



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

ANNOUNCEMENT

**MERGER OF CAPITALAND COMMERCIAL TRUST AND CAPITALAND MALL TRUST BY WAY OF
A TRUST SCHEME OF ARRANGEMENT
- CLEAN-UP DISTRIBUTION**

1. INTRODUCTION

CapitaLand Commercial Trust Management Limited (the "**CCT Manager**"), as manager of CapitaLand Commercial Trust ("**CCT**"), refers to:

- (a) the scheme document (the "**Scheme Document**") despatched electronically to the unitholders of CCT ("**CCT Unitholders**" or "**Unitholders**") on 4 September 2020 in relation to the proposed amendments to the CCT Trust Deed, and the proposed merger of CCT and CapitaLand Mall Trust ("**CMT**") to be effected through the acquisition by CMT of all the issued and paid-up units of CCT ("**CCT Units**" or "**Units**") by way of a trust scheme of arrangement in accordance with the Singapore Code on Take-overs and Mergers;
- (b) the announcement dated 30 September 2020 (the "**CCT Clean-up Distribution Record Date Announcement**") issued by the CCT Manager in relation to, *inter alia*, the notice of conditional Record Date in order to determine the entitlements of CCT Unitholders to the clean-up distribution in respect of the period from 1 July 2020 up to the day immediately before the Effective Date (the "**CCT Clean-up Distribution**");
- (c) the announcement dated 12 October 2020 issued by the CCT Manager in relation to, *inter alia*, the Court sanction of the Trust Scheme; and
- (d) the announcements dated 21 October 2020 issued by each of the CCT Manager and CMT Manager in relation to, *inter alia*, the Effective Date of the Trust Scheme.

Unless otherwise defined, all capitalised terms used and not defined herein shall have the same meanings given to them in the Scheme Document.

2. CCT CLEAN-UP DISTRIBUTION

Further to the CCT Clean-up Distribution Record Date Announcement, the CCT Manager is pleased to announce the CCT Clean-up Distribution of 2.56 Singapore cents per CCT Unit for the period from 1 July 2020 to 20 October 2020, comprising:

	Distribution per CCT Unit (cents)
1 July 2020 to 30 September 2020 ^(a)	2.00
1 October 2020 to 20 October 2020	0.56
Total	2.56

Note:

(a) In accordance with 3Q 2020 (1 July 2020 – 30 September 2020) Statement of Total Return and Distribution Statement announced on 21 October 2020.

The breakdown of the CCT Clean-up Distribution is as follows:

	Distribution per CCT Unit (cents)
Taxable income	2.06
Tax-exempt income	0.50
Total	2.56

Please refer to the Appendix for details of the CCT Group's Results, Statement of Total Return and Distribution Statement for the period from 1 July 2020 to 20 October 2020.

3. **DECLARATION FOR SINGAPORE TAX PURPOSES**

The tax-exempt income distribution is exempt from tax in the hands of all Unitholders. No tax will be deducted from such distribution.

Tax will be deducted at source from the taxable income distribution in certain circumstances. The following section describes the circumstances in which tax will or will not be deducted from such distribution and the term "income distribution" used thereafter refers to this distribution.

Individuals

Unitholders who are individuals and who hold Units in their sole names or jointly with other individuals are not required to submit any forms and will receive a gross income distribution. The income distribution received by individuals (whether Singapore tax resident or not) is exempt from tax if it is not derived through a partnership in Singapore or from the carrying on of a trade, business or profession.

Qualifying Unitholders

Qualifying Unitholders (which term, for the avoidance of doubt, does not include individuals) will receive a gross income distribution, but will have to pay income tax subsequently at their own applicable tax rates. Qualifying Unitholders will receive a prescribed form to declare their Singapore tax residence status – the "Declaration of Singapore Tax Purposes Form" ("**Form A**") from Boardroom Corporate & Advisory Services Pte. Ltd. (the "**Unit Registrar**"). Such Unitholders must complete and return Form A to the Unit Registrar to declare their status. HSBC Institutional Trust Services (Singapore) Limited in its capacity as trustee of CCT (the "**CCT Trustee**") and the CCT Manager will be obliged to deduct tax at the rate of 17% from the income distribution if Form A is not returned within the stipulated time limit or is not properly completed.

CPF/SRS Funds

Unitholders who have purchased their Units using moneys from their accounts with Central Provident Fund or Supplementary Retirement Scheme will receive a gross income distribution which is tax-exempt. There is no need for such Unitholders to fill up any forms.

Foreign (non-individual) Unitholders and Foreign Fund Unitholders

Foreign (non-individual) Unitholders and Foreign Fund Unitholders who meet certain conditions will receive their income distribution net of 10% tax. Such Unitholders will receive Form A from the Unit Registrar and must complete and return it to the Unit Registrar to declare their status in relation to these conditions. The CCT Trustee and the CCT Manager will be obliged to deduct tax at the rate of 17% from the income distribution if Form A is not returned within the stipulated time limit or is not properly completed.

