60 YEARS OF GLOBAL TRUST

CITY
DEVELOPMENTS
LIMITED

BUILDING ICONS SHAPING SKYLINES

ANNUAL REPORT
2023

We have come a long way from our humble beginnings in 1963, during which we operated out of a rented office in Amber Mansions along Orchard Road, with only eight employees.

Since then, we have grown from a fledging local residential developer to a global property and hotel conglomerate with a presence in over 20 countries.

Today, the CDL Group has total assets of $33 billion*, with a diverse portfolio comprising residences, offices, hotels, serviced apartments, student accommodation, retail malls and integrated developments.

As Singapore's trusted property pioneer, CDL has grown proudly alongside Singapore over the past six decades, shaping our city skyline with numerous architectural icons such as The Sail @ Marina Bay, Amber Park, New Futura, Republic Plaza and South Beach, amongst others.

Cover (clockwise from top left):
Republic Plaza, M Social Suzhou, St Katharine Docks and Newport Plaza (Artist's Impression)

* Including fair value gains on investment properties and revaluation surpluses on hotels.

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View the report online
www.cdl.com.sg/annualreport2023

OUR MILESTONES

Conserving as We Construct, Six Decades On...

HUMBLE BEGINNINGS


Amber Mansions, Singapore

IN 1963:
CDL began in a small office in Amber Mansions on 7 September 1963, staffed by only eight employees, to acquire, develop and sell property. The Company went public in November 1963 on the then Malayan Stock Exchange (now SGX). It completed its first housing project, Fresh Breezes in Johor Bahru in 1965, pioneering the "show flat" concept. In 1966, CDL completed City Towers – its first high-rise residential development in Singapore, and developed Phase One of Clementi Park, its first full condominium concept project.

IN 1969:
As CDL was struggling financially, Mr Kwek Leng Beng proposed to his father, the late Mr Kwek Hong Png, Founder of the Hong Leong Group (HLG), to start building a stake in CDL. With the elder Kwek's belief that "where there is land, there is wealth, and wealth opens many avenues", HLG invested in CDL, with Mr Kwek Leng Beng and two senior executives taking their positions on the CDL Board of Directors.


City Plaza, Singapore

IN 1972:
HLG acquired a controlling stake in CDL and transformed it from a loss-making company into a profitable one. CDL started to grow from strength to strength through strategic diversification into investment properties. This began with the acquisition of Guan Realty (Private) Limited in 1972, which developed City Plaza, CDL's first mixed-use development.

IN 1974:
The late Mr Kwek Hong Png took over the Chairmanship and Mr Kwek Leng Beng was appointed CDL's Managing Director. Backed by the successful launch of City Plaza, CDL continued its trail-blazing acquisitions and soon gained recognition as a highly enterprising property developer and asset owner.

FORMATIVE YEARS


Republic Plaza, Singapore

IN 1980:
Mr Kwek Hong Png's younger son, the late Mr Kwek Leng Joo, joined CDL to strengthen the management foundation.

Throughout the 1980s, CDL launched 21 residential properties and completed 12 investment properties, including City House in the heart of Singapore's CBD. In 1987, a prime site at Raffles Place was purchased, which gave rise to Republic Plaza, CDL's flagship and current headquarters. The late 1980s saw CDL grow to become the largest listed property developer in Singapore, with its market capitalisation crossing the $2 billion mark.

IN 1992:
CDL started acquiring hotels in New Zealand and eventually established the Group as New Zealand's largest hotel chain.

IN 1996:
CDL placed Singapore on the global map when Millennium & Copthorne Hotels plc (M&C) was listed on the London Stock Exchange, a first for a Singapore-controlled company.

GROWTH


City Square Mall, Singapore

SINCE 2000:
Despite the challenging economic conditions with the outbreak of Severe Acute Respiratory Syndrome (SARS) slowing down the recovery of Asian economies, CDL continued to perform commendably. During this period, over 50 residential projects were completed, creating many firsts, including Singapore's tallest residences (The Sail @ Marina Bay) and Singapore's first branded residences (St. Regis Residences, Singapore) when the projects were launched in 2004 and 2006 respectively. City Square Mall, Singapore's first eco-mall, was opened in 2009.

IN 2006:
M&C announced the initial public offering of CDL Hospitality Trusts (CDLHT). CDLHT is the first hotel Real Estate Investment Trust (REIT) in Singapore and is a stapled group comprising CDL Hospitality REIT and CDL Hospitality Business Trust. The same year, M&C also officially opened the five-star Millennium Hongqiao Hotel Shanghai (now known as Grand Millennium Shanghai Hongqiao), its first hotel in China.

GLOBALISATION


Hong Leong City Center, Suzhou

SINCE 2010:
CDL has embarked on a strategic diversification push to build its overseas property development and investment platforms – starting with China (since **2010**) and expanding to include the UK (since **2013**), Japan (since **2014**) and Australia (since **2015**). To future-proof its business, CDL has also expanded on initiatives to drive portfolio diversification and transformation. Since **2018**, it has been actively pursuing growth of its fund management business, as well as building a sizeable living sector portfolio, with expansion into the Private Rented Sector (PRS), senior housing and student accommodation segments.

