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

24-Jun-2020 18:31:08

Status Replacement

Announcement Reference SG200602MEETYZBI

Submitted By (Co./ Ind. Name)

Enid Ling Peek Fong

Designation

Company Secretary

Financial Year End 31/12/2019

Event Narrative

Narrative Type	Narrative Text	
Additional Text	Please refer to the attached announcement on the Results of Resolutions passed at the 57th Annual General Meeting (AGM) of the Company held on 24 June 2020. The presentation slides presented by Mr Sherman Kwek Eik Tse, Group Chief Executive Officer of the Company, at the AGM are also attached.	

Event Dates

Meeting Date and Time 24/06/2020 15:00:00

Response Deadline Date 21/06/2020 15:00:00

Event Venue(s)

Place

Venue(s)	Venue details
Meeting Venue	The 57th AGM of the Company will be conducted by way of electronic means. Shareholders will not be able to attend the 57th AGM in person. Please refer to the Announcement relating to the 57th AGM to be held on 24 June 2020 for details on how to participate in the 57th AGM.

Attachments

CDL%20AGM%20Results%20Announcement.pdf

CDL%20AGM%202020%20-%20Presentation.pdf

Total size =6683K MB

Related Announcements

Related Announcements

24/06/2020 07:18:52 19/06/2020 20:37:31 02/06/2020 07:35:05

RESULTS OF RESOLUTIONS PASSED AT ANNUAL GENERAL MEETING

The Board of Directors of City Developments Limited (the "**Company**") wishes to announce that at the Company's 57th Annual General Meeting held today, 24 June 2020 ("**57th AGM**") through electronic means via live audio-visual webcast and live audio-only stream, all resolutions referred to in the Notice of the 57th AGM dated 2 June 2020 were duly passed based on the proxy votes cast which had been reviewed by the polling agent and verified by the scrutineers.

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

			FC	DR	AGAINST	
Res	olution 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 the Directors' Statement and Audited Financial Statements together with the Auditors' Report thereon	690,372,251	690,239,451	99.98	132,800	0.02
2.	Declaration of a Final Ordinary Dividend and a Special Final Ordinary Dividend	690,509,745	690,446,945	99.99	62,800	0.01
3.	Approval of Directors' Fees	689,636,449	689,085,849	99.92	550,600	0.08
4(a).	Re-election of Mr Kwek Leng Beng as Director	688,857,355	642,099,838	93.21	46,757,517	6.79
4(b).	Re-election of Ms Tan Yee Peng as Director	690,509,745	688,807,485	99.75	1,702,260	0.25
4(c).	Re-election of Mr Koh Thiam Hock as Director	690,509,745	688,831,088	99.76	1,678,657	0.24
5.	Re-election of Mr Sherman Kwek Eik Tse as Director	690,509,745	688,625,961	99.73	1,883,784	0.27
6.	Re-appointment of KPMG LLP as Auditors	690,509,745	677,038,442	98.05	13,471,303	1.95

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

Resolution number and details			FOR		AGAINST	
		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	cial 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 of Singapore and the listing manual of Singapore Exchange Securities Trading Limited	690,509,745	680,272,661	98.52	10,237,084	1.48
8.	Renewal of Share Purchase Mandate	689,636,449	686,314,348	99.52	3,322,101	0.48
9.	Renewal of IPT Mandate for Interested Person Transactions	249,150,365	243,308,405	97.66	5,841,960	2.34

(b) Details of parties who abstained from voting on the following resolutions:

Name	Number of shares held	Resolution Number	
Mr Kwek Leng Beng (Director)	397,226	4(a) and 9	
Mr Kwek Leng Peck (Director)	43,758	9	
Hong Leong Investment Holdings Pte. Ltd. and its subsidiaries	Aggregate of 440,316,144	9	

(c) Scrutineer

TS Tay Public Accounting Corporation was appointed the Scrutineer for the 57th AGM and is independent of Trusted Services Pte Ltd which was appointed as the polling agent for the 57th AGM.

(d) Audit & Risk Committee

We wish to inform that Ms Tan Yee Peng and Mr Koh Thiam Hock, who were re-elected as Directors of the Company at the 57th AGM, will remain as members of the Audit & Risk Committee.

