

THIS STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the course of action to be taken, you should consult your stockbroker, banker, solicitor, accountant or other professional advisers immediately.

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CAPITALAND MALAYSIA MALL TRUST

(established in Malaysia under the deed dated 7 June 2010 (as amended and restated by a deed dated 5 October 2018) entered into between CapitaLand Malaysia Mall REIT Management Sdn. Bhd. and MTrustee Berhad)

STATEMENT TO UNITHOLDERS

IN RELATION TO THE

PROPOSED UNIT BUY-BACK AUTHORITY

The ordinary resolution in respect of the above proposal will be tabled at the Seventh (7th) Annual General Meeting ("AGM") of CapitaLand Malaysia Mall Trust ("CMMT") to be held at Diamond Ballroom, Level 1, EQ, Equatorial Plaza, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia on Thursday, 28 March 2019 at 10.00 a.m.

The Notice of AGM together with the Form of Proxy are enclosed in the Annual Report 2018 which is available at the website of CMMT at www.cmmt.com.my. The Form of Proxy must be lodged with the Manager at CapitaLand Malaysia Mall REIT Management Sdn. Bhd., Unit No. 1-27, Level 27, Capital Tower, No. 10, Persiaran KLCC, 50088 Kuala Lumpur, Malaysia, not less than 24 hours before the time appointed for holding the meeting or any adjournment thereof, by hand or post; in default of this provision, the Proxy Form shall not be treated as valid. The lodging of the Form of Proxy will not preclude you from attending and voting in person at the 7th AGM if you wish to do so.

This Statement is dated 28 February 2019

DEFINITIONS

For the purpose of this Statement, except where the context otherwise requires, the following definitions shall apply:

Act	Companies Act, 2016 and includes any amendments made thereto from time to time
AGM	Annual General Meeting of CMMT
Annual Report 2018	The annual report of CMMT issued for the financial year ended 31 December 2018
Board or Directors	the Board of Directors of the Manager
Bursa Securities	Bursa Malaysia Securities Berhad (Company No. 635998-W)
CMMT	CapitaLand Malaysia Mall Trust
CMMT Group	CMMT and its subsidiary, namely CMMT MTN Berhad
CMRM or Manager	CapitaLand Malaysia Mall REIT Management Sdn. Bhd. (Company No. 819351-H), being the manager of CMMT
CMSA	Capital Markets and Services Act 2007 and includes any amendments made thereto from time to time
Deed	The deed dated 7 June 2010 (as amended and restated by a deed dated 5 October 2018) entered into between the Manager and the Trustee, as amended, varied or supplemented from time to time
DPU	Distribution per Unit
Listing Requirements	Main Market Listing Requirements of Bursa Securities and includes any amendments made thereto from time to time
LPD	15 February 2019, being the latest practicable date prior to the printing of this Statement
Major Unitholder	Means a person who has an interest or interests in one or more units in a unit trust scheme and the number or aggregate number of those units is: (a) 10% or more of the total number of the units in the unit trust scheme; or (b) 5% or more of the total number of the units in the unit trust scheme where such person is the largest unit holder of the unit trust scheme.

For the purpose of this definition, “**interest in units**” has the meaning given in section 4 of the CMSA.

DEFINITIONS (Cont'd)

NAV	Net asset value
Proposed Unit Buy-Back or Proposed Authority for Unit Buy-Back	Proposed authority for CMRM to re-purchase Units of up to 10% of the total number of Units issued
REIT(s)	Real estate investment trust(s)
RM and sen	Ringgit Malaysia and sen respectively
Rules on Take-Overs	Rules on Take-Overs, Mergers and Compulsory Acquisitions issued by the SC, and includes any amendments made thereto from time to time, read together with the Malaysian Code on Take-Overs and Mergers issued by the SC, and includes any amendments made thereto from time to time
SC	Securities Commission Malaysia
Substantial Unitholder	Means a person who holds 5% or more of the total number of Units
Trustee	MTrustee Berhad (Company No. 163032-V), being the trustee of CMMT
Unit	an undivided interest in CMMT

Unless specifically referred to, words denoting the singular shall include the plural and vice versa and words denoting the masculine gender shall include the feminine and neuter genders and vice versa. References to persons shall include corporations unless otherwise specified.

All references to "you" in this Statement are to the unitholders of CMMT.

Any reference to a time or day in this Statement shall be a reference to Malaysian time, unless otherwise stated.

