



CAPITALAND COMMERCIAL TRUST

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

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of the holders of units of CapitaLand Commercial Trust ("**CCT**", and the holders of units of CCT, "**CCT Unitholders**") will be convened and held by way of electronic means on Tuesday, 29 September 2020 at 2.00 p.m. (Singapore Time) for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution (all capitalised terms used in this Notice which are not otherwise defined herein shall bear the meanings ascribed to them in the scheme document dated 4 September 2020 issued by the CCT Manager to CCT Unitholders (the "**Scheme Document**")):

CCT TRUST DEED AMENDMENTS RESOLUTION (EXTRAORDINARY RESOLUTION)

That:

- (a) approval be and is hereby given to amend the trust deed dated 6 February 2004 constituting CCT (as amended) (the "**CCT Trust Deed**"), with the proposed amendments to the CCT Trust Deed (the "**CCT Trust Deed Amendments**") as described and set out in Appendix D to the Scheme Document; and
- (b) CapitaLand Commercial Trust Management Limited (as manager of CCT) (the "**CCT Manager**"), any director of the CCT Manager ("**Director**"), and HSBC Institutional Trust Services (Singapore) Limited, in its capacity as trustee of CCT (the "**CCT Trustee**") be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the CCT Manager, such Director or as the case may be, the CCT Trustee, may consider expedient or necessary or in the interests of CCT to give effect to the CCT Trust Deed Amendments.

BY ORDER OF THE BOARD

CapitaLand Commercial Trust Management Limited

(Company Registration No. 200309059W)

as manager of **CapitaLand Commercial Trust**

LEE JU LIN, AUDREY

Company Secretary

Singapore

4 September 2020

Important Notice from the CCT Manager

CCT Unitholders may obtain printed copies of the Scheme Document by completing and returning the request form accompanying the Notices and Proxy Forms to the CCT Manager by **Monday, 14 September 2020**. A printed copy of this Scheme Document will be sent to the address in Singapore specified by the CCT Unitholder at his/her own risk.

An Overseas CCT Unitholder may write in to CCT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623, to request for the Scheme Document and any related documents to be sent to an address in Singapore by ordinary post at his/her own risk, up to three Market Days prior to the date of the EGM.

Electronic copies of the Scheme Document (enclosing the notice of the EGM and the notice of the Trust Scheme Meeting), the Proxy Form A (EGM) and the Proxy Form B (Trust Scheme Meeting) are also available on the website of the SGX-ST at www.sgx.com/securities/company-announcements and on the website of CCT at https://cct.listedcompany.com/agm_egm.html. A CCT Unitholder will need an internet browser and PDF reader to view these documents on the websites of the SGX-ST and CCT.

CCT Unitholders can also scan the QR Code below to access the Proxy Form A (EGM).



Notes:

- (1) The EGM is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.
- (2) **Due to the current COVID-19 restriction orders in Singapore, CCT Unitholders will not be able to attend the EGM in person.** Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the EGM in advance of the EGM, addressing of substantial and relevant questions either before or at the EGM, and voting by appointing the Chairman of the EGM as proxy at the EGM, are set out below. Any reference to a time of day is made by reference to Singapore time.
- (3) CCT Unitholders, CPFIS Investors and SRS Investors will be able to observe and/or listen to the EGM proceedings through a live audio-visual webcast or live audio-only stream via their mobile phones, tablets or computers. In order to do so, CCT Unitholders, CPFIS Investors and SRS Investors must pre-register at CCT's pre-registration website at https://cct.listedcompany.com/agm_egm.html from now till **2.00 p.m. on Saturday, 26 September 2020** to enable the CCT Manager to verify their status as CCT Unitholders.

Following the verification, authenticated CCT Unitholders, CPFIS Investors and SRS Investors will receive an email, which will contain user ID and password details as well as instructions on how to access the live audio-visual webcast and a toll-free telephone number to access the live audio-only stream of the EGM proceedings, by **2.00 p.m. on Sunday, 27 September 2020**. CCT Unitholders, CPFIS Investors and SRS Investors who do not receive an email by **2.00 p.m. on Sunday, 27 September 2020** but have registered by the deadline on **26 September 2020** should contact CCT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at (65) 6536-5355 (during office hours) or email CCT2020@boardroomlimited.com.

- (4) CCT Unitholders may also submit questions related to the CCT Trust Deed Amendments Resolution to be tabled for approval at the EGM to the Chairman of the EGM in advance of the EGM. In order to do so, their questions must be submitted in the following manner by **2.00 p.m. on Saturday, 26 September 2020**:
 - (a) if submitted electronically, be submitted via email to CCT Investor Relations team at ask-us@cct.com.sg; or
 - (b) if submitted by post, be deposited at the office of CCT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623.