There is no change to the composition of the Audit & Risk Committee, whose members are as follows:

Ms Lim Yin Nee Jenny (Chairman) Ms Tan Yee Peng Mr Koh Thiam Hock

The Board considers all Audit & Risk Committee members as independent Directors of the Company for purposes of Rule 704(8) of the Listing Manual and have no interest or relationship which would affect their exercise of independent judgement.

(e) Presentation Slides

A copy of the slides presented by our Group Chief Executive Officer, Mr Sherman Kwek at the 57th AGM is enclosed for Shareholders' information.

By Order of the Board

Shufen Loh @ Catherine Shufen Loh Enid Ling Peek Fong Company Secretaries

24 June 2020





Trusted 1963

Annual General Meeting 24 June 2020



Agenda

- FY 2019 Key Highlights
 COVID-19 Impact
 - Outlook



FY 2019 Key Highlights

Artist's Impression AMBER PARK I SINGAPORE

Key Financial Highlights – FY 2019

	FY 2018	FY 2019	Change YoY
Revenue	\$4.22B	\$3.43B	T 18.8%
EBITDA	\$1.19B	\$1.13B	5.2%
PATMI	\$557.3MM	\$564.6MM	1 .3%
Basic EPS	59.9 cents	60.8 cents	1.5%

Resilient performance despite a challenging macroeconomic environment

Decrease in revenue due to recognition timing for property development:

FY 2018 New Futura, Gramercy Park, The Criterion and Hong Leong City Center (HLCC) in China

<u>FY 2019</u>

The Tapestry and Whistler Grand

- Strong EBITDA of \$1.13B despite a sizeable decline in revenue
- Resilient PATMI supported by a portfolio with diversified income streams, boosted by substantial Profit Participation Securities (PPS) 2 gains



No fair values adopted on investment properties.

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

Key Financial Highlights – FY 2019

NAV per share	RNAV per share	ROE
\$11.60	\$16.46	5.4%
4.8% YoY	4.7%	▼ 0.2 pts YoY
FY 2018		
\$11.07	\$15.72	5.6%

Total	Proposed	Dividend

20.0 cents per share (FY 2018 Dividend: 20.0 cents per share) Dividend Payout

Ratio: 33%

Comprises:

- Special Final Dividend: - 6.0 cents
- Final Dividend: - 8.0 cents
- Special Interim Dividend - 6.0 cents (paid out in Sep 2019)

Share Price Performance

34.9% in 2019



FY 2019 Total Shareholder Return: 37.3%[^]

G

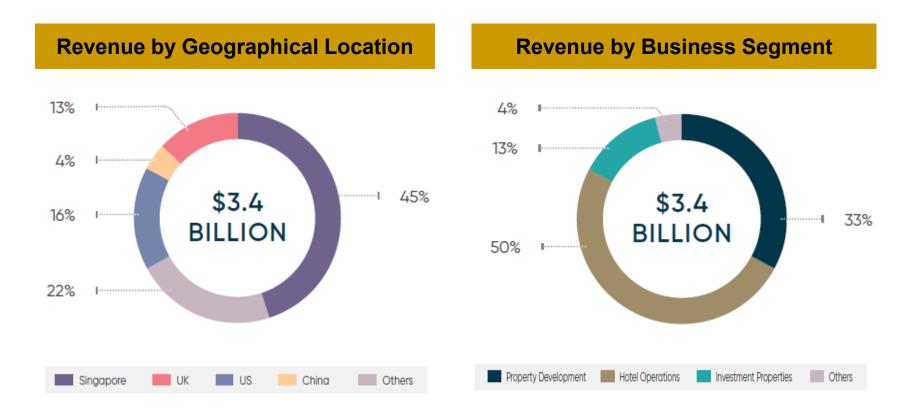
No fair values adopted on investment properties. Investment properties are stated at cost less accumulated depreciation and accumulated impairment losses.

^ Includes proposed special final dividend of 6.0 cents per share and proposed ordinary dividend of 8.0 cents per share.

