



(Constituted in the Republic of Singapore pursuant to a trust deed dated 29 October 2001 (as amended))

ANNOUNCEMENT

Annual General Meeting and Extraordinary General Meeting to be held on 19 April 2023 Responses to Substantial and Relevant Questions

CapitaLand Integrated Commercial Trust Management Limited, as the manager of CapitaLand Integrated Commercial Trust (“**CICT**”, and the manager of CICT, the “**CICT Manager**”) would like to thank all unitholders of CICT (“**Unitholders**”) who have submitted their questions in advance of our Annual General Meeting (“**AGM**”) and Extraordinary General Meeting (“**EGM**”) to be held wholly physical from 2.30 p.m. on Wednesday, 19 April 2023.

We have grouped the most asked questions, as well as questions relevant to the AGM and EGM agenda and aspects of CICT’s business into a few key topics. Questions asked during the pre-AGM/EGM sessions, including the session jointly organised with Securities Investors Association (Singapore), have also been included. The key topics are:

I. AGM

- A. Business and Operating Performance
- B. Financials and Capital Management
- C. Others

II. EGM

- A. New Property Management Agreement

Please refer to our responses to these substantial and relevant questions in the following pages.

The CEO of the CICT Manager, Mr Tony Tan will deliver a presentation to Unitholders at the AGM and EGM. Please refer to all AGM-related and EGM-related documents at [Investor Relations: AGM & EGM \(cict.com.sg\)](https://www.cict.com.sg/investor-relations/AGM-EGM).

Following the conclusion of the AGM and EGM, the voting results of the meetings will be uploaded on SGXNet and CICT’s website. The minutes of the AGM and EGM will be uploaded on SGXNet and CICT’s website on or before 19 May 2023.

CapitaLand Integrated Commercial Trust Management Limited

(Registration Number: 200106159R)

as manager of CapitaLand Integrated Commercial Trust

Lee Ju Lin, Audrey
Company Secretary

18 April 2023

IMPORTANT NOTICE

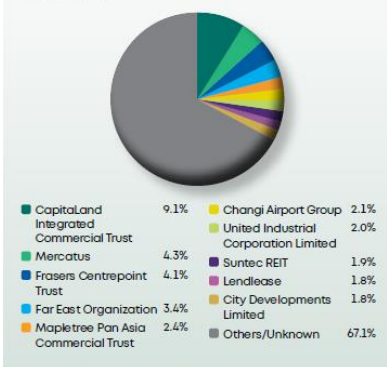
The past performance of CapitaLand Integrated Commercial Trust (“**CICT**”) is not indicative of future performance. The listing of the units in CICT (“**Units**”) on the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) does not guarantee a liquid market for the Units. The value of the Units and the income derived from them may fall as well as rise. Units are not obligations of, deposits in, or guaranteed by, CapitaLand Integrated Commercial Trust Management Limited, as manager of CICT (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 SGX-ST. It is intended that holders of Units may only deal in their Units through trading on the SGX-ST.

This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Units.

I. Annual General Meeting

A. Business and Operating Performance	
1.	How is the higher interest rate affecting the valuation of CICT properties? Are they already reflected in CICT's current NAV? How frequent is the property valuations being updated with these new higher rates?
	<p>CICT conducts annual independent valuation of its portfolio and the most recent one was in December 2022. The NAV per unit of S\$2.06 already reflected the valuation as at 31 December 2022.</p> <p>The methodologies applied by the valuers included the discounted cashflow method and/or the income capitalisation approach. So far, the rising interest rates have not affected the valuers' assumptions of cap rate and discount rates for Singapore assets. Singapore real estate market has continued to see asset sales at market yields and market rents have remained stable. The discount rates applied by Singapore valuers have been consistent in past years.</p> <p>While the Germany properties saw a decline in valuation, the impact was also attributed to other factors which include projected higher capital expenditure and downtime provision for Gallileo post anchor tenant lease expiry, heightened geopolitical risks arising from Russia/Ukraine conflict, rise in inflation rates and the effect of exchange rates.</p>
2.	Why is CICT going overseas? Is the overseas strategy still valid given what we are seeing in Gallileo, Germany and the WFH trend impact on Sydney, Australia offices? Any lessons learned?
	<p>Singapore remains CICT's stronghold and focused market for a foreseeable future. The Manager strives to strengthen CICT's market position in Singapore and seeks opportunities to create value for its Singapore portfolio. Investment outside of Singapore offers CICT optionality on additional income stream, as well as some diversifications in the event of home market conditions change. That said, the Manager will constantly review its approach, remain agile and adjust its strategy where appropriate when situation changes.</p> <p>The Manager recognises the importance of diversification of income within any property. As such, an acquisition of a multi-tenanted building will offer better protection against income volatility and will be the preferred investment target instead of a single occupier building.</p>
3.	What are the other key developed markets being considered by the manager? Does the manager anticipate expanding to two, three or more key markets beyond Singapore?
	<p>CICT remains predominantly focused on Singapore and there are opportunities to create value within the existing portfolio.</p> <p>The 20% exposure to overseas developed markets by portfolio property value is more a guide with no target timeline. CICT's exposure to overseas markets (Australia and Germany) is currently small at about 7% and will continue to be predominantly Singapore focused. Outside of Singapore, the preference is to stay focused in existing markets. That said, the Manager will constantly review its approach, remain agile and adjust its strategy where appropriate when situation changes.</p>

