which requires speedy delivery of goods from a wide network of facilities.

1 Source: Dealogic, as of 31 December 2020. Only includes rank eligible deals and primary follow on transactions (including rights, preferential offerings and primary placements). Data based on total deal value. Logistics REITs include AIMS APAC REIT, ARA LOGOS Logistics Trust, Ascendas India Trust, Ascendas Real Estate Investment Trust, ESR-REIT, Frasers Logistics & Commercial Trust, Frasers Logistics & Industrial Trust (pre-merger) and Mapletree Logistics Trust. Dealogic has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

2 Source: FactSet, as of 31 December 2020. Logistics REITs include AIMS APAC REIT, ARA LOGOS Logistics Trust, Ascendas India Trust, Ascendas Real Estate Investment Trust, ESR-REIT, Frasers Logistics & Commercial Trust, Frasers Logistics & Industrial Trust (pre-merger) and Mapletree Logistics Trust. FactSet has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Wave of consolidation likely to continue as REITs seek to achieve a diversified portfolio

The COVID-19 pandemic is expected to accelerate the consolidation trend, with S-REITs seeking to achieve scale and greater visibility among investors through inclusion or higher weight in major indices. In addition to achieving scale, mergers and acquisitions ("**M&A**") also enable S-REITs to become more diversified in terms of asset class and/or geography, potentially making them more resilient to market downturns. Since the first S-REIT merger in 2018 between ESR REIT and Viva Industrial Trust, there has been a wave of M&A activity in the region. Notably, in 2020, CCT and CMT announced a merger to form the largest REIT in Singapore by market capitalisation – CICT.

Sector overview

Expect all sectors to recover meaningfully post-COVID-19, with new economy asset classes and multifamily taking the lead

Office

Globally, the office sector faced unprecedented challenges as a result of a worldwide shift towards remote working and either full or partial lockdowns. However, selected office sub-segments continued to pique investor interest, such as those where office assets are in prime, well-connected primary city centres.

In Singapore, well-located core Grade A offices remained in favour by investors, and deals continued to transact amidst the pandemic. For instance, the Alibaba Group acquired a 50% stake in AXA Tower – a grade A office development in Singapore's Central Business District (CBD) in May 2020.

Office Market Vacancy Rates

	Vacancy Rates	
	Q1 2021	**Q4 2020**
Grade A (Core CBD)	3.3%	3.9%
Grade B (Islandwide)	7.4%	7.3%

Source: CBRE Pte. Ltd., Grade A Offices to Lead Modest Recovery in Singapore's Office Market in 2021, published on 5 April 2021, www.cbre.com.sg/about/media-centre/grade-a-offices-to-lead-modest-recovery-in-singapores-office-market-in-2021. CBRE Pte. Ltd. has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

With the rollout of vaccines, more clarity around corporate re-entry strategies, and an improvement in employment rates, we expect to see the sector return to growth towards second half of 2021. The long-term potential of the office sector is still intact, given in-person interaction is most crucial in promoting creativity and gaining a competitive edge.

Retail

As a result of the COVID-19 pandemic, the retail sector saw a reduction in shopper foot traffic and brick-and-mortar retail sales in 2020. Nevertheless, real estate investors continue to seek out deals to capitalise on the current dislocations in the market.

Within the S-REIT space, the retail sector experienced a quick rebound post the lifting of the circuit breaker in June 2020. For example, CICT reported that tenant sales recovered to 94.5% of the level a year ago in the fourth quarter of 2020. This positive trend continued in the first quarter of 2021, with CICT reporting 2.9% higher tenant sales in the first quarter of 2021 compared to a year ago..

Leasing activity and footfall are expected to gradually recover in 2021, with the easing of social distancing measures, rollout of vaccination programs, and eventual reopening of borders driving travel and tourism-related consumption. CBRE expects total retail sales in PRC, one of the first countries to emerge from the lockdowns, to reach 8 to 9% in 2021[1], and rents to return to pre-pandemic levels in 2022. In Singapore, CBRE expects average prime retail rents to stabilise over the course of 2021, after falling by 8.6% year-on-year in 2020[2].