Diversified Global Portfolio

Deepening Presence in Key Markets

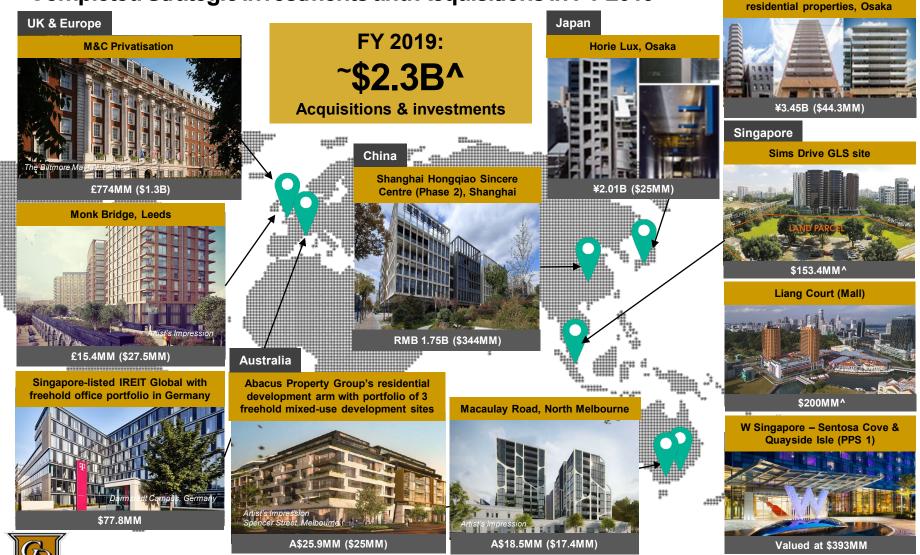
Geographical diversification allows flexibility to capitalise on opportunities





Growing Global Footprint

Completed Strategic Investments and Acquisitions in FY 2019



Portfolio with 3 freehold

Singapore Operations – Property Development

Record Number of 6 Projects Launched in 2019*:



Includes Executive Condominiums (ECs) and share of JV partners. ~ Divested project marketed by CDL. # JV project.

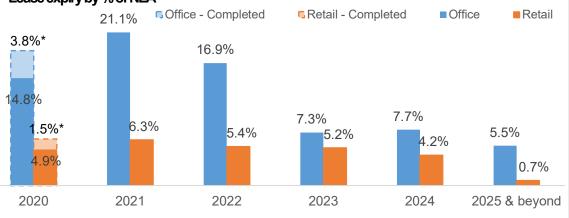
All sales data as at 21 Jun 2020.

Singapore Operations – Asset Management

Strong Committed Occupancy and Positive Rental Reversion for Office & Retail Portfolio (As at 31 March 2020)⁽¹⁾



Well-spread Lease Expiry Profile offers Income Stability Lease expiry by % of NLA





9 properties

94.4% Committed Occupancy 733,000 sq ft Net Lettable Area

Key Milestones in 2019:



Completed \$70MM AEI of flagship property Republic Plaza

 Post-AEI rents achieved are more than 10% higher than pre-AEI rents

* Refers to expiring leases that have been renegotiated

⁽¹⁾ Includes all Singapore assets under management (including JV project South Beach), in accordance to CDL's proportionate ownership.

International Operations

Strengthening Footprint in Key Overseas Markets

Key Milestones in 2019:

- Expansion into Rental Apartment Segment:
 - UK: Acquired Private Rented Sector (PRS) freehold site in Leeds
 - Japan: Acquired 4 freehold rental apartment projects in Osaka
- Growing the Australian portfolio:
 - Acquired ASX-listed Abacus Property Group's residential development division comprising a small team and 3 freehold residential sites
 - Acquired an additional freehold site in Melbourne
 - Launched The Marker, a 195-unit project in Melbourne, and sold over 60%

Property Development:

 China: Sold 530 units with total sales value of RMB 1.81B (\$350MM)

Asset Management:

 UK: Strong occupancy and positive rental reversion for two prime freehold Central London office assets





Hospitality – Enlarged Portfolio with M&C

Priority on Integration Focus and Holistic Review of Enlarged Hotel Operations Segment

