REPL::Annual General Meeting::Voluntary

Issuer & Securities

Issuer/ Manager	CITY DEVELOPMENTS LIMITED
Security	CITY DEVELOPMENTS LIMITED - SG1R89002252 - C09

Announcement Details

Announcement Title	Annual General Meeting
Date & Time of Broadcast	20-Apr-2016 19:13:23
Status	Replacement
Announcement Reference	SG160328MEETJ9XX
Submitted By (Co./ Ind. Name)	Enid Ling Peek Fong
Designation	Company Secretary
Financial Year End	31/12/2015

Event Narrative

Narrative Type	Narrative Text
	Please refer to the attached announcements issued by City Developments Limited ("CDL"):
Additional Text	(1) Results of the Annual General Meeting held on 20 April 2016 ("AGM"); and
	(2) Presentation slides presented by Mr Grant L. Kelley, Chief Executive Officer of CDL, at the AGM.
Additional Text	An audio webcast of the said presentation is available at CDL's website at www.cdl.com.sg/agm2016

Event Dates

Meeting Date and Time	20/04/2016 15:00:00
Response Deadline Date	18/04/2016 15:00:00

Event Venue(s)

Venue(s) Ven	nue details
Meeting Venue M H	Hotel Singapore, Banquet Suite, Level 10, 81 Anson Road, Singapore 079908

Attachments	AGM Results.pdf AGM Presentations.pdf Total size =4060K
Related Announcements	00/00/0040 47 47 00



CITY DEVELOPMENTS LIMITED

(Co. Reg. No. 196300316Z)

RESOLUTIONS PASSED AT THE 53RD ANNUAL GENERAL MEETING OF CITY DEVELOPMENTS LIMITED HELD ON 20 APRIL 2016 ("53rd AGM")

The Board of Directors of City Developments Limited (the "**Company**") wishes to announce that at the Company's 53rd AGM held today, 20 April 2016, all resolutions referred to in the Notice of the 53rd AGM dated 28 March 2016 were duly passed by way of poll which was conducted electronically.

(a) The detailed voting results of all the votes cast in respect of each of the resolutions are set out below:

			FO	R	AGA	AINST
Resolution Number and details		Total number of shares represented by votes for and against the relevant resolution	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordi	nary Business					
1.	Adoption of Directors' Statement, Financial Statements and Auditors' Report	704,079,605	704,040,205	99.99	39,400	0.01
2.	Declaration of a Final Ordinary Dividend and a Special Final Ordinary Dividend	704,001,587	699,139,688	99.31	4,861,899	0.69
3.	Approval of Directors' Fees and Audit & Risk Committee Fees	703,914,882	703,854,542	99.99	60,340	0.01
4(a).	Re-election of Mr Kwek Leng Peck as Director	703,821,601	676,567,327	96.13	27,254,274	3.87
4(b).	Re-election of Mr Chan Soon Hee Eric as Director	703,638,295	686,930,165	97.63	16,708,130	2.37
5(a).	Appointment of Mr Kwek Leng Beng as Director	703,434,976	676,026,171	96.10	27,408,805	3.90
5(b).	Appointment of Mr Tang See Chim as Director	703,809,712	688,541,841	97.83	15,267,871	2.17
6.	Re-appointment of KPMG LLP as Auditors	703,787,512	678,906,064	96.46	24,881,448	3.54

Page 2 CITY DEVELOPMENTS LIMITED (Co. Reg. No. 196300316Z)

			FO	R	AGAINST	
Resolution Number and details		Total number of shares represented by votes for and against the relevant resolution	Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Spe	ecial Business					
7.	Authority for Directors to issue ordinary shares and/or make or grant offers, agreements or options pursuant to Section 161 of the Companies Act, Chapter 50 and the listing rules of Singapore Exchange Securities Trading Limited	703,643,322	692,101,716	98.36	11,541,606	1.64
8.	Renewal of Share Purchase Mandate	703,631,412	703,542,807	99.99	88,605	0.01
9.	Renewal of IPT Mandate for Interested Person Transactions	264,341,961	261,938,801	99.09	2,403,160	0.91
10.	Adoption of the new Constitution	703,592,772	703,523,366	99.99	69,406	0.01

(b) Details of parties who were required to abstain from voting on any resolutions(s):