The long-term potential of the sector remains strong as malls evolve to incorporate new and innovative product offerings to remain relevant and draw crowds. Investment and asset managers with strong retail expertise and track records will likely be best positioned to attract capital from investors seeking to capitalise on current market conditions.

Industrial (including logistics, data centres)

Industrial assets such as logistics terminals, warehousing, data centres, and manufacturing facilities play a fundamental role in the day-to-day functioning of the modern world economy, thus, their usage tends to be relatively independent from volatility of economic cycles.

As such, despite lockdowns across the globe, core industrial real estate assets largely sustained value and continued to secure investor interest throughout the pandemic, buoyed by a rapid shift towards e-commerce, new omni-channel consumer spending habits and demands for modern warehousing to fulfil delivery. Investors are attracted by the sector's perceived benefits and defensive characteristics, which are underpinned by the key role these property types play in economic development around the world.

1 Source: CBRE, Inc, China Real Estate Market Outlook 2021, accessed on 9 May 2021, https://www.cbre.com/mainland%20china/research-reports/china-real-estate-market-outlook-2021/retail. CBRE, Inc. has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

2 Source: CBRE, Inc., Singapore Real Estate Market Outlook 2021, accessed on 9 May 2021, https://www.cbre.com.sg/research-reports/singapore-real-estate-market-outlook-2021/retail. CBRE, Inc. has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

In Singapore, industrial and data centre S-REITs were among the top performers in 2020. The sector performed well during the height of the COVID-19 crisis as the rise of online shopping and internet usage made REITs with logistics assets and data centres particularly attractive to investors. More recently, A-REIT announced its acquisition of 11 data centres across the United Kingdom and continental Europe from Digital Realty. Additionally, industrial S-REITs were also actively pursuing capital market transactions – in particular, A-REIT's recent equity fund raise on 4 May 2021 generated strong demand from institutional investors, with the placement being 2.6x covered.

Going forward, the industrial sector will likely see sustained demand and strong growth prospects on the back of secular growth trends, such as rising global population densities, growing e-commerce penetration, and the acceleration of digitisation across industries.

Hospitality (including long-stay lodging)

The hotel sector has borne the brunt of the COVID-19 impact. Lockdowns and travel restrictions have negatively impacted occupancy rates and Revenue Per Available Room (or RevPar) across hotel assets and the knock-on effect for deal activity was severe. That being said, specific sub-segments within the hotel sector, such as the longer-stay and/or corporate segment, fared comparatively better than its peers. In particular, Ascott, a global leader in the longer-stay and/or corporate segments, showcased the resilience of its business model amidst global economic weakness as property owners continued to sign new management and franchise contracts. The hotel sector as a whole is expected to show meaningful signs of recovery once the global economic outlook shifts, international travel resumes and vaccines are rolled out.

Multifamily

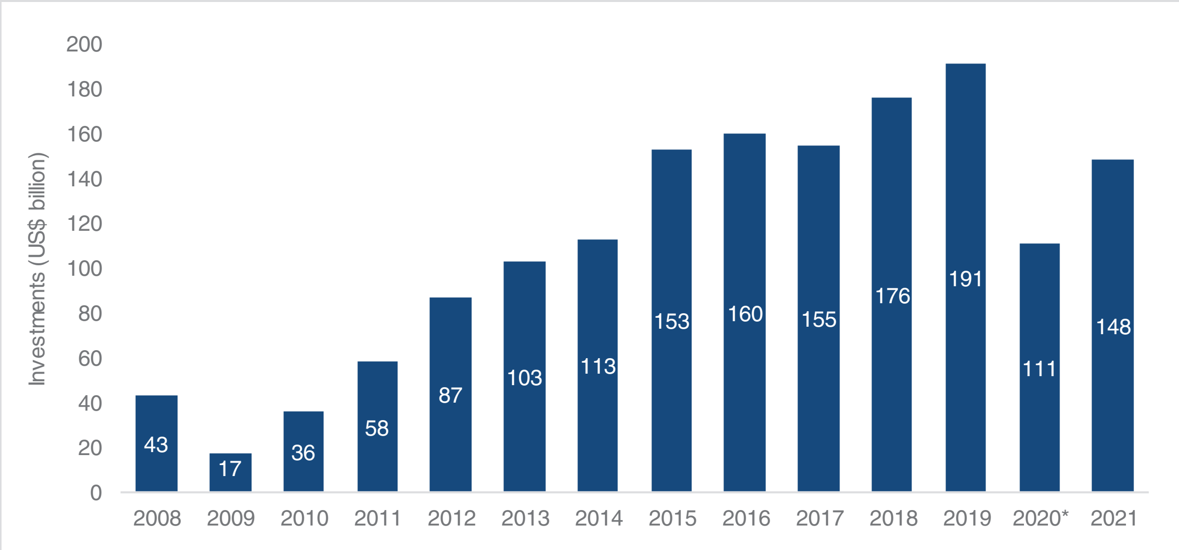
When looking at the multifamily market, the USA serves as a good global proxy given that it has the most developed multifamily market across the regions.