Successful privatisation of Millennium & Copthorne Hotels (M&C) in 2019

- \succ Deal valuation: £2.23B (\$3.86B)
- M&C delisted from London Stock Exchange on 11 Oct 2019
- Became the Group's wholly-owned subsidiary on 19 Nov 2019

Post M&C Privatisation Roadmap:

MILLENNIUM

HOTELS AND RESORTS



Other Key Milestones in 2019:



Completed £60MM (\$106MM) refurbishment of M&C's iconic Mayfair hotel

Hotel reopened on 9 Sep 2019 as The Biltmore Mayfair, a 5-star deluxe property with 256 luxurious guest rooms (plus 51 designer suites)



Recognition for Performance Excellence

Key Accomplishments in FY 2019

BUSINESS & PERFORMANCE

- Bloomberg Gender-Equality Index (GEI) 2019
- HR Asia Best Companies to Work for in Asia 2019
- Institutional Investor All-Asia Executive Team 2019
 - Asia's Most Honoured Co Developed Markets (#2 in Singapore)
 - Asia's Best CEO Developed Markets (Sherman Kwek – #2 in Singapore)
 - Asia's Best CFO Developed Markets (Yiong Yim Ming – #2 in Singapore)
- IR Magazine Awards South East Asia 2019 – Best ESG Materiality Reporting
- Securities Investors Association (Singapore) Investors' Choice Awards 2019
 - Most Transparent Company Award (Winner, Real Estate Category)
 - Sustainability Award (Winner, Big Cap)
 - Singapore Corporate Governance Award (Runner-up, Diversity Category)
 - Shareholder Communications Excellence Award (Runner-up, Big Cap)
- Singapore Governance and Transparency Index (SGTI) 2019 - #5 out of 578 companies

SUSTAINABILITY

- Only Singapore real estate company to pledge support for UN Global Compact's
 BUSINESS 1.5°C IIII (1)
- Only company in Southeast Asia to be invited to share our climate commitment at the 7th high-level meeting on Caring for Climate, UN Climate Change Conference (COP 25), Dec 2019



- Conducted 2nd Climate Change Scenario Planning based on TCFD's recommendations – future-proof the business against 1.5°C and 2°C warmer scenarios
- Embarked on Supply Chain Risk study on our top suppliers to identify and mitigate environmental and social-sourcing risks timely study as COVID-19 has raised the importance of supply chain resilience

Strengthened alignment of sustainability commitment with capital markets:

LATEST GREEN FINANCING MILESTONES

\$500MM

Green Loan Secured Singapore's first green loans for new property developments



Pioneered \$250MM

SDG Innovation Loan

First-of-its-kind green financing concept to accelerate innovative solutions



Sustainability & ESG Milestones

Ranked on 12 Leading Global Sustainability Indices and Ratings





COVID-19 Impact



Operational Impact

Unprecedented Disruption Across All Business Segments



Lockdowns across several regions have affected sales and development works:

- Residential sales affected by showflat closures
- Construction works affected

ASSET MANAGEMENT



Retail and F&B outlets hard hit:

- Widespread business closures in Singapore during circuit breaker period – approx. 80% of retail tenants closed; most are now open under Phase 2 reopening
- Support initiatives amounting to over \$30MM of property tax and rental rebates for tenants in Singapore and overseas

HOSPITALITY



Sector severely impacted by hotel closures:

- Government-mandated closures in multiple regions – 23%* of 152 hotels worldwide temporarily closed
- All regions recorded declines in RevPAR (revenue per available room) driven primarily by a drop in occupancies





Property Development

- Singapore: Residential sales and development progress impacted by circuit breaker restrictions such as temporary closure of 6 sales galleries and halt of construction works
- Overseas (China, UK, Australia): Sales and construction works impacted by lockdowns and restrictions, with easing of measures in several regions

Business Operations Adapt and Remain Nimble

 Virtual showflat tours Over 30% increase in online traffic views in April and May Online cales presentations In Singapore, sales continue even when sales galleries were closed from 7 Apr to 18 Jun Subject to market conditions views in April and May Online cales presentations 	:
	rose, a JV
 Online sales presentations Units Sold* 20 units sold Australia: 222-unit Bricky 	vorks
350 327 over Phase 2 reopening Park, a residential project	in
300 weekend Alderley suburb, Brisbane	;
250 142	
Haus on Handy I 2-bedroom virtual tour	
Haus on Handy I 2-bedroom virtual tour	
■Q1 ■Apr - 21 Jun Brickworks Park, Brisbane	Artist's Impression