Details of Party(ies)	Resolution number and details	Number of shares held in own name and/or name of nominee(s)
Mr Kwek Leng Beng	Resolution 5(a) Appointment of Mr Kwek Leng Beng as Director	397,226
	Resolution 9 Renewal of IPT Mandate for Interested Person Transactions	
Mr Kwek Leng Peck	Resolution 4(a) Re-election of Mr Kwek Leng Peck as Director	43,758
	Resolution 9 Renewal of IPT Mandate for Interested Person Transactions	

Page 3
CITY DEVELOPMENTS LIMITED (Co. Reg. No. 196300316Z)

Details of Party(ies)	Resolution number and details	Number of shares held in own name and/or name of nominee(s)
Mr Tang See Chim	Resolution 5(b) Appointment of Mr Tang See Chim as Director Resolution 9 Renewal of IPT Mandate for Interested Person Transactions	11,000
Hong Leong Investment Holdings Pte. Ltd. and its subsidiaries	Resolution 9 Renewal of IPT Mandate for Interested Person Transactions	Aggregate of 440,316,144

Appointment of Scrutineer

(c) TS Tay Public Accounting Corporation was appointed the Scrutineer for the 53rd AGM, and is independent of Trusted Source Pte Ltd which was appointed to undertake the electronic polling process at the 53rd AGM.

Appointment or re-appointment of Director to the Audit & Risk Committee

(d) Pursuant to Rule 704(8) of the Listing Manual of Singapore Exchange Securities Trading Limited, we wish to inform that Mr Chan Soon Hee Eric and Mr Tang See Chim were re-elected and appointed respectively as Directors of the Company at the 53rd AGM. Mr Chan Soon Hee Eric will remain as the Chairman of the Audit & Risk Committee and Mr Tang See Chim will remain as a member of the Audit & Risk Committee. The Board considers both Mr Chan and Mr Tang to be independent.

By Order of the Board Shufen Loh @ Catherine Shufen Loh Enid Ling Peek Fong Company Secretaries

20 April 2016







ANNUAL GENERAL MEETING

20 April 2016



AGENDA

FINANCIAL HIGHLIGHTS
SINGAPORE OVERVIEW
INTERNATIONAL OVERVIEW
HOTEL OPERATIONS
MOVING FORWARD

FINANCIAL HIGHLIGHTS



Key Highlights

- 1 Delivered strong financial performance despite challenging market conditions
 - Resilient FY 2015 PATMI of \$773.4 million
- 2 Diversified portfolio of development projects and recurring income segments
 - EBITDA of \$1.3 billion
- Resilient Singapore residential development business
 - The Brownstone: Best-selling Executive Condominium (EC) launch for 2015
 - Acquired Lorong Lew Lian site* in Serangoon for \$321 million
- Growing international footprint
 - Major acquisitions executed in FY 2015 amounted to almost \$1.0 billion
 - Key milestones achieved in China, UK and Australia
- 6 Active funds management and capital recycling strategy
 - Monetising of \$1.1 billion Singapore office portfolio via 2nd Profit Participation Securities (PPS) platform
- 6 "Iron-clad" balance sheet with prudent financial management
 - Robust balance sheet with 26% net gearing (19% including revaluation surpluses for investment properties)
 - \$3.6 billion cash position as at 31 Dec 2015







Strong Financial Performance in a Challenging Environment

Summary of Financial Results

	FY 2015	FY 2014	% Change
Revenue (\$m)	3,304	3,764	(12.2)
PATMI (\$m)	773	770	0.5
Basic Earnings Per Share (cents)	83.6	83.2	0.5
NAV Per Share (\$)	9.89	9.25	6.9
Return on Equity (%)	8.59	9.16	(0.6) pts

No fair values adopted on investment properties.

Investment properties are stated at cost less accumulated depreciation and accumulated impairment losses.



Balanced Cash Flows and Asset Base

		Recurring Income Segments				
S\$ million	Property Development	Hotel Operations	Rental Properties #	Others	Total	Funds

EBITDA *					
Local	331	84	500	15	930
Overseas	33	220	87	2	342
	364	304	587	17	1,272

Total Assets ^						
Local	7,067	546	3,321	265	11,199	AUM =
Overseas	2,923	4,865	1,034	264	9,086	\$2.6B
	9,990	5,411	4,355	529	20,285	

Includes divestment gains such as gain on sale of Profit Participation Securities.

[^] Excludes tax recoverable and deferred tax asset.



^{*} Earnings before interest, tax, depreciation and amortisation.