CCT Unitholders who submit questions via email or by post must provide the following information:

- (i) the CCT Unitholder's full name;
- (ii) the CCT Unitholder's address; and
- (iii) the manner in which the CCT Unitholder holds CCT Units (e.g. via CDP, scrip, CPF or SRS).

The CCT Manager's Chairman, Mr. Soo Kok Leng, and Chief Executive Officer, Mr. Chee Tien Jin Kevin, will conduct the proceedings of the EGM. The CCT Manager will endeavour to address all substantial and relevant questions received in advance of the EGM from CCT Unitholders, prior to or during the EGM. The CCT Manager will publish the

responses to the substantial and relevant questions which the CCT Manager is unable to address during the EGM, on the SGXNET and on the website of CCT prior to the EGM. The CCT Manager will publish the minutes of the EGM on the SGXNET and on the website of CCT, and the minutes will include the responses to the substantial and relevant questions which are addressed during the EGM.

CCT Unitholders will not be able to ask questions at the EGM "live" during the audio-visual webcast or audio stream, and therefore it is important for CCT Unitholders who wish to ask questions to submit their questions in advance of the EGM.

- (5) If a CCT Unitholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the EGM, he/she/it must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM. The Proxy Form A (EGM) is available on the website of the SGX-ST at www.sgx.com/securities/company-announcements and on the website of CCT at https://cct.listedcompany.com/agm_egm.html. The Proxy Form A (EGM) is circulated with the Scheme Document, of which this Notice forms part.

In appointing the Chairman of the EGM as proxy, a CCT Unitholder must give specific instructions as to voting, or abstention from voting, in respect of the CCT Trust Deed Amendments Resolution in the Proxy Form A (EGM), failing which the appointment of the Chairman of the EGM as proxy for the CCT Trust Deed Amendments Resolution will be treated as invalid.

- (6) The Proxy Form A (EGM) appointing the Chairman of the EGM as proxy must be submitted to CCT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., in the following manner:
- (a) if submitted electronically, be submitted via email to CCT's Unit Registrar at CCT2020@boardroomlimited.com; or
 - (b) if submitted by post, be lodged at the office of CCT's Unit Registrar at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623,

in either case, by **2.00 p.m. on Sunday, 27 September 2020**, being 48 hours before the time fixed for the EGM.

A CCT Unitholder who wishes to submit a Proxy Form A (EGM) must complete and sign the Proxy Form A (EGM), before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the COVID-19 restriction orders in Singapore and the related safe distancing measures which may make it difficult for CCT Unitholders to submit completed proxy forms by post, CCT Unitholders are strongly encouraged to submit completed proxy forms electronically via email.

- (7) Persons who hold CCT Units through relevant intermediaries (as defined below) and who wish to participate in the EGM by (a) observing and/or listening to the EGM proceedings through the live audio-visual webcast or live audio-only stream; (b) submitting questions in advance of the EGM; and/or (c) appointing the Chairman of the EGM as proxy to attend, speak and vote on their behalf at the EGM, should contact the relevant intermediary through which they hold such CCT Units as soon as possible in order to make the necessary arrangements for them to participate in the EGM.

In addition, CPFIS Investors and SRS Investors who wish to appoint the Chairman of the EGM as proxy should approach their respective CPF Agent Banks and SRS Agent Banks to submit their votes by **5.00 p.m. on Thursday, 17 September 2020**, being 7 working days before the date of the EGM.

"relevant intermediary" means:

- (i) a banking corporation licensed under the Banking Act (Chapter 19 of Singapore), or a wholly owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds CCT Units in that capacity;
 - (ii) a person holding a capital markets services licence to provide custodial services for securities under the SFA and who holds CCT Units in that capacity; or
 - (iii) the Central Provident Fund Board established by the CPF Act, in respect of CCT Units purchased under the subsidiary legislation made under the CPF Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Central Provident Fund Board holds those CCT Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
- (8) The Chairman of the EGM, as proxy, need not be a CCT Unitholder.

Due to the constantly evolving COVID-19 situation in Singapore, the CCT Manager may be required to change the arrangements for the EGM at short notice. CCT Unitholders should check CCT's website at www.cct.com.sg for the latest updates on the EGM.

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the EGM as proxy to attend, speak and vote at the EGM and/or any adjournment thereof, a CCT Unitholder consents to the collection, use and disclosure of the CCT Unitholder's personal data by the CCT Manager and the CCT Trustee (or their agents or service providers) for the purpose of the processing and administration by the CCT Manager and the CCT Trustee (or their agents or service providers) of the appointment of the Chairman of the EGM as proxy for the EGM (including any adjournment thereof), the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the CCT Manager and the CCT Trustee (or their agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.