

(Constituted in the Republic of Singapore pursuant to a Trust Deed dated 6 February 2004 (as amended))

S\$1,000,000,000 MULTICURRENCY MEDIUM TERM NOTE PROGRAMME ESTABLISHED BY CCT MTN PTE. LTD. AND GUARANTEED BY HSBC INSTITUTIONAL TRUST SERVICES (SINGAPORE) LIMITED (IN ITS CAPACITY AS TRUSTEE OF CAPITACOMMERCIAL TRUST):

- (I) INCREASE TO THE MTN PROGRAMME LIMIT;
- (II) REMOVAL OF THE CONDITION PRECEDENT FOR THE ISSUANCE OF NEW NOTES UNDER THE MTN PROGRAMME THAT THE MTN PROGRAMME MUST BE ASSIGNED A DEBT RATING OF NOT LOWER THAN "Baa2" OR "BBB"; AND
- (III) AMENDMENT OF THE TRUST DEED.

## **Increase to the MTN Programme Limit**

The **Issuer** had on 20 November 2007 established the S\$1,000,000,000 **MTN Programme**, which was arranged by DBS Bank Ltd.

The **Manager** wishes to announce that the **MTN Programme Limit** has been increased from S\$1,000,000,000 to S\$2,000,000,000 with effect from 31 March 2010.

The increase in the **MTN Programme Limit** is in line with the **Manager**'s strategy of enhancing **CCT**'s financial flexibility by diversifying its sources of funding, extending its debt maturities and increasing the proportion of unsecured debt over time.

The **Issuer** will lend the net proceeds from each issue of **Notes** if and when issued under the increased **MTN Programme Limit** (after deducting issue expenses) to the **CCT Trustee**. The **CCT Trustee** will use the proceeds of such loans to refinance existing borrowings, to finance or refinance the investments of **CCT**, to on-lend to any trust, fund or entity in which **CCT** has an interest, to finance or refinance any asset enhancement works initiated by **CCT** or such trust, fund or entity in which **CCT** has an interest and for the general working capital of **CCT**.

Approval in-principle has been received from the SGX-ST for the increase in the MTN Programme Limit from S\$1,000,000,000 to S\$2,000,000,000. The SGX-ST assumes no responsibility for the correctness of any of the statements made or opinions expressed or reports contained herein. Admission to the Official List of the SGX-ST and quotation of any Notes on the SGX-ST are not to be taken as an indication of the merits of the Issuer, the Guarantor, CCT, their respective subsidiaries, their respective associated companies (if any), the MTN Programme or such Notes.

Removal of the condition precedent for the issuance of new Notes under the MTN Programme that the MTN Programme must be assigned a debt rating of not lower than "Baa2" or "BBB"

The **Issuer**, the **Guarantor**, DBS Bank Ltd., as arranger and dealer, and Standard Chartered Bank, as dealer, have entered into a supplemental agreement to the **Programme Agreement** dated 31 March 2010 to amend certain terms of the **Programme Agreement**. With effect from 31 March 2010, it will no longer be a condition precedent for the issuance of new **Notes** under the **MTN Programme** that the **MTN Programme** must be assigned a debt rating of not lower than "Baa2" in relation to Moody's Investors Services Limited or "BBB" in relation to Standard & Poor's Ratings Services, a division of The McGraw-Hill Companies, Inc. and/or Fitch, Inc.

## **Amendment of Trust Deed**

Pursuant to Rule 747(3) of the Listing Manual of the **SGX-ST**, the **Manager** wishes to announce that certain amendments have been made to the **Trust Deed**.

The **Issuer**, the **Guarantor** and the **Trustee** have entered into a supplemental deed to the **Trust Deed** dated 31 March 2010 to amend certain terms of the **Trust Deed** pursuant to which the **Issuer**, the **Guarantor** and the **Trustee** have agreed to, *inter alia*, the following amendments:

- (a) the increase of the MTN Programme Limit from S\$1,000,000,000 to S\$2,000,000,000; and
- (b) the insertion of a new proviso to Clause 15.2.22.

Under the present Clause 15.2.22, the **Guarantor** covenants with the **Trustee** that it will make available to the **Trustee** (in addition to any copies to which it may be entitled as a **Unitholder**) copies (including copies in electronic form) in English of every report, circular and notice of general meeting issued or sent to **Unitholders** as soon as practicable after the

issue or publication thereof and, in any event, not more than 10 days after issue or publication.

With the insertion of the new proviso, if such report, circular or notice of general meeting issued or sent to **Unitholders** is made available on the website of **CCT** and the **Trustee** has been made a recipient of electronic alerts sent whenever new information is uploaded on the website of **CCT**, the provisions of Clause 15.2.22 shall be deemed to be duly satisfied.

**Definitions:** 

CCT CapitaCommercial Trust

**Issuer** CCT MTN Pte. Ltd., the issuer and a wholly-

owned subsidiary of the CCT Trustee

CCT Trustee or the

Guarantor

HSBC Institutional Trust Services (Singapore)

Limited (in its capacity as trustee of CCT)

Manager CapitaCommercial Trust Management Limited,

as manager of CCT

MTN Programme Multicurrency Medium Term Note Programme

established by the Issuer and guaranteed by the

Guarantor

**Notes**Notes that may from time to time be issued under

the MTN Programme

MTN Programme Limit The maximum aggregate principal amount of the

Notes that may be issued under the MTN

Programme

**Programme Agreement** Programme Agreement entered into between the

Issuer (as the issuer), the Guarantor (as the guarantor) and DBS Bank Ltd. (as the arranger

and the dealer) dated 20 November 2007

SGX-ST Singapore Exchange Securities Trading Limited

Trust Deed Constituting the Notes, entered into

between the Issuer (as the issuer), the Guarantor (as the guarantor) and the Trustee (as the

trustee) dated 20 November 2007

**Trustee** DBS Trustee Limited

**Unitholder** A holder of units in CCT

BY ORDER OF THE BOARD CapitaCommercial Trust Management Limited (Company registration no. 200309059W) As manager of CapitaCommercial Trust

Michelle Koh Company Secretary Singapore

31 March 2010