NOT FOR DISTRIBUTION TO ANY PERSON RESIDENT OR LOCATED IN THE UNITED STATES OF AMERICA

This Announcement does not constitute an offer to buy, or a solicitation of an offer to sell, any Convertible Bonds (as defined below) and no such offer, solicitation, purchase or sale shall be made in the United States or any jurisdiction in which such offer, solicitation, purchase or sale would be unlawful.

The distribution of the Amended Tender Offer Memorandum (as defined below) in certain jurisdictions may be restricted by law. Bondholders and any other person into whose possession the Amended Tender Offer Memorandum comes are required by the Company (as defined below), the Dealer Manager (as defined in the Amended Tender Offer Memorandum) and the Tender Agent (as defined in the Amended Tender Offer Memorandum) to inform themselves about, and to observe, any such restrictions.

CAPITALAND LIMITED
Regn No.: 198900036N
(Incorporated in the Republic of Singapore)

ANNOUNCEMENT

INVITATION TO TENDER FOR CASH REPURCHASE OF

(I) S$430,000,000 2.10 PER CENT. CONVERTIBLE BONDS DUE 2016 (ISIN: XS0271062936);

(II) S$1,200,000,000 2.875 PER CENT. CONVERTIBLE BONDS DUE 2016 (ISIN: XS0444106644);

AND

(III) S$1,300,000,000 3.125 PER CENT. CONVERTIBLE BONDS DUE 2018 (ISIN: XS0345271489)

NOTICE OF RESULTS OF THE TENDER OFFER

---

*Terms used in this Announcement but not otherwise defined shall have the meaning given to those terms in the tender offer memorandum dated 19 September 2013 as amended by the Notice Amending the Tender Offer Memorandum dated 27 September 2013 (together, the "**Amended Tender Offer Memorandum**") issued by the Company (as defined below) in connection with the Tender Offer (as defined below).*

CapitaLand Limited (the "**Company**") refers to its announcements dated 19 September 2013, 23 September 2013, 27 September 2013 and 3 October 2013 in connection with its invitation to tender for repurchase for cash of approximately S$800,000,000 (the "**Maximum Acceptance Amount**") of its (i) S$430,000,000 2.10 per cent. convertible bonds due 2016 (the "**2.10 per cent. Bonds**"); (ii) S$1,200,000,000 2.875 per cent. convertible bonds due 2016 (the "**2.875 per cent. Bonds**") and (iii) S$1,300,000,000 3.125 per cent. convertible bonds due 2018 (the "**3.125 per cent. Bonds**", together with the 2.10 per cent. Bonds and the 2.875 per cent. Bonds, the "**Convertible Bonds**") (the "**Tender Offer**"). As at the date of this Announcement, the aggregate outstanding principal amounts of the 2.10 per cent. Bonds, the 2.875 per cent. Bonds and the 3.125 per cent. Bonds are S$424,750,000[1], S$971,000,000 and S$557,500,000 respectively.

The Company wishes to inform the Bondholders of the following:

---

[1] As at the date of this Announcement, certain holders of the 2.10 per cent. Bonds have given irrevocable notices for the Company to redeem an aggregate principal amount of S$240,000,000 2.10 per cent. Bonds in accordance with Condition 8.4 of the terms and conditions of the 2.10 per cent. Bonds. Accordingly, the Company will on 15 November 2013 redeem an aggregate principal amount of S$240,000,000 2.10 per cent. Bonds.

(a) **Valid Tenders Received by the Company**

Prior to 5.00 p.m. (Singapore time) / 10.00 a.m. (London time) on the Expiration Date, the Company received valid tenders in respect of all three series of the Convertible Bonds cumulatively in an aggregate principal amount of S$1,052,250,000, which comprise the following:

(i) valid tenders in respect of the 2.10 per cent. Bonds in an aggregate principal amount of S$500,000;

(ii) valid tenders in respect of the 2.875 per cent. Bonds in an aggregate principal amount of S$627,250,000; and

(iii) valid tenders in respect of the 3.125 per cent. Bonds in an aggregate principal amount of S$424,500,000.