<p>4.</p>	<p>The REIT now has 40% of its assets in commercial offices, 30% in retail and 30% in integrated development.</p> <p>The additions to the portfolio in FY2022 have been in the office and integrated development segments. Is this the direction that the REIT will be taking going forward?</p> <p>Have CICT considered to invest in more suburban malls in Singapore?</p>						
	<p>The acquisitions in FY 2022 happened to be offices and integrated development due to the available opportunities and they were accretive for CICT after assessments of all the necessary factors. CICT's retail portfolio comprised malls in both downtown and suburban. As such, the Manager is open to investment opportunities in downtown or suburban mall.</p> <p>Ultimately, the Manager is indifferent about the asset type so long as they are commercial properties. Importantly, the target asset must be accretive after considering, among other things, the asset's attributes and growth potential, prevailing market conditions and funding options as part of the key considerations.</p> <div data-bbox="248 779 963 1173" style="text-align: center;"> <p>RETAIL: SUBURBAN VS DOWNTOWN PROPORTION By NLA as at 31 December 2022</p> <table border="1"> <thead> <tr> <th>Category</th> <th>Proportion</th> </tr> </thead> <tbody> <tr> <td>Downtown¹</td> <td>52.4%</td> </tr> <tr> <td>Suburban²</td> <td>47.6%</td> </tr> </tbody> </table> <p><small>1. Comprises Bugis Junction, Bugis+, CQ @ Clarke Quay, Plaza Singapura, and the retail components of Raffles City Singapore, The Atrium@ Orchard and Funan. 2. Comprises Tampines Mall, Junction 8, Lot One Shoppers' Mall, Bukit Panjang Plaza, Bedok Mall, Westgate and the retail component of IMM Building.</small></p> </div>	Category	Proportion	Downtown ¹	52.4%	Suburban ²	47.6%
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<p>5.</p>	<p>In March 2022, the group made its first investment in Australia, acquiring 66 Goulburn Street and 100 Arthur Street from CLA Real Estate Holdings Pte. Ltd. for an estimated aggregate purchase consideration of A\$330.7 million. Later in June 2022, the group acquired a 50% interest in 101-103 Miller Street and Greenwood Plaza from TGA Miller Street Trust for A\$422.0 million.</p> <p>With these acquisitions, Australia has become the group's second overseas developed market after Germany. In fact, Australia's portion of the total portfolio property value has now surpassed Germany (~4.0% vs ~3.0%).</p> <p>The acquisitions are consistent with the manager's goal of growing the REIT's overseas portfolio to no more than 20% of the property portfolio value in developed markets overseas.</p> <p>Can the REIT manager provide unitholders with a clearer understanding of its competitive edge in the established Australian market, particularly given the presence of other established REITs and real estate companies?</p>						
	<p>Australia is one of Asia Pacific's largest developed market underpinned by healthy economic fundamentals. The country is also expected to rebound and recover as COVID-19 restrictions ease in 2022. In particular, Sydney is witnessing major development and rejuvenation initiatives in line with its government backed ambition to become a leading innovation and technology hub in the region. Sydney is also striving to become a climate leader under its Sustainable Sydney 2030 community plan.</p> <p>It was an opportune time to enter the Australia market in end 2021 and early 2022, as it allows CICT to benefit from the gradual recovery of the Sydney market in the medium to long term.</p>						