Nominee Unitholders

Nominees who hold their Units for the benefit of individuals and Qualifying Unitholders will receive a gross income distribution. Nominees who hold their Units for the benefit of qualifying foreign (non-individual) investors will receive an income distribution net of 10% tax. This is provided the nominees furnish certain particulars of the beneficiaries to the CCT Trustee and the CCT Manager. These particulars are to be provided together with a declaration by the nominees of the status of the beneficiaries.

Nominees will receive the Declaration by Depository Agents for Singapore Tax Purposes Form (“**Form B**”) from the Unit Registrar and will have to complete and return Form B to the Unit Registrar. The CCT Trustee and the CCT Manager will be obliged to deduct tax at the rate of 17% from the income distribution if Form B is not returned within the stipulated time limit or is not properly completed.

Joint Unitholders and All Other Unitholders

Unitholders who hold their Units jointly (other than those held jointly by individuals) as well as Unitholders who do not fall within the categories described above will receive their income distribution net of 17% tax. These Unitholders do not need to return any forms.

4. LAST DATE AND TIME FOR RETURN OF THE FORMS

The Unit Registrar has despatched the relevant forms to Unitholders on 22 October 2020.

Unitholders must complete and return the applicable form to the Unit Registrar’s office by **Monday, 2 November 2020 at 5.00 p.m.** in order to receive gross income distribution or income distribution net of 10% tax, as the case may be.

5. DECLARATION IN INCOME TAX RETURN

The income distribution is considered as income for the year 2020. Beneficial owners of the Distribution, other than those who are exempt from tax on the income distribution or who are entitled to the reduced tax rate of 10%, are required to declare the gross income distribution as taxable income in their income tax return for the year of assessment 2021.

6. IMPORTANT DATES AND TIMES

Date/ Deadline	Event
By Monday, 2 November 2020 at 5.00 p.m.	Unitholders must complete and return Form A or Form B, as applicable
Thursday, 19 November 2020	Payment of CCT Clean-up Distribution

7. RESPONSIBILITY STATEMENT

The directors of the CCT Manager (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Announcement are fair and accurate and that there are no other material facts not contained in this Announcement the omission of which would make any statement in this Announcement misleading. The directors of the CCT Manager jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors of the CCT Manager has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

BY ORDER OF THE BOARD

CapitaLand Commercial Trust Management Limited
(Registration Number: 200309059W)
As manager of CapitaLand Commercial Trust

Lee Ju Lin, Audrey
Company Secretary
30 October 2020

APPENDIX

(i) Summary of the CCT Group's Results for the period from 1 July 2020 to 20 October 2020

	1 Jul 2020 to 30 Sep 2020 ⁽¹⁾	1 Oct 2020 to 20 Oct 2020	1 Jul 2020 to 20 Oct 2020
Gross Revenue (S\$'000)	94,727	21,691 ⁽²⁾	116,418
Net Property Income (S\$'000)	73,115	17,029	90,144
Distributable Income to Unitholders (S\$'000)	77,535	21,598 ⁽³⁾	99,133
- Taxable (S\$'000)	65,935	13,701	79,636
- Tax-exempt (S\$'000)	11,600	7,897	19,497
Distribution Per Unit ("DPU") (cents)	2.00	0.56	2.56
- Taxable (cents)	1.70	0.36	2.06
- Tax-exempt (cents)	0.30	0.20	0.50

Notes:

- (1) In accordance with 3Q 2020 (1 July 2020 – 30 September 2020) Statement of Total Return and Distribution Statement announced on 21 October 2020.
- (2) Gross revenue for the period from 1 October 2020 to 20 October 2020 includes rent waivers of S\$0.3 million.
- (3) Distributable income to Unitholders for the period from 1 October 2020 to 20 October 2020 includes the following:
 - (a) Distribution from RCS Trust of S\$3.0 million (60.0% interest). RCS Trust retained S\$3.75 million (60.0% interest) of its taxable income as at 20 October 2020;
 - (b) Distribution from OGS LLP of S\$0.9 million (50.0% interest); and
 - (c) Tax-exempt income distribution of S\$7.9 million relating to distributions from CCT's subsidiaries.