IN 2019:
CDL successfully completed the landmark privatisation of its London-based hospitality arm, based on a £2.23 billion valuation. With Millennium & Copthorne Hotels Limited (M&C) becoming a wholly-owned subsidiary, the Group embarked on an integration process to drive synergies and leverage its core competencies in real estate development and asset management.

TRANSFORMATION


New Futura, Singapore

Today, CDL's transformation from a fledging, loss-making company into a flourishing global conglomerate (one of the largest companies by market capitalisation) is nothing short of remarkable. Remembering its roots, CDL attributes its success to its founder, Mr Kwek Hong Png, who passed down sharp business acumen and a legacy of passion, commitment and perfectionism.

With illustrious achievements and having weathered many challenges over the decades, including the recent COVID-19 pandemic, CDL has stayed focused on its growth journey, navigating headwinds while remaining steadfast in developing a brand synonymous with quality and excellence.

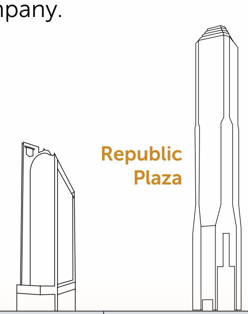
In Singapore, CDL continues to redefine the city skyline with numerous award-winning architectural icons, such as the sculptural SOM-designed **New Futura** and the SCDA-designed **Amber Park**.

CDL'S GROWTH JOURNEY

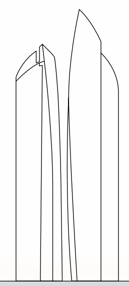
1960s

1970s

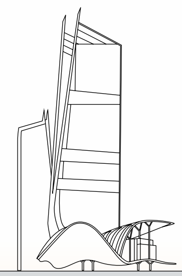
1980s – 1990s



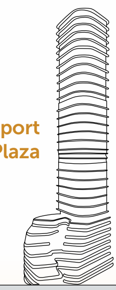
2000s



2010s - 2020s



Beyond 2023



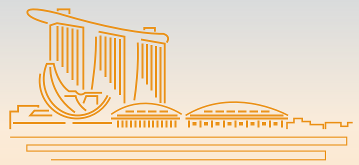
SIGNIFICANT EVENTS IN SINGAPORE

IN 1965: Singapore gained independence.

MID 1970s: Singapore established a substantial industrial base.

IN 1987: Singapore's MRT system commenced operations.

END 2000s: Singapore gained first world status.



IN 2022: Singapore overcame the COVID-19 pandemic and fully reopens its borders.

THE MYST | SINGAPORE
Artist's Impression

GROWTH

Building Vibrant Cityscapes

For 60 years, we have shaped cityscapes with numerous architectural icons and developed over 50,000 homes globally. By leveraging technology and innovation, we continue to elevate our product offerings, reinforce our value propositions and enhance customer experiences.

In 2023, we launched Tembusu Grand and The Myst, two iconic residential properties with unique features that will redefine Singapore's landscape. With strategic land replenishment efforts, we have an enviable launch pipeline of 1,800 units in Singapore, catering to diverse market segments.

We invested $2.4 billion to expand our development pipeline, strengthen our recurring income, broaden our hospitality footprint and grow our living sector portfolio globally. We acquired 31 Private Rented Sector (PRS) assets in the UK and Japan and completed The Junction, our first PRS development in Leeds, UK.

PROPERTY DEVELOPMENT

SINGAPORE

Sold	Sales value	Completed	In pipeline
730 units[1]	$1.5 billion[1]	>2,400 units[1]	1,800 units[1]

GLOBAL ACQUISITIONS & INVESTMENTS

Total value

$2.4 billion[2]

LIVING SECTOR PORTFOLIO

OPERATIONAL & UNDER DEVELOPMENT

Total GDV	Portfolio occupancy	PRS	PBSA[5]
$2.6 billion[3]	>90%[4]	~4,800 units	~2,400 beds

1 Includes Executive Condominiums (ECs) and share of joint venture (JV) partners.
2 Refers to CDL's attributable share.
3 Based on Gross Development Value (GDV), excludes Morden Wharf.
4 Committed occupancy as at 31 Dec 2023. Includes The Junction Phase 1 (307 units).
5 Purpose-Built Student Accommodation.

» ENHANCEMENT

Creating Greater Value

As part of our ongoing portfolio revitalisation, we enhance and reposition our assets to drive operational efficiency and returns.

In 2023, we completed the Asset Enhancement Initiative (AEI) for Jungceylon Shopping Center in Phuket, Thailand. The destination mall at the heart of Patong has since transformed into a one-stop shopping paradise with new and immersive retail concepts. We also embarked on the phased AEI to refresh City Square Mall, our largest retail property in Singapore.

Beyond infrastructural upgrades, we continue to unlock value from our portfolio and realise gross floor area (GFA) uplift through various Government incentive schemes. We are currently redeveloping the former Fuji Xerox Towers into Newport Plaza and our Central Mall and Central Square properties into Union Square. When completed, these two mixed-use developments will bolster our portfolio and enhance our recurring income.