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EXTRACT OF THE NOTICE OF AGM	Enclosed
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CAPITALAND MALAYSIA MALL TRUST
(Established in Malaysia under the Deed)

Registered Office of the Manager:
Unit No. 1-27, Level 27, Capital
Tower, No. 10, Persiaran KLCC,
50088 Kuala Lumpur

28 February 2019

Board of the Manager

Mr David Wong Chin Huat (Chairman and Non-Executive Independent Director)
Ms Low Peck Chen (Executive Non-Independent Director)
Ms Tan Siew Bee (Non-Executive Independent Director)
Dr Peter Tay Buan Huat (Non-Executive Independent Director)
Tuan Haji Rosli bin Abdullah (Non-Executive Independent Director)
Mr Ng Chih Kaye (Non-Executive Independent Director)
Mr Ronald Tay Boon Hwee (Non-Executive Non-Independent Director)
Mr Lim Cho Pin Andrew Geoffrey (Non-Executive Non-Independent Director)

To: THE UNITHOLDERS

Dear Sir/Madam,

PROPOSED UNIT BUY-BACK

1. INTRODUCTION

On 29 January 2019, the Manager announced that the Board had proposed to seek your approval for the Proposed Unit Buy-Back at the forthcoming AGM.

2. DETAILS OF THE PROPOSED UNIT BUY-BACK

The Proposed Unit Buy-Back, if approved by you, will allow the Manager to re-purchase Units of up to ten percent (10%) of the total number of issued Units. The re-purchase of Units is subject to compliance with the Listing Requirements and any prevailing rules and regulations issued by the relevant authorities at the time of the re-purchase.

The Manager may only re-purchase Units on Bursa Securities at a price not more than fifteen percent (15%) above the weighted average market price of the Units for the past five (5) market days immediately preceding the date of the re-purchase.

In accordance with Paragraph 12.28(4) of the Listing Requirements, the Units re-purchased pursuant to the Proposed Unit Buy-Back must be cancelled immediately.

The Proposed Unit Buy-back shall be effective upon the passing of the ordinary resolution at the forthcoming AGM and may continue to be in force until:

- (a) the conclusion of the next AGM of CMMT, at which time the authority shall lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed; or
- (b) the expiration of the period within which the next AGM of CMMT is required by law to be held; or
- (c) the authority is revoked or varied by an ordinary resolution passed by the unitholders of CMMT in a general meeting,

whichever occurs first.

The Proposed Authority for Unit Buy-Back does not impose an obligation on the Manager to re-purchase Units but rather, it allows the Board to exercise the power of the Manager to re-purchase Units at any time within the abovementioned period.

The Notice of AGM together with the Form of Proxy are enclosed in the Annual Report 2018.

3. RATIONALE FOR THE PROPOSED UNIT BUY-BACK

The Proposed Unit Buy-Back will provide the Manager with the opportunity to re-purchase Units in requisite situations such as for purposes of stabilising the supply and demand of Units traded on the Main Market of Bursa Securities, thereby allowing the price of Units to better reflect the fundamental value of the Units.

4. POTENTIAL ADVANTAGES AND DISADVANTAGES

Units re-purchased by the Manager will be cancelled immediately. Accordingly, the implementation of the Proposed Unit Buy-Back may improve the DPU of CMMT and the return on equity as a result of a lower number of Units being taken into account for these computations.

However, the Proposed Unit Buy-Back, if implemented, would reduce the financial resources available to CMMT and may consequently result in CMMT having to forego other feasible investment opportunities that may emerge in the future, or, at the least, deprive CMMT of any income that may be derived from the deposit of funds in interest bearing instruments. The Proposed Unit Buy-Back would also reduce the amount of financial resources available for repayment of CMMT Group's borrowings, working capital or distribution in the form of income distribution to the unitholders of CMMT.

Nevertheless, the Board will be mindful of the interest of CMMT Group and the unitholders of CMMT in implementing the Proposed Unit Buy-Back, and will ensure that any re-purchase of Units is made in good faith and in the best interest of the unitholders of CMMT.

5. SOURCE OF FUNDS

The re-purchase of Units pursuant to the Proposed Unit Buy-Back will be funded from internally generated funds and/or external borrowings; and the maximum amount of funds allocated shall not exceed the retained profits of CMMT. Based on CMMT's latest audited financial statements for the financial year ended 31 December 2018, CMMT has RM485.4 million in its retained profits.

The proportion of internally generated funds and external borrowings to be allocated for the re-purchase of the Units will only be determined later and will depend on the availability of internally generated funds, CMMT Group's total borrowings, price and actual number of Units to be re-purchased and other relevant cost factors.

In the event that CMMT partly finances the re-purchase of its Units by borrowings, the Board shall ensure that the amount of borrowings is backed by an equivalent amount of retained profits.