(ii) Statement of Total Return of the CCT Group for the period from 1 July 2020 to 20 October 2020

<u>Statement of Total Return</u>	Group		
	1 Jul 2020 to 30 Sep 2020 ⁽¹⁾	1 Oct 2020 to 20 Oct 2020	1 Jul 2020 to 20 Oct 2020
	S\$'000	S\$'000	S\$'000
Gross rental income	91,053	20,373	111,426
Car park income	1,559	391	1,950
Other income	2,115	927	3,042
Gross revenue	94,727	21,691	116,418
Property management fees	(2,350)	(532)	(2,882)
Property tax	(7,526)	(1,476)	(9,002)
Other property operating expenses	(11,736)	(2,654)	(14,390)
Property operating expenses	(21,612)	(4,662)	(26,274)
Net property income	73,115	17,029	90,144
Interest and other income	1,212	231	1,443
Investment income	1,312	-	1,312
Asset management fees:			-
- Base fees	(2,064)	(449)	(2,513)
- Performance fees	(2,754)	(699)	(3,453)
Trust and other operating expenses	(6,239)	77	(6,162)
Finance costs	(15,775)	(3,422)	(19,197)
Net income before share of results of joint ventures	48,807	12,767	61,574
Share of results (net of tax) of joint ventures	18,036	5,681	23,717
Total return for the period before tax	66,843	18,448	85,291
Tax expense	(1,968)	(419)	(2,387)
Total return for the period after tax	64,875	18,029	82,904
<u>Attributable to</u>			
Unitholders	64,450	17,934	82,384
Non-controlling interests	425	95	520
Total return for the period	64,875	18,029	82,904

(iii) Distribution Statement for the period from 1 July 2020 to 20 October 2020

<u>Distribution Statement</u>	Group		
	1 Jul 2020 to 30 Sep 2020 ⁽¹⁾	1 Oct 2020 to 20 Oct 2020	1 Jul 2020 to 20 Oct 2020
	S\$'000	S\$'000	S\$'000
Total return attributable to unitholders	64,450	17,934	82,384
Net tax and other adjustments (Note A)	(21,265)	(8,174)	(29,439)
Tax-exempt income distribution	11,600	7,897	19,497
Distributions from joint ventures	22,750	3,941	26,691
Distributable income to unitholders	77,535	21,598	99,133
No of CCT Units entitled to the distributable income	3,861,876,136	3,861,876,136	3,861,876,136
Distribution per CCT Unit (Cents)	2.00	0.56	2.56

(1) In accordance with 3Q 2020 (1 July 2020 – 30 September 2020) Statement of Total Return and Distribution Statement announced on 21 October 2020.

Note A**Net effect of tax deductible / (non-taxable) items and other adjustments**

	Group		
	1 Jul 2020 to 30 Sep 2020 ⁽¹⁾	1 Oct 2020 to 20 Oct 2020	1 Jul 2020 to 20 Oct 2020
	S\$'000	S\$'000	S\$'000
Trustee's fees	270	59	329
Amortisation of transaction costs	493	105	598
Profits from subsidiaries	(11,242)	(8,755)	(19,997)
Share of results (net of tax) of joint ventures	(18,036)	(5,681)	(23,717)
Tax expense	1,968	419	2,387
Temporary differences and other items	5,282	5,679	10,961
Total	(21,265)	(8,174)	(29,439)

⁽¹⁾ In accordance with 3Q 2020 (1 July 2020 – 30 September 2020) Statement of Total Return and Distribution Statement announced on 21 October 2020.

IMPORTANT NOTICE

This Announcement may contain forward-looking statements. 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, availability of real estate properties, competition from other developments or companies, shifts in customer demands, shifts in expected levels of occupancy rate, property rental income, charge out collections, changes in operating expenses (including employee wages, benefits and training costs and property operating expenses), governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business.

You are cautioned not to place undue reliance on these forward-looking statements, which are based on the current view of the CCT Manager regarding future events. No representation or warranty expressed or implied is made as to, and no reliance should be placed on, the fairness, accuracy, completeness or correctness of the information or opinions contained in this Announcement. None of the CCT Manager or any of its affiliates, advisers or representatives undertakes any obligation to update publicly or revise any forward-looking statements, and none of them shall have any liability whatsoever (in negligence or otherwise) for any loss howsoever arising, whether directly or indirectly, from any use, reliance or distribution of this Announcement or its contents or otherwise arising in connection with this Announcement.

The past performance of CCT and the CCT Manager is not indicative of future performance. The listing of the CCT Units on the SGX-ST does not guarantee a liquid market for the CCT Units. The value of the CCT Units and the income derived from them may fall as well as rise. The CCT Units are not obligations of, deposits in, or guaranteed by, the CCT Manager and/or any of its affiliates. An investment in the CCT Units is subject to investment risks, including the possible loss of the principal amount invested. Investors have no right to request that the CCT Manager redeem or purchase their CCT Units while the CCT Units are listed on the SGX-ST. It is intended that holders of the CCT Units may only deal in their CCT Units through trading on the SGX-ST.

This Announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the CCT Units.