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VIBRANT SHOPPING SAFE RETURNS

CapitaMall Trust
Report to Unitholders 2011

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Vision

Creating Value
Maximising Returns
Transforming Experiences

CapitaMall Trust's vision embraces all our stakeholders. We rely on the continued and combined support of our Unitholders, business partners, tenants, shoppers and employees to achieve this vision and, in return, share with them the fruits of our success.

Mission

To deliver stable distributions and sustainable total returns to Unitholders.



Singapore's First and Largest REIT



Contents

- 01 Corporate Profile
- Safety in Track Record**
- 04 Financial Highlights
- 06 Letter to Unitholders
- 14 Year in Brief
- 16 Operations Review
- 24 Financial Review
- 30 Risk & Capital Management
- 35 Unit Price Performance
- Safety in Retail**
- 40 Growth Strategies
- 42 Independent Retail Market Overview
- 48 Singapore REIT Sector
- 49 Marketing & Promotions
- Safety in Expertise**
- 54 Trust Structure
- 55 Organisation Structure
- 56 Board of Directors
- 63 Present Directorships
- 67 Trust Management Team
- 69 Property Management Team
- Safety in Relationships**
- 72 Sustainability
- 72 Environment
- 75 People & Community
- 78 Corporate Governance
- 92 Investor & Media Relations
- 94 Meeting Our Tenants
- 96 Meeting Our Shoppers
- Safety in Portfolio**
- 100 Portfolio at a Glance
- 102 Portfolio Summary
- 104 Portfolio Details
- 136 Development Property
- 138 CapitaRetail China Trust
- Safety in Numbers**
- 141 Financial Statements
- 212 Unitholders' Statistics
- 214 Interested Person Transactions
- Others**
- 215 Notice of Annual General Meeting
- 218 Mall Directory
- 219 Corporate Information
- 220 Glossary

Corporate Profile

CapitaMall Trust (CMT) is the first Real Estate Investment Trust (REIT) listed on Singapore Exchange Securities Trading Limited (SGX-ST) in July 2002. CMT is also the largest REIT by market capitalisation and asset size in Singapore, with a market capitalisation and asset size of approximately S\$5.7 billion and S\$9.2 billion respectively as at 31 December 2011.

CMT owns and invests in quality income-producing assets which are used, or predominantly used, for retail purposes primarily in Singapore. As at 31 December 2011, CMT's portfolio comprised a diverse list of close to 2,500 leases with local and international retailers and achieved an average committed occupancy of 94.8%¹. CMT's portfolio comprises 16 quality retail properties which are strategically located in the suburban areas and downtown core of Singapore.

In May 2011, CMT took a 30.00% stake in a joint venture to develop a prime site at Jurong Gateway, marking its first foray into greenfield developments.

CMT also owns 122.7 million units in CapitaRetail China Trust, the first China shopping mall REIT listed on SGX-ST in December 2006.

CMT has been assigned an 'A2' rating by Moody's Investors Service. The 'A2' rating is the highest rating assigned to a Singapore REIT.

CMT is managed by an external manager, CapitaMall Trust Management Limited, which is a wholly-owned subsidiary of CapitaMalls Asia Limited, one of Asia's largest listed shopping mall developers, owners and managers.

1. Lower occupancy rate was due to ongoing asset enhancement works at Ilima and The Atrium@Orchard.





Safety in Track Record

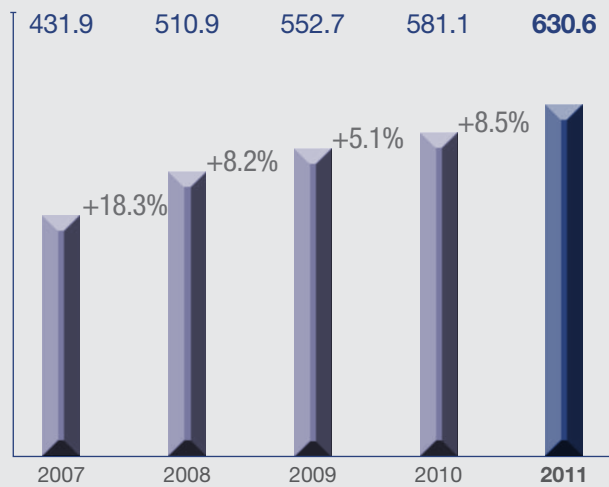
Consistently delivering stable and sustainable distributions to Unitholders through time and economic cycles since 2002

Financial Highlights

Performance At A Glance

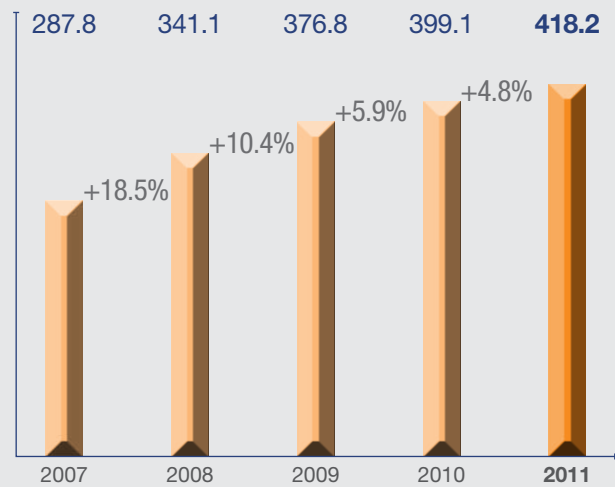
Gross Revenue

(S\$ million)



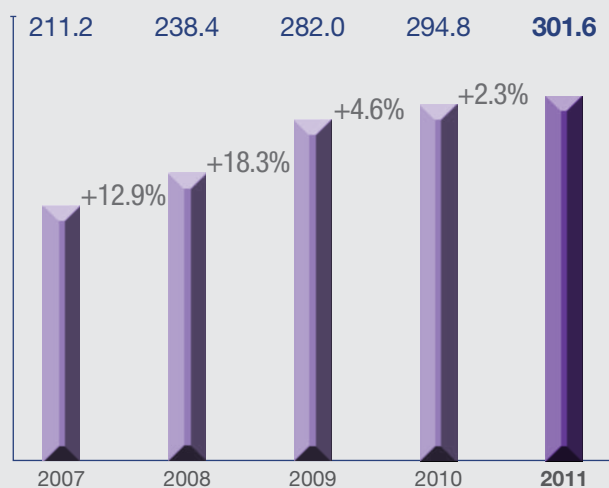
Net Property Income

(S\$ million)



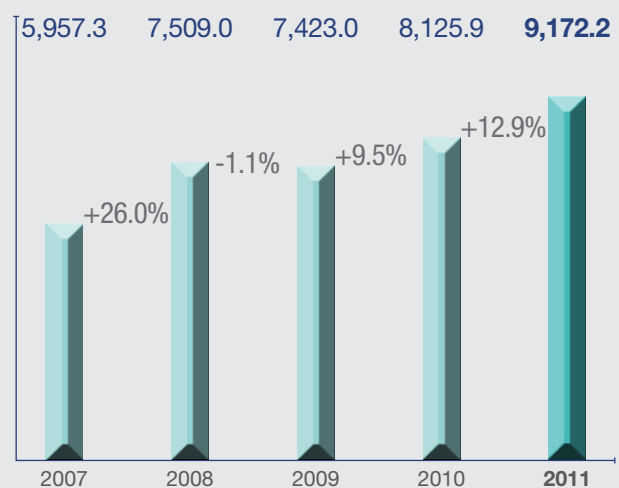
Distributable Income

(S\$ million)



Total Assets

(S\$ million)



GROUP¹	2007	2008	2009	2010	2011
Selected Statement of Total Return and Distribution Data					
Gross Rental Income (S\$ million)	399.2	473.6	513.7	539.2	582.7
Car Park Income (S\$ million)	12.0	13.7	14.3	15.5	17.6
Other Income (S\$ million)	20.7	23.6	24.7	26.4	30.3
Gross Revenue (S\$ million)	431.9	510.9	552.7	581.1	630.6
Net Property Income (S\$ million)	287.8	341.1	376.8	399.1	418.2
Distributable Income (S\$ million)	211.2	238.4	282.0	294.8	301.6
Selected Balance Sheet Data					
Total Assets (S\$ million)	5,957.3	7,509.0	7,423.0 ²	8,125.9	9,172.2
Total Borrowings ³ (S\$ million)	2,052.2	3,216.4	2,243.0 ⁴	2,916.9	3,483.8
Net Asset Value Per Unit ⁵ (S\$)	2.21	2.41	1.54	1.53	1.56
Unitholders' Funds (S\$ million)	3,721.8	4,079.6	4,969.6	4,939.4	5,246.0 ⁶
Market Capitalisation ⁷ (S\$ million)	5,751.9	2,650.3	5,722.7	6,209.3	5,658.3
Portfolio Property Valuation (S\$ million)	5,777.9	7,174.0	6,920.5	7,271.5	7,849.2
Key Financial Indicators					
Earnings Per Unit ⁸ (cents)	38.52	33.70	(2.23) ⁹	8.49	11.98
Distribution Per Unit (cents)	13.34	14.29	8.85 ¹⁰	9.24 ¹⁰	9.37 ¹⁰
Gearing	34.5%	42.8%	30.2%	35.9%	38.4%
Interest Coverage (times)	4.2	3.4	3.6	3.6	3.3
Management Expense Ratio ¹¹	0.7%	0.7%	0.7%	0.7%	0.8%
Unencumbered Assets as % of Total Assets	3.0%	4.5%	20.0%	36.3%	37.9%
Net Debt / EBITDA ¹² (times)	6.8	10.2	6.6	6.8	7.4
Average Term to Maturity (years)	2.8	2.0 ¹³	1.7 ¹³	2.6 ¹³	2.7 ¹⁴
Average Cost of Debt	3.5%	3.4%	3.5%	3.7%	3.5%
After Restatement for the Effect of Rights Issue¹⁵					
Net Asset Value Per Unit ⁵ (S\$)	1.54	1.65	1.54	1.53	1.56
Earnings Per Unit ⁸ (cents)	31.32	27.40	(2.23) ⁹	8.49	11.98
Distribution Per Unit (cents)	6.83	7.52	8.85	9.24	9.37

- As at 31 December 2007, 31 December 2008, 31 December 2009, 31 December 2010 and 31 December 2011, CMT Group includes the proportionate consolidation of the 40.00% interest in Raffles City Singapore (RCS), through RCS Trust, consolidation of 100.00% interest in CapitaRetail Singapore Limited (CRSL) with effect from 1 June 2007 and CMT MTN Pte. Ltd. (CMT MTN) with effect from 13 April 2007 and equity accounting of its associate, CapitaRetail China Trust (CRCT) with effect from 1 April 2007. As at 31 December 2011, CMT Group also includes the proportionate consolidation of 30.00% interest in Infinity Mall Trust and Infinity Office Trust (collectively, Infinity Trusts).
- The decrease in total assets as at 31 December 2009 is mainly due to the revaluation deficit on investment properties, offset by the increase in cash and cash equivalents mainly from the balance of net proceeds from the 1,502,358,923 units issued under the underwritten renounceable 9-for-10 rights issue (Rights Issue) in April 2009.
- Excludes unamortised premium and transaction costs.
- Lower due to repayment of loans with the proceeds from the Rights Issue in 2009.
- Excludes outstanding distributable income as at end of each period.
- On 10 November 2011, 139,665,000 new units in CMT (Units) were issued via a private placement exercise for the purposes of capital expenditure, asset enhancement initiatives and general and corporate working capital.
- Based on the closing unit price of S\$3.46 on 31 December 2007, S\$1.59 on 31 December 2008, S\$1.80 on 31 December 2009, S\$1.95 on 31 December 2010 and S\$1.70 on 30 December 2011.
- With the introduction of Financial Reporting Standards (FRS) 40: Investment Property with effect from 1 January 2007, Earnings Per Unit (EPU) are computed based on total return for the period after tax.
- The negative EPU of 2.23 cents as at 31 December 2009 is mainly due to the revaluation deficit on investment properties.
- 2009, 2010 and 2011 Distribution Per Unit (DPU) are lower than prior years due to the increase in Units from the Rights Issue. If the effect of the Rights Issue is removed, the DPU for 2009, 2010 and 2011 are higher compared to the restated DPUs for prior years.
- Refers to the expenses of CMT Group, excluding property expenses and interest expense but including performance component of CapitaMall Trust Management Limited's management fees, expressed as a percentage of weighted average net assets.
- Net Debt comprises gross debt less temporary cash intended for acquisition and refinancing and EBITDA refers to earnings before interest, tax, depreciation and amortisation.
- Assuming bondholders of the 2013 Convertible Bonds exercise put option in July 2011.
- Assuming bondholders of the 2013 Convertible Bonds hold to maturity on 2 July 2013.
- The figures have been restated for the effect of the Rights Issue.

Letter to Unitholders

The global economy started year 2011 in recovery mode and on a promising note. However, as the year progressed, hopes for a strong recovery dimmed, with a long shadow cast by heightened sovereign debt risks in the Eurozone and anaemic economic growth in the United States. The Singapore economy slowed down in tandem with the rest of the world, recording a GDP growth of 4.9%¹ in 2011, markedly down from the sterling 14.8% growth in 2010.

Safety Amidst Increased Market Volatility

Despite choppy financial market conditions in the second half of the year, CapitaMall Trust's (CMT) tenant sales grew by 6.3% year-on-year in 2011, supported by Singapore's low unemployment rate, healthy domestic consumption and record-breaking visitor arrivals of 13.2 million² in 2011.

For the financial year ended 31 December 2011, CMT achieved net property income (NPI) of S\$418.2 million. This was 4.8% higher than the NPI for 2010. Distribution per unit (DPU) for 2011 was 9.37 cents, higher than the DPU of 9.24 cents in 2010. This translates to a distribution yield of 5.5% based on CMT's closing price of S\$1.70 per unit on 30 December 2011. The improved operational performance was mainly due to contributions from Clarke Quay and Iluma which were acquired in July 2010 and April 2011 respectively, as well as positive reversions from new leases and renewals of existing leases.

CMT's steady performance and consistent returns are underpinned by the inherent strengths and resilience of its portfolio and the proactive management of the vehicle's capital structure. This has helped CMT to grow its distribution income annually for the past nine years.

During the year, we also successfully completed the acquisition of Iluma, commenced a series of asset enhancements in The Atrium@Orchard, Iluma and Junction 8 and entered into a joint venture to develop Westgate, a greenfield project. These initiatives are expected to come to fruition and boost CMT's rental income within this year and also over the next three years.

Steady Income Stream, Defensive Asset Class

CMT's steady income stream is sustained by our cluster of well-located necessity shopping malls which have their own captive population catchments. These malls contributed to 73.1% of CMT's gross revenue in 2011³. CMT's other properties located in the city centre such as Raffles City Singapore, Clarke Quay and Funan DigitalLife Mall have also benefited from a 13.1%² year-on-year increase in visitor arrivals to Singapore in 2011. In view of this, we achieved strong rental reversions for CMT's

overall portfolio in 2011, with rental rates for renewals and new leases increasing by 6.4% over preceding rental rates.

All our malls have enjoyed consistently high occupancy rates for the past nine years, testifying to the resilience of CMT's portfolio. Although the portfolio occupancy rate decreased to 94.8% as at 31 December 2011 from 99.3% a year ago, the increase in vacancy rate is temporary in nature as it was due to the ongoing asset enhancement works at Iluma and The Atrium@Orchard.

CMT's high occupancy rates can also be attributed to our strong tenant relationships and intimate understanding of their business needs. Our tenants are integral to the success of our malls and we regularly engage them through a host of seminars, workshops and networking activities.

In 2011, our property management team organised four Biz+ Series events for our tenants. These Biz+ Series events included talks on how to raise levels of customer service standards, how to attract more customers with effective visual merchandising and how to raise productivity levels in the retail sector.

Income Uplift from Asset Enhancements

While our active lease management efforts continue to sustain organic growth for the portfolio, asset enhancements remain one of our key growth drivers. Ongoing asset enhancement projects at JCube, The Atrium@Orchard and Iluma are progressing well.

As at December 2011, over 90.0% of the net lettable area at JCube has been committed and we are targeting to open the mall in April 2012. On stabilisation, JCube is expected to produce NPI of more than S\$20.0 million per annum. This includes an incremental NPI of S\$16.1 million per annum which translates to an attractive return on investment (ROI) of approximately 9.7% for the project.

1. Source: Ministry of Trade and Industry.

2. Source: Singapore Tourism Board.

3. Excludes The Atrium@Orchard which consists of primarily office space.



JAMES KOH CHER SIANG
Chairman
许慈祥, 董事长

SIMON HO CHEE HWEE
Chief Executive Officer
何志辉, 总裁

KEY ACHIEVEMENTS IN 2011

1st

Greenfield Development,
Westgate

6.4%

Positive
Rental Reversion

4.8%

Increase in
Net Property Income

Letter to Unitholders

We commenced asset enhancement works at The Atrium@Orchard in January 2011 and the project is on track to be completed by end-2012. We expect this asset to contribute additional NPI of approximately S\$15.6 million per annum on a stabilised basis.

Asset enhancement works for Iluma commenced in November 2011 and are slated to be completed in the second quarter of 2012. Upon completion of the works, the net lettable area of the property will increase by approximately 9,000 square feet (sq ft) to 194,306 sq ft. Changes are also being made to the layout to improve traffic circulation within the mall. A vibrant combination of trendy fashion stores and wide variety of dining and entertainment options is expected to improve the trade mix at Iluma and reinforce its positioning as a prime entertainment-focused mall in downtown Singapore. The projected capital expenditure for this asset enhancement is S\$38.0 million. Incremental NPI is expected to be approximately S\$8.5 million per annum, translating to a ROI of 22.4%.

In January 2012, we announced plans to optimise CMT's rental upside from upcoming renewal of leases at Block C of Clarke Quay through an asset enhancement project. This exercise will also allow us to introduce new concepts to refresh the tenant mix in the property. The capital expenditure for this initiative is S\$15.6 million. The expected ROI is 13.0%, based on projected incremental NPI of approximately S\$2.0 million per annum. We will commence the works in the second quarter of 2012 and target to complete it in the third quarter.

Collectively, the asset enhancement projects at JCube, The Atrium@Orchard, Iluma and Clarke Quay will contribute projected NPI of approximately S\$46.0 million per annum upon stabilisation. The various projects will come to fruition over 2012 and 2013.

We also recognise that we have to regularly refresh CMT's properties to stay at the forefront of the retail landscape. At Junction 8, the first phase of asset enhancement works to refresh and rejuvenate the mall started in the third quarter of 2011 and was completed in January 2012. The facelift involved an upgrading of the mall's facade, the installation of a glass canopy to create a seamless connection to the Mass Rapid Transit (MRT) station adjacent to the mall and the installation of a LED screen at the entrance of the mall.

Acquisition Milestone

We completed the acquisition of Iluma for S\$295.0 million on 1 April 2011. This acquisition, financed wholly by debt, increased the number of shopping malls in CMT's portfolio to 16. This further strengthened our market leadership and reinforced CMT's position as Singapore's largest real estate investment trust.

The acquisition of Iluma was exciting as we saw a lot of opportunities to integrate it with our Bugis Junction. The two malls are already connected by an overhead link-bridge. Bugis Junction, with its direct connectivity to the Bugis MRT Station and central location, already attracts strong shopper traffic of more than 3.2 million per month. The integration of Iluma with Bugis Junction will create a combined shopping destination with net lettable area of more than 606,000 sq ft.

Maiden Greenfield Development

We made our inaugural foray into greenfield developments in May 2011 when CMT, in partnership with CapitaMalls Asia Limited and Capitaland Limited, successfully won an Urban Redevelopment Authority tender to develop a prime site at Jurong Gateway. The site has a prime location next to both Jurong East MRT Station and Jurong East Bus Interchange as well as neighbouring amenities such as the upcoming Ng Teng Fong General Hospital. Jurong Lake District is also set to become the largest regional centre (Jurong Regional Centre) in Singapore for commercial developments outside the city centre in the near future.

The new retail-cum-office development, to be called Westgate, will complement CMT's other malls in the area, namely IMM Building and JCube. Shoppers can look forward to the equivalent of a three-in-one mall in the heart of the Jurong Regional Centre by end-2013. Each mall will offer something different to meet every shopper's needs: Westgate will be a lifestyle mall, IMM Building will become a value-focused mall with more outlet shopping while JCube is positioned as a youth and entertainment hotspot with its IMAX theatre and Singapore's only Olympic-size ice rink. We will leverage on our extensive tenant network of close to 2,500 leases in Singapore and CapitaMalls Asia's networks in China, Malaysia, Japan and India, to attract both local and international retailers for Westgate.

Ground-breaking for the site took place on 12 January 2012, seven months after the award of the site. We are targeting to open Westgate's mall by end-2013 and the office tower, to be called Westgate Tower, is expected to be ready by end-2014.

CMT holds a 30.00% stake in the joint venture developing the site and its proportionate share of the total development cost of the project would be approximately S\$469.5 million.

Stronger Balance Sheet

CMT's debt profile remains healthy with gearing of 38.4% and average borrowing costs of 3.5% as at 31 December 2011. Currently, seven out of CMT's 16 properties are unencumbered. CMT's currency and interest rate risks are minimal as our borrowings have been swapped into Singapore Dollar fixed rates.

We continued to diversify our sources of funding with the issue of S\$300.0 million of two-year retail bonds to public and institutional investors under a S\$2.5 billion Retail Bond Programme in February 2011. We were very encouraged by the strong response to our first retail bond offer which enjoyed a subscription rate of about 1.9 times.

In March 2011, CMT issued S\$350.0 million in principal amount of three-year convertible bonds which will mature in 2014. In addition, in April and July 2011, we repurchased S\$206.0 million in principal amount of CMT's convertible bonds due in 2013 while S\$87.8 million was redeemed upon the exercise of a put option by bondholders in July 2011, reducing the outstanding amount of the convertible bonds due in 2013 to S\$256.3 million.

In June 2011, Silver Oak Ltd. which is a special purpose company incorporated to provide credit facilities to RCS Trust, issued US\$645.0 million five-year secured floating rate notes (which were swapped into S\$800.0 million) and drew down the full S\$200.0 million from a five-year term loan facility. These were on-lent to RCS Trust, in which CMT has a 40.00% interest, to refinance its existing debt of S\$964.0 million ahead of the expected maturity date in September 2011. The issue by Silver Oak Ltd. attracted good demand, with about half of the notes placed with Asian institutional investors and the other half with European investors. This landmark transaction was conferred the IFR Global Asia Pacific Securitisation Deal of the Year 2011 award, IFR Asia Securitisation Deal of the Year 2011 award and Best Cross Border Securitisation 2011 award by The Asset Triple A.

On 30 November 2011, the Infinity Mall Trust and Infinity Office Trust which are special purpose trusts established to hold the Westgate project, drew down S\$650.0 million from S\$820.0 million secured banking facilities. CMT's 30.00% share of this five-year loan amounted to S\$195.0 million.

To improve CMT's financial capacity and flexibility, we also raised gross proceeds of approximately S\$250.0 million through a private placement in November 2011. This improved CMT's financial capacity for ongoing and future asset enhancement initiatives and reduced our gearing to the current 38.4%. The private placement of 139.7 million new units to raise approximately S\$250.0 million further diversified CMT's unitholder base.

CMT currently does not have any debt maturing until 31 October 2012. Our proactive capital management initiatives over the last two years have fortified CMT's balance sheet and the vehicle is well-positioned to ride out any economic uncertainty or volatility in the financial markets in the coming year.

Transparency and Corporate Governance

CMT was recognised for its commitment towards good investor relations and strong corporate governance in 2011 when it garnered an award for the Most Transparent Company Award (Runner-up in 2011, REITs category) at the Securities Investors Association (Singapore) Investors' Choice Awards for the eighth consecutive year.

CMT was also recognised for its high standards by the Asia Pacific Real Estate Association (APREA) at the APREA Best Practices Awards 2011 when we were declared the overall winner in the Mature Markets category. CMT also clinched a Certificate of Excellence in Investor Relations at the IR Magazine South East Asia Awards 2011.

We appreciate the trust and strong support from all our investors, analysts, media and the investment community and will continue with our efforts to improve corporate governance and transparency levels in CMT.

Green Accolades

We see it as our responsibility to manage our malls in an environmentally-sustainable and energy-efficient manner and we are heartened that our green efforts have been recognised in 2011. JCube was conferred the prestigious BCA Green Mark Platinum Award by the Building and Construction Authority (BCA), the highest accolade for green building certification in Singapore, in recognition of its green features, design and engineering safety and construction excellence. The Atrium@Orchard, Bugis Junction and Raffles City Singapore were also honoured with BCA Green Mark Gold Awards in 2011. Including these four awards, CMT has been conferred a total of eight green awards to date.

Letter to Unitholders

Looking Forward

Singapore's Ministry of Trade and Industry expects global economic conditions to remain subdued and has forecast the domestic economy to grow at a slower rate of between 1.0% and 3.0% in 2012.

Although the outlook for the global economy in 2012 is less certain and may affect consumer sentiment, CMT is well-positioned to ride out any downturn with our portfolio of well-located necessity shopping malls whose businesses have proven their resilience over time and economic cycles. In addition, leases due for renewal in 2012 were executed in 2009 in the throes of the global financial crisis at a relatively low rental reversion of 2.3%.

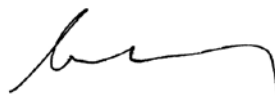
When our ongoing asset enhancements such as those for JCube, Iluma, The Atrium@Orchard and Clarke Quay are completed this year, we can look forward to increased NPI contributions from these assets over 2012 and 2013. Westgate's mall, when completed in end-2013, will start to contribute NPI in 2014. Westgate Tower, when completed in end-2014, will start to contribute NPI in 2015.

We are confident that CMT's scale, strong retailer network and knowledge of tenant sales will stand us in good stead in times of economic uncertainties. In the past two years, we have seen more new-to-market international retailers establishing a presence in Singapore, along with the rejuvenation of Orchard Road and the opening of the two integrated resorts. These new entrants have infused a lot more colour and vibrancy into the local retail scene and will provide us with more choices and variety for our malls.

For the S\$783.0 million commercial mortgage backed securities maturing in October 2012, we are proactively exploring refinancing options and plan to finalise the refinancing in advance of the debt maturity.

Acknowledgements

Finally, our sincere gratitude goes to our Board of Directors for their wise counsel and commitment to their roles and also to our Unitholders, staff, business partners, tenants and shoppers for their continued support.



James Koh Cher Siang
Chairman



Simon Ho Chee Hwee
Chief Executive Officer

1 March 2012

致单位持有人函

2011年初全球经济似步入复苏轨道并呈现乐观迹象。然而，随着欧元区主权债务危机日渐恶化和美国经济增长持续疲软乏力，经济在2011年强劲复苏的憧憬也转趋暗淡。与全球各地一样，新加坡经济也逐渐放缓，2011年国内生产总值增长为4.9%¹，较2010年14.8%的强劲增长呈大幅倒退。

在市场动荡中保持平稳

尽管下半年金融市况起伏不定，受新加坡低失业率、稳健国内消费及创纪录的1320万²入境游客人数支持，2011年嘉茂信托租户销售额按年增长6.3%。

截至2011年12月31日的财政年度，嘉茂信托取得4.182亿新元的净物业收入，比2010年高4.8%。每单位分发金(DPU)为9.37新分，高于2010年分发的9.24新分。按嘉茂信托于2011年12月30日1.70新元的单位收市价计算，投资收益率为5.5%。业绩表现相对较好主要鉴于2010年7月收购的克拉码头(Clarke Quay)和2011年4月收购的Iluma的贡献，以及新租约和现有租户续租所带来的正面收益。

嘉茂信托得以保持一贯良好业绩和稳健回报有赖于其资产组合的内在实力和适应力，以及其积极的资本架构管理。这使得嘉茂信托的可分配收入连续九年均取得增长。

年内，我们成功完成对Iluma的收购，并在乌节爱特岭大厦(The Atrium@Orchard)、Iluma和碧山第8站(Junction 8)展开一系列资产改良计划，以及投资于合资公司开发新建的西城(Westgate)项目。该等举措预期可于本年度及未来三年取得成果并提高嘉茂信托的租金收入。

稳定收入来源，防守性资产类别

嘉茂信托的稳定收入主要由旗下多间人流集中、地理位置优越的日常购物中心所支撑。2011年，该等购物中心为嘉茂信托贡献73.1%的总收入³。嘉茂信托其他位于市中心的物业，例如新加坡来福士城(Raffles City Singapore)、克拉码头和福南数码活力广场(Funan DigitaLife Mall)，均因新加坡2011年游客人数取得13.1%²的增长而受惠。故此，嘉茂信托旗下的所有资产组合于2011年都取得了强劲的租金增长，续租与新租租金较前一年增长了6.4%。

我们旗下所有购物中心于过去九年持续保持高出租率，印证了嘉茂信托资产组合的稳定性。尽管资产组合出租率由一年前的99.3%下降至截至2011年12月31日的94.8%，此空置率上升实乃因Iluma和乌节爱特岭大厦正在进行的资产改良工程所造成的短期现象。

嘉茂信托的高出租率同时也归功于我们与租户的良好关系和对其商业需要的了解。我们的购物中心的成功与租户密不可分。为此我们定期举办研讨会、工作坊和社交活动与租户定期保持交流。

1. 资料来源：新加坡贸易与工业部。
2. 资料来源：新加坡旅游局。
3. 不包括以办公空间为主的乌节爱特岭大厦。

2011年，我们的物业管理团队组织了四次“商+系列”(Biz+ Series)活动，包括如何提高客户服务标准、如何透过有效视觉营销吸引更多客户和如何提高零售业生产力等讲座。

资产改良提高收入

在积极进行租赁管理以继续为资产组合带来持续内部增长的同时，我们也视资产改良为一个增长的核心驱动力。JCube、乌节爱特岭大厦和Iluma的资产改良工程进展良好。

截至2011年12月，JCube超过90.0%净出租面积已承租，该购物中心预计将于2012年4月开幕。进入稳定期后，JCube每年预期将带来超过2000万新元净物业收入。当中包括每年1610万新元的净物业收入增长，相当于9.7%的高投资回报率。

我们于2011年1月在乌节爱特岭大厦展开的资产改良工程，将于2012年底如期竣工。我们预期该项资产于2013年起每年将带来约1560万新元的额外净物业收入。

Iluma的资产改良工程于2011年11月展开，预计将于2012年第二季完成。工程完成后，该物业的净可出租面积将增加约9,000平方尺至194,306平方尺，此外购物中心的布局设计也将作出改动以改善中心内的人流。充满活力的时尚服饰店铺与各式各样的餐饮娱乐选择的结合，预期将改善Iluma的商铺组合，巩固其作为新加坡市中心主要娱乐购物中心的地位。这项资产改良工程的预计成本为3800万新元，预计每年净物业收入将增加约850万新元，相当于22.4%的投资回报率。

2012年1月，我们宣布将透过资产改良提高克拉码头C座的续租租金，以优化嘉茂信托的租金收入。有关计划同时有助我们引入新的餐饮娱乐概念以更新该物业的商户组合。这项资产优化项目的预计成本为1560万新元。按每年预计净物业收入增长约200万新元计算，预期投资回报率为13.0%。我们将于2012年第二季展开工程，并计划于第三季竣工。

总而言之，JCube、乌节爱特岭大厦、Iluma和克拉码头的资产改良计划预计将于进入稳定期后每年带来约4600万新元的净物业收入。所有计划将陆续于2012年和2013年取得成果。

此外，我们也意识到需要定期翻新嘉茂信托的物业以保持零售业领先的地位。2011年第三季，我们展开第一期旨在翻新碧山第8站的资产改良工程。有关工程已于2012年1月完成。整体翻新工程包括更新购物中心外观、安装玻璃天幕以为购物中心与毗邻的地铁站提供无缝连接，以及在购物中心入口装置LED屏幕。

致单位持有人函

收购里程碑

我们于2011年4月1日以2.95亿新元完成Iluma的收购，该项全数以债务融资的收购将嘉茂信托资产组合内的购物中心数目增至16家。这进一步加强我们的市场领导地位和巩固嘉茂信托作为新加坡最大房地产投资信托的地位。

我们对收购Iluma感到十分振奋因为该购物中心能与我们的白沙浮广场(Bugis Junction)做多方面的结合。目前该两家购物中心已由天桥相连。白沙浮广场因直接连接白沙浮地铁站并处于中心位置，每月已吸引客流超过320万人次。Iluma与白沙浮广场合并后将提供一家超过606,000平方尺净可出租面积的购物热点。

首个新建开发项目

2011年5月，嘉茂信托与凯德商用产业有限公司和嘉德置地有限公司联手成功标得新加坡市区重建局位于裕廊商业区的黄金地段。该地段毗邻裕廊东地铁站和裕廊巴士转换站，且邻近社区设施，例如正在兴建的黄廷芳综合医院。未来，裕廊湖区也将成为新加坡中央商业区以外的最大区域商业中心。

这个名为西城的零售与办公大楼综合项目，将与嘉茂信托在区内的两个购物中心IMM大厦(IMM Building)和JCube优势互补。顾客可预期在2013年底于裕廊地区核心地带拥有一个相等于三合一的购物中心。每家购物中心将提供不同的购物选择，以满足顾客的不同需要。西城将着重生活时尚，IMM大厦将拥有更多折扣店，成为一家以物有所值为核心定位的购物中心，JCube将拥有IMAX影院和新加坡唯一一个奥林匹克规模的溜冰场，这将使它成为一个年轻人和娱乐的热点。凭借我们在新加坡近2500个租约的广大租户网络和凯德商用产业有限公司在中国、马来西亚、日本和印度的网络，我们将吸引本地和國際的零售商在西城开业。

该项目已于中标后七个月，即2012年1月12日进行动土仪式。我们计划西城的零售部份于2013年底前开幕，而命名为西城大厦的办公大楼将于2014年底前竣工。

嘉茂信托持该合资项目30.00%股权，将分占整个项目发展成本约4.695亿新元。

更稳健的资产负债表

于2011年12月31日，嘉茂信托的债务状况维持良好，负债比率为38.4%，平均贷款成本为3.5%。目前，嘉茂信托16个物业中，有7个物业并无抵押或债务。由于嘉茂信托的贷款已转换为新元固定利率，我们的货币及利率风险也很小。

我们于2011年2月在其25亿新元的零售债券计划下向公众及机构投资者发行3亿新元的两年期零售债券，借以继续拓宽资金来源。我们的首次零售债券发售反应热烈，超额认购约1.9倍，成绩令人鼓舞。

于2011年3月，嘉茂信托发行于2014年到期的总本金额3.5亿新元三年期可转换债券。此外，于2011年4月及7月，我们购回嘉茂信托的2013年到期总本金额2.06亿新元可转换债券，而于2011年7月因债券持有人行使认购期权而赎回8780万新元，使于2013年到期的可转换债券的尚未赎回金额减至2.563亿新元。

2011年6月，Silver Oak Ltd.，一个为向RCS Trust提供信贷融资而成立的特殊目的公司，发行6.45亿美元的五年期有担保浮息票据（已转换为8亿新元），并从五年期贷款融资设施中提取全部2亿新元。该等贷款融资设施转借予RCS Trust（嘉茂信托持有其40.00%的权益），以就预定于2011年9月到期的现有9.64亿新元贷款提供再融资。Silver Oak Ltd.所发行的票据销情理想，约有一半票据配售予亚洲机构投资者，而另外一半则配售予欧洲投资者。此项重大交易荣获《国际金融评论》杂志2011年度全球亚太区最佳证券化交易奖与亚洲最佳证券化交易奖及《财资》杂志年度奖项2011年度最佳跨国证券化交易奖。

于2011年11月30日，为持有西城项目而设立的特殊目的信托Infinity Mall Trust及Infinity Office Trust从8.2亿新元有担保银行融资设施中提取6.5亿新元。嘉茂信托其五年期贷款的30.00%份额为1.95亿新元。

为提高嘉茂信托的举债能力及灵活性，我们已于2011年11月透过私人配售筹集约2.5亿新元的款项总额。此举为目前及未来的资产改良措施改善了嘉茂信托的举债能力，并将我们的负债比率降至现时的38.4%。为筹集约2.5亿新元而私人配售的1.397亿新单位进一步扩大了嘉茂信托的单位持有人基础。

目前，直至2012年10月31日，嘉茂信托并无任何即将到期的债务。在过去两年中，我们积极的资本管理措施加强了嘉茂信托的资产负债表，嘉茂信托因此具备良好的条件以应付来年的任何经济不稳或金融市场动荡状况。

透明度及企业管治

包括于2011年荣获的房地产投资信托基金组最透明公司奖第二名，嘉茂信托在新加坡证券投资者协会的投资者选择大奖中已连续八年获得奖状，以表扬嘉茂信托在维持良好的投资者关系及稳健的企业管治上的努力。

于亚太房地产协会2011年度最佳实践标准大奖中，嘉茂信托被选为成熟市场类别的总得奖机构，肯定了嘉茂信托在采用最佳实践标准的努力。嘉茂信托也在《投资者关系》杂志2011年度东南亚地区大奖中夺得最佳投资者关系奖。

我们借此机会感谢所有投资者、分析师、传媒及投资团体的信任及鼎力支持。我们将继续致力提升嘉茂信托的企业管治及透明度水平。

绿色荣誉

我们视以环境持续发展及具能源效益的方式管理我们的购物中心为己任，并为我们对环保作出的努力获得认可感到鼓舞。JCube荣获新加坡建设局（Building & Construction Authority, BCA）颁发的绿色建筑标志白金奖，该奖是新加坡绿色建筑认证的最高殊荣，以认可JCube在其绿色元素、设计、工程安全及建筑方面的杰出表现。乌节爱特岭大厦、白沙浮广场及新加坡来福士城也于2011年获颁发BCA绿色建筑标志金奖。连同该四个奖项，嘉茂信托至今一共获得八个绿色奖项。

展望

新加坡贸易与工业部预期全球经济将持续低迷，并预测2012年新加坡经济增长会较为缓慢，增长率介于1.0%至3.0%之间。

尽管消费者信心可能受2012年全球经济不明朗的影响，我们有信心能够度过任何经济低迷期。我们的资产组合多由地理位置优越的日常购物中心组成，过往经验证明，其购物中心业务能够在经济周期中继续保持稳定。此外，2012年到期的租约是在2009年全球金融危机之时以2.3%的相对较低续租租金增长率续租。

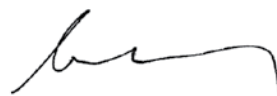
当JCube、Iluma、乌节爱特岭大厦及克拉码头正在进行的资产改良工程于本年内完成后，我们可预期这些资产的净物业收入贡献将于2012年及2013年增加。至于西城，它的零售部份将于2013年末竣工，并将于2014年开始贡献收益。而将于2014年末竣工的西城大厦，也将于2015年开始贡献收益。

凭借嘉茂信托的业务规模、强大的零售商网络及对租户销售的专业知识，我们有信心即使在经济不明朗之时我们仍能站稳阵脚。在过去两年，我们看到更多的新国际零售商进驻新加坡市场，而乌节路也进行翻新工程，更有两家综合娱乐城开业。这些新入市者为本地零售市场注入更多色彩和活力，并将为我们的购物中心提供更多选择及产品的种类。

至于将于2012年10月到期的7.83亿新元商业抵押担保债券，我们正积极寻求再融资方案，并计划于债务到期前落实再融资。

致谢

最后，我们衷心感谢董事会给予我们的明智建议及致力履行职责，并感谢我们的单位持有人、员工、业务伙伴、租户及购物者一路走来给予我们的支持。



许慈祥
董事长



何志辉
总裁

2012年3月1日

Year in Brief

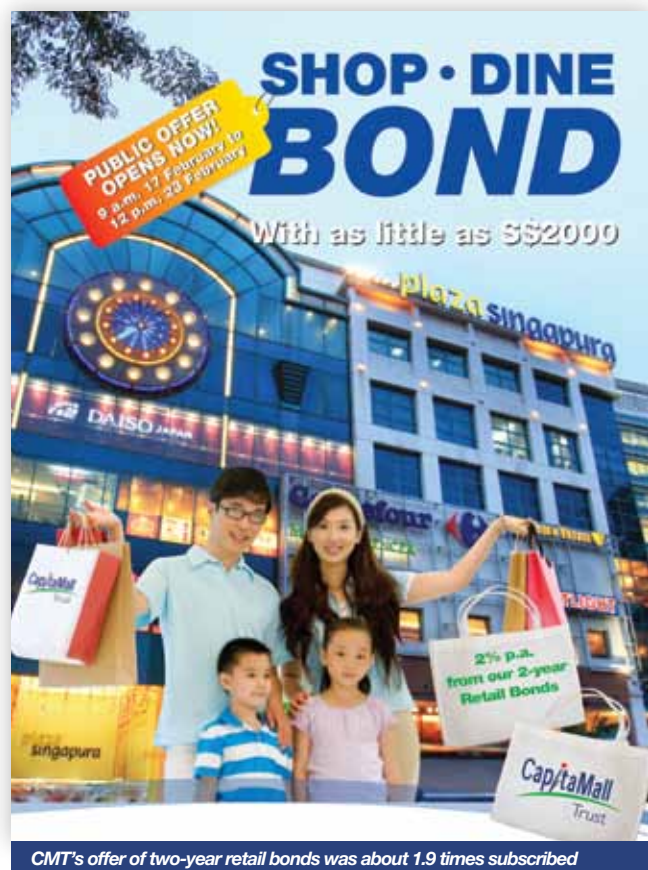
Jan 2011

CMT's distribution per unit of 9.24 cents for the period 1 January 2010 to 31 December 2010 was 4.6% higher than that for the period 1 January 2009 to 31 December 2009.

Feb 2011

CMT was the first Singapore real estate investment trust to set up a Retail Bond Programme. CMT issued S\$300.0 million of two-year bonds under the S\$2.5 billion programme.

CMT entered into a sale and purchase agreement to acquire Illuma for S\$295.0 million from Jack Investment Pte Ltd.



CMT's offer of two-year retail bonds was about 1.9 times subscribed

Mar 2011

Plaza Singapura and IMM Building received the Excellence Award in the Businesses for Families Council's 'We Welcome Families' Awards 2011 for their high standards of family-friendly business practices and facilities.

Apr 2011

CMT completed the acquisition of Illuma.

CMT's distribution per unit of 2.29 cents for the period 1 January 2011 to 31 March 2011 was 3.0% higher than that for the period 1 January 2010 to 31 March 2010.

CMT convened an Annual General Meeting (AGM) with all three resolutions as set out in the Notice of AGM duly passed.

CMT convened an Extraordinary General Meeting (EGM) for a new master property management agreement with the resolution as set out in the CMT Notice of EGM duly passed.

CMT issued S\$350.0 million in principal amount of three-year convertible bonds which will mature in 2014.

May 2011

JCube was awarded Green Mark Platinum, the highest accolade for green building certification in Singapore, from the Building and Construction Authority.

Bugis Junction, Raffles City Singapore and The Atrium@Orchard (Retail) obtained Green Mark Gold awards.

CMT's successful joint bid with CapitaMalls Asia Limited and CapitaLand Limited for a land parcel at Jurong Gateway, marked CMT's entry into greenfield developments with its 30.00% stake in the joint venture. The total development cost of the project is expected to be approximately S\$1,565.0 million.

Jun 2011

A US\$645.0 million issue of five-year secured floating rate notes by Silver Oak Ltd. marked one of the year's largest AAA-rated debt offering from a Singapore issuer. Silver Oak Ltd. is a special purpose company incorporated to provide credit facilities to RCS Trust.

Jul 2011

CMT's distribution per unit of 4.65 cents for the period 1 January 2011 to 30 June 2011 was 2.9% higher than that for the period 1 January 2010 to 30 June 2010.

Sep 2011

CMT was rated a Regional Leader in Environmental Management System in the Global Real Estate Sustainability Benchmark. The Benchmark is based on an annual survey by the GRESB Foundation to assess the sustainability performance of property portfolios around the world.

Oct 2011

CMT took the runner-up award for "Most Transparent Company - REITs Category" at the Securities Investors Association (Singapore) Investors' Choice Awards 2011.

CMT's distribution per unit of 7.07 cents for the period 1 January 2011 to 30 September 2011 was 2.8% higher than that for the period 1 January 2010 to 30 September 2010.

CMT was announced as the winner in the Mature Markets category of the 2011 APREA Best Practices Awards by the Asia Pacific Real Estate Association. CMT was also given the Merit Award in the Mature Markets - Market Disclosure category.

Nov 2011

CMT raised S\$250.0 million through a private placement of 139.7 million new units that was fully subscribed.

Dec 2011

CMT clinched a Certificate of Excellence at the Investor Relations (IR) Magazine South East Asia Awards 2011.

Silver Oak Ltd.'s issuance of US\$645.0 million floating rate notes was conferred the IFR Global Asia Pacific Securitisation Deal of the Year 2011 and IFR Asia Securitisation Deal of the Year 2011 awards.

CMT was ranked second position for 'Best for disclosure and transparency' and third position for 'Best overall for corporate governance' in the Asiamoney Corporate Governance Poll 2011.



Silver Oak Ltd.'s award-winning securitisation deal was backed by Raffles City Singapore

Operations Review

Lease Renewals and New Leases

The retention rate of our tenants in 2011 was 78.8%, reflecting our proactive lease management to constantly refresh the tenant mix in each property to remain relevant and attractive to our shoppers. On a portfolio basis, rental rates for lease renewals and new leases in 2011 saw an average increase of 6.4% against preceding rental rates. This translates to an average annual growth rate of 2.1% over a typical three-year lease term.

Summary of Renewals / New Leases

(from 1 January to 31 December 2011) (excluding newly created and reconfigured units)

Property	Number of Renewals/ New Leases ¹	Retention Rate %	Net Lettable Area		Increase in Current Rental Rates vs Preceding Rental Rates (Typically committed 3 years ago) %	Average Growth Rate Per Year ² %
			Area sq ft	Percentage of Mall %		
Tampines Mall	41	78.0	61,322	18.6	7.8	2.5
Junction 8	42	85.7	65,882	26.0	7.2	2.4
Funan DigitalLife Mall	50	72.0	53,671	18.0	6.4	2.1
IMM Building ³	19	78.9	13,540	3.3	4.8	1.6
Plaza Singapura	66	80.3	112,308	22.5	8.0	2.6
Bugis Junction	56	73.2	31,686	7.6	6.2	2.0
Raffles City Singapore ⁴	36	80.0	59,772	14.2	5.1	1.7
Lot One Shoppers' Mall	89	82.9	104,947	47.8	8.3	2.7
Bukit Panjang Plaza	30	86.7	47,575	31.2	7.8	2.5
Clarke Quay	16	81.3	42,840	16.9	9.8	3.2
Other assets ⁵	58	72.4	92,600	19.2	(5.3)	(1.8)
CMT Portfolio	503	78.8	686,143	18.4	6.4	2.1

1. Includes only retail leases, excluding JCube which has ceased operations for asset enhancement works and The Atrium@Orchard.

2. Based on compounded annual growth rate.

3. Based on IMM Building's retail leases.

4. Based on Raffles City Singapore's retail leases.

5. Includes Iluma, Sembawang Shopping Centre, Hougang Plaza and Rivervale Mall.

Lease Expiry Profile

Our tenants typically have three-year lease terms. The portfolio lease expiry profile remained well spread out as at 31 December 2011, with 26.5% and 32.9% of the leases by gross rental income due for renewal in 2012 and 2013 respectively.

Portfolio Lease Expiry Profile¹

(as at 31 December 2011)

Year	Number of Leases	% of Gross Rental Income ²
2012	716	26.5
2013	970	32.9
2014	643	26.2
2015 and beyond	160	14.4
Total	2,489	100.0

1. Includes CMT's 40.00% interest in Raffles City Singapore (office and retail components). Excludes JCube which has ceased operations for asset enhancement works.

2. Excludes gross turnover (GTO) rent.

Portfolio Lease Expiry Profile for 2012

(as at 31 December 2011)

Property	Number of Leases	% of Mall NLA ¹	% of Mall Income ²
Tampines Mall	47	12.7	18.9
Junction 8	56	18.6	22.4
Funan DigitalLife Mall	59	31.2	28.7
IMM Building ³	230	24.1	37.2
Plaza Singapura	73	34.7	32.9
Bugis Junction	54	20.1	22.6
The Atrium@Orchard ³	1	1.3	3.6
Raffles City Singapore ³	53	16.7	23.2
Lot One Shoppers' Mall	27	26.8	21.9
Bukit Panjang Plaza	12	10.4	13.7
Clarke Quay	17	34.0	27.3
Other assets ⁴	87	47.2	44.4
CMT Portfolio	716	24.8	26.5

1. As a percentage of total net lettable area for each respective mall as at 31 December 2011.

2. As a percentage of total gross rental income for each respective mall and excludes GTO rent.

3. Includes office leases (for Raffles City Singapore, The Atrium@Orchard and IMM Building) and warehouse leases (for IMM Building only).

4. Includes Iluma, Hougang Plaza, Sembawang Shopping Centre and Rivervale Mall. Excludes JCube which has ceased operations for asset enhancement works.

Top 10 Tenants

CMT's gross rental income is well-distributed within its portfolio of close to 2,500 leases. As at 31 December 2011, no single tenant contributed more than 3.0% of total gross rental income. Collectively, the 10 largest tenants accounted for about 20.7% of the total gross rental income.

10 Largest Tenants by Total Gross Rental Income¹

(as at 31 December 2011)

Tenant	Trade Sector	% of Gross Rental Income
RC Hotels (Pte) Ltd	Hotel	3.0
BHG (Singapore) Pte. Ltd	Department Store	2.6
Cold Storage Singapore (1983) Pte Ltd	Supermarket/Beauty & Health/ Services/Warehouse	2.4
Robinson & Co. (Singapore) Pte Ltd	Department Store/Beauty & Health	2.4
NTUC	Supermarket/Beauty & Health/ Food Court/Services	2.4
Wing Tai Clothing Pte Ltd	Fashion/Food & Beverage	1.8
Kopitiam Pte Ltd	Food & Beverage	1.6
Food Junction Management Pte Ltd	Food & Beverage	1.6
Temasek Holdings (Private) Limited	Office	1.5
Golden Village Multiplex Pte Ltd	Leisure & Entertainment	1.4

1. Includes CMT's 40.00% interest in Raffles City Singapore and excludes JCube. Based on actual gross rental income for the month of December 2011 and excludes GTO rent.

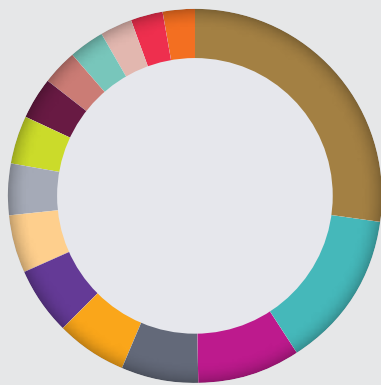
Operations Review

Trade Sector Analysis

CMT's portfolio is well-diversified and relies on many different trade sectors for rental income. As at 31 December 2011, Food & Beverage remained the largest contributor to gross rental income at 27.3% of the total portfolio. Fashion, which occupied 6.4% of the net lettable area, remained the second largest contributor to gross rental income at 13.6%.

Trade Sector by Gross Rental Income^{1,2} (%)

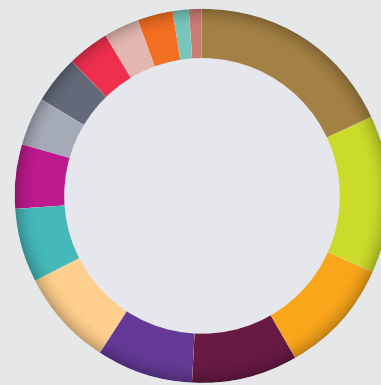
(for the month of December 2011)



Food & Beverage	: 27.3
Fashion	: 13.6
Beauty & Health	: 9.0
Services	: 6.7
Leisure & Entertainment / Music & Video	: 6.1
Department Store	: 5.7
Supermarket	: 5.0
Gifts / Toys & Hobbies / Books / Sporting Goods	: 4.6
Others ³	: 4.0
Office	: 3.7
Jewellery & Watches	: 3.1
Shoes & Bags	: 3.0
Houseware & Furnishings	: 2.8
Information Technology	: 2.8
Electrical & Electronics	: 2.6

Trade Sector by Net Lettable Area¹ (%)

(as at 31 December 2011)



Food & Beverage	: 18.2
Others ³	: 13.6
Leisure & Entertainment / Music & Video	: 10.1
Office	: 9.1
Department Store	: 8.4
Supermarket	: 8.2
Fashion	: 6.4
Beauty & Health	: 5.6
Gifts / Toys & Hobbies / Books / Sporting Goods	: 4.2
Services	: 4.1
Information Technology	: 3.5
Houseware & Furnishings	: 3.2
Electrical & Electronics	: 3.1
Shoes & Bags	: 1.4
Jewellery & Watches	: 0.9

1. Includes CMT's 40.00% interest in Raffles City Singapore (only retail and office leases, excluding hotel lease) and excludes JCube.
2. Based on committed gross rental income and excludes GTO rent.
3. Others include Art Gallery, Education, Luxury and Warehouse.

Occupancy Rate

Coupled with our extensive network of international and local retailers, our active mall management and proactive leasing strategy have helped us to maintain high occupancy rates over the past nine years. The portfolio occupancy rate was at 94.8% as at 31 December 2011, mainly due to asset enhancement works which are being carried out at The Atrium@Orchard and Iluma.

Occupancy Rate

(as at 31 December 2011)

Property	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011
Tampines Mall	100.0%	99.3%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Junction 8	100.0%	100.0%	99.8%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Funan DigitalLife Mall	99.3%	99.3%	100.0%	99.4%	99.6%	99.7%	99.8%	99.3%	100.0%	100.0%
IMM Building ¹		98.5%	99.4%	99.0%	99.0%	99.9%	100.0%	99.7%	100.0%	100.0%
Plaza Singapura			100.0%	100.0%	100.0%	100.0%	99.8%	100.0%	100.0%	100.0%
Bugis Junction				100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Other assets ²				99.8%	100.0%	100.0%	100.0%	99.8%	99.8%	80.9% ³
Raffles City Singapore ⁴					99.3%	100.0%	100.0%	100.0%	99.6%	100.0%
Lot One Shoppers' Mall						92.7% ⁵	99.3%	99.9%	99.6%	99.7%
Bukit Panjang Plaza						99.9%	100.0%	99.8%	100.0%	100.0%
The Atrium@Orchard							98.0%	99.1%	93.5%	65.5% ⁶
Clarke Quay									100.0%	100.0%
CMT Portfolio	99.8%	99.1%	99.8%	99.7%	99.5%	99.6%	99.7%	99.8%	99.3%	94.8%

1. Based on IMM Building's retail leases.

2. Includes Iluma, Hougang Plaza, Sembawang Shopping Centre and Rivervale Mall. Years 2007 and 2008 exclude Sembawang Shopping Centre which commenced major asset enhancement works in March 2007. Years 2008 to 2011 exclude JCube which has ceased operations for asset enhancement works.

3. Lower occupancy rate was due to 53.3% occupancy rate at Iluma, which is undergoing asset enhancement works.

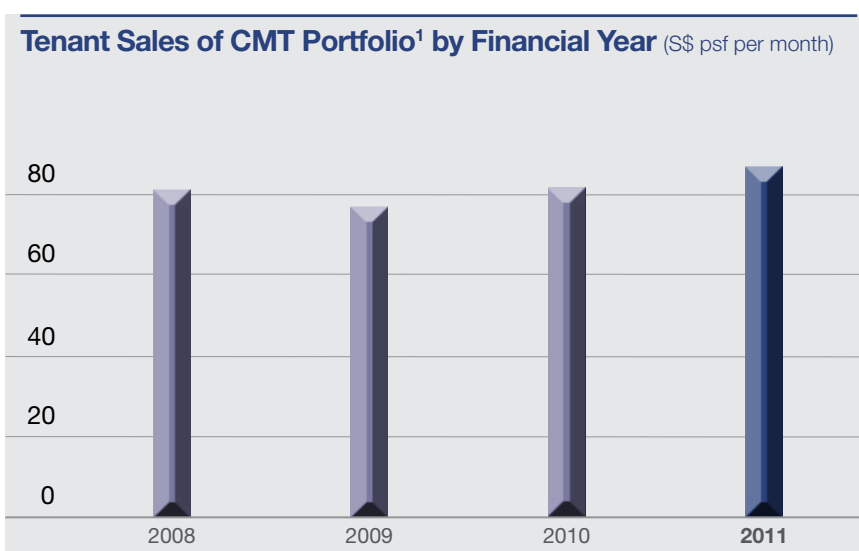
4. Based on Raffles City Singapore's retail leases.

5. Lower occupancy rate was due to asset enhancement works at Lot One Shoppers' Mall.

6. Lower occupancy rate was due to asset enhancement works at The Atrium@Orchard.

Portfolio Tenant Sales

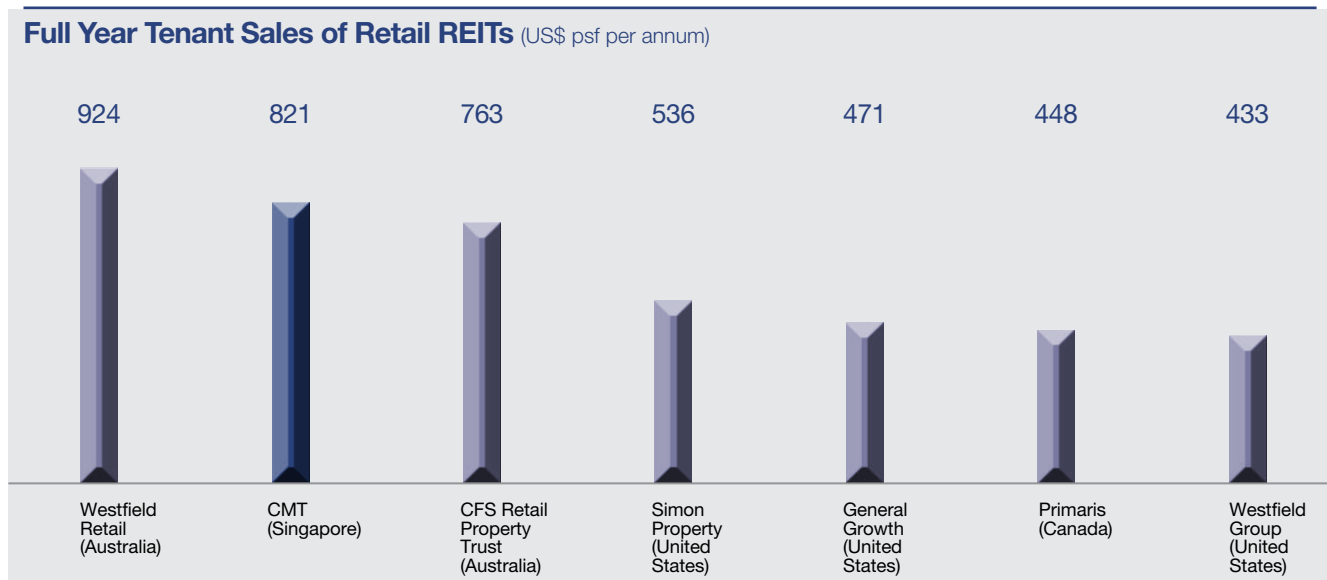
CMT's portfolio tenant sales on a S\$ per square foot (psf) per month basis, increased by 6.3% in 2011, compared to the preceding year. This marked the second consecutive year of rising tenant sales. Part of CMT's rental structure comprises GTO rent which is pegged to tenant sales. GTO rent made up only a small percentage of CMT's total gross revenue. It typically ranges from 3.0% to 5.0%, ensuring the stability of CMT's gross rental income.



1. Excludes JCube, Hougang Plaza, The Atrium@Orchard and Iluma.

Operations Review

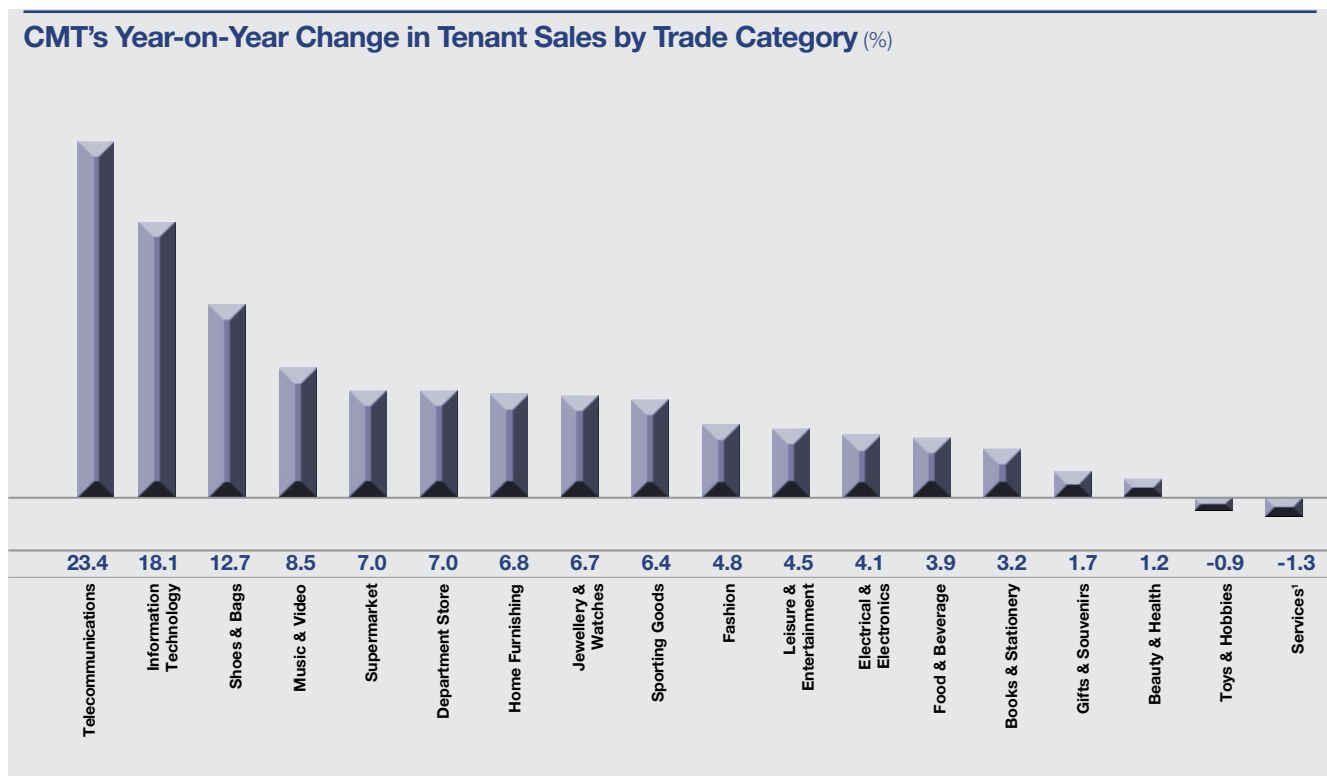
Compared with other retail real estate investment trusts (REITs) in Australia, Europe, United States and Canada, CMT's portfolio tenant sales (US\$ psf per annum) in 2011 was among the highest.



Sources: Companies' data as at 30 September 2011, except for Simon Property (31 December 2011), CMT (31 December 2011) and Primaris (31 August 2011).

Performance of Tenant Sales by Trade

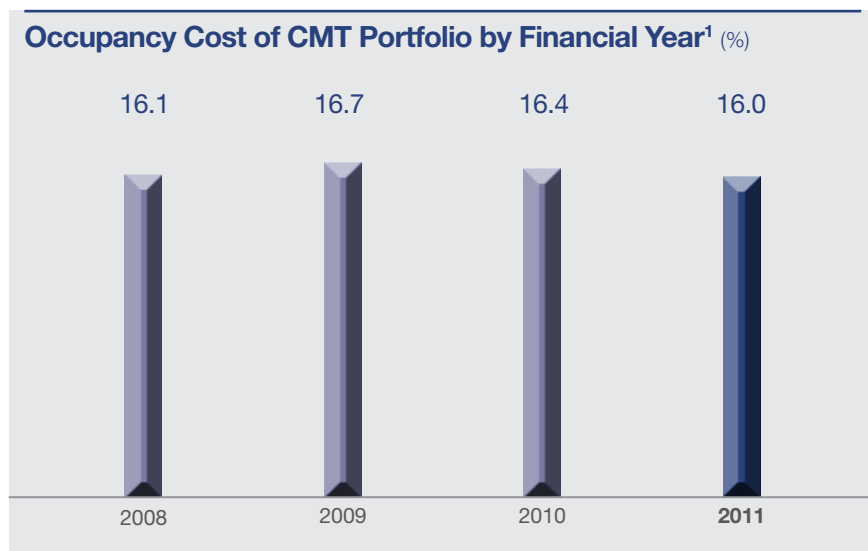
Most trade categories registered stronger sales performance with Telecommunications and Information Technology achieving the highest growth rates of 23.4% and 18.1% respectively in terms of tenant sales in 2011 as compared to 2010.



1. Services include convenience store, bridal shop, optical, film processing, florist, magazine stores, pet shop/grooming, travel agency, cobbler/locksmith, laundromat and clinics.

