

CAPITALAND MALAYSIA TRUST

[Established in Malaysia under the trust deed dated 7 June 2010 (as amended and restated on 13 July 2021) entered into between CapitaLand Malaysia REIT Management Sdn. Bhd. [200801018055 (819351-H)] and MTrustee Berhad [198701004362 (163032-V)]

MINUTES of the Annual General Meeting of the holders of units (“Unitholders”) (“AGM” or “the Meeting”) of CapitaLand Malaysia Trust (“CLMT”) held on a virtual basis through live streaming from the broadcast venue at 12th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor on Wednesday, 29 March 2023 at 10:00 a.m.

PRESENT : As per attendance list

1. CHAIRPERSON OF THE MEETING

- 1.1 In accordance with the Guidelines on Real Estate Investment Trusts (“REITs Guidelines”), CapitaLand Malaysia REIT Management Sdn. Bhd., the Manager of CLMT (“Manager”) nominated Puan Nurizan Binti Jalil, the Chief Executive Officer of MTrustee Berhad, being the Trustee of CLMT, to preside as the Chairperson of the Meeting and delivered her opening speech.
- 1.2 On behalf of the Board of Directors of the Manager, the Chairperson welcomed the Unitholders and invitees present at the Meeting.

2. QUORUM

- 2.1 With the requisite quorum being present, the Chairperson declared the Meeting duly convened and called the Meeting to order.

3. SPEECH BY THE CHAIRMAN OF THE MANAGER OF CLMT

- 3.1 Mr Lui Chong Chee (“Mr Lui”), the Chairman of the Manager of CLMT, delivered his speech to the Unitholders and thanked them for their continuous faith and unwavering support given to CLMT.
- 3.2 The Chairperson thanked Mr Lui for his speech and then invited the Chief Executive Officer (“CEO”) of the Manager of CLMT to deliver his presentation.

4. CORPORATE SLIDESHOW PRESENTATION

- 4.1 Mr Tan Choon Siang, the CEO of the Manager of CLMT, presented the 2022 key highlights and performance review report of CLMT for the financial year ended 31 December 2022 (“FY 2022”) at the Meeting.
- 4.2 The Chairperson thanked the CEO for his presentation and proceeded to the first Agenda Item.

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5. NOTICE

- 5.1 The notice convening the Meeting, having been circulated earlier to all the Unitholders of CLMT and duly advertised in The Star and Berita Harian newspapers on 28 February 2023, was taken as received and read.

6. PROCEDURES FOR MEETING

- 6.1 The Chairperson briefed the Unitholders on the procedures in tabling and approving the motions at the Meeting and informed that the three (3) proposed resolutions set out in the AGM Notice would be put to vote by poll in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- 6.2 The Chairperson informed that the Unitholders and Proxies could proceed to vote on the resolutions and submit their votes via the Remote Participation and Electronic Voting ("RPEV") facilities at any time from the commencement of the Meeting and before the closure of the voting session which would be announced after the completion of the presentation and questions and answers ("Q&A") session.
- 6.3 The Chairperson also informed the Unitholders that the questions submitted by Unitholders prior to the Meeting and also the questions posed by the Unitholders during the Meeting via real time submission of typed texts together with the responses from Management would be posted on CLMT's website as soon as practicable after the AGM. The questions received would be moderated to avoid repetition, and lengthy questions would be summarised for brevity.
- 6.4 The remote electronic voting would be put to vote separately using the RPEV application.

7. REPORT OF MTRUSTEE BERHAD, THE REPORT BY CAPITALAND MALAYSIA REIT MANAGEMENT SDN. BHD. AND THE AUDITED FINANCIAL STATEMENTS OF CLMT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 TOGETHER WITH THE AUDITORS' REPORT

- 7.1 Pursuant to the provisions of the REITs Guidelines, the Report of MTrustee Berhad, the Report by CapitaLand Malaysia REIT Management Sdn. Bhd. and the Audited Financial Statements of CLMT for the financial year ended 31 December 2022 together with the Auditors' Report ("Reports and AFS"), had been circulated to all the Unitholders of CLMT on 28 February 2023.
- 7.2 The Chairperson informed the Unitholders that the Agenda item 1 did not require the Unitholders' approval and hence, it would not be put forward for voting. The Chairperson then informed that any questions from the Unitholders would be dealt with upon completion of the tabling of the Ordinary Resolutions 1, 2 and 3.

8. ORDINARY RESOLUTION 1

- 8.1 Pursuant to the provisions of the REITs Guidelines, the Chairperson declared that the proposed Ordinary Resolution 1 shall be decided by way of poll after the Q&A session.

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9. ORDINARY RESOLUTION 2

- 9.1 Pursuant to the provisions of the REITs Guidelines, the Chairperson declared that the proposed Ordinary Resolution 2 shall be decided by way of poll after the Q&A session.

10. ORDINARY RESOLUTION 3

- 10.1 Pursuant to the provisions of the REITs Guidelines, the Chairperson declared that the proposed Ordinary Resolution 3 shall be decided by way of poll after the Q&A session.

