



## CAPITALAND LIMITED

Registration Number: 198900036N  
(Incorporated in the Republic of Singapore)

### ANNOUNCEMENT

#### RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 24 APRIL 2017

CapitaLand Limited (“**CapitaLand**”) wishes to announce that at its Annual General Meeting (“**AGM**”) held on 24 April 2017, all resolutions pertaining to the items of ordinary and special businesses set out in the Notice of AGM dated 31 March 2017, were put to the AGM, and duly passed.

The information as required under Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited is set out below:

**(a) Breakdown of all valid votes cast at the AGM**

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<b>Ordinary Business</b>					
<u>Ordinary Resolution 1</u> Adoption of the Directors’ Statement, Audited Financial Statements and the Auditors’ Report for the year ended 31 December 2016	2,961,730,174	2,960,640,174	99.96	1,090,000	0.04
<u>Ordinary Resolution 2</u> Declaration of a First and Final Dividend of S\$0.10 per share	2,961,059,687	2,960,867,289	99.99	192,398	0.01

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<u>Ordinary Resolution 3</u> Approval of Directors' Fees of S\$2,127,700	2,959,547,356	2,952,688,730	99.77	6,858,626	0.23
<u>Ordinary Resolution 4(a)</u> Re-election of Ms Euleen Goh Yiu Kiang as Director	2,959,747,812	2,951,738,345	99.73	8,009,467	0.27
<u>Ordinary Resolution 4(b)</u> Re-election of Dr Philip Nalliah Pillai as Director	2,959,741,305	2,956,786,615	99.90	2,954,690	0.10
<u>Ordinary Resolution 5</u> Re-election of Mr Chaly Mah Chee Kheong as Director	2,959,137,121	2,954,078,561	99.83	5,058,560	0.17
<u>Ordinary Resolution 6</u> Re-appointment of KPMG LLP as Auditors and authority for the Directors to fix the Auditors' remuneration	2,955,360,013	2,951,414,829	99.87	3,945,184	0.13

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		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
<b>Special Business</b>					
<u>Ordinary Resolution 7</u> Authority for Directors to issue shares and to make or grant instruments convertible into shares pursuant to Section 161 of the Companies Act, Chapter 50 of Singapore	2,958,564,491	2,906,338,679	98.23	52,225,812	1.77
<u>Ordinary Resolution 8</u> Authority for Directors to grant awards, and to allot and issue shares, pursuant to the CapitaLand Performance Share Plan 2010 and the CapitaLand Restricted Share Plan 2010	2,958,556,291	2,861,196,590	96.71	97,359,701	3.29
<u>Ordinary Resolution 9</u> Renewal of Share Purchase Mandate	2,958,653,128	2,957,611,696	99.96	1,041,432	0.04

**(b) Details of parties who are required to abstain from voting on any resolution(s)**

No party was required to abstain from voting on any of the abovementioned resolutions put to the AGM.

Nonetheless, to demonstrate good corporate governance practices:

- (i) all non-executive Directors of the Company, who are also shareholders, had voluntarily abstained from voting their respective holdings of shares on Ordinary Resolution 3 in respect of the payment of Directors' fees by the Company to the non-executive Directors for the year ended 31 December 2016;
- (ii) Ms Euleen Goh Yiu Kiang had voluntarily abstained from voting her holdings of shares on Ordinary Resolution 4(a) in respect of her own re-election as Director of the Company;
- (iii) Dr Philip Nalliah Pillai had voluntarily abstained from voting his holdings of shares on Ordinary Resolution 4(b) in respect of his own re-election as Director of the Company; and
- (iv) Mr Chaly Mah Chee Kheong had voluntarily abstained from voting his holdings of shares on Ordinary Resolution 5 in respect of his own re-election as Director of the Company.

**(c) Appointed scrutineer**

Voting on all resolutions at the AGM was conducted by electronic poll. DrewCorp Services Pte Ltd was appointed as the scrutineer at the AGM for the purpose of the electronic poll.

Mr Simon Claude Israel retired at the conclusion of the AGM. The Board of Directors and Management of CapitaLand wish to thank Mr Israel for his invaluable contributions during his tenure as non-executive independent Director of CapitaLand.

By Order of the Board

Michelle Koh  
Company Secretary  
24 April 2017