	<p>In addition, CICT would be able to leverage on its sponsor, CapitaLand Investment Limited (“CLI”), for its investment and portfolio management capabilities. CLI has been in the Australian market since 2015, investing in asset type including office, industrial and serviced residences.</p> <p>CICT invests in assets in overseas developed markets to have options including additional income stream and diversification other than the dominant Singapore exposure. While CICT may be a small market player in the overseas market, there are opportunities to introduce ideas that have been implemented in Singapore to these overseas markets too. Examples would include the introduction of fitted out workspace and managed flex space to enable shorter turnaround time for tenants to commence operations after they commit to the space.</p>																								
<p>6.</p>	<p>How does the REIT value-add to 101-103 Miller Street and Greenwood Plaza given that the property manager is Mirvac Real Estate Pty Limited?</p>																								
	<p>Ideas to enhance value or differentiate offerings are universal, although property management is local. There is an asset management team in Sydney, through CLI that hold meetings and discussions with the JV partner on matters relating to the property. The REIT team in Singapore holds regular meetings with the team in Sydney to ensure implementation and follow-through of agreed plans.</p>																								
<p>7.</p>	<p>Does the manager see opportunities in the retail sector? What is the differentiating factor for the retail business in Singapore? How does the manager see the market dynamics, especially since Link REIT has entered Singapore with the purchase of Jurong Point?</p>																								
	<p>Yes, there are investment opportunities in retail and office assets in Singapore.</p> <p>Given Singapore’s tropical weather, a well-connected transportation network and infrastructure and city style living, the organised retail trade in the malls are popular destinations for meetups, entertainment and shopping. There are the malls in the downtown and those in the suburban areas, servicing varied groups of shoppers.</p> <p>The retail and integrated development (which comprised largely retail) portfolio constituted 60% of CICT’s total portfolio property value. Retail assets (including the retail component of integrated developments) contributed about 54.8% of CICT’s gross revenue in FY 2022.</p> <p>Based on CBRE Singapore’s data, the ownership of private retail stock in Singapore is fragmented. As such, there have always been a diverse group of retail mall owners and their presence offers shoppers an array of shopping experiences. CICT is the largest owner of private retail stock in Singapore.</p> <p><i>Chart can be found on page 143 of Independent Market Review, CICT Annual Report 2022</i></p> <p>ESTIMATED SHARE OF PRIVATE RETAIL STOCK BY OWNER¹⁴</p>  <table border="1" data-bbox="247 1724 635 1899"> <thead> <tr> <th>Owner</th> <th>Share (%)</th> </tr> </thead> <tbody> <tr> <td>CapitaLand Integrated Commercial Trust</td> <td>9.1%</td> </tr> <tr> <td>Changi Airport Group</td> <td>2.1%</td> </tr> <tr> <td>United Industrial Corporation Limited</td> <td>2.0%</td> </tr> <tr> <td>Mercatus</td> <td>4.3%</td> </tr> <tr> <td>Suntec REIT</td> <td>1.9%</td> </tr> <tr> <td>Fraser's Centrepoint Trust</td> <td>4.1%</td> </tr> <tr> <td>Lendlease</td> <td>1.8%</td> </tr> <tr> <td>Far East Organization</td> <td>3.4%</td> </tr> <tr> <td>City Developments Limited</td> <td>1.8%</td> </tr> <tr> <td>Mapletree Pan Asia Commercial Trust</td> <td>2.4%</td> </tr> <tr> <td>Others/Unknown</td> <td>67.1%</td> </tr> </tbody> </table> <p>Source: CBRE Singapore, 4Q 2022</p>	Owner	Share (%)	CapitaLand Integrated Commercial Trust	9.1%	Changi Airport Group	2.1%	United Industrial Corporation Limited	2.0%	Mercatus	4.3%	Suntec REIT	1.9%	Fraser's Centrepoint Trust	4.1%	Lendlease	1.8%	Far East Organization	3.4%	City Developments Limited	1.8%	Mapletree Pan Asia Commercial Trust	2.4%	Others/Unknown	67.1%
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	<p>CICT works closely with the Property Managers to differentiate and ensure its retail assets offer a good and refreshed mix of trades that attract shoppers as well as upkeep the malls to be safe and convenient shopping destinations. For retailers, they benefit from a network of well-located and good quality malls for their choice of outlet address. There are regular trade mix rejuvenation and asset enhancement initiatives or upgrading work to ensure the relevance of the malls' offerings to attract shoppers. And these help the retailers who are part of the ecosystem to grow sales. There are also ongoing platforms such as CapitaStar programme that CICT's malls offer to retailers and tenants to help generate awareness and publicity. All these strengthen the positioning of CICT's retail assets.</p> <p>CICT's retail portfolio offers:</p> <p>1. Resilience and More Options CICT's retail portfolio comprised suburban and downtown malls. This gives the REIT stability as the tenants and trade mix are diversified across the malls in different locations. This also gives retailers access to more outlet options, depending on their requirements.</p> <p>2. High committed occupancy rate and tenant retention rate CICT's retail portfolio committed occupancy rate has been consistently above 90%. There are strong tenant relationships resulting in a high tenant retention rate of 98.3% as at 31 December 2022.</p> <p>Committed occupancy as at 31 December 2020: 98.0% 2021: 96.8% 2022: 98.3%</p>
8.	<p>In the conversation with the CEO, it was disclosed that “more than 60%” of the tenants' employees are returning to the workplace. Companies are leaning towards flexible work arrangements. As a result, the manager is adopting a core and flex strategy for the office business to cater to tenants' evolving needs.</p> <p>Is the manager concerned at the high level of hybrid work arrangement?</p>
	<p>Hybrid working or flexible work arrangements are here to stay in the foreseeable future. Small to large size companies from various trade sectors are responding to this trend differently in Singapore. The hybrid working mode did not necessarily lead to a downsizing. There are some companies who retained the same workspace area, while others have expanded. It really comes down to what kind of workspace culture or environment the companies are targeting to create or encourage. Nonetheless, office clearly remains relevant and important to most organisations in the future.</p>
9.	<p>Does the “core and flex” strategy necessarily mean a lower occupancy rate and/or lower rental yield from the group's commercial properties?</p>
	<p>Not necessary. The flex space could be leased space by a flexible space operator or managed space by the owners of the building. In the first instance, the flexible space operator will be just like another occupier, paying monthly rent for the space. In the second instance, the flexible space operator works with the landlords, and manages the flex space. No rent is payable as the landlords are responsible for the operating expense of the managed space. However, the profit from the revenue generated through the lease of flex space after paying for the expenses goes to the landlords. There may be profit-sharing by the landlords and the flex space operator. In this managed space, the charges are no longer by rent per square foot, but by the number of desks leased monthly which is higher than the rent per square. Hence, the total collection could surpass typical rent per square foot.</p>