In the USA, the multifamily sector weathered the 2020 pandemic better than most property sectors – only industrial held up better – and market deterioration was far less than in previous economic downturns. Still, it was a tough year for multifamily as many owners lost rental income and ancillary income from waived fees, deferred rents and delinquencies.

With steadily improving market conditions as well as favourable mortgage rates, multifamily investment volumes are expected to increase. CBRE forecasts multifamily investments to increase to approximately US$148 billion in 2021[1], 33% above over their 2020 estimate of US$111 billion, with expectations that institutional buyers and value add investors will become more active given greater clarity on future revenue streams. Likewise, offshore buyers will potentially increase their activity in this multifamily market, as travel restrictions are eased gradually.

1 Source: CBRE, Inc., 2021 U.S. Real Estate Market Outlook, accessed on 9 May 2021, https://www.cbre.us/research-and-reports/2021-US-Real-Estate-Market-Outlook-Multifamily. CBRE, Inc. has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

Multifamily investments in the USA



Source: CBRE, Inc., 2021 U.S. Real Estate Market Outlook, accessed on 9 May 2021, https://www.cbre.us/research-and-reports/2021-US-Real-Estate-Market-Outlook-Multifamily. CBRE, Inc. has not consented to the inclusion of the information referred to above and is therefore not liable for such information. While our Company and the Sole Issue Manager have taken reasonable actions to ensure that the above information has been reproduced in its proper form and context, neither our Company nor the Sole Issue Manager has conducted an independent review of this information nor verified the accuracy of such information.

1. Rationale for the Share Purchase Mandate

The Share Purchase Mandate will give our Company the flexibility to undertake purchases or acquisitions of our Shares at any time, subject to market conditions, during the period that the Share Purchase Mandate is in force. Share purchases or acquisitions allow our Company greater flexibility over our Company's share capital structure with a view to improving, *inter alia*, its return on equity. Our Shares which are purchased or acquired may be cancelled or may be held as treasury Shares. Our Company may, *inter alia*, sell the treasury shares for cash or utilise the treasury shares by transferring the treasury shares for the purposes of or pursuant to our Company's share schemes so as to enable our Company to take advantage of tax deductions under the current taxation regime. The use of treasury shares in lieu of issuing new Shares would also mitigate the dilution impact on existing Shareholders.

It should be noted that our Company will only purchase or acquire Shares pursuant to the Share Purchase Mandate when it is of the view that such purchase or acquisition will or will likely be in the interests of our Company. No purchase or acquisition of Shares will be made in circumstances which would have or is likely to have a material adverse effect on the financial position of our Group and/or affect the listing status of our Company on the SGX-ST.

2. Authority and limitations of the Share Purchase Mandate

The authority and limitations placed on the Share Purchase Mandate for which renewal is sought are summarised below.

(a) Maximum number of Shares

The total number of Shares which may be purchased or acquired by our Company pursuant to the Share Purchase Mandate is limited to that number of Shares representing not more than 5% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) immediately following the Listing Date. Under the Companies Act and the Listing Manual, any Shares which are held as treasury shares or subsidiary holdings shall be disregarded for the purposes of computing the 5% limit. For this purpose, "subsidiary holdings" means any Shares held by subsidiaries of our Company in the circumstances referred to in Sections 21(4), 21(4B), 21(6A) and 21(6C) of the Companies Act. As at 7 July 2021, no Shares were held as treasury shares or as subsidiary holdings.