Diversified Land Bank

Land Area (as of 31 Dec 2015) - CDL's Attributable Share

Type of Development	Land Area (sq ft)						
	Singapore	International	Total	%			
Residential	755,177	2,172,285	2,927,462	89			
Commercial / Hotel	50,202	294,619	344,821	11			
Total	805,379	2,466,904	3,272,283	100			

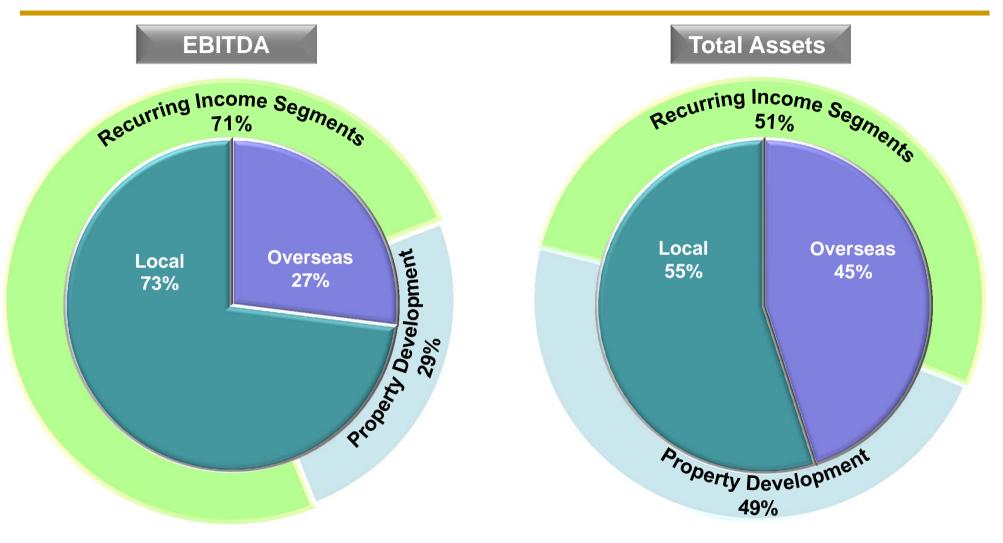
Proposed GFA (sq ft)

Country	Residential	Commercial / Hotel	Total	%
Singapore	1,484,414	178,225	1,662,639	24
International Sub-Total	3,459,451	1,826,495	5,285,946	76
- China	1,414,854	1,826,495	3,241,349	47
- UK	1,396,143	-	1,396,143	20
- Others*	648,454	-	648,454	9
Total	4,943,865	2,004,720	6,948,585	100



^{*} Includes Japan and Malaysia

Balanced Cash Flows and Asset Base



- Stability from Recurring Income segments comprising 71% of EBITDA / 51% of Total Assets (excluding tax recoverable and deferred tax asset)
- **De-risking Singapore exposure** via growing international segments which accounts for 27% of EBITDA and 45% of Total Assets



Growing Private Funds Platform

Profit Participation Securities (PPS) 2

- Joint investment in an office portfolio comprising three of CDL's prime office assets



Completed in Dec 2015

Total value: \$1.1 billion

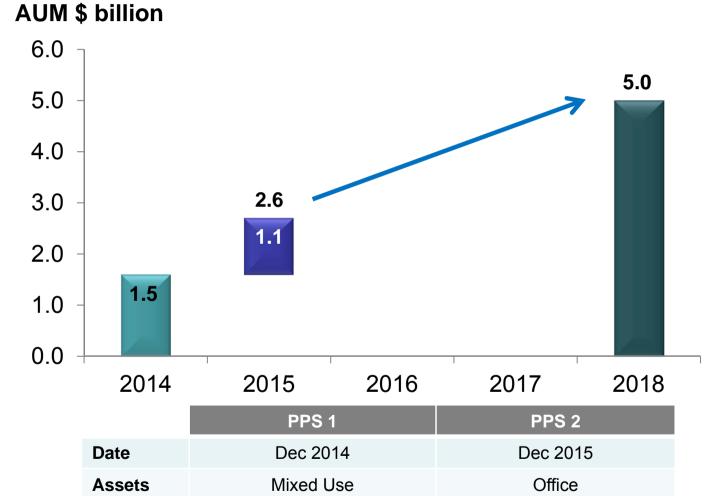
- Cash flow waterfall allows CDL to retain significant upside in outperformance:
 - Fully secured fixed coupon payout of 5% interest per annum for a period of 5 years
 - Alpha Investment Partners (Alpha) will be provided with preferred returns of an internal rate of return of up to 12.6% (inclusive of the 5% coupon payment)
 - Following the above, CDL will receive all cash flows until its capital is fully repaid
 - Thereafter, further upside sharing will occur between Alpha and CDL in the proportion of 40:60



