

CAPITALAND COMMERCIAL TRUST

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

PROXY FORM B (TRUST SCHEME MEETING)

NOTE: This Proxy Form B (Trust Scheme Meeting) is available on the website of the SGX-ST at www.sgx.com/securities/company-announcements and on the website of CapitaLand Commercial Trust ("CCT") at https://cct.listedcompany.com/agm_egm.html. Printed copies of this Proxy Form B (Trust Scheme Meeting) will also be sent to CCT Unitholders.

Personal Data Privacy

By submitting an instrument appointing the Chairman of the Trust Scheme Meeting as proxy, the CCT Unitholder accepts and agrees to the personal data privacy terms set out in the Notice of Trust Scheme Meeting dated 4 September 2020.

IMPORTANT:

1. The Trust Scheme Meeting is being convened, and will be held, by way of electronic means. The Trust Scheme Meeting to be held on Tuesday, 29 September 2020 will start at 2.30 p.m. (Singapore Time) (or in the event that the Extraordinary General Meeting concludes before 2.30 p.m., as soon thereafter following the conclusion of the Extraordinary General Meeting).
2. Alternative arrangements relating to attendance at the Trust Scheme Meeting 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 Trust Scheme Meeting in advance of the Trust Scheme Meeting, addressing of substantial and relevant questions either before or at the Trust Scheme Meeting, and voting by appointing the Chairman of the Trust Scheme Meeting as proxy at the Trust Scheme Meeting, are set out in the Notice of Trust Scheme Meeting.
3. **Due to the current COVID-19 restriction orders in Singapore, CCT Unitholders will not be able to attend the Trust Scheme Meeting in person. If a CCT Unitholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the Trust Scheme Meeting, he/she/it must appoint the Chairman of the Trust Scheme Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Trust Scheme Meeting.**
4. This Proxy Form B (Trust Scheme Meeting) is not valid for use by CPFIS Investors / SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them. If a CPFIS Investor or SRS Investor wishes to appoint the Chairman of the Trust Scheme Meeting as proxy, he/she should approach his/her respective CPF Agent Banks or SRS Agent Banks to submit his/her votes by **5.00 p.m. on Thursday, 17 September 2020**, being 7 working days before the date of the Trust Scheme Meeting.
5. All capitalised terms used in this Proxy Form B (Trust Scheme Meeting) which are not otherwise defined herein shall bear the same meanings ascribed to them in the scheme document dated 4 September 2020 issued by the CCT Manager to CCT Unitholders.
6. **Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the Trust Scheme Meeting as a CCT Unitholder's proxy to attend, speak and vote on his/her/its behalf at the Trust Scheme Meeting.**

IN THE HIGH COURT OF THE REPUBLIC OF SINGAPORE

HC/OS 292/2020

In the Matter of Order 80 of the Rules of Court (Cap. 322, R5, 2014 Rev Ed)

And

In the Matter of CAPITALAND COMMERCIAL TRUST (a real estate investment trust constituted on 6 February 2004 under the laws of the Republic of Singapore)

1. **CAPITALAND COMMERCIAL TRUST MANAGEMENT LIMITED (in its capacity as manager of CapitaLand Commercial Trust)** (Company Registration Number: 200309059W)
2. **HSBC INSTITUTIONAL TRUST SERVICES (SINGAPORE) LIMITED (in its capacity as trustee of CapitaLand Commercial Trust)** (Company Registration Number: 194900022R)

... Applicants

PROXY FORM B (TRUST SCHEME MEETING)

TRUST SCHEME OF ARRANGEMENT

Between

CapitaLand Commercial Trust Management Limited
(in its capacity as manager of CapitaLand Commercial Trust)

HSBC Institutional Trust Services (Singapore) Limited
(in its capacity as trustee of CapitaLand Commercial Trust)

And

CCT Unitholders

And

CapitaLand Mall Trust Management Limited
(in its capacity as manager of CapitaLand Mall Trust)

HSBC Institutional Trust Services (Singapore) Limited
(in its capacity as trustee of CapitaLand Mall Trust)

I/We, _____ (Name),

_____ (NRIC/Passport/Company Registration Number)

of _____ (Address)

being a unitholder/unitholders of CCT (“**CCT Unitholder**” or “**CCT Unitholders**”), hereby appoint the Chairman of the Trust Scheme Meeting as my/our proxy to attend, speak and vote for me/us on my/our behalf at the Trust Scheme Meeting to be convened and held by way of electronic means on Tuesday, 29 September 2020 at 2.30 p.m. (Singapore Time) (or in the event that the Extraordinary General Meeting concludes before 2.30 p.m., as soon thereafter following the conclusion of the Extraordinary General Meeting), and at any adjournment thereof.

I/We direct the Chairman of the Trust Scheme Meeting as my/our proxy to vote for or against, or to abstain from voting on, the Trust Scheme Resolution to be proposed at the Trust Scheme Meeting as indicated hereunder.