After the Subscription, the Issuance and the Change in Capital Structure as described in the section "Scheme", our issued and paid-up ordinary share capital will be approximately S$10,754 million. The number of our Shares will be equivalent to the number of CapitaLand Shares (excluding treasury shares) as at the Record Date. On the basis of CapitaLand's share capital comprising 5,203,195,792 CapitaLand Shares (excluding treasury shares) as at 7 July 2021 and assuming that there is no change to the number of CapitaLand Shares as at the Record Date, we will have 5,203,195,792 Shares immediately prior to the DIS. See "Scheme".

For illustrative purposes only, on the basis of 5,203,195,792 issued Shares (excluding treasury shares and subsidiary holdings) after the Subscription, the Issuance and the Change in Capital Structure as described in the section "Scheme", and assuming that (i) no further Shares are issued on or prior to the Listing Date, (ii) no Shares are held as subsidiary holdings, and (iii) our Company does not reduce its share capital, then not more than 260,159,789 Shares (representing 5% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) immediately following the Listing Date) may be purchased or acquired by our Company pursuant to the Share Purchase Mandate.

(b) Duration of authority

Purchases or acquisitions of Shares may be made, at any time and from time to time, on and from the date of the passing of the resolution approving the Share Purchase Mandate, up to (i) the date on which the next annual general meeting of our Company is held or required by law to be held; (ii) the date on which the authority conferred by the Share Purchase Mandate is revoked or varied, and (iii) the date on which purchases or acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated, whichever is the earliest.

(c) Manner of purchase or acquisition of Shares

Purchases or acquisitions of Shares may be made by way of:

(i) Market Purchases; and/or

(ii) Off-Market Purchases.

Market Purchases refer to purchases or acquisitions of Shares by our Company effected on the SGX-ST, or, as the case may be, such other stock exchange for the time being on which our Shares may be listed and quoted, through one or more duly licensed stockbrokers appointed by our Company for the purpose.

Off-Market Purchases refer to purchases or acquisitions of Shares by our Company made under an equal access scheme or schemes for the purchase or acquisition of Shares from Shareholders in accordance with Section 76C of the Companies Act. Our Directors may impose such terms and conditions which are not inconsistent with the Share Purchase Mandate, the Listing Manual and the Companies Act as they consider fit in the interests of our Company in connection with or in relation to any equal access scheme or schemes. Under the Companies Act, an Off-Market Purchase must, however, satisfy all the following conditions:

(1) offers for the purchase or acquisition of Shares shall be made to every person who holds Shares to purchase or acquire the same percentage of their Shares;

(2) all of the abovementioned persons shall be given a reasonable opportunity to accept the offers made to them; and

(3) the terms of all the offers shall be the same, except that there shall be disregarded:

(A) differences in consideration attributable to the fact that offers may relate to Shares with different accrued dividend entitlements;

(B) differences in consideration attributable to the fact that the offers may relate to Shares with different amounts remaining unpaid; and

(C) differences in the offers introduced solely to ensure that each person is left with a whole number of Shares.

Additionally, the Listing Manual provides that, in making an Off-Market Purchase, our Company must issue an offer document to all Shareholders which must contain, *inter alia*:

(I) the terms and conditions of the offer;

(II) the period and procedures for acceptances;

(III) the reasons for the proposed Share purchases;

(IV) the consequences, if any, of Share purchases by our Company that will arise under the Singapore Take-over Code or other applicable take-over rules;

(V) whether the Share purchases, if made, could affect the listing of our Shares on the SGX-ST;

(VI) details of any Share purchases made by our Company in the previous 12 months (whether Market Purchases or Off-Market Purchases), giving the total number of Shares purchased, the purchase price per Share or the highest and lowest prices paid for the purchases, where relevant, and the total consideration paid for the purchases; and

(VII) whether the Shares purchased by our Company will be cancelled or kept as treasury shares.