Private Funds Growth Trajectory

On target for \$5 billion Funds Under Management (FUM) in 5 years

Trangerior 45 billion i anas onaer management (i om/iii 5 years



Blackstone & CIMB

\$1.5 billion

Alpha

\$1.1 billion

- Strategy allows CDL to recycle capital from mature assets
- Attract best-in-class capital partners
- Finance overseas expansion while maintaining prudent capital structure



Partner

AUM

Sustainability Performance

Most Sustainable Company in Real Estate Worldwide*

- Global 100 Most Sustainable Corporations in the World
 - Ranked Top in Real Estate in 2016; listed since 2010
- Channel NewsAsia Sustainability Ranking
 - Top Property Developer in Asia & Top Singapore Corporation since 2014
- Listed on other sustainability indices / rankings:
 - FTSE4Good Index Series (since 2002)
 - Dow Jones Sustainability Indices (since 2011)
 - STOXX® Asia Pacific ESG Leaders 50 Index
 - MSCI "AAA" Rating since 2010
 - Global Real Estate Sustainability Benchmark (GRESB) Report 2015 Green Star
- BCA Quality Excellence Award Quality Champion (Platinum) since 2013
 - Most accorded private sector developer in Singapore with over 80 BCA Green Mark properties

Business & Organisational Excellence

- Singapore Quality Class Star
- SIAS Investors' Choice Awards 2015
 Most Transparent Company Award, Real Estate
- Ethical Boardroom Corporate Governance Award 2015
- Singapore Best Companies To Work For 2015
 - Watch Out World! Special Mention Award



















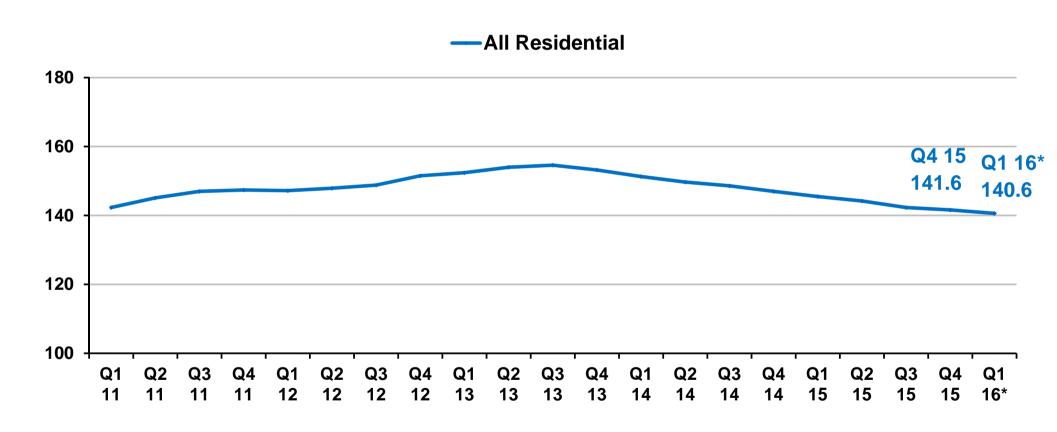


SINGAPORE OVERVIEW



Singapore Property Market

Property Price Index – Residential (2011 – Q1 2016*)





^{*} Based on Flash Estimates

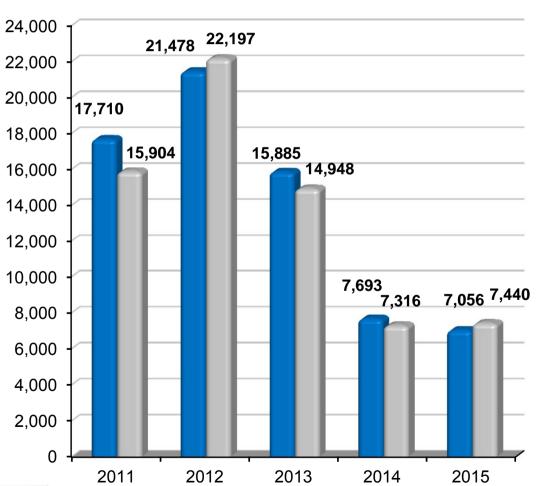


Singapore Property Market

No. of New Private Residential Units Launched vs Units Sold (Projects under Construction) (2011 – 2015)