6. EFFECTS OF THE PROPOSED UNIT BUY-BACK

Assuming the Proposed Unit Buy-Back is carried out in full, effects of the Proposed Unit Buy-Back on the total number of issued Units, distributable income, DPU, NAV per Unit, gearing, working capital and earnings per Unit are set out below:

6.1 Number of issued Units

Assuming the Manager re-purchases 204,417,620 Units representing ten percent (10%) of the total number of issued Units as at the LPD and all the Units re-purchased are cancelled, the effect on the total number of issued Units is as follows:

	No. of Units
Number of issued Units as at the LPD	2,044,176,200
Less:	
Cancellation of Units re-purchased pursuant to the Proposed Unit Buy-Back	(204,417,620)
Resultant number of issued Units	<u>1,839,758,580</u>

6.2 Distributable income and DPU

The effects of the Proposed Unit Buy-Back on the distributable income of CMMT are dependent on the purchase price of Units, the number of Units re-purchased and the effective funding cost of the re-purchases. The reduced number of Units applicable in computing the DPU subsequent to the re-purchase of the Units will generally have a positive impact, all else being equal, on the DPU of CMMT.

6.3 NAV per Unit and gearing

The effects of the Proposed Unit Buy-Back on the NAV per Unit will depend on the purchase price of Units and number of Units re-purchased. The Proposed Unit Buy-Back will reduce the NAV per Unit if the purchase price exceeds the NAV per Unit at the time of the re-purchase. Conversely, it will increase the NAV per Unit if the purchase price is less than the NAV per Unit at the time of the purchase.

The effect of the Proposed Unit Buy-Back on the gearing of CMMT Group will depend on the quantum of borrowings used, if any, to fund the re-purchase of Units. The utilisation of any borrowings to fund the Proposed Unit Buy-Back will serve to increase the gearing of CMMT Group.

6.4 Working Capital

The Proposed Unit Buy-Back is likely to have the effect of reducing the working capital of CMMT Group, the quantum of which depends on the purchase price of Units, the number of Units re-purchased and any associated costs incurred in making the re-purchase.

6.5 Earnings per Unit

The effects of the Proposed Unit Buy-Back on the earnings per Unit of CMMT Group will depend on the purchase price of Units and number of Units purchased as well as any loss in interest income to CMMT Group and increase in finance cost from utilisation of borrowings to fund the Proposed Unit Buy-Back. The effective reduction in the number of Units applied in the computation of the earnings per Unit pursuant to the Proposed Unit Buy-Back may generally, all else being equal, have a positive impact on the earnings per Unit of CMMT Group.

7. DIRECTORS' AND SUBSTANTIAL UNITHOLDERS' UNITHOLDINGS

Assuming that the Proposed Unit Buy-Back is implemented in full and the Units purchased are from the unitholders of CMMT other than the Directors and/or Substantial Unitholders, the effect of the Proposed Unit Buy-Back on the unitholdings of the Directors and Substantial Unitholders respectively as at the LPD are illustrated below:

7.1 Directors

Directors	As at the LPD				After full implementation of the Proposed Unit Buy-Back			
	Direct		Indirect		Direct		Indirect	
	No. of Units	%	No. of Units	%	No. of Units	%	No. of Units	%
David Wong Chin Huat	-	-	-	-	-	-	-	-
Low Peck Chen	12,000	+	-	-	12,000	+	-	-
Tan Siew Bee	100,000	+	-	-	100,000	+	-	-
Dr Peter Tay Buan Huat	100,000*	+	-	-	100,000*	+	-	-
Tuan Haji Rosli bin Abdullah	-	-	-	-	-	-	-	-
Ng Chih Kaye	-	-	-	-	-	-	-	-
Ronald Tay Boon Hwee	-	-	-	-	-	-	-	-
Lim Cho Pin Andrew Geoffrey	47,000*	+	-	-	47,000*	+	-	-

* Negligible

* Held through nominees

7.2 Substantial Unitholders

Substantial Unitholders	As at the LPD				After full implementation of the Proposed Unit Buy-Back			
	Direct		Indirect		Direct		Indirect	
	No. of Units	%	No. of Units	%	No. of Units	%	No. of Units	%
CMMT Investment Limited	710,973,600	34.78	-	-	710,973,600	38.64	-	-
Employees Provident Fund Board	226,848,900*	11.10	-	-	226,848,900*	12.33	-	-
Amanah Saham Bumiputera	244,467,200*	11.96	-	-	244,467,200*	13.29	-	-
Kumpulan Wang Persaraan (Diperbadankan)	175,517,300 [#]	8.59	-	-	175,517,300 [#]	9.54	-	-

* Held through nominees

[#] Held through own name and nominees

8. PUBLIC UNITHOLDING SPREAD

The Proposed Unit Buy-Back will be carried out in accordance with the prevailing laws at the time of the re-purchase including compliance with the 25% public shareholding spread as required under paragraph 8.02(1) of the Listing Requirements.