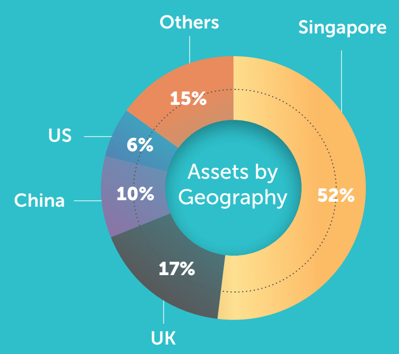
GLOBAL PORTFOLIO

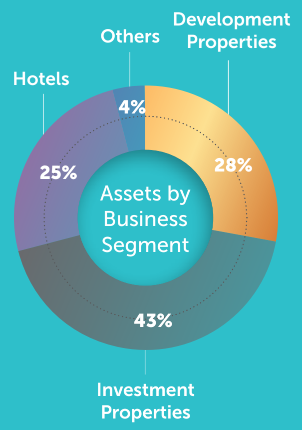
Total GFA in residential for lease, commercial and hospitality assets

23 million sq ft

TOTAL ASSETS

$33 billion[1]





[1] Including fair value gains on investment properties and revaluation surpluses on hotels.

NEWPORT PLAZA I SINGAPORE
Artist's Impression

ENHANCEMENT

Enriching Our Hospitality Portfolio

On the back of the recovery in global tourism, our hotel operations continued to shine in 2023, outperforming 2022's recovery and surpassing pre-pandemic levels in 2019 across most markets.

We continue to focus on driving portfolio growth globally through strategic acquisitions and asset repositionings. In 2023, we acquired three hotel assets in Brisbane, South Korea and Osaka, expanding our footprint in these key gateway cities and adding 1,080 keys to our portfolio.

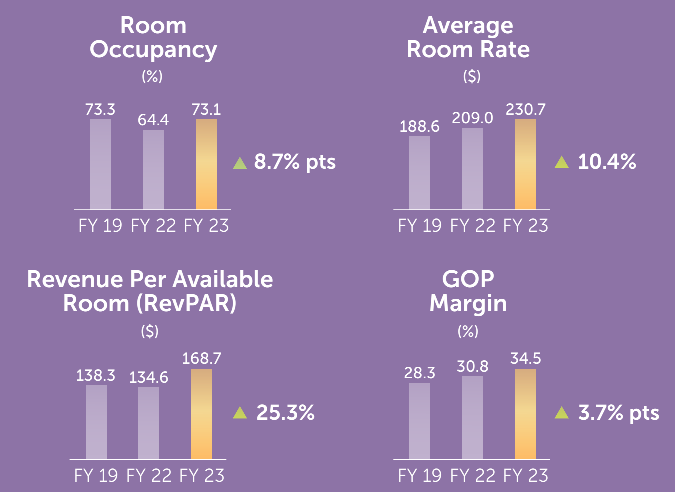
During the year, Grand Copthorne Waterfront hotel completed a $30 million renovation, revamping all 574 rooms and its conference centre. Additionally, The Singapore EDITION hotel soft opened, boasting 204 rooms and marking the first EDITION property in Singapore and Southeast Asia.

Through 2023, we also expanded our M Social lifestyle brand with the opening of M Social Suzhou in China and reflagging the former Millennium Resort Patong Phuket as M Social Phuket. We have another three hotels in the pipeline in New York, London and Sunnyvale, California, which will add around 1,100 keys when completed.

GLOBAL HOSPITALITY PORTFOLIO

>155 Hotels

CONTINUED OUTPERFORMANCE IN GLOBAL OPERATIONS



M SOCIAL SUZHOU I SUZHOU, CHINA

ST KATHARINE DOCKS | LONDON, UK

TRANSFORMATION

Innovative Initiatives

Over the past six decades, we have weathered numerous macroeconomic challenges and emerged stronger. We continue to navigate the evolving operating landscape with agility, transforming our business for the future by tapping on multiple growth platforms that amplify our strengths in innovative and synergistic ways.

By leveraging strategic partnerships and nurturing existing platforms such as CDL Hospitality Trusts (CDLHT) and IREIT Global, we continue to drive growth in our fund management business with total assets under management (AUM) amounting to US$3 billion as at 31 December 2023. Over the years, we have also built a stable recurring income portfolio with valuable assets such as the iconic St Katharine Docks waterfront estate in London that will allow us to seed our assets into listed or unlisted platforms at an opportune time.

In 2023, our focus on portfolio recalibration resulted in the completion of several divestments amounting to $632.5 million and shareholding optimisation initiatives to unlock value. Capital management remains a key priority to support our transformative growth plans.

CAPITAL RECYCLING

Total Sales Proceeds

$632.5 million

FUND MANAGEMENT

AUM

US$3 billion

STRATEGIC PARTNERSHIPS

Manage/co-invest with external parties, with CDL retained as asset manager to earn recurring fee income and grow AUM

1

GROWING EXISTING PLATFORMS

Supporting and nurturing of existing platforms

2

CDL ASSETS FOR AUM GROWTH

Sizeable CDL assets provide flexibility to be injected into listed and unlisted platforms

3

CDL GREEN GALLERY I SINGAPORE

RECOGNISED ON 14 LEADING GLOBAL SUSTAINABILITY RATINGS, RANKINGS AND INDEXES

- Only Company in Southeast Asia and Hong Kong to remain on the CDP A List for six consecutive years; Only Company in Singapore to achieve Double 'A's for Climate Change (since 2018) & Water Security (since 2019) in 2023
- Top 2% amongst CDP Participants for Supplier Engagement on Climate Change
- World's Top Real Estate Management & Development Company; Top Singapore Company; Only Singapore Company Listed for 14 Consecutive Years; Ranked 28th overall in 2023
- 'AAA' rating since 2010
- S&P Global Sustainability Yearbook 2023 Member
- Only Singapore-based Developer listed since 2022
- ESG Global 50 Top Rated, Regional Top Rated and Industry Top Rated in 2023
- 4th in Asia (Diversified – Office/Retail); GRESB 5-star rating
- Only Singapore Real Estate Company since 2018
- Since 2018
- Since 2014
- Rated Prime since 2018
- ESG Leaders Index ESG Transparency Index since 2016

Making Positive Impact

Beyond transforming cityscapes, we are committed to improving lives and communities, guided by our ethos of 'Conserving as We Construct' since 1995.

