

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting (**AGM**) of the holders of units of CapitaMalls Malaysia Trust (**CMMT**) (**Unitholders**) will be held at Impiana Banquet Hall, Level 2, Impiana KLCC Hotel, 13 Jalan Pinang, 50450 Kuala Lumpur, Malaysia on Thursday, 4 April 2013 at 10.00 a.m. to transact the following businesses:

AS ORDINARY BUSINESS:

1. To receive the report of AmTrustee Berhad, as trustee of CMMT (the "Trustee"), the statement by CapitaMalls Malaysia REIT Management Sdn. Bhd., as manager of CMMT (the "Manager"), and the Audited Financial Statements of CMMT for the financial year ended 31 December 2012 together with the report of the Auditors thereon.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass with or without any modification, the following Ordinary Resolution:

2. **PROPOSED AUTHORITY TO ALLOT AND ISSUE NEW UNITS PURSUANT TO CLAUSE 14.03 OF THE SECURITIES COMMISSION MALAYSIA'S GUIDELINES ON REAL ESTATE INVESTMENT TRUSTS (REITS GUIDELINES) (PROPOSED AUTHORITY)** **Resolution 1**

"**THAT** pursuant to the REITs Guidelines, Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approval of any relevant regulatory authorities, where such approval is required, the Manager be and is hereby authorised to allot and issue new units in CMMT (Units) provided that the number of new Units to be allotted and issued pursuant to this resolution does not exceed 353,607,640 Units, representing 20% of the existing fund size of CMMT;

AND THAT the Proposed Authority shall be effective from the date of receipt of all relevant authorities' approval or the date the Unitholders pass this resolution, whichever may be the later, until:

- (a) the conclusion of the next AGM of the Unitholders, at which time it shall lapse, unless the authority is renewed by Unitholders; or
- (b) the expiration of the period within which the next AGM of the Unitholders is required by law to be held; or
- (c) the Proposed Authority is revoked or varied by the Unitholders at an earlier Unitholders' meeting;

whichever occurs first (**Validity Period**);

AND THAT the new Units to be issued pursuant to the Proposed Authority shall, upon allotment and issuance, rank equally in all respects with the existing Units except that the new Units will not be entitled to any distributable income, right, benefit, entitlement and/or any other distributions that may be declared before the date of allotment and issuance of such new Units;

AND FURTHER THAT the Manager and the Trustee (on behalf of CMMT) be and are hereby authorised to give effect to the aforesaid Proposed Authority with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities or as the Manager and the Trustee may deem to be in the best interests of the Unitholders and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Authority."

AS OTHER BUSINESS

3. To transact such other business as may be transacted at an AGM.

BY ORDER OF THE BOARD
CAPITAMALLS MALAYSIA REIT MANAGEMENT SDN. BHD.
(Company No. 819351-H)
as manager of CapitaMalls Malaysia Trust

Khoo Ming Siang (MAICSA No. 7034037)
Pang Chia Tyng (MAICSA No. 7034545)
Wong Huey Shyan (MAICSA No. 7029602)
Company Secretaries
Kuala Lumpur
21 February 2013

Enclosures :

1. Explanatory Notes
2. Proxy Form

cc : AmTrustee Berhad
The Securities Commission Malaysia

Notes:

1. Only Unitholders whose names appear in the Record of Depositors on 29 March 2013 are entitled to attend, speak and vote at the AGM.
2. A Unitholder may attend the AGM in person or appoint another person to attend the AGM and vote in the Unitholder's place.
3. On a show of hands, every Unitholder who is present in person or by proxy has one (1) vote.
4. On a poll, every Unitholder who is present in person or by proxy has one (1) vote for every Unit held by him.
5. Where a Unitholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account that has 10,000 or less Units standing to the credit of the said securities account and two (2) proxies in respect of each securities account that has more than 10,000 Units standing to the credit for the said securities account. Where the Unitholder appoints two (2) proxies, the appointment will be invalid unless it specifies the proportion of its holdings to be represented by each proxy.
6. Any appointment of a proxy shall be in writing in the Proxy Form attached herewith under the hand of the Unitholder or of his duly appointed attorney or, if the Unitholder is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
7. The Proxy Form appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited with the Manager at CapitaMalls Malaysia REIT Management Sdn. Bhd., Level 2, Ascott Kuala Lumpur, No. 9, Jalan Pinang, 50450 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in the Proxy Form proposes to vote; in default of this provision, the Proxy Form shall not be treated as valid.

Explanatory Notes:

1. Resolution 1 – Authority to allot and issue new Units pursuant to Clause 14.03 of the REITs Guidelines

Resolution 1, if passed, would enable the Manager to allot and issue up to 20% of the existing fund size of CMMT during the Validity Period.

The Proposed Authority will allow the Manager the flexibility to allot and issue new Units to raise funds to finance future investments, acquisitions and capital expenditure to enhance the value of CMMT and/or to refinance existing debt as well as for working capital purposes, subject to the relevant laws and regulations. With the Proposed Authority, delays and further costs involved in convening separate general meetings to approve such issue of Units to raise funds can be avoided.

The Manager may, subject to relevant laws and regulations, use the net proceeds from the issuance of new Units under the Proposed Authority at its absolute discretion for other purposes.

Any issuance of the new Units pursuant to the Proposed Authority will also be subject to the approval of the Trustee and the Securities Commission Malaysia for the approved fund size of CMMT to be increased from 1,936,763,000 Units to 2,290,370,640 Units.