11. QUESTIONS AND ANSWERS (“Q&A”)

- 11.1 The Chairperson read out some of the pre-AGM questions raised by the Unitholders and the answers to the questions were read by the CEO, Mr Tan Choon Siang. The Chairperson and the CEO then proceeded to attend and response to some of the questions published on the screen raised by the Unitholders. The responses to the substantial and relevant questions were set out in Annex 1 attached herewith.
- 11.2 Upon dealing with the Q&A, the Meeting then moved to the voting on the three proposed ordinary resolutions by poll.

12. POLL PROCEDURE

- 12.1 The Chairperson informed the Meeting that Boardroom Share Registrars Sdn. Bhd. was appointed as the poll administrator and Quantegic Services Sdn. Bhd. was appointed as the poll scrutineer to validate the votes cast at the Meeting. The Chairperson then informed the Meeting that the voting procedures and steps for the remote electronic poll voting would be flashed on the screen. The Unitholders were given another three (3) minutes to cast their votes via remote electronic voting. The Chairperson then invited the Unitholders to cast their votes via the online RPEV application.
- 12.2 The Chairperson announced an adjournment of the Meeting at 11:23 a.m. for the purpose of verifying the poll results by the poll scrutineers.

13. POLL RESULTS

- 13.1 The Meeting was resumed at 11:38 a.m. and the Chairperson announced the poll results for the proposed ordinary resolutions 1, 2 and 3 as follows:

<u>Ordinary Resolution</u>	<u>Voted for</u>	<u>Voted against</u>	<u>Total</u>
1	1,311,830,712 (63.7348%)	746,434,031 (36.2652%)	2,058,264,743 (100%)

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<u>Ordinary Resolution</u>	<u>Voted for</u>	<u>Voted against</u>	<u>Total</u>
2	1,448,489,401 (70.3740%)	609,784,342 (29.6260%)	2,058,273,743 (100%)
3	2,057,488,647 (99.9619%)	785,096 (0.0381%)	2,058,273,743 (100%)

- 13.2 Accordingly, the Chairperson declared that the following proposed ordinary resolutions 1, 2 and 3 were duly carried:

ORDINARY RESOLUTION 1

PROPOSED AUTHORITY TO ALLOT AND ISSUE NEW UNITS PURSUANT TO PARAGRAPH 6.59 OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD (“PROPOSED AUTHORITY 1”)

THAT pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), provisions of the trust deed dated 7 June 2010 (as amended and restated on 13 July 2021) and the approval of the relevant regulatory authorities, where such approval is required, authority be and is hereby given to the Manager to allot and issue new units in CLMT (“**New Units**”) from time to time to such persons and for such purposes as the Manager may in its absolute discretion deem fit and in the best interest of CLMT and its Unitholders, **PROVIDED THAT** the aggregate number of New Units issued pursuant to this resolution, when aggregated with the number of units in CLMT issued during the preceding 12 months, must not exceed 20% of the total number of units issued of CLMT for the time being:

AND THAT the Proposed Authority 1 shall be effective and continue to be in force 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 by a resolution passed at the meeting, the authority is renewed; 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 1 is revoked or varied by the Unitholders in a Unitholders’ meeting,

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

AND THAT the New Units to be issued pursuant to the Proposed Authority 1 shall, upon allotment and issuance, rank pari passu 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 THAT authority be and is hereby given to the Manager and the Trustee, acting for and on behalf of CLMT, to give effect to the aforesaid Proposed Authority 1 with full powers to assent to any condition, variation, modification and/or amendment in any

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manner as the Manager and the Trustee may deem fit and in the best interest of CLMT and its Unitholders and/or as may be imposed by the relevant authorities, and to deal with all matters relating thereto;

AND FURTHER THAT authority be and is hereby given to the Manager and the Trustee, acting for and on behalf of CLMT, to take all such steps and do all acts, deeds and things in any manner (including execute such documents as may be required) as they may deem necessary or expedient to implement, finalise, complete and give full effect to the Proposed Authority 1.

ORDINARY RESOLUTION 2

PROPOSED RENEWAL OF UNIT BUY-BACK AUTHORITY TO REPURCHASE UP TO TEN PERCENT (10%) OF THE TOTAL NUMBER OF UNITS ISSUED ("PROPOSED RENEWAL OF UNIT BUY-BACK MANDATE")

THAT subject to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") ("**Listing Requirements**"), provisions of the trust deed dated 7 June 2010 (as amended and restated on 13 July 2021), and any prevailing laws, guidelines, rules and regulations issued by the relevant authorities, the Board of the Manager shall be authorised to repurchase the Units in CLMT for and on behalf of CLMT through Bursa Securities, subject to the following:

- (a) the aggregate number of Units in CLMT which may be repurchased shall not exceed ten percent (10%) of the total number of Units issued at the time of purchase and the compliance with the public unitholding spread requirements as stipulated under the Listing Requirements;
- (b) the maximum funds to be allocated by CLMT for the purpose of repurchasing the Units shall not exceed the aggregate of the retained profits of CLMT based on the latest audited financial statements of CLMT available at the time of purchase;
- (c) the authority conferred by this resolution shall be effective and continue to be in force from the date the Unitholders pass this resolution, whichever may be the later, until:
 - (i) the conclusion of the next AGM of the Unitholders at which time it shall lapse, unless by a resolution passed at the meeting, the authority is renewed; or
 - (ii) the expiration of the period within which the next AGM of the Unitholders is required by law to be held; or
 - (iii) the authority is revoked or varied by the Unitholders in a Unitholders' general meeting,

whichever occurs first;

THAT where the Manager has repurchased the Units, the Board shall cancel the Units so repurchased immediately.

