



(Constituted in the Republic of Singapore pursuant to
a trust deed dated 6 February 2004 (as amended))

ANNOUNCEMENT

ADJUSTMENT TO THE CONVERSION PRICE OF S\$225,000,000 2.7 PER CENT. CONVERTIBLE BONDS DUE 2015

The **Manager** refers to the following announcements previously made by **CCT**:

- (i) announcement dated 23 January 2014 in relation to the adjustment to the **Conversion Price** per **Unit** of the **Convertible Bonds** issued by **CCT**, acting through the **CCT Trustee**; and
- (ii) announcement dated 3 February 2014 in relation to the actual quantum of **Distribution** per **Unit** in respect of the financial period from 1 July 2013 to 31 December 2013, to be paid to **CCT Unitholders** whose names appear in **CCT's** register of Unitholders as at the **Books Closure Date**.

Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as defined in the **Terms and Conditions**.

The **Terms and Conditions** provide for adjustments to be made to the **Conversion Price**, in the event a distribution is paid or made to **CCT Unitholders**, such that the total distribution in cash per **Unit** paid or made to **CCT Unitholders** in that financial year of **CCT** exceeds S\$0.035. Where such adjustment (rounded down to the nearest S\$0.0001 if applicable) would be less than 1 per cent. of the **Conversion Price**, **CCT** need not make any adjustment to the **Conversion Price**. However, any adjustment not made, and any amount by which the **Conversion Price** has not been rounded down, shall be carried forward and taken into account in any subsequent adjustment.

The **Manager** is pleased to set out below, a summary of the adjustment to the **Conversion Price**, based on the actual quantum of **Distribution** per **Unit** of S\$0.0413 and the formula set out in Condition 6.3 (i) of the **Terms and Conditions**:

Adjusted Conversion Price = Conversion Price x ((A-B) / A)

Where:

Conversion Price = S\$1.2324 per **Unit**

A = S\$1.4388 being the **Current Market Price** of one **Unit** on the last **Trading Day** immediately preceding the date on which the declaration of the **Distribution** is first publicly announced

B = (total distribution in cash* – S\$0.035) per **Unit**
= (S\$0.0814 – S\$0.035) per **Unit**
= S\$0.0464 per **Unit**, being the **Excess Portion**

* The total distribution in cash per **Unit** declared in respect of the financial period 1 January 2013 to 31 December 2013.

The adjusted Conversion Price is therefore S\$1.1926 per Unit.

The adjustment to the **Conversion Price** is effective as of 28 February 2014, being the date which the **Distribution** will be paid to the **CCT Unitholders**.

BY ORDER OF THE BOARD
CapitaCommercial Trust Management Limited
(as manager of CapitaCommercial Trust)
Company registration no. 200309059W

Doris Lai
Company Secretary
Singapore
28 February 2014

Definitions used in this announcement are set out below:

Books Closure Date	5.00 p.m. on Monday, 3 February 2014
CCT	CapitaCommercial Trust
CCT Trustee	HSBC Institutional Trust Services (Singapore) Limited in its capacity as trustee of CCT
CCT Unitholders	Unitholders whose names appear in CCT's register of Unitholders
Conversion Price	Conversion price of the Convertible Bonds due 2015. The price at which the Units will be issued on conversion, as adjusted from time to time
Convertible Bonds	S\$225.0 million 2.7 per cent. convertible bonds due 2015
Current Market Price	Has the meaning given to it in the Terms and Conditions
Distribution	The distribution to be made by CCT in respect of the financial period 1 July 2013 to 31 December 2013 and announced on 23 January 2014
Excess Portion	Has the meaning given to it in the Terms and Conditions
Manager	CapitaCommercial Trust Management Limited, as manager of CCT
SGX-ST	Singapore Exchange Securities Trading Limited
Terms and Conditions	Terms and conditions of the Convertible Bonds
Trading Day	Has the meaning given to it in the Terms and Conditions
Securities Act	U.S. Securities Act 1933, as amended
Unit	Unit in CCT

Important Notice

This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for **Units** and/or **Convertible Bonds**.

The **Convertible Bonds** and the Units to be issued upon conversion of the **Convertible Bonds** have not been, and will not be registered under the **Securities Act** and may not be offered or sold within the United States, except pursuant to an exemption from, or transactions not subject to, the registration requirements of the **Securities Act**. This notice is for information purposes only and does not constitute an offer or sale of **Convertible Bonds** or **Units** to be issued upon conversion of the **Convertible Bonds** in the United States or any other jurisdiction. Neither this notice nor any portion hereof may be sent or transmitted into the United States or any jurisdiction where to do so is unlawful. Any failure to comply with these restrictions may constitute a violation of the United States securities law or the securities laws of any such other jurisdiction.

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 forward-looking statements 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 other companies and venues for the sale or distribution of goods and services, shifts in customer demands, customers and partners, changes in operating expenses (including employee wages, benefits and training costs), governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business. Investors are cautioned not to place undue reliance on these forwardlooking statements, which are based on **the Manager's** current view on future events.

The value of **Units** and **Convertible Bonds**, and the income derived from them may fall as well as rise. **Units** are not obligations of, deposits in, or guaranteed by, the **Manager** or any of its affiliates. An investment in **Units** and/or **Convertible Bonds** 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 holders of the **Units** 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**.

The past performance of **CCT** is not necessarily indicative of the future performance of **CCT**.