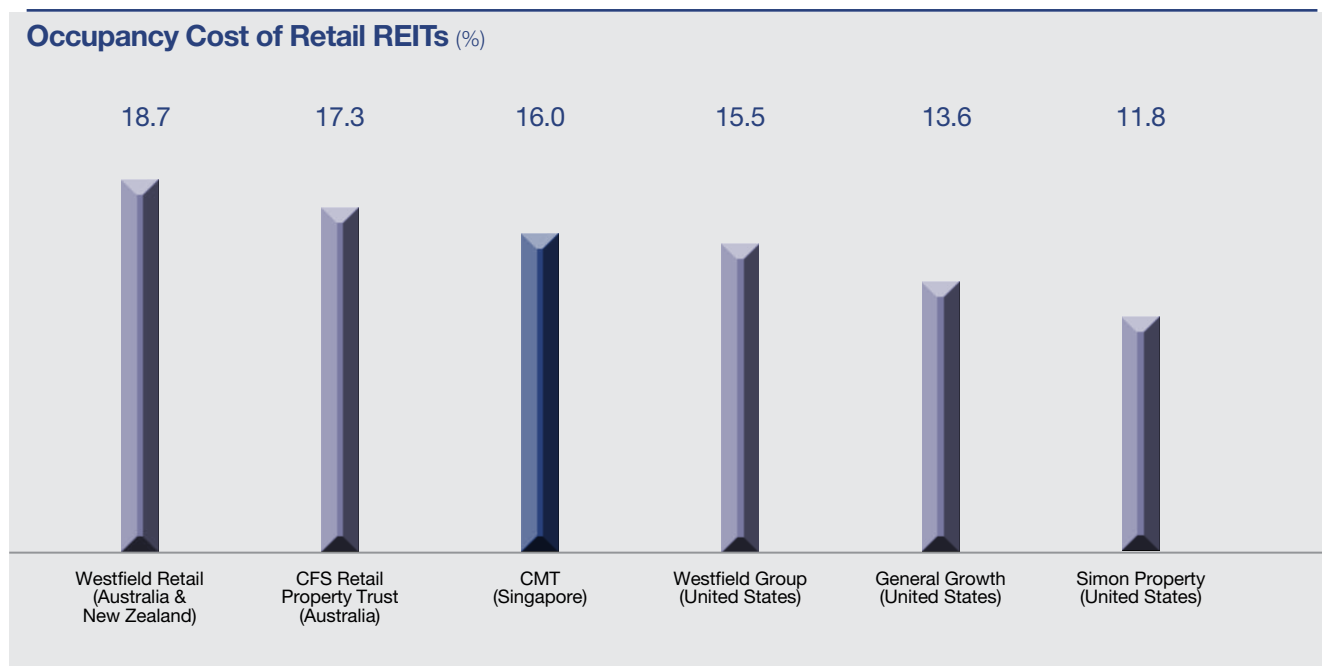
Occupancy Cost

CMT's portfolio occupancy cost remained healthy at 16.0% in 2011. Our occupancy cost has improved over the past two years in tandem with the growth of CMT's tenant sales.



1. Occupancy cost is defined as a ratio of gross rental (inclusive of service charge and advertising & promotional charge) to tenant sales. Portfolio excludes JCube, Hougang plaza, The Atrium@Orchard and Iluma.

Compared with other retail REITs in Australia, Europe, United States and Canada, CMT's portfolio occupancy cost was in line with that of our peers.



Sources: Companies' data as at 30 September 2011, except for CMT (31 December 2011).

Operations Review

Shopper Traffic

Shopper traffic has increased by 1.1% year-on-year in 2011, reflecting the active management of the tenancy mix in our portfolio to enhance the appeal of our malls. However, there was a slight decline in shopper traffic in the second half of the year, largely due to the ongoing asset enhancement works at some of our malls.



1. For comparable basis, the chart includes the entire CMT portfolio of malls, except JCube which has ceased operations for asset enhancement works and the following for which traffic data was not available: Iluma, Hougang Plaza and The Atrium@Orchard.

Value-Adding Acquisitions

On 1 April 2011, CMT acquired Iluma, a mall located directly opposite Bugis Junction. This acquisition has further strengthened CMT's retail foothold in the downtown core of Singapore, enabling it to capture a larger pool of shoppers in the city area, as well as youth from the educational institutions in the vicinity and tourists who patronise the downtown region. Given its strategic location next to Bugis Junction, there are potential synergistic values to be created through the integration of the mall with Bugis Junction. The two malls are already connected by an overhead link-bridge and there are opportunities to create an enlarged and seamless shopping destination with a complementary trade mix that will further enhance its overall attractiveness to shoppers.

On 30 May 2011, together with CapitaMalls Asia Limited and CapitaLand Limited, CMT acquired a prime site in Jurong Gateway, which is located in Jurong Lake District, Singapore's largest regional hub. Strategically located beside Jurong East Bus Interchange and Jurong East MRT Station, the development, named as Westgate, will comprise a lifestyle mall and a prime office tower. Together with IMM Building which will become a value-focused mall, and JCube which will be positioned as a youth and entertainment mall, Westgate will form part of a "three-in-one" mega mall in Jurong, serving a population of close to one million in the western part of Singapore.

Asset Enhancement Initiatives (AEI)

In 2011, we continued to leverage on our experiences in extracting value through asset enhancement works. In January, we commenced works at The Atrium@Orchard, involving the creation of new retail space and its seamless integration with Plaza Singapura. Upon completion of the AEI in 2012, the lower levels of The Atrium@Orchard will be linked to Plaza Singapura to form an integrated retail mall.

In January 2012, we completed the first phase of upgrading works in Junction 8 which included the installation of a new facade, a glass canopy that provides seamless transition between Junction 8 and Bishan MRT Station as well as the creation of new outdoor seating areas for several existing food & beverage tenants.

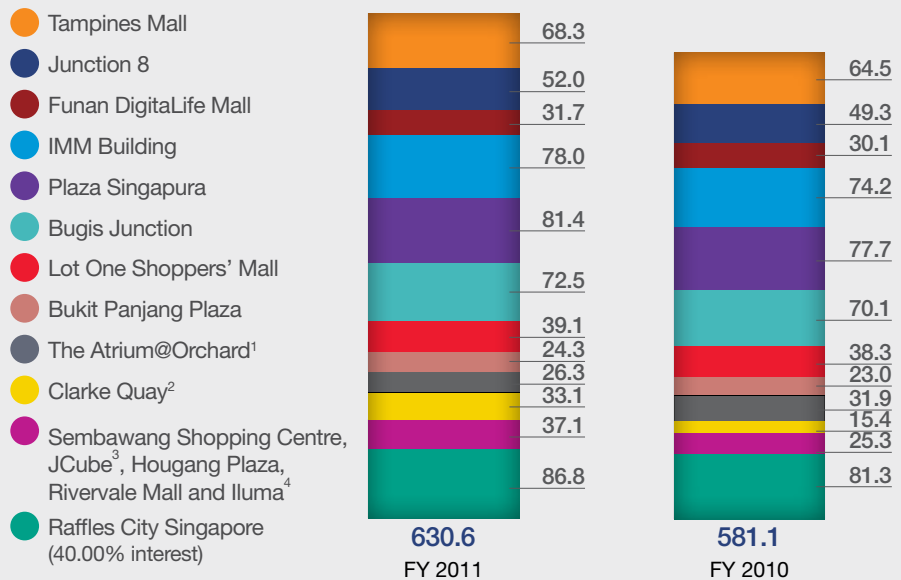


Financial Review

Gross Revenue

Gross revenue for the Financial Year (FY) ended 31 December 2011 was S\$630.6 million, an increase of S\$49.5 million or 8.5% over S\$581.1 million for the FY ended 31 December 2010. Of the increase, S\$28.9 million was due to Clarke Quay and Iluma, which were acquired on 1 July 2010 and 1 April 2011 respectively, while the balance was attributed to higher gross revenue across the malls mainly due to the higher rental rates achieved from new and renewed leases and step-up rents. The increase was partially offset by decrease in revenue from The Atrium@Orchard due to the commencement of its asset enhancement initiatives (AEI) in January 2011.

Gross Revenue by Property (S\$ million)



1. The Atrium@Orchard has been undergoing AEI since January 2011.
2. The acquisition of Clarke Quay was completed on 1 July 2010.
3. JCube has ceased operations for asset enhancement works.
4. The acquisition of Iluma was completed on 1 April 2011 and it has been undergoing AEI since November 2011.

Gross Revenue by Property

	FY 2011	FY 2010	Variance	
	S\$'000	S\$'000	S\$'000	%
Tampines Mall	68,320	64,517	3,803	5.9
Junction 8	52,056	49,363	2,693	5.5
Funan DigitalLife Mall	31,682	30,091	1,591	5.3
IMM Building	78,034	74,261	3,773	5.1
Plaza Singapura	81,438	77,665	3,773	4.9
Bugis Junction	72,454	70,097	2,357	3.4
Lot One Shoppers' Mall	39,079	38,259	820	2.1
Bukit Panjang Plaza	24,286	23,033	1,253	5.4
The Atrium@Orchard ¹	26,278	31,852	(5,574)	(17.5)
Clarke Quay ²	33,114	15,390	17,724	N.M.
Sembawang Shopping Centre, JCube ³ , Hougang Plaza, Rivervale Mall and Iluma ⁴	37,081	25,312	11,769	46.5
	543,822	499,840	43,982	8.8
Raffles City Singapore (40.00% interest)	86,751	81,280	5,471	6.7
Total	630,573	581,120	49,453	8.5

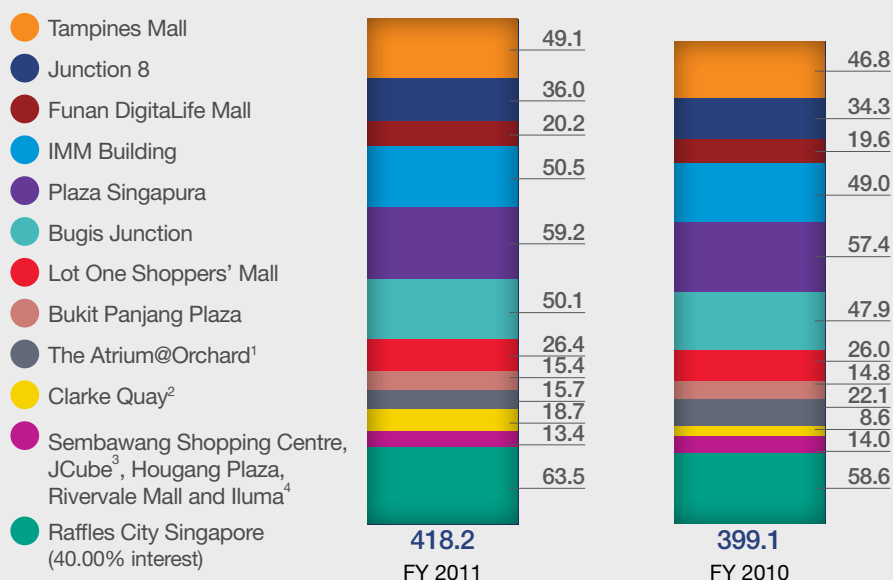
N.M. Not Meaningful.

1. The Atrium@Orchard has been undergoing AEI since January 2011.
2. The acquisition of Clarke Quay was completed on 1 July 2010.
3. JCube has ceased operations for asset enhancement works.
4. The acquisition of Iluma was completed on 1 April 2011 and it has been undergoing AEI since November 2011.

Net Property Income

As a result of the higher gross revenue, Net Property Income (NPI) of S\$418.2 million was S\$19.1 million or 4.8% higher than the S\$399.1 million for FY 2010. Similarly, this was mainly due to Clarke Quay and Iluma which were acquired on 1 July 2010 and 1 April 2011 respectively and higher rental income across the malls which is partially offset by decrease in revenue from The Atrium@Orchard and JCube due to AEI.

Net Property Income by Property (S\$ million)



1. The Atrium@Orchard has been undergoing AEI since January 2011.
2. The acquisition of Clarke Quay was completed on 1 July 2010.
3. JCube has ceased operations for asset enhancement works.
4. The acquisition of Iluma was completed on 1 April 2011 and it has been undergoing AEI since November 2011.

Net Property Income by Property

	FY 2011	FY 2010	Variance	
	S\$'000	S\$'000	S\$'000	%
Tampines Mall	49,156	46,831	2,325	5.0
Junction 8	35,996	34,318	1,678	4.9
Funan DigitaLife Mall	20,228	19,637	591	3.0
IMM Building	50,525	49,046	1,479	3.0
Plaza Singapura	59,229	57,355	1,874	3.3
Bugis Junction	50,089	47,916	2,173	4.5
Lot One Shoppers' Mall	26,366	25,950	416	1.6
Bukit Panjang Plaza	15,406	14,810	596	4.0
The Atrium@Orchard ¹	15,657	22,145	(6,488)	(29.3)
Clarke Quay ²	18,750	8,574	10,176	N.M.
Sembawang Shopping Centre, JCube ³ , Hougang Plaza, Rivervale Mall and Iluma ⁴	13,367	13,958	(591)	(4.2)
	354,769	340,540	14,229	4.2
Raffles City Singapore (40.00% interest)	63,471	58,607	4,864	8.3
Total	418,240	399,147	19,093	4.8

N.M. Not Meaningful.

1. The Atrium@Orchard has been undergoing AEI since January 2011.
2. The acquisition of Clarke Quay was completed on 1 July 2010.
3. JCube has ceased operations for asset enhancement works.
4. The acquisition of Iluma was completed on 1 April 2011 and it has been undergoing AEI since November 2011.

Financial Review

Distributions

CMT achieved unitholders' distribution of S\$301.6 million for FY 2011, an increase of S\$6.8 million or 2.3% as compared to FY 2010. Distribution per unit (DPU) for FY 2011 is 9.37 cents, 1.4% higher than 9.24 cents for FY 2010. The increase was mainly attributed to the strong operating performance from the properties under the portfolio and the release of S\$8.8 million of net tax-exempt and capital distribution income (after interest expense and other borrowing costs) from CapitaRetail China Trust (CRCT) retained in FY 2010. CMT has also retained S\$5.1 million capital distribution income received from CRCT for future distribution. For FY 2011, CMT distributed 100.0% of its taxable income.

On 10 November 2011, 139,665,000 new units in CMT (Units) were issued via a private placement exercise for the purposes of financing capital expenditure, AEI and general and corporate working capital. In order to ensure fairness to holders of CMT units prior to the issuance of the private placement new units, CMT declared an advanced distribution for the period from 1 October 2011 to 9 November 2011, the day immediately prior to the date on which the private placement new units were issued. The advanced distribution was paid on 6 January 2012.

Breakdown of the unitholders' distribution for FY 2011 with FY 2010 comparatives are as follows:

2011	1 January to 31 March	1 April to 30 June	1 July to 30 September	1 October to 9 November	10 November to 31 December ¹	1 January to 31 December
DPU (cents)	2.29	2.36	2.42	1.02	1.28	9.37
DPU (cents)	←----- 2.30 -----→					

2010	1 January to 31 March	1 April to 30 June	1 July to 30 September	1 October to 31 December	1 January to 31 December
DPU (cents)	2.23	2.29	2.36	2.36	9.24

1. DPU for the period from 10 November 2011 to 31 December 2011 is based on the enlarged number of 3,328,416,755 Units as at 31 December 2011 after the issuance of 139,665,000 Units via the private placement exercise on 10 November 2011.

Assets

As at 31 December 2011, the total assets for CMT and its subsidiaries (CMT Group) were S\$9,172.2 million, compared with S\$8,125.9 million as at 31 December 2010. The increase of S\$1,046.3 million was mainly due to the acquisition of Iluma for a purchase consideration of S\$295.0 million on 1 April 2011, revaluation surplus of S\$121.1 million, capital expenditure of S\$158.2 million, investment in the development of Westgate (CMT's 30.00% share in Infinity Mall Trust and Infinity Office Trust) of S\$306.6 million and increase in cash and cash equivalents of S\$44.7 million.

Valuations And Valuation Capitalisation Rates as at 31 December

Property	Valuation			Valuation per Net Lettable Area	Valuation Capitalisation Rate ¹	
	2011 S\$ million	2010 S\$ million	Variance S\$ million	2011 S\$ per sq ft	2011 %	2010 %
Tampines Mall	800.0	792.0	8.0	2,431	5.50	5.75
Junction 8	597.0	580.0	17.0	2,363	5.50	5.75
Funan DigitalLife Mall	347.0	330.0	17.0	1,161	5.65	5.90
IMM Building	606.0	659.0	(53.0) ²	642 ³	Retail – 6.50 Office – 6.75 Warehouse – 7.75	Retail – 6.60 Office – 6.85 Warehouse – 7.85
Plaza Singapura	1,080.0	1,034.0	46.0	2,168	5.25	5.50
Bugis Junction	864.0	815.0	49.0	2,057	5.50	5.75
Lot One Shoppers' Mall	454.0	437.0	17.0	2,070	5.50	5.75
Bukit Panjang Plaza	259.0	255.0	4.0	1,697	5.60	5.85
Clarke Quay	293.0	274.0	19.0	994	5.65	5.90
Others ⁴	793.0	428.3	364.7 ⁵	1,078 ⁶	5.70 - 5.85	5.95 - 6.00
Total CMT Portfolio excluding Raffles City Singapore (40.00% interest), The Atrium@ Orchard and Westgate	6,093.0	5,604.3	488.7	1,565⁴	N.A.	N.A.
Raffles City Singapore (40.00% interest)	1,133.2	1,077.2	56.0	N.M. ⁷	Retail – 5.40 Office – 4.50 Hotel – 5.75	Retail – 5.50 Office – 4.50 Hotel – 5.75
The Atrium@Orchard	623.0	590.0	33.0	1,643 ³	Retail – 5.50 Office – 4.15	Retail – 5.75 Office – 4.25
Total CMT Portfolio⁸	7,849.2	7,271.5	577.7	1,565⁹	N.A.	N.A.
Less additions during the year			(158.2)			
Less acquisition during the year			(298.4) ¹⁰			
Net increase in valuations			121.1			
Westgate (30.00% interest) ¹¹	290.7					

N.A. Not Applicable.

- Valuation capitalisation rate refers to the capitalisation rate adopted by the independent valuers to derive the market values of each property.
- Decline in valuation mainly due to the planned repositioning exercise of IMM Building into a value-focused mall.
- Reflects valuation of the property in its entirety.
- Comprising Hougang Plaza, JCube, Sembawang Shopping Centre, Rivervale Mall and Iluma which was acquired on 1 April 2011.
- Includes the declines in valuation of Sembawang Shopping Centre and Hougang Plaza which are mainly due to more cautious outlook for market rentals achievable in view of bulk renewals in 2012.
- Valuation per sq ft excludes JCube which has ceased operations for asset enhancement works.
- Not meaningful because Raffles City Singapore comprises retail units, office units, hotels and convention centre.
- Total valuation excludes Westgate which is currently under development.
- Valuation per sq ft excludes JCube and Raffles City Singapore.
- This relates to the acquisition of Iluma on 1 April 2011 for a purchase consideration of S\$295.0 million, which is based on an independent valuation dated 21 February 2011 and includes acquisition fees and other related costs.
- Valuation of the land as at 1 November 2011.

Financial Review

Financial Performance for 2007 to 2010

2010

Gross Revenue

Gross revenue for FY 2010 was S\$581.1 million, an increase of S\$28.4 million or 5.1% over S\$552.7 million for FY 2009. S\$15.4 million of the increase was due to Clarke Quay, which was acquired on 1 July 2010 while the balance was attributed to higher gross revenues across the malls mainly due to the higher rental rates achieved from new and renewed leases and step-up rents.

Net Property Income

As a result of the higher gross revenue, NPI of S\$399.1 million was S\$22.3 million or 5.9% higher than the S\$376.8 million for FY 2009. Similarly, this was mainly due to Clarke Quay which was acquired on 1 July 2010 and higher rental income across the malls.

2009

Gross Revenue

Gross revenue for FY 2009 was S\$552.7 million, an increase of S\$41.8 million or 8.2% over S\$510.9 million for FY 2008. S\$19.4 million of the increase was due to The Atrium@ Orchard (Atrium), which was acquired on 15 August 2008 while the balance was attributed to higher gross revenues from Tampines Mall, IMM Building (IMM), Plaza Singapura, Bugis Junction, Sembawang Shopping Centre (SSC) and Lot One Shoppers' Mall (Lot One) mainly due to the completion of AEI and partially offset by decrease in gross revenue from JCube as it has ceased operations for AEI. On a comparable mall basis (excluding SSC, JCube and Atrium), gross revenue for FY 2009 was S\$18.0 million or 3.6% higher than FY 2008.

Net Property Income

As a result of the higher gross revenue, NPI of S\$376.8 million was S\$35.7 million or 10.4% higher than the S\$341.1 million for FY 2008. Similarly, this was mainly due to Atrium which was acquired on 15 August 2008, SSC which re-opened in late December 2008 and higher NPI from Tampines Mall, IMM, Plaza Singapura, Bugis Junction and Lot One mainly due to the completion of AEI.

2008

Gross Revenue

Gross revenue for FY 2008 was S\$510.9 million, an increase of S\$79.0 million or 18.3% over S\$431.9 million for FY 2007. This was mainly due to an increase in revenue of S\$28.8 million from the three properties (namely Lot One, Bukit Panjang Plaza and Rivervale Mall) under CapitaRetail Singapore Limited (CRSL) which contributed 12 months of revenue in FY 2008 compared with seven months of revenue in FY 2007 as the acquisition of the balance 72.8% of the Class E Bonds in CRSL was completed on 1 June 2007. In addition, gross revenue from Atrium, which was acquired on 15 August 2008, accounted for a further S\$10.4 million. The other CMT malls accounted for another S\$27.8 million increase in revenue mainly due to higher rents from new and renewed leases as well as higher revenue from Tampines Mall, IMM, Plaza Singapura and Bugis Junction following the completion of AEI. CMT's 40.00% interest in Raffles City Singapore (RCS) through the RCS Trust, the special purpose trust that holds RCS, accounted for another S\$12.0 million increase in revenue.

Net Property Income

As a result of the higher gross revenue, NPI of S\$341.1 million was S\$53.3 million or 18.5% higher than the S\$287.8 million for FY 2007. Similarly, this was mainly due to the increase of S\$19.2 million from the full year contribution from the three properties under CRSL against seven months of contribution in FY 2007. Atrium accounted for S\$6.7 million and CMT's 40.00% interest in RCS Trust contributed about S\$6.6 million. Increased rental income from the other malls also contributed to the improved NPI.

2007

Gross Revenue

Gross revenue for FY 2007 was S\$431.9 million, an increase of S\$100.2 million or 30.2% over S\$331.7 million for FY 2006. This was mainly due to the full year contribution in FY 2007 from the 40.00% interest in RCS Trust acquired on 1 September 2006, against the four months' contribution in FY 2006 or an increase of S\$45.6 million, and S\$33.1 million from the three properties under CRSL from 1 June 2007. The other malls accounted for another S\$21.5 million increase in revenue mainly due to new and renewed leases at higher rates as well as higher revenue from major asset enhancement works at IMM completed towards the end of FY 2006 and early FY 2007.

Net Property Income

As a result of the higher gross revenue, NPI of S\$287.8 million was S\$70.2 million or 32.3% higher than S\$217.6 million for FY 2006. Similarly, this was mainly due to the increase of S\$32.7 million from the full year contribution from the 40.00% interest in RCS Trust which was acquired on 1 September 2006 against the four months contribution in FY 2006. The three properties under CRSL contributed about S\$19.5 million. Increased rental income from the other malls also contributed to the improved NPI.

Risk & Capital Management

Key Financial Indicators

(as at 31 December 2011)

Unencumbered Assets as % of Total Assets¹

37.9%

Gearing²

38.4%

Net Debt / EBITDA³ (times)

7.4

Interest Coverage⁴ (times)

3.3

Average Term to Maturity (years)

2.7

Average Cost of Debt⁵

3.5%

CMT's Corporate Rating⁶

'A2'

1. Total Assets exclude non-eliminated portion of CMT's loan to Infinity Mall Trust and Infinity Office Trust (collectively, Infinity Trusts) arising from proportionate accounting.
2. Ratio of borrowings (including S\$400.0 million or 40.00% share of borrowings at RCS Trust level and S\$195.0 million or 30.00% share of borrowings of at Infinity Trusts level), over total deposited properties for CMT Group (excluding non-eliminated portion of CMT's loan to infinity Trusts arising from proportionate accounting).
3. Net Debt comprises gross debt less temporary cash intended for acquisition, refinancing and capital expenditure and EBITDA refers to earnings before interest, tax, depreciation and amortisation.
4. Ratio of net investment income at CMT Group before interest and tax over interest expense from FY 2011. (In computing the ratio, cost of raising debt is excluded from interest expense).
5. Ratio of interest expense over weighted average borrowings.
6. Moody's has affirmed a corporate family rating of 'A2' with a stable outlook for CMT in February 2011.

Risk Management

Effective enterprise-wide risk management is a fundamental part of CMT's business strategy. The potential risks are identified and key controls to mitigate these risks are established to protect Unitholders' interests and value.

Key Risks & Control Measures

Operational Risk

To mitigate and manage operational risk, CMT and its subsidiaries (CMT Group or Group) have integrated risk management into the day-to-day activities across all functions. Measures include the establishment of planning and control systems, group-wide policies, information technology systems, and operational reporting and monitoring procedures which are overseen by the executive management committee and Board of Directors. The risk management system is regularly monitored and examined to ensure continuing effectiveness.

The risk management framework is designed to ensure appropriate processes and procedures are in place to prevent, manage and mitigate any operational risk.

Investment Risk

The main sources of growth for CMT Group are the acquisition of properties, asset enhancement initiatives (AEI) as well as investment in greenfield developments. The risks involved in such investment activities are managed through a rigorous set of investment criteria which includes potential for growth in yield, rental sustainability and potential for value creation. Also, key financial projection assumptions are reviewed and sensitivity analyses are performed on key variables.

The potential risks associated with proposed projects and the issues that may prevent their smooth implementation or attainment of projected outcomes are identified at evaluation stage. This is to enable us to devise action plans to mitigate such risks as early as possible.

Interest Rate Risk

The Group's exposure to fluctuations in interest rates relates primarily to interest-bearing financial liabilities. Interest rate risk is managed on an ongoing basis, and with the primary objective of minimising the impact on net interest expense that is caused by adverse movements in interest rates. Hence, CMT Group proactively seeks to minimise the level of interest rate risk by locking in most of its borrowings at fixed interest rates.

As at 31 December 2011, the risk is minimal as the Group's borrowings are either on fixed rate basis or have been swapped into Singapore Dollar fixed rates.

Currency Risk

As the assets of CMT Group are currently based in Singapore, there is little or no foreign exchange exposure from operations. CMT borrows in Singapore Dollars from a special purpose company, Silver Maple Investment Corporation Ltd (Silver Maple) and its wholly-owned subsidiary, CMT MTN Pte. Ltd. (CMT MTN). CMT MTN provides treasury services to CMT, including the on-lending of proceeds from notes issued under the S\$2.5 billion unsecured Multicurrency Medium Term Note Programme (MTN Programme), and the US\$2.0 billion unsecured Euro-Medium Term Note Programme (EMTN Programme), which was swapped into Singapore Dollars.

RCS Trust, in which CMT has a 40.00% interest, borrows in Singapore Dollars from another special purpose company, Silver Oak Ltd. (Silver Oak). Both Silver Maple and Silver Oak issued foreign denominated notes at floating rates at attractive spreads by borrowing from the overseas markets. They were swapped into fixed rate and Singapore Dollars.

Credit Risk

Credit risk is the potential volatility in earnings caused by tenants' failure to fulfill their contractual lease payment obligations, as and when they fall due. There is a stringent collection policy in place to ensure that credit risk is minimised. In addition to the requirement for upfront payment of security deposit of an amount approximating three months' rent on average (which may be lodged in the form of cash or bankers' guarantee), CMT Group also established vigilant monitoring and debt collection procedures. Debt turnover of CMT Group was 2.7 days and 2.6 days as at 31 December 2011 and 31 December 2010 respectively.

Liquidity Risk

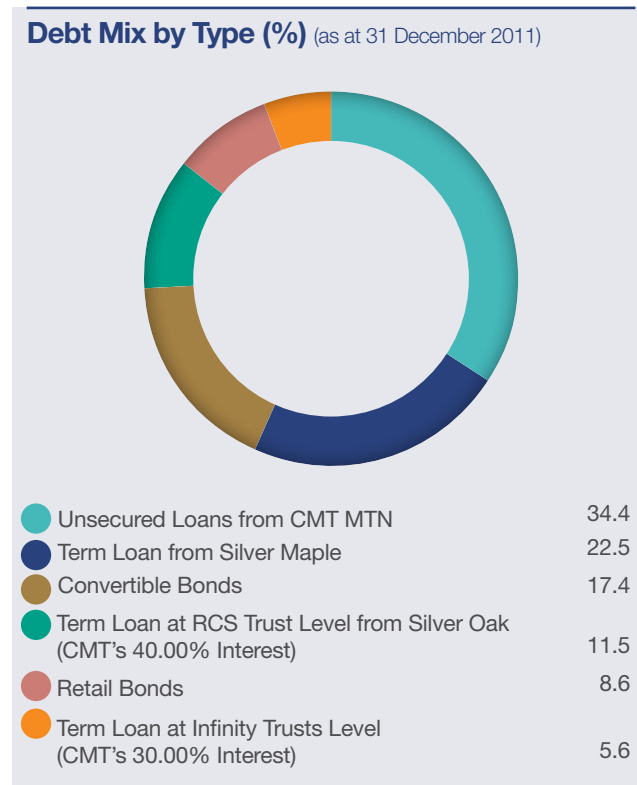
CMT Group actively monitors its cash flow position to ensure that there are sufficient liquid reserves, in the form of cash and credit facilities, to finance its operations and AEI. The Group also monitors banking covenants closely to ensure that they are not breached.

Financing Risk

The health of the debt markets directly affects CMT, given our reliance on external sources of funding for refinancing of existing borrowings, acquisitions of new property and AEI.

Different funding strategies are used to minimise over reliance on a single source of funds for any funding or refinancing requirements. Other than MTN and EMTN programmes, CMT is also one of the first real estate investment trusts to set up a Retail Bond programme and had issued S\$300.0 million bonds in 2011 at an interest rate of 2.00% per annum under the S\$2.5 billion programme.

CMT has also tapped into the commercial mortgage backed securities (CMBS) and convertible bond markets for funds. In addition, CMT has banking facilities as a source of back-up funds.



CMT will continue to proactively manage its capital structure by ensuring that its debt maturity profile is spread out without any major concentration of debt maturing in a single year, and maintaining an optimal gearing level.

Legal and Compliance Risk

Due to the nature of CMT's business, CMT is required to comply with the relevant legislations and regulations that include the Listing Manual of the SGX-ST (Listing Manual), the Code on Collective Investment Schemes (the CIS Code) issued by the Monetary Authority of Singapore (MAS) and the tax rulings issued by the Inland Revenue Authority of Singapore (IRAS) with regard to the taxation of CMT and its Unitholders. Thus, any changes in these legislations and regulations may affect CMT's operations and results.

CMT's reputation may be adversely affected by its business activities which may bring about unintended or unexpected legal consequences.

The manager of CMT (the Manager) has established relevant policies and procedures to ensure CMT's compliance with applicable legislations and regulations.

Risk & Capital Management

Interested Person Transaction Risk

The Manager has established internal control procedures to ensure that all transactions involving the Trustee and a related party of the Manager (Interested Person Transactions) are undertaken on an arm's length basis and on normal commercial terms and will not be prejudicial to the interests of the Unitholders.

For Interested Person Transactions, the Manager would have to demonstrate to the Audit Committee that the transactions were undertaken on normal commercial terms which may include obtaining (where practicable) quotations from parties unrelated to the Manager, or obtaining valuations from independent valuers (in accordance with the Property Funds Appendix). Proactive measures are also adopted to avoid situations of conflict and potential conflict of interest.

Human Resource Risk

In order to deliver quality products and services to our valued tenants and customers, the Manager and Property Manager, CapitaLand Retail Management Pte Ltd, invest in quality human capital by recruiting and retaining employees with the relevant expertise, skills and professionalism. High turnover rate of valued employees can be detrimental as it causes disruptions to CMT's business operations and undermines the implementation of CMT's strategic business plans.

The Manager and Property Manager have also adopted an integrated human capital strategy to recruit, develop and motivate quality employees. In addition to seeking outstanding talents with the required expertise and experience, emphasis has also been placed on managing these talents through staff development and continuous training. Comprehensive compensation and benefits plans are also used to motivate and retain the talents. Such measures are also to ensure that the Group maintains its competitive edge.

Development and Construction Risk

Under the Property Funds Appendix, the total contract value of all property development activities undertaken by CMT Group, together with its investments in uncompleted property developments, may not exceed 10.0% of CMT Group's deposited property. CMT Group's total deposited property as at 31 December 2011 was about S\$9.2 billion.

To date, the Manager has committed to invest about S\$469.5 million in CMT's first greenfield development project, Westgate. Ground-breaking for this retail-cum-office development had commenced in January 2012. Its retail mall is scheduled to open by end-2013 and its office tower, by end-2014.

The construction and development of new projects usually take a few years to complete, depending on the project size and its complexity. In the event that the projects cannot be completed within the anticipated time frame and budget, the delay may have a material adverse effect on CMT's business, financial position, results of operations and prospects. In addition, significant pre-operating costs incurred may not be recovered within the expected period or at all.

The Manager mitigates such risk through continual monitoring of the progress of these projects and their risks, which are quantitatively measured through the use of the Value-at-Risk model. The Manager has established standard operating procedures (SOPs) to guide project management personnel and ensure that all required applications are submitted for the authorities' approvals. These SOPs are subject to a series of continuity and consistency reviews by management and an independent ISO-auditor. In addition, the Manager has set up a framework for evaluating and pre-qualifying contractors and service providers that would be invited for project-related tenders.

Capital Management

Funding and borrowings	As at 31 December 2011 ¹ S\$ million
Term loan from Silver Maple	783.0
Retail Bonds	300.0 ²
Convertible Bonds	606.3 ³
Unsecured loans from CMT MTN	1,199.5 ⁴
Total borrowings at CMT level	2,888.8
Term loan at RCS Trust level from Silver Oak	400.0 ⁵
Term loan at Infinity Trusts level	195.0 ⁶
Total borrowings at CMT group	3,483.8⁷

1. Based on principal sums only.
2. Under the S\$2.5 billion Retail Bond Programme, CMT issued S\$300.0 million in principal amount of bonds (Retail Bonds) with an interest rate of 2.00% per annum, fully payable on 25 February 2013.
3. Based on the outstanding S\$256.25 million in principal amount of the S\$650.0 million 1.0% convertible bond due 2013 (2013 Convertible Bonds) and S\$350.0 million 2.125% convertible bonds due 2014 (2014 Convertible Bonds) issued on 2 July 2008 and 19 April 2011 respectively. The final redemption dates of the 2013 Convertible Bonds and 2014 Convertible Bonds are on 2 July 2013 and 19 April 2014 respectively.
4. Includes US\$500.0 million fixed rate notes issued through the EMTN programme which were swapped to S\$699.5 million at a fixed rate of 3.794% per annum in April 2010.
5. CMT's 40.00% interest in RCS Trust.
6. Drawdown of S\$650.0 million by Infinity Trusts (CMT's 30.00% share thereof is S\$195.0 million) from the S\$820.0 million secured banking facilities on 30 November 2011.
7. As at 31 December 2011, unsecured debt accounted for 53.1% of total borrowings.

Under the facility agreement between Silver Maple and CMT, Silver Maple has granted and loaned CMT a total term loan facility of S\$783.0 million which is maturing in October 2012.

In February 2011, CMT has established a S\$2.5 billion Retail Bond Programme and has issued S\$300.0 million Retail Bonds with an interest rate of 2.00% per annum, fully repayable on 25 February 2013.

In April 2011, CMT issued S\$350.0 million principal amount of 2014 Convertible Bonds at an interest rate of 2.125% per annum which is convertible by bondholders into Units at an initial conversion price of S\$2.2692 (which is adjusted to S\$2.2427 on 30 January 2012). The final redemption date is 19 April 2014.

In addition to the S\$100.0 million repurchased in October 2010, CMT further repurchased S\$106.0 million and S\$100.0 million in principal amount of the 2013 Convertible Bonds in April and July 2011 respectively. In July 2011, S\$87.75 million in principal amount of the 2013 Convertible Bonds was redeemed pursuant to the put option exercised by the bondholders. Following the repurchase and redemption, the outstanding aggregate principal amount of 2013 Convertible Bonds is currently S\$256.25 million. The final redemption price upon maturity on 2 July 2013 is equal to 109.31% of the principal amount.

The above mentioned repurchase of the S\$206.0 million and redemption of S\$87.75 million of the 2013 Convertible Bonds (including respective repurchase and redemption prices and accrued interest) were refinanced by the net proceeds from the S\$350.0 million 2014 Convertible Bonds. The balance of the net proceeds were used for other general corporate and working capital purposes. This is in accordance with the stated use and allocation of the proceeds from the 2014 Convertible Bonds.

CMT has a 40.00% interest in RCS Trust. On 21 June 2011, Silver Oak has granted RCS Trust a term loan facility of S\$1.0 billion and a revolving credit facility of S\$300.0 million under the loan agreements between Silver Oak and RCS Trust Trustee-Manager. RCS Trust drew down the S\$1.0 billion to refinance the existing loans of S\$964.0 million (comprising term loan of S\$866.0 million and revolving credit facility of S\$98.0 million), ahead of the expected maturity date on 13 September 2011. CMT Group's 40.00% share of RCS Trust's term loan is S\$400.0 million.

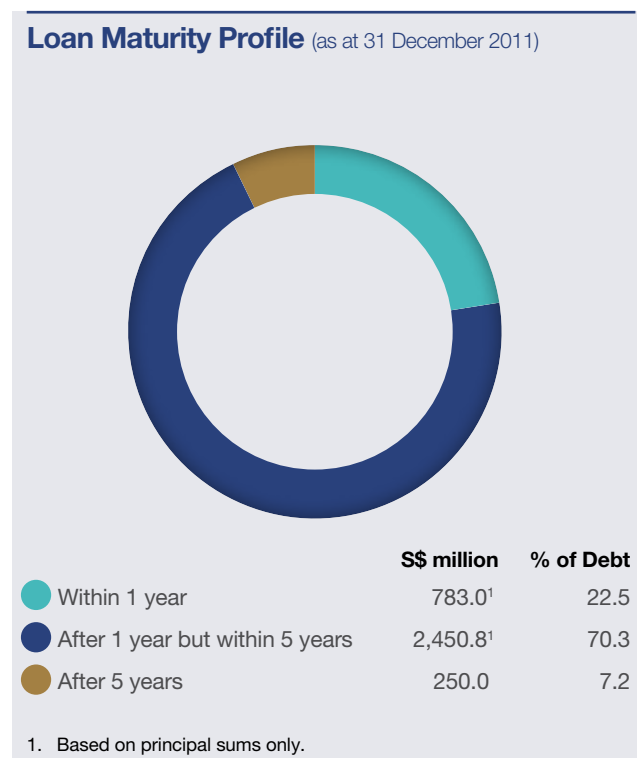
In November 2011, Infinity Trusts drew down S\$650.0 million term loan from the total facilities of S\$820.0 million

(comprising term loan of S\$650.0 million and revolving credit facility of S\$170.0 million). CMT Group's 30.00% share of Infinity Trusts' term loan is S\$195.0 million.

In summary, the total borrowings of CMT Group as at 31 December 2011 was S\$3,483.8 million, with gearing at 38.4%.

CMT holds derivative financial instruments to hedge its currency and interest rate risk exposures. The fair value derivative for FY 2011, which was included as financial derivatives in total liabilities was S\$69.4 million. This represented 1.3% of the net assets of CMT Group as at 31 December 2011.

The loan maturity profile for CMT Group as at 31 December 2011 was as follows:



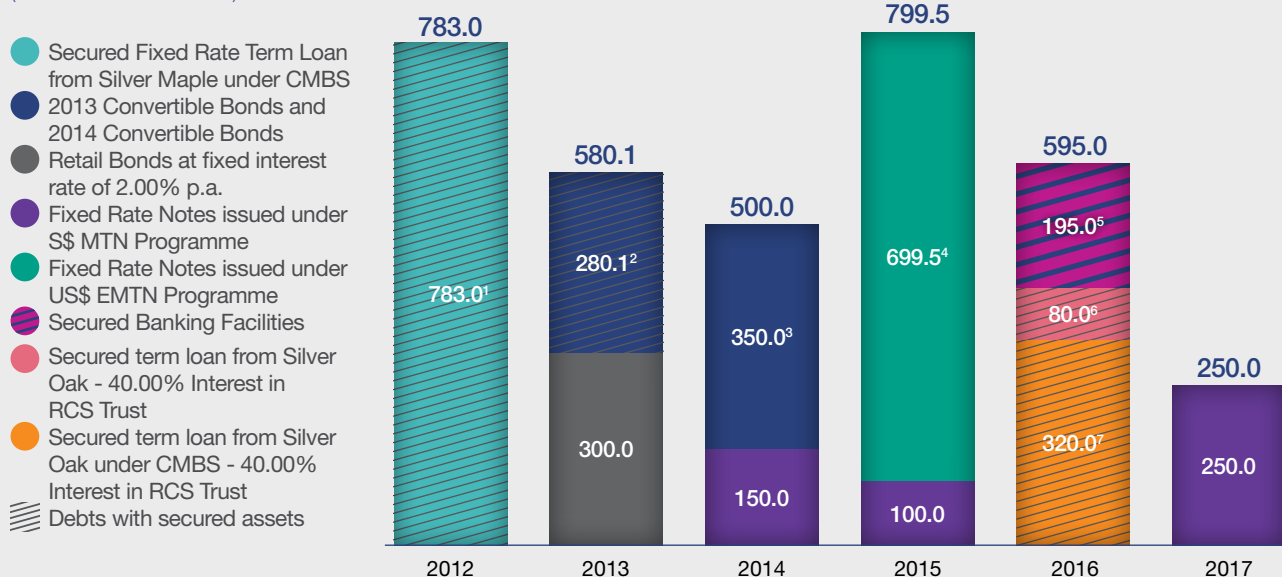
As at 31 December 2011, 22.5% or S\$783.0 million of CMT Group's debt will mature in 2012. CMT has sufficient internal resources and existing bank facilities to cover the repayments due in 2012. The Manager will continue to adopt a rigorous and focused approach to capital management.

Average cost of debt for CMT Group for FY 2011 has decreased to 3.5% per annum compared with 3.7% per annum for the FY 2010 as the new loans taken up in 2011 are at comparatively lower interest rates than the loans that were repaid.

Risk & Capital Management

Debt Maturity Profile (S\$ million)

(as at 31 December 2011)



Silver Maple: Silver Maple Investment Corporation Ltd
Silver Oak: Silver Oak Ltd.

CMBS: Commercial mortgage backed securities

1. CMBS of S\$783.0 million are rated 'AAA' by Fitch Inc. and 'Aaa' rated by Moody's.
2. Secured S\$256.25 million 1.0% 2013 Convertible Bonds with conversion price of S\$3.39 redeemable on 2 July 2013 at 109.31% of the principal amount.
3. 2014 Convertible Bonds at fixed rate of 2.125% p.a. with initial conversion price of S\$2.2692 (adjusted to S\$2.2427 on 30 January 2012).
4. US\$500.0 million 4.321% p.a. fixed rate notes were swapped to S\$699.5 million at a fixed interest rate of 3.794% p.a. in April 2010.
5. Drawdown of S\$650.0 million by Infinity Trusts (CMT's 30.00% share thereof is S\$195.0 million) from the S\$820.0 million secured banking facilities on 30 November 2011.
6. S\$200.0 million 5-year term loan from Silver Oak (CMT's 40.00% share thereof is S\$80.0 million).
7. On 21 June 2011, Silver Oak issued US\$645.0 million in principal amount of Class A Secured Floating Rate Notes with expected maturity on 21 June 2016 (Series 002 Notes). The Series 002 Notes are issued pursuant to the S\$10.0 billion Multicurrency Secured Medium Term Note Programme established by Silver Oak and are secured by its rights to Raffles City Singapore. The proceeds have been swapped into S\$800.0 million (CMT's share thereof is S\$320.0 million).

Cash Flows And Liquidity

CMT Group takes a proactive role in monitoring its cash and liquid reserves to ensure adequate funding is available for distribution to the Unitholders as well as to meet any short-term liabilities.

Operating Activities

Operating net cash flow for the FY 2011 was S\$381.5 million, a decrease of S\$1.7 million over the operating cash flow of S\$383.2 million in the preceding financial year. This was mainly due to the payment of Goods and Services Tax in relation to the tender price and other costs incurred for the Westgate project under Infinity Trusts which will be recovered from IRAS.

Investing Activities

CMT Group continued its acquisition strategy and increased the number of investment properties in the portfolio from 15 to 16 with the acquisition of Iluma as well as investing in Westgate under Infinity Trusts. This further strengthens CMT's lead as Singapore largest real estate investment trust by asset size.

After going through the tough market environment, the Group has become more prudent in its capital requirements for new acquisitions and AEI. CMT Group will constantly look out for new acquisition opportunities.

Financing Activities

CMT Group continued to adopt a rigorous and focused approach to monitor the cash position and level of borrowings with the view of strengthening its capital structure and competitive position.

Cash and Cash Equivalents

As at 31 December 2011, the value of cash and cash equivalents of CMT Group stood at S\$757.6 million compared with S\$712.9 million as at 31 December 2010. The higher quantum was mainly due to the net proceeds from the private placement of S\$250.0 million on 10 November 2011. As at 1 March 2012, S\$12.0 million from the net proceeds from the private placement has been used for certain committed capital expenditure and AEI. This is in accordance with the stated use and allocation of the proceeds from the private placement.

Accounting Policies

The financial statements have been prepared in accordance with the Statement of Recommended Accounting Practice (RAP) 7 "Reporting Framework for Unit Trusts" issued by the Institute of Certified Public Accountants of Singapore, and the applicable requirements of the CIS Code issued by the MAS and the provisions of the Trust Deed.

Unit Price Performance

Global financial markets began the year 2011 on an even keel but knuckled under increasingly widespread concerns over the global economic health in the second half of the year. The last few months of the year were hogged by gloomy news emanating from the Eurozone and a mixed outlook for the United States' economy.

CMT's unit price closed lower by 12.8% at S\$1.70 on 30 December 2011, compared to S\$1.95 at the beginning of the year, as it softened in line with the broader market's weakness in the second half of the year. Nonetheless, CMT outperformed the Straits Times Index (STI) as investors took shelter under defensive stocks amidst the growing

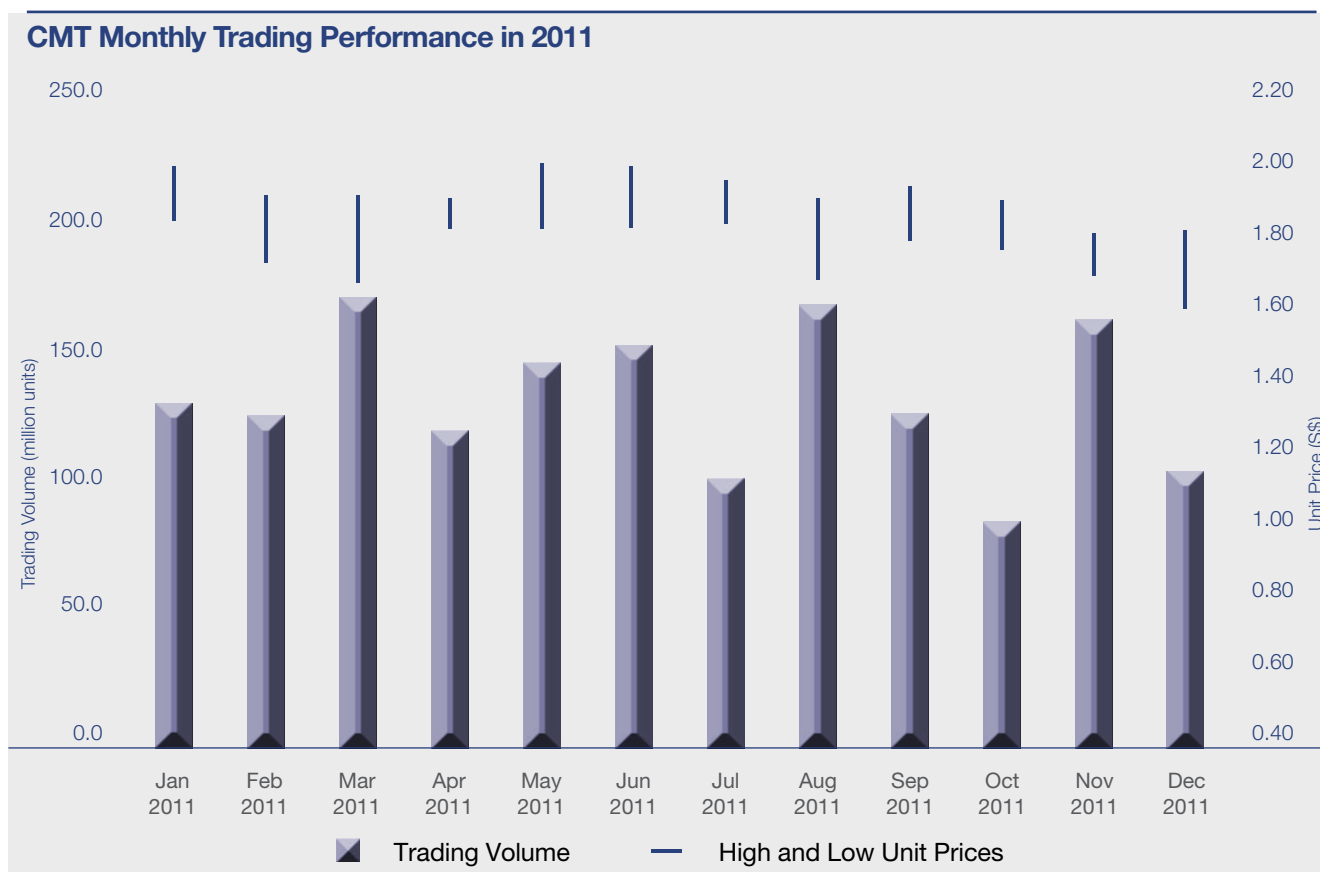
uncertainty in the global economy. The STI ended the year 17.0% lower while the FTSE ST Real Estate Investment Trust (FTSE ST REIT) Index declined by 16.0% year-on-year.

In November 2011, CMT issued 139,665,000 new units through a private placement which brought its total number of units in issue to approximately 3.3 billion. As at 31 December 2011, CMT's market capitalisation registered S\$5.7 billion – the highest among real estate investment trusts in Singapore. The stock's trading volume in 2011 reached 1.7 billion units, translating to an average daily trading volume of approximately 6.7 million units.

Trading Data by Year

Unit Price (S\$)	2003	2004	2005	2006	2007	2008	2009	2010	2011
Highest	1.43	1.76	2.66	2.93	4.32	3.75	1.87	2.15	2.00
Lowest	1.00	1.36	1.73	2.01	2.76	1.38	0.98	1.67	1.64
Average Closing	1.17	1.58	2.25	2.40	3.64	2.78	1.50	1.91	1.85
Last Done at Year-end	1.43	1.76	2.24	2.91	3.46	1.59	1.80	1.95	1.70
Trading Volume (million units)	261.4	307.5	353.7	549.6	1,111.6	1,380.6	2,554.8	1,435.3	1,672.9
Average Daily Trading Volume (million units)	1.0	1.2	1.4	2.2	4.5	5.5	10.2	5.7	6.7
Net Asset Value Per Unit ¹ (S\$)	1.03	1.31	1.64	1.87	2.21	2.41	1.54	1.53	1.56

1. Excludes outstanding distributable income as at end of each period.

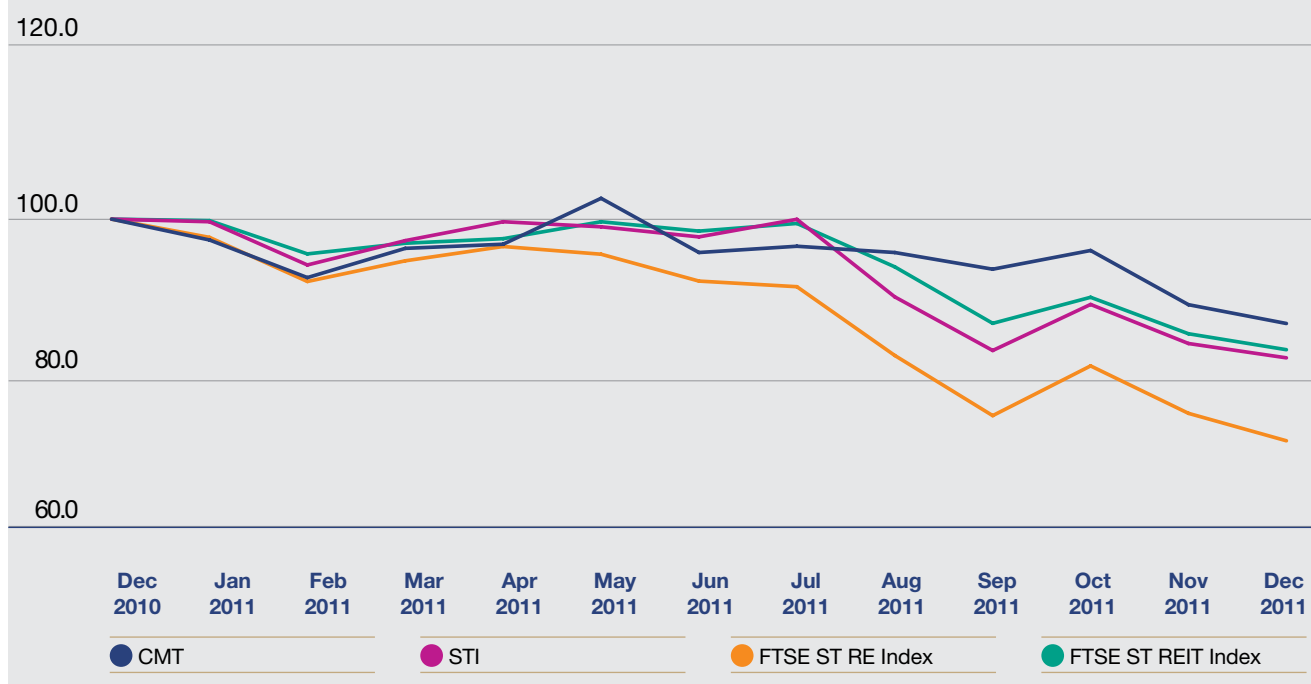


Unit Price Performance

Comparative Price Trends

	CMT		Straits Times Index		FTSE ST Real Estate (RE) Index		FTSE ST Real Estate Investment Trust Index	
	Closing unit price (S\$)	Percentage change %	Closing index value	Percentage change %	Closing index value	Percentage change %	Closing index value	Percentage change %
Dec 2010	1.95	100.0	3190.04	100.0	729.58	100.0	683.28	100.0
Jan 2011	1.90	97.4	3179.72	99.7	713.26	97.8	682.06	99.8
Feb 2011	1.81	92.8	3010.51	94.4	673.72	92.3	654.13	95.7
Mar 2011	1.88	96.4	3105.85	97.4	692.26	94.9	663.05	97.0
Apr 2011	1.89	96.9	3179.86	99.7	705.09	96.6	666.87	97.6
May 2011	2.00	102.6	3159.93	99.1	698.12	95.7	681.07	99.7
Jun 2011	1.87	95.9	3120.44	97.8	674.09	92.4	673.21	98.5
Jul 2011	1.89	96.7	3189.26	100.0	669.00	91.7	679.65	99.5
Aug 2011	1.87	95.9	2885.26	90.4	607.39	83.2	643.23	94.1
Sep 2011	1.83	93.8	2675.16	83.9	553.48	75.9	595.85	87.2
Oct 2011	1.88	96.1	2855.77	89.5	598.07	82.0	617.69	90.4
Nov 2011	1.75	89.5	2702.46	84.7	555.53	76.1	587.08	85.9
Dec 2011	1.70	87.2	2646.35	83.0	530.90	72.8	573.68	84.0

Comparative Price Trends (Rebased to 100.0)



Source: Bloomberg.

Constituent of Key Indices

FTSE4Good Global Index
 FTSE/ASEAN Index
 FTSE EPRA¹/NAREIT² Global Real Estate Index
 FTSE Straits Times (ST) Index
 FTSE ST All Share Index
 FTSE ST Financials Index
 FTSE ST Real Estate Index
 FTSE ST REIT Index

GPR³ General Index
 GPR³ General ex-US Index
 GPR³ General Far East Index
 GPR³ General Far East ex-Japan Index
 GPR³ General Singapore Index
 GPR³ General Quoted Index
 GPR³ General Quoted ex-US Index
 GPR³ General Quoted Far East Index
 GPR³ General Quoted Far East ex-Japan Index
 GPR³ General Quoted Singapore Index
 GPR³ 250 Index
 GPR³ 250 ex-US Index
 GPR³ 250 Asia Index
 GPR³ 250 Asia ex-Japan Index
 GPR³ 250 Asia Pacific Index
 GPR³ 250 Asia Pacific ex-Japan Index
 GPR³ 250 South-Eastern Asia Index
 GPR³ 250 Singapore Index
 GPR³ 250 REIT Index
 GPR³ 250 REIT ex-US Index
 GPR³ 250 REIT Asia Index
 GPR³ 250 REIT Asia ex-Japan Index
 GPR³ 250 REIT Asia Pacific Index
 GPR³ 250 REIT Asia Pacific ex-Japan Index
 GPR³ 250 REIT South-Eastern Asia Index
 GPR³ 250 REIT Singapore Index

MSCI⁴ Singapore Standard
 MSCI⁴ World Standard Index

S&P⁵ BMI Global Index
 S&P⁵ Global Property Index
 S&P⁵ Global REIT Index

1. European Public Real Estate Association
2. National Association of Real Estate Investment Trusts
3. Global Property Research
4. Morgan Stanley Capital International
5. Standard & Poor's

Changes in CMT's Unit Price and Index Values

(From 31 December 2010 to 31 December 2011)

	%
CMT	(12.8)
STI	(17.0)
FTSE ST RE Index	(27.2)
FTSE ST REIT Index	(16.0)

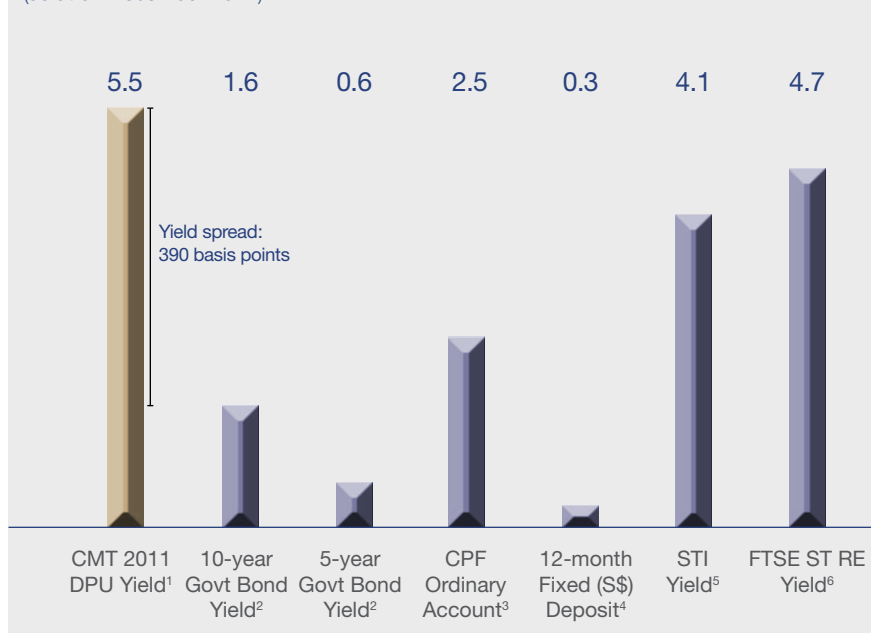
CMT's Total Returns¹

	%
Since listing on 17 July 2002 ² to 31 December 2011	159.9
From 31 December 2010 to 31 December 2011	(8.0)

1. Sum of distribution yield and capital appreciation, taking into account the effects of the underwritten renounceable 9-for-10 rights issue in 2009.
2. Based on issue price of S\$0.96 per unit.

Comparative Yields (%)

(as at 31 December 2011)



Sources: Bloomberg, Central Provident Fund (CPF) Board, Monetary Authority of Singapore.

1. Based on FY 2011 distribution per unit of 9.37 cents and the unit closing price of S\$1.70 on 30 December 2011.
2. Singapore Government 10-year and 5-year bond yields as at 30 December 2011.
3. Prevailing CPF-Ordinary Account savings rate.
4. Average 12-month S\$ fixed deposit savings rate as at 30 December 2011.
5. Average 12-month gross dividend yield of Straits Times Index as at 30 December 2011.
6. Average 12-month gross dividend yield of FTSE Straits Times Real Estate Index as at 30 December 2011.

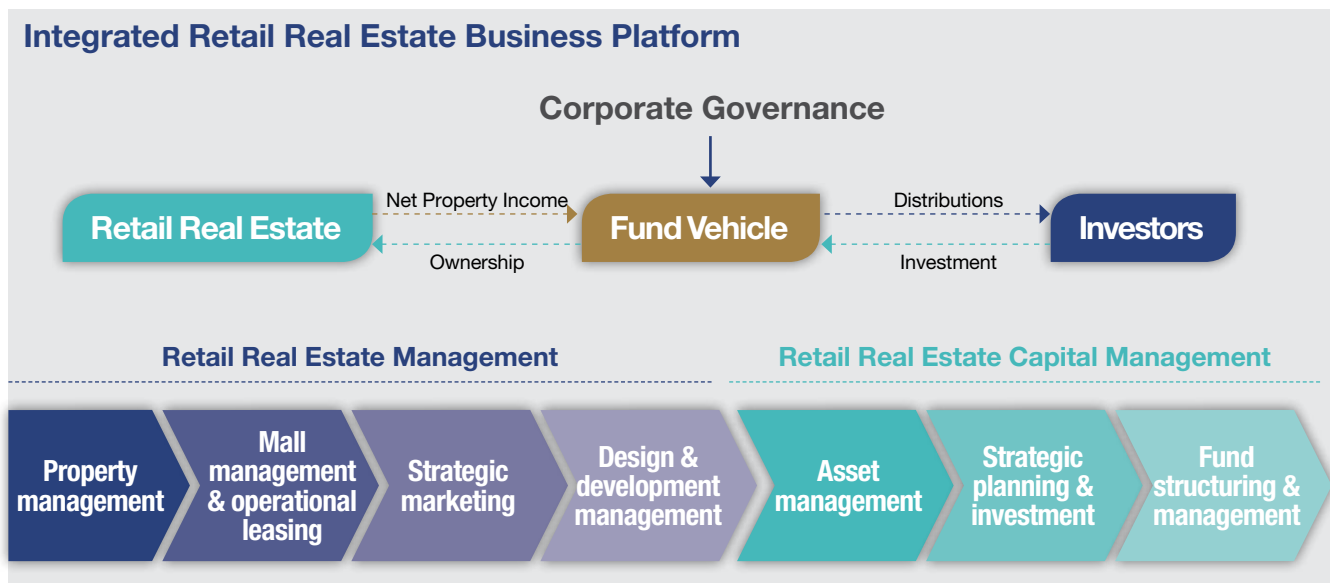




Safety in Retail

Leading Singapore's retail scene with innovative shopping experiences

Growth Strategies



Integrated Retail Real Estate Platform

We are able to tap on CapitaMalls Asia's unique integrated retail real estate platform, combining the best of retail real estate management and capital management capabilities. Through this platform, we can call upon a professional and experienced team of operations, project and asset managers who work closely and seamlessly with each other to:

- Formulate medium- and long-term strategies and initiatives to deliver sustainable returns
- Enhance shopping experiences to attract and increase shopper traffic
- Review space usage to optimise space productivity and income
- Manage lease renewals and new leases diligently to minimise rental voids
- Manage and monitor rental arrears to minimise bad debts
- Manage projects to ensure timely completion within budgets
- Manage and monitor property expenses to maximise net property income
- Address all key operational issues to ensure alignment with the Manager's strategies.

Intrinsic Organic Growth

Active management of new leases and lease renewals is important for us to capture opportunities for organic growth. A major component of CMT's organic growth has been achieved through:

- Step-up rent
- Gross turnover (GTO) rent, which makes up about 3.0% to 5.0% of CMT's gross revenue. This is a useful management tool which aligns CMT's interests with those of our tenants. Most of the leases at CMT's properties follow a rental structure which encompasses step-up rent plus a small component of GTO rent or a larger component of GTO rent only, whichever is higher
- Non-rental income from car parks, atrium spaces, advertisement panel spaces, casual leasing, vending machines and customer service counters
- Improved rental rates for lease renewals and new leases.

Innovative Asset Enhancement Initiatives

Creative asset planning unlocks the potential value of CMT's properties to further propel growth by enhancing the retail environment and improving the attractiveness of the properties to shoppers and retailers. Diverse ways to increase the yield and productivity of CMT's retail spaces include:

- Decantation whereby lower-yield spaces are converted into higher-yield spaces
- Reconfiguration of retail units to optimise space efficiency
- Maximising the use of common areas, such as bridge space, and converting mechanical and electrical areas into leasable space
- Upgrading amenities, adding play and rest areas, providing design advisory on shop front design and creating better shopper circulation to enhance the attractiveness of our malls.



Inviting experiences at Clarke Quay

PHOTO CREDIT: JIMMY CHAN, SINGAPORE

Inviting Experiences

To stay ahead of consumer trends, we constantly reinvent retail experiences with innovative shopping, dining and leisure combinations which help to maximise the sales of the tenants and generate growth through improved rental income. The increase in shopper traffic is generated through:

- Alignment of tenancy mix with current market trends which ensures a continuous good mix of attractive and popular retail outlets in CMT's properties
- New retail concepts which generate fresh excitement and positive sales
- Enhancing shoppers' experiences with a more pleasant, comfortable and exciting environment by improving connectivity between floors, upgrading restroom facilities, baby nursing rooms, family room and children playgrounds, and providing designated water play areas with interactive features for children and alfresco dining areas
- Innovative marketing and promotional events to draw in the crowds
- Attractive shop fronts and visual merchandising design ideas.

Instrumental Investments

The ability to identify value-adding acquisitions, investments and greenfield development projects to add to the portfolio and further enhance their value is central to CMT's long-term sustainable growth.

Our investments should satisfy the investment criteria of:

- potential for growth in yield,
- rental sustainability and
- potential for value creation.

CMT's 17.81% interest in CapitaRetail China Trust (CRCT) provides some exposure to the tremendous growth in the China retail real estate market without significantly changing the asset profile of CMT.

In May 2011, CMT took a 30.00% stake in a joint venture to develop a prime site at Jurong Gateway, marking its first foray into greenfield developments. The new retail-cum-office development, to be called Westgate, will offer CMT a new avenue of growth.

Intensive Capital & Risk Management

We seek to optimise returns to Unitholders while maintaining a strong capital base and credit rating to support CMT's growth.

Regular assessments of capital management policies are undertaken to ensure that they are adaptable to changes in economic conditions and the risk characteristics of CMT. We also monitor our exposures to various risk elements by closely adhering to well-established management policies and procedures.

As part of our proactive capital management, we have diversified our sources of funding and reduced the lumpiness of debts maturing in any one year.