(d) Purchase price

The purchase price (excluding brokerage, stamp duty, commission, applicable goods and services tax and other related expenses ("**Related Expenses**")) to be paid for a Share will be determined by our Directors. However, the Maximum Price to be paid for our Shares as determined by our Directors must not exceed, in the case of both Market Purchases and Off-Market Purchases, 105% of the Average Closing Price of our Shares excluding Related Expenses.

3. Status of purchased or acquired Shares

Under the Companies Act, our Shares purchased or acquired by our Company shall be deemed cancelled immediately on purchase or acquisition, and all rights and privileges attached to those Shares will expire on cancellation, unless such Shares are held by our Company as treasury shares. The total number of issued Shares will be diminished by the number of Shares purchased or acquired by our Company which are cancelled and are not held as treasury shares. Our Directors will decide whether our Shares purchased or acquired by our Company will be held as treasury shares and/or cancelled, depending on the needs of our Company at that time. It is presently intended by our Company that Shares which are purchased or acquired by our Company will be held as treasury shares, up to the maximum number of treasury shares permitted by law to be held by our Company.

4. Treasury shares

Under the Companies Act, Shares purchased or acquired by our Company may be held or dealt with as treasury shares. Some of the provisions on treasury shares under the Companies Act are summarised below.

(a) Maximum holdings

The number of Shares held as treasury shares cannot at any time exceed 10% of the total number of issued Shares. For this purpose, any Shares that are held by subsidiaries in the circumstances referred to in Sections 21(4B) and 21(6C) of the Companies Act shall be included in computing the 10% limit.

(b) Voting and other rights

Our Company cannot exercise any right in respect of treasury shares. In particular, our Company cannot exercise any right to attend or vote at meetings and for the purposes of the Companies Act, our Company shall be treated as having no right to vote and the treasury shares shall be treated as having no voting rights.

In addition, no dividend may be paid, and no other distribution of our Company's assets may be made, to our Company in respect of treasury shares. However, the allotment of Shares as fully paid bonus shares in respect of treasury shares is allowed. A subdivision or consolidation of any treasury share into treasury shares of a greater or smaller number is also allowed so long as the total value of the treasury shares after the subdivision or consolidation is the same as before.

(c) Disposal and cancellation

Where Shares are held as treasury shares, our Company may at any time but subject always to the Singapore Take-over Code:

(i) sell the treasury shares for cash;

(ii) transfer the treasury shares for the purposes of or pursuant to any share scheme, whether for employees, Directors or other persons;

(iii) transfer the treasury shares as consideration for the acquisition of shares in or assets of another company or assets of a person;

(iv) cancel the treasury shares; or

(v) sell, transfer or otherwise use the treasury shares for such other purposes as may be prescribed by the Minister for Finance.

Under the Listing Manual, an immediate announcement must be made of any sale, transfer, cancellation and/or use of treasury shares (in each case, the "**usage**"). Such announcement must include details such as the date of the usage, the purpose of the usage, the number of treasury shares of the usage, the number of treasury shares before and after the usage, the percentage of the number of treasury shares of the usage against the total number of issued Shares (of the same class as the treasury shares) which are listed on the SGX-ST before and after the usage, and the value of the treasury shares of the usage.

5. Source of funds

In purchasing or acquiring Shares pursuant to the Share Purchase Mandate, our Company may only apply funds legally available for such purchase or acquisition in accordance with the Constitution of our Company and applicable laws. Under the Companies Act, any payment made by our Company in consideration of the purchase or acquisition of our Shares may be made out of our Company's capital and/or profits so long as our Company is solvent.

Our Company intends to use internal sources of funds, external borrowings, or a combination of internal resources and external borrowings, to finance purchases or acquisitions of our Shares. Our Directors do not propose to exercise the Share Purchase Mandate to such extent that it would materially affect the working capital requirements, financial flexibility or investment ability of our Group.