Asset Management

Tenants Impacted by Global Shutdown of Non-essential Businesses

> Over \$30MM rental relief & support to tenants in Singapore & overseas

		Impact & Support Provided
Ċ	Singapore	 Retail segment hard hit since circuit breaker Over \$23MM of rental and property tax rebates to be provided to tenants Additional assistance available to tenants with cashflow issues
*1	China	 Recovery underway following lockdown exit Rental rebates for Suzhou HLCC mall tenants Advertising & Promotion initiatives to drive traffic sales
	Thailand	 Ban on international travel expected to end by 30 Jun Rental rebates to tenants at Jungceylon Shopping Mall (Phuket) and Mille Malle (Bangkok)
	UK	 Portfolio shows resilience Rental deferments and repayment plans need to be negotiated and agreed upon between landlords and tenants

Mon	th	Ave. Rental Rebate		
Apr	il	100%		Maj
Мау	/	100%		reta
Jun	e	50%		>2 of g
July	y	30%		or y

Majority of Singapore retail tenants to receive >2.8 months* of gross rental rebates

Safe Management Practices implemented across Singapore commercial portfolio



Thermal temperature scanning & safe distancing markers



* Includes property tax rebates for qualifying commercial properties from the Government that will be fully passed through to tenants.



Q1 2020 Performance Severely Impacted

Around 30% of 152 Hotels Worldwide Temporarily Closed

- ➢ Global occupancy: 52.1% (▼ 17.9% yoy)
- ➢ Global RevPAR: \$90.60 (▼ 27.0% yoy)
- ➤ Global ARR: \$173.90 (▼ 2.0% yoy)

23% of Hotels are Closed (as at 21 June 2020)

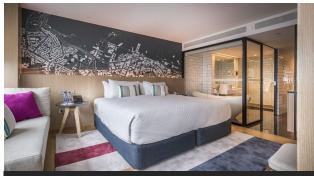
		Hotels	
	Total	Closed (as at 31 Mar 2020)	Closed (as at 21 June 2020)
US	18	1	1
UK & Europe	30	21	20
Middle East*	43	4	3
Rest of Asia	27	1	4
Singapore	10	-	-
Australasia	24	17	7
Global total:	152	44	35

* All franchised hotels

Note:



Q1 2020 Performance data excludes franchised hotels, such as the Middle East portfolio.



M Social Auckland Hotel reopened in end Apr 2020 as New Zealand eased lockdown restrictions





Cost Management

Implementation of Business Optimisation and Cost Management Measures

Board Fees & Management Cost (effective since 1 April 2020)

- Board of Directors: Voluntary 25% reduction of director's fees
- Top management: 20% pay cuts
- Senior personnel: 15% pay cuts



Value Engineering

- Maximise value engineering across all projects
- Leverage existing resources
- Manage working capital



Capex

- Defer non-essential capex and operating costs
- Initiatives to reduce costs across asset portfolio in place



Capital Management

- Conserve cash
- Maintain adequate liquidity





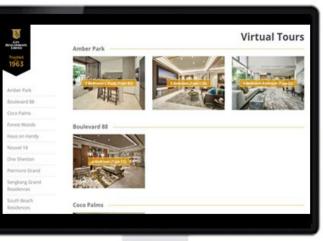


Operational Resilience

Business Volumes & Productivity Remain Strong



- Business volumes and productivity remains strong through seamless remote working – Work from Home (WFH) arrangement remains in place wherever possible for Singapore's Phase 2 reopening
- Residential sales continue despite temporary showflat closures with emphasis on digital marketing initiatives such as virtual tours and online sales presentations
- Emphasis on capability building and workforce training: Employees attended >130 sessions online, clocked >21,000 training hours*





Standing Together with Employees

- Care packages for employees
- Employee welfare & support: Facilities management subsidiary CBM provided accommodation and support for daily needs of Malaysian and foreign frontline employees