10.	<p>In Frankfurt, Germany, the anchor tenant at Gallileo, Commerzbank, has given notice to end its lease in January 2024. Gallileo is expected to be non-income generating for at least 18 months. Commerzbank is the fifth largest tenant to the REIT at 1.8% of CICT's monthly gross rental income in December 2022. The valuation of Gallileo and Main Airport Center declined by 22% and 14.5% on a year-on-year basis.</p> <p>When was the group informed by Commerzbank's on its decision to terminate the lease early? Can the manager explain why the non-incoming generating period could be as long as 18 months? How strong is the sponsor's platform in Germany?</p>
	<p>Gallileo is a well located 38-storey office building in the Banking District of Frankfurt, Germany constructed during 1999 to 2003, for Dresdner Bank. Dresdner Bank was subsequently acquired by Commerzbank AG in 2009. Acquired in 2018 by CapitaLand Commercial Trust (CCT), the property came into CICT's portfolio upon the completion of the merger between CapitaLand Mall Trust and CCT in November 2020. Gallileo contributed about 2% of CICT's FY 2022 net property income.</p> <p>Since Commerzbank has given notice in 2021 that they will terminate the lease in early 2024, CICT has been actively exploring various options for the building, including leasing to a single occupier or multiple occupiers and the related works associated with the different leases. While the various options are being evaluated, it is noted that post pandemic and with the ongoing war, any asset upgrading, or enhancement work might require longer time due to material delivery and manpower availability. And this is not unique to Frankfurt, Germany. Work can only commence after the return of the premises and the period required will also depend on the eventual scope of landlord work needed as well as tenants' fit out.</p> <p>CLI International have teams established in Europe since 2000. The current team in Germany leverages the office in United Kingdom for network, support and resources.</p>
11.	<p>The sponsor seems to be focused on investments outside Singapore, mainly into China. Is CICT now the neglected child of its sponsor? Please assure us unitholders that the sponsor remains committed to CICT, to grow its NAV and DPU steadily and consistently, rather than just using it as a tool to generate management fees for CLI.</p>
	<p>The sponsor, CLI Singapore currently owns about 23% of CICT. The REIT and Property Managers are wholly owned subsidiaries of CLI. Therefore, it is in CLI's interest to ensure the REIT is able to grow its NAV and DPU steadily. An example would be: CICT completed the acquisition of 70.0% interest in CapitaSky from CLI and wholly owned subsidiaries of Mitsui & Tokyo Tatemono JV, funded with debt and the divestment proceeds from JCube on 27 April 2022. COREF, the private fund under CLI acquired the balance 30.0% interest in CapitaSky. On a pro forma basis the acquisition was DPU-accretive.</p>

B. Financials and Capital Management

1.	<p>How will higher interest rate impact distribution in the medium term of 3 to 5 years and how does management intend to navigate in this higher rate environment?</p>
	<p>About 81% of CICT's total borrowings are on fixed interest rate. On the impact of higher interest rate on the DPU, we have shared a sensitivity analysis on the outstanding floating rate portion of our borrowings as at 31 December 2022:</p> <p>Assuming +1.0% p.a. increase in interest rate, the proforma impact based on CICT's outstanding borrowings on floating rate, the estimated additional annual interest expenses is about S\$18.77 million, and the estimated impact on DPU is -0.28 cents.</p>

CapitaLand Integrated Commercial Trust 2023 AGM and EGM
 Responses to Substantial and Relevant Questions

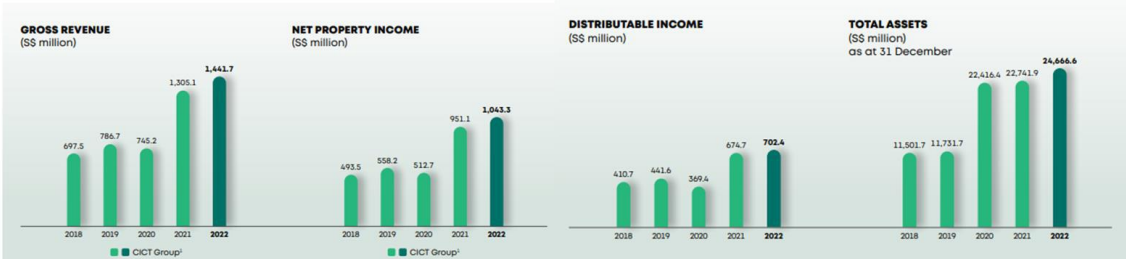


The Manager’s capital management strategy focuses on (1) extending the debt maturity profile; (2) diversifying funding sources; (3) achieving optimal interest rate while balancing (1) and (2) and (4) keeping majority of borrowings on fixed interest rate. The Manager maintains the strategy even in this high interest rate environment but will be flexible and adaptive while waiting for an appropriate timing to issue or hedge. Concurrently, the Manager will focus on driving growth in operational performance to mitigate the rising cost.

During the lower interest rate environment, the Manager has ensured a well spread debt profile with longer dated maturity resulting in an average term of 3.9 years as at 31 December 2022. Average cost of debt was 2.7% and about 81% of total borrowings are on fixed rate. With the S\$1.2 billion of debt due in 2023, there are already bank facilities in place to refinance it and what we are managing is the optimal interest rate.