As at the LPD, the public unitholding spread of CMMT was approximately 63.24%. In this regard, the Board will be mindful of the public shareholding spread requirement before making any re-purchases of Units pursuant to Proposed Unit Buy-Back.

9. IMPLICATIONS RELATING TO THE RULES ON TAKE-OVERS

The Rules on Take-Overs require a person, together with persons acting in concert with him, holding more than 33% but less than 50% of the total number of issued units in a listed Malaysian REIT and who as a result of a purchase by the REIT of its own units, increase his holding in any period of 6 months by an additional 2% or more of the voting units in the REIT, to undertake a mandatory offer on the balance of the units not already owned.

As at the LPD, CMMT Investment Limited which is a substantial unitholder of CMMT, holds approximately 34.78% of the voting units in CMMT.

The Manager does not intend to undertake the Proposed Unit Buy-Back such that it will trigger any obligation to undertake a mandatory offer pursuant to the Rules on Take-Overs. Assuming the Proposed Unit Buy-Back is implemented in full within a period of 6 months, CMMT Investment Limited's voting units in CMMT will increase by more than 2%. Accordingly, there will be an obligation for CMMT Investment Limited to undertake a mandatory offer for the remaining Units not already owned by it. In this regard, CMMT Investment Limited will apply for a waiver under the Rules on Take-Overs if the obligation is expected to be triggered as a result of the implementation of the Proposed Unit Buy-Back.

10. HISTORICAL UNIT PRICES

The monthly high and low prices at which the Units were traded on Bursa Securities for the preceding 12 months are as follows:

Year	Month	High (RM)	Low (RM)
2018	February	1.39	1.02
	March	1.10	0.98
	April	1.21	1.06
	May	1.29	1.12
	June	1.26	1.18
	July	1.25	1.19
	August	1.23	1.15
	September	1.16	1.09
	October	1.17	1.01
	November	1.09	1.00
	December	1.07	0.99
2019	January	1.10	1.01

The last transacted price of the Units as at the LPD was RM1.09.

(Source : Bloomberg)

11. INTERESTS OF DIRECTORS, MAJOR UNITHOLDERS AND/OR PERSONS CONNECTED

Save for the proportionate increase in the percentage of unitholdings including, among others, the voting rights of the unitholders of CMMT, as a consequence of the implementation of the Proposed Unit Buy-Back, none of the Directors, Major Unitholders and/or persons connected with them has any interest, whether direct or indirect, in the Proposed Unit Buy-Back.

12. DIRECTORS' RECOMMENDATION

The Board, after having considered all aspects of the Proposed Unit Buy-Back, is of the opinion that the Proposed Unit Buy-Back is in the best interest of the unitholders of CMMT. Accordingly, they recommend that you vote in favour of the ordinary resolution pertaining to the Proposed Unit Buy-back to be tabled at the forthcoming AGM.

13. AGM

The 7th AGM, the extract of the notice of which is set out in this Statement, will be held at Diamond Ballroom, Level 1, EQ, Equatorial Plaza, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia on Thursday, 28 March 2019 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the resolution to give effect to the Proposed Unit Buy-Back.

If you are unable to attend and vote in person at the forthcoming 7th AGM, you are requested to complete and return the Proxy Form, which is attached together with the 2018 Annual Report of CMMT, in accordance with the instructions therein as soon as possible so as to arrive at the registered office of the Manager at CapitaLand Malaysia Mall REIT Management Sdn. Bhd., Unit No. 1-27, Level 27, Capital Tower, No. 10, Persiaran KLCC, 50088 Kuala Lumpur, Malaysia not less than 24 hours before the time fixed for the 7th AGM. The lodging of the Proxy Form will not preclude you from attending and voting in person at our forthcoming 7th AGM should you subsequently wish to do so.

14. FURTHER INFORMATION

You are advised to refer to the attached Appendix for further information.

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APPENDIX

1. RESPONSIBILITY STATEMENT

The Directors have seen and approved this Statement and they collectively and individually accept full responsibility for the accuracy of the information contained in this Statement and confirm to the best of their knowledge and belief, after making all reasonable enquiries that, there are no other facts the omission of which would make any statement in this Statement misleading.