As a pioneer in Environmental, Social and Governance (ESG) integration for close to 30 years, we have made significant progress in mitigating climate risks, meeting rising investor expectations, and harnessing new growth opportunities by tapping into rapidly growing sustainable investment and finance markets.

In 2023, we became the first corporate to secure the OCBC 1.5°C loan, with interest rate incentives pegged to annual decarbonisation performance targets and aligned with our commitment to achieving operational net zero. With this latest loan, we have completed over $6.3 billion of sustainable financing in the form of a green bond, various green loans and sustainability-linked loans to date, starting with our launch of the first green bond by a Singapore company in 2017.

We are proud to be one of the pioneering Singapore companies amongst 320 globally to voluntarily report according to the Taskforce on Nature-related Financial Disclosures (TNFD). By aligning to TNFD Recommendations, we aim to assess, disclose and manage our nature-related risks and opportunities and provide consistent and comparable reporting to our stakeholders.

SINGAPORE GOVERNANCE AND TRANSPARENCY INDEX

#5 out of 474 companies

GREEN BUILDING PERFORMANCE MILESTONES

123
BCA Green Mark certifications for our developments and office interiors

>$42 million
In energy savings from our energy-efficient initiatives across our managed buildings from 2012 to 2023

NET ZERO CARBON COMMITMENT

First Singapore real estate developer to sign the World Green Building Council's Net Zero Carbon Buildings Commitment with whole life-cycle approach in two phases:

- **2030**: New developments and assets under direct management and control in Singapore
- **2050**: All buildings to be net zero carbon

2023 HIGHLIGHTS

REVENUE
$4.9 BILLION
$3.3 billion in 2022

EBITDA
$1.1 BILLION
$2.3 billion in 2022

PATMI
$317.3 MILLION
$1.3 billion in 2022

TOTAL ASSETS
$24.2 BILLION
$23.0 billion in 2022

NET ASSET VALUE PER SHARE
$10.12
$10.16 in 2022

REVALUED NAV (RNAV) PER SHARE*
$17.21
$16.98 in 2022

NET GEARING RATIO*
61%
51% in 2022

INTEREST COVER^
2.8x
9.8x in 2022

CASH AND AVAILABLE COMMITTED CREDIT FACILITIES
$3.6 BILLION
$4.1 billion in 2022

BASIC EARNINGS PER SHARE
33.6 CENTS
140.3 cents in 2022

DIVIDEND PER SHARE
12.0 CENTS
28.0 cents in 2022

CLOSING SHARE PRICE
$6.65
$8.23 in 2022

* Including fair value gains on investment properties.
^ Excluding non-cash impairment losses and/or reversals of impairment losses for properties, plant and equipment, and investment properties.

5-YEAR FINANCIAL HIGHLIGHTS

YEAR	2019	2020	2021	2022	2023
For the financial year ($'million)					
Revenue	3,429	2,108	2,626	3,293	4,941
Profit before tax	754	(1,791)	215	1,857	473
Profit for the year attributable to owners of the Company (PATMI)	565	(1,917)	85	1,285	317
At 31 December ($'million)					
Property, plant and equipment	5,462	5,526	5,362	4,061	4,213
Investment properties	4,410	4,569	4,983	4,967	6,291
Development properties	5,156	5,391	5,839	5,958	4,878
Cash and bank balances (including restricted deposits in other non-current assets and bank balances in assets held for sale)	3,084	3,237	2,191	2,370	2,511
Other assets	5,088	4,954	5,505	5,625	6,341
Total assets	23,200	23,677	23,880	22,981	24,234
Equity attributable to owners of the Company	10,520	8,502	8,401	9,216	9,180
Non-controlling interests	746	740	918	348	359
Borrowings	9,711	11,555	11,140	9,669	11,626
Other liabilities	2,223	2,880	3,421	3,748	3,069
Total equity and liabilities	23,200	23,677	23,880	22,981	24,234
Per share					
Basic earnings (cents)	60.8	(212.8)	7.9	140.3	33.6
Net asset value ($)	11.60	9.38	9.26	10.16	10.12
Dividends (cents)					
a) Ordinary dividend					
- final	8.0	8.0	8.0	8.0	8.0[1]
- special interim	6.0	–	3.0	12.0	4.0
- special final	6.0	4.0	1.0	8.0	–
b) Distribution *in specie*	–	–	20.2[3]	–	–
c) Preference dividend (net)	3.9	3.9	3.9	3.9	3.9
Financial ratios					
Return on equity (%)	5.4	(22.5)	1.0	13.9	3.5
Net gearing ratio (%)[2]	61	93	99	84	103
Net gearing ratio if fair value gains on investment properties are taken into consideration (%)	43	62	61	51	61
Interest cover ratios (times)[4]	14.0	3.4	3.0	9.8	2.8

NOTES:
1 Final tax-exempt (one-tier) ordinary dividends proposed for financial year ended 31 December 2023 will be subject to the approval of the ordinary shareholders at the forthcoming Annual General Meeting.
2 Excludes fair value gains on investment properties as the Group's accounting policy is to state its investment properties at cost less accumulated depreciation and accumulated impairment losses.
3 Based on CDLHT unit price of $1.27 on 25 May 2022.
4 Excluding non-cash impairment losses and/or reversals of impairment losses for properties, plant and equipment, and investment properties.