No.	Resolution	For*	Against*	Abstain*
1.	To approve the proposed Trust Scheme			

* If you wish the Chairman of the Trust Scheme Meeting as your proxy to vote “For” or “Against” the Trust Scheme Resolution, please indicate with a “√” in the space provided under “For” or “Against”. If you wish the Chairman of the Trust Scheme Meeting as your proxy to abstain from voting on the Trust Scheme Resolution, please indicate a “√” in the space provided under “Abstain”. **In the absence of specific directions in respect of the Trust Scheme Resolution, the appointment of the Chairman of the Trust Scheme Meeting as your proxy for the Trust Scheme Resolution will be treated as invalid. DO NOT TICK MORE THAN ONE BOX.**

Dated this _____ day of _____ 2020

Total Number of CCT Units Held

Signature(s) of CCT Unitholder(s)/Common Seal of Corporate CCT Unitholder

IMPORTANT: PLEASE READ NOTES TO THIS PROXY FORM B (TRUST SCHEME MEETING) ON PAGE 3

NOTES TO PROXY FORM B (TRUST SCHEME MEETING):

1. **Due to the current COVID-19 restriction orders in Singapore, CCT Unitholders will not be able to attend the Trust Scheme Meeting in person.** If a CCT Unitholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the Trust Scheme Meeting, he/she/it must appoint the Chairman of the Trust Scheme Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Trust Scheme Meeting. This Proxy Form B (Trust Scheme Meeting) 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.

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

The votes of the Chairman of the Trust Scheme Meeting, as proxy, shall be counted as the votes of the number of appointing CCT Unitholders.

2. This Proxy Form B (Trust Scheme Meeting) is not valid for use by CPFIS Investors / SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them. If a CPFIS Investor or SRS Investor wishes to appoint the Chairman of the Trust Scheme Meeting as proxy, he/she should approach his/her respective CPF Agent Banks or SRS Agent Banks to submit his/her votes by **5.00 p.m.** on **Thursday, 17 September 2020**, being 7 working days before the date of the Trust Scheme Meeting.
3. The Chairman of the Trust Scheme Meeting, as proxy, need not be a CCT Unitholder.
4. A CCT Unitholder should insert the total number of CCT Units held. If the CCT Unitholder has CCT Units entered against the CCT Unitholder's name in the Depository Register maintained by The Central Depository (Pte) Limited ("CDP"), that number of CCT Units should be inserted. If the CCT Unitholder has CCT Units registered in the CCT Unitholder's name in the Register of CCT Unitholders, that number of CCT Units should be inserted. If the CCT Unitholder has CCT Units entered against or registered in the CCT Unitholder's name in both the Depository Register and the Register of CCT Unitholders, the CCT Unitholder should insert the aggregate number of CCT Units. If no number of CCT Units is inserted, this Proxy Form B (Trust Scheme Meeting) will be deemed to relate to all the CCT Units held by the CCT Unitholder.
5. A CCT Unitholder may only cast all the votes it uses at the Trust Scheme Meeting in **one way**.
6. This Proxy Form B (Trust Scheme Meeting) appointing the Chairman of the Trust Scheme Meeting 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, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623,

in either case, by **2.30 p.m.** on **Sunday, 27 September 2020**, being 48 hours before the time fixed for the Trust Scheme Meeting.

A CCT Unitholder who wishes to submit this Proxy Form B (Trust Scheme Meeting) must complete and sign this Proxy Form B (Trust Scheme Meeting), 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. This Proxy Form B (Trust Scheme Meeting) must be executed under the hand of the appointor or his/her attorney duly authorised in writing. Where this Proxy Form B (Trust Scheme Meeting) is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.
8. Where this Proxy Form B (Trust Scheme Meeting) is signed by an attorney on behalf of the appointor, the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must (failing previous registration with the CCT Manager), if this Proxy Form B (Trust Scheme Meeting) is submitted by post, be lodged with this Proxy Form B (Trust Scheme Meeting), or if this Proxy Form B (Trust Scheme Meeting) is submitted electronically via email, be emailed with this Proxy Form B (Trust Scheme Meeting), failing which this Proxy Form B (Trust Scheme Meeting) may be treated as invalid.
9. In the case of joint CCT Unitholders, any one of such persons may vote by proxy, but if more than one of such persons votes by proxy, only the vote of the person whose name stands first in the Register of CCT Unitholders or the Depository Register, as the case may be, shall be counted.
10. Any alteration made to this Proxy Form B (Trust Scheme Meeting) should be initialled by the person who signs it.
11. Any reference to a time of day is made by reference to Singapore time.

General

The CCT Manager shall be entitled to reject any Proxy Form B (Trust Scheme Meeting) which is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on and/or attached to this Proxy Form B (Trust Scheme Meeting) (including any related attachment). In addition, in the case of CCT Unitholders whose CCT Units are entered against their names in the Depository Register, the CCT Manager may reject any Proxy Form B (Trust Scheme Meeting) if the CCT Unitholder, being the appointor, is not shown to have CCT Units entered against the CCT Unitholder's name in the Depository Register as at 48 hours before the time appointed for holding the Trust Scheme Meeting, as certified by CDP to the CCT Manager.