2. DOCUMENTS FOR INSPECTION

The following documents are available for inspection at the Registered Office of the Manager at Unit No. 1-27, Level 27, Capital Tower, No. 10, Persiaran KLCC, 50088 Kuala Lumpur during normal office hours from Mondays to Fridays (except for public holidays) from the date of this Statement up to and including the date of the AGM:

- (a) the Deed; and
- (b) the audited financial statements of CMMT Group for the past two (2) financial years ended 31 December 2017 and 31 December 2018.

EXTRACT OF THE NOTICE OF ANNUAL GENERAL MEETING

CAPITALAND MALAYSIA MALL TRUST

(Established in Malaysia under the Trust Deed dated 7 June 2010 (as amended and restated on 5 October 2018) entered into between CapitaLand Malaysia Mall REIT Management Sdn. Bhd. (819351-H) and MTrustee Berhad (163032-V))

NOTICE IS HEREBY GIVEN that the Annual General Meeting (**AGM**) of the holders of units (**Units**) (**Unitholders**) of CapitaLand Malaysia Mall Trust (**CMMT**) will be held on Thursday, 28 March 2019 at 10.00 a.m. at Diamond Ballroom, Level 1, EQ, Equatorial Plaza, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia to transact the following businesses:

SPECIAL BUSINESS

3. **PROPOSED UNIT BUY-BACK AUTHORITY TO REPURCHASE UP TO TEN PERCENT (10%) OF THE TOTAL NUMBER OF UNITS ISSUED (“PROPOSED UNIT BUY-BACK MANDATE”)**
(Ordinary Resolution 2)

“**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 5 October 2018), 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 CapitaLand Malaysia Mall Trust (“**CMMT**”) (“**Units**”) for and on behalf of CMMT through Bursa Securities, subject to the following:

- (a) the aggregate number of Units in CMMT 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 CMMT for the purpose of repurchasing the Units shall not exceed the aggregate of the retained profits of CMMT based on the latest audited financial statements of CMMT 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 CMMT, to sign and execute all documents, and do all acts and things as may be required for or in connection with and to give effect to, and to implement the Proposed Unit Buy-Back with full power to do all such acts as they may consider necessary or expedient in the best interest of CMMT 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.”

BY ORDER OF THE BOARD

CAPITALAND MALAYSIA MALL REIT MANAGEMENT SDN. BHD.

(Company No. 819351-H)

as manager of CapitaLand Malaysia Mall Trust

Khoo Ming Siang (MAICSA No. 7034037)

Teo Mee Hui (MAICSA No. 7050642)

Company Secretaries

Kuala Lumpur

28 February 2019

Notes:

1. *Only Unitholders whose names appear in the Record of Depositors on 21 March 2019 are entitled to attend, speak and vote at the AGM.*
2. *A Unitholder may attend the AGM in person or appoint up to two proxies to attend the AGM and vote in the Unitholder's place. A Unitholder holding 10,000 Units or less shall be entitled to appoint one proxy (whether a Unitholder or not). A Unitholder holding more than 10,000 Units shall be entitled to appoint maximum of two proxies (whether a Unitholder or not).*
3. *On a poll, every Unitholder who is present in person or by proxy/proxies has one vote for every Unit held by him.*
4. *Where the Unitholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one proxy for each securities account that holds 10,000 Units or less standing to the credit for the said securities account and up to two proxies for each securities account that has more than 10,000 Units standing to the credit for the said securities account.*
5. *Where a Unitholder appoints two proxies in accordance with such provision, the appointment shall be invalid unless he specifies the proportions of his 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.*

Notes:

7. *The Proxy Form appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarised certified copy of that power or authority, must be deposited with the Manager at CapitaLand Malaysia Mall REIT Management Sdn. Bhd., Unit No. 1-27, Level 27, Capital Tower, No. 10, Persiaran KLCC, 50088 Kuala Lumpur, Malaysia, not less than 24 hours before the time appointed for holding the meeting or any adjournment thereof, by hand or post; in default of this provision, the Proxy Form shall not be treated as valid.*

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a Unitholder (i) consents to the collection, use and disclosure of the Unitholder's personal data by the Manager and the Trustee (or their agents) for the purpose of processing and administering the proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Manager and the Trustee (or their agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the Purposes), (ii) warrants that where the Unitholder discloses the personal data of the Unitholder's proxy(ies) and/or representative(s) to the Manager and the Trustee (or their agents), the Unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Manager and the Trustee (or their agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the Unitholder will indemnify the Manager and the Trustee in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Unitholder's breach of warranty.