CHAIRMAN'S STATEMENT

Growth opportunities lie amid every crisis. Taking this contrarian approach, in 2023, we invested in undervalued assets, deploying our dry powder from significant divestment initiatives in the previous year.

Kwek Leng Beng
Executive Chairman

Dear Shareholders,

CDL celebrated our Diamond Jubilee in 2023, marking our remarkable growth from only eight employees in 1963 to a global real estate company with over 8,000 employees worldwide and a global presence in more than 20 countries.

Over the past 60 years, the CDL Group has transformed into a global industry leader and our assets have grown from $18 million in 1972 (when the Hong Leong Group took a controlling stake in the company) to $33 billion today. Together with our hospitality arm, Millennium & Copthorne Hotels Limited (M&C), our Group has also expanded to over 155 hotels globally.

Reflecting on our journey, much has changed. From a struggling local residential developer, we are recognised today as Singapore's market leader with a strong development pipeline. Homeowners and business communities rely on us for quality homes and offices locally and abroad. Our global portfolio of hotels is the preferred choice for many esteemed guests.

I am immensely privileged to have been intricately involved in the CDL Group's growth journey for the last six decades. Together, we have shaped global skylines with architectural icons, achieved business milestones and weathered numerous geopolitical storms and cyclical challenges with resilience and grit. I am confident in our Group's ability to continually adapt, innovate and prosper in an ever-evolving landscape.

As we embark on the next phase of our growth story, the Board and Management will stay steadfast in advancing our strategy, anchored by financial discipline and prudence — the cornerstones of our business success.

We will pursue new growth engines and prospects through opportunistic acquisitions, portfolio recalibration and optimisation initiatives. On the sustainability front, we will work towards achieving our ESG goals as set out in the CDL Future Value 2030 Sustainability Blueprint.

Resilient Performance Amid Challenges

In this Diamond Jubilee Year, we are pleased to report a record revenue of $4.9 billion (FY 2022: $3.3 billion) – the highest since our inception in 1963.

The record revenue was driven by the stellar performance of our property development segment, which saw a 50% year-on-year (y-o-y) increase in revenue, primarily due to the completed and fully sold Executive Condominium (EC) project Piermont Grand, as well as the revenue from the sale of a land site in Tokyo for JPY 50 billion ($495.0 million), which contributed $1.5 billion to revenue in total. Our investment properties and hotel operations segments also showed strong performance, with a 31.8% and 8.5% increase in revenue respectively for FY 2023.

However, the global real estate sector has faced significant macroeconomic headwinds in the past year due to a high interest rate environment, inflationary pressures, geopolitical tensions, and weak global economies. Singapore's property cooling measures in April 2023 further compounded the situation. As a result, the Group achieved a lower net profit of $317.3 million (FY 2022: $1.3 billion) due to the impact of higher financing costs in FY 2023 and the absence of substantial divestment gains recorded in the prior year arising from the sale of Millennium Hilton Seoul, the deconsolidation of CDL Hospitality Trusts (CDLHT) as well as the completion of the collective sales of Tanglin Shopping Centre and Golden Mile Complex.

Excluding divestment gains and impairment losses, the Group's net profit would have been $188.6 million for FY 2023 (FY 2022: $47.0 million) on a like-for-like basis.

Prudent Capital Management

As at 31 December 2023, the Group maintained a robust capital position with cash reserves (net of overdraft) of $2.2 billion, and cash and available undrawn committed bank facilities totalling $3.6 billion, ensuring sufficient liquidity to fulfil our working capital and financial obligations. After factoring in fair value on investment properties, the Group's net gearing ratio stands at 61% (FY 2022: 51%), following the completion of various acquisitions in 2023, including St Katharine Docks, three hotels and several living sector assets.

Net Asset Value (NAV) per share moderated to $10.12 (FY 2022: $10.16) as at 31 December 2023. The Group adopts the policy of stating our investment and hotel properties at cost less accumulated depreciation and impairment losses. Had the Group factored in fair value gains on our investment properties, its Revalued NAV (RNAV) per share would have been $17.21 (FY 2022: $16.98). Had the revaluation surpluses of our hotels been included, the Group's RNAV per share would be $19.46 (FY 2022: $19.14).

The Group maintains a substantial level of natural hedge for our overseas investments and will continue our proactive and disciplined approach to capital management. We will continue to focus on strategic capital recycling initiatives to strengthen our financial metrics.

Strong Portfolio Resilience

In 2023, all our business segments achieved a strong operating performance. In Singapore, CDL, together with our joint venture (JV) associates, sold 730 units, including ECs, with a total sales value of $1.5 billion.