■ New Units Launched ■ New Units Sc

■ New Units Sold (Projects Under Construction)

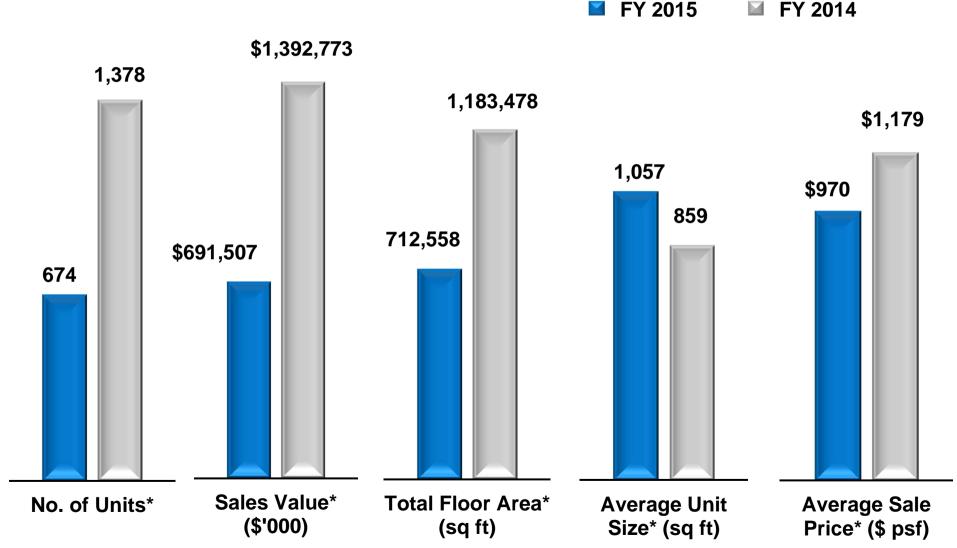


	New Units Launched (excl. EC units)	New Units Sold Directly By Developers (excl. EC units)
2011	17,710	15,904
2012	21,478	22,197
2013	15,885	14,948
2014	7,693	7,316
2015	7,056	7,440

Source: URA, Q4 2015



Residential Units Sold (2014 – 2015)

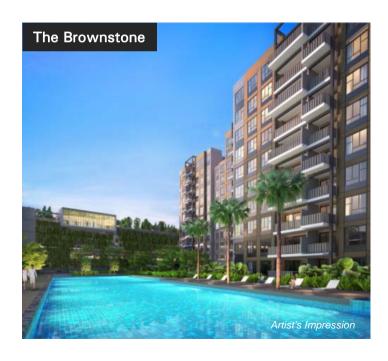




* Includes share of JV partners

Projects Launched in 2015

Project	Location	Equity Stake	Total Units	% Sold*	Total Saleable Area (sq ft)	ASP (psf)	Expected TOP
The Brownstone (Executive Condo)	Canberra Drive	70%	638	55	632,755	\$811	Q1 2018
The Criterion (Executive Condo)	Yishun Street 51	70%	505	15	524,925	\$796	Q2 2018







Completed Residential Projects in 2015

Project	Location	Equity Stake	Total Units	% Sold*	TOP Obtained
The Rainforest (Executive Condo)	Choa Chu Kang Ave 3	50%	466	100	Mar 15
H ₂ O Residences	Fernvale Link	100%	521	100	May 15
Bartley Residences	Lorong How Sun	30%	702	100	Jun 15
The Palette	Pasir Ris Grove	51%	892	100	Sep & Dec 15
UP@Robertson Quay	Robertson Quay	100%	70	81	Dec 15















Upcoming Residential Project Launch (subject to market conditions)

Project	Location	Tenure	Equity Stake	Total Units	Total Saleable Area (sq ft)	% Completed*	Expected TOP
Gramercy Park	Grange Road	Freehold	100%	174	368,743	92.9	Q2 2016

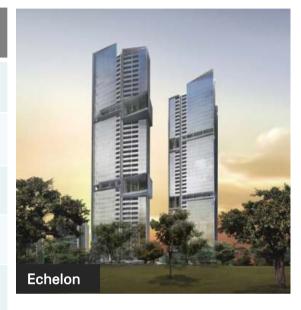






Residential Projects Expected to be Completed in 2016

Project	Location	Equity Stake	Total Units	% Sold*	Expected TOP
HAUS@SERANGOON GARDEN	Serangoon Garden Close	70%	97 Terraces	100	TOP obtained
Lush Acres (Executive Condo)	Fernvale Close	100%	380	100	Q3 2016
Jewel @ Buangkok	Compassvale Bow	100%	616	94	Q3 2016
Echelon	Alexandra View	50%	508	99	Q4 2016
Bartley Ridge	Mount Vernon Road	30%	868	99	Q4 2016