6. Financial effects

The financial effects on our Group arising from purchases or acquisitions of Shares which may be made pursuant to the Share Purchase Mandate will depend on, *inter alia*, whether our Shares are purchased or acquired out of capital and/or profits of our Company, the aggregate number of Shares purchased or acquired, the consideration paid at the relevant time, the amount (if any) borrowed by our Company to fund the purchases or acquisitions and whether Shares purchased or acquired are cancelled or held as treasury shares. The financial effects on our Group based on the unaudited pro forma financial information of our Group for the financial year ended 31 December 2020 are based on the assumptions set out below.

(a) Purchase or acquisition out of capital and/or profits

Under the Companies Act, purchases or acquisitions of Shares by our Company may be made out of our Company's capital and/or profits so long as our Company is solvent.

Where the consideration paid by our Company for the purchase or acquisition of Shares is made out of capital, the amount available for the distribution of cash dividends by our Company will not be reduced.

Where the consideration paid by our Company for the purchase or acquisition of Shares is made out of profits, such consideration will correspondingly reduce the amount available for the distribution of cash dividends by our Company.

(b) Maximum Price paid for Shares purchased or acquired

For illustrative purposes only, on the basis of 5,203,195,792 issued Shares (excluding treasury shares and subsidiary holdings) after the Subscription, the Issuance and the Change in Capital Structure as described in the section "Scheme", and assuming that (i) no further Shares are issued on or prior to the Listing Date, (ii) no Shares are held as subsidiary holdings, and (iii) our Company does not reduce its share capital, the purchase or acquisition by our Company of 5% of such Shares will result in the purchase or acquisition of 260,159,789 Shares.

Assuming that our Company purchases or acquires the 260,159,789 Shares at the Maximum Price (and for such purposes, in view that our Company is not yet listed on the SGX-ST as at the date of this Document, it is further assumed for illustrative purposes only that the Maximum Price is equivalent to 5% above the unaudited pro forma NAV per Share as at 31 December 2020), in the case of both Market Purchases and Off-Market Purchases, the maximum amount of funds required for the purchase or acquisition of the 260,159,789 Shares is S$791.4 million, based on S$3.042 for one Share.

For illustrative purposes only, on the basis of the assumptions set out above as well as the following:

(i) the Share Purchase Mandate had been effective on 1 January 2020;

(ii) there was no issuance of Shares after 7 July 2021;

(iii) such Share purchases or acquisitions are funded by internal and/or external resources of our Group,

the financial effects on the unaudited pro forma financial information of our Group for the financial year ended 31 December 2020 would have been as hereafter set out.

	Market Purchase or Off-Market Purchase	
	Group	
	Before Share Purchase	**After Share Purchase**
	S$' million	**S$' million**
As at 31 December 2020		
Total equity	18,870	18,058
NTA	14,068	13,256
Current assets	4,763	4,743
Current liabilities	3,136	3,136
Working capital	1,627	1,607
Net debt	10,523	11,335
Number of issued Shares (in million)	5,203	4,943
Financial indicators		
NTA per Share (S$)	2.70	2.68
Gearing (Net debt/total equity) (times)	0.56	0.63
Current ratio (times)	1.52	1.51
Basic EPS (cents)	(6.1)	(6.8)

Notes:

(1) The disclosed financial effects remain the same irrespective of whether:

(a) the purchase of our Shares is effected out of capital or profits; or

(b) the purchased Shares are held in treasury or are cancelled.

(2) Current ratio equals current assets divided by current liabilities.

SHAREHOLDERS SHOULD NOTE THAT THE FINANCIAL EFFECTS SET OUT ABOVE ARE BASED ON THE UNAUDITED PRO FORMA FINANCIAL INFORMATION OF OUR GROUP FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 AND ARE FOR ILLUSTRATION ONLY. THE UNAUDITED PRO FORMA FINANCIAL INFORMATION OF OUR GROUP FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 IS NOT REPRESENTATIVE OF FUTURE PERFORMANCE.

It should be noted that although the Share Purchase Mandate would authorise our Company to purchase or acquire up to 5% of the issued Shares (excluding treasury shares and subsidiary holdings), our Company may not necessarily purchase or acquire or be able to purchase or acquire the entire 5% of the issued Shares (excluding treasury shares and subsidiary holdings) as mandated. In addition, our Company may cancel or hold in treasury all or part of our Shares purchased or acquired. Our Company will take into account both financial and non-financial factors (for example, stock market conditions and the performance of our Shares) in assessing the relative impact of a share purchase before execution.