On 15 March 2023, CICT has issued a 10-year HKD MTN due 2033 which was fully swapped to SGD equivalent of S\$132.7 million at an interest rate of 4%.

2. On page 10 of the annual report, the REIT displayed its financial highlights showing how gross revenue, net property income, distributable income and total assets have grown over the years.



(Adapted from annual report 2022)

The four metrics shown are at the aggregate level. Further on page 11, there are other selected line items showing total return and distribution, financial position, and other key financial indicators, which are more relevant to unitholders, including net asset value, earnings and distribution per unit.

CapitaLand Integrated Commercial Trust 2023 AGM and EGM
Responses to Substantial and Relevant Questions

GROUP For the Financial Year	2018	2019	2020 ¹	2021	2022
Selected Statement of Total Return and Distribution Data (\$S million)					
Gross Rental Income	639.2	722.4	697.6	1,233.3	1,352.2
Car Park Income	20.2	19.8	17.7	27.7	35.4
Other Income	38.1	44.5	29.9	44.1	54.1
Gross Revenue	697.5	786.7	745.2	1,305.1	1,441.7
Net Property Income	493.5	558.2	512.7	951.1	1,043.3
Distributable income	410.7	441.6	369.4	674.7	702.4
Selected Statement of Financial Position Data (\$S million)					
Total Assets	11,501.7	11,731.7	22,416.4	22,741.9	24,666.6
Total Borrowings ²	3,638.0	3,547.0	8,632.0	8,119.0	9,457.0
Net Asset Value Per Unit ³ (\$S)	2.00	2.07	2.00	2.06	2.06

The risk profile of the REIT has increased - aggregate leverage is now at 40.4% compared to 34.2% and the interest coverage is lower at 3.7 times (versus 5.2 times in 2018). And yet the DPU is lower.

NAV per unit: Can the manager help unitholders understand how it has created long-term sustainable value with its strategy in the past 5 years? Please help shareholders understand why the increase in total assets has not been followed by increases in NAV per unit.

Distribution per unit: Similarly, how is the REIT's growth benefiting unitholders, given that DPU has declined and remained relatively low?

Over the five years, DPU was at its all-time high in 2019 at 11.97 cents and low in FY 2020 at 8.69 cents. DPU increased by ~20% year-on-year to 10.40 cents in FY 2021 (first full year after the merger) and ~2% year-on-year to 10.58 cents in FY 2022.

2020 to 2021 were COVID-19 years, affecting the lives of individuals as well as businesses due to the lockdown and safe management measures. Like others, CICT's portfolio of commercial properties were affected as there were restrictions on dine-in capacity, number of people who could visit the malls and number of employees who could be in office for work as well as delay in completion of projects. Thereafter, with the onset of the war, there were cost pressure on utilities, manpower and materials. Nevertheless, our teams tirelessly engage in active leasing at our properties resulting in higher committed occupancy over the two years; upgraded as well as upgrading selected properties while rejuvenating the trade mix within some malls to ensure their relevance and attract shoppers post the pandemic. However, the value of these actions requires longer time to unfold. The income contribution of the acquisitions completed in March and June 2022 as well as those out of the Raffles City Singapore AEI would only come through fully or progressively from FY 2023. There are other income sources from past efforts which are still stabilising and have not contributed much, such as our 45% interest in CapitaSpring. This will come through as share of joint venture's distributable income sometime in 2H 2023.

The combined portfolio after the merger of CMT and CCT reported a decline year-on-year from FY 2019 to FY 2020 largely due to the effects of the COVID-19 pandemic on the market rental rate assumptions. This was not visible on the table shown above as the 2019 data only reflected CMT's portfolio. However, this was reported in CICT annual report 2020. In December 2021, CICT sold its 50% interest in One George Street and the sale proceeds were subsequently recycled into acquisitions completed in 2022. The acquisitions in 1H 2022 were funded with a combination of debt, equity, divestment proceeds. Hence, besides the growth in total assets, total borrowings were higher. As such, the net asset increase was lower year-on-year, resulting in a steady net asset value (NAV) per unit from FY 2021 to FY 2022.

As the Manager works through the assets, such as achieving higher rents than what the valuers have assumed and stabilising the operations of acquisitions completed in 1H 2022, the value will come through over time.