*As of 25 Feb 2016 Visuals are artist's impressions

Disciplined Pricing for Prime Site at Lorong Lew Lian

- Strategic acquisition via Government Land Sales (GLS) programme in November 2015
- Tightly contested tender with over 10 bids CDL's bid with JV partners topped secondhighest bid by 2.6%
- 99-year leasehold site within established residential estate
- Excellent connectivity: 250m walking distance to Serangoon MRT station and bus interchange
- Plans for a residential project of up to 13storeys with over 500 units



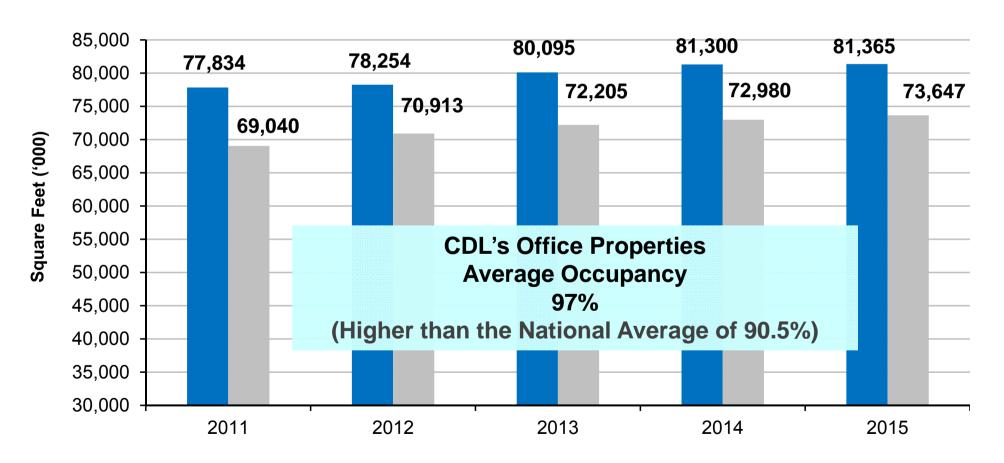
Site Information	
Site Area	14,001.5 sqm
Maximum GFA	42,005 sqm
Land Price	\$321 million
Land Price psfppr	\$710
Tenure	99 years



Singapore Office Portfolio Outperforming

Office Space Demand & Supply (2011 – 2015) Private & Public Sector

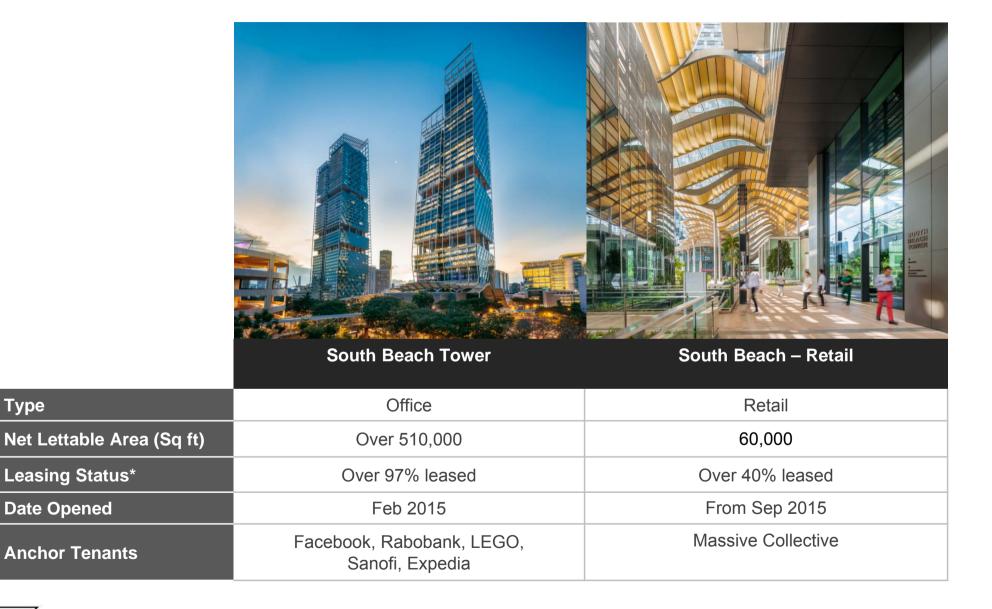
■ Cumulative Supply
■ Occupancy





Source: URA, Q4 2015

Successful Leasing Strategy for South Beach





Type

INTERNATIONAL OVERVIEW



Diversified International Development Portfolio

Projects Launched

Project	City	Equity Stake	Total Units	% Sold*	Est. Total Saleable Area (sq ft)	Expected Completion
Australia						
Ivy and Eve	Brisbane	33%#	472	60	348,678	1H 2018
China						
Hong Leong City Center (Phase 1)	Suzhou	70%	1,374	49	1,376,570	Q4 2016
Hongqiao Royal Lake	Shanghai	100%	85	15	385,394	-
UK						
Hanover House (Reading)	London	100%	82	100	29,893	Q3 2016



Strong International Development Pipeline

Unlaunched Residential Projects

Project	Location	Tenure	Equity Stake	Total Units	Est. Total Saleable Area / GFA^ / Site Area+ (sq ft)	Expected Completion
China						
Hong Leong City Center (Phase 2)	Suzhou	70-year lease	70%	430	448,844	Q4 2017
Eling Residences	Chongqing	50-year lease	100%	126	354,814	Q2 2017
Huang Huayuan	Chongqing	50-year lease	100%	TBC	1,304,062^#	TBC
UK						
Belgravia	London	Freehold	100%	6	12,393	Q4 2016
Knightsbridge	London	Freehold	100%	3	5,193	Q4 2016
Chelsea	London	Freehold	100%	9	16,143	Q4 2017
Knightsbridge (Pavilion Road)	London	Freehold	100%	TBC	135,000^	TBC
Teddington	London	Freehold	100%	213	245,000	2018 / 2019
Stag Brewery, Mortlake	London	Freehold	100%	TBC	1,000,000	TBC
Japan						
Shirokane	Tokyo	Freehold	94.5%	TBC	180,995+	TBC



Australia

Merivale Street Residential Project – Ivy and Eve

City	Equity Stake	Total Units	% Sold*	Expected Completion
Brisbane	33%#	472	60	1H 2018

- Freehold project on 2,733 sqm site with two 30-storey towers of 1-, 2- and 3-bedroom apartments overlooking the Brisbane River and CBD
- Strong take-up with over 60% of project sold
- GDV of A\$275 million
- Profits expected in early 2018







China

<u>China Real Estate Development Platform – Established in 2010</u>

- Up to \$800 million set aside for China investment
- 4 development projects acquired to date
 - Suzhou, Shanghai, Chongqing (2 sites)

2015 Highlights

- Suzhou Hong Leong City Center
 - Mixed-use waterfront development with residential, office, retail and hotel components at Jinji Lake in Suzhou Industrial Park
 - Phase 1: Sold 677 units amounting to sales revenue of RMB 1.36 billion
- Shanghai Hongqiao Royal Lake
 - Completed 120-unit luxury villa project in the affluent Qingpu district
 - Sold 13 villas amounting to sales revenue of RMB 256 million







China – Pipeline Projects

Chongqing – Eling Residences (鹅岭峰)

Tenure	Equity	Total	Est. Total Saleable
	Stake	Units	Area (sq ft)
50-year lease (residential)	100%	126	354,814 (32,963 sqm)

 Exclusive luxury residence sited at the peak of Eling Hill in Yuzhong District



Chongqing – Huang Huayuan project

Tenure	Equity Stake	GFA (sq ft)
50-year lease (residential) 40-year lease (commercial)	100%	1,304,062 (121,151 sqm)

- Mixed-use riverside development with 3 highrise residential towers, 150-room hotel and mall
- Located beside Jialing River in Yuzhong district





Japan - Pipeline Project

Tokyo - Shirokane

Tenure	Equity Stake	Site Area (sqm)
Freehold	94.5%	16,815

- Prime site located in the affluent Minato ward
- Site to be redeveloped into a luxury condominium with the historic Hattori mansion as a centrepiece
- Target to launch by Q4 2017





UK

<u>UK Real Estate Development Platform – Established in 2013</u>

- Up to £550 million set aside for UK investment
- 8 freehold properties in UK acquired to date for £400 million
- Early mover out of Core Central London