7. Taxation

Shareholders who are in doubt as to their respective tax positions or any tax implications, or who may be subject to tax in a jurisdiction outside Singapore, should consult their own professional advisers.

8. Listing status of our Shares

The Listing Manual requires a listed company to ensure that at least 10% of the total number of its issued shares (excluding treasury shares, preference shares and convertible equity securities) in a class that is listed on the SGX-ST, is held by public shareholders at all times.

The number of our Shares to be distributed pursuant to the DIS and the percentage shareholding represented by such Shares as at the Record Date will be equal to the number of CapitaLand Shares held by the eligible CapitaLand Shareholders and the percentage shareholding represented by such CapitaLand Shares as at the Record Date. Assuming that there is no change in the shareholders of CapitaLand between 7 July 2021 and the Listing Date, based on the percentage of the issued CapitaLand Shares held by public CapitaLand Shareholders as at 7 July 2021, approximately 48% of our issued Shares are expected to be held by public Shareholders as at the Listing Date. Accordingly, our Company is of the view that there will be a sufficient number of Shares held by public Shareholders which would permit our Company to undertake purchases or acquisitions of our Shares through Market Purchases up to the full 5% limit pursuant to the Share Purchase Mandate without affecting the listing status of our Shares on the SGX-ST. Our Company will consider investor interests when maintaining a liquid market in our securities, and will ensure that there is a sufficient float for an orderly market in our Shares when purchasing our Shares.

9. Listing Manual

The Listing Manual restricts a listed company from purchasing its shares by way of market purchases at a price per share which is more than 5% above the "average closing price", being the average of the closing market prices of the shares over the last five market days on which transactions in the shares were recorded, before the day on which the purchases are made, and deemed to be adjusted for any corporate action that occurs during the relevant five-day period and the day on which the purchases are made. The Maximum Price for a Share in relation to Market Purchases referred to in paragraph 2 above complies with this requirement. Although the Listing Manual does not prescribe a maximum price in relation to purchases or acquisitions of shares by way of off-market purchases, our Company has set a cap of 5% above the average closing price of a Share as the Maximum Price for a Share to be purchased or acquired by way of an Off-Market Purchase.

While the Listing Manual does not expressly prohibit any purchase or acquisition of shares by a listed company during any particular time or times, because the listed company would be regarded as an "insider" in relation to any proposed purchase or acquisition of its issued shares, our Company will not undertake any purchase or acquisition of Shares pursuant to the Share Purchase Mandate at any time after any matter or development of a price or trade sensitive nature has occurred or has been the subject of consideration and/or a decision of our Directors until such price or trade sensitive information has been publicly announced. In particular, our Company will not purchase or acquire any Shares through Market Purchases during the one month immediately preceding, and up to the time of announcement of, our Company's results for the half-year and the full financial year.

10. Reporting requirements

The Listing Manual requires a listed company to report all purchases or acquisitions of its shares to the SGX-ST not later than 9.00 a.m. (a) in the case of a market purchase, on the market day following the day of purchase or acquisition of any of its shares, and (b) in the case of an off-market purchase under an equal access scheme, on the second market day after the close of acceptances of the offer. Such announcement (in such form prescribed by the Listing Manual), must include details such as the date of the purchase, the total number of shares purchased, the purchase price per share or the highest and lowest prices paid for such shares, as applicable, and the total consideration (including stamp duties and clearing charges) paid or payable for the shares.

In addition, our Directors are required under the Companies Act to lodge with the Registrar of Companies (as appointed under the Companies Act) within 30 days after the purchase or acquisition of Shares on the SGX-ST the notice of purchase or acquisition in the prescribed form and providing certain particulars including the date of the purchase or acquisition, the number of Shares purchased or acquired, the number of Shares cancelled, the number of Shares held as treasury shares, the issued share capital of our Company before and after the purchase or acquisition, the amount of consideration paid by our Company for the purchase or acquisition of our Shares, and whether our Shares were purchased or acquired out of the profits or the capital of our Company.