(b) **Acceptance by the Company and the Tender Offer Consideration**

The Company will therefore accept:

(i) tenders in respect of the 2.10 per cent. Bonds in an aggregate principal amount of S$500,000 at a price of 97.0 per cent. of the principal amount of the 2.10 per cent. Bonds tendered by 2.10 per cent. Bondholders in increments of S$250,000 ("**2.10 per cent. Bonds Tender Offer Consideration**");

(ii) tenders in respect of the 2.875 per cent. Bonds in an aggregate principal amount of S$504,000,000 at a price of 105.0 per cent. of the principal amount of the 2.875 per cent. Bonds tendered by 2.875 per cent. Bondholders in increments of S$250,000 ("**2.875 per cent. Bonds Tender Offer Consideration**"); and

(iii) tenders in respect of the 3.125 per cent. Bonds in an aggregate principal amount of S$322,250,000 at a price of 108.0 per cent. of the principal amount of the 3.125 per cent. Bonds tendered by 3.125 per cent. Bondholders in increments of S$250,000 ("**3.125 per cent. Bonds Tender Offer Consideration**").

Accordingly, the Company will accept tenders in respect of all three series of the Convertible Bonds cumulatively in an aggregate principal amount of S$826,750,000, which will be the aggregate principal amount in respect of all three series of the Convertible Bonds cumulatively to be repurchased by the Company on 17 October 2013 (the "**Settlement Date**").

(c) **Consideration**

(i) **Cash Consideration (excluding Accrued Interest)**

The aggregate cash consideration (excluding accrued but unpaid interest from and including, the latest interest payment date in respect of the Convertible Bonds up to, but not including, the Settlement Date ("**Accrued Interest**")) payable by the Company for the repurchase of all three series of the Convertible Bonds which have been validly tendered and accepted for purchase by the Company (the "**Accepted Bonds**") is S$877,715,000, which comprise the following:

A. S$485,000 in respect of the 2.10 per cent. Bonds validly tendered and accepted for purchase by the Company ("**Accepted 2.10 per cent. Bonds**");

B. S$529,200,000 in respect of the 2.875 per cent. Bonds validly tendered and accepted for purchase by the Company ("**Accepted 2.875 per cent. Bonds**"); and

C. S$348,030,000 in respect of the 3.125 per cent. Bonds validly tendered and accepted for purchase by the Company ("**Accepted 3.125 per cent. Bonds**").

(ii) **Accrued Interest**

The aggregate amount of Accrued Interest payable by the Company in respect of the Accepted Bonds is S$2,926,068.58, which comprise the following:

A. S$4,458.90 in respect of the Accepted 2.10 per cent. Bonds;

B. S$1,746,739.84 in respect of the Accepted 2.875 per cent. Bonds; and

C. S$1,174,869.84 in respect of the Accepted 3.125 per cent. Bonds.

(iii) **Total Consideration (including Accrued Interest)**

The total consideration (including Accrued Interest) payable by the Company for the repurchase of the Accepted Bonds is S$880,641,068.58, which comprise the following:

A. S$489,458.90 in respect of the Accepted 2.10 per cent. Bonds;

B. S$530,946,739.84 in respect of the Accepted 2.875 per cent. Bonds; and

C. S$349,204,869.84 in respect of the Accepted 3.125 per cent. Bonds.

Mr Lim Ming Yan, President & Group Chief Executive Officer of the Company, is the holder of S$1,000,000 aggregate principal amount of the 2.875 per cent. Bonds and has not tendered his 2.875 per cent. Bonds pursuant to the Tender Offer.

Save as disclosed above, none of the Directors or the controlling shareholder of the Company have any interest, direct or indirect, in the Convertible Bonds.

Upon the closing and settlement of the Tender Offer, the Accepted Bonds will be cancelled and the aggregate outstanding principal amount of the 2.10 per cent. Bonds, the 2.875 per cent. Bonds and the 3.125 per cent. Bonds following such cancellation will be S$424,250,000, S$467,000,000 and S$235,250,000 respectively. The Company expects to make an announcement on or about 18 October 2013, stating, among other things, that settlement has taken place and the total consideration paid for the Accepted Bonds.

By Order of the Board

Low Sai Choy
Company Secretary
7 October 2013