Independent Retail Market Overview

Economic Growth

Singapore experienced an average real gross domestic product (GDP) growth rate of 5.9% per annum during the period between 2000 and 2011. This was despite the global financial crisis in 2008/2009, which saw real GDP growth decrease to 1.7% in 2008 and -1.0% in 2009. Singapore's economy was one of the first to recover from recession with an exceptional GDP growth of 14.8% in 2010, before settling back to an estimated 4.9% in 2011.

Looking forward, growth is expected to remain moderate over the next few years, with the Economist Intelligence Unit (EIU) forecasting GDP growth to ease further to 3.0% in 2012, before increasing to 4.4% in 2013 and 5.2% in 2014. This is in line with the expectations of Singapore's Ministry of Trade and Industry, which is forecasting GDP growth of between 1.0% and 3.0% in 2012.

It should be noted that there is considerable downside risk in Singapore's growth outlook due to continued uncertainty in the global economy. As highlighted in the World Bank's recent "Global Economic Prospects" report, persistent weakness in the Eurozone economies, and high levels of debt in the United States and Japan, mean that there remains a substantial risk of another global credit crunch. This could cause another global recession which would undoubtedly have a negative impact on Singapore's economy.

Inflation

Consumer price inflation in Singapore has been relatively low, averaging 1.9% per annum since 2000. However, 2011 proved to be an exception, with initial estimates showing an increase of 5.1% in consumer prices over the previous year, driven mainly by rising housing and food prices, as well as higher global oil prices. Looking forward, EIU expects slowing global economic activity to ease these inflationary pressures, causing consumer price inflation to slow to 2.9% in 2012, 2.1% in 2013 and 2.0% in 2014.

Retail price inflation, which measures the price increase of only retail goods and services, is typically slightly below consumer price inflation and averaged 1.0% per annum over the past decade. Initial estimates of retail price inflation for 2011 are at 1.5%, with lower price growth for many non-food goods partially offsetting the increase in food prices. Going forward, retail price inflation is expected to stay at just over 1.0% for the next three years.

Population

According to the Department of Statistics Singapore, the total population of Singapore in June 2011 was 5.2 million people. Of this population, 3.8 million are 'residents' (either citizens or permanent residents). The remaining 1.4 million, equivalent to 26.9% of the total population, are known as 'non-residents', and are mainly expatriate workers on long-term working visas. These workers include both skilled professionals and unskilled workers.

Over the next three years, we expect the total population of Singapore will grow at an average of 1.8% per annum, reaching 5.5 million in 2014. The growth in the resident population is expected to be relatively slow over this period, at around 1.4% per annum, reflecting a low birth rate. Growth in the non-resident population is expected to be higher, averaging 3.0% between 2012 and 2014. However, this is still lower than recent growth in the non-resident population, reflecting the slower economic growth outlook for Singapore and also a recent tightening of immigration policy.

Tourism

The tourism industry contributes considerably to the retail market in Singapore. We estimate that tourist spending accounted for approximately 17.6% of retail sales in 2011, a high proportion by international standards.

Singapore experienced a strong increase in tourist arrivals in 2011, continuing on the trend from 2010. According to the Singapore Tourism Board, tourist arrivals in 2011 increased by 13.1% from the preceding year. This strong growth was fuelled by the completion of several new tourist attractions in recent years, most notably the two integrated resorts which opened in 2010.

Going forward, tourist arrivals are expected to continue increasing, albeit at a slower rate, averaging 6.0% per annum over the next three years. This means that tourist spending will continue to increase as a proportion of the total market. We expect that by 2014, tourist spending will account for around 19.0% of total retail sales.

Retail Sales

Retail sales growth in Singapore has historically been quite strong, with nominal sales growth averaging 5.6% during the period between 2004 and 2011. This includes 2009, when a decline in consumer sentiment caused by the global financial crisis resulted in a contraction in retail sales by 1.7%. However, retail sales bounced back strongly with growth of 6.8% in 2010. Current estimates indicate nominal retail sales growth of around 6.1% for 2011.

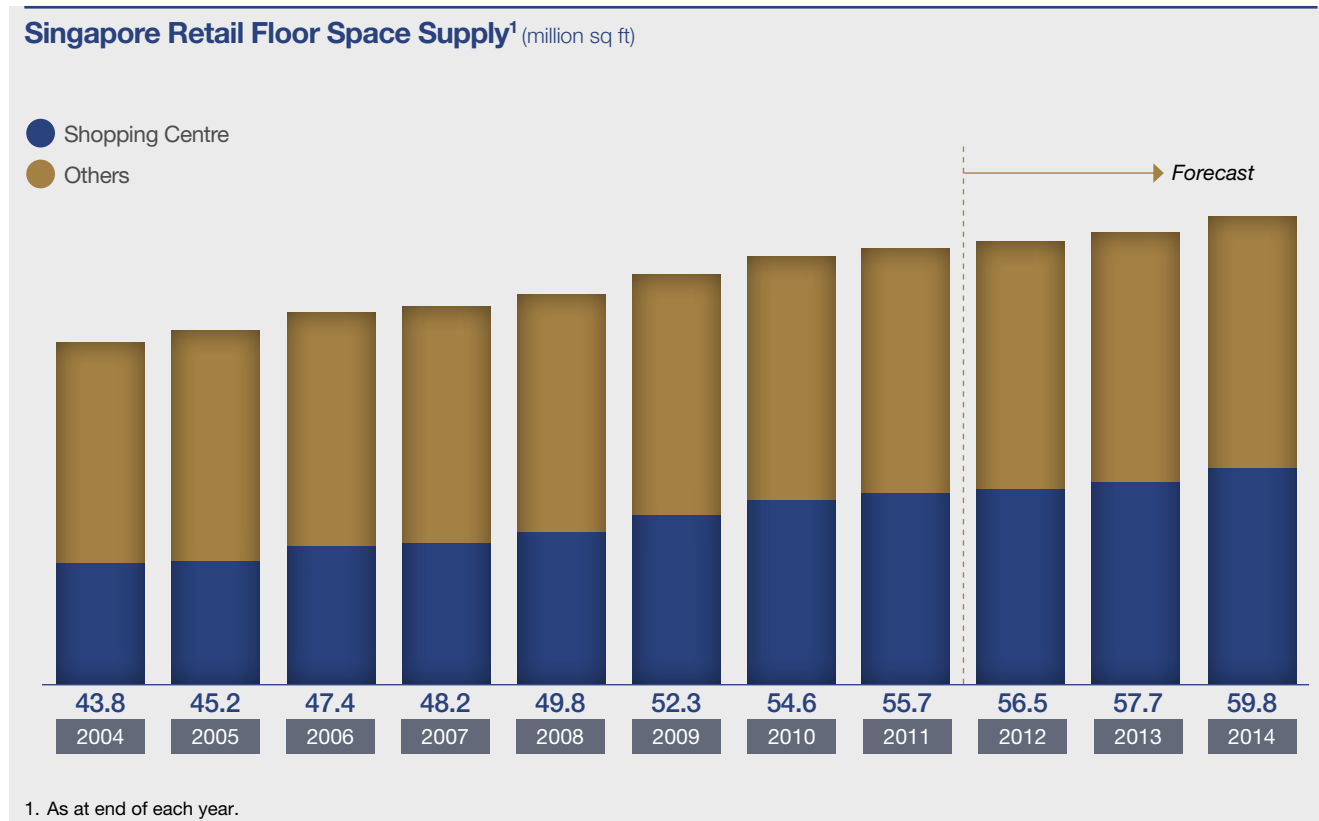
Looking forward, we forecast retail sales growth to continue at 5.0%, 5.5% and 5.2% for 2012, 2013 and 2014 respectively.

Retail Supply

We estimate the total amount of retail floor space in Singapore in December 2011 was 55.7 million square feet (sq ft) of net lettable area (NLA). Around 43.6% of this space, equivalent to 24.3 million sq ft, is estimated to be in shopping centres.

A moderate amount of shopping centre floor space, totalling 870,000 sq ft, was added in 2011, a 3.6% increase in total shopping centre floor space supply. The smaller amount of new space is a contrast to 2009 and 2010, when 2.3 million sq ft and 2.0 million sq ft respectively were added to the market. The new shopping centre floor space completed in 2011 mainly comes from small projects, with the most significant being 112 Katong (207,000 sq ft) and Changi City Point (210,000 sq ft).

In the pipeline, there is a further 3.2 million sq ft of new shopping centre floor space expected to be completed over the 2012 - 2014 period. Significant suburban projects include two new shopping centres at Jurong East, the new integrated development at Bedok Town Centre and the Singapore Sports Hub. The most significant project on Orchard Road is the redevelopment of Hotel Phoenix which will have around 210,000 sq ft of retail and is expected to be completed in 2014.



Source : Urbis

Independent Retail Market Overview

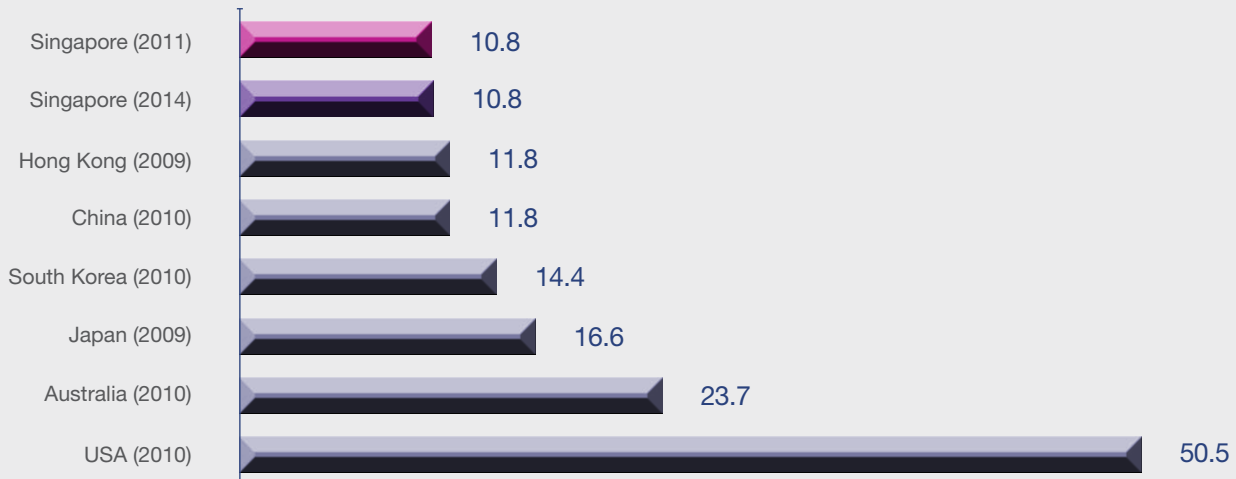
Retail Floor Space per Capita

The total amount of retail floor space per capita in Singapore was estimated to be 10.8 sq ft in 2011 and is forecast to remain unchanged to 2014. At this level, Singapore retail floor space remains low compared to other developed Asian countries, such as Hong Kong, South Korea and Japan. This low per capita provision tends to deliver higher floor space productivity and better certainty for developers due to restricted levels of competition.

Major Mall Ownership

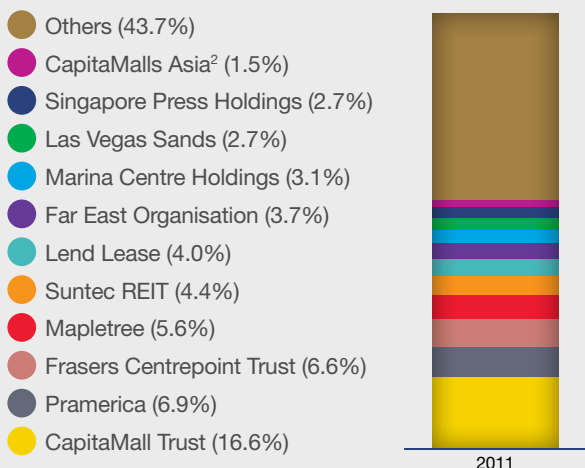
CapitaMall Trust (CMT) is the largest shopping centre owner in Singapore, with a 16.6% share of the floor space of major shopping centres in Singapore (major shopping centres being those over 100,000 sq ft NLA). Due to the scale of operations, CMT has significant competitive advantages in terms of maintaining an extensive network of tenants and achieving economies of scale in centre management.

Total Retail Floor Space Per Capita (sq ft)



Source : Urbis

Share of Major Shopping Centre Floor Space by Owner¹, 2011



- Malls greater than 100,000 sq ft NLA as at end-2011. Share of floor space takes into account ownership stake.
- CapitaMalls Asia Limited's (CMA) share only accounts for malls directly owned by CMA and does not include those owned through CMT.

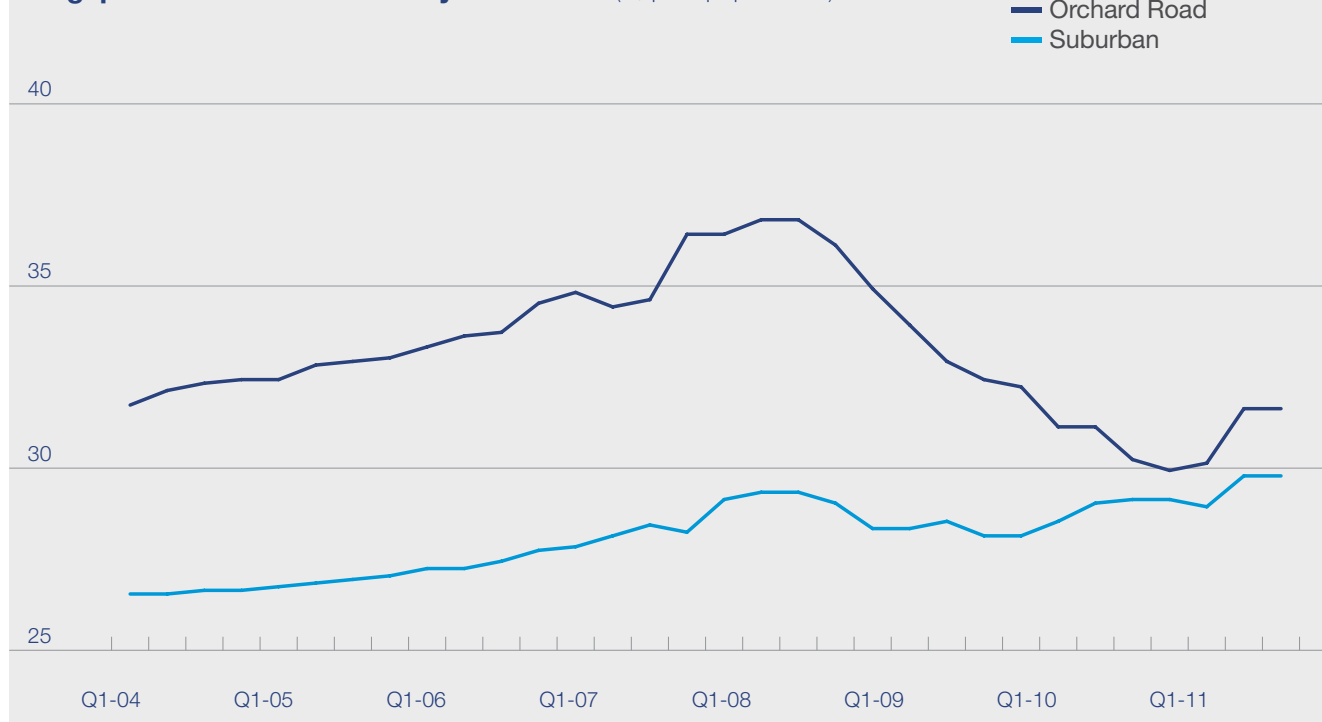
Source : Urbis

Retail Property Performance

2011 saw an improvement in the retail rental performance of both the Orchard Road and Suburban submarkets. This shows that the significant amount of new floor space added to the market in 2009 and 2010, particularly in the central area, is beginning to be absorbed by the market.

According to CB Richard Ellis (CBRE), average prime rents for Orchard Road in 4Q 2011 were S\$31.60 per sq ft per month, an increase of 4.6% over the same period in 2010. Meanwhile, average prime rents for suburban centres were S\$29.75 per sq ft per month, around 2.2% higher than 4Q 2010. It should be noted however that prime rents for both submarkets remained flat between 3Q 2011 and 4Q 2011, potentially signifying a softening of trading conditions in the final quarter.

Singapore Prime Retail Rents by Submarket (S\$ per sq ft per month)



Source : CBRE

Independent Retail Market Overview

Retail Rental & Occupancy Outlook

Continued growth in retail sales and a slower increase in new supply should underpin rental growth in the coming years. However, the growth in rental rates for the Suburban submarket is expected to be only moderate due to the addition of significant amount of new stock in 2013 and 2014.

We believe that rents on Orchard Road have reached the bottom of their decline, as shown by increases over the first three quarters of 2011. Going forward, retail sales growth, limited new supply and increasing demand from new retailers in the market should see rents continue to grow. Barring any worsening of economic performance, we expect rents on Orchard Road will increase by 2.0% in 2012 and 3.0% in 2013 and 2014.

For suburban malls, we expect to see rental growth of around 3.0% in 2012, before slowing to around 2.0% in 2013 and 2014 due to the significant amount of new supply expected in the submarket in these years.

We expect occupancy rates for retail properties to increase in line with rents. Occupancy in the Orchard Road submarket is expected to increase from around 94.5% in 2011 to 96.0% in 2014. Meanwhile, the average occupancy rate of suburban malls is expected to increase from 93.0% in 2011 to 93.5% in 2012, before decreasing by 1.0%-2.0% in 2013, once again due to the expected large increase in supply in this submarket.



Sources: Urbis.

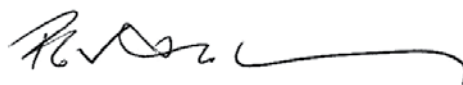


Sources: Urbis.

Conclusions

Despite an expected softening in economic conditions for Singapore in 2012, the outlook for the retail property sector remains reasonably positive. The slowing in economic activity is expected to mainly affect the external sector, with continued domestic demand helping to keep retail sales growth positive. The positive outlook for tourist arrivals should also contribute to sustained growth in retail sales. Continued sales growth is expected to flow on to growth in

rents and occupancy rates. However, there is considerable downside risk due to the uncertainty in the global economy. In the event of a repeat of the global credit crunch of 2008/09, the Singapore economy will be adversely affected and this will have a dampening effect on the retail property market. Nevertheless, as proven during the last recession, shopping centres which are well-positioned and proactively managed will tend to outperform the market, regardless of economic conditions.



Peter Holland
Director
Urbis
www.urbis.com.au
28 February 2012

DISCLAIMER

This report is prepared on the instructions of the party to whom or which it is addressed and is thus not suitable for use other than by that party. As the report involves future forecasts, it can be affected by a number of unforeseen variables. It represents for the party to whom or which it is addressed the best estimates of Urbis Pty Ltd, but no assurance is able to be given by Urbis Pty Ltd that the forecasts will be achieved.

Singapore REIT Sector

S-REITs' High Yield Spreads

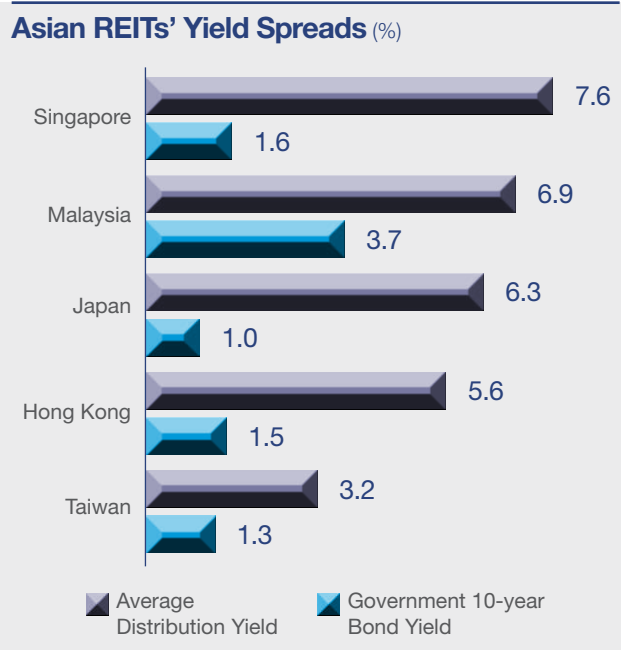
Singapore real estate investment trusts (S-REITs) continued their post-global financial crisis recovery in the first seven months of 2011. However, when global markets turned a corner in August, the S-REIT sector eased in tandem with the broad market, on the back of heightened risk aversions. The higher beta office and hospitality REITs saw their unit prices falling sharply, as the economic outlook appeared more uncertain. The FTSE ST REIT Index closed down by 16.0% compared to the beginning of the year, marginally outperforming the Straits Times Index by 1.0 percentage point.

Two S-REITs made their debut in 2011, bringing the number of S-REITs to 27. As at end-2011, the total market capitalisation of S-REITs registered S\$36.1 billion, down by 3.0% from S\$37.2 billion in the previous year. The average distribution yield of S-REITs expanded to 7.6% as at 30 December 2011 from 5.7% as at 31 December 2010. This was approximately 600 basis points (bps) above the Singapore government 10-year bond yield of 1.6% as at 30 December 2011. Compared to other Asian REITs, S-REITs' yield spreads were the highest.

Several S-REITs took advantage of the low interest rate and ample liquidity environment to take on higher debt levels or raise equity to fund acquisitions. Since the start of 2011, S-REITs have completed close to S\$5.2 billion worth of property acquisitions.

In 2011, some of the larger REITs by market capitalisation ventured into greenfield development to tap on this new growth avenue. S-REITs are bound by regulations to limit development activities to a maximum of 10.0% of total deposited property. These development projects are expected to yield higher returns, compared to yields that can be reaped from acquisitions of completed properties. The success of such greenfield projects are also subjected to higher leasing risks which can be mitigated for those REITs which have an extensive network of potential tenants to leverage on.

S-REITs have generally been more conservative in the past two years and have lower refinancing risks, given their stronger balance sheets. They have reduced their gearing levels, diversified their funding sources, extended their debt maturities and unencumbered a larger proportion of assets. Given the benign interest rate environment in 2011, many S-REITs have also taken the opportunity to lower their average funding cost.



Country	Yield Spread (bps)
Singapore	600
Japan	530
Hong Kong	410
Malaysia	320
Taiwan	190

Source: Bloomberg, 30 December 2011.

In November 2011, the Monetary Authority of Singapore (MAS) announced that it will consider issuing further regulatory guidance to the S-REIT industry in order to boost corporate governance standards. While not highlighting specific companies, MAS made the announcement in response to criticism that current rules governing the REIT sector are inadequate to protect the interests of minority unitholders.

However, MAS acknowledged that corporate governance rules and guidelines cannot envisage all circumstances and the regulator urged all S-REITs to uphold high standards of corporate governance.

Looking Forward

S-REITs today are better positioned to weather a potential economic crisis, compared to the global financial crisis (GFC) in 2008/2009, given more conservative asset values, stronger balance sheets and lower refinancing risks. Many market watchers believe they are unlikely to suffer from similar levels of decline in asset valuations last seen in the GFC. Concerns on refinancing risks and earnings defensiveness are likely to take centre stage for S-REITs in 2012.

Marketing & Promotions

Portfolio-wide Activities

In 2011, we implemented a series of strategic group-level marketing campaigns to drive traffic and draw shoppers' dollars for tenants at CMT's properties.

The membership base of CapitaCard, a credit and debit card loyalty programme that aims to retain and encourage repeat shopper spending at CMT's malls, has grown significantly to over 192,000 cardmembers as at 31 December 2011. Card spend for the programme saw a 7.0% year-on-year increase to approximately S\$208.0 million in 2011. This programme not only provides cardmembers with instant cash rebates, but also offers a host of exclusive treats, privileges and benefits in CMT's malls such as complimentary parking, privileged parking as well as opportunities to earn Capita\$ instant cash rebates at participating tenants' stores. The all-new CapitaCard with enhanced card benefits was successfully launched in November 2011.

Another key loyalty programme is the CapitaVoucher, which helps to generate sales for CMT's tenants. CapitaVoucher is widely accepted at over 1,800 participating stores across 14 of CMT's malls. In 2011, sales of CapitaVouchers grew by 29.0% year-on-year to S\$28.2 million.

In December 2011, we launched a card-less rewards programme called CAPITASTAR that allows members to enjoy benefits on top of all existing rewards. This programme allows shoppers to earn STAR\$ across 12 of CMT's malls which can be redeemed for CapitaVouchers. This programme gives us in-depth analytical insights on our shoppers' profiles and demographics while helping to retain and encourage repeated spending in the malls.

Our three loyalty programmes, CapitaCard, CapitaVoucher and CAPITASTAR, aim to transform our customers' shopping experiences into one that is more convenient, caring, rewarding and refreshing – with endless shopping delights.

Mall-centred Activities

Besides implementing our portfolio-wide marketing activities, each CMT property also makes efforts to enhance its unique positioning and brand identity by creating memorable brand experiences for consumers through their own promotional activities.

Tampines Mall

Kyushu Spring Fair

Tampines Mall organised the fair in collaboration with its anchor tenant, Isetan, in April 2011. The 10-day event showcased a wide variety of fresh Kyushu food specialties such as freshly prepared tonkotsu ramen soup, Ijima-shouten's deep fried seafood and Hakata fish cakes.

Hokkaido Fair

Tampines Mall held its annual Hokkaido fair in July 2011. The event, which was in its sixth year, saw shoppers feasting on a variety of different Hokkaido snacks.

Junction 8

Kidz Academy

Junction 8 held a children edutainment event in March 2011. The event featured a wide variety of enrichment schools and development centres who set up booths there. Some of the enrichment schools also conducted activities such as 'Math Mastery' by Adam Khoo, 'Story-telling' by Eduplus, 'Learn English' by British Council and 'Music Fun and Talk' by Cristofori Music School. Junction 8 saw its shopper traffic increased by 3.1% during the event, compared to the same period in 2010.

Rock & Roll Pyjamas Party

Junction 8 organised an overnight camp at its open plaza area for children aged between six and 12 years old in June 2011. The children were treated to cartoon movies, popcorn and took part in interactive games and workshops relating to the 'Rock & Roll' theme.

Inflatable Fun

A mini funfair was held at Junction 8's open plaza area for children aged between six and 12 years old over a period of three weeks in June 2011. The children had opportunities to play with different inflatables and take part in different activities each week.

A Charming White Christmas

Junction 8 held a series of Barbie events in the run-up to Christmas. The events include Barbie and Friends meet-and-greet sessions, Barbie Princess Charm School Live Show, Princess Tiara Workshop and Barbie Princess Charm School Workshop.

Marketing & Promotions

Plaza Singapura

Tenants' Gathering

A gathering was organised for tenants and partners in March 2011 to allow for networking opportunities. During the gathering, we also updated Plaza Singapura's tenants on our plans for upcoming asset enhancement works for the mall.

Style: Weddings Love Affair 2011

Style: Weddings Love Affair 2011 is an annual bridal event organised by Style Magazine. Plaza Singapura hosted this four-day event in October 2011, making it the first ever Style: Weddings event to be held within a shopping mall environment. The event attracted many couples with its wide array of bridal packages on offer, line-up of stage activities and entertainment.

The French Marché

In November 2011, Plaza Singapura partnered Carrefour to hold The French Marché event which promoted French gastronomy and 'art de vivre'. It was held in conjunction with Voilahi!, the annual French Festival in Singapore. The French Marché event showcased culinary specialties and lifestyle products from various regions in France, educating Singaporeans on the French 'savoir-faire'.

Celebrity Appearances

Plaza Singapura hosted a few celebrity events in 2011. These included popular Hong Kong actor, Andy Lau who was in Singapore to promote his 'Shaolin' movie and the cast of 'Magic to Win' movie. Hebe who is one-third of the famous female pop group, S.H.E. from Taiwan, also held a meet-and-greet and autograph session at Plaza Singapura in November 2011.

Bugis Junction

The Fashion Adventure

Bugis Junction held a five-day fashion show featuring its tenants' latest Spring/Summer collections. The programme included the inaugural Bugis Junction/Converse 3D Shoe Design Contest and a model search competition, I Can Do The Catwalk. The Shoe Design Contest saw eight shortlisted finalists reconstructing and designing their own 3D shoes. The finalists' shoe creations were paraded by eight models who were chosen from the I Can Do The Catwalk competition. The fashion show programme also showcased the top 15 sexy contenders for FHM Model 2011.

Glam Couple 2011

Bugis Junction partnered Goldheart Jewellery to organise a search for Singapore's most glamorous couple in conjunction with Valentine's Day. Each of the six shortlisted couples was given S\$300 CapitaVouchers to shop and give themselves a makeover within 45 minutes in the mall. The contestants also had to undergo challenges on stage with the audience cheering them on.

Raffles City Singapore

Fashion Shows

Raffles City Singapore (RCS) staged a series of fashion show events in April 2011 and also during the Great Singapore Sale season in May to June. These included artsy fun and surreal street performances by international artistes as they busked through the mall.

Unfold Everything for Fall

RCS presented Fall/Winter 2011 fashion trends through life-sized paper dolls. Kicking off the fashion collection was a fashion show of models dolled up in the same outfits as the paper dolls in October 2011. The paper dolls in 30 different outfits inspired by Fall/Winter were displayed over three weeks with 10 looks featured each week at Level 1 of the mall. The 30 outfits included brands from RCS's fashion tenants such as Robinsons, Furla, Shanghai Tang, Raoul and Topshop.

Clarke Quay

Oktoberfest

Clarke Quay celebrated Oktoberfest with two nights of German-themed food, Erdinger beer and merry making. The event was livened up with live band music and some 'Oom-pah' dancing by waitresses decked out in traditional German dirndl dresses. Stage games and game booths were also organised to keep visitors entertained.

Halloween

On 29 October 2011, Clarke Quay kicked off Halloween mayhem with The Mysteries of the Haunted Island party at its Central Fountain Square. Patrons were treated to a night of live band performances, stage games and activities such as face painting before making their way to the various Halloween-themed outlets to continue the party.

New Year's Eve Countdown Party

Clarke Quay ushered in the New Year with an evening of dazzling lights, bustling energy, and adrenaline pumping music at its Countdown Party on 31 December 2011. The party featured colourful pyrotechnic displays and an array of live singing performances.

IMM Building

Ice Skating Classes

IMM Building (IMM) held ice skating and ice hockey classes at its garden plaza during the year-end school holidays. Shoppers also enjoyed free ice skating performances by the Singapore Ice Skating Association on 17 and 18 December 2011.

I'MM Designer

In April 2011, IMM held a 'I'MM Designer' tee-shirt design competition, giving away up to S\$35,000 worth of cash vouchers and prizes. The competition was segmented into three categories: Open category, School category and Family category.

Lot One Shoppers' Mall

Moonlight Rhapsody

In conjunction with the Mooncake Festival, shoppers at Lot One Shoppers' Mall (Lot One) sampled a culinary spread of exquisite mooncakes at the Level 1 atrium. The mall also played host to Taiwanese jazz pop singer, Yen J and new boy band, Magic Power. The artistes crooned to some of the fans' favourite tunes and interacted with the audience through stage games and an autograph session.

Doraemon

From 30 November to 26 December 2011, famous Japanese manga character, Doraemon made special appearances at Lot One. Shoppers had opportunities to get up close and personal with Doraemon and friends during a meet-and-greet photo-taking session, as well as sing and dance with them during the live show performances. There were also bag painting and colouring workshops and cartoon screenings. A special highlight of the event was a special Doraemon-themed mini maze which showcases the original artwork by Doraemon's creator Fujiko Fujio, as well as scenes from the comics. The Doraemon event was also held in two other malls, Bukit Panjang Plaza and Sembawang Shopping Centre.

Bukit Panjang Plaza

Annyeong Seoul

Bukit Panjang Plaza organised the fair in collaboration with Seoul Rhythms and Walking Heels in August 2011. The event featured a variety of Korean food & beverage, books, magazines, beauty, fashion, dramas and K-Pop merchandise. There were also Korean cooking demonstrations, beauty workshops and dance performances to entertain the audience.

Halloween Madness

Into its third consecutive year, this signature mall event has grown in scale from a one-day to a week-long event. The main activities included a mall-wide lucky draw whereby three iPads were given away, attractive items on sale at an extremely low price of S\$5, instant photo-taking for families and a scariest costume contest organised for kids. Halloween merchandise was also on sale at the mall's atrium.

Sembawang Shopping Centre

Celebrity Appearances

The cast of the movie 'It's a Great Great World' made an appearance at the mall during the Lunar New Year period. The mall's shopper traffic rose by about 19.0% year-on-year during the promotion period.

Great Singapore Sale

During the Great Singapore Sale in June 2011, shoppers at Sembawang Shopping Centre were treated to a '\$1derful GSS' where they enjoyed one-for-one deals, S\$1 & S\$10 discount offers and S\$1 specials. The popular Power Rangers also made an appearance at the mall and were swarmed by their adoring fans who stood in line to get snap shots with their favourite Ranger.

Funan DigitaLife Mall

Funan Cosplay: Engage 2011

A Funan Cosplay competition was held in April 2011. The top three Cosplayers won up to S\$800 worth of CapitaVouchers. Other fringe activities included an instant photo-taking session with popular costumed characters and a props-making workshop where shoppers got a chance to learn how to make movie props such as masks, helmets or weapons.

Launch of 'Gears of War 3'

In September 2011, Funan DigitaLife Mall organised the launch event of 'Gears of War 3' which was the most anticipated Xbox 360 blockbuster game of the year. Fans who pre-ordered the limited edition game or console received a 'Gears of War 3 Survivor Kit' while the first 50 fans in line also received an autographed poster and 'Gears of War 3' hoodie sweatshirt.

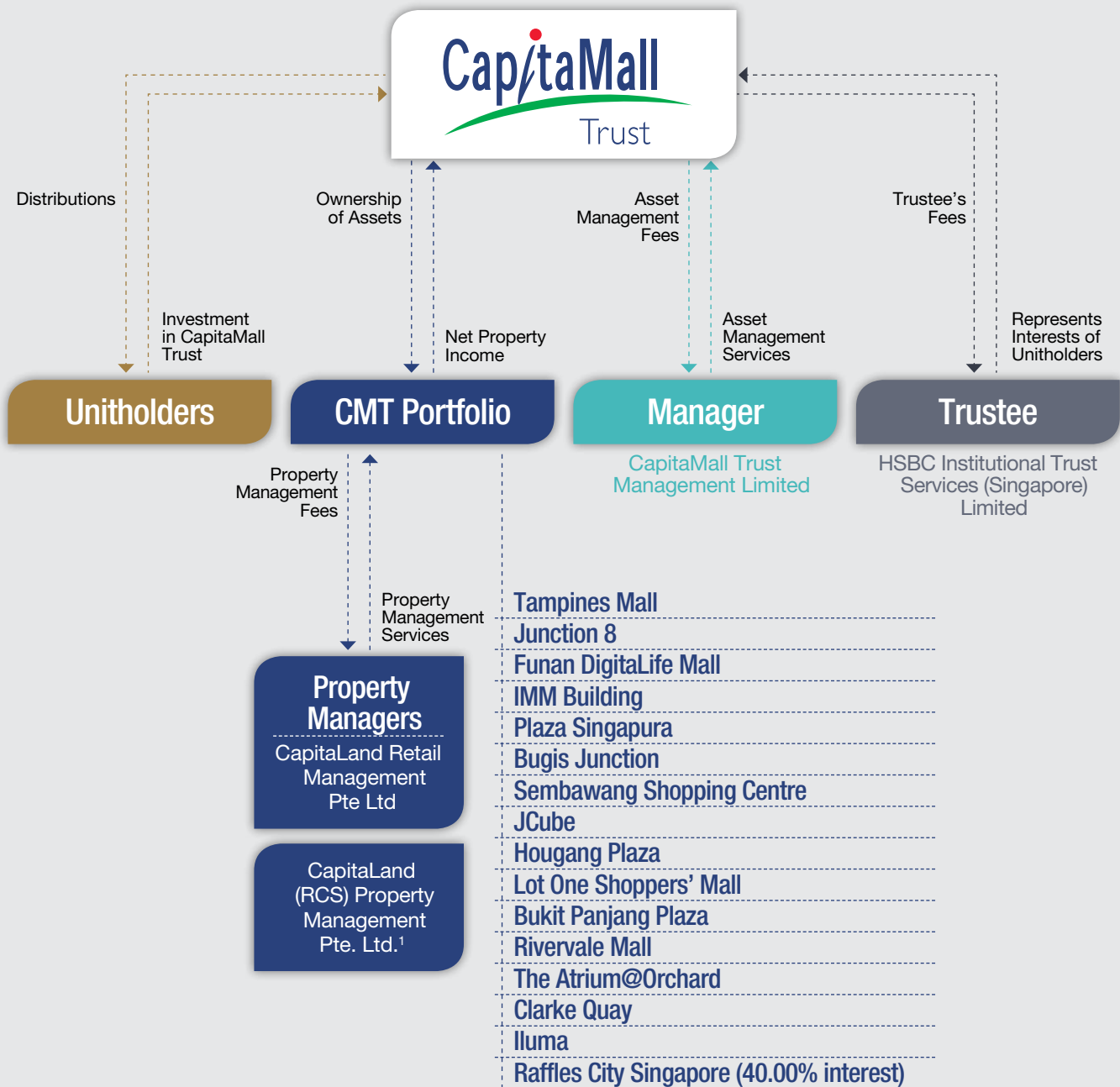




Safety in Expertise

Tapping on the diversified expertise of our board of directors and the management team

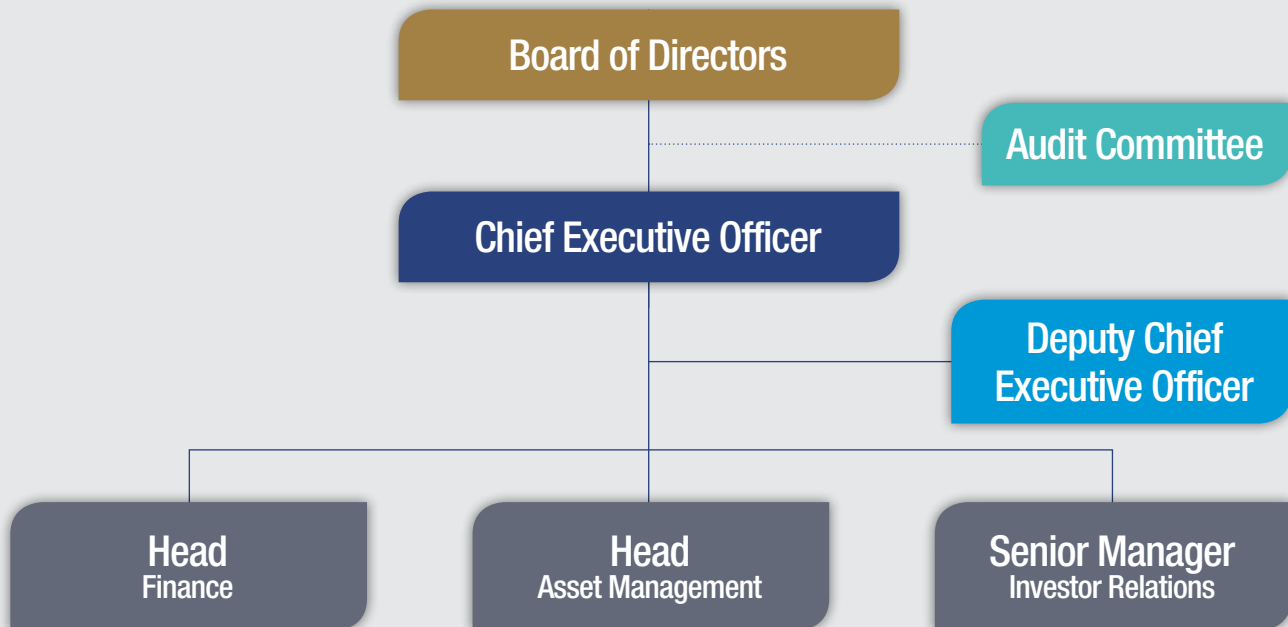
Trust Structure



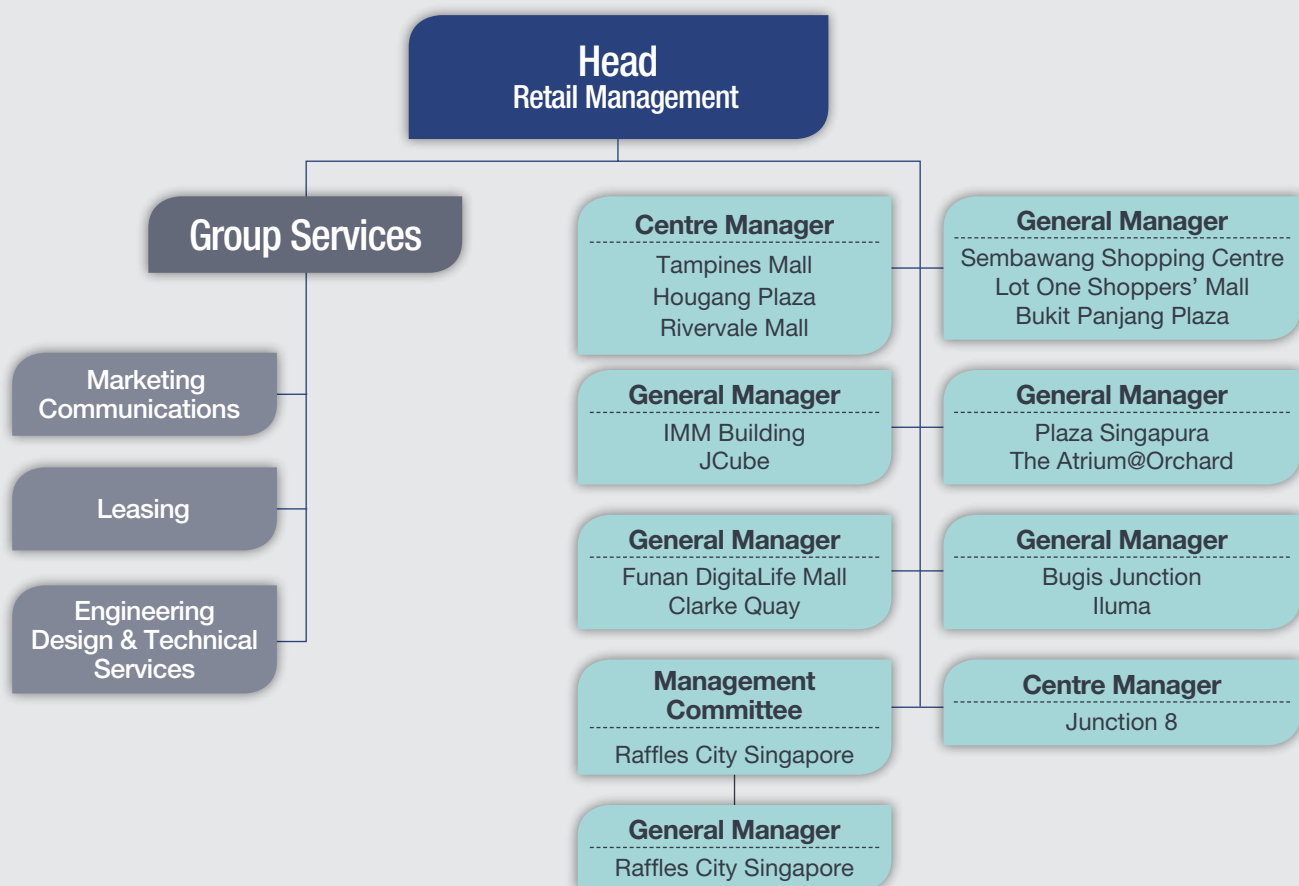
1. CapitaLand (RCS) Property Management Pte. Ltd. manages only Raffles City Singapore.

Organisation Structure

CAPITAMALL TRUST MANAGEMENT LIMITED (CMTML)



CAPITALAND RETAIL MANAGEMENT PTE LTD (CRMPL)



Board of Directors

01 James Koh Cher Siang

Chairman & Non-Executive Director

02 Liew Mun Leong

Deputy Chairman & Non-Executive Director

03 Lim Tse Ghow Olivier

Non-Executive Director

04 Lim Beng Chee

Non-Executive Director

05 James Glen Service

Independent Non-Executive Director

06 David Wong Chin Huat

Independent Non-Executive Director

07 S. Chandra Das

Independent Non-Executive Director

08 Richard R. Magnus

Independent Non-Executive Director

09 Kee Teck Koon

Non-Executive Director

10 Tan Kian Chew

Non-Executive Director

11 Simon Ho Chee Hwee

Chief Executive Officer & Executive Director





Board of Directors

01 James Koh Cher Siang

Chairman & Non-Executive Director

Mr James Koh joined the Board on 1 January 2009. He is also Chairman of Corporate Disclosure Committee and Investment Committee.

Mr Koh is a Director of CapitaLand Limited (listed on the Singapore Exchange Securities Trading Limited (SGX-ST)). He is also a Director of CapitaLand Hope Foundation, the CapitaLand Group's philanthropic arm.

Mr Koh is presently Chairman of Housing & Development Board, Singapore Deposit Insurance Corporation Limited, MechanoBiology Institute and Singapore Island Country Club. He sits on the Boards of UOL Group Limited and Pan Pacific Hotels Group Limited (both listed on the SGX-ST). He is also a Director of Singapore Cooperation Enterprise and Thye Hua Kwan Moral Charities Limited.

From 1997 to 2005, Mr Koh served as CEO of the Inland Revenue Authority of Singapore. In that capacity, he was both Commissioner of Inland Revenue and Commissioner of Charities. Prior to these appointments, Mr Koh was the Permanent Secretary in the Ministries of National Development, Community Development and Education. Mr Koh has substantial experience in public administration having served in the Ministries of Finance, National Development, Community Development, Education and the Prime Minister's Office. He was awarded the Public Administration Medal (Gold) in 1983 and the Meritorious Service Medal in 2002. Mr Koh was a Director of Singapore Airlines Limited (listed on SGX-ST).

Mr Koh is a graduate of Oxford University, UK with a Bachelor of Arts (Honours) and a Master of Arts in Philosophy, Political Science and Economics. He also holds a Master in Public Administration from Harvard University, USA.

02 Liew Mun Leong

Deputy Chairman & Non-Executive Director

Mr Liew Mun Leong joined the Board on 5 June 2002. He is also Chairman of Executive Committee and a member of Corporate Disclosure Committee and Investment Committee.

Mr Liew is a Director of CapitaLand Limited (listed on the SGX-ST) and President and CEO of CapitaLand Group. He is also Chairman of CapitaMalls Asia Limited (listed on the SGX-ST and The Stock Exchange of Hong Kong Limited), CapitaLand Residential Singapore Pte Ltd, CapitaLand China Holdings Pte Ltd, CapitaLand Commercial Limited, CapitaLand Financial Limited, CapitaValue Homes Limited and CapitaLand ILEC Pte. Ltd..

Mr Liew is Deputy Chairman of The Ascott Limited as well as Deputy Chairman of CapitaCommercial Trust Management Limited (the manager of CapitaCommercial Trust listed on the SGX-ST), CapitaRetail China Trust Management Limited (the manager of CapitaRetail China Trust listed on the SGX-ST) and Ascott Residence Trust Management Limited (the manager of Ascott Residence Trust listed on the SGX-ST). He is also a Director of CapitaLand Hope Foundation, the CapitaLand Group's philanthropic arm.

Mr Liew is presently Chairman of Changi Airport Group (Singapore) Pte. Ltd. and China Club Investment Pte Ltd. He is also a Director and a member of Audit Committee of Singapore Exchange Limited (listed on the SGX-ST), a Director of Singapore-China Foundation Ltd. and Surbana Corporation Pte. Ltd..

He is a member of the NUS Business School Management Advisory Board, National Productivity and Continuing Education Council, Governing Council of the Human Capital Leadership Institute, Centre for Liveable Cities and the Board of Trustees of Chinese Development Assistance Council.

In 2011, Mr Liew was named Best CEO in Singapore by FinanceAsia. In 2008, he was named Asia's Best Executive of 2008 (Singapore) by Asiamoney and Best CEO in Asia (Property) by Institutional Investor. In 2007, he was conferred the CEO of the Year award (for firms with market value of S\$500 million or more) in The Business Times' Singapore Corporate Awards. In 2006, he was named Outstanding CEO of the Year in the Singapore Business Awards.

Mr Liew was conferred the Meritorious Service Medal at the Singapore National Day Awards 2011.

Mr Liew is a graduate of the University of Singapore with a Degree in Civil Engineering and is a registered professional civil engineer.

03 Lim Tse Ghow Olivier

Non-Executive Director

Mr Olivier Lim joined the Board on 1 July 2005. He is also a member of Corporate Disclosure Committee and Executive Committee.

Mr Lim is the Chief Investment Officer of CapitaLand Limited (listed on the SGX-ST). He is concurrently the Non-Executive Chairman of Australand Holdings Limited (listed on the Australian Securities Exchange), and a Non-Executive Director of CapitaMalls Asia Limited (listed on the SGX-ST and The Stock Exchange of Hong Kong Limited), CapitaCommercial Trust Management Limited (the manager of CapitaCommercial Trust listed on the SGX-ST) and Raffles Medical Group Ltd (listed on the SGX-ST). Mr Lim also serves as a Board Member of Sentosa Development Corporation, and as the Non-Executive Chairman of its subsidiary, Mount Faber Leisure Group Pte. Ltd..

He was CapitaLand's Group CFO for 6 years until 2011. Prior to joining CapitaLand Limited in 2003, he was Director and Head of the Real Estate Unit, Corporate Banking in Citibank Singapore.

Mr Lim holds a First Class Honours degree in Civil Engineering from Imperial College, London. He was named CFO of the Year in 2007 (for firms with market value of S\$500 million or more) in The Business Times' Singapore Corporate Awards. He was also named CFO of the Year by The Asset magazine in its 2010 Asian Awards. He was awarded Best Investor Relations by a CFO by IR Magazine for South East Asia for 2009, 2010 and 2011 and Pan-Asia for 2011.

04 Lim Beng Chee

Non-Executive Director

Mr Lim Beng Chee joined the Board on 1 November 2008. He is also a member of Executive Committee and Investment Committee.

Mr Lim is currently the CEO and Executive Director of CapitaMalls Asia Limited (listed on the SGX-ST and The Stock Exchange of Hong Kong Limited). He is also a Director of CapitaRetail China Trust Management Limited (the manager of CapitaRetail China Trust listed on the SGX-ST) and CapitaMalls Malaysia REIT Management Sdn. Bhd. (the manager of CapitaMalls Malaysia Trust listed on the Bursa Malaysia Securities Berhad).

Mr Lim has more than 10 years of real estate investment and asset management experience. He previously held various positions within the CapitaLand group of companies since 2000 and has been CapitaMalls Asia Limited's CEO since 1 November 2008. Mr Lim has played an instrumental role in the creation of CapitaMalls Asia Limited's retail real estate funds and retail real estate investment trusts. Mr Lim was appointed as the Deputy CEO of CapitaMall Trust Management Limited in March 2005 until December 2006. He then led the team which spearheaded the listing of CapitaRetail China Trust, the first pure-play China shopping mall S-REIT and was appointed as CEO of CapitaRetail China Trust Management Limited in December 2006 until September 2008 during which time he was mostly stationed in Beijing. Mr Lim then returned to Singapore and assumed his appointment as CEO for both CapitaMalls Asia Limited and CapitaMall Trust Management Limited in November 2008. Mr Lim stepped down as CEO of CapitaMall Trust Management Limited on 25 November 2009 upon the listing of CapitaMalls Asia Limited. Mr Lim also spearheaded the listing of CapitaMalls Malaysia Trust, Malaysia's largest pure-play shopping mall REIT in July 2010.

Mr Lim holds a Master of Business Administration (Accountancy) from the Nanyang Technological University of Singapore and a Bachelor of Arts in Physics (Honours) from the University of Oxford, United Kingdom.

Board of Directors

05 James Glen Service

Independent Non-Executive Director

Mr James Glen Service joined the Board on 18 October 2001. He is also Chairman of Audit Committee and a Member of Investment Committee.

In addition, Mr Service is the Executive Chairman of JG Service Pty Limited, a specialist property consulting company. He was formerly the independent Deputy Chairman of Australand Holdings Limited, a subsidiary of CapitaLand Limited, which is listed on the Australian Stock Exchange. He is a former Group Chairman of Advance Bank, a former Director of Challenger Financial Services Group Ltd., and a former National President of the Property Council of Australia.

Mr Service has 20 years of experience in fund management and property trusts. He was awarded the honour of Officer in the General Division for the Order of Australia in 2004, a Silver Jubilee Medal in 1975 and Canberra Citizen of the Year 2001. Mr Service is a Life Fellow of the Australian Institute of Building, a Fellow of the Australian Society of Certified Practising Accountants and a Member of the Institute of Chartered Accountants.

06 David Wong Chin Huat

Independent Non-Executive Director

Mr David Wong joined the Board on 17 January 2003. He is also a member of Audit Committee.

Mr Wong is also currently a Non-Executive Director of ComfortDelgro Corporation Limited, SBS Transit Ltd and Asia Enterprises Holding Limited.

A senior partner of Ramdas and Wong, Mr Wong has been a lawyer in private practice with more than 30 years experience in real estate, banking, consumer finance and corporate law. He presently serves as a member of the Public Service Commission. He was a Director of the Singapore Labour Foundation from 2001 till 2010 and the Chairman of the Bedok Citizens' Consultative Committee from 1989 till 2007. A Justice of the Peace, he was awarded the Public Service Star (BBM) in 1991 and the BBM(L) in 2005.

Mr Wong is a graduate of the University of Singapore, with a Bachelor of Laws. He also holds a Master of Laws from the University of London.

07 S. Chandra Das

Independent Non-Executive Director

Mr S. Chandra Das joined the Board on 5 June 2002.

Mr Das is also a Non-Executive Director of Ascott Residence Trust Management Limited (the manager of Ascott Residence Trust listed on the SGX-ST). He is concurrently the Managing Director of NUR Investment & Trading Pte. Ltd. and Singapore's Non-Resident Ambassador to Turkey. He has over 40 years of experience primarily in companies involved in the trading and manufacturing industries. Currently, Mr Das holds Directorships in various private and public listed companies. He also serves as Pro-Chancellor of Nanyang Technological University.

Previously, Mr Das was a Non-Executive Director of The Ascott Group Limited from 1999 to 2008. He served as the Singapore Trade Representative to the USSR from 1970 to 1971, Chairman of the Trade Development Board from 1983 to 1986 and Chairman of NTUC Fairprice Co-operative Ltd from 1993 to 2005. He was also a Member of Parliament in Singapore from 1980 to 1996.

Mr Das has been conferred numerous awards, such as the President's Medal by the Singapore Australian Business Council in 2000, and the Distinguished Service (Star) Award by National Trades Union Congress in 2005.

Mr Das received his Bachelor of Arts (Honours) from the University of Singapore in 1965.

08 Richard R. Magnus

Independent Non-Executive Director

Mr Richard R. Magnus joined the Board on 3 May 2010. He is also a member of Investment Committee.

Mr Magnus is currently the Chairman of the Casino Regulatory Authority, Bioethics Advisory Committee, Political Films Consultative Committee, Public Guardian Board and Temasek Cares CLG Limited. He is a Member of the Board of Directors of Changi Airport Group (Singapore) Pte. Ltd.. He is also a Member of the Public Service Commission, the National Transplant Ethics Panel of Lay Persons, the Public Transport Council and the Network of Global Agenda Councils, World Economic Forum. He is also a Director of Flutes Pte. Ltd., The Tanglin Tree Pte. Ltd. and UCB Media Singapore Limited.

Mr Magnus is the Representative of Singapore to the ASEAN Inter Governmental Commission on Human Rights.

In recognition of his sterling contributions to the nation, he was conferred the Public Administration Medal (Silver) in 1983, the Public Administration Medal (Gold) in 1994, the Public Administration Medal (Gold)(Bar) in 2003 and the Meritorious Service Medal in 2009.

Mr Magnus retired as the Chief District Judge after a distinguished public service career with the Singapore Legal Service. In the course of his service, he held headship appointments in several Legal Departments. He was Director in some Government-linked companies. He had lectured in law. He was on the editorial board of several legal practitioners' books, and had contributed research articles and international conference papers. Mr Magnus has successfully represented Singapore in international law negotiations and international law conferences.

Mr Magnus graduated with an LLB (Hons) and LLM from the National University of Singapore, and is an alumnus of the Harvard Business School and the John F Kennedy School of Government.

09 Kee Teck Koon

Non-Executive Director

Mr Kee Teck Koon joined the Board on 2 April 2003. He is also a member of Audit Committee.

Mr Kee is currently the Non-Executive Chairman of CapitaMalls Malaysia REIT Management Sdn. Bhd. (the manager of CapitaMalls Malaysia Trust listed on the Bursa Malaysia Securities Berhad) and the Non-Executive Chairman of NTUC First Campus Co-Operative Ltd and Lien AID Limited. He also holds directorship positions in Changi Airports International Pte. Ltd., NTUC LearningHub Pte. Ltd., Alexandra Health Endowment Fund and Raffles Medical Group Ltd (listed on the SGX-ST).

Mr Kee retired as the Chief Investment Officer of CapitaLand Limited (listed on the SGX-ST) on 1 July 2009, a position he assumed since February 2007. Between April 2003 and January 2007, he was responsible for overseeing the CapitaLand group's Financial, Commercial and Retail businesses. Prior

to that, he was the Managing Director and Chief Executive Officer of The Ascott Limited from November 2000 to April 2003. Mr Kee has held senior management appointments with several other organisations. He started his career in 1979 with the Singapore Armed Forces and the Ministry of Defence where he remained until 1991.

Mr Kee holds a Master of Arts in Engineering Science from the University of Oxford, United Kingdom.

10 Tan Kian Chew

Non-Executive Director

Mr Tan Kian Chew joined the Board on 3 May 2010.

He is currently Group Chief Executive Officer of NTUC Fairprice Co-operative Limited. He served in the Republic of Singapore's Navy from 1976 to 1983 and held the position of Head of Naval Operations from 1980 – 1983. He left the Navy to join the Singapore Government's elite Administrative Service in 1983 and served in the Ministry of Trade and Industry. At that time he was also appointed to the Board of Directors of NTUC Fairprice Co-operative Limited. In 1988, he was posted to the Prime Minister's Office where he served as the Principal Private Secretary to the then Deputy Prime Minister, the late Mr Ong Teng Cheong.

Mr Tan left the Administrative Service to join NTUC Fairprice Co-operative in 1992 as its Assistant General Manager and was subsequently promoted to Chief Executive Officer in 1997.

He also sits on the boards of NTUC Fairprice Foundation Limited, NTUC Foodfare Co-operative Limited, Fairprice International (2010) Pte. Ltd., New Front Investments Pte. Ltd., ARA Trust Management (Suntec) Limited, and The Consumer Goods Forum (Paris).

Mr Tan received Singapore Armed Forces (overseas) scholarship in 1972, where he obtained a Honours degree (First Class) in Mechanical Engineering from the University of Aston in Birmingham, UK. He attended the Naval Staff Course at US Naval War College, Rhode Island in 1978. Mr Tan also completed the Advance Management Program at Harvard University in 2000. In 1991, he received the Singapore Public Administration Medal (Silver) Award.

Board of Directors

11 Simon Ho Chee Hwee

Chief Executive Officer & Executive Director

Mr Simon Ho joined the Board on 25 November 2009. He is also a member of Investment Committee.

Mr Ho joined CapitaLand Financial Limited, a subsidiary of CapitaLand Limited (CL), the parent company of CMA in 2004 and has around 20 years of experience in real estate investment and management. He is currently responsible for managing the operations of 16 retail properties in Singapore.

Prior to joining CapitaLand Financial Limited in 2004, Mr Ho worked in the Ascott Group from 2000 to 2004, holding various positions including Vice President, Business Development and Senior Vice President, Operations. As Senior Vice President in CapitaLand Financial Limited, he was in charge of research and marketing. In September 2004, Mr Ho was appointed Chief Operating Officer, Retail of CapitaLand Commercial Limited, another subsidiary of CL, where he was responsible for overseeing the operations of the company. He was the Chief Operating Officer of CMA from October 2004 to December 2008 before being appointed as the Deputy Chief Executive Officer of CMA in January 2009 and had stepped down upon the listing of CMA on the SGX-ST, he assumed his current position as Chief Executive Officer and Executive Director of CMTML.

Mr Ho holds a Master of Science in Real Estate and a Bachelor of Science in Estate Management (Honours) from the National University of Singapore.

Present Directorships

As at 31 December 2011, other present directorships held by the Directors are as follows:

James Koh Cher Siang

CapitaLand Hope Foundation
CapitaLand Limited
MechanoBiology Institute (Chairman)
Housing & Development Board (Chairman)
Lee Kuan Yew School of Public Policy (Adjunct Professor)
Pan Pacific Hotels Group Limited
Presidential Council for Religious Harmony (Member)
Singapore Cooperation Enterprise
Singapore Deposit Insurance Corporation Limited
Singapore Island Country Club (Chairman)
UOL Group Limited
Thye Hua Kwan Moral Charities Limited

Liew Mun Leong

Ascott Residence Trust Management Limited
CapitaCommercial Trust Management Limited
CapitaLand China Holdings Pte Ltd
CapitaLand Commercial Limited
CapitaLand Financial Limited
CapitaLand Financial Services Limited
CapitaLand Hope Foundation
CapitaLand ILEC Pte. Ltd.
CapitaLand Limited
CapitaLand Residential Singapore Pte Ltd
CapitaMalls Asia Limited
CapitaRetail China Trust Management Limited
CapitaValue Homes Limited
Changi Airport Group (Singapore) Pte. Ltd.
China Club Investment Pte Ltd
Chinese Development Assistance Council (Member, Board of Trustees)
LFIE Holding Limited
NUS Business School (Management Advisory Board Member)
Singapore-China Foundation Ltd.
Singapore Exchange Limited
Surbana Corporation Pte. Ltd.
The Ascott Limited

Present Directorships

Lim Tse Ghow Olivier

Ascott Serviced Residence (China) Fund Management Pte. Ltd.
Ausprop Holdings Limited
Australand Holdings Limited
Australand Investments Limited
Australand Property Limited
Austvale Holdings Ltd
CapitaCommercial Trust Management Limited
CapitaLand AIM Pte. Ltd.
CapitaLand China Holdings Pte Ltd
CapitaLand Commercial Limited
CapitaLand Corporate Investments Pte Ltd
CapitaLand Financial Limited
CapitaLand Financial Services Limited
CapitaLand GCC Holdings Pte. Ltd.
CapitaLand ILEC Pte. Ltd.
CapitaLand Residential Limited
CapitaLand Residential Singapore Pte Ltd
CapitaLand Treasury Limited
CapitaMalls Asia Limited
CapitaValue Homes Limited
Hotels & Resorts (UK) Limited
Lucid Investments Ltd
Mount Faber Leisure Group Pte. Ltd.
Mubadala CapitaLand Real Estate – LLC
Pulau Indah Ventures Sdn. Bhd.
Raffles Holdings Limited
Raffles Medical Group Ltd
RHL (Management) Pte. Ltd.
RHL Capital Pte. Ltd.
Sentosa Development Corporation (Board Member)
Sentosa Leisure Holdings Pte. Ltd.
Surbana Corporation Pte. Ltd.
The Anglo-Chinese Schools Foundation Limited
The Ascott Limited

Lim Beng Chee

Albert Complex Pte Ltd
Capita Card Pte. Ltd.
CapitaLand Retail (BJ1) Holdings Pte. Ltd.
CapitaLand Retail (MY) Pte. Ltd.
CapitaLand Retail (SI) Investments Pte. Ltd.
CapitaLand Retail India Pte. Ltd.
CapitaLand Retail Investments (SY) Pte. Ltd.
CapitaLand Retail Japan Investments Pte. Ltd.
CapitaLand Retail Management Pte Ltd
CapitaLand Retail Singapore Investments Pte. Ltd.
CapitaLand Retail Singapore Investments Two Pte. Ltd.
CapitaMalls Asia Treasury Limited
CapitaMalls Asia Limited
CapitaMalls China Fund Management Pte. Ltd.
CapitaMalls India Fund Management Pte. Ltd.
CapitaMalls Japan Fund Management Pte. Ltd.
CapitaMalls Japan Fund Pte. Ltd.
CapitaMalls Malaysia REIT Management Sdn. Bhd.
CapitaRetail China Trust Management Limited
Clarke Quay Pte Ltd
CMA CapitaStar Pte. Ltd.
CMA Japan Holdings Pte. Ltd.
CMA Singapore I Pte. Ltd.
CMA Singapore Investments (4) Pte. Ltd.
CMA Singapore Investments (5) Pte. Ltd.
CMA Singapore Investments (6) Pte. Ltd.
CMT MTN Pte. Ltd.
ION Orchard Link Pte. Ltd.
JG Trustee Pte. Ltd.
JG2 Trustee Pte. Ltd.
One Trustee Pte. Ltd.
Orchard Turn Developments Pte. Ltd.
Orchard Turn Holding Pte. Ltd.
Orchard Turn Residential Development Pte. Ltd.
Orchard Turn Retail Investment Pte. Ltd.
Plaza Singapura (Private) Limited
Premier Healthcare Services International Pte Ltd
Pyramex Investments Pte Ltd

James Glen Service

Foxlow Pty. Ltd.
J.G. Service Pty. Ltd.
JGS Advisory Pty. Ltd.