Community Initiatives

Supporting Vulnerable Individuals, Families and Communities Affected by COVID-19

Supporting Communities

\$400,000 donation to The Invictus Fund

Donation made by CDL, entire Board and Executive team to support Singapore's social service agencies to continue delivery of critical social services to vulnerable individuals, families and communities

\$88,000 donation to workers at CDL development projects

 Dollar-for-dollar match by CDL for contributions by employees to provide workers with necessities during circuit breaker period



Supporting Frontline Workers

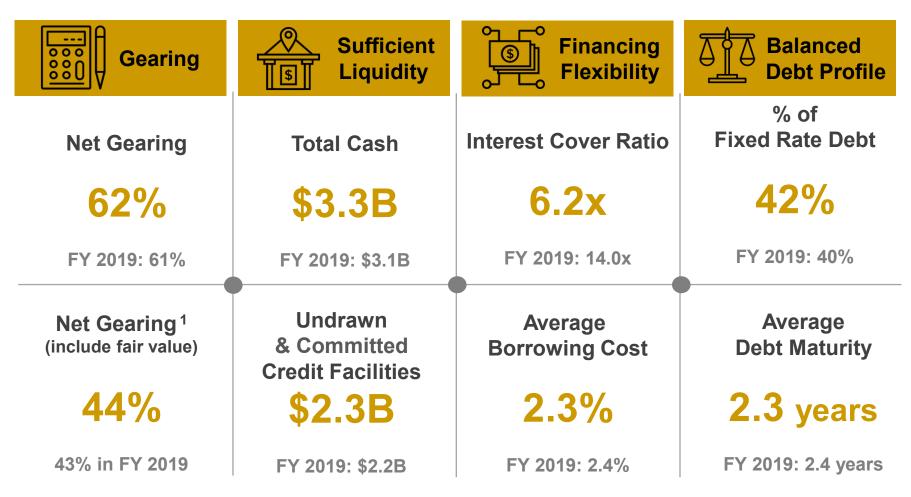
- M&C hotels in most regions open to support medical personnel, key workers, infrastructure workers and government employees
- Singapore hotels offer discounted accommodation to affected Malaysian employees impacted by Malaysia's Movement Control Order
- "We Clean. We Care. We Welcome." global campaign – initiatives to ensure a pleasant and safe hospitality experience





Capital Management

Strong Balance Sheet & Liquidity Position as at 31 March 2020



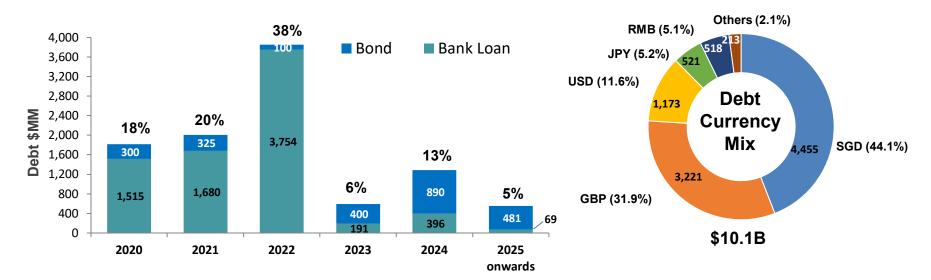


¹ After taking in fair value on investment properties.

Balanced Debt Expiry Profile

Prudent Capital Management

- Balanced debt expiry profile
- Balanced debt currency mix adopting a natural hedging strategy
- Average borrowing cost kept low