AND THAT authority be and is hereby given to the Board of the Manager, for and on behalf of CLMT, to sign and execute all documents, and do all acts and things as may

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be required for or in connection with and to give effect to, and to implement the Proposed Renewal of Unit Buy-Back Mandate with full power to do all such acts as they may consider necessary or expedient in the best interest of CLMT and its Unitholders so as to give full effect to the same with further power to assent to any condition, modification, variation and/or amendment as may be required or imposed by the relevant authorities.

ORDINARY RESOLUTION 3

PROPOSED AUTHORITY TO ALLOT AND ISSUE NEW UNITS PURSUANT TO THE DISTRIBUTION REINVESTMENT PLAN THAT PROVIDES THE UNITHOLDERS OF CLMT AN OPTION TO REINVEST THEIR CASH DISTRIBUTION INTO NEW UNITS ("PROPOSED AUTHORITY 2")

THAT pursuant to the Distribution Reinvestment Plan ("DRP") established at the deferred AGM of CLMT held on 19 June 2020 and as approved by the Unitholders at the AGM of CLMT held on 30 March 2022, provisions of the trust deed dated 7 June 2010 (as amended and restated on 13 July 2021) and the approval of the relevant regulatory authorities, where such approval is required, authority be and is hereby given to the Manager to allot and issue New Units ("**DRP New Units**") from time to time as may be required to be allotted and issued pursuant to the DRP, upon such terms and conditions and to such persons as the Manager may in its absolute discretion deem fit and in the best interest of CLMT and its Unitholders, **PROVIDED THAT** the issue price shall not be more than 10% discount to the volume weighted average market price ("**VWAMP**") of the Units for the five (5) market days immediately preceding the price-fixing date. The VWAMP shall be adjusted ex-distribution(s) before applying the aforementioned discount **AND THAT** such authority to allot and issue New Units shall continue to be in force until the conclusion of the next AGM of CLMT.

THAT the New Units shall, upon allotment and issue, rank equally in all respects with the existing Units in issue, save and except that the holders of the DRP 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 of the DRP New Units issued pursuant to the DRP.

AND THAT authority be and is hereby given to the Board to do all such acts and things and enter into all such transactions, arrangements and agreements and to execute, sign and deliver for and on behalf of CLMT, all such documents and impose such terms and conditions or delegate all or any part of its powers as they may consider necessary or expedient in order to give full effect to the Proposed Authority 2 and DRP, with full power to assent to any condition, modification, variation and/or amendment including amendment, modification, suspension and termination of the DRP (irrespective of whether an election to exercise the distribution reinvestment has been made by the Unitholders), as the Board may, in their absolute discretion, deem fit and in the best interest of CLMT and its Unitholders and/or as may be imposed or agreed to by any relevant authorities.

14. CLOSURE

- 14.1 There being no other business, the Meeting ended at 11:41 a.m. and the Chairperson of the Meeting thanked the Unitholders and all participants for their participation.

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CONFIRMED AS CORRECT RECORD

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CHAIRPERSON

Dated: 19 April 2023



Annual General Meeting held on 29 March 2023
Responses to Substantial and Relevant Questions

The Manager of CapitaLand Malaysia Trust (“CLMT”) would like to thank all Unitholders who submitted their questions in conjunction with the Annual General Meeting (“AGM”) held on a virtual basis through live streaming via remote participation and electronic voting facilities from the Broadcast Venue at 10.00 am on Wednesday, 29 March 2023.

We have grouped the most asked questions, as well as questions relevant to the AGM agenda and aspects of CLMT’s business, into a few key topics. Questions submitted before the AGM have also been included. The key topics are:

1. AGM agenda
2. Business performance
3. Strategy and outlook
4. Matters related to Queensbay Mall acquisition
5. Others

Please refer to our responses to these substantial and relevant questions in the following pages. Due to the high volume and overlaps in questions sent to us, we apologise that we are unable to respond to all of them.

Following the conclusion of the AGM, the voting results of the AGM has been uploaded on Bursa Malaysia and made available on CLMT’s website. The minutes of the AGM will be published on CLMT’s website within 30 days from the AGM.

By Order of the Board

CAPITALAND MALAYSIA REIT MANAGEMENT SDN. BHD.

