



CAPITAMALLS ASIA LIMITED

Regn. No.: 200413169H
(Incorporated in the Republic of Singapore)

ANNOUNCEMENT

SUCCESSFUL JOINT TENDER BY CMA AND CAPITALAND FOR THE BEDOK TOWN CENTRE SITE

1. INTRODUCTION

CMA is pleased to announce that the joint tender by **CMA** and **CapitalLand** for the **Bedok Town Centre Site** has been accepted by **HDB** today.

The **Bedok Town Centre Site**, which is located at New Upper Changi Road / Bedok North Drive, was awarded at the tender price of S\$788.9 million. The site has a land area of approximately 24,902.2 **sq m**, with a maximum permissible total gross floor area of 87,157.7 **sq m**, and with a lease term of 99 years commencing from the date of full payment of the tender price. Under the **HDB** conditions of tender, the gross floor area of the **Shopping Mall Component** (together with the bus interchange) shall not exceed 40% of the total gross floor area of the development and the remaining gross floor area shall be used for the **Residential Component**. **CMA** and **CapitalLand** intend to develop the **Bedok Town Centre Site** into a mixed residential-retail development.

Strategically located across the road from **Bedok MRT Station** and connected to a bus interchange, the **Bedok Town Centre Site** is supported by a large catchment area of almost 300,000 residents.

2. JOINT VENTURE WITH CAPITALAND

2.1 Structure of the Joint Venture

The joint bid of **CMA** and **CapitalLand** was made through Brilliance Residential (1) Pte. Ltd. and Brilliance Trustee Pte. Ltd., in its capacity as trustee of Brilliance Mall Trust. **CMA** (through its wholly-owned subsidiary, **CMASI**) and **CapitalLand** (through its wholly-owned subsidiary, **Brilliance Residential**) each holds a 50.0% interest in Brilliance Residential (1) Pte. Ltd. and Brilliance Mall Trust.

The initial public offering of CapitaMalls Asia Limited's shares was sponsored by J.P. Morgan (S.E.A.) Limited and DBS Bank Ltd.

CMASI and **Brilliance Residential** have on 6 September 2010 entered into the **Joint Venture Agreement** in connection with the development of the **Bedok Town Centre Site**. Certain of the key terms of the **Joint Venture Agreement** provide, among other things, that:

- 2.1.1 the distribution of the profits of Brilliance Residential (1) Pte. Ltd. and net income of Brilliance Mall Trust shall be to **CMASI** and **Brilliance Residential** in proportion to their respective equity interests;
- 2.1.2 decisions relating to the Joint Venture shall be made by **CMASI** and **Brilliance Residential** jointly; and
- 2.1.3 each of **CMASI** and **Brilliance Residential** shall contribute equally to the cost of the **Joint Venture** and the development cost of the **Bedok Town Centre Site**.

2.2 Rationale for the Joint Venture

As the Bedok Town Centre Site is to be developed into a mixed residential-retail development, **CMA** would be able to combine its expertise and experience in the development of shopping malls with the expertise and experience of **CapitaLand** in the development of residential properties under the **Joint Venture**.

2.3 Interested Person Transaction

As at the date of this announcement, **CapitaLand** holds a direct interest in 2,544,020,000 **Shares**, which is equivalent to approximately 65.5% of the total number of **Shares** in issue, and is therefore regarded as a “controlling **Shareholder**” of **CMA** under the **Listing Manual**, and is accordingly (for the purposes of the **Listing Manual**) an “interested person” of **CMA**. The **Joint Venture** is therefore an “interested person transaction” under Chapter 9 of the **Listing Manual**.

3. METHOD OF FINANCING AND FINANCIAL EFFECTS

CMA intends to finance the acquisition and development of its 50.0% share in the **Bedok Town Centre Site** by internal funds and external borrowings. The transaction is not expected to have any material effect on the consolidated earnings and net tangible assets per **Share** for the current financial year ending 31 December 2010.

4. AUDIT COMMITTEE STATEMENT

The audit committee of **CMA** is of the view that the risks and rewards of the **Joint Venture** are in proportion to the equity of **CMA** and **CapitaLand** and the terms of the **Joint Venture** are not prejudicial to the interests of **CMA** and its minority **Shareholders**.

5. OTHER INTERESTED PERSON TRANSACTIONS

As at the date of this announcement, the value of all interested person transactions of **CMA** is approximately S\$50.4 million (not including, for the avoidance of doubt, the **Joint Venture**), which is less than 5.0% of **CMA's** latest audited net tangible assets. All of these

interested person transactions are entered into by CMA with **CapitaLand** and/or the associates of **CapitaLand**.

6. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDER

As at the date of this announcement, certain directors of **CMA** collectively hold an aggregate direct and indirect interest in 2,051,000 **Shares** and 5,096,108 shares in **CapitaLand**. Mr Liew Mun Leong is the non-executive chairman of **CMA** and the president and chief executive officer of **CapitaLand**. Ms Chua Kheng Yeng Jennie is a non-executive director of **CMA** and the chief corporate officer of **CapitaLand**. Mr Lim Tse Ghow Olivier is a non-executive director of **CMA** and the group chief financial officer of **CapitaLand**. Dr Fu Yuning and Mrs Arfat Selvam are non-executive independent directors of **CMA** and non-executive independent directors of **CapitaLand**.

CapitaLand has a direct interest in 2,544,020,000 **Shares** (comprising approximately 65.5% of the existing **Shares**) as at the date of this announcement.

Save as disclosed above, and based on information available to CMA as at the date of this announcement, none of the directors of **CMA** or controlling **Shareholders** have an interest, direct or indirect, in the **Joint Venture** or the development of the **Bedok Town Centre Site**.

Definitions:

Bedok Town Centre Site	: The development site located at New Upper Changi Road / Bedok North Drive
Brilliance Residential	: Brilliance Residential Pte. Ltd.
CapitaLand	: CapitaLand Limited
CMA	: CapitaMalls Asia Limited
CMASI	: CMA Singapore Investments (3) Pte. Ltd.
HDB	: Housing & Development Board
Joint Venture	: The joint venture between CMA and CapitaLand in relation to the Bedok Town Centre Site
Joint Venture Agreement	: The joint venture agreement dated 6 September 2010 entered into between CMA and CapitaLand
Listing Manual	: The Listing Manual of Singapore Exchange Securities Trading Limited
MRT	: Mass Rapid Transit
Residential Component	: The residential component of the Bedok Town Centre Site
Shopping Mall Component	: The shopping mall component of the Bedok Town Centre Site
Share	: Ordinary shares in the capital of CMA
Shareholder	: A holder of Shares
sq m	: Square metre

Where applicable, figures and percentages are rounded to one decimal place.

By Order of the Board

Kannan Malini
Company Secretary
6 September 2010