



(Constituted in the Republic of Singapore pursuant to a trust deed dated 29 October 2001 (as amended))

## ANNOUNCEMENT

---

### APPOINTMENT OF PROJECT MANAGER FOR ASSET ENHANCEMENT WORKS AT TAMPINES MALL

---

#### 1. INTRODUCTION

CapitaLand Mall Trust Management Limited, in its capacity as manager of CapitaLand Mall Trust ("CMT", and the manager of CMT, the "Manager") wishes to announce that HSBC Institutional Trust Services (Singapore) Limited, in its capacity as trustee of CMT (the "Trustee"), has on 12 November 2015 appointed CapitaLand Retail Project Management Pte. Ltd. ("CRPM"), a wholly owned subsidiary of CapitaLand Limited ("CapitaLand"), as the project manager for asset enhancement works to be carried out at Tampines Mall (the "Appointment").

#### 2. BACKGROUND

The Appointment is made in connection with mall rejuvenation works which include replacing the main atrium fascia and balustrade, and enhancing the secondary entrance and Level 4 Garden Plaza (the "Asset Enhancement Works"). The Asset Enhancement Works are part of efforts to continually improve shopper experience, following the completion of main asset enhancement works, which included the conversion of the Level 5 open roof area to house educational tenants and a new covered linkway to Tampines Mass Rapid Transit station, which were completed in October 2015.

#### 3. DETAILS OF THE APPOINTMENT

The scope of services to be provided by CRPM includes formulation of the design brief, preparation and review of tender documents, execution of day-to-day project management, monitoring progress of works, and making payment recommendations to consultants and contractors (collectively, the "Project Management Services").

CRPM will be paid a maximum total fee of S\$325,000 for the provision of the Project Management Services (the "Project Management Fees").

#### 4. RATIONALE

The rationale for the Appointment is as follows:

- (a) Familiarity with CMT Properties and Proven Track Record. CRPM has been involved in numerous asset enhancement initiatives and capital works at the properties held by CMT, and as such, is familiar with the properties and the various technical and authority issues relating to the properties.

- (b) Market Competitive Fee. Northcroft Lim Consultants Pte Ltd ("NLC"), an independent professional quantity surveyor, was engaged to provide an opinion on the reasonableness of the Project Management Fees and has opined that the Project Management Fees are reasonable and on fair commercial terms.
- (c) Other Value-Add. CRPM has a strong design management team that has been involved in major retail projects in both Singapore and overseas. Their expertise can be deployed to benefit the Asset Enhancement Works.

## 5. DETAILS OF INTERESTED PERSON

CapitaLand currently holds through various companies, an aggregate interest in 1,037,463,430 units in CMT ("Units"), which is equivalent to approximately 29.30% of the total number of Units in issue. Hence, CapitaLand is a "controlling unitholder" of CMT under the Listing Manual and Appendix 6 of the Code on Collective Investment Schemes ("Property Funds Appendix"). CapitaLand is also a "controlling shareholder" of the Manager under the Listing Manual and the Property Funds Appendix by virtue of the Manager being a wholly owned subsidiary of CapitaLand.

As CRPM is a wholly owned subsidiary of CapitaLand, CRPM is an "interested person" under the Listing Manual and an "interested party" under the Property Funds Appendix) of CMT.

Accordingly, the Appointment constitutes an "interested person transaction" under Chapter 9 of the Listing Manual as well as an "interested party transaction" under the Property Funds Appendix ("IPT").

## 6. TOTAL VALUE OF IPTS WITH CAPITALAND FOR THE CURRENT FINANCIAL YEAR

Based on the audited financial statements of CMT and its subsidiaries ("CMT Group") for FY 2014, the net tangible asset ("NTA") or net asset value ("NAV") of the CMT Group was S\$6,282.4 million as at 31 December 2014.

The total value of IPTs entered into by CMT and its entities at risk with CapitaLand and its subsidiaries and associates (excluding Temasek Holdings (Private) Limited and its subsidiaries and associates (the "Temasek Group")) (the "CL Group") for the current financial year up to the date of this announcement (including the Project Management Fees) is approximately S\$785.5 million<sup>1</sup>.

The total value of all IPTs entered into by CMT and its entities at risk for the current financial year up to the date of this announcement (including the Project Management Fees) is approximately S\$788.6 million.

As the total value of IPTs entered into by CMT and its entities at risk with the CL Group has exceeded 3.0% of the latest audited NTA or NAV of the CMT Group, CMT is required to make an announcement of the Appointment under Rule 905(1) of the Listing Manual.

## 7. INTERESTS OF DIRECTORS AND CONTROLLING UNITHOLDERS

As at the date of this announcement, certain directors of the Manager collectively hold an aggregate direct and indirect interest in 2,324,628 shares in CapitaLand.

---

<sup>1</sup> This includes the transaction value of S\$783.1 million for the acquisition of all the units of Brilliance Mall Trust (which holds Bedok Mall) by the Trustee, for which unitholders' approval was obtained in accordance with Rule 906 of the Listing Manual at an extraordinary general meeting of CMT on 10 September 2015.

Mr Lim Ming Yan is concurrently the President and Group Chief Executive Officer of CapitaLand. Mr Jason Leow Juan Thong is concurrently the Chief Executive Officer and an Executive Director of CapitaLand Mall Asia Limited, a wholly owned subsidiary of CapitaLand.

Save as disclosed above and based on information available to the Manager as at the date of this announcement, none of the directors of the Manager or controlling unitholders of CMT has an interest, direct or indirect, in the Appointment.

## **8. STATEMENT OF THE AUDIT COMMITTEE**

The Audit Committee of the Manager has reviewed and approved the terms of the Appointment and is of the view that the Appointment is on normal commercial terms and is not prejudicial to the interests of CMT and its minority unitholders.

BY ORDER OF THE BOARD  
CapitaLand Mall Trust Management Limited  
(Company registration no. 200106159R)  
as manager of CapitaLand Mall Trust

Lee Ju Lin, Audrey  
Company Secretary  
12 November 2015

### **IMPORTANT NOTICE**

The past performance of CMT and the Manager is not necessarily indicative of their respective future performances.

The value of Units and the income from them may fall as well as rise. Units are not obligations of, deposits, or guaranteed by, the Manager or any of its affiliates. An investment in Units is subject to investment risks, including the possible loss of the principal amount invested.

Investors have no right to request the Manager to redeem their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on the SGX-ST. Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units.

This announcement may contain forward-looking statements that involve risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in these forward-looking as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition from similar developments, shifts in expected levels of property rental income, changes in operating expenses, including employee wages, benefits and training, property expenses and governmental and public policy changes. You are cautioned not to place undue reliance on these forward-looking statements, which are based on the Manager's current view of future events.