2015 Highlights

- Completed purchase of Teddington Studios and Stag Brewery land sites (total £243 million)
- Stellar sales for Hanover House at 202 Kings Road, Reading – fully sold/reserved
- Successfully monetised Emerald House with a profit of approx. £5.7 million







UK

London – Hanover House, Reading RG1

Equity Stake	Total Units	Total Units Sold / Reserved	% Sold*
100%	82	82	100

- Successful sales launch fully sold / reserved
- All 82 units released 73 contracts have been exchanged for sale and 9 units are reserved, subject to contract, all at asking prices
- Total GDV: £18.7 million
- Profit recognition expected in Q3 2016





Hanover House
202 Kings Road Reading RG1 4NN



UK – Pipeline Projects

London

Project	Tenure	Equity Stake	Total Units	Est. Total Saleable Area (sq ft)
Knightsbridge (Pavilion Road)	Freehold	100%	TBC	135,000*
Belgravia	Freehold	100%	6	12,393
Knightsbridge	Freehold	100%	3	5,193
Chelsea	Freehold	100%	9	16,143





Belgravia 31/35 Chesham Street London SW1X 8NQ



Knightsbridge
32 Hans Road London SW3 1RW



Chelsea
90-100 Sydney Street London SW6NJ



HOTEL OPERATIONS



M&C Hotel Operations

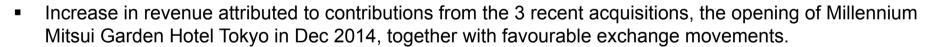
Trading Performance

	FY 2015	FY 2014	Change
RevPAR	£71.98	£71.55	0.6%
Revenue	£847m	£826m	2.5%
PATMI	£65m	£110m	(40.9%)



- US	7.3%
- Europe	1.2%
- Australasia	2.9%

partially mitigated by poorer performance of Asia hotels (ψ 9%).



- Decrease in PATMI largely due to a net charge of £43 million relating to impairment losses offset by net revaluation gains.
- CDL adopts a conservative accounting policy to account for hotels and investment properties at cost less accumulated depreciation and impairment losses.
- The impact to CDL Group level is an impairment loss of \$73 million (impact to CDL's PATMI is \$48 million) relating mainly to the two recently acquired hotels.





M&C Hotel Operations

Hotel Room Count and Pipeline

	Hotels		Roo	ms
	31 Dec	31 Dec	31 Dec	31 Dec
Hotel and Room Count	2015	2014	2015	2014
By region:				
New York	4	4	2,238	2,238
 Regional US 	15	15	4,463	4,463
London	8	8	2,651	2,651
 Rest of Europe 	18	16	2,867	2,560
Middle East *	22	17	6,450	5,123
Singapore	6	6	2,716	2,716
Rest of Asia	26	26	9,430	9,431
 Australasia 	27	28	3,903	4,185
Total:	126	120	34,718	33,367
<u>Pipeline</u> By region:				
Middle East *	16	15	4,663	4,300
 Rest of Asia 	3	3	1,674	1,676
 Regional USA 	1		263	
Total:	20	18	6,600	5,976







^{*} Mainly management contracts

CDL Hospitality Trusts (CDLHT)

Trading Performance

S\$'000	FY 2015	FY 2014	Change
Gross Revenue	172,410	166,812	3.4%
Net Property Income	137,003	140,526	(2.5%)



Gross revenue increased mainly due to the inclusion of revenue from recent acquisitions:

- Hilton Cambridge City Centre, United Kingdom, which was acquired on 1 Oct 2015
- Hotel MyStays Asakusabashi and Hotel MyStays Kamata in Tokyo, which was acquired on 19 Dec 2014



MOVING FORWARD



Strategic Thrust for 2016

Building Value through New Geographies & New Products

- Significant opportunities to deploy balance sheet in rising market dislocation
- Continue expansion of international footprint in 5 key markets
 US, UK, Japan, China and Australia
- Grow funds management platform and forge new partnerships with best-in-class investors



Disclaimer:

This document may contain forward-looking statements that involve assumptions, risks and uncertainties. Actual future performance, outcomes and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, availability of real estate properties, competition from other developments or companies, shifts in customer demands, customers and partners, expected levels of occupancy rate, property rental income, charge out collections, changes in operating expenses (including employee wages, benefits and training costs), governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business. You are cautioned not to place undue reliance on these forward-looking statements, which are based on the current view of management on future events. Numbers in tables and charts may not add up due to rounding.