David Wong Chin Huat

Asia Enterprises Holding Limited
ComfortDelGro Corporation Limited
Ingenuo Pte Ltd
Leisure Challenge Pte Ltd
NTUC U-Care Fund (Chairman, Board of Trustees)
OMB Pte. Ltd.
SBS Transit Ltd
Zanddrift Investments International Pte Ltd

S. Chandra Das

Action Information Management Pte Ltd
Alliance Select Foods International Inc.
Arrow Asia Opportunity Fund Limited
Ascott Residence Trust Management Limited
Embassy Property Developments Limited
Global Money Remittance Pte. Ltd.
Myanmar Singapore Plantation Limited
Nera Telecommunications Ltd
NUR Investment & Trading Pte. Ltd.
Sincere Watch Limited.
S i2i Limited
Super Group Ltd.
Tamil Murasu Limited
Yeo Hiap Seng Ltd
YHS (Singapore) Pte Ltd
Yeo Hiap Seng (Malaysia) Berhad

Richard R. Magnus

ASEAN Intergovernmental Commission on Human Rights
(Singapore Representative)
Bioethics Advisory Committee (Chairman)
Casino Regulatory Authority (Chairman)
Changi Airport Group (Singapore) Pte. Ltd.
Flutes Pte Ltd
National Transplant Ethics Panel of Lay Persons (Member)
Political Films Consultative Committee (Chairman)
Public Service Commission (Member)
Temasek Cares CLG Limited
The Network of Global Agenda Councils, World Economic
Forum (Member)
The Public Guardian Board (Chairman)
The Tanglin Tree Pte. Ltd.
UCB Media Singapore Limited

Kee Teck Koon

Alexandra Health Endowment Fund (Member, Board of
Trustees)
Bright Horizons Fund
CapitaMalls Malaysia REIT Management Sdn. Bhd.
Changi Airports International Pte. Ltd.
Lien AID Limited
NCC Holdings Pte. Ltd.
NTUC First Campus Co-Operative Ltd
NTUC Investment Co-Operative Ltd
NTUC LearningHub Pte. Ltd.
Park Hotel REIT Management Pte. Limited
Park Hotel Business Trust Management Pte. Limited
SEED Institute Pte. Ltd.
The Little Skool-House International Pte Ltd

Tan Kian Chew

ARA Trust Management (Suntec) Limited
Fairprice International (2010) Pte. Ltd.
NewFront Investments Pte. Ltd.
NTUC Fairprice Foundation Ltd.
NTUC Foodfare Co-operative Ltd
The Consumer Goods Forum

Present Directorships

Simon Ho Chee Hwee

Capita Card Pte. Ltd.
CapitaLand Retail (BJ) Investments Pte. Ltd.
CapitaLand Retail Malaysia Sdn. Bhd.
CapitaLand Retail Management Kabushiki Kaisha
CapitaLand Retail Management Pte Ltd
CapitaLand Retail (MY) Pte. Ltd.
CapitaLand Retail Prestige Mall Management Private Limited
CapitaLand Retail Project Management Pte. Limited
CapitaLand Retail Property Management India Private Limited
CapitaMalls India Fund Management Pte. Ltd.
CapitaRetail Gurney Sdn. Bhd.
CapitaRetail Singapore Limited
Flicker Projects Private Limited
Francolin Infrastructure Private Limited
Gain 888 Investments Pte. Ltd.
ION Orchard Link Pte. Ltd.
ION Orchard Link Pte. Ltd. (Alternate)
Luxury Ace Sdn. Bhd.
Milky Way Properties Berhad
Nunlet Projects Private Limited
Orchard Turn Developments Pte. Ltd.
Orchard Turn Developments Pte. Ltd. (Alternate)
Orchard Turn Holding Pte. Ltd.
Orchard Turn Residential Development Pte. Ltd.
Orchard Turn Retail Investment Pte. Ltd.
Orchard Turn Retail Investment Pte. Ltd. (Alternate)
Prestige Garden Constructions Private Limited
Prestige Mangalore Retail Ventures Private Limited
Prestige Mysore Retail Ventures Private Limited
Prestige Whitefield Investment and Developers Private Limited
Pronto Investment One Pte. Ltd.
Retail Galaxy Pte. Ltd.

Trust Management Team (CMTML)

Simon Ho Chee Hwee

Chief Executive Officer and Executive Director

Please refer to description under the section on 'Board of Directors'.

Wilson Tan Wee Yan

Deputy Chief Executive Officer

(effective from 4 February 2012)

Wilson has over 25 years of experience and has held senior appointments in the telecommunication and information technology industries. Most recently, Wilson was the Group Chief Executive Officer at Singapore Post Limited. His other regional experiences include advisory and leadership roles in NEC Solutions Asia Pacific, Mercury Interactive, Software AG, Informix, Apple Singapore and Xerox Singapore. Wilson is currently the Chairman of EZ Link Pte Limited and he has also served in various boards and advisory committees in private, educational and government-related organisations. Wilson holds a Bachelor of Arts Degree from the National University of Singapore.

Note: Jesline Goh has ceased to be the Deputy Chief Executive Officer from 1 February 2012.

Tan Lei Keng

Head, Finance

Lei Keng is responsible for the sourcing and management of funds for CMT. She also provides support in areas of treasury, accounting, compliance and all finance-related matters in line with CMT's investment strategy and its mall portfolio management with a focus on driving revenue and delivering investment returns for CMT. Prior to joining CMTML, Lei Keng had extensive regional experience in finance with locally-listed as well as American listed companies. She holds a Master of Business Administration from the University of South Florida and a Bachelor of Accountancy from the University of Singapore.

Finance Team Members

Cindy Chew	<i>Deputy Head</i>
Audrey Tan	<i>Senior Manager</i>
Oh Sok Cheng	<i>Manager</i>
Sharon Lam	<i>Manager</i>
Kate Wong	<i>Manager</i>
Bernard Wong	<i>Manager</i>
Serena Koh	<i>Manager</i>

Investment & Asset Management Team

The Investment and Asset Management team implements and monitors CMT's strategy at the property level. This involves working hand-in-hand with the Property Management team to ensure that property business plans are executed diligently. They also advise on asset enhancement initiatives within the existing portfolio and identify and evaluate potential acquisitions or divestments.

Richard Ng

Head, Asset Management

Richard oversees the asset management department and is responsible for the overall performance of CMT's assets. He has over 19 years of real estate experience including property investment, asset management, property development and property management. He was part of the team that launched CMT in 2002. He has also previously covered the Russian and Malaysian markets. He holds a Master of Science (Real Estate) and a Bachelor of Science (Estate Management) (Honours) from the National University of Singapore.

Looi Keng

Vice President, Investment & Asset Management

Looi Keng has over 20 years of real estate experience. Her extensive experience ranges from managing public housing, private residential, commercial, industrial to retail properties. Prior to joining CMTML, she was the Centre Manager of Tampines Mall and Plaza Singapura, where she was responsible for the day-to-day management of the malls. She holds a Bachelor of Science (Estate Management) from the National University of Singapore and has completed the Executive Development Program at The University of Chicago School of Business.

Belina Low

Vice President, Investment & Asset Management

Belina has over 13 years of real estate experience in resort property sales, retail leasing and retail marketing communications. Prior to joining CMTML, she was Head of Marketing Communications, Singapore of CapitaLand Retail Management Pte Ltd. She holds a Bachelor of Science in Business Administration from the University of Wales.

Ellina Chia

Vice President, Investment & Asset Management

Ellina has over 14 years of real estate experience in lease administration, investment and asset management. She previously managed a private equity fund which invests solely in Japan retail properties. Prior to joining CMTML, she was seconded to Lend Lease Japan for 18 months to work on the acquisition of non-performing loans. She holds a Bachelor of Business (Marketing) (Honours) from the Nanyang Technological University, Singapore.

Trust Management Team (CMTML)

Jacqueline Lee

Vice President, Investment & Asset Management

Jacqueline oversees the Investment team and is responsible for acquisitions and divestments. She has eight years of experience in investment and corporate finance, including mergers and acquisitions in the real estate, media and telecommunications sectors. Prior to joining CMTML, she worked in a public listed company handling mergers, acquisitions, divestments and valuation. Jacqueline started her career as an electrical engineer, working on building and infrastructure projects. She holds a Master of Business Administration from the University of Sydney, Australia; a Master of Arts in Engineering Science and a Bachelor of Arts (Honours) in Engineering Science from the University of Oxford, United Kingdom.

Lee Seang Looi

Senior Manager, Investment & Asset Management

Seang Looi has over nine years of real estate experience including asset management, lease management and property management with the public and private sectors. Prior to joining CMTML, she was with another real estate investment trust in a similar capacity for four years. She holds a Master Degree in Organisation Studies from the University of Warwick, United Kingdom.

Adrian Tan

Manager, Investment & Asset Management

Adrian has four years of real estate experience in investment and asset management. Prior to joining CMTML, he covered the Russian, Malaysian and Vietnamese markets, and also spent five years in the public sector in the fields of trade and investment promotion. He holds a Bachelor of Business Administration (Honours) from the National University of Singapore.

Sarah Seet

Manager, Investment & Asset Management

Sarah has over 12 years of experience in investment and corporate finance. Prior to joining CMTML, she was handling investment risk management in CapitaLand Limited. Before joining the CapitaLand Group, Sarah worked in a listed shipping company and an international accounting firm covering corporate finance, valuation and merger & acquisition. She holds a Bachelor of Accountancy from the Nanyang Technological University.

Lee Xin Rui

Manager, Investment & Asset Management

Xin Rui has over six years of real estate experience in investment and asset management and holds a Bachelor of Social Science in Economics (Honours) from the National University of Singapore.

Zheng Han

Manager, Investment & Asset Management

Zheng Han has over five years of real estate experience in the private and public sector which includes asset

management, investment analysis and government land sales. He holds a Bachelor of Engineering (Mechanical Engineering) (Honours) from the National University of Singapore.

Chew Yi Wen

Senior Executive, Investment & Asset Management

Yi Wen has over four years of real estate experience. Prior to joining CMTML, she was with a hospitality consultancy firm handling hotel valuation and consultancy. She holds a Bachelor of Science (Real Estate) (Honours) from the National University of Singapore.

Augustine Ow

Senior Executive, Investment & Asset Management

Augustine has over a year of real estate experience. Prior to joining CMTML, he worked in a public listed Japanese private equity firm for four years handling investments. He holds a Bachelor of Science (Economics and Management) (Honours) from the University of London.

Mervyn Yip

Senior Executive, Investment & Asset Management

Mervyn has over three years of real estate experience. Prior to joining CMTML, he was with a real estate consultancy firm providing valuation and due diligence advisory services to banks, financial institutions and high net-worth clients. He holds a Bachelor of Science (Real Estate) (Honours) from the National University of Singapore.

Lim Chai Hoon

Manager, Corporate Planning and Research

Chai Hoon has over 10 years of real estate experience in property valuation and research. Prior to joining CMTML, she was a Research Manager of CapitaLand Limited. She holds a Bachelor of Science (Real Estate) (Honours) from the National University of Singapore.

Investor Relations Team

The Investor Relations team is responsible for building relations and facilitating strategic communications with CMT's Unitholders, potential investors and analysts through various communication platforms. The team also provides CMTML's management with regular feedback from the investment community.

Jeanette Pang

Senior Manager, Investor Relations

Jeanette has more than 16 years of experience in investor relations, journalism and equity research support. Prior to joining CMTML, she handled investor relations for another real estate investment trust. She holds a Bachelor of Arts & Social Science Degree from the National University of Singapore. She is also a CFA charterholder.

Property Management Team (CRMPL)

Teresa Teow

General Manager, Singapore and Head, Leasing, Singapore
Teresa has more than 20 years of experience in real estate management and currently oversees the operations of 18 retail properties in Singapore. She is responsible for the smooth execution of operational plans and the operational efficiency of the malls in order to achieve target investment returns. She also leads the Singapore Leasing team. Teresa holds a Bachelor of Business (Business Administration) degree from the Royal Melbourne Institute of Technology, Australia.

Carol Tan

Head, Tenancy Design & Co-ordination, Singapore
Carol oversees the Tenancy Design & Coordination (TDC) team to review and approve designs for shop fitouts in the shopping malls owned by CMT. She also strategises the development of retail design and merchandising guidelines to ensure that high standards of design, layout and visual merchandising are maintained in the malls and, is also involved in the conceptualisation of asset enhancement initiatives and feasibility studies. A new Visual Merchandising department has been set-up to complement the key departmental function to meet the objective of enhancing tenants' returns on investment through improved visual display. She also supports some Regional TDC role. Carol has over 15 years of experience in retail design and project management. She holds an Industrial Technical Certificate in Mechanical Engineering Drawing & Design from Singapore Technical Institute and a Certificate for Management Studies from the Singapore Institute of Management.

Goh Ah Moi

Head, Engineering Design & Technical Services, Singapore
Ah Moi oversees the review of mechanical and electrical services designs in the various asset enhancement initiatives at CMT's malls. She also develops design guidelines to ensure that the design of services complies with the local authorities' requirements. She works closely with the centre management teams to implement facility management policies, which include standard operation procedures, optimisation of plant & equipment, maintenance planning, bulk procurement, technical training and use of latest technology products. Ah Moi has 20 years of experience in both consultancy works and project management and was previously the Deputy Project Director (Construction) for ION Orchard. She holds a Master of Science in Civil Engineering from the National University of Singapore and a Bachelor of Engineering (Civil) from Loughborough University of Technology, United Kingdom.

Tan Boon Seng

Head, Project Design, Development & Management, Singapore

Boon Seng is responsible for all asset enhancement and development projects at CMT's malls. One of his key roles is to create greater asset value through design and project management. Boon Seng is a registered architect with over 24 years of experience in design, project management, contract administration and property development. He was previously the Chief Project Manager for the development of Changi Airport's Terminal 3, Singapore. He holds a Bachelor of Arts (Architecture studies) and Bachelor of Architecture degree from the National University of Singapore.

Tan Kee Yong

Head, Retail Management, Singapore

Kee Yong is responsible for the operations of the shopping malls in Singapore. His key role is to drive the operational efficiency and effectiveness of the centre management teams and the group functions. He works closely with CMTML's asset management teams to ensure the asset plans are executed effectively and the investment returns are optimised. Kee Yong has over 25 years of experience in real estate management. He holds a Master of Business Administration from the Heriot-Watt University and a Bachelor of Science (Estate Management) (Honours) degree from the National University of Singapore.





Safety in Relationships

Actively engaging various stakeholders and
maintaining frequent dialogue

Sustainability

Environment

Sustainability

Environmental, social, and corporate governance issues are becoming increasingly important to investors and other stakeholders. We believe that corporate sustainability creates long-term value for our Unitholders through opportunities and appropriate management of risks arising from environmental, social and governance issues.

Our approach to sustainability incorporates considerations relating to:

Environmental	<ul style="list-style-type: none"> • Effective management of processes to mitigate key environmental risks
Social	<ul style="list-style-type: none"> • Improvement of workplace health and safety • Superior policies and practices to recruit and retain employees • Maintenance of strong community relations
Governance	<ul style="list-style-type: none"> • Integrity in all respects and commitment to the highest standards of good governance, transparency and accountability



We take sustainability issues seriously and CMT continues to be included in the FTSE4Good Global Index, which was designed to measure the performance of companies that meet globally recognised corporate responsibility standards.

In September 2011, CMT was rated a Regional Leader in Environmental Management System in the Global Real Estate Sustainability Benchmark (GRESB). The Benchmark is based on an annual survey by the GRESB Foundation to assess the sustainability performance of real estate portfolios around the globe.

Environment

To ensure that our actions in operating CMT's properties are environmentally friendly and that we follow green practices in the office, we have adopted an Environmental Management System (EMS) which was certified to the ISO 14001 international standards in 2007. We review new or update existing legal requirements for the EMS every quarter and evaluate compliance annually.

We have adopted the guidelines used by CapitaMalls Asia Limited (CMA), our sponsor. We strive to implement the Green Buildings Guidelines (GBG) used by CMA at all stages of a project, from the feasibility, design, procurement and construction to operation stages.

We use an Environmental Tracking System (ETS), developed in-house by CapitaLand Limited, to track the monthly energy usage, water usage, carbon dioxide emission and waste generation for CMT's properties.

Our long-term energy and water reduction targets (using 2008 as base year) are:

- To reduce energy and water usage by 15.0% by 2015
- To reduce energy and water usage by 20.0% by 2020

We achieved a reduction of 20.0% in energy usage per gross floor area (GFA) from 21.24 kilowatt hour per square metre (kWh/m²) per month in 2008 to 16.98 kWh/m² per month in 2011¹.

Water usage per GFA in 2011 was also lower by 14.1% at 0.189 cubic metres per square metre of GFA per month, compared to 0.22 cubic metres per square metre of GFA per month in 2008, after adjusting for shopper traffic count at the properties¹.

1. The energy and water usage levels in 2008 were measured for 10 of CMT's properties while the figures in 2011 were based on 13 of CMT's properties. The measurements excluded those properties undergoing asset enhancement works and those properties which have been in operation for less than 12 months.

Showcase of a Green Building: JCube

Sustainable issues were central to our construction plans for JCube and we are pleased it was awarded Green Mark Platinum, the highest accolade for green building certification in Singapore, from the Building and Construction Authority (BCA) in May 2011.

JCube is located at the site of the former Jurong Entertainment Centre (JEC) at the intersection of Jurong East Central 1 and Jurong Gateway Road. It is strategically located near Jurong East MRT Station and bus interchange. The former JEC was demolished in early 2010 and the new mall, JCube, consists of five levels of retail, two basement levels of car park, a rooftop landscaped plaza, movie theatres and will feature Singapore's first Olympic-size ice rink. It is expected to open in April 2012.

Key environmental measures at JCube:

- Estimated energy savings: 8,793,984 kWh/year; estimated water savings: 3,419 m³/year; ETTV: 38.06 W/m²
- Air-conditioning system with an efficiency of 0.66 kW/ton
- Use of photovoltaic panels to harness renewable energy and increase energy savings
- Use of siphonic rainwater discharge system
- Practice of green demolition for the former JEC
- Use of recycled aggregate for structural concrete
- Use of rainwater harvesting for irrigation system
- Recycling of tenancy works sprinkler water
- Recycling of air handling unit condensate water
- Use of titanium dioxide coating for toilets
- Non-chemical anti-termite treatment
- Car park guidance system and hybrid car park lots
- Green lease – to control energy usage of tenants, to participate in building's food waste recycling programme and encourage use of SGLS-labelled materials and water efficient sanitary fittings
- Green education through signages and media display



Sustainability

Environment

Green Initiatives

From January to June 2011, 13 of CMT's properties participated in CapitaLand's Green for Hope programme to raise funds for underprivileged children. For every kilogramme of recyclable waste collected from the properties and tenants, CapitaLand Hope Foundation (CHF) donated S\$2 to charities. This initiative has also created opportunities for us to engage our tenants to come together for more than just business. CHF is CapitaLand's philanthropic arm which was established to support programmes for the shelter, education and healthcare needs of underprivileged children in Singapore and overseas.

In conjunction with the global 'Earth Hour' campaign, a 'green' party was held at Clarke Quay on 25 March 2011 for all CMT staff to celebrate CMT's green award achievements. We showcased some of the interesting green initiatives that have been initiated at our malls, as part of our efforts to inculcate environmental awareness among staff.

CMT's properties marked the global 'Earth Hour' campaign by switching off their facade lights and non-essential lighting for extended hours through the night, beginning 8.30pm on 26 March 2011. This is the fourth year that we are participating in this annual global sustainability movement to promote awareness of energy conservation.

In 2011, to improve productivity levels and allow for paperless filing, we implemented an iPhone application, iTrack, for all CMT's properties. This application which we customised in-house, allows us to receive real-time updates on the operational readiness of the maintenance and cleaning systems in our malls every morning before the malls open for the day.

To improve shoppers' experiences at CMT's malls, we constantly seek to improve air quality through mechanical ventilation and the introduction of fresh air and air fresheners where appropriate. We also enhance visual comfort for shoppers by adjusting brightness levels within different parts of each mall.

In 2011, CMT garnered four Green Mark awards from BCA. The BCA Green Mark was introduced in January 2005. It is a scheme that assesses the environmental performance and impact of buildings and promotes energy efficiency, water savings, a healthier indoor environment and waste reduction.

Green Awards Achieved To Date

Development	Award Category	Year of Award
JCube	Platinum	2011
The Atrium@Orchard (Retail)	Gold	2011
Bugis Junction	Gold	2011
Raffles City Singapore	Gold	2011
Lot One Shoppers' Mall	Certified	2010
Bukit Panjang Plaza	Certified	2009
Sembawang Shopping Centre	Gold	2009
Plaza Singapura	Gold	2007

Sustainability

People & Community

Health and Safety

We have a duty of care to ensure occupational health and safety of all employees and monitor our operations to ensure safety risks are controlled.

We have adopted an Occupational Health and Safety (OHS) Management System which was certified to the OHSAS 18001 international standards in 2009. The OHSAS 18001 is audited by a third party accredited certification body.

Our OHS objectives are:

- Zero incidents (reportable under the Singapore Ministry of Manpower regulations)
- All main contractors for major projects have to be OHSAS 18001 certified (or equivalent)

In July 2011, operations staff from CMT's properties and our term contractors engaged in a sharing session with the Ministry of Manpower on the third phase of the Workplace Safety & Health Act which was rolled out in September 2011. Under this phase, the Act now covers shopping malls, entertainment venues, office buildings and educational institutions. The sharing session presented an opportunity for staff and contractors to listen and better understand each other's roles and responsibilities. All CMT's properties already have the necessary measures in place to prevent and minimise risks at work.

For CMT's properties, we strive to mitigate key OHS hazards in facilities, operations and contractor management. For instance, all service providers such as cleaning companies need to submit material safety data sheets to show that materials used are approved by authorities for use in Singapore. At our corporate office, OHS issues include office ergonomics, safety issues and general employee well-being.

Human Capital

We recognise the importance of managing our human capital in the most effective and efficient manner. We see the infinite value in them and recognise that it is their passion, professionalism and commitment that can contribute to the success of our business.

Talent Management Strategy

We are well poised to meet the resourcing challenges to support our business expansion. In strengthening our team, we recruit talents at different transition points in their career path, from fresh graduates to young, mid-career professionals and industry veterans.

At the core of our development programme is a systematic programme for all new hires to learn more about our business operations, strategies, core values and management philosophy. All employees also undergo an annual performance review where employees can openly discuss their performance and future aspirations with their supervisors. They broach on topics such as possible career moves and recommended training plans.

We believe in talent cross-fertilisation and leverage on the Asia-wide human resource platform of our Sponsor, CapitaMalls Asia Limited. As part of employees' career development, employees are given opportunities to rotate to different malls, functions, cities or countries within CapitaMalls Asia's portfolio.

Competitive Compensation and Benefits

We offer all employees comprehensive and competitive remuneration packages. These include short-term cash bonus programmes and long-term equity-based reward plans such as restricted shares and performance shares programmes. Such equity-based reward plans help to strengthen the linkage between reward and long-term performance, as well as to retain talent.

All employees receive staff benefits including a flexible benefits plan and leave entitlements for maternity, paternity and volunteer reasons. We recognise that employees have diverse needs and a flexible benefits plan enables staff to complement their personal medical and insurance needs with those provided by the company. Employees can thus customise their benefits for themselves and their families.

To ensure that we can continue to attract and retain talent, we regularly engage external human resource consultants to benchmark our compensation and benefits packages against other peers and industries in Singapore. We also constantly seek innovations in our compensation strategies for staff.

Developing Our People

In line with our belief that continuous learning is a fundamental building block of growth, we offer comprehensive training and development programmes for employees to acquire relevant knowledge and skills to achieve business excellence.

In 2011, staff clocked an average of 60 training hours per employee. We encourage employees to upgrade themselves by attending courses or obtain professional qualifications relevant to their work. Employees are granted paid examination leave for their studies. For full time staff, examination leave is up to 10 days per calendar year.

Sustainability

People & Community

We already have in place training roadmaps and a wide variety of courses, ranging from project financing and real estate to soft skill subjects such as communications and presentation skills. Staff have direct access to a year-long training calendar, which comprises a series of pre-evaluated training courses, via our in-house intranet.

In April 2011, we launched an online learning platform to encourage staff to learn continuously and offer them more choices in terms of courses.

Throughout the year, our employees also participated in study visits to overseas malls in United Kingdom and Malaysia to network and gain insights to interesting retail concepts outside Singapore.

For members of the senior management team with proven track records and leadership potential, we partner with CapitalLand Institute of Management and Business (CLIMB) to provide leadership and management programmes to sharpen their management, leadership and business skills.

Engaging Our People

Staff communication sessions by senior management are conducted at least twice a year to keep staff abreast of CMT's financial results and strategic business thrusts. During these sessions, senior management members also take questions from staff and seek to gather feedback from them.

We regularly organise recreational and team-building events and brain-storming workshops to reinforce organisational cohesiveness as part of our concerted efforts to engage our workforce. In 2011, activities such as complimentary health screenings, beauty workshops and health-related talks were organised to encourage a well-balanced and healthy lifestyle among employees. Recreational activities also included family days and an annual dinner and dance party in December.

We also support annual national campaigns such as the 'Eat with Your Family Day' in May by giving employees time off to leave offices earlier to dine with their families.

To provide our employees with a better work-life balance, we have a flexible work arrangement policy which permits flexible working hours, working from home, part-time work arrangement or job-sharing arrangements.

We believe our success is shaped by our people and we will continue to develop our human capital to achieve optimal performance.

Community Involvement

We strive to be a strong partner in each community that CMT's malls serve. We are committed to supporting a wide variety of community-based activities and organisations that benefit the community.

Family-friendly Practices

In March 2011, IMM Building and Plaza Singapura were both awarded the 'We Welcome Families' Excellence Award 2011 for demonstrating leading measures that welcome families as customers. The 'We Welcome Families' Award is a prestigious award conferred by the Businesses for Family Council to businesses that demonstrate the highest standards of family-friendly business practices in Singapore.

The two malls boast family-friendly features such as family-themed shops, dedicated family parking lots, a family lounge, playgrounds and free loans of baby strollers to shoppers.

Programmes for Tenants

In 2011, we organised four Biz+ Series events for our tenants. This included an annual Lunar New Year networking session which lasted well into the evening with light conversations over good food and drinks. The Biz+ Series events also included talks on how to raise levels of customer service standards, how to attract more customers with effective visual merchandising and how to raise productivity levels in the retail sector.

Community Activities

Lot One Shoppers' Mall hosted more than 20 community related events at the mall's roof garden throughout 2011. The mall worked very closely with the Keat Hong Constituency as well as schools within the vicinity to organise these events.

Some of the noteworthy events held there include Assumption Pathway School's successful entry into the Singapore Book of Records by forming the longest chain of gingerbread men cookies as well as a bursary award event that was organised by Keat Hong Constituency. The event saw 400 students receiving their bursary awards.

Community Line Dancing and Aerobics Sessions

Line dancing and aerobics sessions are held at Bukit Panjang Plaza every Tuesday and Thursday respectively. Bukit Panjang Plaza is active in engaging the community in its vicinity by working closely with North-West Community Development Council.

Plaza Singapura Kids' Blog Book

Following the success of the first edition of its 'P/S... My Pals & Secrets' blog book in 2010, Plaza Singapura launched its second edition in 2011. This diary-cum-notebook which is targeted at primary school children, is an educational, informational and useful tool that young shoppers can use for a year. The blog book had been distributed to 141 local primary schools and five international schools while 600,000 copies were packaged with the May 2011 issue of the Young Generation magazine.

In addition to the monthly fun activities and interesting facts presented in the second edition of the blog book, it also included green tips to promote environmental friendliness amongst its young readers. Children learned about recycled materials made from recyclable plastic bottles and were encouraged to partake in green activities to celebrate Earth Day in April. The blog book also included a write-up about various endangered animals to commemorate World Animal Day in October.

Science in the Mall – 'X-ploring Robot Zoo!'

Children visiting Plaza Singapura from 3 to 12 June 2011 had the opportunity to explore science in a mall environment through a 'X-ploring Robot Zoo!' event which was organised by Science Centre Singapore. Six animatronic animals including a giraffe, chameleon and bat, were on display at the mall and visitors learned about the biomechanics of complex animal robots through playing with the interactive displays. In addition to the animatronic exhibits, stage activities and shows were also held at the mall to educate the children on the importance of conserving endangered animals.

My Schoolbag Programme

In November 2011, CMT partnered CapitaMalls Asia to carry out its 'My Schoolbag' annual corporate social responsibility programme which benefited more than 1,000 underprivileged children in Singapore.

The children shopped for their daily and school necessities at five participating malls – namely Plaza Singapura, Sembawang Shopping Centre, Junction 8, Lot One Shoppers' Mall and Tampines Mall. Each child received a new schoolbag, along with CapitaVouchers, which were worth a total of S\$150. The half-day programme at the malls also included a special treat of a magic show and skit, followed by lunch. The children were accompanied by over 500 staff helpers who volunteered as child guardians, logistic helpers and photographers.

The children beneficiaries of 'My Schoolbag' mostly come from families with monthly household incomes of less than S\$1,800.

Sustainability

Corporate Governance

OUR ROLE

Our primary role as the manager of CMT (Manager) is to set the strategic direction of CMT and make recommendations to HSBC Institutional Trust Services (Singapore) Limited, in its capacity as trustee of CMT (Trustee), on the acquisition, divestment or enhancement of the assets of CMT in accordance with its stated investment strategy. The research, evaluation and analysis required for this purpose is co-ordinated and carried out by us as the Manager. We are also responsible for the risk management of CMT.

As the Manager, we have general powers of management over the assets of CMT. Our primary responsibility is to manage the assets and liabilities of CMT for the benefit of Unitholders. We do this with a focus on generating rental income and enhancing asset value over time so as to maximize the returns from the investments, and ultimately the distributions and total return to Unitholders.

Our internal review procedures encompass proactive measures for avoiding situations of conflict and potential conflicts of interest, including prioritising the interests of Unitholders over the Manager's and ensuring that applicable laws and regulations are complied with, so that Unitholders' interests are best served at all times.

Our other functions and responsibilities as the Manager include:

- Using our best endeavours to carry on and conduct CMT's business in a proper and efficient manner and to conduct all transactions with, or on behalf of, CMT at arm's length.
- Preparing property plans on an annual basis for review by our Directors, including forecasts on revenue, net income and capital expenditure, explanation of major variances to previous years' numbers, written commentary on key issues and underlying assumptions on rental rates, operating expenses and any other relevant assumptions. These plans explain the performance of CMT's assets.
- Ensuring compliance with relevant laws and regulations, including the Listing Manual of the SGX-ST (Listing Manual), the Code on Collective Investment Schemes (the CIS Code) issued by the Monetary Authority of Singapore (MAS) and the tax rulings issued by the Inland Revenue Authority of Singapore on the taxation of CMT and its Unitholders.
- Attending to all regular communications with Unitholders.
- Supervising CapitaLand Retail Management Pte Ltd (CRMPL) (Property Manager), which performs the

day-to-day property management functions (including leasing, accounting, marketing, promotion, coordination and property management) for the CMT malls namely, Tampines Mall, Junction 8, Funan DigitalLife Mall, IMM Building, Plaza Singapura, Bugis Junction, Sembawang Shopping Centre, Hougang Plaza, JCube, Lot One Shoppers' Mall, Bukit Panjang Plaza, Rivervale Mall, The Atrium@Orchard, Clarke Quay and Iluma pursuant to the master property management agreement 2011 dated 1 December 2011, which was approved by Unitholders at the extraordinary general meeting held on 13 April 2011 (Master Property Management Agreement 2011). With regard to Raffles City Singapore (RCS), which is held by CMT and CapitaCommercial Trust (CCT) in the proportions of 40.0% and 60.0% respectively, the Property Manager holds 40.0% interest in CapitaLand (RCS) Property Management Pte. Ltd. which provides property management services to RCS. CapitaLand Commercial Management Pte. Ltd., which is the property manager of the properties owned by CCT, holds the other 60.0%. As a result of its interest in CapitaLand (RCS) Property Management Pte. Ltd., the Property Manager is able to play a key role in directing the property management function for RCS.

CMT, constituted as a trust, is externally managed by the Manager and therefore has no personnel of its own. The Manager appoints experienced and well qualified management to run its day-to-day operations. All Directors and employees of the Manager are remunerated by the Manager and not CMT.

CapitaMall Trust Management Limited (CMTML) is appointed as the Manager in accordance with the terms of the Trust Deed dated 29 October 2001 as amended by the First Supplemental Deed dated 26 December 2001, the Second Supplemental Deed dated 28 June 2002, the Amending and Restating Deed dated 29 April 2003, the Fourth Supplemental Deed dated 18 August 2003, the Second Amending and Restating Deed dated 9 July 2004, the Sixth Supplemental Deed dated 18 March 2005, the Seventh Supplemental Deed dated 21 July 2005, the Eighth Supplemental Deed dated 13 October 2005, the Ninth Supplemental Deed dated 20 April 2006, the Third Amending and Restating Deed dated 25 August 2006, the Eleventh Supplemental Deed dated 15 February 2007, the Twelfth Supplemental Deed dated 31 July 2007, the Thirteenth Supplemental Deed dated 20 May 2008 and the Fourteenth Supplemental Deed dated 13 April 2010 (collectively, the Trust Deed).

The Trust Deed outlines certain circumstances under which the Manager can be removed, by notice in writing given by the Trustee, in favour of a corporation appointed by the Trustee upon the occurrence of certain events, including by a resolution passed by a simple majority of Unitholders present and voting at a meeting of Unitholders duly convened and held in accordance with the provisions of the Trust Deed.

OUR CORPORATE GOVERNANCE CULTURE

Strong corporate governance has always been our priority as the Manager. We recognise that an effective corporate governance culture is critical to our performance and, consequently, to the success of CMT. As such, corporate governance will always be at the top of our agenda.

OUR ACHIEVEMENTS

Our commitment towards strong corporate governance was affirmed with CMT garnering an award for Most Transparent Company Award (Runner-up in 2011, REITs category) at the Securities Investors Association (Singapore) (SIAS) Investors' Choice Awards for the eighth consecutive year in 2011. CMT was also recognised for its high standards by the Asia Pacific Real Estate Association (APREA) at the APREA Best Practices Awards 2011, where CMT was declared the overall winner in the Mature Markets category. In addition, CMT clinched a Certificate of Excellence in Investor Relations at the IR Magazine South East Asia Awards 2011.

Further, in conjunction with the Singapore Corporate Governance Week 2011 initiated by SIAS, the Manager is a signatory to the Statement of Support Towards Excellence in Corporate Governance. With this pledge, the Manager has, together with 104 other companies, made a public promise to uphold high standards of corporate governance.

We are committed to high standards of corporate governance and transparency in our management of CMT, and operate in the spirit of the Code of Corporate Governance 2005 (Code) in the discharge of our responsibilities as the Manager in our dealings with Unitholders and the other stakeholders. The following paragraphs describe our corporate governance policies and practices in 2011 as the Manager, with specific references to the Code. They encompass proactive measures adopted by us for avoiding situations of conflict and potential conflicts of interest, including prioritising the interests of Unitholders over the Manager's and ensuring that applicable laws and regulations are complied with. For ease of reference, the relevant provisions of the Code under discussion are identified in italics.

(A) BOARD MATTERS

The Board's Conduct of Affairs

Principle 1:

Every company should be headed by an effective Board to lead and control the company. The Board is collectively responsible for the success of the company. The Board works with Management to achieve this and the Management remains accountable to the Board.

The Board of Directors of the Manager (Board) is responsible for overall managing and governing the Manager and CMT in the best interests and for the benefit of Unitholders.

The Board provides leadership to the Manager, sets strategic directions and oversees the competent management of CMT, including necessary financial and human resources, to meet its objectives. The Board establishes goals for management and monitors the achievement of these goals. It ensures that proper and effective controls are in place to assess and manage business risk, and compliance with applicable laws. It also sets the disclosure and transparency standards for CMT and ensures that obligations to Unitholders and other stakeholders are understood and met.

Each Director must act honestly, with due care and diligence, and in the best interests of Unitholders. This obligation ties in with the Manager's prime responsibility in managing the assets and liabilities of CMT for the benefit of Unitholders. Decisions are taken objectively in the interests of CMT. The Manager has adopted guidelines, details of which are set out on pages 89 to 90, for Interested Person Transactions (as defined herein) and dealing with conflicts of interest.

The Board meets regularly to discuss and review the Manager's key activities, including its business strategies and policies for CMT. Board meetings are scheduled in advance, and are held at least once every quarter, to deliberate on the strategic policies of CMT, including any significant acquisitions and disposals, review the annual budget, review the performance of the business, review the financial performance of the Manager and CMT and approve the release of the quarterly and full-year results. The Board also reviews the risks to the assets of CMT and acts upon any comments from the auditors of CMT. Additional Board meetings are held, where necessary, to address significant transactions or issues. The Articles of Association of the Manager permit Board meetings to be held by way of teleconference and videoconference.

Sustainability

Corporate Governance

In the discharge of its functions, the Board is supported by specialty Board committees that provide independent oversight of management, and which also serve to ensure that there are appropriate checks and balances. These Board committees are the Audit Committee, Executive Committee, Corporate Disclosure Committee and Investment Committee. Each of these Board committees operate under delegated authority from the Board. Other committees may be formed as dictated by business imperatives and/or to promote operational efficiency. The number of Board and Board committee meetings held in the year, as well as the attendance of their membership, are set out on page 83. This also reflects a Board member's additional responsibilities and special focus on the respective Board committees. Four Board meetings were held in 2011. Two Project Verification meetings were held in 2011 in relation to the issuance of bonds and the approval of the Master Property Management Agreement 2011. Information on the Audit Committee can be found in the section 'Audit Committee' below.

The Executive Committee oversees the day-to-day activities of the Manager on behalf of the Board including, to:

- Approve or make recommendations to the Board on financing offers and banking facilities.
- Approve or make recommendations to the Board on write-offs of property assets/equity stakes.
- Approve specific budgets for capital expenditure for development projects, acquisitions and enhancements/upgrading of properties.
- Review management reports and operating budgets.
- Award contracts for development projects.
- Recommend changes to the financial limits for investment, etc.
- Report to the Board on decisions made by the Executive Committee.
- Perform such other functions as varied or delegated by the Board.

The members of the Executive Committee also meet informally during the course of the year.

The Investment Committee reviews and approves new investments and divestments by CMT.

The Corporate Disclosure Committee reviews corporate disclosure matters relating to CMT, including announcements to the SGX-ST, and pursues best practices in terms of transparency.

The Board has adopted a set of internal controls which sets out approval limits for, amongst others, capital expenditure, new investments and divestments, operating of bank accounts, bank borrowings and cheque signatories' arrangements at Board level. Apart from matters that specifically require the Board's approval – such as the issue of new Units, income distributions and other returns to Unitholders – the Board approves transactions exceeding certain threshold limits, while delegating authority for transactions below those limits to Board committees. Appropriate delegation of authority and approval sub-limits are also provided at management level to facilitate operational efficiency.

The Manager issues formal letters upon appointment of new Directors. Newly appointed Directors are briefed on the business activities of CMT, its strategic directions and policies, the regulatory environment in which CMT operates, the Manager's corporate governance practices, and their statutory and other duties and responsibilities as Directors. Directors are routinely updated on developments and changes in the operating environment, including revisions to accounting standards, and laws and regulations affecting the Manager and/or CMT. Directors are also encouraged to participate in industry conferences, seminars and training programmes in connection with their duties.

Board Composition and Guidance

Principle 2:

There should be a strong and independent element on the Board, which is able to exercise objective judgement on corporate affairs independently, in particular, from Management. No individual or small group of individuals should be allowed to dominate the Board's decision-making.

Currently, the Board consists of eleven Directors of whom four are Independent Non-Executive Directors. The majority of the Board members are non-executive, with one-third of the Board being independent.

Non-Executive Directors actively participate in setting and developing strategies and goals for management, and reviewing and assessing management's performance. This enables management to benefit from their external and objective perspective of issues that are brought before the Board. It also enables the Board to interact and work with management through a healthy exchange of ideas and views to help shape the strategic process. Coupled with a clear separation of the roles of the Chairman and the Chief Executive Officer, this provides a healthy professional relationship between the Board and management with clarity of roles and robust deliberation on the business activities of CMT.

A Director is considered independent if he has no relationship with the Manager or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Director's independent business judgment in the best interests of CMT. James Glen Service, David Wong Chin Huat, S. Chandra Das and Richard R. Magnus are considered to be Independent Directors.

The composition of the Board is reviewed regularly to ensure that the Board has the appropriate size and mix of expertise and experience, and comprises persons who, as a group, provide the necessary core competencies, taking into consideration the nature and scope of CMT's operations. The profiles of the Directors are set out on pages 58 to 62 of this Report.

Chairman and Chief Executive Officer

Principle 3:

There should be clear division of responsibilities at the top of the company – the working of the Board and the executive responsibility of the company's business – which will ensure a balance of power and authority, such that no one individual represents a considerable concentration of power.

The roles of Chairman and Chief Executive Officer are separate and the positions are held by two separate persons. This is to ensure an appropriate balance of power, increased accountability and greater capacity of the Board for independent decision making. The division of responsibilities between the Chairman and the Chief Executive Officer facilitates effective oversight and a clear segregation of duties. The Chairman and the Chief Executive Officer are not related to each other.

The Chairman leads the Board to ensure the effectiveness on all aspects of its role and sets its agenda. He ensures that the members of the Board receive accurate, clear and timely information, facilitates the contribution of Non-Executive Directors, encourages constructive relations between Executive Directors, Non-Executive Directors and management, ensures effective communication with Unitholders and promotes a high standard of corporate governance.

The Chairman also ensures that the Board works together with management with integrity, competency and moral authority, and engages management in constructive debate on strategy, business operations and enterprise risks.

The Chief Executive Officer has full executive responsibilities over the business directions and operational decisions of managing CMT.

Board Membership and Board Performance

Principle 4:

There should be a formal and transparent process for the appointment of new directors to the Board.

Principle 5:

There should be a formal assessment of the effectiveness of the Board as a whole and the contribution by each director to the effectiveness of the Board.

As the Manager is not itself a listed entity, the Manager does not consider it necessary for the Board to establish a nominating committee as it believes that the performance of the Manager, and hence, its Board, is reflected in the long-term success of CMT. Thus, the Board performs the functions that such a committee would otherwise perform, namely, it administers nominations to the Board, reviews the structure, size and composition of the Board, and reviews the independence of Board members. Directors of the Manager are not subject to periodic retirement by rotation.

The composition of the Board is reviewed regularly to ensure that the Board as a whole has the requisite blend of background, experience and knowledge in business, finance and management skills critical to CMT's businesses, and that each Director with his special contribution brings to the Board an objective perspective to enable balanced and well-considered decisions to be made. A Director with multiple board representations is expected to ensure that sufficient attention is given to the affairs of the Manager and CMT.

The composition of the Board, including the selection of candidates for new appointments to the Board as part of the Board's renewal process, is determined using the following principles:

- The Board should comprise Directors with a broad range of commercial experience, including expertise in funds management, the property industry and in the banking and legal fields.
- At least one-third of the Board should comprise Independent Directors.

Sustainability

Corporate Governance

The selection of candidates is evaluated taking into account various factors including the current and mid-term needs and goals of CMT, and hence, the Manager, as well as the relevant expertise of the candidates and their potential contributions. Candidates may be put forward or sought through contacts and recommendations.

The independence of each Director is reviewed upon appointment, and thereafter annually, by the Board. Reviews of Board performance as appropriate are informal. Renewal or replacement of Board members do not necessarily reflect their contributions to date, but may be driven by the need to position and shape the Board in line with the medium term needs of CMT and its business. The financial indicators, set out in the Code as guides for the evaluation of the Board and its Directors, are in the Manager's opinion, more of a measurement of management's performance and therefore less applicable to Directors. In any case, such financial indicators provide a snapshot of CMT's performance, and do not fully measure the sustainable long-term wealth and value creation of CMT.

The Manager believes that Board performance and that of individual Board members would perhaps be better reflected in, and evidenced by, proper guidance, diligent oversight and able leadership, and the support that it lends to management in steering CMT in the appropriate direction, and the long-term performance of CMT whether under favourable or challenging market conditions. This is ultimately reflected in safeguarding the interests of CMT and maximising Unitholders' value.

Contributions by an individual Board member can also take other forms, including providing objective perspectives of issues, facilitating business opportunities and strategic relationships, and accessibility to management outside of a formal environment of Board and/or Board committee meetings.

Composition

Board Members	Audit Committee	Executive Committee	Corporate Disclosure Committee	Investment Committee
James Koh Cher Siang	–	–	Chairman	Chairman
Liew Mun Leong	–	Chairman	Member	Member
Lim Tse Ghaw Olivier	–	Member	Member	–
Lim Beng Chee	–	Member	–	Member
James Glen Service	Chairman	–	–	Member
David Wong Chin Huat	Member	–	–	–
S. Chandra Das	–	–	–	–
Richard R. Magnus	–	–	–	Member
Kee Teck Koon	Member	–	–	–
Tan Kian Chew	–	–	–	–
Simon Ho Chee Hwee	–	–	–	Member

Meeting Attendance

Board Members	Board Number of Meetings Held: 4	Audit Committee Number of Meetings Held: 4	Project Verification Number of Meetings Held: 2
James Koh Cher Siang	4	N.A.	2
Liew Mun Leong	4	N.A.	–
Lim Tse Ghaw Olivier	4	N.A.	–
Lim Beng Chee	4	N.A.	1
James Glen Service	4	4	2
David Wong Chin Huat	4	4	2
S. Chandra Das	3	N.A.	2
Richard R. Magnus	3	N.A.	–
Kee Teck Koon	4	4	2
Tan Kian Chew	4	N.A.	1
Simon Ho Chee Hwee	4	N.A.	2

N.A. – Not applicable

Sustainability

Corporate Governance

Access to Information and Accountability

Principle 6:

In order to fulfil their responsibilities, Board members should be provided with complete, adequate and timely information prior to board meetings and on an on-going basis.

Principle 10:

The Board should present a balanced and understandable assessment of the company's performance, position and prospects.

Management provides the Board with complete and adequate information in a timely manner. This is done through regular updates on financial results, market trends and business developments. Changes to regulations, policies and accounting standards are also monitored closely.

To keep pace with regulatory changes, where these changes have an important and significant bearing on CMT and its disclosure obligations, the Directors are briefed by management during Board meetings, at specially convened sessions or via circulation of Board papers. Information provided to the Board include explanatory background relating to matters to be brought before the Board, budgets, forecasts and management accounts. In relation to budgets, any material variance between projections and actual results are disclosed and explained.

The Secretary of the Manager works with the Chairman and management to ensure that Board papers and agenda are provided to each Director in advance of Board meetings so that they can familiarise themselves with the matters prior to the Board meetings. Senior executives who can provide additional insights into matters to be discussed are requested to also attend the Board meetings so as to be at hand to answer questions. Board meetings are usually half-a-day affairs and include presentations by senior executives, external consultants and experts on strategic issues relating to specific business areas.

The Board has separate and independent access to the Manager's senior management and the Secretary, and vice versa. The Secretary will give the Board the necessary assistance and is also responsible for assisting the Chairman in ensuring that Board procedures are followed and that the applicable laws and regulations are complied

with. Under the direction of the Chairman, the Secretary's responsibilities include ensuring good information flows within the Board and its Board committees and between senior management and Non-Executive Directors as well as facilitating orientation and assisting with professional development as required. The Secretary attends Board meetings and Board committee meetings to take minutes. The appointment and removal of the Secretary is a Board reserved matter.

Where necessary, the Manager will, upon the request of Directors (whether as a group or individually), provide them with independent professional advice, at the Manager's expense, to enable them to discharge their duties. The Secretary assists the Directors in obtaining such advice.

The Manager has implemented quarterly financial reporting for CMT since inception. Financial results and other price sensitive public announcements are presented in a balanced and understandable assessment of CMT's performance, position and prospects. The Manager also provides the Directors with management accounts on a monthly basis to enable Directors to keep abreast of CMT's financial performance, position and prospects.

(B) REMUNERATION MATTERS

Procedures for Developing Remuneration Policies

Principle 7:

There should be a formal and transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual directors. No director should be involved in deciding his own remuneration.

Level and Mix of Remuneration

Principle 8:

The level of remuneration should be appropriate to attract, retain and motivate the directors needed to run the company successfully but companies should avoid paying more than is necessary for this purpose. A significant proportion of executive directors' remuneration should be structured so as to link rewards to corporate and individual performance.

Disclosure on Remuneration

Principle 9:

Each company should provide clear disclosure of its remuneration policy, level and mix of remuneration, and the procedure for setting remuneration in the company's annual report. It should provide disclosure in relation to its remunerative policies to enable investors to understand the link between remuneration paid to directors and key executives, and performance.

The remuneration of Directors and staff of the Manager is paid by the Manager, and not by CMT. The Manager adopts the remuneration policies and practices of its holding company, CapitaMalls Asia Limited (CMA), which has a remuneration committee that determines and recommends to the CMA board of directors, the framework of remuneration, terms of engagement, compensation and benefits for senior executives of CMA and its subsidiaries, which include the Chief Executive Officer of the Manager and members of its senior management team. It is hence not necessary for the Manager to have a remuneration committee.

Since CMT does not bear the remuneration of the Manager's Board and staff, the Manager does not consider it necessary to include a report on remuneration of its Directors (other than as set out below) and its key executives.

The remuneration of Directors for FY 2011 is shown in the table below. The Chief Executive Officer does not receive Directors' fees. Non-Executive Directors have no service contracts with the Manager. They receive Directors' fees which are payable by way of cash and Units. The Manager believes that the payment of a portion of the fees in Units will serve to align the interests of the Directors with that of Unitholders, and with CMT's long-term growth and value. Such Directors' fees comprise a basic retainer fee as Director, an additional fee for serving on any of the Board committees and an attendance fee for participation in meetings of the Board and any of the Board committees, project meetings and verification meetings. In determining the quantum of such fees, factors such as frequency of meetings, time spent and responsibilities of Directors are taken into account. The Chairman and members of the Audit Committee receive additional fees to take into account the nature of their responsibilities and the greater frequency of meetings.

Directors' Remuneration for FY 2011

Board Members	FY 2011 ⁽¹⁾⁽²⁾	FY 2010 ⁽¹⁾
James Koh Cher Siang	S\$124,000	S\$117,442 ⁽³⁾
Liew Mun Leong	S\$107,000 ⁽⁴⁾	S\$70,290 ⁽⁴⁾
Lim Tse Ghow Olivier	S\$69,000 ⁽⁴⁾	S\$64,232 ⁽⁴⁾⁽⁵⁾
Lim Beng Chee	S\$69,700 ⁽⁴⁾	–
James Glen Service	S\$122,000	S\$108,626 ⁽⁶⁾
David Wong Chin Huat	S\$78,000	S\$65,000
S. Chandra Das	S\$53,000	S\$45,000
Richard R. Magnus	S\$59,000	S\$31,096 ⁽⁷⁾
Kee Teck Koon	S\$78,000	S\$60,919 ⁽⁸⁾
Tan Kian Chew	S\$54,000	S\$27,806 ⁽⁹⁾
Simon Ho Chee Hwee	–	–

1. Inclusive of attendance fees of (a) S\$2,000 (local director) and S\$5,000 (foreign director) per meeting attendance in person, (b) S\$1,700 per meeting attendance via tele-conference or video conference, and (c) S\$1,000 per meeting attendance at project and verification meetings subject to a maximum of S\$10,000 per Director per annum. Directors' fees are subject to the approval of the Manager's shareholder.
2. Each Non-Executive Director shall receive up to 20% of his or her Directors' fees in the form of Units in CMT (subject to rounding adjustments). The remainder of the Directors' fees shall be paid in cash. No new Units will be issued for this purpose as these Units will be paid by the Manager from the Units it holds in CMT.
3. James Koh Cher Siang ceased to be Chairman of the Audit Committee with effect from 3 May 2010 but remains as Chairman and Director of the Board.
4. In respect of Directors who are employees of CapitaLand Limited and CMA, the cash component of their Directors' fees will be paid to CapitaLand Limited and CMA respectively. They will be entitled to retain the Units component of their Directors' fees.

5. Lim Tse Ghow Olivier ceased to be a member of the Audit Committee with effect from 23 February 2010 but remains as a Director of the Board.
6. James Glen Service was appointed as Chairman of the Audit Committee with effect from 3 May 2010.
7. Richard R. Magnus was appointed as an Independent Non-Executive Director of the Board with effect from 3 May 2010.
8. Kee Teck Koon was appointed as a member of the Audit Committee with effect from 3 May 2010.
9. Tan Kian Chew was appointed as a Non-Executive Director of the Board with effect from 3 May 2010.

Sustainability

Corporate Governance

(C) ACCOUNTABILITY AND AUDIT

Audit Committee

Principle 11:

The Board should establish an Audit Committee with written terms of reference which clearly set out its authority and duties.

The Audit Committee is established by the Board from among the Directors of the Manager and comprises three members, all non-executive, the majority of whom (including the Chairman of the Audit Committee) are independent.

The Manager is of the view that the Audit Committee members have the relevant expertise to discharge the functions of an Audit Committee. The Audit Committee has a set of terms of reference defining its scope of authority which includes, in relation to its management of CMT:

- Monitoring and evaluating the effectiveness of the Manager's internal control process (including financial, operational and compliance controls and risk management policies and systems) through reviewing internal and external audit reports to ensure that where deficiencies in internal controls have been identified, appropriate and prompt remedial action is taken by management.
- Reviewing the quality and reliability of information prepared for inclusion in the financial reports and approving the financial statements and the audit report before recommending to the Board for approval.
- Reviewing the adequacy and effectiveness of the internal audit function.
- Monitoring the procedures established to regulate Interested Person Transactions (as defined below), including ensuring compliance with Chapter 9 of the Listing Manual on interested person transactions, transactions between CMT and an 'interested person', and compliance with the provisions of the Property Funds Appendix in Appendix 6 of the CIS Code (the Property Funds Appendix) relating to transactions between CMT and an 'interested party'.
- Reviewing the appointment and re-appointment of auditors (including remuneration and terms of engagement) before recommending them to the Board for recommendation to Unitholders at each annual general meeting and reviewing the adequacy of existing audits in respect of cost, scope and performance.

- Reviewing the scope and results of the audit and its cost effectiveness, and the independence and objectivity of the external auditors and non-audit services provided by the external auditors and confirming that they would not, in the Audit Committee's opinion, impair the independence of the auditors.
- Monitoring the procedures in place to ensure compliance with applicable legislation, the Listing Manual and the Property Funds Appendix.

The Audit Committee is authorised to investigate any matters within its terms of reference. The Audit Committee has full access to and co-operation of management and the internal auditors and has full discretion to invite any Executive Director or officer to attend its meetings. The internal auditors and CMT's external auditors, have unrestricted access to the Audit Committee. Reasonable resources have been made available to the Audit Committee to enable it to discharge its duties.

The Audit Committee meets CMT's external auditors, and with the internal auditors, without the presence of management, at least twice annually. In its review of the audited financial statements for FY 2011, the Audit Committee discussed with management and external auditors the accounting principles that were applied. Based on the review and discussions with management and the external auditors, the Audit Committee is of the view that the financial statements are fairly presented, and conform to generally accepted accounting principles in all material aspects. The Audit Committee has also conducted a review of all non-audit services provided by the external auditors during the financial year and is satisfied that the nature and extent of such services will not prejudice the independence and objectivity of the external auditors. The aggregate amount of audit fees paid and payable by CMT and its subsidiaries (the CMT Group) to the external auditors for FY 2011 was approximately S\$377,859, of which audit fees amounted to approximately S\$342,859 and non-audit fees amounted to approximately S\$35,000.

Audit Committee meetings are generally held after the end of every quarter of every financial year. Four Audit Committee meetings were held during the year.

The Manager, on behalf of CMT, confirms that CMT has complied with Rule 712 and Rule 715 of the Listing Manual in relation to its auditing firms.

Internal Controls

Principle 12:

The Board should ensure that Management maintains a sound system of internal controls to safeguard the shareholders' investments and the company's assets.

Internal Audit

Principle 13:

The company should establish an internal audit function that is independent of the activities it audits.

The Manager has an established risk identification and management framework for the CMT Group. The Manager proactively identifies and addresses risks in the CMT Group. The ownership of these risks lies with the Chief Executive Officer and function heads of the Manager with stewardship residing with the Board of the Manager.

The Manager has a system to consolidate and review the CMT Group's risk register which identifies the key risks facing the CMT Group and the internal controls in place to manage or mitigate those risks. Internal and external auditors conduct audits that involve testing the effectiveness of the material internal control systems in the CMT Group including testing, where practical, material internal controls in areas managed by external service providers. Any material non-compliance or lapses in internal controls together with proposed corrective measures are reported to the Audit Committee of the Manager. The Audit Committee also reviews the effectiveness of the measures taken by the Manager in response to the issues noted by the internal and external auditors of the Manager. The internal controls are continually being refined by the Manager.

Based on the framework established and reviews conducted by the internal and external auditors of the Manager, the Board of the Manager opines, with the concurrence of the Audit Committee of the Manager, that there are adequate controls in place within the CMT Group addressing material financial, operational and compliance risks to meet the needs of the CMT Group in its current business environment.

The system of internal control and risk management established by the Manager provides reasonable, but not absolute, assurance that the CMT Group will not be adversely affected by any event that can be reasonably foreseen as it strives to achieve its business objectives. However, the Board also notes that no system of internal controls and risk management can provide absolute assurance in this regard, or absolute assurance against poor judgement in decision making, human error, losses, fraud or other irregularities.

The Manager has in place an internal audit function supported by CMA's Internal Audit Department (CMA IA) which reports directly to the Audit Committee and administratively to the Chief Executive Officer.

To ensure that the internal audits are performed effectively, CMA IA recruits and employs suitably qualified professional staff with the requisite skill sets and experience.

CMA IA provides training and development opportunities for its staff to ensure their technical knowledge and skill sets remain current and relevant.

The Audit Committee reviews the internal audit reports and activities on an on-going basis. The Audit Committee also reviews and approves the annual internal audit plan with respect to CMT. The Audit Committee is of the view that the internal audit department is adequately resourced to perform its functions and has, to the best of its ability, maintained its independence from the activities that it audits.

(D) COMMUNICATION WITH UNITHOLDERS

Principle 14:

Companies should engage in regular, effective and fair communication with shareholders.

Principle 15:

Companies should encourage greater shareholder participation at AGMs, and allow shareholders the opportunity to communicate their views on various matters affecting the company.

The Listing Manual requires that a listed entity disclose to the market matters that could, or might be expected to, have a material effect on the price of the entity's securities. In line with CMT's disclosure obligations, the Board's policy is to inform Unitholders, in a timely manner, of all major developments that impact CMT. During the year, a continuous disclosure process was in place to ensure that compliance with such obligations was constantly adhered to.

CMT believes that it should engage in regular, effective, unbiased and transparent communication with Unitholders. The Manager communicates information on CMT to Unitholders and the investing community through announcements that are released to the SGX-ST via SGXNET. Such announcements include the quarterly and full-year results, material transactions, and other developments relating to the CMT requiring disclosure under the corporate disclosure policy of the SGX-ST.

Sustainability

Corporate Governance

Our Investor Relations and Communications team actively engages our Unitholders, analysts, fund managers and also the media via:

- Media and analysts' briefings (with 'live' webcast available for viewing on CMT's website).
- One-on-one/group meetings or conference calls, investor luncheons, local/overseas roadshows and conferences.
- Annual reports.
- Press releases on major developments of CMT.
- Notices of, and explanatory memoranda for, annual general meetings (AGMs) and extraordinary general meetings (EGMs).
- CMT's website at www.capitamall.com (an email alert option is available to subscribers who wish to be notified of newly posted announcements, press releases, presentations and publications). During the 'live' webcasts of media and analysts' briefings, viewers are also given the opportunity to send in their queries online. The queries received are usually responded to by the Manager during the webcast's question and answer segment, time permitting. The Manager will then separately address the queries not addressed during the webcast.

As part of the Manager's continuous efforts to reach out to retail investors, the Manager participated in the SIAS Asian Investment Conference in July 2011. The event provided an opportunity for participants to interact and engage with senior management and better understand the Manager's growth strategies for CMT.

CMT is the only Singapore REIT included in the Straits Times Index (STI), the primary Singapore equity market barometer. It is also included in other key indices such as the FTSE4Good Global Index, FTSE/ASEAN Index, FTSE European Public Real Estate Association (EPRA) /NAREIT Global Real Estate Index, FTSE STI, FTSE Straits Times All Share Index, FTSE ST Financials Index, FTSE ST Real Estate Index, FTSE ST REIT, Global Property Research (GPR) General Index, GPR General ex-US Index, GPR General Far East Index, GPR General Far East ex-Japan Index, GPR General Singapore Index, GPR General Quoted Index, GPR General Quoted ex-US Index, GPR General Quoted Far East Index, GPR General Quoted Far East ex-Japan Index, GPR General Quoted Singapore Index, GPR 250 Index, GPR 250 ex-US Index, GPR 250 Asia Index, GPR 250 Asia ex-Japan Index, GPR 250 Asia Pacific Index, GPR 250 Asia Pacific ex-Japan Index, GPR 250 South-Eastern Asia Index, GPR 250 Singapore Index, GPR 250 REIT Index, GPR 250 REIT ex-US Index, GPR 250 REIT Asia Index, GPR 250 REIT Asia ex-Japan Index, GPR 250 REIT Asia Pacific Index, GPR 250 REIT Asia Pacific ex-Japan Index, GPR 250 REIT South-Eastern Asia Index, GPR 250 REIT Singapore Index, Morgan Stanley Capital International

(MSCI) Singapore Standard, MSCI World Standard Index, Standard and Poor's (S&P) BMI Global index, S&P Global Property and S&P Global REIT index – all of which are widely tracked and referred to by international fund managers as performance benchmarks in the selection and monitoring of investments.

With a majority of Units held by institutional investors, the Manager considers meetings with local and foreign fund managers an integral part of investor relations. During the year under review, the Manager met with institutional investors from Singapore, Hong Kong, Japan, the United Kingdom, the United States, various European countries and Australia. These meetings and roadshows with investors enabled the Manager to update potential and current Unitholders on CMT's significant developments and its medium to long-term strategies. CMT also participates in various local and overseas conferences as part of its efforts to build interest in the Singapore REIT market. The Manager will continue to pursue opportunities to educate and keep retail investors informed of the latest developments in the Singapore REIT industry, through relevant seminars and conferences.

Unitholders and potential stakeholders have 24-hour access to CMT's website for information on CMT's major developments, property descriptions, announcements and other corporate information.

CMT's unit price information (20 minutes lag-time) is also made available on the website. In addition, the public can pose questions via a dedicated 'Ask Us' email address, and have their queries addressed accordingly. Also available on the website is an archive of CMT's announcements, press releases, annual reports and operational details. The latest information is posted on the website as soon as it is released to the SGX-ST and the media.

All Unitholders are sent a copy of the CMT Annual Report prior to the AGM. As and when an EGM of the Unitholders is to be held, each Unitholder will be sent a copy of a circular to Unitholders which contains details of the matters to be proposed for Unitholders' consideration and approval. Notices for the general meetings of Unitholders setting out all items of business to be transacted at the general meeting, are also announced on SGXNET. Members of the Board, the Manager's senior management and the external auditors of CMT are in attendance at such general meetings, and Unitholders are given the opportunity to air their views and ask questions regarding the matters to be tabled at the general meetings. Resolutions put to the general meeting are separate unless they are interdependent and linked, and the reasons and material implications are explained. A Unitholder is allowed to appoint one or two proxies to attend and vote at the general meetings in his/her stead.

(E) ADDITIONAL INFORMATION

Dealings with Interested Persons

Review Procedures for Interested Person Transactions

In general, the Manager has established internal control procedures to ensure that all future transactions involving the Trustee and a related party of the Manager (Interested Person Transactions) are undertaken on an arm's length basis and on normal commercial terms, which are generally no more favourable than those extended to unrelated third parties. In respect of such transactions, the Manager would have to demonstrate to the Audit Committee that the transactions are undertaken on normal commercial terms which may include obtaining (where practicable) quotations from parties unrelated to the Manager, or obtaining valuations from independent valuers (in accordance with the Property Funds Appendix).

In addition, the following procedures are generally followed:

- Transactions (either individually or as part of a series or if aggregated with other transactions involving the same interested person during the same financial year) equal to or exceeding S\$100,000 in value, but below 3.0% of CMT's net tangible assets, will be subject to review and approval by the Audit Committee.
- Transactions (either individually or as part of a series or if aggregated with other transactions involving the same interested person during the same financial year) equal to or exceeding 3.0%, but below 5.0% of CMT's net tangible assets, will be subject to the review and approval of the Audit Committee.
- Transactions (either individually or as part of a series or if aggregated with other transactions involving the same interested person during the same financial year) equal to or exceeding 5.0% of CMT's net tangible assets will be reviewed and approved by the Audit Committee which may as it deems fit request advice on the transaction from independent sources or advisors, including obtaining valuations from professional valuers. Further, under the Listing Manual and the Property Funds Appendix, such transactions would have to be approved by the Unitholders of CMT at a meeting of Unitholders.
- Audit Committee's approval shall only be given if the transactions are on arm's length commercial terms and consistent with similar types of transactions undertaken by the Trustee, with third parties which are unrelated to the Manager.

Where matters concerning CMT relate to transactions entered into, or to be entered into, by the Trustee for and on behalf of CMT with an interested person of the Manager, the Trustee is required to ensure that such transactions are conducted on normal commercial terms, and will not be prejudicial to the interest of CMT and the Unitholders, and in accordance with the applicable requirements of the Property Funds Appendix and/or the Listing Manual relating to the transaction in question.

Further, the Trustee has the ultimate discretion under the Trust Deed to decide whether or not to enter into a transaction involving an interested person of the Manager. If the Trustee is to sign any contract with a related party of the Manager, the Trustee will review the contract to ensure that it complies with applicable requirements relating to interested party transactions in the Property Funds Appendix (as may be amended from time to time) and the provisions of the Listing Manual relating to interested person transactions (as may be amended from time to time) as well as other guidelines as may from time to time be prescribed by the MAS and the SGX-ST or other relevant authority to apply to REITs.

Role of the Audit Committee for Interested Person Transactions

The Manager's internal control procedures are intended to ensure that Interested Person Transactions are conducted at arm's length and on normal commercial terms and are not prejudicial to Unitholders' interests. The Manager maintains a register to record all Interested Person Transactions which are entered into by CMT (and the basis, including the quotations obtained to support such basis, on which they are entered into). All Interested Person Transactions are subject to regular periodic reviews by the Audit Committee, which in turn obtains advice from CMA IA, to ascertain that the guidelines and procedures established to monitor Interested Person Transactions have been complied with. In addition, the Trustee will also review such Interested Person Transactions to ascertain that the Property Funds Appendix has been complied with.

The Audit Committee periodically reviews Interested Person Transactions to ensure compliance with the internal control procedures and the relevant provisions of the Listing Manual and the Property Funds Appendix. The review includes the examination of the nature of the transaction and its supporting documents or such other data deemed necessary by the Audit Committee. If a member of the Audit Committee has an interest in a transaction, he is to abstain from participating in the review and approval process in relation to that transaction.

Sustainability

Corporate Governance

Details of all Interested Person Transactions (equal to or exceeding S\$100,000 each in value) entered into by CMT during the financial year are disclosed on page 214 of this Report.