3.	<p>Management expense ratio: In FY2002, when total assets were just \$1.0 billion, the management expense ratio was 0.8%. Now with total assets approaching \$25 billion, the management expense ratio is 0.7%. What guidance has the board given to management regarding optimising management expense? Has the board discussed this issue with the manager? Is the manager enjoying economies of scale now that it is 25 times larger and passing on and sharing the lower costs with unitholders?</p>																												
	<p>CICT's management expense ratio or expenses to weighted average net assets ranged from 0.63% to 0.70% for the last three years (2020 to 2022). Compared to the 10 years from 2010, where the ratio ranged from 0.68% to 0.8%, the management expense ratio was lower in the last three years. This demonstrated that there were proactive actions to lower expenses.</p> <p style="text-align: center;">CICT's Management Expense Ratio (%)</p> <table border="1"> <caption>CICT's Management Expense Ratio (%)</caption> <thead> <tr> <th>Year</th> <th>Ratio (%)</th> </tr> </thead> <tbody> <tr><td>2010</td><td>0.71</td></tr> <tr><td>2011</td><td>0.77</td></tr> <tr><td>2012</td><td>0.8</td></tr> <tr><td>2013</td><td>0.76</td></tr> <tr><td>2014</td><td>0.79</td></tr> <tr><td>2015</td><td>0.72</td></tr> <tr><td>2016</td><td>0.73</td></tr> <tr><td>2017</td><td>0.71</td></tr> <tr><td>2018</td><td>0.68</td></tr> <tr><td>2019</td><td>0.71</td></tr> <tr><td>2020</td><td>0.63</td></tr> <tr><td>2021</td><td>0.68</td></tr> <tr><td>2022</td><td>0.7</td></tr> </tbody> </table>	Year	Ratio (%)	2010	0.71	2011	0.77	2012	0.8	2013	0.76	2014	0.79	2015	0.72	2016	0.73	2017	0.71	2018	0.68	2019	0.71	2020	0.63	2021	0.68	2022	0.7
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C. Others

1.	<p>CICT's total unitholder return over five years is 21.4%, or an estimated 3.95% per annum while the total unitholder return over three years is (5.1)%.</p> <p>TOTAL UNITHOLDER RETURN</p> <table border="1"> <thead> <tr> <th>TOTAL UNITHOLDER RETURN</th> <th>1-year (from 1 Jan 2022 to 31 Dec 2022)</th> <th>3-year (from 1 Jan 2020 to 31 Dec 2022)</th> <th>5-year (from 1 Jan 2018 to 31 Dec 2022)</th> </tr> </thead> <tbody> <tr> <td>Closing unit price on the last trading day prior to the commencement of the period (S\$)</td> <td>2.04</td> <td>2.46</td> <td>2.13</td> </tr> <tr> <td>Capital appreciation/(depreciation) (%)</td> <td>0</td> <td>(17.1)</td> <td>(4.2)</td> </tr> <tr> <td>Distribution yield (%)</td> <td>5.2</td> <td>12.1</td> <td>25.0</td> </tr> <tr> <td>Total return as at 31 Dec 2022 (%)</td> <td>5.2</td> <td>(5.0)</td> <td>20.7</td> </tr> <tr> <td>Total return (assuming dividends reinvested) (%)¹</td> <td>2.3</td> <td>(5.1)</td> <td>21.4</td> </tr> </tbody> </table> <p><small>¹ Based on Bloomberg data. Numbers may not add up due to rounding.</small></p> <p>Performance: Has the REIT been disproportionately impacted by the pandemic, or are there other reasons for its underperformance over the past three years? Did the manager benchmark itself against other retail REITs?</p>	TOTAL UNITHOLDER RETURN	1-year (from 1 Jan 2022 to 31 Dec 2022)	3-year (from 1 Jan 2020 to 31 Dec 2022)	5-year (from 1 Jan 2018 to 31 Dec 2022)	Closing unit price on the last trading day prior to the commencement of the period (S\$)	2.04	2.46	2.13	Capital appreciation/(depreciation) (%)	0	(17.1)	(4.2)	Distribution yield (%)	5.2	12.1	25.0	Total return as at 31 Dec 2022 (%)	5.2	(5.0)	20.7	Total return (assuming dividends reinvested) (%) ¹	2.3	(5.1)	21.4
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	<p>Please see the price performance of CICT compared to the related indices over a three-year and a five-year period. Over a three-year period, CICT performed in line with the Real Estate index, better than the REIT index but underperformed relative to the Straits Times index.</p> <p>Over a five-year period, CICT's performance appeared resilient against the other three indices.</p> <table border="1"> <thead> <tr> <th>Change in price</th> <th>CICT</th> <th>Straits Times index</th> <th>FTSE REIT index</th> <th>FTSE Real Estate index</th> </tr> </thead> <tbody> <tr> <td>Three-year 31 Dec 2019 to 31 Dec 2022</td> <td>-17.1%</td> <td>+0.9%</td> <td>-21.5%</td> <td>-17.2%</td> </tr> <tr> <td>Five-year 31 Dec 2017 to 31 Dec 2022</td> <td>-4.2%</td> <td>-4.5%</td> <td>-15.3%</td> <td>-15.8%</td> </tr> </tbody> </table> <p>As for total return, please see comparison with FTSE REIT and FSTE Real Estate indices as well as peer REITs.</p>	Change in price	CICT	Straits Times index	FTSE REIT index	FTSE Real Estate index	Three-year 31 Dec 2019 to 31 Dec 2022	-17.1%	+0.9%	-21.5%	-17.2%	Five-year 31 Dec 2017 to 31 Dec 2022	-4.2%	-4.5%	-15.3%	-15.8%									
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CapitaLand Integrated Commercial Trust 2023 AGM and EGM
 Responses to Substantial and Relevant Questions

	<p style="text-align: center;">3-Year Total Return, 2020-2022 (assuming dividends reinvested)</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th>Index</th> <th>3-Year Total Return (2020-2022)</th> </tr> </thead> <tbody> <tr> <td>CICT</td> <td>-5.24%</td> </tr> <tr> <td>FTSE ST REIT</td> <td>-7.80%</td> </tr> <tr> <td>FTSE ST Real Estate</td> <td>-5.11%</td> </tr> <tr> <td>Singapore Peers⁽¹⁾</td> <td>-11.78%</td> </tr> </tbody> </table> <p>(1) Based on the average 3-year total return (assuming dividends reinvested) of select Singapore listed REITs in the diversified, office and retail sectors. (2) Source: Bloomberg, April 2023.</p>	Index	3-Year Total Return (2020-2022)	CICT	-5.24%	FTSE ST REIT	-7.80%	FTSE ST Real Estate	-5.11%	Singapore Peers ⁽¹⁾	-11.78%
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<p>2.</p>	<p>Will CICT consider distribution re-investment programme for unitholders in the future?</p>										
	<p>The Manager has done an evaluation and decided that there are no compelling reasons to implement Distribution Re-investment Programme* for the 2H 2022 distribution. However, the Manager will continue to review and evaluate it at the appropriate time.</p> <p>*Distribution re-investment programme allows unitholders the option to choose to receive the announced distribution in cash or in CICT units.</p>										
<p>3.</p>	<p>Will there be consideration to pay out distribution on a quarterly basis rather than on half-yearly basis?</p>										
	<p>The Manager took note of a Unitholder’s suggestion and have done an evaluation on the frequency of distribution based on cost and other considerations. The decision is to continue with half-yearly distribution at this point in time. However, the Manager will review the plan again at the appropriate time.</p>										

II. Extraordinary General Meeting

Unless otherwise defined herein in this Section II – Extraordinary General Meeting, all capitalised terms shall have the meaning ascribed to them in the circular to Unitholders dated 22 March 2023.

A. Property Management Agreement	
1	<p>Since the 2020 merger, what has been the general proportion of new Retail Leases and/or Office Leases secured by the Singapore Retail Property Manager and Singapore Office Property Manager respectively, versus those secured by Third Party Agents?</p> <p>a. Additionally, are there any material differences in fee structure (described in section 2.2.1 to 2.2.4 of the EGM Circular) vis-à-vis the Singapore Property Managers under the New Singapore Property Management Agreement, versus the Third-Party Agents?</p> <p>b. How common is it for the renewal of a Retail Lease and/or Office Lease to be secured by a party other than the one which secured the initial Retail Lease and/or Office Lease? For example, a new Retail Lease secured by the Singapore Retail Property Manager but renewed by a Third-Party Agent, or vice versa?</p>
	<p>Since the merger of CapitaLand Mall Trust and CapitaLand Commercial Trust in 2020, majority of the new retail leases are secured by Singapore Retail Property Manager without engaging Third Party Agents, while majority of the new office leases are secured by Singapore Office Property Manager with engagement of Third Party Agents. This is attributable due to the industry leasing practice of the respective asset classes.</p> <p>a. In relation to the paragraphs 2.2.1 (property and lease management services), 2.2.3 (project management fees) and 2.2.4 (reimbursable staff costs) of the Circular, the applicable fees are only payable to the Singapore Property Managers and not to Third Party Agents.</p> <p>In relation to paragraph 2.2.2 (marketing services) of the Circular, the Third Party Agent Fee payable will be commercially agreed upon between the respective Singapore Property Managers and the respective Third Party Agent. Such Third Party Agent Fee will be borne out of the fixed fees payable to the Singapore Property Managers as set out in paragraph paragraphs 2.2.2(i)(a) – (b) and 2.2.2(ii)(a) – (b). In the event that the Third Party Agent Fee is greater than the fixed fee payable to the Singapore Property Managers, the Trustee shall pay to the Singapore Property Managers the relevant Third Party Agent Fee to be paid to the Third Party Agent.</p> <p>b. For both retail and office leases, it would not be a common occurrence for renewals to be secured by Third-Party Agents in instances where the initial retail or office lease was secured by the respective Singapore Property Managers.</p>
2	<p>In relation to fees for property and lease management services, why do the fees for the Singapore Retail Property Manager follow a “2-tier” structure based on the property income and net property income (before the property and lease management fees are accounted for), while the fees for the Singapore Office Property Manager are based solely on the latter?</p>
	<p>Retail and office properties have different operational needs from the Singapore Property Managers and thus, the fee structures differ.</p> <p>For the avoidance of doubt, there is no change in the property and lease management fee structure under the New Singapore Property Management Agreement as compared</p>

