

OTHER INFORMATION

1 DIRECTORS' REMUNERATION

(a) Directors' Compensation Table for the financial year ended 31 December 2010⁽¹⁾:

| Directors of the Company | Salary inclusive AWS and employer's CPF | Bonus and other benefits inclusive of employer's CPF ⁽²⁾⁽³⁾ | Directors' Fees inclusive of attendance fees ⁽⁴⁾ | Awards of shares ⁽⁵⁾ | Total |
|---|---|--|---|---------------------------------|------------------|
| | \$ | \$ | \$ | \$ | \$ |
| Payable by Company: | | | | | |
| Liew Mun Leong | – | – | 156,116 ⁽⁶⁾ | 67,058 | 223,174 |
| Jennie Chua | – | – | 48,000 ⁽⁶⁾ | 17,526 | 65,526 |
| Lim Tse Ghow Olivier | – | – | 94,374 ⁽⁶⁾ | 36,896 | 131,270 |
| Lim Beng Chee | 628,174 | 873,635 | – | 600,488 | 2,102,297 |
| Sunil Tissa Amarasuriya | – | – | 91,000 | 31,592 | 122,592 |
| Dr Fu Yuning ⁽⁷⁾ | – | – | 46,000 | 18,679 | 64,679 |
| Dr Loo Choon Yong | – | – | 95,705 | 37,818 | 133,523 |
| Arfat Pannir Selvam | – | – | 69,964 | 29,517 | 99,481 |
| Professor Tan Kong Yam | – | – | 82,705 | 30,670 | 113,375 |
| Hiroshi Toda ⁽⁸⁾ | – | – | 28,333 | 8,546 | 36,879 |
| Yap Chee Keong | – | – | 105,964 | 38,049 | 144,013 |
| Total for Directors of the Company | 628,174 | 873,635 | 818,161 | 916,839 | 3,236,809 |

¹ This is the first full year declaration for Directors' remuneration under CapitaMalls Asia since its listing on 25 November 2009.

² The bonus figures disclosed are based on an accrual basis and are accrued for the performance of the same year.

³ The bonus figures consist primarily of Economic Value Added ("EVA") bonuses under the EVA incentive plan and are disclosed based on an accrual basis and accrued for the performance of the same year. The EVA bonus accrued for year 2010 is credited into the bonus account and a portion of the balance in the bonus account will be paid out annually, provided that the account balance, which is subjected to a clawback feature, is positive.

⁴ The directors' fees will only be paid upon approval by the shareholders at the forthcoming Annual General Meeting of the Company.

⁵ The awards granted under the CapitaMalls Asia Restricted Stock Plan ("RSP") to the Directors (except for Mr Lim Beng Chee) are time-based with no performance conditions and will be released over a vesting period of two years. The awards of shares figures disclosed are based on the fair value of the shares at the time of grant.

Contingent awards of shares under the RSP and the CapitaLand Performance Share Plan ("PSP") were granted to Mr Lim Beng Chee. The final number of shares released to Mr Lim Beng Chee under the contingent awards of shares for RSP and PSP will depend on the achievement of pre-determined targets and subject to the respective vesting period under RSP and PSP. The contingent awards of shares figures disclosed are based on the fair value of the shares comprised in the baseline awards under the RSP and PSP at the time of grant.

⁶ Director's fee is payable to CapitaLand Limited from 25 November 2009, the date the Company ceased to be a wholly-owned subsidiary of CapitaLand.

⁷ Dr Fu Yuning resigned as a director of the Company on 1 January 2011.

⁸ Mr Hiroshi Toda resigned as a director of the Company on 16 June 2010.

(b) Number of Directors of CapitaMalls Asia Limited in Remuneration Bands:

| Remuneration Bands | 2010 |
|------------------------|-----------|
| \$500,000 and above | 1 |
| \$250,000 to \$499,999 | – |
| Below \$250,000 | 10 |
| Total | 11 |

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2 EXECUTIVES' REMUNERATION

Remuneration Data (for key executive) for the financial year ended 31 December 2010:

| Total Compensation Bands | Name of employees |
|----------------------------|--|
| \$1,250,000 to \$1,499,999 | Simon Ho |
| \$1,000,000 to \$1,249,999 | Simon Yong |
| \$750,000 to \$999,999 | Goh Soon Yong, Ng Kok Siong, Jesline Goh |
| \$500,000 to \$749,999 | Lock Wai Han, Sharon Lim, Tony Tan, Kevin Chee |

Note 1: Total compensation comprises salary, annual wage supplement, bonus, value of the contingent awards of shares granted and other benefits in kind.

Note 2: Key Executives refer to Chief Executive Officers and Country Heads of CapitaMalls Asia subsidiaries as well as the Chief Financial Officer, Chief Development Officer and Chief Corporate Officer of CapitaMalls Asia Corporate Office.

3 INTERESTED PERSON TRANSACTIONS

| Group | 2010 \$'000 |
|---|----------------|
| Transactions on Sale of Goods and Services | |
| CapitaLand Limited and its associates | 6,123 |
| Associates of Temasek Holdings (Private) Limited | 711 |
| Transactions on Purchase of Goods and Services | |
| CapitaLand Limited and its associates | 31,010 |
| Transactions on Investments | |
| CapitaLand Limited and its associates | 975,003 |

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4 MATERIAL CONTRACTS

The material contracts entered into between the Group involving the interests of the Group's controlling shareholder, which have been subsisting as at the end of the financial year are as follows:

- (a) collaboration agreement dated 30 October 2009 entered into between the Company and CapitaLand relating to agreed parameters regarding the extent to which the CapitaLand group of companies may engage in businesses that may compete with the Group's businesses;
- (b) license agreement dated 30 October 2009 entered into between the Company and CapitaLand for the license to use certain trademarks in the Group's business;
- (c) shared services agreement dated 28 December 2010 entered into between the Company and CapitaLand pursuant to which CapitaLand would provide the Group with advisory and other services in relation to treasury functions, administration, information technology, human resource, tax, risk management and corporate communication services and marketing;
- (d) a right of first refusal granted to the Group by CapitaLand over any proposed sale of CapitaLand's interests (whether direct or indirect) in the People's Parade Mall in Wuhan City, China, or the shares or equity interests of the relevant company or entity which holds People's Parade Mall; and
- (e) agreements dated 1 July 2010 and 28 December 2010 entered into between the Company and CapitaLand for use of CapitaLand's information technology infrastructure by the Group.

Other than as disclosed, there were no material contacts entered into by the Company or any of its subsidiaries during the financial year ended 31 December 2010 involving the interests of the chief executive officer, any director or controlling shareholders pursuant to Rule 1207(8) of the SGX-ST Listing Manual.