(Registration No. 200801018055 (819351-H))

As Manager of CapitaLand Malaysia Trust

Teo Soh Fung (SSM PC No.: 202008001818)(MAICSA No. 7046614)

Teo Mee Hui (SSM PC No.: 202008001081)(MAICSA No. 7050642)

Company Secretaries

Kuala Lumpur, Malaysia

30 March 2023

Important Notice

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

A. AGM agenda	
1.	<p>At this Annual General Meeting, CLMT is seeking unitholders' approval to issue new units and at the same time also seeking approval to buy-back units listed on Bursa Securities. As the placement of units are always done at an average of 5-10% discount to market price, any buy-back will likely be done above the unit placement price. Please explain how will this benefit unitholders.</p>
	<p>There are situations where the unit price may have fallen below the price at which new units were issued. The Unit Buy-Back Mandate will provide CLMT with an opportunity to re-purchase units in these situations for the purposes of stabilising the supply and demand of units traded on Bursa Securities, thereby allowing the price of units to better reflect the fundamental value of the units.</p> <p>Units re-purchased by the Manager will be cancelled immediately pursuant to the Main Market Listing Requirements of Bursa Securities. Accordingly, the implementation of the Unit Buy-Back Mandate may improve the DPU of CLMT and the return on equity as a result of a lower number of units being taken into account for these computations.</p> <p>The Board will be mindful of the interest of the CLMT Group and the Unitholders in implementing the Proposed Renewal of Unit Buy-Back Mandate and will ensure that any re-purchase of units is made in good faith and in the best interest of the Unitholders.</p>
2.	<p>In the Statement for the Renewal of Unit Buy-Back Mandate, it is stated the source of funds "will be funded from internally generated funds and/or external borrowing" (page 3 of Statement). CLMT has been distributing close to 100% of its net distributable income to unitholders annually. As such, any buy-back will likely be funded via bank borrowings. Most share or unit buy-back of PLCs or REITS are mostly done using excess or internal funds. Please explain the justification(s) for using bank borrowing in unit buy-back which in turn increases CLMT's gearing further.</p>
	<p>The decision on unit buy-back will depend on amongst others, market conditions at the time, the availability of funds as well as other relevant factors such as gearing.</p> <p>The unit buy-back, if any, will only be undertaken if it is deemed beneficial to the Unitholders and will unlikely be undertaken when gearing is high.</p>
B. Business performance	
1.	<p>Does Management foresee DPU for FY 2023 could recoup to pre-pandemic level?</p> <p>What is the DPU expected for financial year 2023?</p>
	<p>We do not provide forward-looking guidance for DPU but we expect the DPU in FY 2023 to be underpinned by new income contribution from the fully tenanted Valdor Logistics Hub and Queensbay Mall, in addition to the recovery of the existing assets.</p>
2.	<p>Can the company give a rough guidance on the financial impact of the higher electricity tariff?</p>
	<p>We expect utilities expense to increase by approximately RM5 million for the first six months of 2023.</p>

3.	<p>Of all the leases that are expiring in 2023, what percentage has been renewed and can Management share if the rental reversion was positive or negative?</p> <p>Will the Klang Valley malls get better rental reversion this year?</p>
	<p>As at 28 February 2023, about 22.6% of total expiring leases have been renewed and/or under advanced stage of negotiations. For 2023, we expect positive rental reversion on a portfolio basis.</p> <p>For the Klang Valley malls, we will focus on the turnaround strategies execution to bring in refreshing concepts and continue to strike a balance between rental reversions and occupancy to retain good retailers.</p>
4.	<p>The Operations Review on pages 54 to 58 of the AR2022 reported increase in shopper traffic in FY 2022 for all the shopping malls except Sungei Wang Plaza (SWP) after the COVID-19 transitioned to endemic phase.</p> <p>a) What are the reason(s) for the decline in shopper traffic for SWP despite the better operating environment?</p> <p>b) What is the targeted shopper traffic that CLMT has forecasted for SWP in FY 2023?</p>
	<p>In FY 2022, all CLMT malls have recorded year-on-year improvements in shopper traffic except for 3 Damansara.</p> <p>For SWP, the 2022 annual footfall of 11.5 million is an improvement of 85.4% year-on-year, which is reflective of the various marketing-driven events that capitalises on the retail recovery momentum.</p> <p>In 2023, we have planned marketing events throughout the year to draw in shoppers. For the period of Jan to Feb 2023, SWP's footfall has already outperformed the same period in pre-COVID 2019. We also expect SWP to benefit from the influx of foreign tourists this year.</p>
5.	<p>What percentage of the total lettable space and occupancy rate for the area owned by CLMT at SWP? Does CLMT plan to acquire the entire SWP and what is the prospect of acquiring the entire SWP?</p>
	<p>CLMT's interest in SWP is approximately 61.9% of the aggregate retail floor area. As at 31 December 2022, the occupancy rate of CLMT's interest in SWP is 75.6%, which improved from the occupancy rate of 66.4% a year ago. We have no plans to increase our interest in SWP.</p>
6.	<p>Notwithstanding the impact from COVID-19, SWP continued to report losses in FY 2022 at RM4.108 million despite a 13.7% increase in Gross Revenue (page 59 of AR2022). What is the target set for SWP in terms of revenue for FY 2023? What was the total investment in asset enhancement exercise for SWP in particular for JUMPA?</p>
	<p>We do not provide forward looking guidance on revenue. However, we expect to continue to make gradual improvements in SWP. As shared in slide 16 of CLMT AGM presentation, SWP has been making gradual and steady revenue improvements having embarked on its turnaround strategies to revitalise its appeal. For 2023, we will continue to ramp up our efforts to create SWP as a differentiation point to complement the Bukit Bintang shopping district in the long term. Meanwhile for JUMPA, we will continue to build and market this space via curated events to attract the younger and young-at-heart catchment.</p> <p>The cost of JUMPA asset enhancement initiative was RM52.2 million.</p>

7.	Of all the CLMT assets, which are the profitable and which are loss making?
	Please refer to page 59 of CLMT AR2022 for the financial performance of the respective properties.
8.	The Valdor Logistics Hub acquisition was completed on 14 Dec 2022. What is the expected rental revenue for Valdor in FY 2023 based on the existing leases? Is there any asset enhancement exercise planned for Valdor in FY 2023 and if yes, what is the budgeted cost?
	Following the completion of Valdor, we have recognised one month of income contribution in December 2022. There are no expiring leases in FY 2023 for this fully tenanted property. For 2023, we do not have asset enhancement initiatives planned but there are building upgrading works being planned.
9.	Your footfall continues to lag behind 2019 while some other malls have seen recovery above 2019 levels. Why is that so? What are your plans to boost footfall?
	<p>For the period of Jan to Feb 2023, SWP and Gurney Plaza (GP)'s footfall has already outperformed the same period in pre-COVID 2019. With the refreshed offerings at 3D and TM's plans to capitalise on the canal, we are confident that the footfall will see continuous improvement.</p> <p>One of the key reasons that portfolio shopper traffic has not recovered to 2019 levels is due to the lag in international tourist arrivals. For 2022, the estimated tourist arrival is 9.2 million which only makes up 35.2% of 2019 tourist arrival of 26.1 million.</p> <p>In anticipation of higher tourist arrivals (target 15.6 million for 2023 by Tourism Malaysia) which will benefit malls like SWP, GP and East Coast Mall, we will also continue our efforts to strengthen mall positioning via improved tenancy mix, stronger trade clusters and tactical marketing campaigns to boost overall shopper traffic.</p>
10.	Any plans to dispose non-profit making malls?
	<p>We do not rule out divestment as part of the portfolio reconstitution plan for long term growth. As always, the evaluation process of a divestment will include pricing, timing and whether there can be a better use of the proceeds from the divestments.</p> <p>For now, we remain focused on growing the portfolio inorganically while at the same time, improve the performance of the Klang Valley assets.</p>
11.	Any plans to bring in Singapore's successful brands to your malls?
	We leverage CapitaLand's global network to explore strategic collaborations specifically targeted and tailored to each asset's catchment to promote and deepen engagement. This is an ongoing effort to bring in new excitement to our malls.
12.	Does the company tax on transfer apply in subsidiary company of CLMT?
	A company disposing properties to a REIT will be exempted from Real Property Gains Tax and for the REIT, it will also be exempted from stamp duty on the acquisition of the property.

13.	What is the Company's strategy in aligning its business sustainability against the negative effects of climate change?
	<p>As a CLI-sponsored REIT, CLI's identified Environmental, Social and Governance (ESG) issues have been deemed to be material and applicable to CLMT's business operations. The selection of these issues will be guided by CLI's regular review, assessment and feedback process in relation to ESG topics.</p> <p>Since 2016, climate change and emissions reduction are one of the key ESG material issues identified as relevant and critical for CLMT and CLI. This has been confirmed with this year's CLI ESG factors materiality review. In line with CLI, the Manager's strategy to identify and address climate-related risks and opportunities spans all areas of its real estate life cycle, from the earliest stage of the investment process, to design, procurement, construction, operations and redevelopment or divestment.</p> <p>Please refer to page 206 to 210 for CLMT climate-related disclosure in line with the Taskforce for Climate-related Financial Disclosure in CLMT AR2022 for more information.</p>
14.	Are all CLMT malls green building certified?
	<p>Currently, we are in the process of obtaining the green rating re-certification process for CLMT properties and target to achieve 100% green certification, save for Sungei Wang Plaza, by 2030.</p> <p>The re-certification requires upgrading efforts to mall facilities, in addition to assessment and inspection period to comply with the green rating requirements. In 2022, we have completed chiller replacement for The Mines and 3 Damansara; and cooling tower replacement for Gurney Plaza to improve energy efficiency.</p>
C. Strategy and outlook	
1.	CLMT had recently changed name, aiming to diversify away from retail assets and citing retail oversupply. Following the acquisition of yet another retail mall, is Management making a U-Turn on your earlier strategies?
	<p>The investment mandate expansion enables CLMT to explore existing and new asset classes to diversify its revenue stream.</p> <p>For retail assets, we are open to explore opportunities to acquire assets with clarity of income and strong leadership position in their respective markets, similar to Gurney Plaza and East Coast Mall. Queensbay Mall fits these criteria and has demonstrated a strong track record. It is a strategically located mall with a strong tenant base and this quality asset has an attractive acquisition yield of 7.3%. This complements our strategy to diversify into assets with stable and resilient income streams.</p> <p>In December 2022, we completed the acquisition of our maiden logistics property - Valdor Logistics Hub, a quality fully tenanted logistics property located in one of Penang's key industrial hubs. This marked the start of our maiden entry into the resilient logistics sector, which offer stable income growth, supported by Malaysia's growing importance as a regional logistics hub. We plan to continue growing our distributable income by making acquisitions in these new sectors that will strengthen the portfolio and benefit Unitholders.</p>

2.	<p>Please explain why the Manager is not focusing on turning around its underperforming assets, instead keep acquiring new assets, some from related parties, whereby the timing seems to be detrimental to minority Unitholders?</p>
	<p>For the Klang Valley properties, we have been focused on implementing the turnaround strategies which are focused on:</p> <ul style="list-style-type: none"> • Improving occupancy rate by securing new to market brands and strengthen key trade clusters; and • Organising crowd-pulling events and tactical marketing campaigns to boost footfall and tenant sales. <p>Please refer to the Retail Strategy section on page 56 to 58 of CLMT AR2022 for the Klang Valley malls' progress and achievement.</p> <p>We have made several strategic investments to pave the next growth phase for CLMT. We made our maiden entry into the resilient logistics sector through Valdor Logistics Hub in December 2022 as well as deepened our retail dominance in the Northern region through Queensbay Mall in March 2023. CLMT's quality and stability of earnings will improve as shared in slide 21 of CLMT AGM presentation with ~94% of enlarged portfolio proforma net property income are from non-Klang Valley properties.</p>
3.	<p>What is Management's plans to improve NPI for the three Klang Valley properties?</p> <p>What is the strategy to increase the occupancy rate for The Mines?</p>
	<p>For the Klang Valley properties, our turnaround strategies are focused on:</p> <ul style="list-style-type: none"> • Improving occupancy rate by securing new to market brands and strengthen key trade clusters; and • Organising crowd-pulling events and tactical marketing campaigns to boost footfall and tenant sales. <p>At The Mines, we expanded the variety of F&B and IT brands which led higher occupancy rate of 79.0% as at 31 December 2022. We have clear turnaround strategies to recapture its core shoppers and will leverage the canal to promote it as part of tourist attraction.</p>
4.	<p>What is the strategy to increase the occupancy rate for 3 Damansara? With the opening of NSK Grocer at 3 Damansara, has this improved the footfall as well as tenant sales psf at the mall?</p> <p>3 Damansara, previously known as Tropicana City Mall, was acquired few years back. Shopper traffic and occupancy rate was quite satisfactory at the time of acquisition and we paid a lot of money to acquire it. Please explain why it had gone into downtrend since CLMT took over? Is there mismanagement in these underperforming assets?</p> <p>With regard to my earlier question in relation to the decline in shopper traffic. The mall referred to is 3 Damansara and not Sungei Wang Plaza. Appreciate if the question be reworded accordingly.</p> <p>Can Management share the occupancy rate of 3 Damansara Office Tower; number of tenants and initiatives planned/taken to enhance occupancy rate? What are Management's expectations on 3 Damansara Office Tower moving forward, post-pandemic and with the increasing trend of companies implementing flexible working arrangements?</p>

	Can the office tower be divested separately from the mall if CLMT wishes to retain the mall?
	<p>As a good supermarket anchor remains relevant for a neighbourhood mall, we have secured the largest and latest NSK Grocer concept store in 2022 which led to higher occupancy rate of 71.9% for the mall as at 31 December 2022.</p> <p>Following the first phase opening of NSK Grocer in mid-January 2023, it has been well received and the January 2023 shopper traffic recorded 31% month-on-month growth against December 2022. The second phase which features a deli and casual dining section is slated to open in May 2023. We have also identified space reconfiguration opportunities on the lower ground floor to uplift and complement the surrounding area. We will leverage NSK Grocer to drive the leasing momentum for the rest of the mall having identified complementing trades, new dining experience and lifestyle offerings as a holistic turnaround plan for 3 Damansara.</p> <p>As the office tower only forms 17% of the total net lettable area of 3 Damansara Property, we will focus our efforts on the execution of the mall's turnaround strategies. As the overall mall appeal improves, this will also improve the prospecting for the office tower. Some prospective tenants may include those from insurance, financial-related and e-commerce sectors.</p> <p>As at 31 December 2022, occupancy rate for office tower was 30% and is being occupied by two tenants. Several initiatives have been done for the office tower:</p> <ul style="list-style-type: none"> • Upgraded the common areas and toilets as well as installed new security turnstile to improve the property's appeal; and • Appointed leasing property agents and providing flexible rental structure. <p>Concurrently, we are also evaluating the best use for the property and do not rule out divestment if there is an opportunity.</p> <p>3 Damansara Property is a stratified property, hence, the office tower can be divested separately.</p>
5.	Has Management explored any potential logistics asset acquisition in 2023, after completing Valdor Logistics Hub acquisition in December 2022?
	We are actively looking out for acquisition opportunities in the industrial and logistics space in key urban centres. We are also exploring built-to-suit and convert-to-suit opportunities.
D. Matters related to Queensbay Mall acquisition	
1.	<p>Queensbay Mall (QBM) has been operating for many years. When CLMT was in a much better position, where unit price was higher and not much discount to NAV, and the retail industry is not facing an oversupply situation – why didn't the Manager propose to acquire it then? However, when CLMT unit price is now near an all time low with a big discount to NAV, the Manager proposes to acquire this asset.</p> <p>(a) Please explain the rationale of the urgency and timing of this transaction now?</p> <p>(b) Does the timing seem to benefit major unitholders instead of all unitholders?</p>
	As explained in the transaction rationale, QBM is a strategically located asset with high quality tenants. It has a strong track record and is attractively priced with a net

	<p>property income yield of 7.3%, which is earnings and DPU-accretive for unitholders. Following the acquisition, CLMT's quality and stability of earnings will improve as shared in slide 21 of CLMT AGM presentation with ~94% of enlarged portfolio proforma net property income coming from non-Klang Valley properties.</p> <p>Management believes the timing of the acquisition benefits all unitholders. Under the post-COVID environment, valuation has come down and CLMT was able to buy a high-quality asset at an attractive price. As the mall continues to recover from the pandemic impact, we expect rents and occupancies to improve thereby, benefiting all Unitholders with higher net property income and positive DPU accretion.</p>
2.	How much net property income can QBM contribute to CLMT?
	As per the Circular issued on 8 February 2023, the forecast net property income for CLMT's interest in QBM comprising 91.8% of the total strata floor area of retail parcels is RM72.31 million.
3.	What is the estimated NAV after the Penang's mall acquisition?
	The NAV per unit post-acquisition of QBM is approximately RM0.97 before income distribution.
4.	<p>The private placement participation rate was at circa 23% which was beyond the maximum scenario target of LTV 70:30. Does this result in taking higher loan with LTV of 77% for the acquisition? What is the cost of borrowing for the acquisition of QBM?</p> <p>On the acquisition of QBM, the Circular stated that the minimum scenario from the placement will raise gross proceeds of RM297.15 million. What is the reason for the reduction in CLMT shares placed resulting in the shortfall? What is the latest gearing ratio of CLMT with the increase of borrowings to fund the acquisition?</p> <p>Seeing the response of the placement exercise which may result in higher gearing position post-acquisition of QBM, will CLMT's new strategy towards achieving the target of 20-25% AUM in Logistics assets by 2025 still achievable?</p>
	<p>We have secured a term loan of RM693 million to fund the acquisition of QBM. The shortfall from the private placement of RM72 million was funded by revolving credit facility. The financing cost for the acquisition is approximately 4.8%.</p> <p>Following the completion of QBM's acquisition, the gearing level is expected to increase from 36.2% in December 2022 to 44.3% in March 2023. We will strive to reduce the gearing level through future distribution reinvestment plans and issuance of performance fees in units for cash conservation and to reduce gearing. We are also reviewing CLMT's cash position and in the midst of evaluating debts to be reduced.</p> <p>To increase the resilience of CLMT's portfolio, we will continue to pursue yield-accretive opportunities in the industrial and logistics space as part of our diversification strategy towards increasing the proportion of non-retail assets in CLMT's enlarged portfolio to 20% over the next three years. We do not rule out divestment as part of the portfolio reconstitution plan for long term growth.</p>

5	<p>CLMT Management previously attributed the underperforming of SWP to its nature of strata asset, not owning 100% hence harder to get consensus, harder to manage, and harder for asset enhancement plans. QBM is also in similar nature, a strata asset, and CLMT is only buying 91% of it. Will this end up like another SWP?</p>
	<p>CLMT's interest in SWP is approximately 61.9% of the aggregate retail floor area. We collaborate closely with the SWP Management Corporation to reinvigorate its appeal through joint initiatives to draw crowds. This has resulted in gradual and steady improvements in mall occupancy and footfall as shared in slide 16 during the presentation.</p> <p>For QBM, CLMT has a significant interest of 91.8% of the total strata floor area of retail parcels. QBM is managed by a Management Corporation and over the years, it has established a strong track record with strong rental growth and healthy occupancy of over 95%. We are confident that the property will continue to be managed well.</p>
6.	<p>Please explain why during the recent EGM on acquisition of QBM from related parties:</p> <p>(i) many relevant questions being filtered and the Q&A was cut short; and</p> <p>(ii) only one side of the story was presented and the NAV per unit will be significantly reduced after the transaction was also not being presented; and</p> <p>(iii) why deemed interested major Unitholders were allowed to vote in resolution 2.</p> <p>Does this demonstrate bad corporate governance?</p>
	<p>(i) During the Unitholders' Meeting (the Meeting) on 23 February 2023, we had answered questions which were relevant to the agenda for the Meeting and most frequently asked. We were unable to respond to all questions during the Meeting due to the volume of questions sent in and time constraints. Nevertheless, we have grouped the questions into key topics and rephrased them for clarity purposes and all questions received prior to and during the Meeting had been addressed through the posting of the questions and our responses within 24 hours after the Meeting on CLMT's website. This was promptly done by 2.30pm on 24 February 2023.</p> <p>(ii) In Section 8.3 on page 28 of the Circular issued on 8 February 2023, the pro forma NAV post-acquisition were disclosed for the various scenarios. Although the placement was issued below NAV, the proceeds were used to acquire an asset which will be earnings and DPU-accretive and will be a transformational deal for CLMT. This transaction will improve the earnings quality and portfolio resilience of CLMT and provide higher distributions to all unitholders.</p> <p>(iii) EPF, ASB and KWAP (each, together with its persons connected, a Major Unitholder Group) were not required to abstain from voting on Resolution 2 in respect of their indirect/direct unitholdings in CLMT as they are not interested in the Proposed Acquisition and are therefore, are not deemed interested in the Proposed Placement as a whole as covered under Resolution 2. This is no different from other institutional and sophisticated investors who are able to participate in the private placement, and are also able to vote on Resolution 2. Whilst the Major Unitholder Groups may potentially be placees for the Proposed Placement, placement of the new Units to each Major Unitholder Group is subject to the passing of the relevant Resolutions 5, 6 and 7 by the relevant non-interested Unitholders. Each Major Unitholder Group is required to abstain from voting on the relevant resolution pertaining to the placement of new Units to itself</p>

	in accordance with Paragraph 6.06(2) of the Main Market Listing Requirements. Following the completion of the private placement exercise, only one of the Major Unitholder Groups had subscribed to the placement.
E. Others	
1.	Understand that the Board of CMRM were appointed and paid for by the Manager instead of CLMT unitholders. Hence, they do not require the voting and approval by the Unitholders. Does this suggest that their interest does not align with Unitholders? How can minority Unitholders ensure their rights are protected impartially?
	<p>The Manager's duties under the SC's Guidelines on Listed Real Estate Investment Trusts include, amongst others, the following:</p> <p>"- to act in the best interest of unitholders and, if there is a conflict between unitholders' interests and its own interests, give priority to unitholders' interests;</p> <p>- to observe high standards of integrity and fair dealing in managing the REIT to the best and exclusive interest of unitholders;"</p> <p>Please note, the aforesaid duties of the Manager are also contained in the Deed of CLMT.</p> <p>In this connection, the Directors of the Manager, who are under fiduciary duties to act in the best interest of the Manager under the Companies Act 2016, will have the duty to ensure that the aforesaid duties of the Manager to the Unitholders are duly discharged by the Manager. Further, in performing the Trustee's duties, MTrustee Berhad must safeguard the rights and interests of CLMT Unitholders, as required by the Deed and the provisions of Capital Markets and Services Act 2007.</p> <p>In view of the above, notwithstanding the appointment of the Board of the Manager and the Director's fees and benefits are not subject to the approval of CLMT Unitholders, the interest of all Unitholders are duly safeguarded by the relevant laws and provisions and covenants of the Deed of CLMT.</p>
2.	May I know how to get the shopper traffic data? How does CLMT count for shopper traffic?
	We have implemented a traffic count management system at our malls. We disclose the quarterly shopper traffic data in the results presentation slides which are uploaded to Bursa Malaysia and CLMT websites.
3.	Any bonus issue to be declared?
	There are no plans at this juncture.
4.	Will CLMT pay dividend several times a year?
	Our distribution policy is to declare income distribution on a half-yearly basis. Save for the recent advance distribution in view of the equity fundraising exercise, there is no change to our semi-annual distribution policy.
5.	How do I redeem my CapitaStar points in the app? I have 1,942 points but am unable to redeem it. How do I check the expiry date for my points? Who do I contact if I have problems redeeming my points?
	Please write in to ask_us@capitastar.com.my for further assistance.

6.	Any plans to return to physical meetings from next year?
	The Board will review the circumstances and take into consideration, amongst others, applicable laws and regulations, costs and benefits as well as health and safety for all concerned, before deciding on the appropriate manner to hold General Meetings.
7.	Is there any door gift for Unitholder who attended this meeting?
	<p>As a form of appreciation to our Unitholders who participated in the virtual Annual General Meeting, we are pleased to give out RM50 worth of CapitaStar's digital voucher (STARVoucher) which can be used at various participating tenants from the CapitaLand malls.</p> <p>Boardroom will be sending an email with details on how to obtain the STARVouchers to all valid Unitholders and proxies who logged in and participated at this meeting.</p>
8.	Can I request for a hard copy of the annual report?
	We have posted the Annual Report 2022 to Unitholders that requested for it.