The Group's office portfolio reported a healthy committed occupancy of 97.1%, above the island-wide occupancy of 90.1%. Our retail portfolio was also well-leased, with a committed occupancy of 97.6%, above the island-wide occupancy of 93.5%. Key properties under each portfolio, including Republic Plaza, City House, King's Centre, City Square Mall and Palais Renaissance, achieved positive rental reversions.

Our hotel operations segment reported a strong performance in FY 2023, with global RevPAR growth of 25.3% to $168.7 (FY 2022: $134.6), surpassing 2019's pre-pandemic levels by 22.0%, primarily fuelled by strong average room rate (ARR) growth. All regions recorded extraordinary RevPAR growth y-o-y especially Asia and Australasia.

BUILDING FOR THE FUTURE

Growth opportunities lie amid every crisis. Taking this contrarian approach in 2023, we invested in undervalued assets, deploying our dry powder from significant divestment initiatives in the previous year. We seized opportunities to expand our portfolio, optimise operational efficiencies, refurbish assets and strengthen synergies across the Group's business segments to enhance performance and drive value extraction.

Expanding Hospitality Horizons

Our hospitality arm, led by M&C, continues to be a key growth driver for the Group. Despite the impact of the pandemic, our hotel operations have bounced back in most markets, surpassing pre-pandemic levels, indicating a restored confidence in global travel. In line with the Group's growth objectives, a key focus of our hospitality portfolio will be on new acquisitions, asset optimisation and capital recycling opportunities. We are enhancing our hospitality offerings and revitalising our assets through asset enhancement initiatives (AEIs) and repositioning.

To capitalise on the rebound in global tourism, we acquired three major hotels in Brisbane, Seoul and Osaka, adding 1,080 keys to our hospitality portfolio. The acquisition of the 416-room Sofitel Brisbane Central and the 256-room Bespoke Hotel Osaka Shinsaibashi marks our entry into the Brisbane and Osaka hospitality sectors respectively. Additionally, we re-entered the Seoul hotel market by purchasing the 408-room Nine Tree Premier Hotel Myeongdong II following our divestment of Millennium Hilton Seoul in 2022.

These recently acquired properties have achieved strong performance. Driven by the robust recovery of Japan's tourism industry, the Bespoke Hotel Osaka Shinsaibashi, acquired in August, achieved an impressive occupancy of 91.0% and a remarkable gross operating profit (GOP) margin of 58.5%. Similarly, the Nine Tree Premier Hotel Myeongdong II, acquired in July, saw an 89.3% occupancy with a 29% increase in RevPAR y-o-y.

The Group opened three hotels in 2023 that were well-timed to tap into the recovery of the travel industry. These include M Social Suzhou in China (294 rooms), M Social Phuket (former Millennium Resort Patong Phuket) in Thailand (418 rooms) and The Singapore EDITION (204 rooms). Grand Copthorne Waterfront, our 574-room hotel by the iconic Singapore River, was also relaunched in August 2023 after a $30 million revamp of its guest rooms and conference centre.

Since the M Social lifestyle brand made its debut in Singapore in 2016, we have continued to expand the brand's presence across the globe, through both new builds and conversions. Three M Social hotels are in the pipeline for London, New York and California. When completed, these will join the current stable of six operational M Social properties.

Developing our Pipeline

The Group has strategically focused on replenishing our landbank in Singapore by actively participating in the Government Land Sales programme and exploring redevelopment opportunities within our portfolio to ensure a diverse range of projects and a healthy residential pipeline. The Group's accelerated expansion into the Living Sector portfolio through acquiring Private Rented Sector (PRS) and Purpose-Built Student Accommodation (PBSA) assets overseas is a complementary and natural progression. These new asset classes will be an additional growth engine for the Group's asset and fund management capabilities.

While headwinds persist, we will embrace 2024 with cautious optimism, confident of our ability to navigate the changing landscape of the real estate sector.

APPRECIATION

The Board would like to express its gratitude to our shareholders for their unwavering confidence and trust, and has recommended a final ordinary dividend of 8.0 cents per share. Together with the special interim dividend of 4.0 cents per share paid in September 2023, the total cash dividend for FY 2023 amounts to 12.0 cents per share (FY 2022: 28.0 cents per share), representing a dividend payout ratio of 36%.

We would also like to thank all our stakeholders – investors, customers, business associates and partners, for their continued support.

To my fellow directors, your wise counsel and adept navigation through today's challenging business terrain are appreciated as we scale new heights of excellence.

Finally, to our Management and staff, thank you for your steadfast dedication and invaluable contributions. Our Group is 60 years young and we look forward to your collective support in propelling our company forward.

Kwek Leng Beng
Executive Chairman

GROUP CEO'S STATEMENT

> Looking ahead to 2024, capital management remains a key focus for the Group. We will adopt a prudent approach to new acquisitions to manage our gearing while proactively pursuing well-timed divestments to recycle capital and unlock value from our asset portfolio, which has been held at cost less accumulated depreciation and accumulated impairment losses.

Sherman Kwek
Group CEO

G • E • T

GROWTH
Building a development pipeline while strengthening recurring income

ENHANCEMENT
Enhancing asset value and driving operational efficiency

TRANSFORMATION
Transforming via strategic investments, fund management and innovation

Dear Shareholders,

2023 was a memorable year for the CDL Group as we celebrated our 60th Anniversary – a significant milestone. The world and business landscapes have changed tremendously since the founding of the Company and the issues today are far more complex than before as we witness intensified geopolitical tensions and macroeconomic uncertainties.

Despite the difficult operating environment, the company's core fundaments remain strong. To stay ahead of the curve, the Group continued to build on our **G**rowth, **E**nhancement, and **T**ransformation (**GET**) strategy, which drives superior performance outcomes and lays the foundation for sustained growth.

Apart from growing our core development and investment portfolios, one of the highlights of 2023 was our strategic decision to expand our living sector footprint. In FY 2023, we acquired 31 Private Rented Sector (PRS) assets and developments in the UK and Japan.

Since our first foray into the sector in 2019, our global living sector portfolio now has a total gross development value (GDV) of $2.6 billion, with 4,800 PRS units and 2,400 Purpose-Built Student Accommodation (PBSA) beds. By building scale in the living sector, which has proven to be one of the most resilient asset classes emerging from the pandemic, the Group is strengthening our recurring income and growing a significant asset base that can be leveraged to create new platforms.

Beyond portfolio expansion, the Group focussed on enhancing our existing commercial and hospitality assets through redevelopment and repositioning initiatives. We also made headway in driving enterprise transformation through portfolio harmonisation and optimisation initiatives. We will continue to enhance our operational efficiency, sharpen our value proposition and strengthen our execution, charting a stronger growth trajectory into the future.

G > BUILDING FOR THE FUTURE

The challenging market conditions and depressed valuations in 2023 presented us with attractive acquisition opportunities, enabling the Group to significantly expand our portfolio and strengthen our growth prospects. We completed about $2.4 billion of strategic investments to grow our development pipeline, enlarge our living sector portfolio, enhance our recurring income stream and expand our hospitality footprint.

In Singapore, we secured two sites via the Government Land Sales (GLS) programme to replenish our development landbank. In September, we acquired a site at Champions Way in Woodlands for $294.9 million, which will be developed into a residential project with 348 units and an Early Childhood Development Centre. In November, the Group and our JV partners clinched a prime GLS site at Lorong 1 Toa Payoh for $968 million, which will be developed into a 777-unit residential project. Both sites are strategically located within minutes' walk to an MRT station and in established neighbourhoods with a healthy catchment.

Along with the residential components of our two ongoing mixed-use redevelopment projects – the 246-unit Newport Residences (formerly Fuji Xerox Towers) and the 366-unit Union Square Residences (formerly Central Square) – we have a solid, diversified launch pipeline of around 1,800 units.

Away from home, we acquired the iconic St Katharine Docks waterfront estate in London for £395 million (approximately $636 million), along with another two forward-funding PRS developments, 1NQ in Manchester and Morden Wharf in London, for £152.4 million (approximately $255.3 million) in total. We also acquired a portfolio of 25 high-quality residential assets in Tokyo's rental housing market for JPY 35 billion (approximately $321.9 million) and invested in four residential assets in Osaka (two pending sale completions).

With the strong rebound in global tourism, the Group seized the opportunity to broaden our hospitality footprint in major gateway cities, acquiring three hotel assets with a total of 1,080 keys in Brisbane, Seoul, and Osaka for approximately $381.6 million.

E > ELEVATING PORTFOLIO VALUE

Asset rejuvenation and portfolio enhancement are fundamental to our GET strategy. We continuously explore avenues to derive more value from our asset portfolio through asset enhancement initiatives (AEIs), asset repositioning and redevelopment prospects.

To unlock value from our asset portfolio in Singapore and realise gross floor area (GFA) uplift through various Government incentive schemes, we have progressed on the redevelopment of our former Fuji Xerox Towers (into Newport Plaza) and the former Central Mall and Central Square properties (into Union Square). When completed, these two mixed-use developments will bolster the Group's commercial portfolio and enhance our recurring income.

In 2023, we completed a sizeable AEI for Jungceylon Shopping Center, our retail mall in Patong, Phuket. Post-AEI, the property has achieved committed occupancy of 90.0% as at 31 December 2023.

During the year, we also started a two-phase AEI at City Square Mall, our largest mall in Singapore at Farrer Park. The AEI will add about 26,000 sq ft of net lettable area (NLA) to the mall via the Community/Sports Facilities Scheme. Upon completing the entire AEI by 1H 2025, the mall will feature a diverse mix of new-to-market retailers and refreshed shopper touchpoints for an elevated shopping experience.

Sustainability integration and alignment within our asset portfolio are crucial to our enhancement strategy. By embracing innovation, collaboration and sustainable development practices, we can reduce our carbon footprint and achieve operational cost savings from resource efficiency initiatives. From 2012 to 2023, we realised energy savings of over $42 million from such initiatives across all our managed buildings in Singapore.

To accelerate decarbonisation, we continue to align our finance and ESG priorities. In December 2023, we marked a new sustainable financing milestone as the first corporate to obtain the OCBC 1.5°C loan, with interest rate incentives pegged to annual decarbonisation performance targets. The three-year £200 million (approximately $338.2 million) sustainability-linked loan is aligned with our commitment to achieving operational net zero by 2030 for our new and existing wholly-owned assets and developments under our direct operational and management control, with the entire portfolio achieving operational net zero by 2050.

With this latest 1.5°C loan, CDL has secured around $6 billion of sustainable financing in the form of a green bond, various green loans and sustainability-linked loans to date.

T > THE NEXT LAP

For the year under review, the same market dynamics that were favourable from an acquisition standpoint – compressed asset valuations and subdued investor sentiment – worked against the Group's capital recycling plans.

Despite the muted climate, we recorded total sale proceeds of $632.5 million from our strategic divestments in FY 2023. These include the sale of a small land plot located at Tanglin Shopping Centre, eight strata units at Citilink Warehouse in Singapore, an industrial property at Mina Parade in Brisbane, Australia, the Millennium Harvest House Boulder hotel in the US, and the freehold Shirokane land site in Tokyo, Japan.

Apart from achieving capital gains through divestments, we continue to explore ways to optimise financial efficiency and unlock shareholder value. In November 2023, the Group launched an Off-Market Equal Access Offer to buy back up to 10% of the total issued Preference Shares at an offer price of $0.78 per share. Through the offer, the Group is able to exercise greater control over our share capital structure, while Preference Shareholders are provided a cash exit opportunity to partially monetise their holdings.

The Group completed the buyback of the maximum allowable amount of Preference Shares in December 2023. With the cancellation of the purchased Preference Shares, the Group was able to reduce the finance cost pertaining to the coupon payment obligation for these shares.

In line with our focus on transforming our business through new platforms, the Group will continue to pursue our fund management aspirations, leveraging our expertise and sizeable asset base to launch new initiatives.

As at 31 December 2023, our assets under management (AUM) stood at US$3 billion. Through a three-pronged approach, which includes forging strategic partnerships to co-invest or manage assets; nurturing our existing platforms such as CDL Hospitality Trusts (CDLHT), IREIT Global and HThree City; and building a strong performing recurring income portfolio that provides the flexibility of asset injection into listed or unlisted platforms, we will continue to achieve AUM growth via organic and inorganic means.

Looking ahead to 2024, capital management remains a key focus for the Group. We will adopt a prudent approach to new acquisitions to manage our gearing while proactively pursuing well-timed divestments to recycle capital and unlock value from our asset portfolio.

APPRECIATION

I would like to thank our esteemed Board of Directors for their invaluable guidance and wise counsel. Your contributions have sharpened our strategy, propelled our growth and managed our risks.

To the ExCo and Senior Management team, thank you for your tireless efforts in shaping our Company's future trajectory. Your leadership has been instrumental to our success.

To all my dear colleagues, thank you for embracing collaboration and driving innovation, all the while upholding integrity. You are the ones who have truly turned our aspirations and visions into reality.

On behalf of the Group, I would like to express our deep gratitude to all our shareholders, investors, customers, business partners and stakeholders. Thank you for your trust, confidence and support. As we continue to build for the future, I look forward to writing the CDL story with you.

Sherman Kwek
Group Chief Executive Officer

CORPORATE NETWORK

AS AT 29 FEBRUARY 2024

RESIDENTIAL

Developed over

50,000

residences globally

COMMERCIAL

Owns around

23 million sq ft

of gross floor area of office, industrial, retail, residential for lease and hotel space globally

HOTELS

Global footprint of over

155 hotels

that are owned, managed/franchised or operated by third-parties

FUND MANAGEMENT

Assets Under Management (AUM)

US$3 billion

9 Companies listed on the Singapore Exchange, New Zealand's Exchange, The Philippine Stock Exchange, Inc. and The International Stock Exchange

GLOBAL NETWORK

over **800** entities

163 Locations in 29 Countries & Regions

ASIA

China
- Beijing
- Chengdu
- Chongqing
- Dongguan
- Fujian
- Fuqing
- Guizhou
- Hangzhou
- Hong Kong
- Shanghai
- Shenzhen
- Suzhou
- Wuxi
- Xiamen
- Wenzhou

Indonesia
- Jakarta

Japan
- Tokyo
- Osaka
- Yokohama

Malaysia
- Cameron Highlands
- Johor Bahru
- Kuala Lumpur
- Penang

Maldives
- Meradhoo Island
- Velavaru Island

Singapore
- Singapore

Taiwan
- Taichung
- Taipei

Thailand
- Bangkok
- Phuket

Philippines
- Manila

South Korea
- Seoul

AUSTRALASIA

Australia
- Brisbane
- Melbourne
- Perth

New Zealand
- Auckland
- Bay of Islands
- Dunedin
- Greymouth
- Masterton
- New Plymouth
- Paihia
- Palmerston North
- Queenstown
- Rotorua
- Taupo
- Te Anau
- Wellington

MIDDLE EAST

Iraq
- Sulaymaniyah
- Basra

Kuwait
- Al Jahra
- Al Kuwayt

Oman
- Muscat
- Salalah

Palestine
- Ramallah

Qatar
- Doha

Saudi Arabia
- Hail
- Madinah
- Makkah
- Gizan
- Tabouk

Turkey
- Istanbul
- Konya

United Arab Emirates
- Abu Dhabi
- Dubai
- Sharjah

EUROPE

France
- Abbeville
- Aurillac
- Belfort Bessoncourt
- Bergerac
- Blois
- Brive-la Gaillarde
- Bruay-la-Buissière
- Calais
- Cergy
- Châteauroux Saint-Maur
- