



(Constituted in the Republic of Singapore
pursuant to a trust deed dated 23 October 2006 (as amended))

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an **EXTRAORDINARY GENERAL MEETING** of CapitaRetail China Trust (“**CRCT**”, and the holders of units of CRCT, “**Unitholders**”) will be held at STI Auditorium, 168 Robinson Road, Level 9, Capital Tower, Singapore 068912 on Tuesday, 21 June 2011 at 10.30 a.m. to consider and, if thought fit, to pass, with or without modifications, the following resolutions as Ordinary Resolutions:

ORDINARY RESOLUTION 1 — THE PROPOSED ACQUISITION OF 新民众乐园 (“NEW MINZHONG LEYUAN MALL”, ALSO KNOWN AS “WUHAN PEOPLE’S PARADE”)

That:

- (a) approval be and is hereby given for the acquisition of the Property (as defined in the circular dated 30 May 2011 (“**Circular**”) issued by CapitaRetail China Trust Management Limited, as manager of CRCT, the “**Manager**”), from The Ascott Holdings Limited (the “**Vendor**”) through the acquisition by HSBC Institutional Trust Services (Singapore) Limited, in its capacity as trustee of CRCT (the “**Trustee**”) of the entire issued share capital of Somerset (Wuhan) Investments Pte Ltd and the outstanding Shareholder’s Loans (as defined in the Circular) at the purchase consideration of S\$69.8 million (subject to post-completion adjustments) (the “**Acquisition**”) and on the terms and conditions set out in the conditional share purchase agreement (the “**Share Purchase Agreement**”) dated 5 May 2011 made between the Trustee and the Vendor, and for the payment of all fees and expenses relating to the Acquisition (as described in the Circular);
- (b) approval be and is hereby given for CapitaLand Retail (Shanghai) Management & Consultancy Co., Ltd. (the “**Property Manager**”) to manage the Property on the completion of the acquisition of the Property pursuant to and in accordance with the terms of the property management agreement to be entered into by Wuhan New Minzhong Leyuan Co., Ltd and the Property Manager; and

- (c) the Manager, any director of the Manager (“**Director**”), and the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager, such Director or, as the case may be, the Trustee may consider expedient or necessary or in the interests of CRCT to give effect to or implement this resolution.

ORDINARY RESOLUTION 2 — THE PROPOSED PLACEMENT OF NEW UNITS TO CAPITAMALLS ASIA LIMITED AND ITS SUBSIDIARIES UNDER THE PROPOSED PRIVATE PLACEMENT

That subject to and contingent upon the passing of Ordinary Resolution 1:

- (a) approval be and is hereby granted for the placement of such number of New Units under the Private Placement (each as defined in the Circular) to CapitaMalls Asia Limited and its subsidiaries (including the Manager) (the “**CMA Group**”) up to their proportionate unitholding, in percentage terms, at their pre-placement level; and
- (b) that the Manager, any Director and the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Manager, such Director or, as the case may be, the Trustee may consider expedient or necessary or in the interests of CRCT to give effect to such placement of New Units to the CMA Group.

BY ORDER OF THE BOARD

CAPITARETAIL CHINA TRUST MANAGEMENT LIMITED

(Company Registration No. 200611176D)

(as manager of CapitaRetail China Trust)

Kannan Malini

Company Secretary

Singapore

30 May 2011

Important Notice:

- (1) A unitholder of CRCT (“**Unitholder**”) entitled to attend and vote at the EGM is entitled to appoint not more than two proxies to attend and vote in his/her stead. A proxy need not be a Unitholder.
- (2) The instrument appointing a proxy or proxies must be deposited at the Unit Registrar’s office at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not later than 19 June 2011 at 10.30 a.m., being 48 hours before the time set for the EGM.