

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

## Disclosure of Dealings by Fullerton Fund Management Company Ltd. pursuant to Rule 12.1 of the Singapore Code on Take-overs and Mergers (the “Code”)

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### 1. Introduction

1.1 Fullerton Fund Management Company Ltd. (“**FFMC**”) refers to:

1.1.1 the joint announcement dated 22 March 2021 by CapitaLand Limited (the “**Company**”) and CLA Real Estate Holdings Pte. Ltd. (the “**Offeror**”) on the proposed strategic restructuring and demerger of the investment management business of the Company by way of a scheme of arrangement (“**Scheme**”) pursuant to Section 210 of the Companies Act, Chapter 50 of Singapore (“**Joint Announcement**”);

1.1.2 the announcement released by the Company on 7 April 2021 in relation to its invitation to the holders of its outstanding S\$1,000,000,000 2.95 per cent. convertible bonds due 2022 (ISIN: XS0303539786 / Common Code: 030353978) (“**Convertible Bonds**”) to (1) tender any and all such Convertible Bonds for purchase by the Company for cash equivalent to 103 per cent of the principal amount (the “**Bond Offer**”); and (2) approve certain modifications to the trust deed constituting the Convertible Bonds dated 20 June 2007 and the terms and conditions of the Convertible Bonds; and

1.1.3 the announcement released by FFMC on 16 April 2021 in relation to FFMC’s intention to tender all the Convertible Bonds it holds in acceptance of the Bond Offer.

Capitalised terms that are not defined shall have the same meaning as set out in the Joint Announcement.

1.2 FFMC is a holder of a capital markets services licence granted by the Monetary Authority of Singapore and is licensed under the Securities and Futures Act, Chapter 289 of Singapore to conduct fund management. FFMC is a subsidiary of Temasek, and, under the Code, is presumed to be a concert party to the Offeror in relation to the Scheme.

### 2. Disclosure of Dealings

2.1 Pursuant to Rule 12.1 of the Code, FFMC wishes to disclose that it has tendered all the Convertible Bonds it holds in acceptance of the Bond Offer, details of which are set out in the Schedule hereto.

Issued by  
**Fullerton Fund Management Company Ltd.**

**21 April 2021**

## Schedule

<b>Date of Dealing</b>	<b>Name of dealer</b>	<b>Description of security dealt in</b>	<b>Number of shares in the Company to which the security relates</b>	<b>Maturity Date</b>	<b>Nature of dealing</b>	<b>Total amount received (SGD)</b>	<b>Resultant total amount of Convertible Bonds held by FFMC after the dealing</b>
20 April 2021	FFMC	S\$27,250,000 in principal amount of Convertible Bonds	2,365,082 <sup>1</sup>	20 June 2022	Tendered in acceptance of the Bond Offer	28,067,500 <sup>2</sup>	0

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<sup>1</sup> Rounded to the nearest whole number.

<sup>2</sup> This excludes any early consent fee payable.