Well-Spread Debt Maturity Profile





GET Strategy

Accelerate Transformation of Asset Portfolio and Business Operations for Growth



Enhancement

- Enhance asset portfolio
- Drive operational efficiency

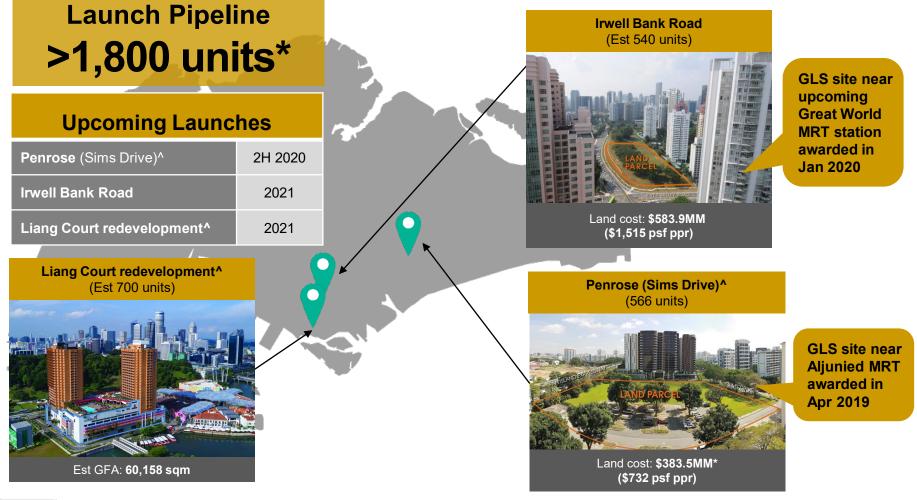
Transformation

 Transform business via new platforms:
 Strategic Investments,
 Fund Management,
 Innovation &
 Venture Capital



DRIVERS Diversified Residential Launch Pipeline

Singapore Pipeline ranges from Mass Market to High-end Projects





* Includes JV partners share. ^ JV project.



Portfolio Rejuvenation

Redevelopment & Repositioning of Existing Asset Portfolio







Fund Management

Fund Management

AUM Target US\$5B by 2023

- Accelerate growth by setting up a private fund and/or REIT*
- Continue to actively build pipeline and collaborate with capital partners to acquire new AUM
- Strengthen fund management expertise and track record through strategic investments



Strategic Increase in IREIT Global Stake

Acquired Additional 8% Effective Stake in IREIT Global Units for \$25.5MM

IREITGlobal

- Acquired a total of 20.9% stake in IREIT Global's units: > 12.5% in 2019
- > 8.4% in April 2020

IREIT Global remains focused on growth and asset diversification:

- Geography: Targeting portfolio expansion in key European countries France, Spain, Italy and Germany
- > Asset class: Office, retail and industrial (including logistics) sectors



~ Based on IREIT's proportionate interest in the respective properties.



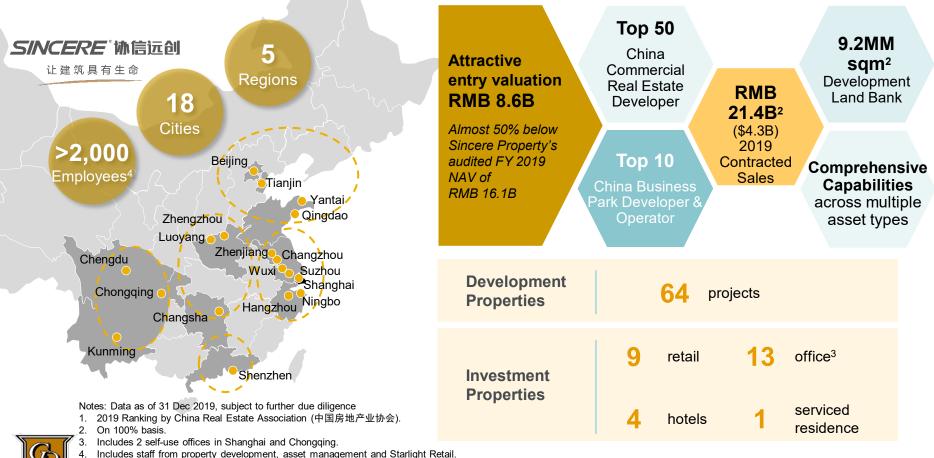
* CDL Group owns 50% of the REIT Manager for IREIT Global while Tikehau Capital owns the remaining 50%. As at 22 June 2020, IREIT's share price was \$0.735.



Transformational China Platform Deal

Acquired 51.01% joint controlling stake in Sincere Property Group for RMB 4.39B (\$0.88B)

- Call Option exercisable in 2022 for another 9.00% stake at RMB 0.77B (\$0.16B)
- Upon exercise of the Call Option, CDL will have sole control and a stake of 60.01% in one of China's Top 100 Developers¹





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.

