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## **CAPITAMALLS ASIA LIMITED**

**凱德商用產業有限公司\***

(Singapore Company Registration Number: 200413169H)  
(Incorporated in the Republic of Singapore with limited liability)

**(Hong Kong Stock Code: 6813)**

**(Singapore Stock Code: JS8)**

## **OVERSEAS REGULATORY ANNOUNCEMENT**

This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Please refer to the next page for the document which has been published by CapitaMalls Asia Limited (the "**Company**") on the website of the Singapore Exchange Securities Trading Limited on 3 February 2012.

BY ORDER OF THE BOARD  
**CapitaMalls Asia Limited**  
**Kannan Malini**  
Company Secretary

Hong Kong, 3 February 2012

*As at the date of this announcement, the board of directors of the Company comprises Mr Liew Mun Leong (Chairman and non-executive director), Mr Lim Beng Chee as the executive director; Ms Chua Kheng Yeng Jennie and Mr Lim Tse Ghov Olivier as non-executive directors; and Mr Sunil Tissa Amarasuriya, Tan Sri Amirsham A Aziz, Dr Loo Choon Yong, Mrs Arfat Pannir Selvam, Professor Tan Kong Yam and Mr Yap Chee Keong as independent non-executive directors.*

\* For identification purposes only

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### Miscellaneous

\* Asterisks denote mandatory information

Name of Announcer *	CAPITAMALLS ASIA LIMITED
Company Registration No.	200413169H
Announcement submitted on behalf of	CAPITAMALLS ASIA LIMITED
Announcement is submitted with respect to *	CAPITAMALLS ASIA LIMITED
Announcement is submitted by *	Kannan Malini
Designation *	Company Secretary
Date & Time of Broadcast	03-Feb-2012 17:26:51
Announcement No.	00062


### >> Announcement Details

The details of the announcement start here ...

Announcement Title \* CapitaRetail China Trust - "Disclosures Pursuant to Rule 704(31) of the Listing Manual of the Singapore Exchange Securities Trading Limited"

Description CapitaMalls Asia Limited's subsidiary, CapitaRetail China Trust Management Limited, the manager of CapitaRetail China Trust, has today issued an announcement on the above matter, as attached for information.

#### Attachments

 [CRCTAnn\\_Rule704\\_31\\_3Feb12.pdf](#)  
 Total size = **39K**  
 (2048K size limit recommended)

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(Constituted in the Republic of Singapore pursuant to  
a trust deed dated 23 October 2006 (as amended))

## ANNOUNCEMENT

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### DISCLOSURES PURSUANT TO RULE 704(31) OF THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

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Pursuant to Rule 704(31) of the Listing Manual of the Singapore Exchange Securities Trading Limited, CapitaRetail China Trust Management Limited ("**CRCTML**") as manager of CapitaRetail China Trust ("**CRCT**"), hereby discloses CRCT has entered into a supplemental facility agreement today (the "**Supplemental Facility Agreement**"), which contain conditions (i) which refer to the unitholding interests of the controlling unitholders of and/or restricts the change in control of CRCT, (ii) which refer to the shareholding interests of the controlling shareholders of and/or restricts the change in control of CRCTML as the manager of CRCT and/or (iii) which are tied to the change of CRCTML as the manager of CRCT (collectively referred to as the "**Covenants**"). Please refer to the Appendix for details.

BY ORDER OF THE BOARD

CapitaRetail China Trust Management Limited  
(Company Registration No: 200611176D)  
As manager of CapitaRetail China Trust

Kannan Malini  
Company Secretary

3 February 2012

1. Controlling Shareholder

The controlling unitholder of CRCT and the controlling shareholder of CRCTML referred to in the Covenants is CapitaMalls Asia Limited (the “**Controlling Shareholder**”).

As at 31 December 2011, the Controlling Shareholder holds, directly and indirectly, approximately 39.73% of the total issued units in CRCT (the “**Current Unitholding**”). CRCTML is an indirect wholly-owned subsidiary of the Controlling Shareholder (the “**Current Shareholding**”).

2. Details of Covenants

In general, the Supplemental Facility Agreement contains one or more of the following Covenants:

- (a) The Controlling Shareholder shall beneficially own in aggregate, directly or indirectly, at least 20% of the total number of units in issue of CRCT.
- (b) CRCTML shall be a subsidiary of the Controlling Shareholder.
- (c) The manager of CRCT shall not be changed from CRCTML or a subsidiary of the Controlling Shareholder.
- (d) CRCTML shall not be removed as the manager of CRCT, and the replacement manager shall not be appointed, except in accordance with the terms of the trust deed constituting CRCT.

3. Aggregate level of facilities and other borrowings of CRCT and its subsidiaries that might be affected by a breach of the Covenants

If a Covenant is breached, it may cause a default in the facility made available under the Supplemental Facility Agreement and may also trigger cross defaults of one or more of the other facilities and other borrowings of CRCT and/or its subsidiaries. In such an event, the aggregate level of the facilities and other borrowings of CRCT and its subsidiaries which are outstanding and which may be affected by such breach would be about S\$364.9 million (excluding interest) as at 31 January 2012.

As at the date of this Announcement, there has not been a breach of any Covenant. The Controlling Shareholder has not entered into any share pledging arrangement in relation to the Current Shareholding or any unit pledging arrangement in relation to the Current Unitholding.