Dealings with Conflicts of Interest

The following procedures have been established to deal with potential conflicts of interest which the Manager (including its Directors, executive officers and employees) may encounter in managing CMT:

- The Manager will be a dedicated manager to CMT and will not manage any other REIT or be involved in any other real property business.
- All executive officers of the Manager will be employed by the Manager.
- All resolutions at meetings of the Board of Directors of the Manager in relation to matters concerning CMT must be decided by a majority vote of the Directors, including at least one Independent Director.
- In respect of matters in which CapitaLand Limited and/or its subsidiaries have an interest, direct or indirect, any nominees appointed by CapitaLand Limited and/or its subsidiaries to the Board will abstain from voting.
- If the Manager is required to decide whether or not to take any action against any person in relation to any breach of any agreement entered into by the Trustee for and on behalf of CMT with an affiliate of the Manager, the Manager shall be obliged to consult with a reputable law firm (acceptable to the Trustee) which shall provide legal advice on the matter. If the said law firm is of the opinion that the Trustee, on behalf of CMT, has a *prima facie* case against the party allegedly in breach under such agreements, the Manager is obliged to pursue the appropriate remedies under such agreements. The Directors of the Manager will have a duty to ensure that the Manager complies with the aforesaid. Notwithstanding the foregoing, the Manager shall inform the Trustee as soon as it becomes aware of any breach of any agreement entered into by the Trustee for and on behalf of CMT with an affiliate of the Manager, and the Trustee may take such action as it deems necessary to protect the rights of Unitholders and/or which is in the interests of Unitholders. Any decision by the Manager not to take action against an affiliate of the Manager shall not constitute a waiver of the Trustee's right to take such action as it deems fit against such affiliate.
- The Board shall include at least two Independent Directors.

The Directors of the Manager are under a fiduciary duty to CMT to act in its best interests in relation to decisions affecting CMT when they are voting as members of the Board. In addition, the Directors and executive officers of the Manager are expected to act with integrity and honesty at all times.

Additionally, the Trustee has been granted a right of first refusal by CMA over all retail income-producing properties located in Singapore with certain specified characteristics which may in the future be identified and targeted for acquisition by CMA or any of its subsidiaries.

Under the Trust Deed, in respect of voting rights where the Manager would face a conflict between its own interest and that of the Unitholders, the Manager shall cause such voting rights to be exercised according to the discretion of the Trustee.

Risk Assessment and Management of Business Risk

Effective risk management is a fundamental part of CMT's business strategy. Recognising and managing risk is central to the business and to protecting Unitholders' interests and value. CMT operates within overall guidelines and specific parameters set by the Board. Each transaction is comprehensively analysed to understand the risk involved. Responsibility for managing risk lies initially with the business unit concerned, working within the overall strategy outlined by the Board.

The Manager's focus on risk management recognises that risk management is, *prima facie*, an issue for management. The risk management framework supports this focus but provides a structured context for those personnel to undertake a half-yearly review of the past performance of, and to profile the current and future risks facing, their areas of responsibility. This risk information is consolidated and used as key input into the corporate strategy sessions attended by management and the Property Manager. Such sessions are held regularly to review CMT's strategic direction in detail, and include specific focus on the identification of key business and financial risks which could prevent CMT from achieving its objectives. Management is then required to ensure that appropriate controls are in place to effectively manage those risks, and such risks and controls are monitored by the Board on a regular basis. The internal audit plan is developed in conjunction with the risk management programme and is focused on ensuring the operation of internal controls and assessing the effectiveness and efficiency of the control environment.

The Board generally meets quarterly, or more often if necessary, to review the financial performance of the Manager and CMT against a previously approved budget. The Board also reviews the risks to the assets of CMT and acts upon any comments by the auditors of CMT. In assessing business risk, the Board considers the economic environment and the property industry risk. The Board and its Investment Committee review and approve all investment decisions. Management meets regularly to review the operations of the Manager and CMT and discuss continuous disclosure issues.

The Manager has determined that significant risk for CMT will most likely arise when making property investment decisions. Accordingly, the Manager has established procedures to be followed when making such decisions. In accordance with this policy, the Board requires comprehensive due diligence to be carried out in relation to the proposed investment and a suitable determination is made as to whether the anticipated return on investment is appropriate, having regard to the level of risk.

In addition, the Board requires that each major proposal submitted to the Board for decision is accompanied by a comprehensive risk assessment and, where required, management's proposed mitigation strategies.

Dealings in Securities

The Manager has voluntarily issued guidelines to its Directors and employees which prohibit them from dealing in Units while in possession of material unpublished price sensitive information and during the period commencing from: (i) two weeks before the release of CMT's quarterly results and (ii) one month before the release of CMT's full-year results to the date of the release of the relevant results to the SGX-ST. Under these guidelines, Directors and employees have been directed to refrain from dealing in Units on short-term considerations. They are also made aware of the applicability of the insider trading laws at all times.

Whistle-blowing

Whistle-blowing policy and procedures are put in place to provide employees of the Manager and parties with official dealings with CMA with well defined, accessible and trusted channels to report on suspected fraud, corruption, dishonest practices or other impropriety in the workplace, and for the independent investigation of any reported incidents and appropriate follow up action. The aim of the whistle-blowing policy is to encourage the reporting of such matters in good faith, with the confidence that employees or external parties making such reports will be treated fairly, and to the extent possible, be protected from reprisal. On an ongoing basis, the whistle-blowing policy is covered during periodic communications to employees to promote fraud awareness.

Investor & Media Relations

Effective investor and media relations and strong corporate transparency continue to be one of our top strategic priorities. We regularly communicate with investors, analysts and media to update them on CMT's strategies and corporate developments in a timely and open manner.

Investor Relations and Media Activities

CMT's management team frequently meets existing and potential investors and analysts at one-on-one or group meetings, local and overseas conferences and roadshows. In 2011, we met or held conference calls with about 300 institutional investors globally and took part in investor conferences and roadshows in Singapore, Hong Kong, London, Sydney, Canada and United States. We are also increasingly engaging in dialogue with our growing base of debt investors, given CMT's diversified sources of debt funding. In March 2011, we participated in CapitaLand Debt Investor Relations Forum which was well attended by about 120 debt investors.

We made conscious efforts to engage more retail investors as well. During the year, we participated in the Asian Investment Conference & Exhibition, an investor education fair organised by the Securities Investors Association (Singapore) (SIAS). Currently, 23 local and foreign brokerage firms have research coverage on CMT.

Approximately 14,000 registered Unitholders owned CMT units as at 31 December 2011. About 60.16% of the units were held by institutional investors with CapitaMalls Asia Limited (CMA) owning another 28.54% of the units while retail investors constitute the remaining 11.30% as at 31 December 2011. Excluding CMA's stake, investors from North America, Singapore and Hong Kong held the largest portions of the remaining unitholdings in CMT, at 26.14%, 24.67% and 21.44% respectively. Investors from Europe, Australia and other parts of Asia accounted for the rest of the unitholdings.

Combined analyst and media results briefings are held every six months to provide an update on CMT's half-year and full-year financial and operational performance. The briefings are webcast 'LIVE' and viewers of the webcasts can send in questions online to be addressed by CMT's management team on the spot. In line with our commitment to deliver accurate, timely and transparent information to Unitholders and the general public, financial results announcements are made within 21 days from the end of each quarter.

In addition, annual general meetings (AGM) and extraordinary general meetings (EGM) provide important channels for communication between CMT's management and Unitholders. CMT convened its second AGM in April 2011 with Unitholders approving all resolutions tabled at the event. An EGM was also held on the same day to seek Unitholders' approval for a new master property management agreement. Voting for all the AGM and EGM resolutions were conducted via polls. Almost 100.0% of CMT Unitholders' votes were in favour of the EGM resolution.

General information on CMT including annual reports, property portfolio details and investor presentations are updated regularly on the website for investors and the general public. All news releases and legal announcements are also available on the Singapore Exchange Securities Trading Limited (SGX-ST) website. Mall tours are occasionally conducted for analysts, investors and journalists who are keen to visit CMT's properties to better understand the performance of the various malls and the asset enhancement initiatives which were completed.

In November 2011, we successfully raised gross proceeds of approximately S\$250.0 million through a private placement of 139,665,000 new units, which was fully subscribed. The new units were issued to over 30 existing and new institutional investors from Asia, the United States and Europe, further diversifying CMT unitholders' base.

Investor Relations Awards in 2011

APREA Best Practices Awards 2011

- Winner of the Mature Markets category
- Merit Award, Mature Markets – Market Disclosure category

Asiamoney Corporate Governance Poll 2011

- Ranked second position for 'Best for disclosure and transparency'
- Ranked third position for 'Best overall for corporate governance'

IR Magazine South East Asia Awards 2011

- Certificate of Excellence in Investor Relations

Securities Investors Association (Singapore) Investors' Choice Award 2011

- Runner-up, 'Most Transparent Company', REITs Category

Investor Relations & Media Calendar 2011

1st Quarter

- Media & Analysts' Results Briefing cum 'LIVE' Webcast for Full Year 2010 Results
- Post-Full Year 2010 Results Investors' Lunch hosted by DBS Vickers
- Media & Analysts' Results Briefing for Acquisition of Iluma
- CapitaLand Debt Investor Relations Forum (Singapore)
- Daiwa Non-deal Roadshow (Singapore and Hong Kong)

2nd Quarter

- Annual General Meeting and Extraordinary General Meeting
- Post-1Q 2011 Results Investors' Lunch hosted by UBS
- Citigroup Asia Pacific Property Conference (Singapore)
- Standard Chartered, HSBC and DBS Debt Roadshow (Singapore, Hong Kong, Sydney and London)
- Bank Of America Merrill Lynch Asian Stars Conference (Singapore)
- Media & Analysts' Briefing for Acquisition of Jurong Gateway Site

3rd Quarter

- Media & Analysts' Results Briefing cum 'LIVE' Webcast for Half Year 2011 Results
- Post-Half Year 2011 Results Investors' Lunch hosted by RBS
- SIAS Asian Investment Conference (Singapore)
- Macquarie ASEAN Conference (Singapore)

4th Quarter

- Post-3Q 2011 Results Investors' Lunch hosted by Goldman Sachs
- Morgan Stanley Asia Pacific Summit (Singapore)
- JP Morgan Non-deal Roadshow (North America)

FINANCIAL CALENDAR

	2011	2012 (Tentative)
First Quarter Results Announcement	21 April 2011	April 2012
First Quarter Distribution to Unitholders	30 May 2011	May 2012
Second Quarter Results Announcement	19 July 2011	July 2012
Second Quarter Distribution to Unitholders	26 Aug 2011	August 2012
Third Quarter Results Announcement	18 October 2011	October 2012
Third Quarter Distribution to Unitholders	29 November 2011	November 2012
Full Year Results Announcement	18 January 2012	January 2013
Final Distribution to Unitholders	6 January 2012 ¹ and 29 February 2012	February 2013

1. Advanced distribution for the period from 1 October 2011 to 9 November 2011 due to the private placement in November 2011.

Unitholders' Enquiries

If you have any enquiries or would like to find out more about CMT, please contact:

The Manager

Ms Jeanette Pang
Investor Relations

Mr Lim Seng Jin

Corporate Communications

Tel: (65) 6536 1188

Fax: (65) 6536 3884

Email: ask-us@capitamall.com

Website: www.capitamall.com

The Unitholder Registrar

**Boardroom Corporate and
Advisory Services Pte. Ltd.**

50 Raffles Place
#32-01 Singapore Land Tower
Singapore 048623

Tel: (65) 6536 5355

Fax: (65) 6536 1360

Website:

www.boardroomlimited.com

For depository-related matters such as change of details pertaining to Unitholders' investment records, please contact:

**The Central Depository (Pte)
Limited**

4 Shenton Way
#02-01 SGX Centre 2
Singapore 068807

Tel: (65) 6535 7511

Fax: (65) 6535 0775

Email: cdp@sgx.com

Website: www.cdp.com.sg

Meeting Our Tenants



Isetan

“We have a long-standing relationship with CapitaMall Trust, having been at Tampines Mall for many years. CapitaMall Trust is a trusted partner who truly believes its relationship with tenants is key to the success of its malls.”

Mr Lim Tien Chun

Managing Director

Awfully Chocolate

“We had never thought of opening an Awfully Chocolate in a shopping mall because we started as an indie brand and enjoyed unique suburban locations. But CapitaMall Trust showed us that being in a mall has also helped us reach out more quickly to a wider cross-section of consumers. We are glad to have a strong partnership with CapitaMall Trust and look forward to growing Awfully Chocolate together with CapitaMall Trust.”

Ms Lyn Lee

Director



Smiggle

“When we wanted to enter the Singapore market, we knew we had to work with a partner who has its pulse on Singapore retail, like CapitaMall Trust. I’m happy to report that Smiggle has done well in Singapore and since opening our first outlet in Plaza Singapura, we now have three stores with CapitaMall Trust.”

Mr Tom Kimberley

Group General Manager



Havaianas

“CapitaMall Trust understands the retail scene in Singapore well. Their in-depth knowledge, coupled with strong support, has helped Havaianas grow its brand in Singapore.”

Mr Jaime Syjuco

Director





Desigual

“Raffles City is home to our first store with CapitaMall Trust. We are glad to be expanding in Singapore with a partner who stays ahead of the trends and has a firm understanding of the business in Singapore.”

Mr Manel Adell
CEO

Hershey's

“We are glad to have a firm partnership for growth with CapitaMall Trust. Their active engagement of tenants creates a win-win relationship for both CapitaMall Trust and its business partners.”

Mr J.S. Gill
Director



Royal Sporting House

“A partnership with CapitaMall Trust is more than just the lease. Their strong support through means such as innovative marketing activities helps tenants and reaps benefits for both CapitaMall Trust and tenants like Royal Sporting House.”

Mr Kesri Singh Kapur
Group Chief Operating Officer



Creative Eateries

“CapitaMall Trust knows their business thoroughly and goes the extra mile to match tenants to meet their customers' needs. Its constantly evolving and unique concepts, like Clarke Quay, offer a great platform to showcase our creativity and allow us to grow the business hand-in-hand.”

Mr Anthony Wong
Managing Director



Meeting Our Shoppers



Bugis Junction

Name Fanny and Sheng Long **What did you buy today?** A DC Comics shirt and a pair of shoes. **How often do you shop here?** Once a month. **What do you think about the mall?** Cool and artistic. **What are your favourite stores?** DC Comics.



Funan Digitalife Mall

Name Wilson, Dustin and Andrew **What did you buy today?** Razer products and computer games. **How often do you visit this mall?** At least twice a month. **What do you usually buy?** Computer games. **What do you like about the mall?** Convenient location near the MRT station. **What are your favourite stores?** Gaming World.



Clarke Quay

Name Felix and Kristen **Where did you hang out today?** Having drinks at Aquanova. **How often do you visit here?** Twice a week. **What do you like about Clarke Quay?** Great atmosphere and popular place. **What are your favourite outlets here?** Zirca and Mulligan's.

Name Anjna and N S Rawat **What did you buy today?** Groceries. **What else did you do at the mall today?** We had our lunch here. **How often do you shop at this mall?** Weekly. **What do you think about the mall?** Excellent! **What are your favourite stores?** Giant, Popular and Jean Yip hair salon.



IMM Building



Tampines Mall

Name Natalia and family **What did you buy today?** Some cheese and fish balls. **How often do you shop here?** Almost everyday. **What do you usually buy?** Groceries. **What do you think about the mall?** It is convenient for me as I stay nearby. The mall has a lot of offerings so there is no need for me to go to Orchard Road to do my regular shopping.



Raffles City Singapore

Name Bibiana and Brandon **How often do you shop here?** Once every two weeks. **What do you usually buy here?** We are usually here for the food. **What do you like about the mall?** Lots of good food at the basement level. **What are your favourite stores?** Robinsons.

Name Kamilah and family **What did you buy today?** Clothes from Cotton On. **What else did you do in the mall today?** Window shopping. **What do you think about the mall?** Great mall with many stores.



Lot One Shoppers' Mall

Name Noraini and family **What brought you to the mall today?** We are going to catch a movie and do some shopping. **How often do you shop here?** Once a week. **What are your favourite stores?** BHG and Aussino.



Junction 8





Safety in Portfolio

Leveraging on our scale and portfolio of predominantly necessity shopping malls

Portfolio At A Glance

CMT's portfolio of 16 quality shopping centres are well-diversified in the suburban areas and downtown core of Singapore. The portfolio includes Tampines Mall, Junction 8, Funan DigitalLife Mall, IMM Building, Plaza Singapura, Bugis Junction, Sembawang Shopping Centre, JCube, Hougang Plaza, Raffles City Singapore (40.00% interest), Lot One Shoppers' Mall, Bukit Panjang Plaza, Rivervale Mall, The Atrium@Orchard, Clarke Quay and Iluma.

These shopping centres are largely well-connected to public transportation nodes such as Mass Rapid Transit (MRT)/Light Rail Transit (LRT) stations and bus interchanges. They are also strategically located either in areas with large population catchment or within Singapore's popular shopping and tourist destinations. The opening of additional Circle Line MRT stations in 2011 benefited CMT's shopping centres such as Junction 8, Plaza Singapura and Raffles City Singapore which are located near these MRT stations.

In May 2011, CMT took a 30.00% stake in a joint venture to develop a prime site at Jurong Gateway, marking its first foray into greenfield developments. The new retail and office development will be called Westgate.

The Manager continues to strive to ensure that each shopping centre in CMT's portfolio optimises its financial performance, strengthens its market position as the leading mall serving its respective target market, as well as provides the ideal shopping experience for its shoppers. This is achieved through a combination of active tenant remixing and asset enhancements, stringent mall maintenance standards, and unique mall-centric marketing and promotional activities.

Property Portfolio Summary

(as at 31 December 2011)

Property Valuation	S\$7,849.2 million ¹
Net Lettable Area	5,053,093 sq ft ²
Committed Occupancy Rate	94.8% ³
Number of Leases	2,489 ⁴
Total Annual Shopper Traffic	234.9 million ⁵

1. Includes CMT's 40.00% interest in RCS Trust and excludes CMT's 30.00% interest in Infinity Mall Trust and Infinity Office Trust.
2. Excludes JCube which has ceased operations for asset enhancement works but includes the post-asset enhancement net lettable area of The Atrium@Orchard and Iluma.
3. Excludes JCube, the office and hotel leases of Raffles City Singapore and the office and warehouse leases of IMM Building.
4. Excludes JCube.
5. Excludes Hougang Plaza, JCube, The Atrium@Orchard and Iluma.



Tampines Mall

PHOTO CREDIT: DENNIS LEE HER MING, SINGAPORE

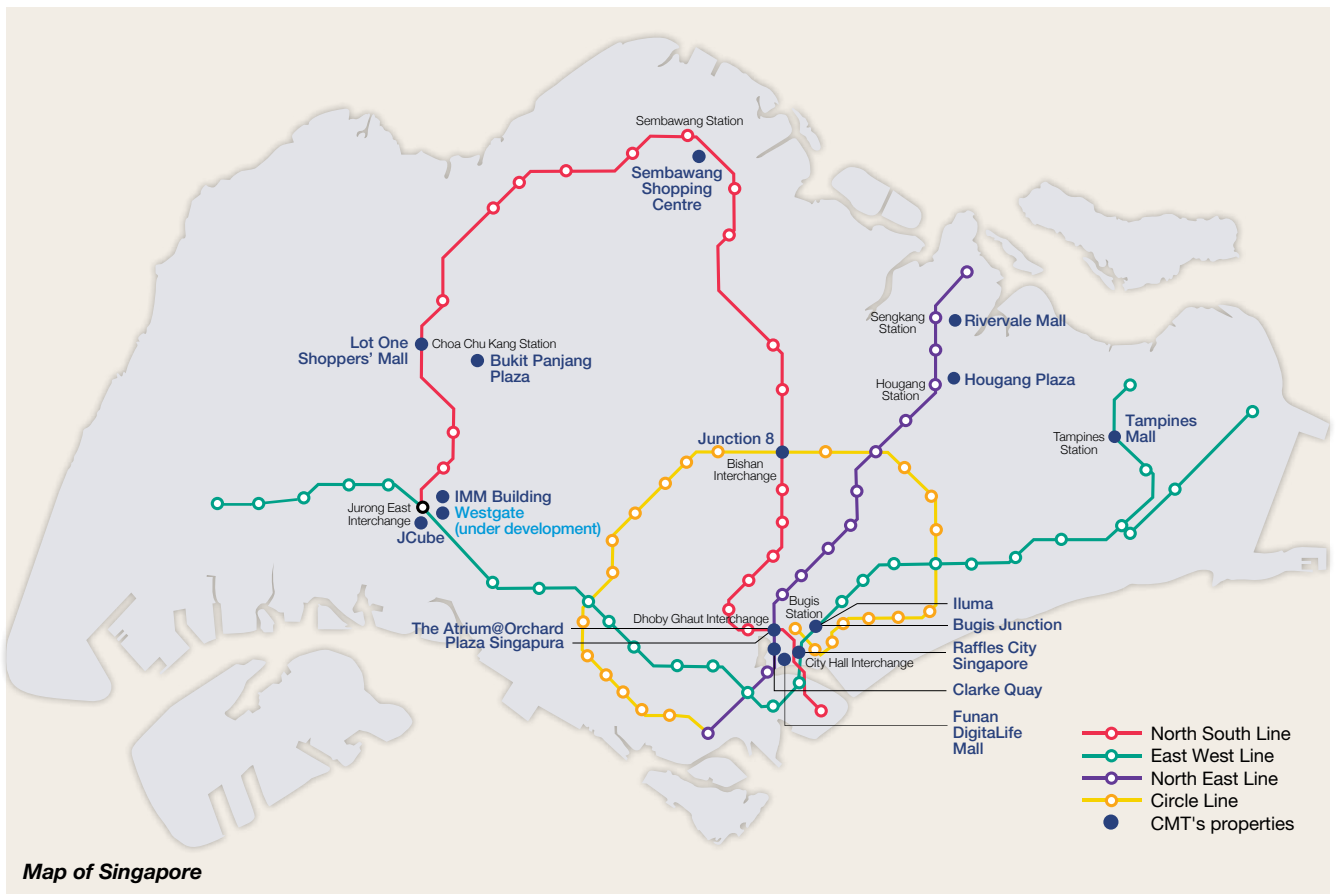


PHOTO CREDIT: ALVIN BUI, SINGAPORE

Portfolio Summary

	Tampines Mall	Junction 8'	Funan DigitalLife Mall	IMM Building	Plaza Singapura	Bugis Junction	Sembawang Shopping Centre
Gross Floor Area (sq ft)	473,562	376,674	482,097	1,426,153	763,760	578,105	197,986
Net Lettable Area (sq ft)	329,081	253,195	298,933	Retail: 409,383 Non-retail: 535,192 Total: 944,575	498,150	418,795	131,201
Number of Leases	171	182	196	Retail: 248 Non-retail: 388 Total: 636	247	237	80
Car Park Lots	632	327	339	1,313	699	648	165
Title	Leasehold tenure of 99 years with effect from 1 September 1992	Leasehold tenure of 99 years with effect from 1 September 1991	Leasehold tenure of 99 years with effect from 12 December 1979	Leasehold tenure of 30 + 30 years with effect from 23 January 1989	Freehold	Leasehold tenure of 99 years with effect from 10 September 1990	Leasehold tenure of 999 years with effect from 26 March 1885
Purchase Price (\$ million)	409.0	295.0	191.0	247.4	710.0	605.8	78.0
Market Valuation (\$ million)	800.0	597.0	347.0	606.0	1,080.0	864.0	93.0
As % of Portfolio Valuation	10.2%	7.6%	4.4%	7.7%	13.8%	11.0%	1.2%
Gross Revenue (\$ million)	68.3	52.0	31.7	78.0	81.4	72.5	←
Net Property Income (\$ million)	49.1	36.0	20.2	50.5	59.2	50.1	←
Committed Occupancy	100.0%	100.0%	100.0%	Retail: 100.0% Non-retail: 99.1% Total: 99.5%	100.0%	100.0%	99.1%
Shopper Traffic (million)	27.4	28.0	10.2	15.4	23.3	38.4	4.6
Key Tenants	NTUC, Isetan, Golden Village, Kopitiam, McDonald's	NTUC, BHG, Best Denki, Breadtalk, Wing Tai Clothing	Challenger, Newstead Technologies, Pertamina Merchandising, Food Junction, Juzz1 Holdings	Cold Storage, Best Denki, Kopitiam, Daiso, Extra Space Jurong	Carrefour, Golden Village, StarHub, Spotlight, Wing Tai Clothing	BHG, Food Junction, Wing Tai Clothing, Cold Storage, TKA Amusement	Cold Storage, Kopitiam, Daiso, Challenger, Esprit

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

1. Excludes civic and community institution space for gross floor area, net lettable area and committed occupancy.
2. Not applicable as JCube has ceased operations for asset enhancement works.
3. Based on the net lettable area upon the completion of asset enhancement works.

JCube	Hougang Plaza	Rivervale Mall	Iluma	Raffles City Singapore	Lot One Shoppers' Mall	Bukit Panjang Plaza	The Atrium@ Orchard	Clarke Quay
316,815	79,651	109,243	297,396	3,449,727	327,278	228,982	577,047	361,591
N.A. ²	75,353	81,130	194,306 ³	Retail: 421,676 Office: 380,320 Total: 801,996	219,454	152,690	Retail: 126,982 ³ Office: 232,608 ³ Total: 359,590 ³	294,644
N.A. ²	12	68	39	Retail: 224 Office: 51 Hotels & Convention: 1 Total: 276	156	113	Retail: 2 Office: 7 Total: 9	67
N.A. ²	154	179	321	1,045	318	332	106	410
Leasehold tenure of 99 years with effect from 1 March 1991	Leasehold tenure of 99 years with effect from 1 March 1991	Leasehold tenure of 99 years with effect from 6 December 1997	Leasehold tenure of 60 years with effect from 30 September 2005	Leasehold tenure of 99 years with effect from 16 July 1979	Leasehold tenure of 99 years with effect from 1 December 1993	Leasehold tenure of 99 years with effect from 1 December 1994	Leasehold tenure of 99 years with effect from 15 August 2008	Leasehold tenure of 99 years with effect from 13 January 1990
68.0	49.1	65.2	295.0	2,166.0 (100.00% interest) 866.4 (40.00% interest)	243.8	161.3	839.8	268.0
273.0	34.0	98.0	295.0	2,833.0 (100.00% interest) 1,133.2 (40.00% interest)	454.0	259.0	623.0	293.0
3.5%	0.4%	1.3%	3.8%	14.4%	5.8%	3.3%	7.9%	3.7%
37.1				86.8 (40.00% interest)	39.1	24.3	26.3	33.1
13.4				63.5 (40.00% interest)	26.4	15.4	15.7	18.7
N.A. ²	100.0%	100.0%	53.3% ^{3,4}	Retail: 100.0% Office: 97.7% Total: 98.9%	99.7%	100.0%	65.5% ^{3,4}	100.0%
N.A. ²	N.A. ⁵	8.7	N.A. ⁵	36.8	17.2	12.3	N.A. ⁵	12.6
N.A. ²	Kopitiam, Furniture & Furnishings, Woodball Association, K Box, Cold Storage	NTUC, Daiso, McDonald's, United Overseas Bank, Asia Pacific Food	Wah Lian Amusement, Hansfort Investments, Komars Management, K Box, NFC Clothier	Robinson & Co., Wing Tai Clothing, Jay Gee Enterprises, TES 07 Pte Ltd, Food Junction ⁶	Food Junction, NTUC, Courts, BHG, KFC/ Pizza Hut	NTUC, Kopitiam, KFC/ Pizza Hut, Cold Storage, McDonald's	Temasek Holdings, Barclays Capital Services, Fullerton Fund Management, HSBC, SBS Transit	Luminox, The Quayside Group, Shanghai Dolly, Katrina Holdings, Attica

4. Lower occupancy rate was due to asset enhancement works.

5. Figures are not available.

6. Retail tenants only.

Portfolio Details

TAMPINES MALL

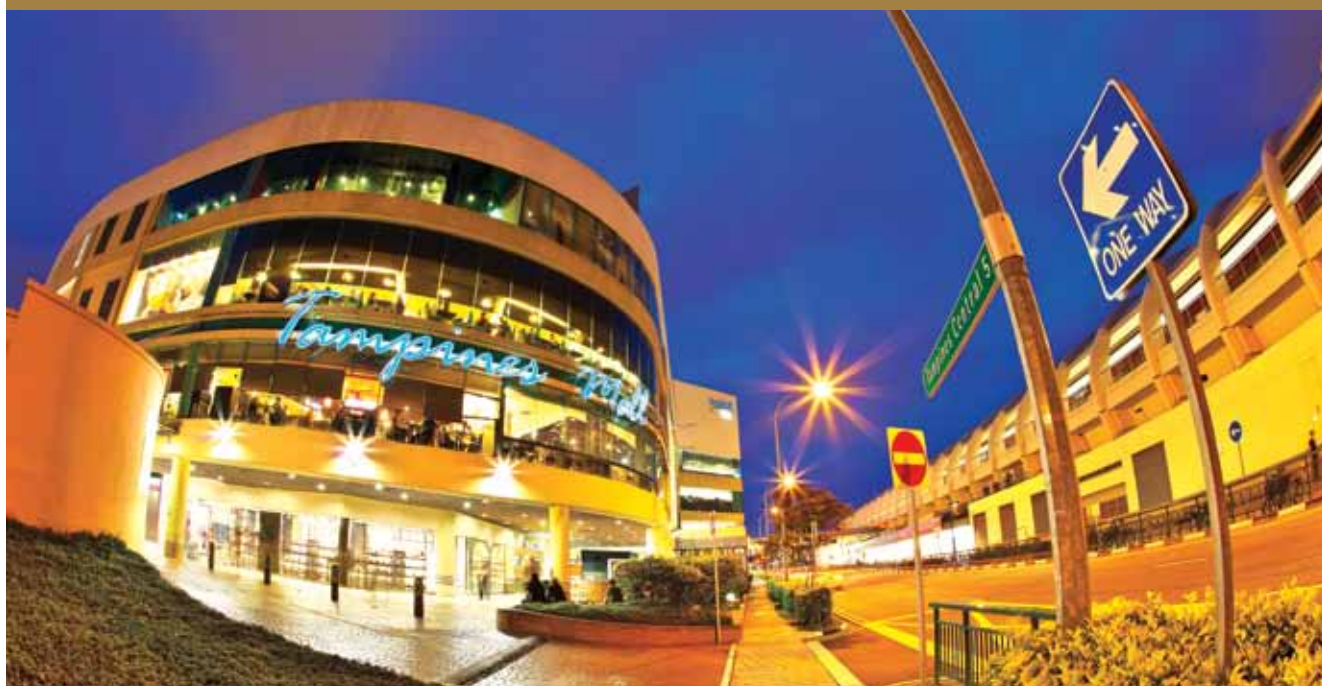


PHOTO CREDIT: MARK ANTHONY SICAT, SINGAPORE

Tampines Mall, located in the densely populated residential area of Tampines, is one of Singapore's leading suburban malls. It is conveniently situated within the Tampines Regional Centre, the first and most developed regional centre in Singapore, and enjoys easy access via the Tampines MRT Station and bus interchange.

To meet the needs of middle-income consumers living and working around the bustling Tampines Regional Centre, Tampines Mall provides a varied mix of shopping, dining and entertainment options for families, professionals and young adults.

Property Information

Description	Five retail levels (including a basement level) and two basement car park levels
Net Lettable Area	329,081 sq ft
Number of Leases	171
Car Park Lots	632
Title	Leasehold tenure of 99 years with effect from 1 September 1992
Acquisition Year	2002
Market Valuation (S\$ million)	800.0
Gross Revenue (S\$ million)	68.3
Net Property Income (S\$ million)	49.1
Committed Occupancy	100.0%
Shopper Traffic in 2011 (million)	27.4
Key Tenants	NTUC, Isetan, Golden Village, Kopitiam, McDonald's

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

Centre Management

Mustafa Abdul Rahman
Centre Manager

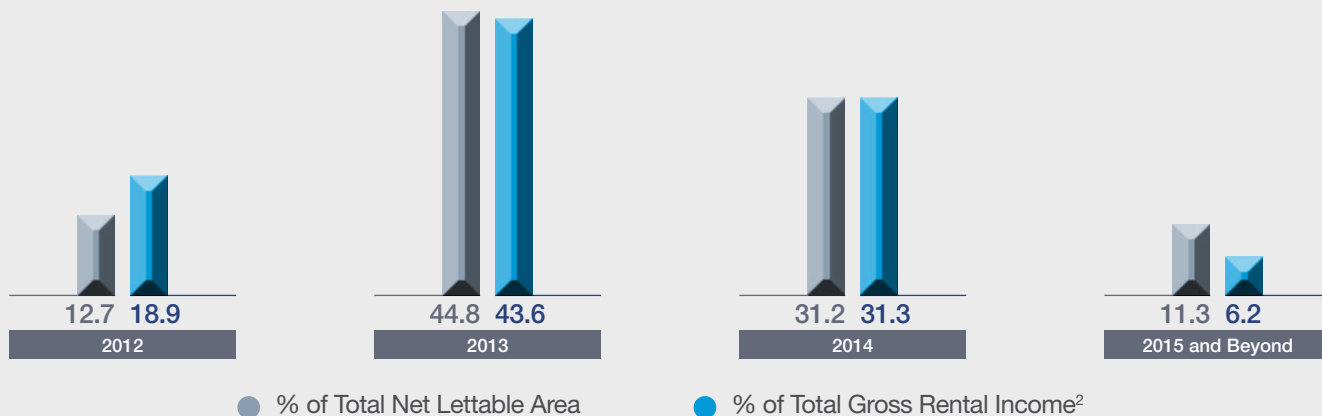
Zen Lee
Marcom Manager

Candy He
Senior Leasing Executive

Frankie Leow
Operations Manager

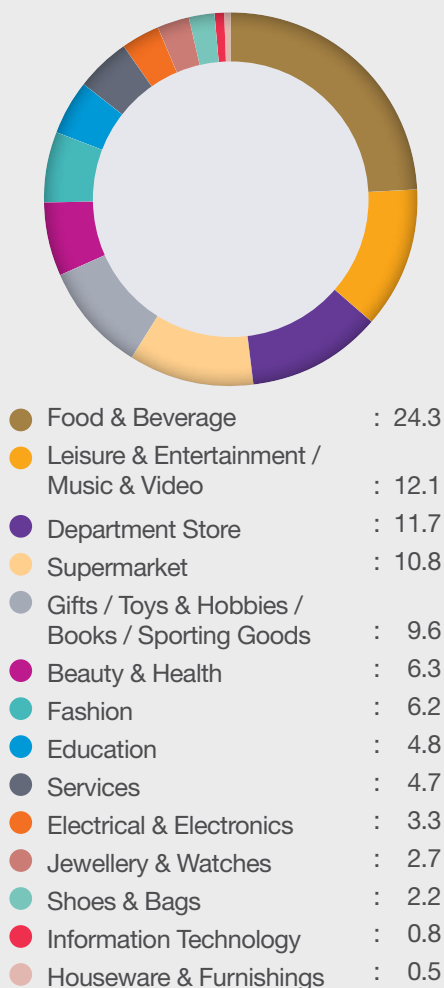
Lease Expiry Profile (%)

(as at 31 December 2011)¹



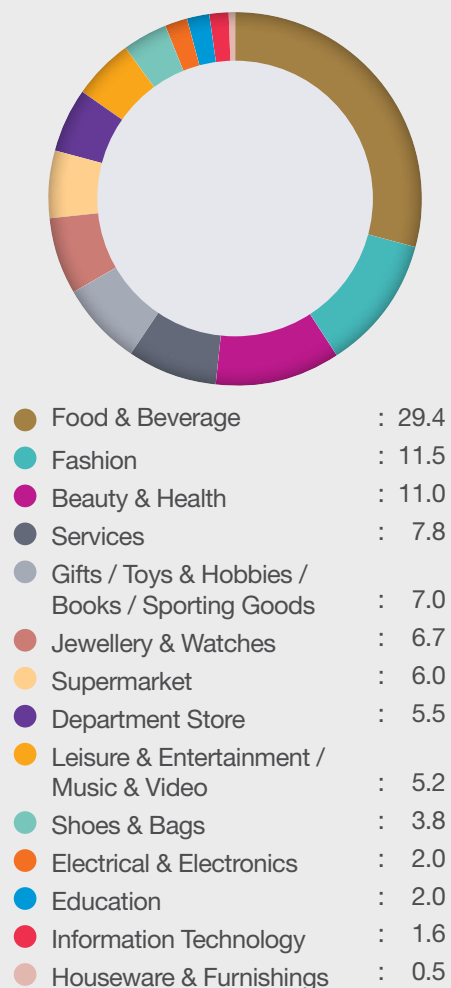
Trade Sector Analysis by Net Lettable Area (%)

(as at 31 December 2011)



Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

JUNCTION 8



Junction 8 is located in the densely populated residential area of Bishan. Being well served by the Bishan MRT Interchange Station and bus interchange, its excellent accessibility by public transport extends its reach well beyond its immediate vicinity. With the opening of the 16 stations on the Circle Line, Junction 8's accessibility is extended to residents living in areas such as Lorong Chuan, Serangoon, Paya Lebar, Eunos and Kembangan.

As the only shopping mall in Bishan, Junction 8 is positioned as a one-stop shopping, dining and entertainment destination catering to the needs of residents from the surrounding housing estates, office workers in the area and students from nearby schools.

In January 2012, Junction 8 completed the first phase of upgrading works, which included the installation of a new facade, a glass canopy that provides seamless transition between Junction 8 and Bishan MRT Interchange Station as well as the creation of new outdoor seating areas for several food and beverage tenants.

Property Information

Description	Five retail levels (including a basement level) and two basement car park levels
Net Lettable Area	253,195 sq ft ¹
Number of Leases	182
Car Park Lots	327
Title	Leasehold tenure of 99 years with effect from 1 September 1991
Acquisition Year	2002
Market Valuation (S\$ million)	597.0
Gross Revenue (S\$ million)	52.0
Net Property Income (S\$ million)	36.0
Committed Occupancy	100.0% ¹
Shopper Traffic in 2011 (million)	28.0
Key Tenants	NTUC, BHG, Best Denki, Breadtalk, Wing Tai Clothing

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

1. Excludes civic and community institution space.

Centre Management

Melissa Ang
Centre Manager

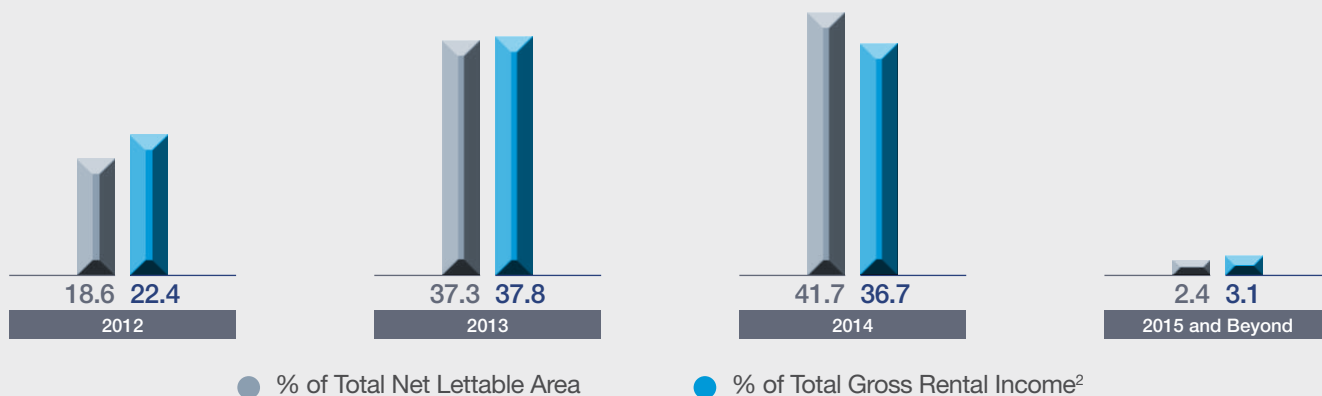
Lun Hwee Hsien
Leasing Manager

Mabel Lim
Marcom Manager

Adrian Lai
Operations Manager

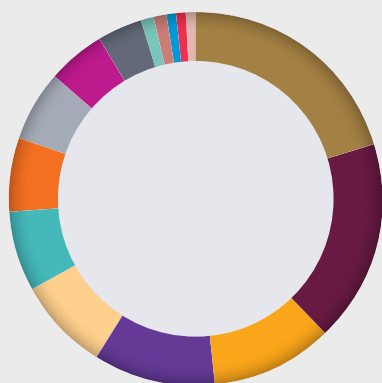
Lease Expiry Profile (%)

(as at 31 December 2011)¹



Trade Sector Analysis by Net Lettable Area (%)

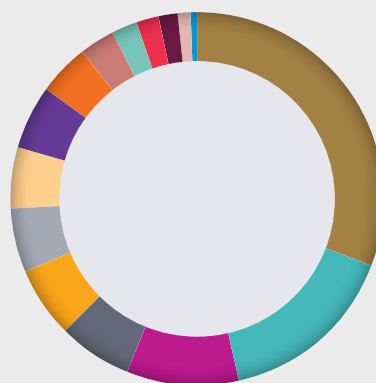
(as at 31 December 2011)



Food & Beverage	: 20.3
Office	: 17.6
Leisure & Entertainment / Music & Video	: 10.7
Department Store	: 10.5
Supermarket	: 8.1
Fashion	: 6.9
Electrical & Electronics	: 6.3
Gifts / Toys & Hobbies / Books / Sporting Goods	: 6.2
Beauty & Health	: 5.0
Services	: 3.7
Shoes & Bags	: 1.2
Jewellery & Watches	: 1.0
Education	: 1.0
Information Technology	: 0.8
Houseware & Furnishings	: 0.7

Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



Food & Beverage	: 31.1
Fashion	: 15.5
Beauty & Health	: 9.6
Services	: 6.5
Leisure & Entertainment / Music & Video	: 6.1
Gifts / Toys & Hobbies / Books / Sporting Goods	: 5.5
Supermarket	: 5.4
Department Store	: 5.3
Electrical & Electronics	: 4.6
Jewellery & Watches	: 2.9
Shoes & Bags	: 2.4
Information Technology	: 1.8
Office	: 1.7
Houseware & Furnishings	: 1.1
Education	: 0.5

1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

FUNAN DIGITALIFE MALL



PHOTO CREDIT: THOMAS PHOON KONG WAI, SINGAPORE

Funan DigiLife Mall (Funan) enjoys an excellent location in the downtown core and tourist belt of Singapore. It is within walking distance to the City Hall MRT Interchange Station and the Clarke Quay MRT Station, which puts it in close proximity to the riverside food & beverage and entertainment precincts such as Clarke Quay.

Together with a unique mix of reputable retailers that offer genuine products and quality customer service, Funan is one of Singapore's choice destinations for information technology (IT), gaming, digital and lifestyle products. All this makes it hugely popular with professionals, managers, executives and businessmen (PMEBs) and tourists alike.

Property Information

Description	Seven retail levels (including one basement level) and three basement car park levels
Net Lettable Area	298,933 sq ft
Number of Leases	196
Car Park Lots	339
Title	Leasehold tenure of 99 years with effect from 12 December 1979
Acquisition Year	2002
Market Valuation (S\$ million)	347.0
Gross Revenue (S\$ million)	31.7
Net Property Income (S\$ million)	20.2
Committed Occupancy	100.0%
Shopper Traffic in 2011 (million)	10.2
Key Tenants	Challenger, Newstead Technologies, Pertama Merchandising, Food Junction, Juzz1 Holdings

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

Centre Management

Billy Chua
General Manager

Tang Pei Cheng
Centre Manager

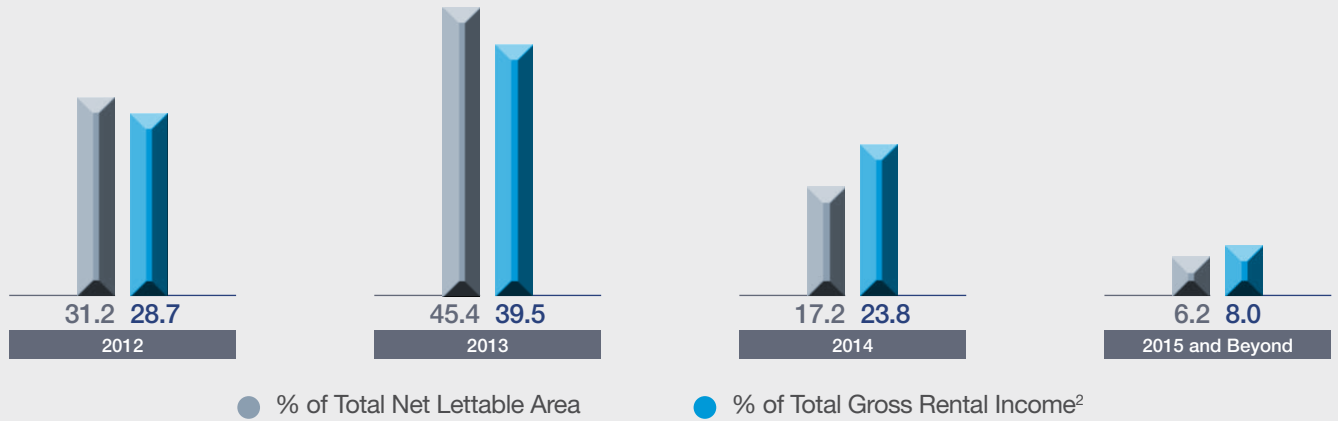
Wang Ying Ying
Leasing Manager

Yvel Leu
Marcom Manager

Ivan Lau
Operations Manager

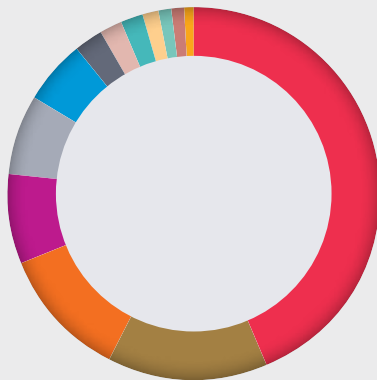
Lease Expiry Profile (%)

(as at 31 December 2011)¹



Trade Sector Analysis by Net Lettable Area (%)

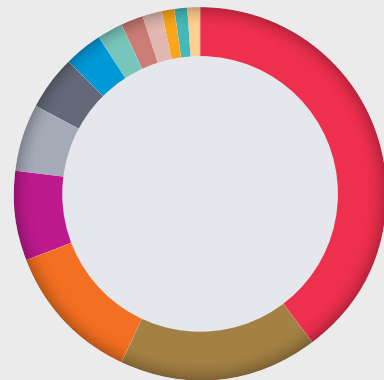
(as at 31 December 2011)



Information Technology	: 43.8
Food & Beverage	: 13.8
Electrical & Electronics	: 11.3
Beauty & Health	: 7.9
Gifts / Toys & Hobbies / Books / Sporting Goods	: 7.0
Education	: 5.5
Services	: 2.5
Houseware & Furnishings	: 2.0
Fashion	: 1.8
Supermarket	: 1.6
Shoes & Bags	: 1.1
Jewellery & Watches	: 0.9
Leisure & Entertainment / Music & Video	: 0.8

Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



Information Technology	: 39.8
Food & Beverage	: 17.4
Electrical & Electronics	: 12.0
Beauty & Health	: 7.9
Gifts / Toys & Hobbies / Books / Sporting Goods	: 5.8
Services	: 4.8
Education	: 3.4
Shoes & Bags	: 2.1
Jewellery & Watches	: 1.9
Houseware & Furnishings	: 1.6
Leisure & Entertainment / Music & Video	: 1.2
Fashion	: 1.1
Supermarket	: 1.0

1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

IMM BUILDING



IMM Building (IMM) is located in the western part of Singapore, just a 10-minute walk from the Jurong East MRT Interchange Station and bus interchange. Shoppers to IMM enjoy the convenience of free parking for the first three hours, as well as a free shuttle bus that plies between the mall and Jurong East MRT Interchange Station. On weekdays, the shuttle service also serves the International Business Park during lunch hour.

Besides its proximity to the surrounding residential estates, IMM is close to major office and industrial developments such as the International Business Park and JTC Summit. Together with its five distinct retail clusters – Home Furnishings, IT & Appliances, Children, Fashion and Food & Beverage – IMM is positioned to cater to both the needs of families and busy PMEBS. With its growing list of outlet concept stores, IMM has also become popular with bargain hunters.

Property Information

Description	Five levels of mixed development comprising retail, warehouse and office space. It has five levels of covered and one level of open-air car park
Net Lettable Area	Retail: 409,383 sq ft Non-Retail: 535,192 sq ft Total: 944,575 sq ft
Number of Leases	Retail : 248 Non-Retail: 388 Total: 636
Car Park Lots	1,313
Title	Leasehold tenure of 30 + 30 years with effect from 23 January 1989
Acquisition Year	2003
Market Valuation (S\$ million)	606.0
Gross Revenue (S\$ million)	78.0
Net Property Income (S\$ million)	50.5
Committed Occupancy	Retail: 100.0% Non-Retail: 99.1% Total: 99.5%
Shopper Traffic in 2011 (million)	15.4
Key Tenants	Cold Storage, Best Denki, Kopitiam, Daiso, Extra Space Jurong

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

Centre Management

Callie Yah
General Manager

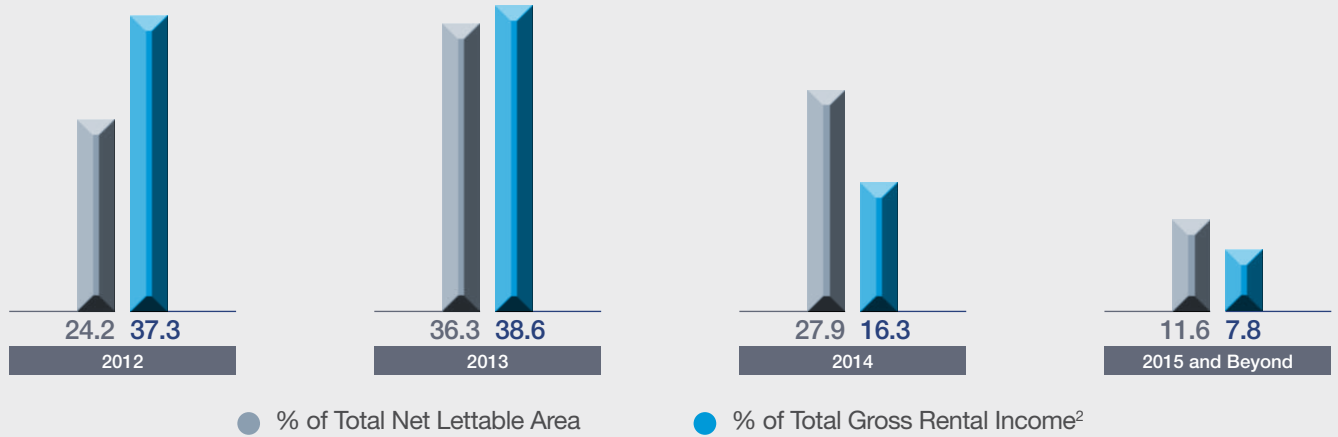
Tan Ai-Ling
Leasing Manager

Maggie Chua
Marcom Manager

Azahari Bin Othman
Operations Manager

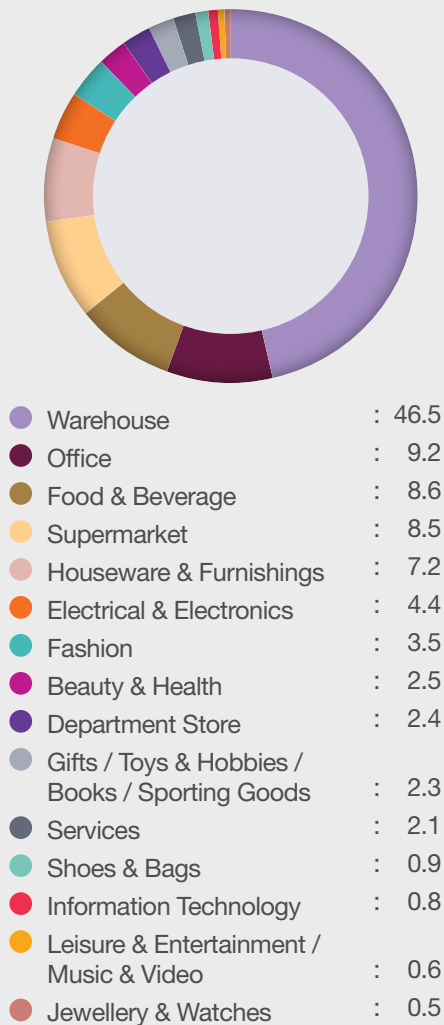
Lease Expiry Profile (%)

(as at 31 December 2011)¹



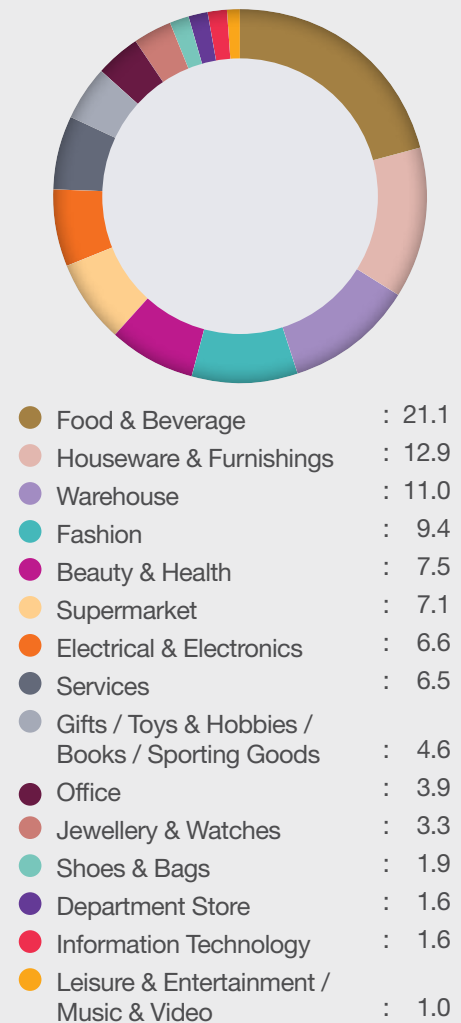
Trade Sector Analysis by Net Lettable Area (%)

(as at 31 December 2011)



Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

PLAZA SINGAPURA



Plaza Singapura is located along Orchard Road, Singapore's main shopping belt, and right in the heart of the Civic & Cultural District. This prime freehold property boasts a direct Basement 2 link to the Dhoby Ghaut MRT Interchange Station, which connects three main train lines – the North South Line, North East Line and the Circle Line.

The mall's broad-based positioning, coupled with its strong focus on basic consumer goods and services, differentiates itself from other malls along Orchard Road, and allows it to attract a wide range of shoppers – families, youths and working adults – from all over Singapore.

When enhancement works to integrate Plaza Singapura and The Atrium@Orchard are completed in the fourth quarter of 2012, shoppers will be able to experience a new facade expressed through elegantly flowing architectural ribbons, as well as a more vibrant front plaza for public events and gatherings.

Property Information

Description	Nine retail levels (including two basement levels) and a multi-storey car park with direct access into the mall from levels 2 to 7
Net Lettable Area	498,150 sq ft
Number of Leases	247
Car Park Lots	699
Title	Freehold
Acquisition Year	2004
Market Valuation (S\$ million)	1,080.0
Gross Revenue (S\$ million)	81.4
Net Property Income (S\$ million)	59.2
Committed Occupancy	100.0%
Shopper Traffic in 2011 (million)	23.3
Key Tenants	Carrefour, Golden Village, StarHub, Spotlight, Wing Tai Clothing

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

Centre Management

Pauline Yeh
General Manager

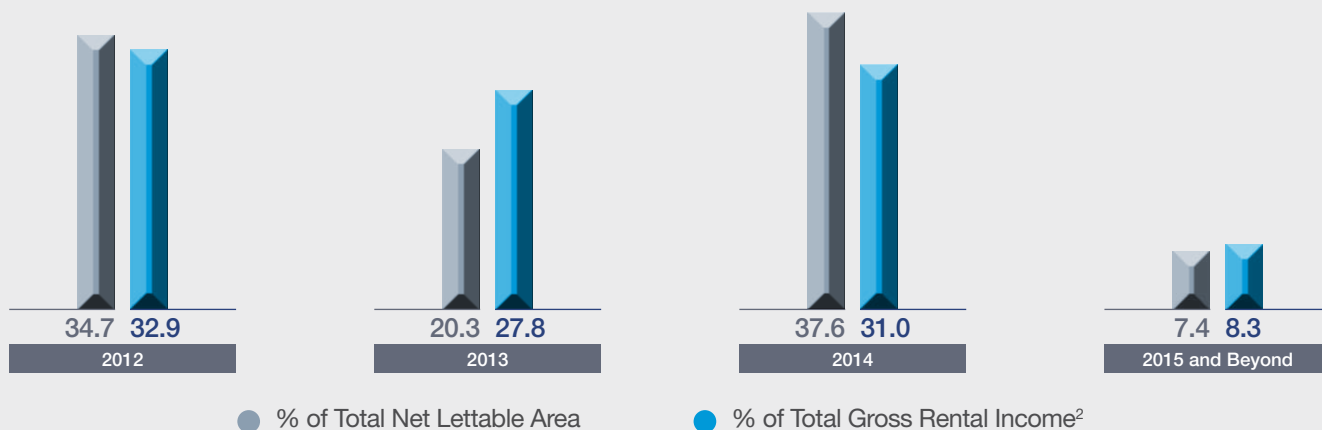
Evelyn Chye
Leasing Manager

June Ang
Senior Marcom Manager

Shamsir Bin Said
Operations Manager

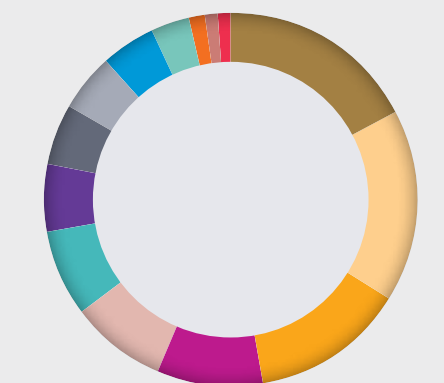
Lease Expiry Profile (%)

(as at 31 December 2011)¹



Trade Sector Analysis by Net Lettable Area (%)

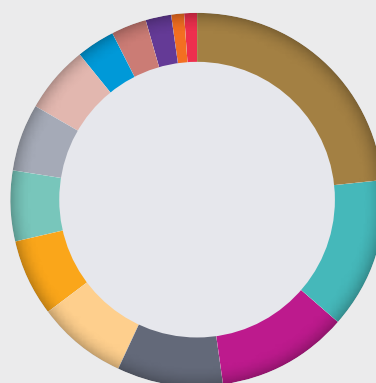
(as at 31 December 2011)



Food & Beverage	: 17.5
Supermarket	: 16.4
Leisure & Entertainment / Music & Video	: 13.5
Beauty & Health	: 9.2
Houseware & Furnishings	: 8.4
Fashion	: 7.4
Department Store	: 5.9
Services	: 5.3
Gifts / Toys & Hobbies / Books / Sporting Goods	: 5.0
Education	: 4.5
Shoes & Bags	: 3.5
Electrical & Electronics	: 1.3
Jewellery & Watches	: 1.2
Information Technology	: 0.9

Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



Food & Beverage	: 23.5
Fashion	: 13.1
Beauty & Health	: 11.2
Services	: 9.3
Supermarket	: 7.8
Leisure & Entertainment / Music & Video	: 6.6
Shoes & Bags	: 6.0
Gifts / Toys & Hobbies / Books / Sporting Goods	: 6.0
Houseware & Furnishings	: 5.8
Education	: 3.3
Jewellery & Watches	: 3.2
Department Store	: 2.0
Electrical & Electronics	: 1.3
Information Technology	: 0.9

1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

BUGIS JUNCTION



Located in the heart of Singapore's Civic and Cultural District, Bugis Junction enjoys direct connectivity to the Bugis MRT Station from the basement level, and is well served by major public bus routes.

In line with its close proximity to the Singapore Management University, LASALLE College of the Arts and School of the Arts (SOTA), Bugis Junction is positioned as a modern fashion, dining and entertainment destination mall targeted at young adults and PMEBS.

Bugis Junction is also Singapore's first and only air-conditioned sky-lit shopping arcade to be flanked by charming historic shophouses, representing a showcase of new- and old-world integration.

CMT recently acquired Iluma which is directly connected by an overhead link-bridge to the second storey of Bugis Junction. The integration of Iluma with Bugis Junction will create a combined shopping destination with net lettable area of more than 606,000 sq ft. The combined offerings of the integrated mall will further strengthen its overall attractiveness to shoppers.

Property Information

Description	Five retail levels including one basement level
Net Lettable Area	418,795 sq ft
Number of Leases	237
Car Park Lots	648
Title	Leasehold tenure of 99 years with effect from 10 September 1990
Acquisition Year	2005
Market Valuation (S\$ million)	864.0
Gross Revenue (S\$ million)	72.5
Net Property Income (S\$ million)	50.1
Committed Occupancy	100.0%
Shopper Traffic in 2011 (million)	38.4
Key Tenants	BHG, Food Junction, Wing Tai Clothing, Cold Storage, TKA Amusement

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

Centre Management

Margaret Khoo
General Manager

Eleanor Jane
Leasing Manager

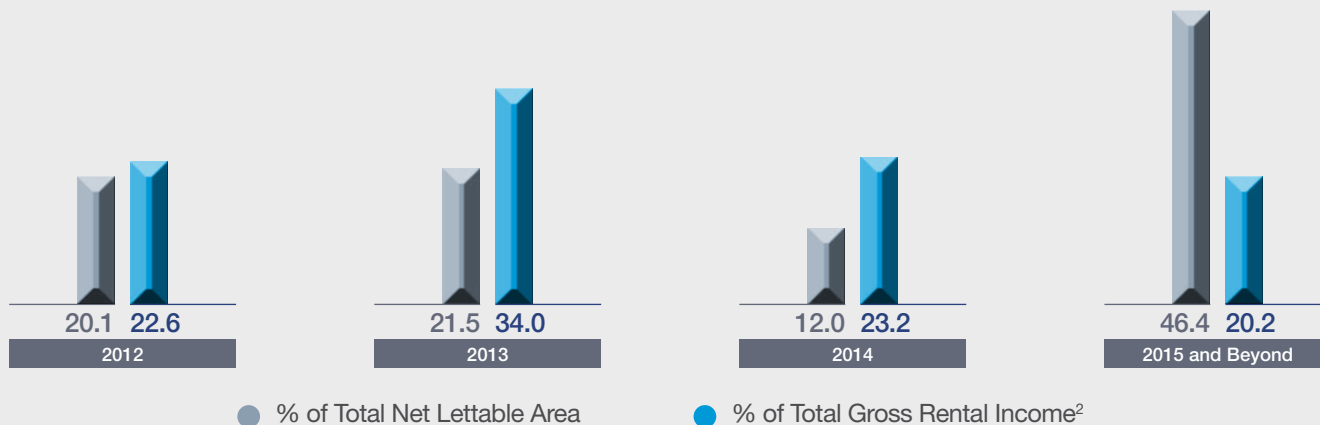
Shirley Lim
Operations Manager

Eugenie Yap
Centre Manager

Christopher Ang
Marcom Manager

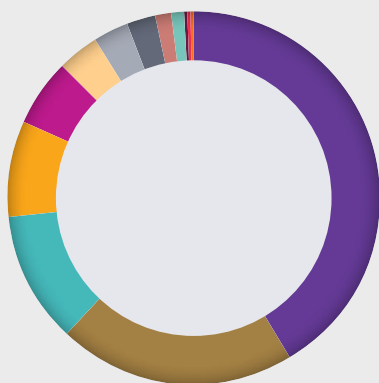
Lease Expiry Profile (%)

(as at 31 December 2011)¹



Trade Sector Analysis by Net Lettable Area (%)

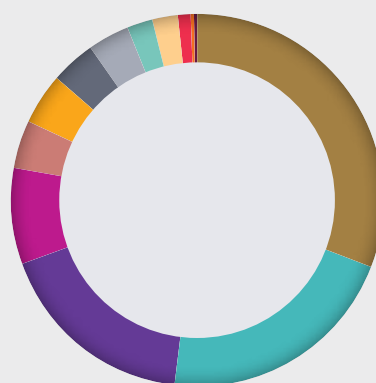
(as at 31 December 2011)



Department Store	: 41.4
Food & Beverage	: 20.8
Fashion	: 11.3
Leisure & Entertainment / Music & Video	: 8.3
Beauty & Health	: 5.8
Supermarket	: 3.6
Gifts / Toys & Hobbies / Books / Sporting Goods	: 3.2
Services	: 2.3
Jewellery & Watches	: 1.4
Shoes & Bags	: 1.1
Office	: 0.3
Information Technology	: 0.3
Electrical & Electronics	: 0.2

Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



Food & Beverage	: 31.1
Fashion	: 20.9
Department Store	: 17.5
Beauty & Health	: 8.3
Jewellery & Watches	: 4.4
Leisure & Entertainment / Music & Video	: 4.4
Services	: 3.9
Gifts / Toys & Hobbies / Books / Sporting Goods	: 3.6
Shoes & Bags	: 2.2
Supermarket	: 2.2
Information Technology	: 1.0
Electrical & Electronics	: 0.4
Office	: 0.1

1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

SEMBAWANG SHOPPING CENTRE



Sembawang Shopping Centre (SSC), was re-developed and re-opened in December 2008. It is situated in close proximity to Yishun and Sembawang MRT stations. The mall provides free shuttle bus service which plies between SSC and the neighbouring Sembawang, Yishun and Woodlands MRT stations. On weekdays, SSC also operates free lunch-time shuttle bus services to the nearby industrial estate.

With its positioning as a one-stop family-oriented necessity shopping destination, SSC appeals to residents from the surrounding estates, uniformed personnel from nearby military camps, as well as workers from the neighbouring industrial parks.

Property Information

Description	Four retail levels (including one basement level) and three car park levels
Net Lettable Area	131,201 sq ft
Number of Leases	80
Car Park Lots	165
Title	Leasehold tenure of 999 years with effect from 26 March 1885
Acquisition Year	2005
Market Valuation (S\$ million)	93.0
Committed Occupancy	99.1%
Shopper Traffic in 2011 (million)	4.6
Key Tenants	Cold Storage, Kopitiam, Daiso, Challenger, Esprit

Data as at 31 December 2011.
Shopper Traffic figure is for the year ended 31 December 2011.

Centre Management

Chew Hock Chye
General Manager

Sonia Choo
Leasing Executive

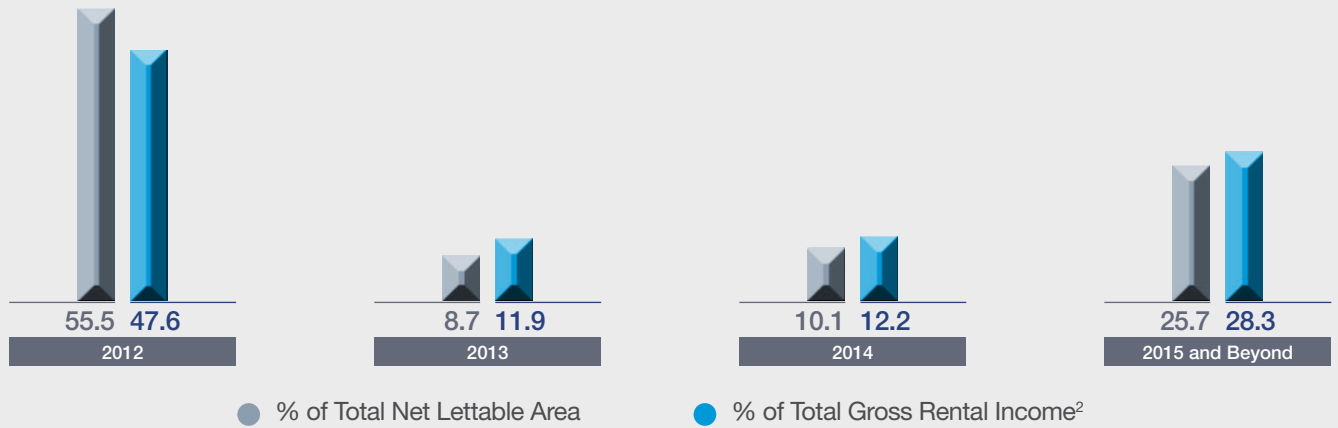
Azman Sulaiman
Operations Manager

Dennis Cheong
Centre Manager

Adrian Leow
Marcom Executive

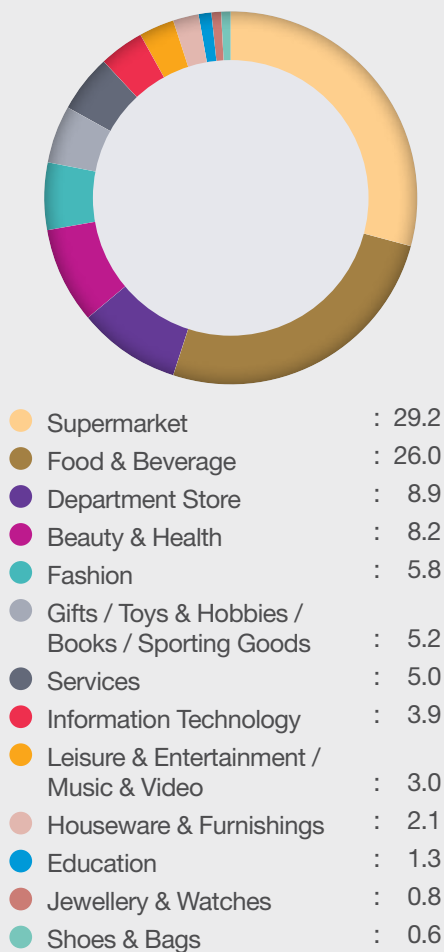
Lease Expiry Profile (%)

(as at 31 December 2011)¹



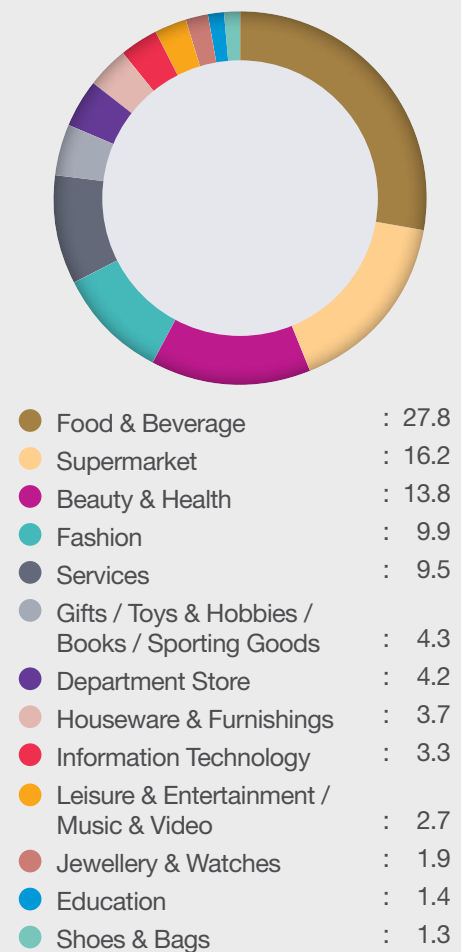
Trade Sector Analysis by Net Lettable Area (%)

(as at 31 December 2011)



Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

JCUBE



JCube (previously known as Jurong Entertainment Centre) is situated in the heart of Jurong East Regional Centre. The site is strategically located near Jurong East MRT Interchange Station and bus interchange, offering convenient access for shoppers in the western region of Singapore.

Jurong Entertainment Centre ceased operations for asset enhancement works in the second quarter of 2010 and JCube is slated to be completed in April 2012. When completed, JCube will have more than 200,000 sq ft of net lettable area and will house an Olympic-size ice rink.

Together with its distinctive and iconic facade, JCube will add more vibrancy to the proposed Jurong Lake District.

Property Information

Description	Five retail levels (including one basement level) and two car park levels
Title	Leasehold tenure of 99 years with effect from 1 March 1991
Acquisition Year	2005
Market Valuation (S\$ million)	273.0

Data as at 31 December 2011.

Centre Management

Callie Yah
General Manager

Pauline Tan
Centre Manager

Betty Teo
Leasing Manager

Sharon Foong
Marcom Manager

Soe Paing
Operations Manager



Portfolio Details

HOUGANG PLAZA



Hougang Plaza is strategically located in Hougang Central, within walking distance from Hougang MRT Station and bus interchange. The mall is positioned as a neighbourhood mall catering to the basic shopping and entertainment needs of residents in the vicinity.

Property Information

Description	Three retail-cum-entertainment levels and one basement car park level
Net Lettable Area	75,353 sq ft
Number of Leases	12
Car Park Lots	154
Title	Leasehold tenure of 99 years with effect from 1 March 1991
Acquisition Years	2005, 2006
Market Valuation (\$ million)	34.0
Committed Occupancy	100.0%
Key Tenants	Kopitiam, Furniture & Furnishings, Woodball Association, K Box, Cold Storage

Data as at 31 December 2011.

Centre Management

Abdul Rahim Mustafa
Centre Manager

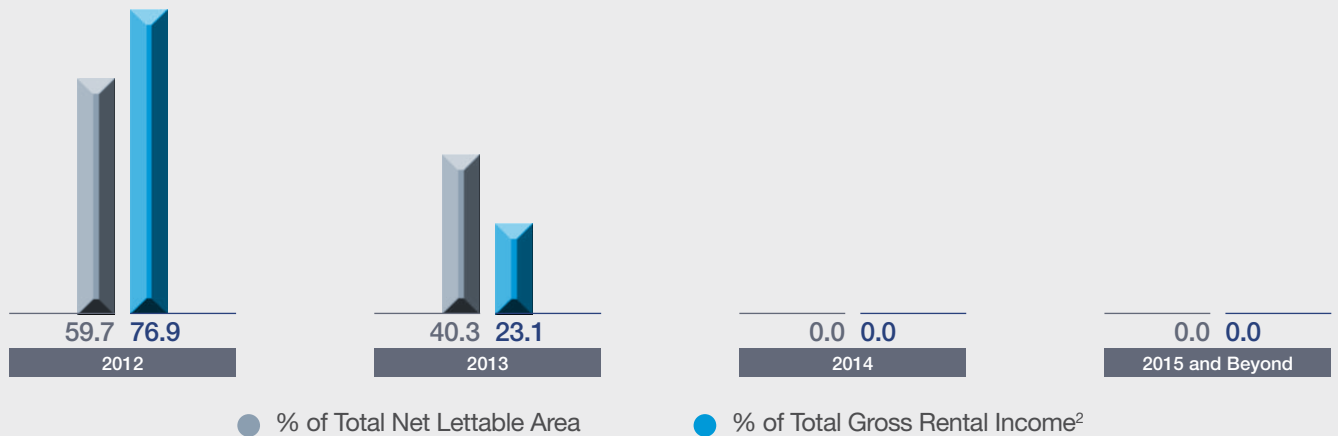
Zen Lee
Marcom Manager

Candy He
Senior Leasing Executive

Frankie Leow
Operations Manager

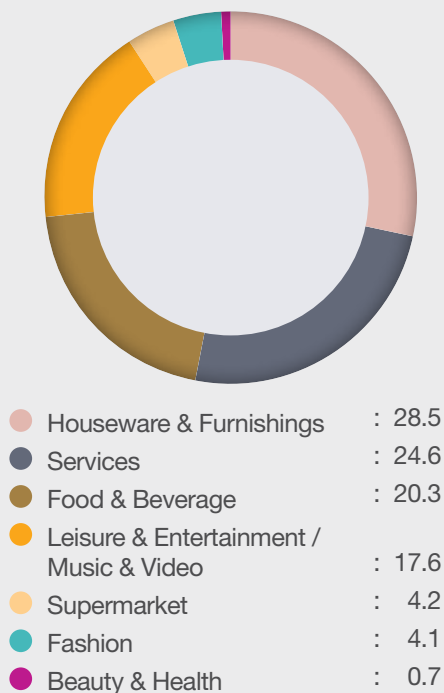
Lease Expiry Profile (%)

(as at 31 December 2011)¹



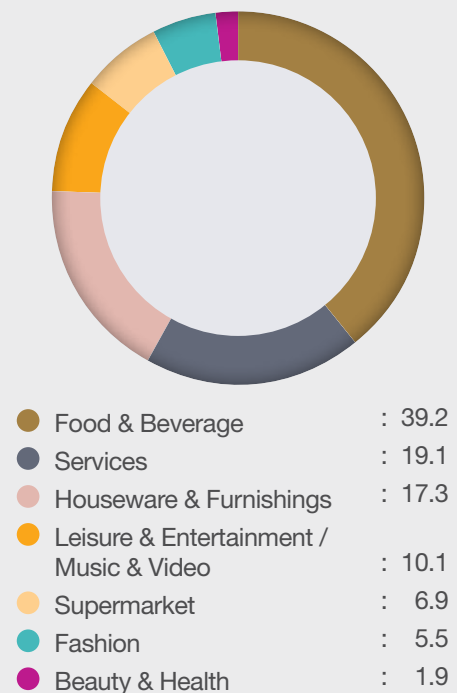
Trade Sector Analysis by Net Lettable Area (%)

(as at 31 December 2011)



Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

RAFFLES CITY SINGAPORE



Raffles City Singapore (RCS) is a large integrated development in Singapore. A prime landmark, it is located in the downtown core, at the fringe of Singapore's Central Business District, and within the Civic and Cultural District.

RCS is now served by three main train lines, directly connected to the City Hall MRT Interchange Station and the Esplanade MRT Station.

The mixed-use development comprises five retail levels (including two basement levels) in Raffles City Shopping Centre, and Raffles City Convention Centre, the 42-storey Raffles City Tower, the 73-storey Swissôtel The Stamford, the 28-storey twin towers that make up the Fairmont Singapore and three basement car park levels.

CapitaCommercial Trust (CCT) and CMT jointly own the integrated development through RCS Trust, the special purpose trust that holds RCS. RCS Trust was constituted on 18 July 2006 and is 60.00% owned by CCT and 40.00% owned by CMT.

Property Information

Description	A mixed-use development comprising a shopping centre, an office tower, two hotels and a convention centre
Net Lettable Area	Retail: 421,676 sq ft Office: 380,320 sq ft Total: 801,996 sq ft
Number of Leases	Retail : 224 Office: 51 Hotels & Convention Centre: 1 Total : 276
Car Park Lots	1,045
Title	Leasehold tenure of 99 years with effect from 16 July 1979
Acquisition Year	2006
Market Valuation (<i>S\$ million</i>)	2,833.0 (100.00% interest) 1,133.2 (40.00% interest)
Gross Revenue (<i>S\$ million</i>)	86.8 (40.00% interest)
Net Property Income (<i>S\$ million</i>)	63.5 (40.00% interest)
Committed Occupancy	Retail: 100.0% Office: 97.7% Total: 98.9%
Shopper Traffic in 2011 (<i>million</i>)	36.8
Key Tenants ¹	Robinson & Co., Wing Tai Clothing, Jay Gee Enterprises, TES 07 Pte Ltd, Food Junction

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

1. Retail tenants only.

Centre Management

Margaret Khoo
General Manager

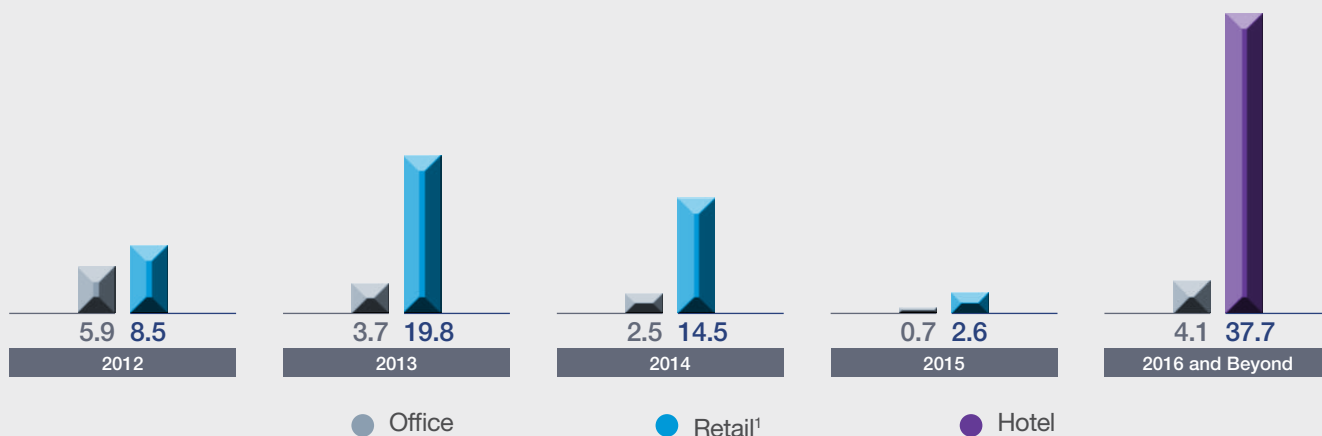
Lim Chiong Kerng
Head, Operations

Carol Tay
Head, Leasing

Phyllis Cheng
Head, Marcom

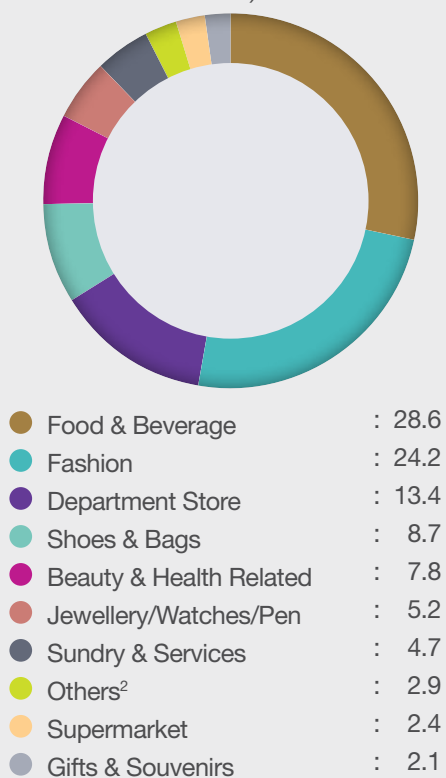
Lease Expiry Profile (%)

(by gross rental income for the month of December 2011)



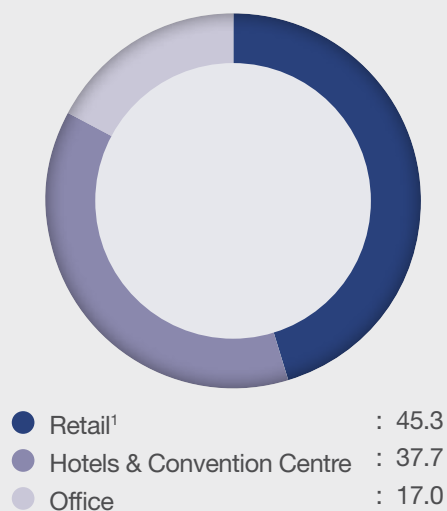
Trade Sector Analysis by Gross Rental Income¹ (%) – Retail Only

(for the month of December 2011)



Raffles City Singapore Major Usage Mix (%)

(by gross rental income¹ for the month of December 2011)



1. Based on committed gross rental income and excludes gross turnover rent.

2. Others include Books & Stationery, Sporting Goods & Apparel, Electrical & Electronics, Houseware & Furnishings, Art Gallery, Music & Video, Toys & Hobbies and Information Technology.

Portfolio Details

LOT ONE SHOPPERS' MALL



Lot One Shoppers' Mall (Lot One) is situated in the heart of Choa Chu Kang housing estate, in the north-western region of Singapore. The mall is well connected by major arterial roads and is next to the Choa Chu Kang MRT/LRT stations and bus interchange.

The shopping mall enjoys a large shopper catchment, comprising residents in the Choa Chu Kang, Bukit Panjang, Bukit Batok and Upper Bukit Timah precincts, uniformed personnel from military camps in the vicinity, as well as students from nearby schools.

Property Information

Description	Six retail levels (including one basement level) and two basement car park levels
Net Lettable Area	219,454 sq ft
Number of Leases	156
Car Park Lots	318
Title	Leasehold tenure of 99 years with effect from 1 December 1993
Acquisition Year	2007
Market Valuation (<i>S\$ million</i>)	454.0
Gross Revenue (<i>S\$ million</i>)	39.1
Net Property Income (<i>S\$ million</i>)	26.4
Committed Occupancy	99.7%
Shopper Traffic in 2011 (<i>million</i>)	17.2
Key Tenants	Food Junction, NTUC, Courts, BHG, KFC/Pizza Hut

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

Centre Management

Chew Hock Chye
General Manager

Andrew Yong
Assistant Centre Manager

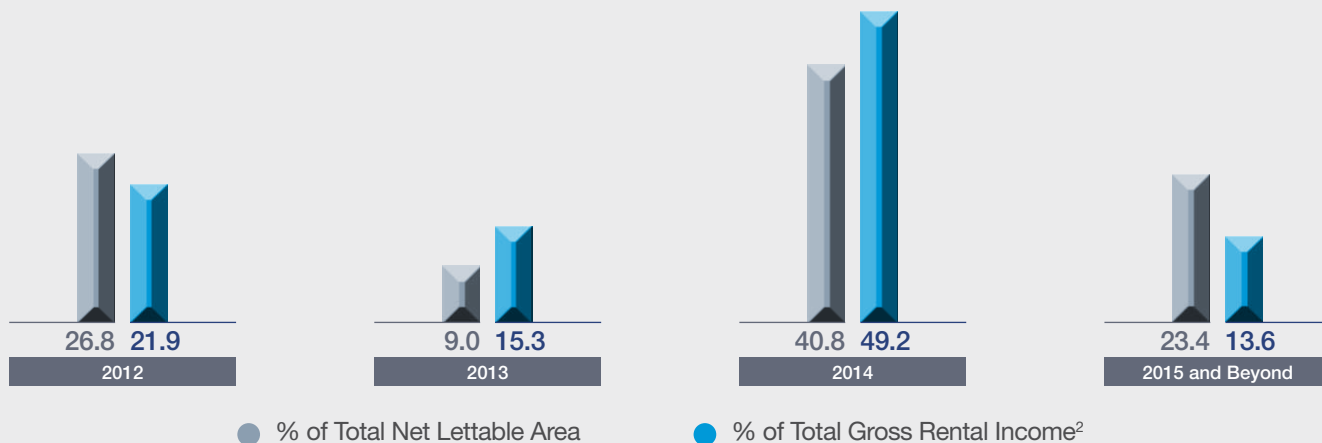
Yvonne Lee
Senior Leasing Executive

Saudah Bte Haji Mohd Noor
Marcom Manager

Eddie Lim
Operations Manager

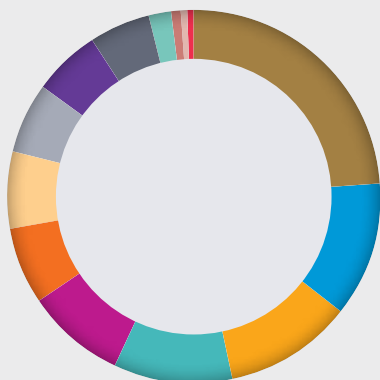
Lease Expiry Profile (%)

(as at 31 December 2011)¹



Trade Sector Analysis by Net Lettable Area (%)

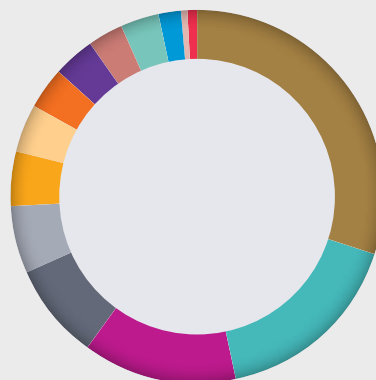
(as at 31 December 2011)



Food & Beverage	: 23.9
Education	: 11.9
Leisure & Entertainment / Music & Video	: 11.0
Fashion	: 10.4
Beauty & Health	: 8.5
Electrical & Electronics	: 6.8
Supermarket	: 6.4
Gifts / Toys & Hobbies / Books / Sporting Goods	: 6.2
Department Store	: 5.9
Services	: 5.2
Shoes & Bags	: 1.9
Jewellery & Watches	: 1.0
Houseware & Furnishings	: 0.5
Information Technology	: 0.4

Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



Food & Beverage	: 30.2
Fashion	: 16.5
Beauty & Health	: 13.4
Services	: 8.5
Gifts / Toys & Hobbies / Books / Sporting Goods	: 5.8
Leisure & Entertainment / Music & Video	: 4.6
Supermarket	: 4.3
Electrical & Electronics	: 3.5
Department Store	: 3.5
Jewellery & Watches	: 3.3
Shoes & Bags	: 3.1
Education	: 2.0
Houseware & Furnishings	: 0.7
Information Technology	: 0.6

1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

BUKIT PANJANG PLAZA



Bukit Panjang Plaza (BPP) is located in the high-density residential area of Bukit Panjang New Town, in the north-western region of Singapore. Besides the surrounding estates of Bukit Panjang, Cashew Park, Chestnut Drive and Hillview, BPP also caters to families and residents in Teck Whye, Choa Chu Kang and Upper Bukit Timah.

The mall is conveniently located between the Bukit Panjang and Senja LRT stations, and is adjacent to the Bukit Panjang Bus Interchange.

Property Information

Description	Four retail levels and two basement car park levels
Net Lettable Area	152,690 sq ft
Number of Leases	113
Car Park Lots	332
Title	Leasehold tenure of 99 years with effect from 1 December 1994
Acquisition Year	2007
Market Valuation (S\$ million)	259.0
Gross Revenue (S\$ million)	24.3
Net Property Income (S\$ million)	15.4
Committed Occupancy	100.0%
Shopper Traffic in 2011 (million)	12.3
Key Tenants	NTUC, Kopitiam, KFC/Pizza Hut, Cold Storage, McDonald's

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

Centre Management

Chew Hock Chye
General Manager

Sabrina Lai
Assistant Centre Manager

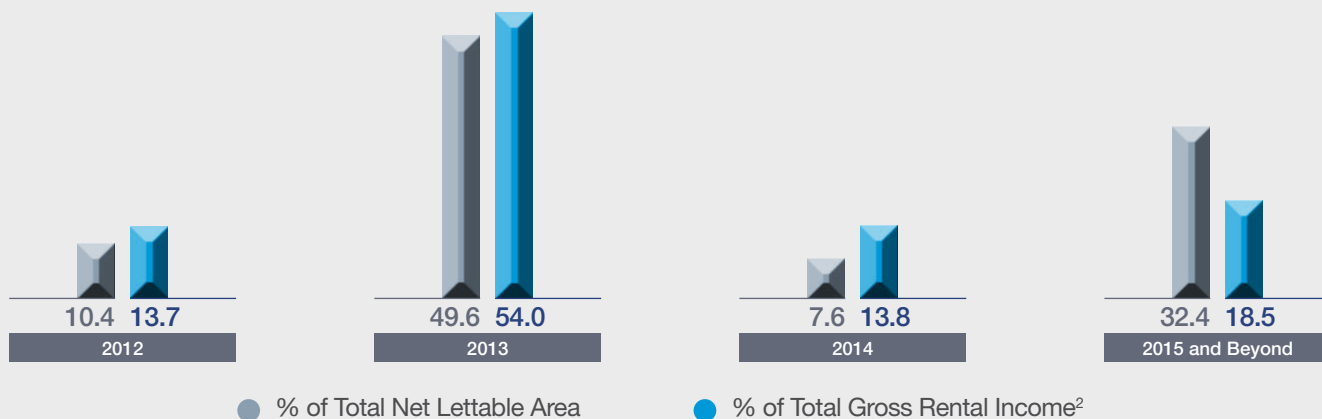
Yvonne Lee
Senior Leasing Executive

Saudah Bte Haji Mohd Noor
Marcom Manager

Jeffrey Low
Operations Manager

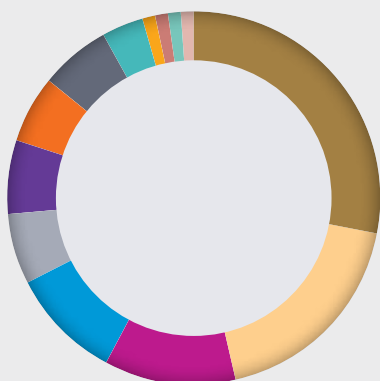
Lease Expiry Profile (%)

(as at 31 December 2011)¹



Trade Sector Analysis by Net Lettable Area (%)

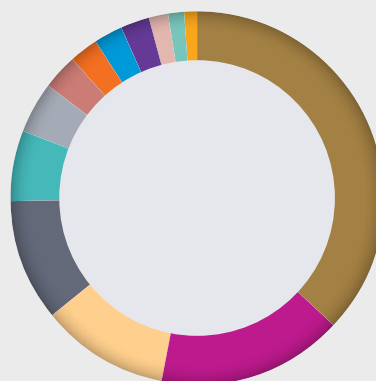
(as at 31 December 2011)



Food & Beverage	: 28.3
Supermarket	: 18.2
Beauty & Health	: 11.5
Education	: 9.5
Gifts / Toys & Hobbies / Books / Sporting Goods	: 6.3
Department Store	: 6.2
Electrical & Electronics	: 6.0
Services	: 6.0
Fashion	: 3.6
Leisure & Entertainment / Music & Video	: 1.2
Jewellery & Watches	: 1.2
Shoes & Bags	: 1.1
Houseware & Furnishings	: 0.9

Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



Food & Beverage	: 37.1
Beauty & Health	: 16.1
Supermarket	: 11.0
Services	: 10.7
Fashion	: 6.1
Gifts / Toys & Hobbies / Books / Sporting Goods	: 4.3
Jewellery & Watches	: 3.2
Electrical & Electronics	: 2.6
Education	: 2.5
Department Store	: 2.3
Houseware & Furnishings	: 1.8
Shoes & Bags	: 1.4
Leisure & Entertainment / Music & Video	: 0.9

1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

RIVERVALE MALL



Rivervale Mall is located at the junction of Rivervale Drive and Rivervale Crescent in Sengkang New Town. The mall is strategically situated beside the Rumbia LRT Station, which is linked to the Sengkang MRT Station. Rivervale Mall also provides a free shuttle bus service within the Sengkang estate.

With its accessible location, the mall serves as a convenient shopping destination for families and the local community.

Property Information

Description	Three retail levels and car park at Level three (part) and levels 4 to 6
Net Lettable Area	81,130 sq ft
Number of Leases	68
Car Park Lots	179
Title	Leasehold tenure of 99 years with effect from 6 December 1997
Acquisition Year	2007
Market Valuation (<i>S\$ million</i>)	98.0
Committed Occupancy	100.0%
Shopper Traffic in 2011 (<i>million</i>)	8.7
Key Tenants	NTUC, Daiso, McDonald's, United Overseas Bank, Asia Pacific Food

Data as at 31 December 2011.
Shopper Traffic figure is for the year ended 31 December 2011.

Centre Management

Abdul Rahim Mustafa
Centre Manager

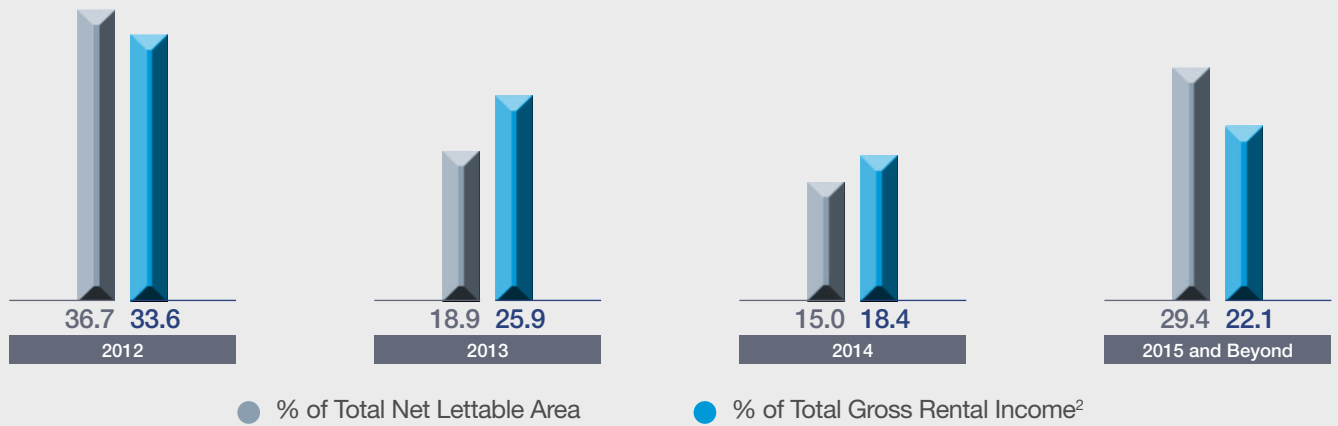
Zen Lee
Marcom Manager

Candy He
Senior Leasing Executive

Frankie Leow
Operations Manager

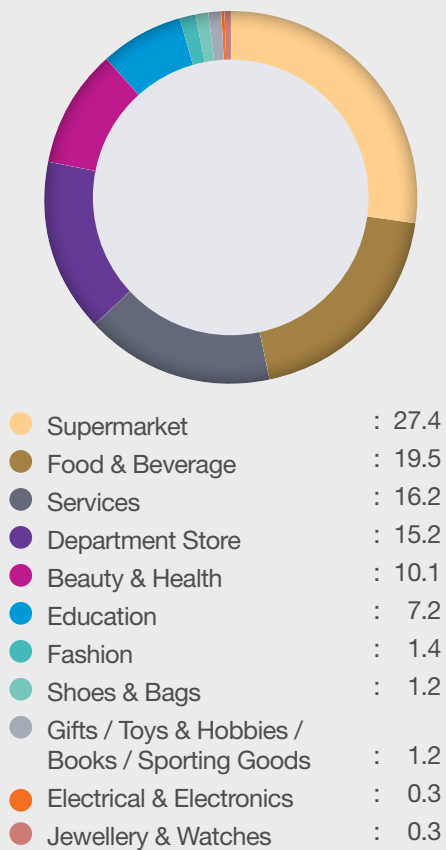
Lease Expiry Profile (%)

(as at 31 December 2011)¹



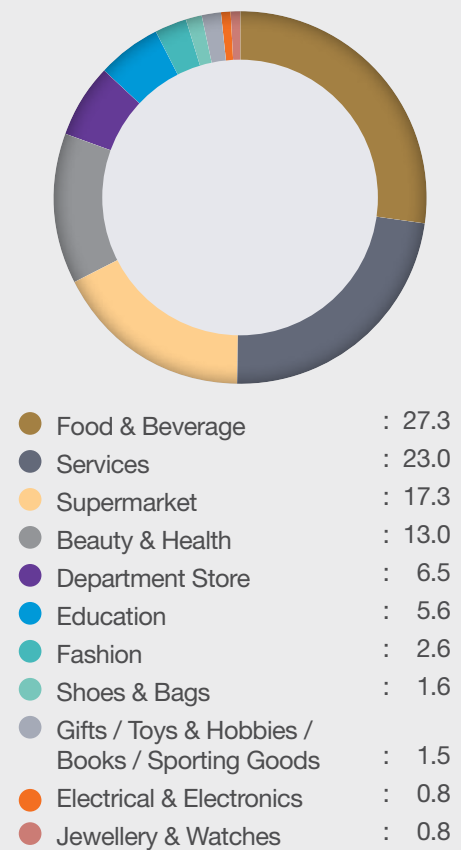
Trade Sector Analysis by Net Lettable Area (%)

(as at 31 December 2011)



Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

THE ATRIUM@ORCHARD



Artist's impression

The Atrium@Orchard is currently a mixed-use development that enjoys direct connectivity to the Dhoby Ghaut MRT Interchange Station, which connects three main train lines – the North South Line, North East Line, and the Circle Line.

Enhancement works to transform levels 1 to 3 of the office towers to retail space commenced in January 2011. When completed in the fourth quarter of 2012, shoppers can look forward to an additional 110,000 sq ft of exciting new retail and dining options, as well as seamless integration with Plaza Singapura.

Property Information

Description	A mixed-used development comprising two grade A office towers, ground floor retail space and two basement car park levels
Net Lettable Area	Retail: 126,982 sq ft ¹ Office: 232,608 sq ft ¹ Total: 359,590 sq ft ¹
Number of Leases	Retail: 2 Office: 7 Total: 9
Car Park Lots	106
Title	Leasehold tenure of 99 years with effect from 15 August 2008
Acquisition Year	2008
Market Valuation (S\$ million)	623.0
Gross Revenue (S\$ million)	26.3
Net Property Income (S\$ million)	15.7
Committed Occupancy	65.5% ^{1, 2}
Key Tenants	Temasek Holdings, Barclays Capital Services, Fullerton Fund Management, HSBC, SBS Transit

Data as at 31 December 2011.

Gross Revenue and Net Property Income figures are for the year ended 31 December 2011.

1. Based on the net lettable area upon the completion of asset enhancement works.

2. Low occupancy rate was due to asset enhancement works.

Centre Management

Pauline Yeh
General Manager

Ivy Ang
Centre Manager

Tan Kor Hoon
Leasing Manager

June Ang
Senior Marcom Manager

Chin Cheong Leong
Senior Operations Manager

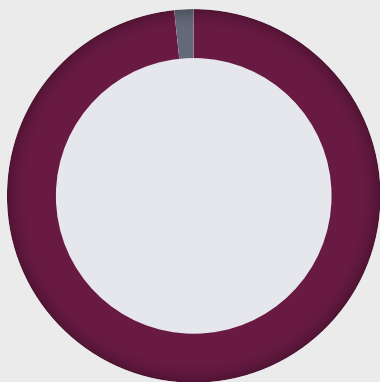
Lease Expiry Profile (%)

(as at 31 December 2011)¹



Trade Sector Analysis by Net Lettable Area (%)

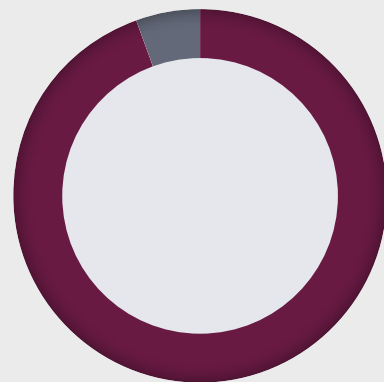
(as at 31 December 2011)



● Office : 98.4
● Services : 1.6

Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



● Office : 94.5
● Services : 5.5

1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

CLARKE QUAY

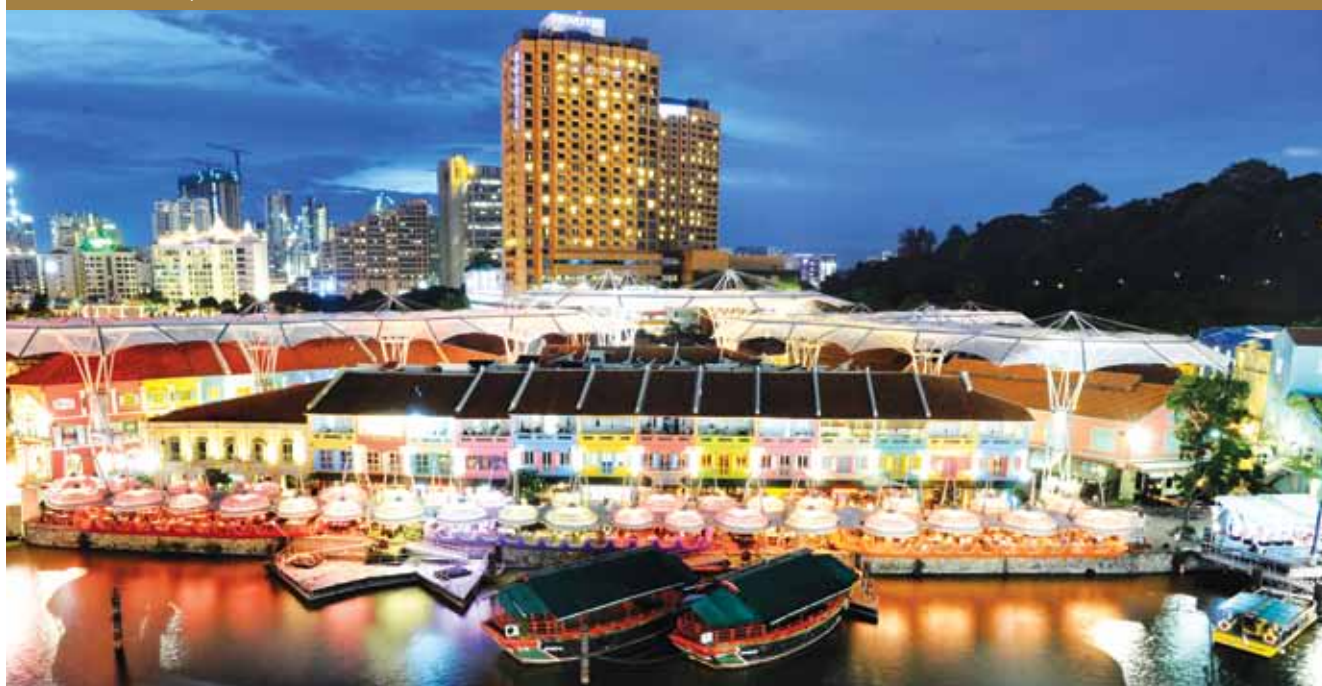


PHOTO CREDIT: WONG CHEK POH, SINGAPORE

Clarke Quay is a unique conserved historical landmark located along the Singapore River and at the fringe of Singapore's Central Business District. It is within walking distance from the Clarke Quay MRT Station, making it accessible by public transportation. Comprising five blocks of restored shophouses and warehouse, Clarke Quay plays host to a wide range of restaurants, wine bars, entertainment spots and retail shops.

Property Information

Description	A premier food & beverage, entertainment and lifestyle riverfront destination
Net Lettable Area	294,644 sq ft
Number of Leases	67
Car Park Lots	410
Title	Leasehold tenure of 99 years with effect from 13 January 1990
Acquisition Year	2010
Market Valuation (S\$ million)	293.0
Gross Revenue (S\$ million)	33.1
Net Property Income (S\$ million)	18.7
Committed Occupancy	100.0%
Shopper Traffic in 2011 (million)	12.6
Key Tenants	Luminox, The Quayside Group, Shanghai Dolly, Katrina Holdings, Attica

Data as at 31 December 2011.

Gross Revenue, Net Property Income and Shopper Traffic figures are for the year ended 31 December 2011.

Centre Management

Billy Chua
General Manager

William Tan
Leasing Manager

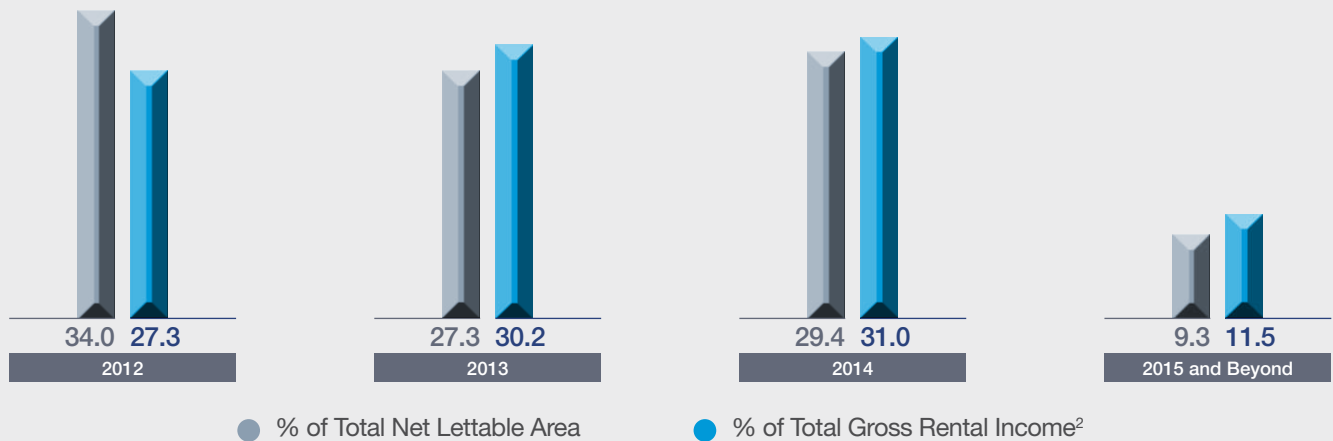
Kwong Wing Kwee
Senior Operations Manager

Keith Lo
Centre Manager

Tanya Fum
Marcom Manager

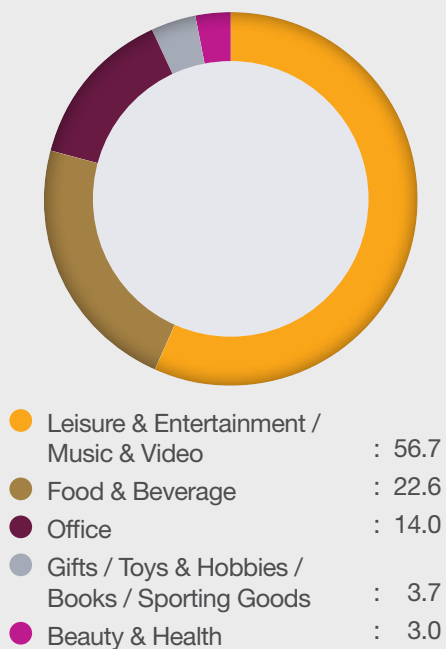
Lease Expiry Profile (%)

(as at 31 December 2011)¹



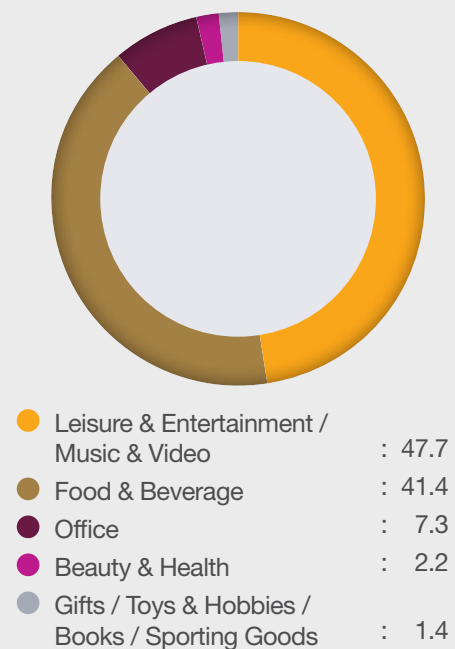
Trade Sector Analysis by Net Lettable Area (%)

(as at 31 December 2011)



Trade Sector Analysis by Gross Rental Income² (%)

(for the month of December 2011)



1. Based on committed leases.
2. Excludes gross turnover rental.

Portfolio Details

ILUMA



PHOTO CREDIT: THOMAS PHOON KONG WAI, SINGAPORE

Iluma is strategically located in the heart of Singapore's Civic and Cultural District directly opposite Bugis Junction. It is directly connected by an overhead link-bridge to the second storey of Bugis Junction which allows easy access to the Bugis MRT Station.

Iluma embarked on its asset enhancement works in November 2011 to improve the efficiency and layout of the mall. Upon completion in mid-2012, the vision for Iluma is that of a vibrant mall with endless entertainment, exciting food and beverage and stylish fashion, creating a dynamic magnet for fun-seeking trendy youths in the heart of Bugis.

The integration of Iluma with Bugis Junction will create a combined shopping destination with net lettable area of more than 606,000 sq ft. The combined offerings of the integrated mall will further strengthen its overall attractiveness to shoppers.

Property Information

Description	A 10-storey high retail-cum-entertainment centre with commercial tenancies spread over six levels and a single level overhead link-bridge with retail tenancies. Multi-storey car park with direct access into the mall at levels 3 and 4.
Net Lettable Area	194,306 sq ft ¹
Number of Leases	39
Car Park Spaces	321
Title	Leasehold tenure of 60 years with effect from 30 September 2005
Acquisition Year	2011
Market Valuation (<i>S\$ million</i>)	295.0
Committed Occupancy	53.3% ^{1,2}
Key Tenants	Wah Lian Amusement, Hansfort Investments, Komars Management, K Box, NFC Clothier

Data as at 31 December 2011.

1. Based on the net lettable area upon the completion of asset enhancement works.

2. Low occupancy rate was due to asset enhancement works.

Centre Management

Margaret Khoo
General Manager

Selin Tan
Leasing Manager

Shirley Lim
Operations Manager

Eugenie Yap
Centre Manager

Sarah Lua
Marcom Manager



Development Property

On 30 May 2011, CMT, in partnership with CapitaMalls Asia Limited and CapitaLand Limited, won the tender for a site at Jurong Gateway with a bid of about S\$969.0 million. CMT has a 30.00% stake in the joint venture developing the site.

The site has a prime location next to both Jurong East MRT Station and Jurong East Bus Interchange as well as neighbouring amenities such as the upcoming Ng Teng Fong General Hospital. The Urban Redevelopment Authority has announced plans to transform Jurong Lake District into the largest regional centre in Singapore for commercial developments outside the city centre. Jurong Gateway would be about 2.5 times the size of Tampines Regional Centre.

The new retail and office development, to be called Westgate, will continue the transformation of the area into an attractive destination for business and leisure serving more than 3,000 multinational and global businesses in the Jurong and Tuas areas. Including neighbouring towns such as Clementi, Bukit Batok, Jurong East and Jurong West, there is a catchment of more than one million residents.

The retail component, named Westgate, will target middle to upper-middle income families, commuters, residents in the vicinity, working professionals, hospital visitors and students from nearby schools. Its offerings from Basement 2 to Level 5 will meet the varied needs of shoppers. They will include international/high street fashion, information technology and electronics stores, a supermarket, food court and family restaurants. There will also be a themed play area on Level 4 while My First Skool, a pre-school by NTUC First Campus Co-operative Limited, and a gymnasium, will be on Level 5.

The prime office tower, named Westgate Tower, will be sited on top of the shopping mall and is expected to span 20 storeys (from levels 6 to 25). The design of Westgate Tower will feature efficient column-free floor plates of about 17,000 sq ft, which will allow for flexibility of workspace design. Additional features include a floor-to-ceiling height of about 2.8 metres, Grade A building lift provisions and an integrated security management system combining closed-circuit television and security card access. The office tower, which will be fully integrated with the mall and its suite of facilities, such as the childcare centre and gymnasium, offer a work-play environment within one development.

Ground-breaking for the Westgate project took place on 12 January 2012, seven months after the award of the site.

The total development cost for Westgate is expected to be about S\$1,565.0 million. CMT's 30.00% share of this cost is approximately S\$469.5 million, which represents 5.1% of CMT's total deposited property of S\$9.2 billion as at 31 December 2011. As at 1 November 2011, Westgate's land has been valued at S\$969.0 million and CMT's 30.00% share is S\$290.7 million.

On 30 November 2011, the Infinity Mall Trust and Infinity Office Trust which are special purpose trusts established to hold the Westgate project, drew down S\$650.0 million from the S\$820.0 million secured banking facilities. CMT's 30.00% share of the S\$650.0 million five-year loan drawn down amounted to S\$195.0 million.

Westgate Site Details

Address	Boon Lay Way (Lot 8630V Mukim 5)
Site area	195,465 sq ft
Tenure	Leasehold tenure of 99 years with effect from 29 August 2011
Plot ratio	4.9
Land use	White site (Minimum 40.0% for office, remainder for commercial, hotel, residential or additional office uses)
Gross floor area (GFA) ¹	Approximately 977,000 sq ft
Stakeholders	Infinity Mall Trust and Infinity Office Trust are unlisted special purpose trusts established to invest in Westgate. The interests of CMT, CapitaMalls Asia Limited and CapitaLand Limited in the Infinity Mall Trust and Infinity Office Trust are 30.00%, 50.00% and 20.00% respectively.
Total development cost	Approximately S\$1,565.0 million, including land cost of S\$969.0 million

	Westgate	Westgate Tower
GFA ¹	593,900 sq ft	383,100 sq ft
Net lettable area	More than 400,000 sq ft	More than 320,000 sq ft
Car park lots	Approximately 600	
Target opening	December 2013	December 2014

1. The estimated GFA includes bonus Green Mark area and civic and community institution space, subject to authority's approval.



Jurong: A Jewel in the West

- Located around the Jurong East MRT Station, the new plans for the 70-hectare Jurong Gateway are to develop it into a vibrant commercial hub with a good mix of office, retail, residential, hotel, entertainment, food & beverage (F&B) and other complementary uses.
- It will be the biggest commercial hub outside the city centre providing:
 - 500,000 square metres of office space and
 - 250,000 square metres of retail, F&B and entertainment space
- About 2,800 hotel rooms will also be introduced at the fringe of Jurong Gateway to meet the increasing demand for hotel rooms and to cater to the new leisure attractions and businesses that will be introduced around Jurong Lake and Jurong Gateway.
- In addition to the commercial space, at least 1,000 new homes will be added around the Jurong East MRT station, providing more opportunities to live and work in the area.

Jurong Gateway's plus points

Jurong Gateway offers a highly attractive location outside the Central Business District for company headquarters, business services as well as companies in the science and technology sectors. Companies that set up their offices at Jurong Gateway will be able to:

- gain ready access to a large labour and customer pool from more than one million residents in the surrounding towns of Clementi, Bukit Batok, Jurong East and Jurong West
- enjoy the close proximity to a substantial cluster of multinational and global businesses of more than 3,000 companies around the International Business Park and the Jurong and Tuas Industrial Estates
- tap on a large talent pool from the many surrounding tertiary institutions and research hubs like the Nanyang Technological University, National University of Singapore, One-North and the Science Park.

Source: Urban Redevelopment Authority

CapitaRetail China Trust

CMT holds 122.7 million units in CapitaRetail China Trust (CRCT), which translates to an approximate 17.81% stake as at 31 December 2011. The fair value of CMT's investment in CRCT represents 1.54% of CMT and its subsidiaries' (CMT Group) total asset size as at 31 December 2011. Through its investment in CRCT, CMT's Unitholders are provided with an opportunity to enjoy the upside from China's growth potential without CMT's risk profile being significantly altered.

CRCT is the first and only China shopping mall REIT in Singapore, with a portfolio of nine income-producing shopping malls. Listed on the SGX-ST on 8 December 2006, it is established with the objective of investing in a diversified portfolio of income-producing real estate used primarily for retail purposes and located primarily in China, Hong Kong and Macau.

CRCT's geographically diversified portfolio of quality shopping malls is located in six cities in China. The malls are CapitaMall Xizhimen, CapitaMall Wangjing, CapitaMall Shuangjing and CapitaMall Anzhen in Beijing; CapitaMall Qibao in Shanghai; CapitaMall Erqi in Zhengzhou, Henan Province; CapitaMall Saihan in Huhhot, Inner Mongolia; CapitaMall Wuhu in Wuhu, Anhui Province; and CapitaMall Minzhongleyuan in Wuhan, Hubei Province. As at 31 December 2011, the total asset size of CRCT is approximately S\$1.5 billion.

All the malls in the portfolio are positioned as one-stop family-oriented shopping, dining and entertainment destinations for the sizeable population catchment areas in which they are located, and are accessible via major transportation

routes or access points. A significant portion of the properties' tenancies consists of major international and domestic retailers such as Wal-Mart, Carrefour and Beijing Hualian Group (BHG) under master leases or long-term leases, which provide CRCT's unitholders with stable and sustainable returns. The anchor tenants are complemented by popular specialty brands such as UNIQLO, ZARA, Vero Moda, Sephora, Watsons, KFC, Pizza Hut and BreadTalk.

CRCT has long-term growth potential from its right of first refusal arrangements to acquire assets held by CapitaMalls Asia-sponsored private funds, CapitaMalls China Income Fund, CapitaMalls China Development Fund II, CapitaMalls China Incubator Fund, as well as CapitaMalls Asia, one of the largest listed shopping mall developers, owners and managers in Asia.

CRCT delivered a strong set of results for the financial year 2011 (FY 2011). Gross revenue and net property income were RMB680.8 million (S\$131.9 million) and RMB443.0 million (S\$85.8 million), up 15.6% and 15.9% respectively from that for financial year 2010. Distribution per unit (DPU) in FY 2011 was 8.70 Singapore cents, an increase of 4.1% over the previous year. Across the portfolio, CRCT achieved strong rental reversion of 11.5% and operated at close to full occupancy rate of 98.1%. Tenant sales at CRCT's five multi-tenanted malls grew 26.1% compared to the previous year. CRCT's net asset value per unit as at 31 December 2011 grew 13.7% year-on-year to reach S\$1.33 per unit.



CapitaMall Anzhen



CapitaMall Saihan



CapitaMall Shuangjing



CapitaMall Xizhimen



CapitaMall Minzhongleyuan



CapitaMall Qibao



CapitaMall Erqi



CapitaMall Wangjing



CapitaMall Wuhu

16 PROPERTIES

TAMPINES MALL

JUNCTION 8

FUNAN DIGITALIFE MALL

IMM BUILDING

PLAZA SINGAPURA

BUGIS JUNCTION

SEMBAWANG SHOPPING CENTRE

JCUBE

HOUGANG PLAZA

LOT ONE SHOPPERS' MALL

BUKIT PANJANG PLAZA

RIVERVALE MALL

THE ATRIUM@ORCHARD

CLARKE QUAY

ILUMA

RAFFLES CITY SINGAPORE

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Financial Statements

142 Report of the Trustee

143 Statement by the Manager

144 Independent Auditors' Report

146 Balance Sheets

147 Statements of Total Return

148 Distribution Statements

149 Statements of Movements in
Unitholders' Funds

150 Portfolio Statements

155 Cash Flow Statements

157 Notes to the Financial Statements

Report of the Trustee

Year ended 31 December 2011

HSBC Institutional Trust Services (Singapore) Limited (the “Trustee”) is under a duty to take into custody and hold the assets of CapitaMall Trust (the “Trust”) and its subsidiaries (the “Group”) in trust for the Unitholders. In accordance with the Securities and Futures Act, Chapter 289 of Singapore, its subsidiary legislation and the Code on Collective Investment Schemes, the Trustee shall monitor the activities of CapitaMall Trust Management Limited (the “Manager”) for compliance with the limitations imposed on the investment and borrowing powers as set out in the Trust Deed in each annual accounting period and report thereon to Unitholders in an annual report.

To the best knowledge of the Trustee, the Manager has, in all material respects, managed the Trust during the period covered by these financial statements, set out on pages 146 to 211 in accordance with the limitations imposed on the investment and borrowing powers set out in the Trust Deed.

For and on behalf of the Trustee,
HSBC Institutional Trust Services (Singapore) Limited



ANTONY WADE LEWIS

Director

Singapore

10 February 2012

Statement by the Manager

Year ended 31 December 2011

In the opinion of the directors of CapitaMall Trust Management Limited, the accompanying financial statements set out on pages 146 to 211 comprising the Balance Sheets, Statements of Total Return, Distribution Statements, Statements of Movements in Unitholders' Funds, Portfolio Statements, Cash Flow Statements and a summary of significant accounting policies and other explanatory information of CapitaMall Trust and its subsidiaries (the "Group") and of the Trust, are drawn up so as to present fairly, in all material respects, the financial position of the Group and of the Trust as at 31 December 2011, the total return, distributable income, movements in Unitholders' funds and cash flows of the Group and of the Trust for the year then ended in accordance with the recommendations of Statement of Recommended Accounting Practice 7 "Reporting Framework for Unit Trusts" issued by the Institute of Certified Public Accountants of Singapore and the provisions of the Trust Deed. At the date of this statement, there are reasonable grounds to believe that the Group and the Trust will be able to meet their financial obligations as and when they materialise.

For and on behalf of the Manager,
CapitaMall Trust Management Limited



HO CHEE HWEE SIMON

Director

Singapore
10 February 2012

Independent auditors' report

Unitholders of CapitaMall Trust

(Established in the Republic of Singapore pursuant to a Trust Deed dated 29 October 2001
(as amended))

Report on the financial statements

We have audited the accompanying financial statements of CapitaMall Trust (the "Trust") and its subsidiaries (the "Group"), which comprise the Balance Sheets and Portfolio Statements of the Group and the Trust as at 31 December 2011, and the Statements of Total Return, Distribution Statements, Statements of Movements in Unitholders' Funds and Cash Flow Statements of the Group and the Trust for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 146 to 211.

Manager's responsibility for the financial statements

The Manager of the Trust is responsible for the preparation and fair presentation of these financial statements in accordance with the recommendations of *Statement of Recommended Accounting Practice 7 "Reporting Framework for Unit Trusts"* issued by the Institute of Certified Public Accountants of Singapore, and for such internal control as the Manager of the Trust determines is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Trust's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Manager of the Trust, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independent auditors' report

Unitholders of CapitaMall Trust

(Established in the Republic of Singapore pursuant to a Trust Deed dated 29 October 2001
(as amended))

Opinion

In our opinion, the consolidated financial statements of the Group and the financial statements of the Trust present fairly, in all material respects, the financial position of the Group and of the Trust as at 31 December 2011 and the total return, distributable income, movements in Unitholders' funds and cash flows of the Group and of the Trust for the year then ended in accordance with the recommendations of *Statement of Recommended Accounting Practice 7 "Reporting Framework for Unit Trusts"* issued by the Institute of Certified Public Accountants of Singapore.



KPMG LLP

Public Accountants and
Certified Public Accountants

Singapore

10 February 2012

Balance Sheets

As at 31 December 2011

	Note	GROUP		TRUST	
		2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Non-current assets					
Plant and equipment	4	1,564	1,810	1,470	1,645
Investment properties	5	7,849,200	7,271,500	6,716,000	6,194,300
Properties under development	6	306,591	–	–	–
Subsidiaries	7	–	–	80	80
Associate and joint ventures	8	227,204	131,807	812,754	675,154
		8,384,559	7,405,117	7,530,304	6,871,179
Current assets					
Inventories		210	197	–	–
Trade and other receivables	9	29,785	7,657	20,425	17,109
Cash and cash equivalents	10	757,622	712,952	736,362	696,456
		787,617	720,806	756,787	713,565
Total assets		9,172,176	8,125,923	8,287,091	7,584,744
Current liabilities					
Financial derivatives	11	–	8,234	–	8,234
Trade and other payables	12	209,728	125,922	196,237	107,968
Current portion of security deposits		45,282	40,658	41,223	37,115
Interest-bearing borrowings	13	782,497	384,125	782,497	–
Convertible bonds	14	–	542,635	–	542,635
Current tax payable		1,335	1,290	45	–
		1,038,842	1,102,864	1,020,002	695,952
Non-current liabilities					
Financial derivatives	11	69,446	75,191	16,410	13,694
Interest-bearing borrowings	13	2,041,363	1,925,159	1,499,500	1,981,409
Convertible bonds	14	600,080	–	600,080	–
Amounts owing to joint venture partners	15	90,545	–	–	–
Non-current portion of security deposits		85,878	83,302	78,379	75,165
		2,887,312	2,083,652	2,194,369	2,070,268
Total liabilities		3,926,154	3,186,516	3,214,371	2,766,220
Net assets		5,246,022	4,939,407	5,072,720	4,818,524
Represented by:					
Unitholders' funds		5,246,022	4,939,407	5,072,720	4,818,524
Units in issue ('000)	16	3,328,417	3,184,259	3,328,417	3,184,259
		\$	\$	\$	\$
Net asset value per unit		1.58	1.55	1.52	1.51

The accompanying notes form an integral part of these financial statements.

Statements of Total Return

Year ended 31 December 2011

	Note	GROUP		TRUST	
		2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Gross revenue	17	630,573	581,120	543,822	499,840
Property operating expenses	18	(212,333)	(181,973)	(189,053)	(159,300)
Net property income		418,240	399,147	354,769	340,540
Interest and other income	19	2,332	2,022	4,870	2,007
Investment income	20	–	–	59,153	54,098
Asset management fees	21	(39,368)	(36,034)	(34,037)	(31,059)
Professional fees		(1,497)	(1,566)	(1,406)	(1,461)
Trustee's fees		(1,149)	(1,055)	(1,009)	(923)
Audit fees		(348)	(328)	(308)	(289)
Other expenses		(860)	(465)	(648)	(490)
Finance costs	22	(134,956)	(118,458)	(118,210)	(103,297)
Net income before share of profit of associate		242,394	243,263	263,174	259,126
Share of profit of associate		26,099	12,643	–	–
Net income		268,493	255,906	263,174	259,126
Loss on repurchase of convertible bonds		(10,322)	(5,182)	(10,322)	(5,182)
Net change in fair value of financial derivatives		4,976	9,500	4,976	9,500
Net change in fair value of investment properties		121,125	9,839	66,104	(32,069)
Total return for the year before tax		384,272	270,063	323,932	231,375
Income tax expense	23	(45)	–	(45)	–
Total return for the year		384,227	270,063	323,887	231,375
Earnings per unit (cents)	24				
Basic		11.98	8.49	10.10	7.27
Fully diluted		11.94	8.41	10.10	7.26

The accompanying notes form an integral part of these financial statements.

Distribution Statements

Year ended 31 December 2011

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Amount available for distribution to Unitholders at beginning of year	88,229	78,513	88,229	78,513
Net income before share of profit of associate	242,394	243,263	263,174	259,126
Net tax adjustments (Note A)	44,883	50,978	34,664	45,254
Rollover adjustment	-	564	-	564
Distribution income from associate	10,344	10,148	-	-
Net loss/(profit) from subsidiaries and joint ventures	217	(9)	-	-
	297,838	304,944	297,838	304,944
Amount available for distribution to Unitholders	386,067	383,457	386,067	383,457
Distribution to Unitholders during the year:				
Distribution of 2.40 cents per unit for period from 01/10/2009 to 31/12/2009	-	(76,302)	-	(76,302)
Distribution of 2.23 cents per unit for period from 01/01/2010 to 31/03/2010	-	(70,934)	-	(70,934)
Distribution of 2.29 cents per unit for period from 01/04/2010 to 30/06/2010	-	(72,858)	-	(72,858)
Distribution of 2.36 cents per unit for period from 01/07/2010 to 30/09/2010	-	(75,134)	-	(75,134)
Distribution of 2.36 cents per unit for period from 01/10/2010 to 31/12/2010	(75,149)	-	(75,149)	-
Distribution of 2.29 cents per unit for period from 01/01/2011 to 31/03/2011	(72,935)	-	(72,935)	-
Distribution of 2.36 cents per unit for period from 01/04/2011 to 30/06/2011	(75,181)	-	(75,181)	-
Distribution of 2.42 cents per unit for period from 01/07/2011 to 30/09/2011	(77,109)	-	(77,109)	-
Distribution of 1.02 cents per unit for period from 01/10/2011 to 09/11/2011	(32,525)	-	(32,525)	-
	(332,899)	(295,228)	(332,899)	(295,228)
Amount available for distribution to Unitholders at end of the year	53,168	88,229	53,168	88,229

Note A – Net tax adjustments comprise:

Non-tax deductible/(chargeable) items:				
- asset management fees paid/payable in units	5,331	4,975	-	-
- trustee's fees	1,149	1,055	1,009	923
- other items	43,748	51,203	38,956	50,571
Tax deductible item:				
- capital allowances/balancing allowances	(5,345)	(6,255)	(5,301)	(6,240)
Net tax adjustments	44,883	50,978	34,664	45,254

The accompanying notes form an integral part of these financial statements.

Statements of Movements in Unitholders' Funds

Year ended 31 December 2011

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Net assets at beginning of the year	4,939,407	4,969,613	4,818,524	4,832,671
Operations				
Total return for the year	384,227	270,063	323,887	231,375
Hedging reserve				
Effective portion of changes in fair value of cash flow hedges	887	(4,863)	–	354
Movement in foreign currency translation reserve	(9,162)	(8,078)	–	–
Movement in general reserve	354	296	–	–
Movement in capital reserve	8,148	–	8,148	41,748
Unitholders' transactions				
Creation of units				
– units issued in respect of RCS Trust's asset management fees	5,257	4,924	5,257	4,924
– acquisition fees for Clarke Quay	–	2,680	–	2,680
– acquisition fees for Infinity Mall Trust & Infinity Office Trust (collectively, the "Infinity Trusts")	2,994	–	2,994	–
Contributions on placement	250,000	–	250,000	–
Issue expenses (Note 25)	(3,191)	–	(3,191)	–
Distribution to Unitholders	(332,899)	(295,228)	(332,899)	(295,228)
Net decrease in net assets resulting from Unitholders' transactions	(77,839)	(287,624)	(77,839)	(287,624)
Net assets at end of the year	5,246,022	4,939,407	5,072,720	4,818,524

The accompanying notes form an integral part of these financial statements.

Portfolio Statements

As at 31 December 2011

GROUP

Description of Property	Tenure of Land	Term of Lease	Remaining Term of Lease	Location	Existing Use	Occupancy Rates as at 31 December		At Valuation		Percentage of Total Net Assets	
						2011	2010	2011	2010	2011	2010
						%	%	\$'000	\$'000	%	%
Investment properties in Singapore											
Tampines Mall	Leasehold	99 years	80 years	4 Tampines Central 5, Singapore	Commercial	100.0	100.0	800,000	792,000	15.2	16.0
Junction 8	Leasehold	99 years	79 years	9 Bishan Place, Singapore	Commercial	100.0	100.0	597,000	580,000	11.4	11.7
Funan DigitalLife Mall	Leasehold	99 years	67 years	109 North Bridge Road, Singapore	Commercial	100.0	100.0	347,000	330,000	6.6	6.7
IMM Building	Leasehold	60 years	37 years	2 Jurong East Street 21, Singapore	Commercial Warehouse	99.4	100.0	606,000	659,000	11.6	13.3
Plaza Singapura	Freehold	-	-	68 Orchard Road, Singapore	Commercial	100.0	100.0	1,080,000	1,034,000	20.6	20.9
Bugis Junction	Leasehold	99 years	78 years	200 Victoria Street, Singapore	Commercial	100.0	100.0	864,000	815,000	16.5	16.5
Sembawang Shopping Centre	Leasehold	999 years	872 years	604 Sembawang Road, Singapore	Commercial	99.1	99.5	93,000	123,000	1.8	2.5
JCube (formerly known as Jurong Entertainment Centre)	Leasehold	99 years	78 years	2 Jurong East Central 1, Singapore	Commercial	NA ¹	NA ¹	273,000	172,000	5.2	3.5
Hougang Plaza	Leasehold	99 years	78 years	1189 Upper Serangoon Road, Singapore	Commercial	100.0	100.0	34,000	39,000	0.6	0.8
Balance carried forward								4,694,000	4,544,000	89.5	91.9

The accompanying notes form an integral part of these financial statements.

Portfolio Statements

As at 31 December 2011

Description of Property	Tenure of Land	Term of Lease	Remaining Term of Lease	Location	Existing Use	Committed Occupancy Rates as at 31 December		At Valuation		Percentage of Total Net Assets	
						2011 %	2010 %	2011 \$'000	2010 \$'000	2011 %	2010 %
Investment properties in Singapore											
Balance brought forward								4,694,000	4,544,000	89.5	91.9
Lot One Shoppers' Mall ²	Leasehold	99 years	81 years	21 Choa Chu Kang Avenue 4, Singapore	Commercial	99.7	99.6	454,000	437,000	8.7	8.8
Bukit Panjang Plaza ²	Leasehold	99 years	82 years	1 Jelebu Road, Singapore	Commercial	100.0	100.0	259,000	255,000	4.9	5.2
Rivervale Mall ²	Leasehold	99 years	85 years	11 Rivervale Crescent, Singapore	Commercial	100.0	100.0	98,000	94,300	1.9	1.9
The Atrium@Orchard	Leasehold	99 years	96 years	60A & 60B Orchard Road, Singapore	Commercial	65.5	93.5	623,000	590,000	11.9	11.9
Clarke Quay ³	Leasehold	99 years	77 years	3A/B/C/D/E River Valley Road, Singapore	Commercial	100.0	100.0	293,000	274,000	5.6	5.5
Iluma ⁴	Leasehold	60 years	54 years	201 Victoria Street, Singapore	Commercial	53.3	-	295,000	-	5.6	-
40.0% interest in Raffles City Singapore	Leasehold	99 years	67 years	250 & 252 North Bridge Road, 2 Stamford Road and 80 Bras Basah Road, Singapore	Retail Office Hotel ⁵	100.0	99.6	1,133,200	1,077,200	21.6	21.8
Investment properties, at valuation								7,849,200	7,271,500	149.7	147.0
Investment in associate (Note 8)								138,514	131,807	2.6	2.7
Other assets and liabilities (net)								7,987,714	7,403,307	152.3	149.7
Net assets								(2,741,692)	(2,463,900)	(52.3)	(49.7)
								5,246,022	4,939,407	100.0	100.0

The accompanying notes form an integral part of these financial statements.

Portfolio Statements

As at 31 December 2011

TRUST

Description of Property	Tenure of Land	Term of Lease	Remaining Term of Lease	Location	Existing Use	Committed Occupancy Rates as at 31 December		At Valuation		Percentage of Total Net Assets	
						2011	2010	2011	2010	2011	2010
						%	%	\$'000	\$'000	%	%
Investment properties in Singapore											
Tampines Mall	Leasehold	99 years	80 years	4 Tampines Central 5, Singapore	Commercial	100.0	100.0	800,000	792,000	15.8	16.4
Junction 8	Leasehold	99 years	79 years	9 Bishan Place, Singapore	Commercial	100.0	100.0	597,000	580,000	11.8	12.0
Funan DigitalLife Mall	Leasehold	99 years	67 years	109 North Bridge Road, Singapore	Commercial	100.0	100.0	347,000	330,000	6.8	6.8
IMM Building	Leasehold	60 years	37 years	2 Jurong East Street 21, Singapore	Commercial Warehouse	99.4	100.0	606,000	659,000	11.9	13.7
Plaza Singapura	Freehold	-	-	68 Orchard Road, Singapore	Commercial	100.0	100.0	1,080,000	1,034,000	21.3	21.5
Bugis Junction	Leasehold	99 years	78 years	200 Victoria Street, Singapore	Commercial	100.0	100.0	864,000	815,000	17.0	16.9
Sembawang Shopping Centre	Leasehold	999 years	872 years	604 Sembawang Road, Singapore	Commercial	99.1	99.5	93,000	123,000	1.8	2.6
JCube (formerly known as Jurong Entertainment Centre)	Leasehold	99 years	78 years	2 Jurong East Central 1, Singapore	Commercial	NA ¹	NA ¹	273,000	172,000	5.4	3.6
Hougang Plaza	Leasehold	99 years	78 years	1189 Upper Serangoon Road, Singapore	Commercial	100.0	100.0	34,000	39,000	0.7	0.8
Balance carried forward								4,694,000	4,544,000	92.5	94.3

The accompanying notes form an integral part of these financial statements.

Portfolio Statements

As at 31 December 2011

Description of Property	Tenure of Land	Term of Lease	Remaining Term of Lease	Location	Existing Use	Occupancy Rates as at 31 December		At Valuation		Percentage of Total Net Assets	
						2011 %	2010 %	2011 \$'000	2010 \$'000	2011 %	2010 %
Investment properties in Singapore											
Balance brought forward								4,694,000	4,544,000	92.5	94.3
Lot One Shoppers' Mall ²	Leasehold	99 years	81 years	21 Choa Chu Kang Avenue 4, Singapore	Commercial	99.7	99.6	454,000	437,000	9.0	9.1
Bukit Panjang Plaza ²	Leasehold	99 years	82 years	1 Jelebu Road, Singapore	Commercial	100.0	100.0	259,000	255,000	5.1	5.3
Rivervale Mall ²	Leasehold	99 years	85 years	11 Rivervale Crescent, Singapore	Commercial	100.0	100.0	98,000	94,300	1.9	2.0
The Atrium@Orchard	Leasehold	99 years	96 years	60A & 60B Orchard Road, Singapore	Commercial	65.5	93.5	623,000	590,000	12.3	12.2
Clarke Quay ³	Leasehold	99 years	77 years	3A/B/C/D/E River Valley Road, Singapore	Commercial	100.0	100.0	293,000	274,000	5.8	5.7
Iluma ⁴	Leasehold	60 years	54 years	201 Victoria Street, Singapore	Commercial	53.3	-	295,000	-	5.8	-
Investment properties, at valuation								6,716,000	6,194,300	132.4	128.6
Investment in subsidiaries, associate and joint ventures (Notes 7 & 8)								812,834	675,234	16.0	14.0
Other assets and liabilities (net)								7,528,834	6,869,534	148.4	142.6
Net assets								(2,456,114)	(2,051,010)	(48.4)	(42.6)
								5,072,720	4,818,524	100.0	100.0

NA Not Applicable

- Occupancy rate is not applicable as JCube (formerly known as Jurong Entertainment Centre) was closed in November 2008 for asset enhancement works.
- On 1 January 2010, the three properties namely Lot One Shoppers' Mall, Bukit Panjang Plaza and Rivervale Mall previously held by CapitaRetail Singapore Limited are now held directly by CMT.
- On 1 July 2010, CMT completed the acquisition of Clarke Quay located at 3A/B/C/D/E River Valley Road, Singapore 179020/1723/4.
- On 1 April 2011, CMT completed the acquisition of Iluma located at 201 Victoria Street, Singapore 188067.
- The two hotels are on a long term master lease to RC Hotels (Pte) Ltd.

The accompanying notes form an integral part of these financial statements.

Portfolio Statements

As at 31 December 2011

On 31 December 2011, independent valuations of Tampines Mall, IMM Building, Lot One Shoppers' Mall, Bukit Panjang Plaza, Rivervale Mall, Hougang Plaza and JCube were undertaken by Knight Frank Pte Ltd ("Knight Frank") while the independent valuations of Junction 8, Funan DigitalLife Mall, Plaza Singapura, Bugis Junction, Sembawang Shopping Centre, The Atrium@Orchard, Clarke Quay and Iluma were undertaken by CB Richard Ellis (Pte) Ltd ("CBRE"). The Manager believes that the independent valuers have appropriate professional qualifications and experience in the location and category of the properties being valued.

The valuations were based on investment method and discounted cash flow approaches for Knight Frank (except for JCube) and capitalisation and discounted cash flow approaches for CBRE. For JCube, Knight Frank has used residual land value method and the gross development value is derived by the investment method and the discounted cash flow approaches. The net change in fair value of the properties has been taken to the Statement of Total Return.

On 31 December 2011, independent valuation of Raffles City Singapore was undertaken by CBRE and Jones Lang LaSalle Hotels. The Manager believes that the independent valuer has appropriate professional qualifications and experience in the location and category of the property being valued. The valuation was based on capitalisation method and discounted cash flow approaches. The valuation adopted was \$2,833,000,000 and the Trust's proportionate interest in the property value is \$1,133,200,000. The net change in fair value of the property has been taken to the Statement of Total Return.

Investment properties comprise commercial properties that are leased to external customers. Generally, the leases contain an initial non-cancellable period of three years. Subsequent renewals are negotiated with the lessee. Contingent rents recognised in the Statement of Total Return of the Group and in the Statement of Total Return of the Trust amounted to \$36,923,000 (2010: \$30,149,000) and \$26,726,000 (2010: \$21,734,000) respectively.

The accompanying notes form an integral part of these financial statements.

Cash Flow Statements

Year ended 31 December 2011

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Cash flows from operating activities				
Net income	268,493	255,906	263,174	259,126
Adjustments for:				
Interest and other income	(2,332)	(2,022)	(4,870)	(2,007)
Investment income	–	–	(59,153)	(54,098)
Finance costs	134,956	118,458	118,210	103,297
Assets written off	18	13	6	11
Depreciation and amortisation	1,039	1,057	894	863
Receivables written off	5	35	6	29
Asset management fees paid/payable in units	5,331	4,975	–	–
Share of profit of associate	(26,099)	(12,643)	–	–
Operating income before working capital changes	381,411	365,779	318,267	307,221
Changes in working capital:				
Inventories	(13)	(2)	–	–
Trade and other receivables	(25,182)	4,166	(7,015)	15,361
Trade and other payables	21,349	4,805	20,545	5,988
Security deposits	3,904	8,499	4,025	7,836
Income tax paid	–	(96)	–	–
Cash flows from operating activities	381,469	383,151	335,822	336,406
Cash flows from investing activities				
Interest received	1,899	2,041	4,521	2,026
Investment income received	–	–	46,892	42,414
Distribution received from associate	10,344	10,148	10,344	10,148
Net cash outflow on purchase of investment property (including acquisition charges) (see Note A below)	(295,113)	(261,216)	(295,113)	(261,216)
Expenditure on properties under development	(301,742)	–	–	–
Loans to joint venture	–	–	(126,700)	–
Expenditure on investment properties	(131,190)	(61,594)	(127,670)	(48,835)
Purchase of plant and equipment	(603)	(326)	(607)	(304)
Proceeds from sale of plant and equipment	1	2	1	2
Proceeds from internal restructuring	–	–	–	11,030
Cash flows from investing activities	(716,404)	(310,945)	(488,332)	(244,735)
Balance carried forward	(334,935)	72,206	(152,510)	91,671

The accompanying notes form an integral part of these financial statements.

Cash Flow Statements

Year ended 31 December 2011

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Balance brought forward	(334,935)	72,206	(152,510)	91,671
Cash flows from financing activities				
Payment of issue and financing expenses	(19,097)	(4,742)	(13,116)	(4,742)
Repurchase and redemption of convertible bonds	(309,701)	(105,158)	(309,701)	(105,158)
Proceeds from interest-bearing borrowings	1,246,200	1,213,900	650,000	1,199,500
Repayment of interest-bearing borrowings	(385,600)	(440,000)	-	(440,000)
Proceeds from issue of new units	250,000	-	250,000	-
Distribution to Unitholders	(300,374)	(295,228)	(300,374)	(295,228)
Cash pledge	-	15,000	-	15,000
Interest paid	(101,823)	(78,851)	(84,393)	(64,734)
Cash flows from financing activities	379,605	304,921	192,416	304,638
Net increase in cash and cash equivalents	44,670	377,127	39,906	396,309
Cash and cash equivalents at beginning of the year	712,952	335,825	696,456	300,147
Cash and cash equivalents at end of the year¹ (Note 10)	757,622	712,952	736,362	696,456

¹ In June 2010, the \$15.0 million cash pledged in July 2009 was released upon payment of the \$125.0 million fixed rate term loan. The \$15.0 million was pledged with Silver Maple Investment Corporation Ltd as a cash collateral to unencumber Plaza Singapura.

Note:

(A) Net Cash Outflow on Purchase of Investment Property (including acquisition charges)

Net cash outflow on purchase of investment property (including acquisition charges) is set out below:

	GROUP AND TRUST	
	2011 \$'000	2010 \$'000
Investment properties	295,000	268,000
Other (payables)/assets	(6)	5
Security deposits	(3,294)	(7,878)
Net identifiable assets and liabilities acquired	291,700	260,127
Acquisition charges	3,413	1,089
Net cash outflow	295,113	261,216

(B) Significant Non-Cash Transaction

During the financial year, there were the following significant non-cash transactions:

- (i) 2,797,006 (2010: 3,558,526) units were issued or will be issued as payment for the asset management fees payable in units, amounting to a value of \$5,331,000 (2010: \$4,975,000); and
- (ii) 1,696,034 (2010: 1,432,312) units were issued as payment for the acquisition fees of \$2,994,349 (2010: \$2,680,000) in relation to the acquisition of the Infinity Trusts and Clarke Quay in 2011 and 2010 respectively. Under the Property Funds Appendix, the acquisition fees paid in respect of transactions with interested parties will have to be in the form of units.

The accompanying notes form an integral part of these financial statements.

Notes to the Financial Statements

Year ended 31 December 2011

These notes form an integral part of the financial statements.

The financial statements were authorised for issue by the Manager and the Trustee on 10 February 2012.

1 GENERAL

CapitaMall Trust (the "Trust") is a Singapore-domiciled unit trust constituted pursuant to the trust deed dated 29 October 2001 (as amended) (the "Trust Deed") between CapitaMall Trust Management Limited (the "Manager") and HSBC Institutional Trust Services (Singapore) Limited (the "Trustee"). The Trust Deed is governed by the laws of the Republic of Singapore. The Trustee is under a duty to take into custody and hold the assets of the Trust in trust for the holders ("Unitholders") of units in the Trust (the "Units").

The Trust was formally admitted to the Official List of the Singapore Exchange Securities Trading Limited ("SGX-ST") on 17 July 2002 ("Listing Date") and was included under the Central Provident Fund ("CPF") Investment Scheme on 13 September 2002.

The principal activity of the Trust is to invest in income producing real estate, which is used or substantially used for retail purposes with the primary objective of achieving an attractive level of return from rental income and for long-term capital growth. The principal activities of the subsidiaries, associate and joint ventures are set out in Notes 7 and 8.

The consolidated financial statements relate to the Trust and its subsidiaries (the "Group") and the Group's interest in its associate and joint ventures.

The Trust has entered into several service agreements in relation to management of the Trust and its property operations. The fee structures of these services are as follows:

1.1 Property management fees

Under the property management agreement, property management fees are charged as follows:

- (a) 2.00% per annum of the gross revenue of the properties;
- (b) 2.00% per annum of the net property income of the properties; and
- (c) 0.50% per annum of the net property income of the properties, in lieu of leasing commissions.

The property management fees are payable monthly in arrears.

1.2 Asset management fees

Pursuant to the Trust Deed, the asset management fees shall not exceed 0.70% per annum of the Deposited Property or such higher percentage as may be fixed by an Extraordinary Resolution at a meeting of Unitholders. Deposited Property refers to all the assets of the Trust, including all its Authorised Investments (as defined in the Trust Deed) for the time being held or deemed to be held upon the trusts of the Trust Deed.

The asset management fee comprise:

- (a) in respect of Authorised Investments which are in the form of real estate, a base component of 0.25% per annum of Deposited Property and a performance component of 2.85% per annum of gross revenue of the Trust for each financial year; and

Notes to the Financial Statements

Year ended 31 December 2011

- (b) in respect of all other Authorised Investments which are not in the form of real estate, 0.5% per annum of the investment value of the Authorised Investment, unless such Authorised Investment is an interest in a property fund (either a real estate investment trust or private property fund) wholly managed by a wholly-owned subsidiary of CapitaLand Limited, in which case no asset management fee shall be payable in relation to such Authorised Investment.

In respect of all Authorised Investments which are in the form of Real Estate acquired by the Trust:

- (a) the base component shall be paid to the Manager in the form of cash and/or Units (as the Manager may elect); and
- (b) the performance component shall be paid to the Manager in the form of cash, in the form of Units or a combination of both (as the Manager may elect).

When paid in the form of Units, the Manager shall be entitled to receive such number of Units as may be purchased for the relevant amount of the asset management fee at the market price (as defined in the Trust Deed). The asset management fees are payable quarterly in arrears.

The Manager is also entitled to receive acquisition fee at the rate of 1% of the purchase price and a divestment fee of 0.5% of the sale price on all future acquisitions or disposals of properties or investments.

1.3 Trustee's fees

Pursuant to the Trust Deed, the Trustee's fees shall not exceed 0.10% per annum of the Deposited Property (subject to a minimum sum of \$6,000 per month) payable out of the Deposited Property of the Trust. The Trustee is also entitled to reimbursement of expenses incurred in the performance of its duties under the Trust Deed.

The Trustee's fees are payable quarterly in arrears.

2 BASIS OF PREPARATION

2.1 Statement of compliance

The financial statements have been prepared in accordance with the Statement of Recommended Accounting Practice ("RAP") 7 "Reporting Framework for Unit Trusts" issued by the Institute of Certified Public Accountants of Singapore, and the applicable requirements of the Code on Collective Investment Schemes ("CIS Code") issued by the Monetary Authority of Singapore ("MAS") and the provisions of the Trust Deed.

2.2 Basis of measurement

The financial statements are prepared on the historical cost basis, except for investment properties, derivative financial instruments and certain financial assets and financial liabilities which are measured at fair value.

2.3 Functional and presentation currency

The financial statements are presented in Singapore dollars, which is the Group's functional currency. All financial information presented in Singapore dollars has been rounded to the nearest thousand, unless otherwise stated.

Notes to the Financial Statements

Year ended 31 December 2011

2.4 Use of estimates and judgements

The preparation of financial statements in conformity with RAP 7 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements is described in the following notes:

- Note 5 – Valuation of investment properties
- Note 28 – Valuation of financial instruments

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, and have been applied consistently by the Group entities.

2.5 Changes in accounting policies

Identification of related party relationships and related party disclosures

From 1 January 2011, the Group has applied the revised FRS 24 *Related Party Disclosures* (2010) to identify parties that are related to the Group and to determine the disclosures to be made on transactions and outstanding balances, including commitments, between the Group and its related parties. FRS 24 (2010) improved the definition of a related party in order to eliminate inconsistencies and ensure symmetrical identification of relationships between two parties.

The adoption of FRS 24 (2010) affects only the disclosures made in the financial statements. There is no financial effect on the results and financial position of the Group for the current and previous financial years. Accordingly, the adoption of FRS 24 (2010) has no impact on earnings per unit.

3 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, and have been applied consistently by Group entities, except as explained in note 2.5, which addresses changes in accounting policies.

3.1 Consolidation

Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

Notes to the Financial Statements

Year ended 31 December 2011

Associate and joint ventures

Associate is an entity in which the Group has a significant influence, but not control, over the financial and operating policies. In the financial statements of the Group, the interest in an associate is accounted for using the equity method. The consolidated financial statements include the Group's share of the income and expenses of the associate, after adjustments to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases. When the Group's share of losses exceeds its interest in an associate, the carrying amount of that interest (including any long-term investments) is reduced to zero and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payment on behalf of the associate.

Joint ventures are entities over whose activities the Trust has joint control, established by contractual agreement and requiring unanimous consent for strategic financial and operating decisions. In the financial statements of the Group, the interest in joint ventures is accounted for by including its proportionate share of the jointly-controlled entity's assets, liabilities, income and expenses with the similar item, line by line, in its financial statements. The consolidated financial statements include the assets that the Group controls and the liabilities that it incurs in the course of pursuing the joint ventures, share of the income and expenses of the joint ventures, after adjustments to align the accounting policies with those of the Group, from the date that joint control commences until the date that joint control ceases.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investees. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Accounting for subsidiaries, associate and joint ventures by the Trust

Investments in subsidiaries, associate and joint ventures are stated in the Trust's balance sheet at cost less accumulated impairment losses.

3.2 Plant and equipment

Plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset.

When parts of an item of plant and equipment have different useful lives, they are accounted for as separate items (major components) of plant and equipment.

The cost of replacing part of an item of plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of the day-to-day servicing of plant and equipment are recognised in the Statement of Total Return as incurred.

Notes to the Financial Statements

Year ended 31 December 2011

Depreciation is provided on a straight-line basis so as to write off items of plant and equipment, and major components that are accounted for separately, over their estimated useful lives as follows:

Furniture, fittings and equipment – 2 to 5 years

Gain or loss arising from the retirement or disposal of plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of plant and equipment and is recognised in the Statement of Total Return.

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date.

3.3 Investment properties

Investment properties are properties held either to earn rental income or for capital appreciation or for both. Investment properties are accounted for as non-current assets and are stated at initial cost on acquisition and at fair value thereafter. The cost of a purchased property comprises its purchase price and any directly attributable expenditure including capitalised borrowing costs. Transaction costs shall be included in the initial measurement. Fair value is determined in accordance with the Trust Deed, which requires the investment properties to be valued by independent registered valuers in the following events:

- in such manner and frequency required under the CIS Code issued by MAS; and
- at least once in each period of 12 months following the acquisition of each parcel of real estate property.

Any increase or decrease on revaluation is credited or charged to the Statement of Total Return as a net change in fair value of the investment properties.

When an investment property is disposed of, the resulting gain or loss recognised in the Statement of Total Return is the difference between net disposal proceeds and the carrying amount of the property.

Investment properties are not depreciated. The properties are subject to continued maintenance and regularly revalued on the basis set out above. For income tax purposes, the Group and the Trust may claim capital allowances on assets that qualify as plant and machinery under the Income Tax Act.

3.4 Properties under development

Properties under development are properties being constructed or developed for future use as investment properties. Properties under development are measured at fair value. The difference between the fair value and cost (including acquisition costs, development expenditure, borrowing costs and other directly attributable expenditure) is credited or charged to the Statement of Total Return. Upon completion, the carrying amounts are reclassified to investment properties.

Notes to the Financial Statements

Year ended 31 December 2011

3.5 Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of the Group at the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the end of the reporting date are retranslated to the functional currency at the exchange rate at that date. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date on which the fair value was determined.

Foreign currency differences arising on retranslation are recognised in the Statement of Total Return, except for differences arising on the retranslation of monetary items that in substance form part of the Group's net investment in a foreign operation, available-for-sale equity instruments and financial liabilities designated as hedges of the net investment in a foreign operation.

3.6 Financial instruments

Non-derivative financial assets

The Group initially recognises loans and receivables and deposits on the date that they are originated. All other financial assets (including assets designated at fair value through the Statement of Total Return) are recognised initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Group is recognised as a separate asset or liability.

Financial assets and liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Group has the following non-derivative financial assets: loans and receivables.

Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Loans and receivables comprise loans due from joint ventures, trade and other receivables and cash and cash equivalents.

Cash and cash equivalents comprise cash balances and bank deposits.

Non-derivative financial liabilities

The Group initially recognises all other financial liabilities (including liabilities designated at fair value through the Statement of Total Return) on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

Notes to the Financial Statements

Year ended 31 December 2011

The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expired.

The Group has the following non-derivative financial liabilities: loans and borrowings and trade and other payables.

Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest method.

Derivative financial instruments and hedging activities

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the economic characteristics and risks of the host contract and the embedded derivative are not closely related, a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative, and the combined instrument is not measured at fair value through the Statement of Total Return. Multiple embedded derivatives in a single instrument are treated as a single compound embedded derivative if they share the same underlying risk exposures, are interdependent of each other and are not readily separable.

On initial designation of the hedge, the Group formally documents the relationship between the hedging instrument(s) and hedged item(s), including the risk management objectives and strategy in undertaking the hedge transaction, together with the methods that will be used to assess the effectiveness of the hedging relationship. The Group makes an assessment, both at the inception of the hedge relationship as well as on an ongoing basis, of whether the hedging instruments are expected to be "highly effective" in offsetting the changes in the fair value or cash flows of the respective hedged items during the period for which the hedge is designated, and whether the actual results of each hedge are within a range of 80%-125%. For a cash flow hedge of a forecast transaction, the transaction should be highly probable to occur and should present an exposure to variations in cash flows that could ultimately affect reported total return.

Derivatives are recognised initially at fair value; attributable transaction costs are recognised in the Statement of Total Return when incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are accounted for as described below.

Cash flow hedges

Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognised directly in Unitholders' funds to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in fair value are recognised in the Statement of Total Return.

If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, hedge accounting is discontinued prospectively. The cumulative gain or loss previously recognised in the hedging reserve in Unitholders' funds remains there until the forecast transaction occurs. If the forecast transaction is no longer expected to occur, any related cumulative gain or loss is recognised in the Statement of Total Return. When the hedged item is a non-financial asset, the amount recognised in Unitholders' funds is transferred to the carrying amount of the asset when it is recognised. In other cases the amount recognised in Unitholders' funds is transferred to the Statement of Total Return in the same period that the hedged item affects the Statement of Total Return.

Notes to the Financial Statements

Year ended 31 December 2011

Economic hedges

Hedge accounting is not applied to derivative instruments that economically hedge monetary assets and liabilities denominated in foreign currencies. Changes in the fair value of such derivatives are recognised in the Statement of Total Return.

Separable embedded derivatives

Changes in the fair value of separable embedded derivatives are recognised in the Statement of Total Return.

Convertible bonds

The Group has issued convertible bonds that comprise a liability for the interest and principal amount and a derivative liability. The derivative liability is recognised at fair value at inception. The carrying amount of the convertible bonds at initial recognition is the difference between the gross proceeds from the convertible bonds issued and the fair value of the derivative liability. Any directly attributable transaction costs are allocated to the convertible bonds and derivative liability in proportion to their initial carrying amounts. Subsequent to initial recognition, the convertible bonds are measured at amortised cost using effective interest method. The derivative liability is measured at fair value through the Statement of Total Return.

The Group has also issued convertible bonds that can be converted into Unitholders' funds at the option of the holder, where the number of units to be issued does not vary with changes in their fair value are accounted for as compound financial instruments. The gross proceeds are allocated to the equity and liability components, with the equity component being assigned the residual amount after deducting the fair value of the liability component from the fair value of the compound financial instrument. Subsequent to initial recognition, the liability component of convertible bonds is measured at amortised cost using the effective interest method. The equity component of convertible bonds is not re-measured.

Intra-group financial guarantees

Financial guarantees are financial instruments issued by the Group that requires the issuer to make specified payments to reimburse the holder for the loss it incurs because a specified debtor fails to meet payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantees are recognised initially at fair value and are classified as financial liabilities. Subsequent to initial measurement, the financial guarantees are stated at the higher of the initial fair value less cumulative amortisation and the amount that would be recognised if they were accounted for as contingent liabilities. When financial guarantees are terminated before their original expiry date, the carrying amount of the financial guarantees is transferred to the Statement of Total Return.

Notes to the Financial Statements

Year ended 31 December 2011

3.7 Impairment

Non-derivative financial assets

A financial asset not carried at fair value through Statement of Total Return is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Group on terms that the Group would not consider otherwise, indications that a debtor or issuer will enter bankruptcy. In addition, for an investment in an equity security, a significant or prolonged decline in its fair value below its cost is objective evidence of impairment.

The Group considers evidence of impairment for receivables and at both a specific asset and collective level. All individually significant receivables are assessed for specific impairment. All individually significant receivables found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Receivables that are not individually significant are collectively assessed for impairment by grouping together receivables with similar risk characteristics.

In assessing collective impairment, the Group uses historical trends of the probability of default, timing of recoveries and the amount of loss incurred, adjusted for the Manager's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognised in the Statement of Total Return and reflected in an allowance account against receivables. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through the Statement of Total Return.

Non-financial assets

The carrying amounts of the Group's non-financial assets, other than investment properties and properties under development, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit ("CGU") is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the Statement of Total Return.

Notes to the Financial Statements

Year ended 31 December 2011

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

3.8 Interest-bearing borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost with any difference between cost and redemption value being recognised in the Statement of Total Return over the period of the borrowings on an effective interest basis.

3.9 Unitholders' funds

Unitholders' funds represent the Unitholders' residual interest in the Group's net assets upon termination and is classified as equity.

Incremental costs directly attributable to the issue of units are recognised as a deduction from Unitholders' funds.

3.10 Revenue recognition

Rental income from operating leases

Rental income receivable under operating leases is recognised in the Statement of Total Return on a straight-line basis over the term of the lease, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased assets. Lease incentives granted are recognised as an integral part of the total rental to be received. Contingent rentals, which include gross turnover rental, are recognised as income in the accounting period on a receipt basis. No contingent rentals are recognised if there are uncertainties due to the possible return of amounts received.

Car park income

Car park income is recognised on a time apportionate basis.

Interest income

Interest income is recognised as it accrues, using the effective interest method.

Investment income

Investment income is recognised when the right to receive distribution income from associate and joint ventures is established.

Notes to the Financial Statements

Year ended 31 December 2011

3.11 Expenses

Property operating expenses

Property operating expenses consist of quit rents, property taxes, utilities, property management fees, property management reimbursements, marketing, maintenance and other property outgoings in relation to investment properties where such expenses are the responsibility of the Group.

Property management fees are recognised on an accrual basis based on the applicable formula stipulated in Note 1.1.

Asset management fees

Asset management fees are recognised on an accrual basis using the applicable formula, stipulated in Note 1.2.

Trustee's fees

The Trustee's fees are recognised on an accrual basis using the applicable formula stipulated in Note 1.3.

3.12 Finance costs

Finance costs comprise interest expense on borrowings and convertible bonds, amortisation of borrowings and convertible bonds related transaction costs and accretion of convertible bonds interest which are recognised in the Statement of Total Return using the effective interest method over the period of borrowings and the convertible bonds. Finance costs also include gain/loss on remeasurement of financial derivatives.

3.13 Income Tax

Income tax expense comprises current and deferred tax. Current and deferred tax is recognised in the Statement of Total Return except to the extent that it relates to items directly related to Unitholders' funds, in which case it is recognised in Unitholders' funds.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the Balance Sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit; and
- differences related to investments in subsidiaries and joint ventures to the extent that it is probable that they will not reverse in the foreseeable future.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Notes to the Financial Statements

Year ended 31 December 2011

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

In the ordinary course of business, there are many transactions and calculations for which the ultimate tax treatment is uncertain. Therefore, the Trust recognises tax liabilities based on estimates of whether additional taxes and interest will be due. These tax liabilities are recognised when the Trust believes that certain positions may not be fully sustained upon review by tax authorities, despite the Trust's belief that its tax return positions are supportable. The Trust believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of multifaceted judgements about future events. New information may become available that causes the Trust to change its judgement regarding the adequacy of existing tax liabilities. Such changes to tax liabilities will impact tax expense in the period that such a determination is made.

The Inland Revenue Authority of Singapore (the "IRAS") has issued a tax ruling on the tax treatment of the Trust. Subject to meeting the terms and conditions of the tax ruling which includes a distribution of at least 90.0% of the taxable income of the Trust, the Trustee is not subject to tax on the taxable income of the Trust. Instead, the distributions made by the Trust out of such taxable income are subject to tax in the hands of Unitholders, unless they are exempt from tax on the Trust's distributions. This treatment is known as the tax transparency treatment.

Individuals and qualifying Unitholders, i.e. companies incorporated and tax resident in Singapore, Singapore branches of foreign companies that have obtained waiver from the IRAS from tax deducted at source in respect of the distributions from the Trust, and bodies of persons registered or constituted in Singapore, are entitled to gross distributions from the Trust. For distributions made to foreign non-individual Unitholders, the Trustee is required to withhold tax at the reduced rate of 10.0%. For other types of Unitholders, the Trustee is required to withhold tax at the prevailing corporate tax rate on the distributions made by the Trust. Such other types of Unitholders are subject to tax on the regrossed amounts of the distributions received but may claim a credit for the tax deducted at source at the prevailing corporate tax rate by the Trustee.

The Trust has a distribution policy to distribute at least 90.0% of its taxable income, other than gains from the sale of real estate properties that are determined by the IRAS to be trading gains. For the taxable income that is not distributed, referred to as retained taxable income, tax will be assessed on the Trustee. Where such retained taxable income is subsequently distributed, the Trustee need not deduct tax at source.

3.14 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are reviewed regularly by the Group's Chief Operating Decision Makers ("CODMs") to make decisions about resources to be allocated to the segments and assess its performance and for which discrete financial information is available.

Notes to the Financial Statements

Year ended 31 December 2011

3.15 New standards and interpretations not adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2011, and have not been applied in preparing these financial statements. None of these are expected to have a significant effect on the financial statements of the Group.

4 PLANT AND EQUIPMENT

	Furniture, fittings and equipment	
	2011	2010
	\$'000	\$'000
Group		
Cost		
At 1 January	4,579	4,510
Additions	603	326
Disposals	(220)	(122)
Assets written off	(509)	(135)
At 31 December	4,453	4,579
Accumulated depreciation		
At 1 January	2,769	2,127
Charge for the year	830	884
Disposals	(219)	(120)
Assets written off	(491)	(122)
At 31 December	2,889	2,769
Carrying amount		
At 1 January	1,810	2,383
At 31 December	1,564	1,810

Notes to the Financial Statements

Year ended 31 December 2011

	Furniture, fittings and equipment	
	2011 \$'000	2010 \$'000
Trust		
Cost		
At 1 January	3,601	2,931
Additions	607	304
Disposals	(135)	(120)
Transfers from Subsidiaries	–	543
Assets written off	(113)	(57)
At 31 December	3,960	3,601
Accumulated depreciation		
At 1 January	1,956	1,396
Charge for the year	775	724
Disposals	(134)	(118)
Assets written off	(107)	(46)
At 31 December	2,490	1,956
Carrying amount		
At 1 January	1,645	1,535
At 31 December	1,470	1,645

5 INVESTMENT PROPERTIES

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
At 1 January	7,271,500	6,920,500	6,194,300	5,132,500
Transfer from Subsidiaries	–	–	–	768,000
Acquisition of investment properties	295,000	268,000	295,000	268,000
Acquisition charges capitalised	3,413	3,769	3,413	3,769
Capital expenditure capitalised	158,162	69,392	157,183	54,100
	7,728,075	7,261,661	6,649,896	6,226,369
Net change in fair value of investment properties	121,125	9,839	66,104	(32,069)
At 31 December	7,849,200	7,271,500	6,716,000	6,194,300

Notes to the Financial Statements

Year ended 31 December 2011

Some of the investment properties have been mortgaged to secure credit facilities for the Trust and the Group (Note 13) and as security for the convertible bonds of the Trust (Note 14). Plaza Singapura, Lot One Shoppers' Mall, Bukit Panjang Plaza, Rivervale Mall, Clarke Quay, Hougang Plaza and Iluma are unencumbered as at the reporting date.

Investment properties are stated at fair value based on valuations performed by independent professional valuers. In determining the fair value, the valuers have used valuation methods which involve certain estimates. The Manager is of the view that the valuation methods and estimates are reflective of the current market condition. The key assumptions used to determine the fair value of investment properties include market-corroborated capitalisation yield, terminal yield and discount rate.

The fair values are based on market values, being the estimated amount for which a property could be exchanged on the date of the valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

6 PROPERTIES UNDER DEVELOPMENT

	GROUP
	2011
	\$'000
At 1 January	–
Additions	306,591
At 31 December	306,591

Properties under development are stated at fair value based on valuation performed by independent professional valuer, CBRE, on 1 November 2011. The valuer has considered valuation techniques including the residual land method, in arriving at the market value.

During financial year ended 31 December 2011, interest capitalised amounted to \$2,115,555 with an effective rate ranging from 1.38% to 3.0% per annum.

7 SUBSIDIARIES

	TRUST	
	2011	2010
	\$'000	\$'000
Non-current assets		
Loan to subsidiaries	80	80

Notes to the Financial Statements

Year ended 31 December 2011

Details of the subsidiaries are as follows:

Name of subsidiaries	Place of incorporation/ business	Effective equity interest held by the Trust	
		2011 %	2010 %
CapitaRetail Singapore Limited ¹	Singapore	100	100
CMT MTN Pte. Ltd. ¹	Singapore	100	100

¹ Audited by KPMG Singapore.

CapitaRetail Singapore Limited

The principal activity of CapitaRetail Singapore Limited (“CRSL”) was that of an investment holding company. CRSL is a special purpose vehicle, whose main objectives were to own all the issued units in CapitaRetail BPP Trust (“CRBPPT”), CapitaRetail Lot One Trust (“CRLLOT”) and CapitaRetail Rivervale Trust (“CRRT”), obtain borrowings and issue bonds to extend mortgage loans to CRBPPT, CRLLOT and CRRT. CRBPPT, CRLLOT and CRRT in turn own 90 out of 91 strata lots in Bukit Panjang Plaza, Lot One Shoppers' Mall and Rivervale Mall (collectively, “CRSL Properties”) respectively.

Pursuant to a Deed of Reconstruction entered into by CRSL with HSBC Institutional Trust Services (Singapore) Limited in its capacity as trustee of the Trust and each of its subsidiaries, the CRSL Properties were transferred to the Trust on 1 January 2010 at the carrying amounts as at 31 December 2009. In connection with the internal restructuring, the encumbrances over the CRSL Properties have been discharged.

Subsequent to the restructuring, CRSL has been inactive.

CMT MTN Pte. Ltd.

CMT MTN Pte. Ltd. (“CMT MTN”), a wholly-owned subsidiary comprising of \$1 of 1 ordinary share was incorporated on 23 January 2007. The principal activity of this subsidiary is provision of treasury services, including on-lending to the Trust the proceeds from issuances of notes under unsecured multicurrency medium term note programmes.

The Trust has provided a loan to CMT MTN amounting to \$80,000 (2010: \$80,000) which is non-trade in nature, unsecured and interest-free. The settlement of the amount is neither planned nor likely to occur in the foreseeable future. As this amount is, in substance, part of the Trust’s net investment in CMT MTN, it is stated at cost.

8 ASSOCIATE AND JOINT VENTURES

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Investment in associate	138,514	131,807	130,836	130,836
Investment in joint ventures	–	–	552,569	544,318
Loan to joint ventures	88,690	–	129,349	–
	227,204	131,807	812,754	675,154

Notes to the Financial Statements

Year ended 31 December 2011

The loan to joint ventures is not expected to be repayable in the next twelve months from the reporting date. The loan bears an interest rate of 2.44% per annum. Interest rate is repriced at interval of less than twelve months.

Details of the associate and joint ventures are as follows:

Name of associate and joint ventures	Place of constitution/ incorporation/ business	Effective equity interest held by the Trust	
		2011 %	2010 %
Associate			
CapitaRetail China Trust ¹	Singapore	17.8 ²	19.6
Joint ventures			
Infinity Mall Trust ¹ and Infinity Office Trust ¹	Singapore	30.0	–
RCS Trust ¹	Singapore	40.0	40.0

¹ Audited by KPMG Singapore.

² The Trust did not participate in the equity fund raising conducted by CRCT on 30 June 2011.

Associate

CapitaRetail China Trust

CapitaRetail China Trust (“CRCT”) is a real estate investment trust constituted in Singapore by a trust deed dated 23 October 2006 (as amended). CRCT was formally admitted to the Official List of the Singapore Exchange Securities Trading Limited (“SGX-ST”) on 8 December 2006. CRCT is established with the objective of investing on a long term basis in a diversified portfolio of income producing real estate and primarily for retail purposes and located primarily in the People’s Republic of China.

On a recurring basis, as the results of CRCT are not expected to be announced in sufficient time to be included in the Group’s results for the same calendar quarter, the Group will equity account the results of CRCT based on a 3 month lag time.

At the reporting date, the fair value of both the Group’s and the Trust’s investment in CRCT is \$141,111,000 (2010: \$152,154,000).

Joint Ventures

Infinity Mall Trust and Infinity Office Trust

(a) Infinity Mall Trust

Infinity Mall Trust is an unlisted special purpose trust established under a trust deed (“Infinity Mall Trust Trust Deed”) dated 25 May 2011 entered into between the Trustee, CMA Singapore Investments (4) Pte. Ltd., CL JM Pte. Ltd. and JG Trustee Pte. Ltd. (as trustee of Infinity Mall Trust). Infinity Mall Trust is 30.0% owned by the Trust, 50.0% by CMA Singapore Investments (4) Pte. Ltd. and 20.0% by CL JM Pte. Ltd.

Notes to the Financial Statements

Year ended 31 December 2011

(b) Infinity Office Trust

Infinity Office Trust is an unlisted special purpose trust established under a trust deed (“Infinity Office Trust Trust Deed”) dated 25 May 2011 entered into between the Trustee, CMA Singapore Investments (5) Pte. Ltd., CL JO Pte. Ltd. and JG2 Trustee Pte. Ltd. (as trustee of Infinity Office Trust). Infinity Office Trust is 30.0% owned by the Trust, 50.0% by CMA Singapore Investments (5) Pte. Ltd. and 20.0% by CL JO Pte. Ltd.

The business of Infinity Mall Trust and Infinity Office Trust is to jointly acquire, own and operate the mixed development at Lot 8630V MK 5 at Boon Lay Way which comprises of retail and office components (“Infinity Project”).

RCS Trust

RCS Trust is an unlisted special purpose trust established under a trust deed (“RCS Trust Trust Deed”) dated 18 July 2006 entered into between HSBC Institutional Trust Services (Singapore) Limited as trustee-manager of RCS Trust (“RCS Trust Trustee-Manager”), HSBC Institutional Trust Services (Singapore) Limited as trustee of CapitaCommercial Trust (“CCT Trustee”), the Trustee, CapitaCommercial Trust Management Limited (CCTML as manager of CCT) and the Manager. RCS Trust is 40.0% owned by the Trust and 60.0% owned by CCT.

RCS Trust has entered into several service agreements in relation to management of the Trust and its property operations. The fee structures of these services are as follows:

(a) Property management fees

Under the property management agreement, property management fees are charged as follows:

- (i) 2.00% per annum of the property income of the property; and
- (ii) 2.50% per annum of the net property income of the property.

The property management fees are payable monthly in arrears.

(b) Asset management fees

Pursuant to the RCS Trust Trust Deed, the asset management fees comprise a base component of 0.25% per annum of the value of Deposited Property of RCS Trust and a performance component of 4.00% per annum of the net property income of RCS Trust, including all its Authorised Investments for the time being held or deemed to be held upon the trusts of the RCS Trust Trust Deed.

The asset management fees shall be paid entirely in the form of units or, with the unanimous approval of the Manager and CCTML, either partly in units and partly in cash or wholly in cash.

The asset management fees are payable quarterly in arrears.

Notes to the Financial Statements

Year ended 31 December 2011

(c) Trustee-Manager's fees

Pursuant to the RCS Trust Trust Deed, the Trustee-Manager's fees shall not exceed 0.10% per annum of the value of Deposited Property of RCS Trust, as defined in the RCS Trust Trust Deed (subject to a minimum sum of \$15,000 per month), payable out of the Deposited Property of RCS Trust. The RCS Trust Trustee-Manager is also entitled to reimbursement of expenses incurred in the performance of its duties under the RCS Trust Trust Deed.

The Trustee-Manager's fees are payable quarterly in arrears.

The summarised financial information relating to the associate is not adjusted for the percentage of ownership held by the Group. The summarised financial information of the joint ventures represents the Group's share.

The financial information of the associate and the Trust's interests in the joint ventures are as follows:

	Associate		Joint ventures	
	2011 ¹	2010 ¹	2011	2010
	\$'000	\$'000	\$'000	\$'000
Assets and Liabilities				
Non-current assets			1,437,685	1,077,365
Current assets			41,378	13,308
Total assets	1,375,713	1,204,611	1,479,063	1,090,673
Non-current liabilities			727,727	8,137
Current liabilities			31,061	403,015
Total liabilities	578,922	515,583	758,788	411,152
Results				
Revenue	125,877	118,681	86,774	81,287
Expenses			(45,838)	(43,061)
Revaluation surplus			55,021	41,908
Total return for the year	139,953	65,782	95,957	80,134
The Group's share of joint venture capital commitment			88,066	1,256

¹ As the results of CRCT for the fourth quarter ended 31 December 2011 are not announced in sufficient time to be included in the Group's results for the same calendar quarter, the assets and liabilities recorded were based on CRCT's unaudited financial statements and distribution announcement for the third quarter ended 30 September 2011 dated 14 October 2011. The financial results recorded were based on CRCT's unaudited financial statements and distribution announcements for the period from 1 October 2010 to 30 September 2011.

Similarly, corresponding comparisons for previous financial year were based on CRCT's unaudited financial statements and distribution announcement for the third quarter ended 30 September 2010 dated 20 October 2010 and on CRCT's unaudited financial statements and distribution announcements for the period from 1 October 2009 to 30 September 2010.

Notes to the Financial Statements

Year ended 31 December 2011

9 TRADE AND OTHER RECEIVABLES

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Trade receivables	4,744	4,161	4,549	3,866
Impairment losses	-	(14)	-	-
Net trade receivables	4,744	4,147	4,549	3,866
Deposits	3,062	2,542	1,353	1,062
Interest receivables	349	-	349	-
Amount due from related parties	153	62	13,706	11,694
Other receivables	20,911	579	23	167
Loans and receivables	29,219	7,330	19,980	16,789
Prepayments	566	327	445	320
	29,785	7,657	20,425	17,109

Concentration of credit risk relating to trade receivables is limited due to the Group's many varied tenants. These tenants comprise retailers engaged in a wide variety of consumer trades. The Group's historical experience in the collection of accounts receivable falls within the recorded allowances. Due to these factors, the Manager believes that no additional credit risk beyond amounts provided for collection losses is inherent in the Group's trade receivables.

The maximum exposure to credit risk for trade receivables at the reporting date (by type of consumers) is:

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Retail customers	4,688	4,011	4,495	3,740
Warehouse	51	40	51	40
Office	5	96	3	86
	4,744	4,147	4,549	3,866

The Group's most significant tenant, accounts for \$239,098 (2010: \$291,550) of the trade receivables carrying amount as at the reporting date.

Notes to the Financial Statements

Year ended 31 December 2011

Impairment losses

The ageing of receivables at the reporting date is:

	GROUP		TRUST	
	Gross \$'000	Impairment losses \$'000	Gross \$'000	Impairment losses \$'000
2011				
Not past due	4,009	-	3,876	-
Past due 31 – 60 days	608	-	551	-
Past due 61 – 90 days	108	-	104	-
Over 90 days	19	-	18	-
	4,744	-	4,549	-
2010				
Not past due	3,429	-	3,268	-
Past due 31 – 60 days	471	-	426	-
Past due 61 – 90 days	89	(10)	98	-
Over 90 days	172	(4)	74	-
	4,161	(14)	3,866	-

The change in impairment loss in respect of trade receivables during the year is as follows:

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
As at 1 January	14	78	-	-
Allowance reversed during the year	(14)	(64)	-	-
As at 31 December	-	14	-	-

The Manager believes that no impairment allowance is necessary in respect of the remaining trade receivables as these receivables are mainly arising from tenants that have good records with the Group and have sufficient security deposits as collateral.

Notes to the Financial Statements

Year ended 31 December 2011

10 CASH AND CASH EQUIVALENTS

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Cash at bank and in hand	15,477	14,548	9,107	8,683
Fixed deposits with financial institutions	742,145	698,404	727,255	687,773
Cash and cash equivalents in the cash flow statements	757,622	712,952	736,362	696,456

The weighted average effective interest rates relating to cash and cash equivalents at the reporting date for the Group and Trust are 0.54% (2010: 0.29%) and 0.54% (2010: 0.29%) per annum respectively. Interest rates reprice at intervals of 1 month.

11 FINANCIAL DERIVATIVES

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Current liabilities				
Derivative liability portion of convertible bonds	-	8,234	-	8,234
	-	8,234	-	8,234
Non-current liabilities				
Cross currency swap	53,021	61,497	-	-
Interest rate swaps	16,412	13,694	16,397	13,694
Derivative liability portion of convertible bonds	13	-	13	-
	69,446	75,191	16,410	13,694

Cross currency swap

On 8 April 2010, the Group had entered into a fixed to fixed cross currency swap to hedge the US dollars denominated notes with a notional contract amount of US\$500,000,000. The Group has designated the cross currency swap as a hedging instrument in a cash flow hedge. The swap matures on 8 April 2015.

Interest rate swaps

The Group entered into contracts to exchange, at specified intervals, the difference between floating rate and fixed rate interest amounts calculated by reference to the agreed notional principal amounts of the term loans. At reporting date, the Group has an interest rate swap with notional contract amount of \$320,000,000 (2010: \$320,000,000) and a 30.0% share in the interest rate swap with notional contract amount of \$175,000,000 or \$52,500,000 (2010: Nil). Under the swap agreements, the swaps mature on 27 August 2014 and 28 October 2016 respectively.

Notes to the Financial Statements

Year ended 31 December 2011

Derivative liability portion of convertible bonds

The changes in fair value of the derivative liability portion of the convertible bonds are recognised in the Statement of Total Return.

The following table indicates the periods in which the cash flows associated with financial derivatives are expected to impact the Statement of Total Return:

	Carrying amount \$'000	Contractual cash flows \$'000	Cash flows		
			Within 1 year \$'000	Within 1 to 5 years \$'000	More than 5 years \$'000
Group					
2011					
Cross currency swap	(53,021)	(56,993)	1,291	(58,284)	–
Interest rate swaps	(16,412)	(17,648)	(7,457)	(10,191)	–
2010					
Cross currency swap	(61,497)	(58,823)	1,182	(60,005)	–
Interest rate swap	(13,694)	(13,399)	(6,795)	(6,604)	–
Trust					
2011					
Interest rate swaps	(16,397)	(16,499)	(7,157)	(9,342)	–
2010					
Interest rate swap	(13,694)	(13,399)	(6,795)	(6,604)	–

Notes to the Financial Statements

Year ended 31 December 2011

12 TRADE AND OTHER PAYABLES

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Trade payables and accrued operating expenses	130,862	87,744	121,043	75,767
Amounts due to related parties (trade)	12,243	11,571	10,607	9,973
Deposits and advances	13,779	11,548	12,272	10,513
Interest payables	20,319	15,059	19,790	11,715
Distribution payable	32,525	–	32,525	–
	209,728	125,922	196,237	107,968

Included in amounts due to related parties of the Group is amount due to the Manager of \$10,128,000 (2010: \$9,364,000), the property manager of \$1,818,000 (2010: \$1,995,000) and the project manager of \$267,000 (2010: \$211,000). At Trust level, the amount due to related parties is an amount due to the Manager of \$8,792,000 (2010: \$8,073,000), the property manager of \$1,548,000 (2010: \$1,713,000) and the project manager of \$267,000 (2010: \$187,000).

Included in trade payables and accrued operating expenses is an amount due to the Trustee of \$303,000 (2010: \$273,000) at Group level and \$267,000 (2010: \$239,000) at Trust level.

13 INTEREST-BEARING BORROWINGS

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Current liabilities				
Term loans (secured)	783,000	346,400	783,000	–
Unamortised transaction cost	(503)	(275)	(503)	–
	782,497	346,125	782,497	–
Revolving credit facility (secured)	–	38,000	–	–
	782,497	384,125	782,497	–
Non-current liabilities				
Term loans (secured)	595,000	783,000	–	783,000
Unamortised transaction cost	(4,137)	(1,091)	–	(1,091)
	590,863	781,909	–	781,909
Term loans (unsecured)	1,450,500	1,143,250	1,499,500	1,199,500
	2,041,363	1,925,159	1,499,500	1,981,409
Total interest-bearing borrowings	2,823,860	2,309,284	2,281,997	1,981,409

Notes to the Financial Statements

Year ended 31 December 2011

Terms and debt repayment schedule

Terms and conditions of outstanding interest-bearing borrowings are as follows:

	Nominal interest rate %	Year of maturity	2011		2010	
			Face value \$'000	Carrying amount \$'000	Face value \$'000	Carrying amount \$'000
Group						
Secured						
SGD fixed rate term loans	3.13 – 3.84	2012	783,000	782,497	783,000	781,909
SGD fixed rate term loans	4.17 – 4.21	2011	–	–	346,400	346,125
SGD floating rate revolving credit facility	0.55 – 0.58	2011	–	–	38,000	38,000
SGD fixed rate term loans	3.03 – 3.09	2016	400,000	395,863	–	–
SGD floating rate term loan	SWAP + 1.13	2016	195,000	195,000	–	–
Unsecured						
SGD fixed rate term loan	2.85	2014	150,000	150,000	150,000	150,000
SGD fixed rate term loan	3.29	2015	100,000	100,000	100,000	100,000
USD fixed rate term loan	4.32 ¹	2015	650,500	650,500	643,250	643,250
SGD fixed rate term loans	3.55 – 3.85	2017	250,000	250,000	250,000	250,000
Retail Bonds	2.00	2013	300,000	300,000	–	–
			2,828,500	2,823,860	2,310,650	2,309,284
Trust						
Secured						
SGD fixed rate term loans	3.13 – 3.84	2012	783,000	782,497	783,000	781,909
Unsecured						
SGD fixed rate term loan	2.85	2014	150,000	150,000	150,000	150,000
SGD fixed rate term loans	3.29 – 3.79	2015	799,500	799,500	799,500	799,500
SGD fixed rate term loans	3.55 – 3.85	2017	250,000	250,000	250,000	250,000
Retail Bonds	2.00	2013	300,000	300,000	–	–
			2,282,500	2,281,997	1,982,500	1,981,409

¹ The Group has swapped the USD fixed rate to SGD fixed rate of 3.79%.

Notes to the Financial Statements

Year ended 31 December 2011

The following are the expected contractual undiscounted cash outflows of financial liabilities including interest payments and excluding the impact of netting agreements:

	Carrying amount \$'000	Contractual cash flows \$'000	Cash flows		
			Within 1 year \$'000	Within 1 to 5 years \$'000	More than 5 years \$'000
Group					
2011					
Non-derivative financial liabilities					
Secured					
SGD fixed rate term loans	1,178,360	1,260,586	817,828	442,758	–
Convertible bonds	600,080	651,051	10,001	641,050	–
SGD floating rate term loan	195,000	208,989	2,847	206,142	–
Unsecured					
SGD fixed rate term loans	500,000	571,740	16,738	300,661	254,341
USD fixed rate term loan	650,500	742,371	28,108	714,263	–
Retail Bonds	300,000	306,921	6,000	300,921	–
Trade and other payables	209,728	209,728	209,728	–	–
Security deposits	131,160	131,160	45,282	85,878	–
	3,764,828	4,082,546	1,136,532	2,691,673	254,341
2010					
Non-derivative financial liabilities					
Secured					
SGD fixed rate term loans	1,128,034	1,189,039	383,552	805,487	–
Convertible bonds	542,635	582,607	582,607	–	–
SGD floating rate revolving credit facility	38,000	38,149	38,149	–	–
Unsecured					
SGD fixed rate term loans	500,000	588,523	16,738	308,245	263,540
USD fixed rate term loan	643,250	761,968	27,795	734,173	–
Trade and other payables	125,922	125,922	125,922	–	–
Security deposits	123,960	123,960	40,658	83,302	–
	3,101,801	3,410,168	1,215,421	1,931,207	263,540

Notes to the Financial Statements

Year ended 31 December 2011

	Carrying amount \$'000	Contractual cash flows \$'000	Cash flows		
			Within 1 year \$'000	Within 1 to 5 years \$'000	More than 5 years \$'000
Trust					
2011					
Non-derivative financial liabilities					
Secured					
SGD fixed rate term loans	782,497	805,487	805,487	–	–
Convertible bonds	600,080	651,051	10,001	641,050	–
Unsecured					
SGD fixed rate term loans	1,199,500	1,357,983	43,277	1,060,365	254,341
Retail Bonds	300,000	306,921	6,000	300,921	–
Trade and other payables	196,237	196,237	196,237	–	–
Security deposits	119,602	119,602	41,223	78,379	–
	3,197,916	3,437,281	1,102,225	2,080,715	254,341
2010					
Non-derivative financial liabilities					
Secured					
SGD fixed rate term loans	781,909	832,486	26,999	805,487	–
Convertible bonds	542,635	582,607	582,607	–	–
Unsecured					
SGD fixed rate term loans	1,199,500	1,401,377	43,277	1,094,560	263,540
Trade and other payables	107,968	107,968	107,968	–	–
Security deposits	112,280	112,280	37,115	75,165	–
	2,744,292	3,036,718	797,966	1,975,212	263,540

Notes to the Financial Statements

Year ended 31 December 2011

The interest-bearing borrowings comprise the following:

(1) Secured term loans of the Trust

The secured term loans drawn down by the Trust were granted by a special purpose company, Silver Maple Investment Corporation Ltd (“Silver Maple”).

Under the facility agreement between Silver Maple and the Trustee, Silver Maple has granted the Trust a total term loan facility of \$783.0 million (2010: \$783.0 million).

The total facility drawn down by the Trust from Silver Maple as at 31 December 2011 is \$783.0 million (2010: \$783.0 million), consisting of:

- (i) \$433.0 million (2010: \$433.0 million) term loan at a fixed interest rate of 3.13% (2010: 3.13%) per annum, fully repayable on 30 April 2014. Under the facility agreement, the Trust has to prepay the loan in full on 31 October 2012, failing which the interest rate of 1.00% (2010: 1.00%) above the Singapore Inter Bank Offered Rate (“SIBOR”) repriced every three months, will be applicable for the period from 31 October 2012 to 30 April 2014; and
- (ii) \$350.0 million (2010: \$350.0 million) term loan at a fixed interest rate of 3.84% (2010: 3.84%) per annum, fully repayable on 30 April 2014. Under the facility agreement, the Trust has to prepay the loan in full on 31 October 2012, failing which the interest rate of 1.00% (2010: 1.00%) above the SIBOR repriced every three months, will be applicable for the period from 31 October 2012 to 30 April 2014.

As security for credit facilities granted by Silver Maple to the Trust, the Trust has granted in favour of Silver Maple the following:

- (i) a mortgage over certain properties (“Properties”);
- (ii) an assignment and charge of the rental proceeds and tenancy agreements of units in the Properties;
- (iii) an assignment of the insurance policies relating to the Properties;
- (iv) an assignment of the agreements relating to the management of the Properties; and
- (v) a charge creating a fixed and floating charge over certain assets of the Trust relating to the Properties.

Silver Maple has a \$2.0 billion Medium Term Note Programme (“MTN Programme”). Under this MTN Programme, Silver Maple may, subject to compliance with all relevant laws, regulations and directives, from time to time issue fixed or floating interest rate notes (“Notes”). The maximum aggregate principal amount of the Notes to be issued shall be \$2.0 billion. The Notes will be secured by the Notes Debentures (which are made from time to time between Silver Maple and the Notes Trustee to create fixed and floating charges over the assets of Silver Maple).

Notes to the Financial Statements

Year ended 31 December 2011

To fund the fixed rate term loans to the Trust of \$783.0 million (2010: \$783.0 million), Silver Maple has raised funds through the following:

- (i) US\$255.5 million (2010: US\$255.5 million) notes which are to bear interest on floating rate basis ("Floating Rate Notes") at floating interest of 0.24% (2010: 0.24%) above the US dollar London Inter Bank Offered Rate ("LIBOR") repriced every three months, for the period from 31 October 2005 to 31 October 2012. In the event that the Floating Rate Notes are not redeemed by Silver Maple on 31 October 2012, interest will accrue at the rate of 1.0% (2010: 1.0%) above the US dollar LIBOR repriced every three months, for the period from 31 October 2012 to date of redemption on 30 April 2014; and
- (ii) €175.0 million (2010: €175.0 million) Floating Rate Notes at floating interest rate of 0.16% (2010: 0.16%) above the Euro Interbank Offered Rate ("EURIBOR") repriced every three months for the period from 26 February 2007 to 31 October 2012. In the event that the Floating Rate Notes are not redeemed by Silver Maple on 31 October 2012, interest will accrue at the rate of 1.0% (2010: 1.0%) above 3 month EURIBOR, for the period from 31 October 2012 to date of redemption on 30 April 2014.

The above were swapped into Singapore dollar fixed rate amounts of \$433.0 million and \$350.0 million at 3.10% and 3.82% respectively.

(2) *Unsecured retail bonds of the Trust*

On 16 February 2011, the Trust has established a \$2.5 billion Retail Bond Programme. The bonds ("Retail Bonds") under the Retail Bond Programme will be issued from time to time by HSBC Institutional Trust Services (Singapore) Limited, in its capacity as Trustee.

Under the Retail Bond Programme, the Trustee may from time to time issue Retail Bonds in series or tranches in Singapore dollars, United States dollars, Australian dollars, Canadian dollars, Euro, Hong Kong dollars, Japanese yen or in other currencies agreed between the Manager and the relevant dealer of the Retail Bonds and specified in the applicable pricing supplement. The Retail Bonds may be fixed rate bonds, floating rate bonds, hybrid bonds or zero coupon bonds.

On 25 February 2011, the Trustee issued \$300.0 million in principal amount of Retail Bonds which carry an interest of 2.0% per annum, fully repayable on 25 February 2013.

(3) *Unsecured term loans of CMT MTN*

The Group has a \$2,500,000,000 Multicurrency Medium Term Note Programme ("CMT MTN Programme") under CMT MTN. Under the CMT MTN Programme, CMT MTN may, subject to compliance with all relevant laws, regulations and directives, from time to time issue notes in series or tranches in Singapore dollars, United States dollars or any other currency ("MTN Notes").

On 29 March 2010, the Group has established a US\$2,000,000,000 Euro-Medium Term Note Programme ("EMTN Programme"). Under the EMTN Programme, CMT MTN may, subject to compliance with all relevant laws, regulations and directives, from time to time issue notes in series or tranches in Euro, Sterling, United States dollars, Singapore dollars and any other currency ("EMTN Notes").

Notes to the Financial Statements

Year ended 31 December 2011

Each series or tranche of notes may be issued in various amounts and tenors, and may bear fixed, floating or variable rates of interest. Hybrid notes or zero coupon notes may also be issued under the CMT MTN Programme and EMTN Programme.

The MTN notes and EMTN Notes shall constitute direct, unconditional, unsecured and unsubordinated obligations of CMT MTN ranking *pari passu*, without any preference or priority among themselves and *pari passu* with all other present and future unsecured obligations at CMT MTN. All sum payable in respect of the notes will be unconditionally and irrevocably guaranteed by the Trustee.

The total facility drawn down by the Trust from CMT MTN as at 31 December 2011 under the CMT MTN Programme is \$500.0 million (2010: \$500.0 million), consisting of:

- (i) \$100.0 million (2010: \$100.0 million) Fixed Rate Notes Due 2015. The \$100.0 million MTN Notes will mature on 28 January 2015 and will bear an interest of 3.288% per annum payable semi-annually in arrears;
- (ii) \$100.0 million (2010: \$100.0 million) Fixed Rate Notes Due 2017. The \$100.0 million MTN Notes will mature on 15 March 2017 and will bear an interest of 3.85% per annum payable semi-annually in arrears;
- (iii) \$150.0 million (2010: \$150.0 million) Fixed Rate Notes Due 2014. The \$150.0 million MTN Notes will mature on 1 September 2014 and will bear an interest of 2.85% per annum payable semi-annually in arrears; and
- (iv) \$150.0 million (2010: \$150.0 million) Fixed Rate Notes Due 2017. The \$150.0 million MTN Notes will mature on 1 September 2017 and will bear an interest of 3.55% per annum payable semi-annually in arrears.

The facility drawn down by the Trust from CMT MTN as at 31 December 2011 under the EMTN program consists of US\$500.0 million (2010: US\$500.0 million) Fixed Rate Notes Due 2015. The US\$500.0 million EMTN Notes will mature on 8 April 2015 and will bear an interest of 4.321% per annum payable semi-annually in arrears.

CMT MTN had entered into cross currency swap with a notional contract amount of US\$500.0 million with the effect of swapping US dollars with fixed rate interest rate of 4.321% per annum to Singapore dollars of \$699.5 million with fixed rate interest rate of 3.794% per annum. Under the swap agreement, the swap matures on 8 April 2015.

CMT MTN has on-lent the proceeds from the issuance of the above MTN Notes and EMTN Notes to the Trust, who in turn use such proceeds to refinance borrowings, finance investments, asset enhancement works and capital expenditure of the Trust.

Notes to the Financial Statements

Year ended 31 December 2011

(4) *Secured term loans of RCS Trust*

The secured term loan and revolving credit facility by the RCS Trust were granted by a special purpose company, Silver Oak Ltd ("Silver Oak").

In the refinancing of the term loan of \$866.0 million and the \$98.0 million drawn under the revolving credit facility ("RCF") (or total loans of \$964.0 million drawn down under the total facility of \$1,030.0 million), Silver Oak has on 21 June 2011 granted RCS Trust a term loan facility of \$1,000.0 million and a revolving credit facility of \$300.0 million under the loan agreements between Silver Oak and RCS Trust Trustee-Manager.

As at 31 December 2011, the total loans drawn down by RCS Trust from Silver Oak is \$1,000.0 million, consisting of:

- (i) term loan of \$800.0 million at a fixed rate of 3.09% per annum, fully repayable on 21 June 2018. In the event the loan is not prepaid in full on 21 June 2016, interest will accrue on the loan at the rate of 4.565% above the swap offer rate repriced every three months, for the period from 21 June 2016 to 21 June 2018; and
- (ii) term loan of \$200.0 million at a fixed rate of 3.025% per annum, fully repayable on 21 June 2018. In the event the loan is not prepaid in full on 21 June 2016, interest will accrue on the loan at the rate of 2.23% above the swap offer rate repriced every three months, for the period from 21 June 2016 to 21 June 2018.

The proceeds of the \$1,000.0 million term loans were used to refinance the existing loans of \$964.0 million (comprising term loan of \$866.0 million and revolving credit facility drawn down of \$98.0 million), ahead of the expected maturity date on 13 September 2011.

As security for the facilities granted by Silver Oak to the RCS Trust Trustee-Manager, the RCS Trust Trustee-Manager has granted in favour of Silver Oak the following:

- (i) a mortgage over Raffles City Singapore;
- (ii) an assignment of the insurance policy relating to Raffles City Singapore;
- (iii) an assignment of the agreements relating to the management of Raffles City Singapore;
- (iv) an assignment and charge of the rental proceeds and tenancy agreements of units in Raffles City Singapore; and
- (v) a fixed and floating charge over certain assets of RCS Trust relating to Raffles City Singapore.

As at 31 December 2011, the Group's 40.0% share of RCS Trust's term loans are \$400,000,000. As at 31 December 2010, the amount drawn down under the term loan and RCF provided by Silver Oak are \$346,400,000 and \$38,000,000 respectively.

Notes to the Financial Statements

Year ended 31 December 2011

To fund the loans to RCS Trust of \$1,000.0 million, Silver Oak has:

- (i) issued US\$645.0 million in principal amount of Class A Secured Floating Rate Notes under the \$10,000,000,000 Multicurrency Secured Medium Term Note Programme at floating interest rate of 1.45% per annum above the US dollar LIBOR repriced every three months, with expected maturity on 21 June 2016 (the "Series 002 Notes"). In the event that the Series 2 Notes are not redeemed by Silver Oak on 21 June 2016, interest will accrue at the rate of 2.45% per annum above the US dollar LIBOR repriced every three months, for the period from 21 June 2016 to date of redemption on 21 June 2018. Silver Oak has entered into a cross currency swap agreement to swap the proceeds from the Series 002 Notes into \$800.0 million; and
- (ii) drawn down term loan of \$200.0 million granted by banks at floating interest rate of 1.23% per annum above the Singapore dollar Swap Offer Rate ("SOR") repriced every three months, for the period from 21 June 2011 to 21 June 2016. In the event that the term loans are not repaid by Silver Oak on 21 June 2016, interest will accrue at the rate of 2.23% per annum above the Singapore dollar SOR repriced every three months, for the period from 21 June 2016 to date of final maturity on 21 June 2018. Silver Oak has entered into an interest rate swap agreement to hedge the floating interest rates of the term loan to a fixed rate term loan.

In addition, Silver Oak has in place \$300.0 million RCF from banks to fund loan requests under the RCF provided to RCS Trust.

The repayment of \$964.0 million by RCS Trust to Silver Oak on 21 June 2011, ahead of the expected redemption date of 13 September 2011, were used to redeem the following:

- (i) US\$427,000,000 Class A1 Secured Floating Rate Notes at floating interest rate of 0.19% above the LIBOR repriced every three months, for the period from 13 September 2006 to 13 September 2011. In the event that the Class A1 Floating Rate Notes are not redeemed by Silver Oak on 13 September 2011, interest will accrue at the rate of 1.19% above the US dollar LIBOR repriced every three months, for the period from 13 September 2011 to date of redemption on 13 September 2013;
- (ii) €30,000,000 Class A2 Floating Rate Notes at floating interest rate of 0.23% above the EURIBOR repriced every three months, for the period from 13 September 2006 to 13 September 2011. In the event that the Class A2 Floating Rate Notes are not redeemed by Silver Oak on 13 September 2011, interest will accrue at the rate of 1.23% above the EURIBOR repriced every three months, for the period from 13 September 2011 to date of redemption on 13 September 2013; and
- (iii) US\$86,500,000 Class B Floating Rate Notes at floating interest rate of 0.28% above the US dollar LIBOR repriced every three months, for the period from 13 September 2006 to 13 September 2011. In the event that the Class B Floating Rate Notes are not redeemed by Silver Oak on 13 September 2011, interest will accrue at the rate of 1.28% above the US dollar LIBOR repriced every three months, for the period from 13 September 2011 to date of redemption on 13 September 2013.

As security for the Notes, Silver Oak has created a fixed and floating charge over the assets of RCS Trust in favour of the Silver Oak Notes' Trustee under the Notes Debenture.

Notes to the Financial Statements

Year ended 31 December 2011

(5) Secured term loans of Infinity Mall Trust and Infinity Office Trust

Under the secured facility agreement dated 28 October 2011 between JG Trustee Pte. Ltd., JG2 Trustee Pte. Ltd. and various banks and financial institutions, the banks and financial institutions have granted Infinity Mall Trust and Infinity Office Trust total facility of \$820.0 million comprising the term loan facility of \$650.0 million and revolving credit facility of \$170.0 million.

The term loan facility drawn down by Infinity Mall Trust and Infinity Office Trust as at 31 December 2011 is \$650.0 million at a floating interest rate of 1.13% above the SWAP rate repriced every month, for the period from 30 November 2011 to the earlier of (i) the date after 12 months after the Final Temporary Occupation Permit date for the Infinity Project or (ii) 60 months after date of facility agreement.

The Group's 30.0% share of the \$650.0 million term loan drawn by Infinity Mall Trust and Infinity Office Trust amounts to \$195.0 million.

As security for the loans, Infinity Mall Trust and Infinity Office Trust have granted in favour of the lenders the following:

- (i) a mortgage over the properties;
- (ii) an assignment and charge of the rental proceeds, tenancy agreements, sale proceeds and sale agreements;
- (iii) an assignment of the insurance policies relating to each of the properties;
- (iv) an assignment of the building agreement relating to each of the properties;
- (v) an assignment of the project documents relating to each of the properties; and
- (vi) a fixed and floating charge over certain assets of the Infinity Mall Trust and Infinity Office Trust relating to the properties.

14 CONVERTIBLE BONDS

	GROUP AND TRUST	
	2011	2010
	\$'000	\$'000
Carrying amount of debt component at 1 January	542,635	616,048
Proceeds from issuance of 2014 Convertible Bonds	350,000	–
Equity component from issuance of 2014 Convertible Bonds	(8,360)	–
Transaction costs	(8,900)	–
	875,375	616,048
Amortisation of issue expenses	5,470	2,838
Interest accretion	28,158	27,658
Repurchase of 2013 Convertible Bonds	(216,408)	(103,909)
Redemption of 2013 Convertible Bonds	(92,515)	–
Carrying amount of debt component at 31 December	600,080	542,635

Notes to the Financial Statements

Year ended 31 December 2011

2013 Convertible Bonds

On 2 July 2008, the Trust issued \$650.0 million principal amount of convertible bonds due 2013 (“2013 Convertible Bonds”) which carry a coupon interest at 1.0% per annum. As at 31 December 2011, the 2013 Convertible Bonds are convertible by bondholders into Units at a conversion price of \$3.39 at any time up to 3.00 p.m. on 22 June 2013 (at the place where the certificate evidencing such 2013 Convertible Bonds is deposited for conversion). The Trustee has the option to pay cash in lieu of issuing new Units on conversion of any of the 2013 Convertible Bonds.

The 2013 Convertible Bonds may be redeemed in whole or in part, at the option of the bondholder on 2 July 2011 at 105.43% of the principal amount together with any accrued (if any) interest up to the date of redemption.

The 2013 Convertible Bonds may also be redeemed, in whole, or in part, at the option of the Trustee on or at any time after 2 July 2011 but not less than 7 business days prior to 2 July 2013 (subject to the satisfaction of certain conditions). The final redemption date of the 2013 Convertible Bonds is 2 July 2013. The redemption price upon maturity is equal to 109.31% of the principal amount, together with any accrued interest (if any) up to the final redemption date.

On 4 July 2011, \$87.75 million principal amount of the 2013 Convertible Bonds was redeemed and cancelled pursuant to the put option exercised by the holders of the 2013 Convertible Bonds.

\$100.0 million, \$106.0 million and \$100.0 million principal amount of the 2013 Convertible Bonds was repurchased and cancelled on 5 October 2010, 4 April 2011 and 1 July 2011 respectively.

Following the repurchase and redemption, the outstanding aggregate principal amount of the 2013 Convertible Bonds is \$256.25 million.

The 2013 Convertible Bonds are secured on the mortgage of The Atrium@Orchard.

2014 Convertible Bonds

On 19 April 2011, the Trust issued \$350.0 million principal amount of convertible bonds due 2014 (“2014 Convertible Bonds”) at an interest rate 2.125% per annum. As at 31 December 2011, the 2014 Convertible Bonds are convertible by bondholders into Units at an initial price of \$2.2692 (which is adjusted to \$2.2427 on 30 January 2012) at any time up to 3.00 p.m. on 9 April 2014 (at the place where the certificate evidencing such 2014 Convertible Bonds is deposited for conversion). The final redemption date of the 2014 Convertible Bonds is 19 April 2014.

15 AMOUNT OWING TO JOINT VENTURE PARTNERS

This relates to the Trust’s share of joint ventures loans from the other joint venture partners. The amount is not expected to be repayable in the next twelve months from the reporting date.

Notes to the Financial Statements

Year ended 31 December 2011

16 UNITS IN ISSUE

	TRUST	
	2011 '000	2010 '000
Units in issue:		
At 1 January	3,184,259	3,179,268
Units created:		
– settlement of asset management fees in relation to the Trust's 40.0% interest in Raffles City Singapore through RCS Trust	2,797	3,559
– as payment of acquisition fees for Clarke Quay Infinity Trusts	– 1,696	1,432 –
– equity fund raising	139,665	–
Total issued and issuable units at 31 December	3,328,417	3,184,259

On 10 November 2011, the Trust issued 139,665,000 new Units at \$1.79 per unit for cash for the purposes of capital expenditure, asset enhancement initiatives and general and corporate working capital.

Each unit in the Trust represents an undivided interest in the Trust. The rights and interests of Unitholders are contained in the Trust Deed and include the right to:

- Receive income and other distributions attributable to the units held;
- Participate in the termination of the Trust by receiving a share of all net cash proceeds derived from the realisation of the assets of the Trust less any liabilities, in accordance with their proportionate interests in the Trust. However, a Unitholder has no equitable or proprietary interest in the underlying assets of the Trust and is not entitled to the transfer to it of any assets (or part thereof) or of any estate or interest in any asset (or part thereof) of the Trust;
- Attend all Unitholders meetings. The Trustee or the Manager may (and the Manager shall at the request in writing of not less than 50 Unitholders or one-tenth in number of the Unitholders, whichever is lesser) at any time convene a meeting of Unitholders in accordance with the provisions of the Trust Deed; and
- One vote per unit.

The restrictions of a Unitholder include the following:

- A Unitholder's right is limited to the right to require due administration of the Trust in accordance with the provisions of the Trust Deed; and
- A Unitholder has no right to request the Manager to redeem his units while the units are listed on SGX-ST.

A Unitholder's liability is limited to the amount paid or payable for any units in the Trust. The provisions of the Trust Deed provide that no Unitholders will be personally liable for indemnifying the Trustee or any creditor of the Trustee in the event that liabilities of the Trust exceed its assets.

Notes to the Financial Statements

Year ended 31 December 2011

17 GROSS REVENUE

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Gross rental income	582,727	539,179	499,666	461,590
Car park income	17,577	15,547	15,448	13,452
Others	30,269	26,394	28,708	24,798
	630,573	581,120	543,822	499,840

18 PROPERTY OPERATING EXPENSES

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Land rental	1,048	579	1,048	579
Property tax	56,536	51,241	49,029	43,658
Utilities	38,561	32,951	33,030	27,849
Property management fees	23,506	21,997	20,099	18,827
Property management reimbursements	27,297	23,063	24,773	20,776
Marketing	24,821	16,032	23,754	15,219
Maintenance	37,768	33,244	34,678	29,771
Others	2,796	2,866	2,642	2,621
	212,333	181,973	189,053	159,300

19 INTEREST AND OTHER INCOME

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Interest income:				
– financial institution	2,248	2,022	2,221	2,007
– joint ventures	–	–	2,649	–
Other income	84	–	–	–
	2,332	2,022	4,870	2,007

20 INVESTMENT INCOME

	TRUST	
	2011 \$'000	2010 \$'000
Distribution income from:		
– joint ventures	48,809	43,950
– associate	10,344	10,148
	59,153	54,098

Notes to the Financial Statements

Year ended 31 December 2011

21 ASSET MANAGEMENT FEES

Included in the asset management fees are fees for RCS Trust of \$5,331,000 (2010: \$4,975,000) which are paid/payable in units.

22 FINANCE COSTS

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Interest paid/payable:				
– subsidiaries	–	–	43,277	31,317
– term loans	88,604	74,470	32,089	28,678
– convertible bonds	9,015	6,256	9,015	6,256
– revolving credit facilities	1,377	226	–	–
– realised loss on financial derivatives	8,086	7,415	8,086	7,415
Accreted interest of convertible bonds	19,563	22,364	19,563	22,364
Amortisation of transaction costs	6,272	2,885	4,356	2,490
Others	2,039	4,842	1,824	4,777
	134,956	118,458	118,210	103,297

23 INCOME TAX EXPENSE

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Current tax expense				
Current year	45	–	45	–
Income tax expense	45	–	45	–
Reconciliation of effective tax rate				
Net income	268,493	255,906	263,174	259,126
Tax calculated using Singapore tax rate of 17%	45,644	43,504	44,740	44,052
Non-tax deductible items	4,989	8,241	5,893	7,693
Income subject to tax	45	–	45	–
Tax transparency	(50,633)	(51,745)	(50,633)	(51,745)
	45	–	45	–

Notes to the Financial Statements

Year ended 31 December 2011

24 EARNINGS PER UNIT

(a) Basic earnings per unit

The calculation of basic earnings per unit is based on the weighted average number of units during the year and total return for the year.

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Total return for the year	384,227	270,063	323,887	231,375

	TRUST Number of Units	
	2011 '000	2010 '000
Issued units at beginning of the year	3,184,259	3,179,268
Effect of creation of new units:		
– issued as satisfaction of asset management fees in relation to the Trust's 40.0% interest in Raffles City Singapore through RCS Trust	1,513	2,307
– acquisition fees for Clarke Quay	–	597
– acquisition fees for Infinity Trusts	302	–
– equity fund raising	19,898	–
Weighted average number of units at the end of the year	3,205,972	3,182,172

(b) Fully diluted earnings per unit

In calculating diluted earnings per unit, the total return for the year and weighted average number of units during the year are adjusted for the effects of all dilutive potential units:

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Total return for the year	384,227	270,063	323,887	231,375
Impact of conversion of the dilutive potential units	24,666	13,218	24,666	13,218
Adjusted total return for the year	408,893	283,281	348,553	244,593

	TRUST Number of Units	
	2011 '000	2010 '000
Weighted average number of units used in calculation of basic earnings per unit	3,205,972	3,182,172
Weighted average number of unissued units from convertible bonds	219,835	184,628
Weighted average number of units in issue (diluted)	3,425,807	3,366,800

Notes to the Financial Statements

Year ended 31 December 2011

25 ISSUE EXPENSES

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Underwriting and selling commissions	(3,191)	–	(3,191)	–

26 RELATED PARTIES

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control the parties or exercise significant influence over the parties in making financial and operating decisions, or vice versa, or where the Group and the parties are subject to common significant influence. Related parties may be individuals or other entities. The Manager, Project Manager (CapitaLand Retail Project Management Pte Ltd) and Property Manager (CapitaLand Retail Management Pte Ltd) are subsidiaries of a substantial Unitholder of the Trust.

In the normal course of the operations of the Trust, asset management fees and trustee's fees have been paid or are payable to the Manager and Trustee respectively. The property management fees and property management reimbursements are payable to the Property Manager.

During the financial year, other than those disclosed elsewhere in the financial statements, the following were significant related party transactions, carried out in the normal course of business on arm's length commercial terms:

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Asset enhancement works and consultancy fees paid/payable to a related company of the Manager	4,381	2,447	4,344	2,123
Rental and related income received/receivable from related companies of the Manager	689	1,164	613	1,089
Acquisition fees paid to the Manager	2,950	2,680	2,950	2,680

Notes to the Financial Statements

Year ended 31 December 2011

27 FINANCIAL RISK MANAGEMENT

Capital management

The Board of the Manager proactively reviews the Group's and the Trust's capital and debt management cum financing policy regularly so as to optimise the Group's and the Trust's funding structure. The Board also monitors the Group's and the Trust's exposure to various risk elements and externally imposed requirements by closely adhering to clearly established management policies and procedures.

The Trust and its subsidiaries are subject to the aggregate leverage limit as defined in the Property Fund Appendix of the CIS code. The CIS code stipulates that the total borrowings and deferred payments (together the "Aggregate Leverage") of a property fund should not exceed 35.0% of the fund's deposited property. The Aggregate Leverage of a property fund may exceed 35.0% of the fund's deposited property (up to a maximum of 60.0%) only if a credit rating of the property fund from Fitch Inc., Moody's or Standard and Poor's is obtained and disclosed to the public. The property fund should continue to maintain and disclose a credit rating so long as its Aggregate Leverage exceeds 35.0% of the fund's deposited property.

The Trust has maintained its corporate rating of 'A2'. The Group and the Trust have complied with the Aggregate Leverage limit of 60.0% during the financial year. There were no changes in the Group's approach to capital management during the financial year.

Overview of risk management

Risk management is integral to the whole business of the Group. The Group has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks. The Manager continually monitors the Group's risk management process to ensure that an appropriate balance between risk and control is achieved. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Audit Committee oversees how the Manager monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Audit Committee is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

Notes to the Financial Statements

Year ended 31 December 2011

Credit risk

Credit risk is the potential financial loss resulting from the failure of a customer or a counterparty to settle its financial and contractual obligations to the Group, as and when they fall due.

The Manager has established credit limits for customers and monitors their balances on an ongoing basis. Credit evaluations are performed by the Manager before lease agreements are entered into with tenants.

The Manager establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. The main component of this allowance is a specific loss component that relates to the individually significant exposure.

The allowance account in respect of trade and other receivables is used to record impairment losses unless the Group is satisfied that no recovery of the amount owing is possible. At that point, the financial asset is considered irrecoverable and the amount charged to the allowance account is written off against the carrying amount of the impaired financial asset.

Cash and fixed deposits are placed with financial institutions which are regulated. The Group limits its credit risk exposure in respect of investments by only investing in liquid securities and only with counterparties that have sound credit ratings. Given these high credit ratings, management does not expect any counterparty to fail to meet its obligations.

At 31 December 2011 and 31 December 2010, there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying value of each financial asset on the balance sheet.

Liquidity risk

The Manager monitors and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows. Typically, the Group ensures that it has sufficient cash on demand to meet expected operational expenses for a period of 60 days, including the servicing of financial obligations.

Notes to the Financial Statements

Year ended 31 December 2011

Market risk

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

Foreign currency risk

The Group is exposed to foreign currency risk on interest-bearing borrowings that were denominated in a currency other than the functional currency of the Group. The currency giving rise to this risk is USD. The Group hedges this risk by entering into a cross currency swap with a notional contract amount of US\$500,000,000.

Sensitivity analysis

A 10.0% strengthening of Singapore dollar against the following foreign currency at the reporting date would decrease the Statement of Total Return and Unitholders' Funds as at 31 December 2011 by the amounts shown below. This analysis assumes that all other variables, in particular, interest rates, remain constant.

	Statements of Total Return \$'000	Unitholders' Funds \$'000
Group		
2011		
US dollar	–	(7,791)
2010		
US dollar	–	(7,034)

A 10.0% weakening of Singapore dollar against the above currency would have had an equal but opposite effect on the above currency to the amounts shown above, on the basis that all other variables remain constant.

Notes to the Financial Statements

Year ended 31 December 2011

Interest rate risk

The Group's exposure to changes in interest rates relates primarily to interest-bearing financial liabilities. Interest rate risk is managed on an ongoing basis with the primary objective of limiting the extent to which net interest expense could be affected by adverse movements in interest rates.

At 31 December 2011, the Group has interest rate swaps with total notional contract amount of \$495,000,000 (2010: \$320,000,000) whereby the Group has agreed with counterparties to exchange, at specified intervals, the difference between floating rate and fixed rate interest amounts calculated by reference to the agreed notional principal amounts of the secured and unsecured term loans.

The net fair value of the above swaps at 31 December 2011 is \$16,412,000 (2010: \$13,694,000) comprising current liabilities of \$Nil (2010: \$Nil) and non-current liabilities of \$16,412,000 (2010: \$13,694,000).

Sensitivity analysis

An increase of 100 basis points ("bp") in interest rate at the reporting date would increase/(decrease) Statements of Total Return and Unitholders' Funds by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

	Statements of Total Return \$'000	Unitholders' Funds \$'000
Group		
2011		
Interest-bearing borrowings (floating rate)	-	-
Interest rate swaps	8,456	-
	<u>8,456</u>	<u>-</u>
2010		
Interest-bearing borrowings (floating rate)	(380)	-
Interest rate swaps	11,411	-
	<u>11,031</u>	<u>-</u>
Trust		
2011		
Interest rate swaps	8,456	-
	<u>8,456</u>	<u>-</u>
2010		
Interest rate swaps	11,411	-
	<u>11,411</u>	<u>-</u>

A decrease of 100 bp in interest rate at the reporting date would have had an equal but opposite effect to the amounts shown above, on the basis that all other variables remain constant.

Notes to the Financial Statements

Year ended 31 December 2011

28 CLASSIFICATION AND FAIR VALUE OF FINANCIAL INSTRUMENTS

The fair values of financial assets and liabilities, together with the carrying amounts shown in the balance sheet, are as follows:

Group	Note	Designated at fair value \$'000	Fair value – hedging instruments \$'000	Loans and receivables \$'000	Other financial liabilities \$'000	Total carrying amount \$'000	Fair value \$'000
2011							
Loan to joint ventures	8	-	-	88,690	-	88,690	88,690
Trade and other receivables	9	-	-	29,219	-	29,219	29,219
Cash and cash equivalents	10	-	-	757,622	-	757,622	757,622
		-	-	875,531	-	875,531	875,531
Financial derivatives	11	(16,425)	(53,021)	-	-	(69,446)	(69,446)
Trade and other payables	12	-	-	-	(209,728)	(209,728)	(209,728)
Security deposits		-	-	-	(131,160)	(131,160)	(125,950)
Interest-bearing borrowings	13	-	-	-	(2,823,860)	(2,823,860)	(2,962,718)
Convertible bonds	14	-	-	-	(600,080)	(600,080)	(624,086)
Amounts owing to joint venture partners	15	-	-	(90,545)	-	(90,545)	(90,545)
		(16,425)	(53,021)	(90,545)	(3,764,828)	(3,924,819)	(4,082,473)
2010							
Trade and other receivables	9	-	-	7,330	-	7,330	7,330
Cash and cash equivalents	10	-	-	712,952	-	712,952	712,952
		-	-	720,282	-	720,282	720,282
Financial derivatives	11	(21,928)	(61,497)	-	-	(83,425)	(83,425)
Trade and other payables	12	-	-	-	(125,922)	(125,922)	(125,922)
Security deposits		-	-	-	(123,960)	(123,960)	(118,294)
Interest-bearing borrowings	13	-	-	-	(2,309,284)	(2,309,284)	(2,552,820)
Convertible bonds	14	-	-	-	(542,635)	(542,635)	(581,990)
		(21,928)	(61,497)	-	(3,101,801)	(3,185,226)	(3,462,451)

Notes to the Financial Statements

Year ended 31 December 2011

	Note	Designated at fair value \$'000	Fair value – hedging instruments \$'000	Loans and receivables \$'000	Other financial liabilities \$'000	Total carrying amount \$'000	Fair value \$'000
Trust							
2011							
Loan to joint ventures	8	-	-	129,349	-	129,349	129,349
Trade and other receivables	9	-	-	19,980	-	19,980	19,980
Cash and cash equivalents	10	-	-	736,362	-	736,362	736,362
		-	-	885,691	-	885,691	885,691
Financial derivatives	11	(16,410)	-	-	-	(16,410)	(16,410)
Trade and other payables	12	-	-	-	(196,237)	(196,237)	(196,237)
Security deposits		-	-	-	(119,602)	(119,602)	(114,615)
Interest-bearing borrowings	13	-	-	-	(2,281,997)	(2,281,997)	(2,367,206)
Convertible bonds	14	-	-	-	(600,080)	(600,080)	(624,086)
		(16,410)	-	-	(3,197,916)	(3,214,326)	(3,318,554)
2010							
Trade and other receivables	9	-	-	16,789	-	16,789	16,789
Cash and cash equivalents	10	-	-	696,456	-	696,456	696,456
		-	-	713,245	-	713,245	713,245
Financial derivatives	11	(21,928)	-	-	-	(21,928)	(21,928)
Trade and other payables	12	-	-	-	(107,968)	(107,968)	(107,968)
Security deposits		-	-	-	(112,280)	(112,280)	(107,221)
Interest-bearing borrowings	13	-	-	-	(1,981,409)	(1,981,409)	(2,163,158)
Convertible bonds	14	-	-	-	(542,635)	(542,635)	(581,990)
		(21,928)	-	-	(2,744,292)	(2,766,220)	(2,982,265)

Notes to the Financial Statements

Year ended 31 December 2011

Estimation of fair values

The following summarises the significant methods and assumptions used in estimating the fair values of financial instruments of the Group.

Derivative financial instruments

The fair value of interest rate swaps, cross currency swap and derivative liability portion of the convertible bonds are based on broker quotes/third party quotes. These quotes are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar instrument at the measurement date.

Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

Other financial assets and liabilities

The carrying amounts of financial assets and liabilities with a maturity of less than one year (including trade and other receivables, cash and cash equivalents and trade and other payables) are assumed to approximate their fair values because of the short period to maturity.

Interest rates used in determining fair values

The interest rates used to discount estimated cash flows, where applicable, are based on the forward yield curve at 31 December plus an adequate constant credit spread, and are as follows:

	2011 %	2010 %
Security deposits	3.18 – 3.34	3.54 – 3.58
Interest-bearing borrowings	1.26 – 2.40	1.74 – 3.36
Convertible bonds	1.40	1.26

Notes to the Financial Statements

Year ended 31 December 2011

Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation model. The different levels have been defined as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable data).

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Group				
2011				
Cross currency swap	–	53,021	–	53,021
Interest rate swaps	–	16,412	–	16,412
Derivative liability portion of convertible bonds	–	–	13	13
	–	69,433	13	69,446
2010				
Cross currency swap	–	61,497	–	61,497
Interest rate swaps	–	13,694	–	13,694
Derivative liability portion of convertible bonds	–	–	8,234	8,234
	–	75,191	8,234	83,425

Notes to the Financial Statements

Year ended 31 December 2011

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Trust				
2011				
Interest rate swaps	-	16,397	-	16,397
Derivative liability portion of convertible bonds	-	-	13	13
	-	16,397	13	16,410
2010				
Interest rate swaps	-	13,694	-	13,694
Derivative liability portion of convertible bonds	-	-	8,234	8,234
	-	13,694	8,234	21,928

The following table presents the changes in Level 3 instruments for the financial year ended 31 December 2011:

	GROUP AND TRUST	
	2011	2010
	\$'000	\$'000
Derivative liability portion of convertible bonds		
Opening balance	8,234	27,833
Extinguishment of derivative liability on repurchase of convertible bonds	(541)	(2,278)
Gains recognised in the Statement of Total Return	(7,680)	(17,321)
Closing balance	13	8,234

Notes to the Financial Statements

Year ended 31 December 2011

29 OPERATING SEGMENTS

For the purpose of making resource allocation decisions and the assessment of segment performance, the Group's CODMs reviews internal/management reports of its investment properties. This forms the basis of identifying the operating segments of the Group under FRS 108 *Operating Segments*.

Segment revenue comprises mainly of income generated from its tenants. Segment net property income represents the income earned by each segment after allocating property operating expenses. This is the measure reported to the CODMs for the purpose of assessment of segment performance. In addition, the CODMs monitor the non-financial assets as well as financial assets attributable to each segment when assessing segment performance.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly income-earning assets and revenue, interest-bearing borrowings and expenses, related assets and expenses. Segment capital expenditure is the total cost incurred during the year to acquire segment assets that are expected to be used for more than one year.

Geographical segments

Segment information in respect of the Group's geographical segments is not presented, as the Group's activities for the year ended 31 December 2011 and 31 December 2010 related wholly to properties located in Singapore.

Notes to the Financial Statements

Year ended 31 December 2011

Operating Segments

	40.0% interest in										Total \$'000				
	Tampines Mall \$'000	Junction 8 \$'000	Funan DigiLife Mall \$'000	IMM Building \$'000	Plaza Singapura \$'000	Bugis Shoppers' Junction \$'000	Lot One Mall \$'000	Bukit Panjang Plaza \$'000	Atrium@ Orchard \$'000	The Clarke Quay \$'000		Other Investment Properties' \$'000	Subsidiaries portfolio ² \$'000	Raffles City Singapore ³ \$'000	Infinity Trusts \$'000
2011															
Gross rental income	61,908	47,542	27,540	73,690	76,091	69,548	35,366	21,950	23,645	28,682	33,704	-	83,061	-	582,727
Car park income	2,914	1,497	2,124	837	2,425	-	1,395	1,203	335	1,180	1,537	-	2,130	-	17,577
Others	3,498	3,017	2,018	3,507	2,922	2,906	2,318	1,133	2,298	3,252	1,840	-	1,560	-	30,269
Gross revenue	68,320	52,056	31,682	78,034	81,438	72,454	39,079	24,286	26,278	33,114	37,081	-	86,751	-	630,573
Segment net property income	49,156	35,996	20,228	50,525	59,229	50,089	26,366	15,406	15,657	18,750	13,367	-	63,471	-	418,240
Interest and other income															2,332
Finance costs															(134,956)
Unallocated expenses															(43,222)
Share of profit of associate															26,099
Net income															268,493
Loss on repurchase of convertible bonds															(10,322)
Net change in fair value of financial derivatives															4,976
Net change in fair value of investment properties	5,241	2,140	15,629	(57,060)	42,200	46,437	14,795	2,636	1,881	16,337	(24,132)	-	55,021	-	121,125
Total return for the year before income tax															384,272
Income tax expense															(45)
Total return for the year															384,227

Notes to the Financial Statements

Year ended 31 December 2011

	Tampines Mall Junction 8 \$'000	Funan Digitalife Mall Building \$'000	IMM Building \$'000	Plaza Singapura \$'000	Bugis Junction \$'000	Lot One Shoppers' Mall \$'000	Bukit Panjang Plaza \$'000	The Atrium@ Orchard \$'000	Clarke Quay Properties \$'000	Other Investment Properties \$'000	Subsidiaries portfolio \$'000	Raffles City Singapore \$'000	RCS Trust - Interest in \$'000	Infinity Trusts \$'000	Total \$'000
2011															
Assets and liabilities															
Segment assets	800,750	597,536	347,456	607,146	1,080,661	864,405	454,500	259,573	623,399	293,985	794,488	11,943	1,154,166	327,096	8,217,104
Investment in associate and joint ventures															227,204
Unallocated assets															727,868
Total assets															9,172,176
Segment liabilities	22,550	24,527	12,970	28,586	23,564	13,584	7,937	19,594	13,237	58,944	1,216,794	420,103	286,328	2,176,114	
Unallocated liabilities:															
- interest-bearing borrowings															782,497
- interest payables															40,372
- asset management fees payable															8,792
- convertible bonds															600,080
- derivative liabilities															16,410
- others															301,889
Total liabilities															1,750,040
Other segmental information															3,926,154
Depreciation and amortisation	88	72	34	201	67	80	68	7	53	108	-	145	-	-	1,039
Plant and equipment:															
- capital expenditure	24	21	36	126	5	11	13	9	275	74	-	(4)	-	-	603
Investment properties:															
- capital expenditure	2,759	14,860	1,371	4,060	2,563	2,205	1,364	31,119	2,663	90,419	-	979	-	-	158,162
Receivables written off	2	-	-	5	-	(1)	-	-	-	-	-	(1)	-	-	5

Notes to the Financial Statements

Year ended 31 December 2011

Operating Segments

	Tampines Mall \$'000	Junction 8 \$'000	DigitalLife Mall \$'000	IMM Building \$'000	Plaza Singapura \$'000	Bugis Shoppers' Mall \$'000	Lot One Shoppers' Mall \$'000	Bukit Panjang Plaza \$'000	The Atrium@ Orchard \$'000	Clarke Quay \$'000	Investment Properties' \$'000	Other Subsidiaries' portfolio ² \$'000	Raffles City Singapore ³ \$'000	40.0% interest in RCS Trust – Singapore ³ \$'000	Total \$'000
2010															
Gross rental income	59,084	44,916	26,586	70,141	72,105	66,946	34,973	20,722	29,732	13,291	23,094	-	77,589	539,179	
Car park income	2,576	1,430	1,869	868	2,483	-	1,218	1,130	351	625	902	-	2,095	15,547	
Others	2,857	3,017	1,636	3,252	3,077	3,151	2,068	1,181	1,769	1,474	1,316	-	1,596	26,394	
Gross revenue	64,517	49,363	30,091	74,261	77,665	70,097	38,259	23,033	31,852	15,390	25,312	-	81,280	581,120	
Segment net property income	46,831	34,318	19,637	49,046	57,355	47,916	25,950	14,810	22,145	8,574	13,958	-	58,607	399,147	
Interest income														2,022	
Finance costs														(118,458)	
Unallocated expenses														(39,448)	
Share of profit of associate														12,643	
Net income														255,906	
Loss on repurchase of convertible bonds														(5,182)	
Net change in fair value of financial derivatives														9,500	
Net change in fair value of investment properties	10,247	5,953	3,013	4,374	31,331	15,405	4,333	4,860	(125,703)	2,082	12,036	-	41,908	9,839	
Total return for the year before tax														270,063	
Income tax expense														-	
Total return for the year														270,063	

Notes to the Financial Statements

Year ended 31 December 2011

	Tampines Mall Junction 8 \$'000	Funan DigitalLife Mall Building \$'000	IMM \$'000	Plaza Singapura \$'000	Bugis Shoppers' Mall \$'000	Lot One Shoppers' Mall \$'000	Bukit Panjang Plaza \$'000	The Atrium@ Orchard \$'000	Clarke Quay \$'000	Investment Properties ¹ \$'000	Other Subsidiaries portfolio ² \$'000	Raffles City Singapore ³ \$'000	40.0% interest in RCS Trust – \$'000	Total \$'000
2010														
Assets and liabilities														
Segment assets	792,933	580,480	330,613	659,759	1,034,756	815,318	437,457	255,623	590,455	274,715	429,029	9,389	1,090,673	7,301,200
Investment in associate and joint venture														131,807
Unallocated assets														692,916
Total assets														8,125,923
Segment liabilities	23,770	16,708	11,808	28,190	26,833	26,058	13,259	7,601	8,440	11,015	24,854	1,218,035	411,151	1,827,722
Unallocated liabilities:														
– interest-bearing borrowings														781,909
– interest payables														2,326
– asset management fees payable														8,073
– convertible bonds														542,635
– derivative liabilities														21,928
– others														1,923
Total liabilities														1,358,794
Other segmental information														3,186,516
Depreciation and amortisation	113	72	29	188	121	71	80	73	5	2	109	–	194	1,057
Plant and equipment:														
– capital expenditure	20	8	5	143	16	20	24	5	17	29	17	–	22	326
Investment properties:														
– capital expenditure	4,753	4,047	987	4,626	2,669	1,595	4,667	2,139	1,703	149	26,765	–	15,292	69,392
Receivables written off	–	–	8	–	16	–	5	–	–	–	–	–	6	35

¹ Other investment properties comprise Sembawang Shopping Centre, Hougang Plaza, JCube, Rivervale Mall and Iluma.

² Subsidiaries portfolio comprises CRSL and CMT MTN.

³ The joint acquisition of Raffles City Singapore through RCS Trust by CMT (40.0%) and CCT (60.0%) was completed on 1 September 2006.

Notes to the Financial Statements

Year ended 31 December 2011

30 COMMITMENTS

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Capital commitments:				
– contracted but not provided for	266,644	121,114	178,578	119,858

Operating lease rental payable

Future minimum lease payments for the Group on non-cancellable operating leases with a term of more than one year are as follows:

	2011 \$'000	2010 \$'000
Within 1 year	–	285
After 1 year but within 5 years	–	1,139
After 5 years	–	242
	–	1,666

Operating lease rental receivable

The Group leases out its investment properties. Non-cancellable operating lease rentals are receivable as follows:

	GROUP		TRUST	
	2011 \$'000	2010 \$'000	2011 \$'000	2010 \$'000
Within 1 year	516,680	477,660	445,209	415,345
After 1 year but within 5 years	735,625	520,187	574,560	452,587
More than 5 years	49,702	1,317	47,784	1,317
	1,302,007	999,164	1,067,553	869,249

31 CONTINGENT LIABILITY

Pursuant to the tax transparency ruling from IRAS, the Trustee has provided a tax indemnity for certain types of tax losses, including unrecovered late payment penalties, that may be suffered by IRAS should IRAS fail to recover from Unitholders tax due or payable on distributions made to them without deduction of tax, subject to the indemnity amount agreed with the IRAS. This indemnity is applicable to distributions made out of the Trust's income for the period from the date of the listing of the Trust to 1 August 2004. The amount of indemnity, as agreed with IRAS for any one year is limited to the higher of \$500,000 or 1.0% of the taxable income of the Trust for that year. Each yearly indemnity has a validity period of the earlier of seven years from the end of the relevant year of assessment and three years from the termination of the Trust.

Notes to the Financial Statements

Year ended 31 December 2011

32 FINANCIAL RATIOS

	2011 %	2010 %
Expenses to weighted average net assets ¹		
– including performance component of Manager’s management fees	0.77	0.71
– excluding performance component of Manager’s management fees	0.45	0.42
Portfolio turnover rate ²	–	–

¹ The annualised ratios are computed in accordance with the guidelines of Investment Management Association of Singapore. The expenses used in the computation relate to expenses of the Trust, excluding property expenses and finance costs.

² The annualised ratio is computed based on the lesser of purchases or sales of underlying investment properties of the Group expressed as a percentage of daily average net asset value.

Unitholders' Statistics

STATISTICS OF UNITHOLDINGS

As at 20 February 2012

ISSUED AND FULLY PAID UNITS

3,329,222,569 units (voting rights: 1 vote per unit)

Market Capitalisation S\$5,926,016,173 (based on closing unit price of S\$1.78 on 20 February 2012)

DISTRIBUTION OF UNITHOLDINGS

Size of Holdings	No. of Unitholders	%	No. of Units	%
1 - 999	253	1.92	50,270	0.00
1,000 - 10,000	9,152	69.35	42,405,608	1.27
10,001 - 1,000,000	3,759	28.49	176,068,850	5.29
1,000,001 and above	32	0.24	3,110,697,841	93.44
	13,196	100.00	3,329,222,569	100.00

LOCATION OF UNITHOLDERS

Country	No. of Unitholders	%	No. of Units	%
Singapore	12,838	97.29	3,322,609,756	99.80
Malaysia	174	1.32	2,672,501	0.08
Others	184	1.39	3,940,312	0.12
	13,196	100.00	3,329,222,569	100.00

TWENTY LARGEST UNITHOLDERS

S/No.	Name	No. of Units	%
1	Citibank Nominees Singapore Pte Ltd	661,644,754	19.87
2	Pyramex Investments Pte Ltd	570,417,150	17.13
3	DBSN Services Pte Ltd	397,572,553	11.94
4	HSBC (Singapore) Nominees Pte Ltd	340,385,993	10.22
5	DBS Nominees Pte Ltd	336,549,230	10.11
6	Albert Complex Pte Ltd	279,300,000	8.39
7	NTUC Fairprice Co-operative Ltd	128,341,000	3.85
8	United Overseas Bank Nominees Pte Ltd	107,787,588	3.24
9	Premier Healthcare Services International Pte Ltd	62,700,000	1.88
10	Alphaplus Investments Pte Ltd	48,127,000	1.45
11	Raffles Nominees (Pte) Ltd	42,797,415	1.29
12	CapitaMall Trust Management Limited	38,321,790	1.15
13	BNP Paribas Securities Services Singapore	34,884,101	1.05
14	Bank of Singapore Nominees Pte Ltd	10,504,816	0.32
15	Merrill Lynch (Singapore) Pte Ltd	7,583,042	0.23
16	UOB Kay Hian Pte Ltd	7,023,974	0.21
17	DB Nominees (Singapore) Pte Ltd	5,625,007	0.17
18	OCBC Securities Private Ltd	5,007,590	0.15
19	BNP Paribas Nominees Singapore Pte Ltd	3,457,993	0.10
20	Morgan Stanley Asia (Singapore) Securities Pte Ltd	2,835,810	0.09
		3,090,866,806	92.84

Unitholders' Statistics

LIST OF DIRECTORS' INTEREST

As at 21 January 2012

Name	No. Of CMT Units Held
James Koh Cher Siang	342,000 (Direct)
Liew Mun Leong	933,479 (Direct) 970,319 (Deemed)
Lim Beng Chee	66,500 (Direct) 74,100 (Deemed)
David Wong Chin Huat	114,000 (Direct) 57,000 (Deemed)
Tan Kian Chew	45,000 (Direct) 64,000 (Deemed)
Simon Ho Chee Hwee	119,700 (Direct) 119,000 (Deemed)

NUMBER OF UNITS OWNED BY EACH SUBSTANTIAL UNITHOLDERS

As at 20 February 2012

Name of Substantial Unitholders	Direct Interest		Deemed Interest		Total	
	Number of Units	%	Number of Units	%	Number of Units Held	%
Temasek Holdings (Private) Limited ⁽¹⁾	–	–	955,623,995	28.70%	955,623,995	28.70%
CapitaLand Limited	–	–	950,738,940 ⁽²⁾	28.56%	950,738,940 ⁽²⁾	28.56%
CapitaMalls Asia Limited ⁽³⁾	–	–	950,738,940 ⁽²⁾	28.56%	950,738,940 ⁽²⁾	28.56%
Pyramex Investments Pte Ltd ⁽⁴⁾	570,417,150	17.13%	–	–	570,417,150	17.13%
Albert Complex Pte Ltd ⁽⁴⁾	279,300,000	8.39%	–	–	279,300,000	8.39%
NTUC Fairprice Co-operative Limited ⁽⁵⁾	128,341,000	3.85%	48,127,000 ⁽⁶⁾	1.45%	176,468,000	5.30%
The Capital Group Companies, Inc ⁽⁷⁾	–	–	166,720,592	5.01%	166,720,592	5.01%

Notes:

- (1) Based on the information provided by Temasek Holdings (Private) Limited. Temasek Holdings (Private) Limited is wholly-owned by the Minister for Finance.
- (2) 279,300,000 Units held by Albert Complex Pte Ltd, 570,417,150 Units held by Pyramex Investments Pte Ltd, 62,700,000 Units held by Premier Healthcare Services International Pte Ltd and 38,321,790 Units held by the Manager.
- (3) A subsidiary of CapitaLand Limited. CapitaLand Limited holds a direct interest of 65.48% in CapitaMalls Asia Limited.
- (4) A wholly-owned subsidiary of CapitaMalls Asia Limited.
- (5) Based on the information provided by NTUC Fairprice Co-operative Limited ("NTUC").
- (6) Held by AlphaPlus Investments Pte. Ltd., a wholly-owned subsidiary of NTUC.
- (7) Based on the information provided by The Capital Group Companies, Inc.

Based on information made available to the Manager, approximately 60.90% of the units in CMT were held in the hands of the public as at 20 February 2012. Accordingly, Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited has been compiled with.

Interested Person Transactions

The transactions entered into with interested persons during the financial year, which fall under the listing manual and the property fund appendix, are as follows:

Aggregate value of all interested person transactions during the financial period under review (excluding transactions of less than S\$100,000 each)
S\$ '000

Name of Interested Person

CapitaLand Limited and its subsidiaries or associates

– Management fees ¹	39,368
– Property management fees & reimbursables	50,804
– Acquisition fees related to acquisition of Iluma	2,950
– Project management and consultancy fees for asset enhancement works	6,597
– Rental and service income	179
– Master Property Management agreement	548,000
– CMT's 30.00% interest in total development cost of Westgate ²	469,500

Temasek Holdings (Private) Limited and its associates

– Rental and service income	225,109
– General services	2,258

The Hongkong and Shanghai Banking Corporation Limited and its associates

– Rental and service income	650
– Trustee fees	1,149

¹ For the purposes of Clause 907 of the Listing Manual of the SGX-ST, in arriving at this figure, the market price of the CMT Units (being the closing price of the Units traded on the SGX-ST on the relevant date of issue of the Units) issued to the Manager for the performance component of its management fees, was used to determine the amount of the aggregate asset management fees paid to the Manager for the period from 1 January 2011 to 31 December 2011. A total of 2,925,650 CMT Units amounting to an aggregate of S\$5,355,808 have been or will be issued to the Manager as payment of the performance component of the asset management fees (as computed pursuant to the Trust Deed) for the period from 1 January 2011 to 31 December 2011. In respect of the period from 1 January 2011 to 31 March 2011, a total of 704,271 CMT Units at issue prices of S\$1.8484 per Unit, were issued on 4 May 2011 to the Manager. The market price at the date of issue was S\$1.86 per Unit and the aggregate market value of these Units was S\$1,309,944 based on this market price. In respect of the period from 1 April 2011 to 30 June 2011, a total of 693,311 CMT Units at issue prices of S\$1.9040 per Unit, were issued on 29 July 2011 to the Manager. The market price at the date of issue was S\$1.885 per Unit and the aggregate market value of these Units was S\$1,306,891 based on this market price. In respect of the period from 1 July 2011 to 30 September 2011, a total of 722,254 CMT Units at issue prices of S\$1.8592 per Unit, were issued on 28 October 2011 to the Manager. The market price at the date of issue was S\$1.89 per Unit and the aggregate market value of these Units was S\$1,365,060 based on this market price. In respect of the period from 1 October 2011 to 31 December 2011, a total of 805,814 CMT Units at issue prices of S\$1.6954 per Unit, were issued on 1 February 2012 to the Manager. The market price at the date of issue was S\$1.705 per Unit and the aggregate market value of these Units was S\$1,373,913 based on this market price.

² Total development cost of Westgate is approximately S\$1,565 million.

Save as disclosed above, there were no additional Interested Person Transactions (excluding transactions of less than S\$100,000 each) entered into during the financial year under review.

On 10 February 2004, the SGX-ST has granted a waiver to CMT from Rules 905 and 906 of the SGX-ST's Listing Manual in relation to payments for management fees, payments for acquisition and divestment fees, payments of property management fees, reimbursements to the property manager in respect of payroll and related expenses as well as payments of trustee's fees. Such payments are not to be included in the aggregated value of total related party transactions as governed by Rules 905 and 906 of the SGX-ST's Listing Manual.

Please also see Significant Related Party Transactions on Note 26 in the financial statements.

Subscription of CMT Units

For the financial year ended 31 December 2011, an aggregate of 144,158,040 CMT units were issued and subscribed for. As at 31 December 2011, 3,328,416,755 CMT units were in issue and outstanding. On 1 February 2012, 805,814 CMT units were issued to the Manager as part payment of the performance component of its asset management fees for the fourth quarter of 2011.

Notice of Annual General Meeting

CAPITAMALL TRUST

(Constituted in the Republic of Singapore pursuant to a trust deed dated 29 October 2001 (as amended))

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM”) of the holders of units of CapitaMall Trust (“CMT”, and the holders of units of CMT, “Unitholders”) will be held at the Stamford Ballroom, Level 4, Raffles City Convention Centre, 80 Bras Basah Road, Singapore 189560 on Thursday, 12 April 2012 at 10.30 a.m. to transact the following business:

(A) AS ORDINARY BUSINESS

1. To receive and adopt the Report of HSBC Institutional Trust Services (Singapore) Limited, as trustee of CMT (the “Trustee”), the Statement by CapitaMall Trust Management Limited, as manager of CMT (the “Manager”), and the Audited Financial Statements of CMT for the financial year ended 31 December 2011 and the Auditors’ Report thereon. (Ordinary Resolution 1)
2. To re-appoint Messrs KPMG LLP as Auditors of CMT to hold office until the conclusion of the next AGM of CMT, and to authorise the Manager to fix their remuneration. (Ordinary Resolution 2)

(B) AS SPECIAL BUSINESS

To consider and, if thought fit, to pass with or without any modification, the following resolution as an Ordinary Resolution:

3. That authority be and is hereby given to the Manager, to: (Ordinary Resolution 3)
 - (a) (i) issue units in CMT (“Units”) whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, “Instruments”) that might or would require Units to be issued, including but not limited to the creation and issue of (as well as adjustments to) securities, warrants, debentures or other instruments convertible into Units,at any time and upon such terms and conditions and for such purposes and to such persons as the Manager may in its absolute discretion deem fit; and
- (b) (notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time such Units are issued) issue Units in pursuance of any Instrument made or granted by the Manager while this Resolution was in force,

provided that:

- (1) the aggregate number of Units to be issued pursuant to this Resolution (including Units to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed fifty per cent. (50%) of the total number of issued Units (excluding treasury Units, if any) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Units to be issued other than on a *pro rata* basis to Unitholders shall not exceed twenty per cent. (20%) of the total number of issued Units (excluding treasury Units, if any) (as calculated in accordance with sub-paragraph (2) below);

Notice of Annual General Meeting

- (2) subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited (the "SGX-ST") for the purpose of determining the aggregate number of Units that may be issued under sub-paragraph (1) above, the total number of issued Units (excluding treasury Units, if any) shall be based on the total number of issued Units (excluding treasury Units, if any) at the time this Resolution is passed, after adjusting for:
 - (a) any new Units arising from the conversion or exercise of any Instruments which are outstanding or subsisting at the time this Resolution is passed; and
 - (b) any subsequent bonus issue, consolidation or subdivision of Units;
- (3) in exercising the authority conferred by this Resolution, the Manager shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the trust deed constituting CMT (as amended) (the "Trust Deed") for the time being in force (unless otherwise exempted or waived by the Monetary Authority of Singapore);
- (4) (unless revoked or varied by the Unitholders in a general meeting) the authority conferred by this Resolution shall continue in force until (i) the conclusion of the next AGM of CMT or (ii) the date by which the next AGM of CMT is required by applicable regulations to be held, whichever is earlier;
- (5) where the terms of the issue of the Instruments provide for adjustment to the number of Instruments or Units into which the Instruments may be converted, in the event of rights, bonus or other capitalisation issues or any other events, the Manager is authorised to issue additional Instruments or Units pursuant to such adjustment notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time the Instruments or Units are issued; and
- (6) the Manager and the 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 Manager or, as the case may be, the Trustee may consider expedient or necessary or in the interest of CMT to give effect to the authority conferred by this Resolution.

(C) AS OTHER BUSINESS

4. To transact such other business as may be transacted at an AGM.

BY ORDER OF THE BOARD

CapitaMall Trust Management Limited

(Company Registration No. 200106159R)

as manager of CapitaMall Trust



Kannan Malini

Company Secretary

Singapore

15 March 2012

Notice of Annual General Meeting

Notes:

1. A Unitholder entitled to attend and vote at the AGM is entitled to appoint not more than two proxies to attend and vote in his/her stead. A proxy need not be a Unitholder.
2. Where a Unitholder appoints more than one proxy, the appointments shall be invalid unless he/she specifies the proportion of his/her holding (expressed as a percentage of the whole) to be represented by each proxy.
3. The proxy form must be lodged at the office of CMT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 not later than 10 April 2012 at 10.30 a.m. being 48 hours before the time fixed for the AGM.

Explanatory notes:

1. Ordinary Resolution 3

Ordinary Resolution 3 above, if passed, will empower the Manager to issue Units and to make or grant instruments (such as warrants, debentures or other securities) convertible into Units and to issue Units in pursuance of such instruments from the date of the AGM until (i) the conclusion of the next AGM of CMT or (ii) the date by which the next AGM of CMT is required by the applicable regulations to be held, whichever is earlier, unless such authority is earlier revoked or varied by the Unitholders at a general meeting. The aggregate number of Units which the Manager may issue (including Units to be issued pursuant to convertibles) under this Resolution must not exceed fifty per cent. (50%) of the total number of issued Units (excluding treasury Units, if any) with a sub-limit of twenty per cent. (20%) for issues other than on a *pro rata* basis to Unitholders.

For the purpose of determining the aggregate number of Units that may be issued, the total number of issued Units (excluding treasury Units, if any) will be calculated based on the total number of issued Units (excluding treasury Units, if any) at the time that Ordinary Resolution 3 is passed, after adjusting for (a) new Units arising from the conversion or exercise of any Instruments which are outstanding or subsisting at the time this Resolution is passed and (b) any subsequent bonus issue, consolidation or subdivision of Units. Fund raising by issuance of new Units may be required in instances of property acquisitions or debt repayments. In any event, if the approval of Unitholders is required under the Listing Manual of the SGX-ST and the Trust Deed or any applicable laws and regulations in such instances, the Manager will then obtain the approval of Unitholders accordingly.

Mall Directory

Mail	Contact	Website
Bugis Junction	200 Victoria Street, Singapore 188021 Tel (65) 6557 6557, Fax (65) 6338 1783	www.bugisjunction-mall.com.sg
Bukit Panjang Plaza	1 Jelebu Road, Singapore 677743 Tel (65) 6314 6388, Fax (65) 6763 4829	www.capitamallsasia.com
Clarke Quay	3 River Valley Road, Singapore 179024 Tel (65) 6337 3292, Fax (65) 6334 8423	www.clarkequay.com.sg
Funan DigitaLife Mall	109 North Bridge Road, Singapore 179097 Tel (65) 6336 8327, Fax (65) 6333 4275	www.funan.com.sg
Hougang Plaza	1189 Upper Serangoon Road, Singapore 534785 Tel (65) 6385 3641, Fax (65) 6385 7338	www.capitamallsasia.com
Iluma	201 Victoria Street, Singapore 188067 Tel (65) 6634 6800, Fax (65) 6835 7840	www.iluma.com.sg
IMM Building	2 Jurong East Street 21, Singapore 609601 Tel (65) 6665 8268, Fax (65) 6562 3933	www.imm.sg
Junction 8	9 Bishan Place, Singapore 579837 Tel (65) 6354 2955, Fax (65) 6354 2977	www.junction8.com.sg
Lot One Shoppers' Mall	21 Choa Chu Kang Avenue 4, Singapore 689812 Tel (65) 6314 6288, Fax (65) 6763 2405	www.capitamallsasia.com
Plaza Singapura	68 Orchard Road, Singapore 238839 Tel (65) 6332 9298, Fax (65) 6339 5006	www.plazasingapura.com.sg
Raffles City Singapore	Retail 252 North Bridge Road, Singapore 179103 Office 250 North Bridge Road, Singapore 179101 Hotel Swissôtel The Stamford 2 Stamford Road, Singapore 178882 Fairmont Singapore 80 Bras Basah Road, Singapore 189560 Tel (65) 6338 7766, Fax (65) 6337 3618	www.rafflescity.com.sg
Rivervale Mall	11 Rivervale Crescent, Singapore 545082 Tel (65) 6489 1954, Fax (65) 6489 1956	www.capitamallsasia.com
Sembawang Shopping Centre	604 Sembawang Road, Singapore 758459 Tel (65) 6757 8000, Fax (65) 6257 1463	www.capitamallsasia.com
Tampines Mall	4 Tampines Central 5, Singapore 529510 Tel (65) 6788 8370, Fax (65) 6787 0995	www.tampinesmall.com.sg
The Atrium@Orchard	60A/B Orchard Road, Singapore 238890/238891 Tel (65) 6332 9770, Fax (65) 6339 5006	www.capitamallsasia.com

Corporate Information

CapitaMall Trust

Registered Address

HSBC Institutional Trust Services
(Singapore) Limited
21 Collyer Quay
#14-01 HSBC Building
Singapore 049320
Phone: +65 6534 1900
Fax: +65 6533 1700

Website & Email Address

www.capitamall.com
ask-us@capitamall.com

Trustee

HSBC Institutional Trust Services
(Singapore) Limited
21 Collyer Quay
#03-01 HSBC Building
Singapore 049320
Phone: +65 6658 0458
Fax: +65 6534 5526

Auditor

KPMG LLP
Public Accountants and
Certified Public Accountants
16 Raffles Quay
#22-00 Hong Leong Building
Singapore 048581
Phone: +65 6213 3388
Fax: +65 6225 0984
Partner-In-Charge:
Mr Ronald Tay
(Since the financial period ended
31 December 2007)

Unit Registrar

Boardroom Corporate &
Advisory Services Pte. Ltd.
50 Raffles Place
#32-01 Singapore Land Tower
Singapore 048623
Phone: +65 6536 5355
Fax: +65 6536 1360

The Manager

Registered Address

CapitaMall Trust Management
Limited
39 Robinson Road
#18-01 Robinson Point
Singapore 068911
Phone: +65 6536 1188
Fax: +65 6536 3884

Directors of the Manager

Mr James Koh Cher Siang
Chairman & Non-Executive Director

Mr Liew Mun Leong

Deputy Chairman &
Non-Executive Director

Mr Lim Tse Ghow Olivier

Non-Executive Director

Mr Lim Beng Chee

Non-Executive Director

Mr James Glen Service

Independent Non-Executive
Director

Mr David Wong Chin Huat

Independent Non-Executive
Director

Mr S. Chandra Das

Independent Non-Executive
Director

Mr Richard R. Magnus

Independent Non-Executive
Director

Mr Kee Teck Koon

Non-Executive Director

Mr Tan Kian Chew

Non-Executive Director

Mr Simon Ho Chee Hwee

Chief Executive Officer &
Executive Director

Executive Committee

Mr Liew Mun Leong (Chairman)
Mr Lim Tse Ghow Olivier
Mr Lim Beng Chee

Audit Committee

Mr James Glen Service (Chairman)
Mr David Wong Chin Huat
Mr Kee Teck Koon

Corporate Disclosure Committee

Mr James Koh Cher Siang
(Chairman)
Mr Liew Mun Leong
Mr Lim Tse Ghow Olivier

Investment Committee

Mr James Koh Cher Siang
(Chairman)
Mr Liew Mun Leong
Mr Lim Beng Chee
Mr James Glen Service
Mr Richard R. Magnus
Mr Simon Ho Chee Hwee

Company Secretary

Ms Kannan Malini

Glossary

The following table identifies the terms referred to in this Annual Report.

Capitalisation Rate	Property earnings divided by the property asset price or value. The capitalisation rate is similar to a current yield – the amount of current income an investor receives per dollar of current value of the investment. Capitalisation rate may also refer to the rate used to convert income into an indication of the anticipated value of the property at the end of the holding period.
Decantation	Optimisation of the usage of retail space by creating more valuable lettable retail space in exchange for lower-yield spaces in order to increase the yield of a property.
Deposited Property	All the assets of CMT, including all its authorised investments for the time being held or deemed to be held upon the trusts of the Trust Deed.
Greenfield Development	A land site that has not been previously developed or polluted.
Gross Turnover Rent	Rental income which is pegged to tenant sales.
Lettable Space	Any part of a property that can be leased to a tenant.
Manager	CapitaMall Trust Management Limited, in its capacity as manager of CMT.
Net Asset Value Per Unit	The total assets of CMT less total liabilities, in terms of per unit.
Occupancy Cost	Ratio of a tenant's gross rental (inclusive of service charge and advertising & promotional charge) to tenant sales.
Pre-let/pre-commit	A lease signed with an occupier prior to completion of a development.
Rental Reversion	Increase or decrease in rental as compared to the preceding rental being fetched for a retail shop unit.
Return On Investment	Incremental net property income divided by the capital expenditure for an asset enhancement project.
Rights Issue	Underwritten renounceable 9-for-10 rights issue.
Service Charge	The expenses that retail tenants pay to their landlords for maintenance of the common areas, utilities, taxes and other costs.
Sq ft	Square feet.
Step-up Rent	Rental rate that increases by predetermined amounts at various points in the future under a lease agreement.
Total Development Cost	All capital expenditure on a development project including the opening book value of the property on commencement of development, as well as attributable interest and other costs.

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CAPITAMALL TRUST

(Constituted in the Republic of Singapore pursuant to a trust deed dated 29 October 2001 (as amended))

PROXY FORM ANNUAL GENERAL MEETING

IMPORTANT:

1. For investors who have used their CPF monies to buy units in CapitaMall Trust, this Annual Report is forwarded to them at the request of their CPF Approved Nominees and is sent solely **FOR THEIR INFORMATION ONLY**.
2. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or is purported to be used by them.
3. CPF investors who wish to attend the Annual General Meeting as an observer must submit their requests through their CPF Approved Nominees within the time frame specified. If they also wish to vote, they must submit their voting instructions to the CPF Approved Nominees within the time frame specified to enable them to vote on their behalf.
4. PLEASE READ THE NOTES TO THE PROXY FORM.

I/We, _____ (Name(s) and NRIC no./Passport no./Company Registration no.)

of _____ (Address)

being a unitholder/unitholders of CapitaMall Trust ("CMT"), hereby appoint:

Name	Address	NRIC/Passport No.	Proportion of Unitholdings	
			No. of Units	%

and/or (delete as appropriate)

Name	Address	NRIC/Passport No.	Proportion of Unitholdings	
			No. of Units	%

or, both of whom failing, the Chairman of the Annual General Meeting as my/our proxy/proxies to attend and to vote for me/us on my/our behalf and if necessary, to demand a poll, at the Annual General Meeting of CMT to be held at the Stamford Ballroom, Level 4, Raffles City Convention Centre, 80 Bras Basah Road, Singapore 189560 on Thursday, 12 April 2012 at 10.30 a.m., and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the resolutions to be proposed at the Annual General Meeting as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion, as he/she/they may on any other matter arising at the Annual General Meeting.

No.	Ordinary Resolutions:	To be used on a show of hands		To be used in the event of a poll	
		For *	Against *	No. of Votes For **	No. of Votes Against **
	Ordinary business				
1	To receive and adopt the Trustee's Report, the Manager's Statement, the Audited Financial Statements of CMT for the financial year ended 31 December 2011 and the Auditors' Report thereon.				
2	To re-appoint Messrs KPMG LLP as Auditors and authorise the Manager to fix the Auditors' remuneration.				
	Special business				
3	To authorise the Manager to issue Units and to make or grant convertible instruments.				
	Other business				
4	To transact any other business as may be transacted at an Annual General Meeting.				

* If you wish to exercise all your votes "For" or "Against", please tick [✓] within the box provided.

** If you wish to exercise all your votes "For" or "Against", please tick [✓] within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this _____ day of _____ 2012

Total number of Units held

Signature(s) of unitholder(s) / Common Seal

IMPORTANT: PLEASE READ NOTES TO PROXY FORM ON REVERSE PAGE

Affix
postage
stamp

CapitaMall Trust Management Limited
(as manager of CapitaMall Trust)

c/o Boardroom Corporate & Advisory Services Pte. Ltd.
50 Raffles Place
#32-01 Singapore Land Tower
Singapore 048623

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IMPORTANT: PLEASE READ THE NOTES TO PROXY FORM BELOW

Notes to Proxy Form

1. A unitholder of CMT ("Unitholder") entitled to attend and vote at the Annual General Meeting is entitled to appoint one or two proxies to attend and vote in his/her stead.
2. Where a Unitholder appoints more than one proxy, the appointments shall be invalid unless he/she specifies the proportion of his/her holding (expressed as a percentage of the whole) to be represented by each proxy.
3. A proxy need not be a Unitholder.
4. A Unitholder should insert the total number of Units held. If the Unitholder has Units entered against his/her name in the Depository Register maintained by The Central Depository (Pte) Limited ("CDP"), he/she should insert that number of Units. If the Unitholder has Units registered in his/her name in the Register of Unitholders of CMT, he/she should insert that number of Units. If the Unitholder has Units entered against his/her name in the said Depository Register and registered in his/her name in the Register of Unitholders, he/she should insert the aggregate number of Units. If no number is inserted, this proxy form will be deemed to relate to all the Units held by the Unitholder.
5. The instrument appointing a proxy or proxies (the "Proxy Form") must be deposited at the office of CMT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not less than 48 hours before the time set for the Annual General Meeting.
6. Completion and return of the Proxy Form shall not preclude a Unitholder from attending and voting at the Annual General Meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a Unitholder attends the Annual General Meeting in person, and in such event, the Manager reserves the right to refuse to admit any person or persons appointed under the Proxy Form, to the Annual General Meeting.
7. The Proxy Form must be executed under the hand of the appointor or of his/her attorney duly authorised in writing. Where the Proxy Form 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 the Proxy Form is signed on behalf of the appointor by an attorney or a duly authorised officer, the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority must (failing previous registration with the Manager) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.
9. The Manager shall be entitled to reject a Proxy Form which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the Proxy Form. In addition, in the case of Units entered in the Depository Register, the Manager may reject a Proxy Form if the Unitholder, being the appointor, is not shown to have Units entered against his/her name in the Depository Register as at 48 hours before the time appointed for holding the Annual General Meeting, as certified by CDP to the Manager.
10. All Unitholders will be bound by the outcome of the Annual General Meeting regardless of whether they have attended or voted at the Annual General Meeting.
11. At any meeting, a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by the Chairman or by five or more Unitholders present in person or by proxy, or holding or representing one-tenth in value of the Units represented at the meeting. Unless a poll is so demanded, a declaration by the Chairman that such a resolution has been carried or carried unanimously or by a particular majority or lost shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.
12. On a show of hands, every Unitholder who (being an individual) is present in person or by proxy or (being a corporation) is present by one of its officers as its proxy shall have one vote. On a poll, every Unitholder who is present in person or by proxy shall have one vote for every Unit of which he/she is the Unitholder. A person entitled to more than one vote need not use all his/her votes or cast them the same way.

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CapitaMall Trust Management Limited

As Manager of CapitaMall Trust

Company Reg. No.: 200106159R

39 Robinson Road

#18-01 Robinson Point

Singapore 068911

T: +65 6536 1188

F: +65 6536 3884

E: ask-us@capitmall.com

www.capitmall.com