A. Property Management Agreement	
	<p>to the current fee structure for retail and office properties under the existing property management agreements (except for the alignment in definitions used as set out in page A-1 of the Circular).</p> <p>Furthermore, the IFA has also done a market benchmarking of the property and lease management fee structure under the New Singapore Property Management Agreement with comparable REITs listed on the SGX-ST with retail and office properties located in Singapore (the “Relevant Comparable REITs”) and has stated that they are generally the same as the property and leasing management services provided by the property managers of the Relevant Comparable REITs. Please refer to Section 4.2.2 of the IFA Letter for more details.</p>
3	In relation to properties which are not wholly owned by CICT (i.e., CapitaSpring and CapitaSky), are there any material differences in property management fee structures between their existing standalone property management agreements, versus the fee structure under the New Singapore Property Management Agreement?
	<p>There are no material differences in the property and lease management fee structures between the subsisting standalone property management agreements for CapitaSpring and CapitaSky as compared against the New Singapore Property Management Agreement as the fees payable are both fixed at 3.0% per annum of net property income (before the property and lease management fees) for office properties.</p> <p>In relation to the marketing fee structure, the subsisting standalone property management agreements for CapitaSpring and CapitaSky are currently adopting a fee structure similar to the Existing Office PMA. For the key updates between the marketing fee structure under the Existing Office PMA and the New Singapore Property Management Agreement, please refer to Appendix A at page A-3 of the Circular for further details.</p>
4	Are there any fees which are required to be paid by CICT and/or the Manager following the termination of the Relevant Existing Property Management Agreements?
	<p>There are no fees payable by CICT and/or the Manager upon the termination of the Relevant Existing Property Management Agreements.</p> <p>Under the New Singapore Property Management Agreement, the Trustee, the Manager and the relevant property manager of the Relevant Existing Property Management Agreements have agreed that the Relevant Existing Property Management Agreements will be terminated on 1 June 2023 to coincide with the commencement of the New Singapore Property Management Agreement, without the need for any further action on the part of any of the parties.</p>

5	<p>Under section 3.1 of the EGM Circular, the cost savings illustration was based solely on the fees in FY2021 and FY2022. Would there be any significant difference in the savings computed had the illustration accounted for previous FYs? Or would there be any changes to the illustration trend of higher marketing fees being offset by lower reimbursable staff costs due to the Reimbursement Cap?</p>
	<p>Due to the merger of CapitaLand Mall Trust and CapitaLand Commercial Trust to form CICT in 2020, the cost savings illustration in paragraph 3.1 of the Circular compares illustrative fees derived using the actual amount of leases committed in FY2021 and FY2022, against the actual fees paid in FY2021 and FY2022, which are the full financial figures of CICT post completion of the merger, as it provides the most meaningful illustration.</p> <p>The cost savings illustration in the Circular has already taken into account the proposed new marketing fee structure, the removal of Lease Marketing Staff Costs from the reimbursable staff costs payable to Singapore Property Managers and the effect of the Reimbursement Cap.</p>
6	<p>In relation to section 2.3 of the EGM Circular, would there be any conflict of interest concerns in relation to the Manager’s exercise of the right to terminate the New Singapore Property Management Agreement if KPIs are not met, given that the Manager and Singapore Property Managers are sister companies wholly owned by CLI?</p> <p>a. Aside from the disclosure of the Directors’ interests in CLI under section 7.1 of the EGM Circular, do any of the Directors (or any other persons with the authority to act on behalf of the Manager in relation to the New Singapore Property Management Agreement) have interests in the Singapore Property Managers?</p> <p>b. If the above is answered affirmatively, it the position of the Manager that giving the Trustee the same right to terminate would be sufficient to mitigate any conflict of interest?</p>
	<p>There will not be a conflict of interests in relation to the Manager’s exercise of their right to terminate the New Singapore Property Management if the key performance indicators (“KPIs”) are not met as the KPIs to be provided to the Singapore Property Managers by the Manager will be based on objective standards. For example, the KPIs will be based on factors (which include financial and non-financial metrics) such as, among others, the Singapore Property Managers’ ability to meet the Revenue target and Net Property Income target set under the annual budget process. The KPIs of the Singapore Property Managers will be assessed by the Manager on an annual basis and the Manager’s assessment will be provided to the Trustee for review.</p> <p>In any event, the Trustee also has the right to terminate the New Singapore Property Management Agreement if the KPIs are not met and hence the interests of Unitholders are safeguarded.</p> <p>a. Based on information available to the Manager as at the date of this announcement, apart from the Directors’ interests disclosed in paragraph 7.1 of the EGM circular, (i) the Directors, and (ii) the Chief Executive Officer (being the person with the authority to act on behalf of the Manager in relation to the New Singapore Property Management Agreement) do not have an interest in the Singapore Property Managers.</p> <p>b. N.A.</p>

7	Regarding EGM resolution (Singapore Property managers), who are the managers, whether are they a subsidiary or a term contractor of CICT. what are the benefits to not only unitholders, but also to shoppers and tenants?
	<p>The Manager is CapitaLand Integrated Commercial Trust Management Limited, in its capacity as manager of CICT.</p> <p>The Singapore Property Managers are CapitaLand Retail Management Pte Ltd and CapitaLand Commercial Management Pte Ltd.</p> <p>The Manager and Singapore Property Managers are not subsidiaries of CICT.</p> <p>The Singapore Property Managers have an experienced team of management and staff with proven track record. They have been involved in day-to-day property management functions (e.g. building good tenant relationship and stickiness, executing tenant and trade mix alignment to uphold vibrancy in CICT’s properties etc) as well as successfully carrying out asset upgrading for CICT’s Singapore portfolio since its initial public offering. The expertise and experience of the Singapore Property Managers, coupled with their familiarity with CICT’s business operating model and properties, will be crucial in driving asset performance and creating a positive customer experience, thereby benefitting tenants, shoppers and unitholders.</p>