11. Take-over implications

Appendix 2 of the Singapore Take-over Code contains the Share Buy-Back Guidance Note. The take-over implications arising from any purchase or acquisition by our Company of our Shares are set out below.

(a) Obligation to make a take-over offer

If, as a result of any purchase or acquisition by our Company of our Shares, the proportionate interest in the voting capital of our Company of a Shareholder and persons acting in concert with him/her increases, such increase will be treated as an acquisition for the purposes of Rule 14 of the Singapore Take-over Code. Consequently, a Shareholder or a group of Shareholders acting in concert with a Director could obtain or consolidate effective control of our Company and become obliged to make an offer under Rule 14 of the Singapore Take-over Code.

(b) Persons acting in concert

Under the Singapore Take-over Code, persons acting in concert comprise individuals or companies who, pursuant to an agreement or understanding (whether formal or informal), co-operate, through the acquisition by any of them of shares in a company to obtain or consolidate effective control of that company.

Please refer to "Appendix B – Description of our Shares – Take-overs" for details on the individuals and companies presumed to be acting in concert with each other under the Singapore Take-over Code.

The circumstances under which Shareholders, including Directors and persons acting in concert with them respectively, will incur an obligation to make a take-over offer under Rule 14 of the Singapore Take-over Code after a purchase or acquisition of Shares by our Company are set out in Appendix 2 of the Singapore Take-over Code.

(c) Effect of Rule 14 and Appendix 2 of the Singapore Take-over Code

In general terms, the effect of Rule 14 and Appendix 2 of the Singapore Take-over Code is that, unless exempted, Directors and persons acting in concert with them will incur an obligation to make a take-over offer under Rule 14 of the Singapore Take-over Code if, as a result of our Company purchasing or acquiring Shares, the voting rights of such Directors and their concert parties would increase to 30% or more, or in the event that such Directors and their concert parties hold between 30% and 50% of our Company's voting rights, if the voting rights of such Directors and their concert parties would increase by more than 1% in any period of six months. In calculating the percentages of voting rights of such Directors and their concert parties, treasury shares shall be excluded.

Under Appendix 2 of the Singapore Take-over Code, a Shareholder not acting in concert with our Directors will not be required to make a take-over offer under Rule 14 of the Singapore Take-over Code if, as a result of our Company purchasing or acquiring its Shares, the voting rights of such Shareholder would increase to 30% or more, or, if such Shareholder holds between 30% and 50% of our Company's voting rights, the voting rights of such Shareholder would increase by more than 1% in any period of six months. Such Shareholder need not abstain from voting in respect of the resolution authorising the Share Purchase Mandate.

The interests, if any, of our Directors and Substantial Shareholders in Shares on the Listing Date assuming that there is no change in the shareholders of CapitaLand between 7 July 2021 and the Listing Date and assuming the issued and paid-up ordinary share capital comprises a maximum of 5,203,195,792 Shares are set out in the section "Share Capital and Shareholders – Current Shareholders". As CapitaLand and any Directors presumed to be acting in concert with it collectively will hold more than 50% of our issued Shares, none of our Directors (or any of them) and/or CapitaLand, including persons acting in concert with it and/or them, would become obliged to make a take-over offer for our Company under Rule 14 read with Appendix 2 of the Singapore Take-over Code as a result of any purchase or acquisition of Shares by our Company pursuant to the Share Purchase Mandate of the maximum limit of 5% of our issued Shares (excluding treasury shares and subsidiary holdings) immediately following the Listing Date.

SHAREHOLDERS WHO ARE IN DOUBT AS TO THEIR OBLIGATIONS, IF ANY, TO MAKE A MANDATORY TAKE-OVER OFFER UNDER THE SINGAPORE TAKE-OVER CODE AS A RESULT OF ANY PURCHASE OR ACQUISITION OF SHARES BY OUR COMPANY SHOULD CONSULT THE SIC AND/OR THEIR PROFESSIONAL ADVISERS AT THE EARLIEST OPPORTUNITY.

12. Particulars of Shares purchased in the past year

Our Company has not purchased any Shares in the past year.

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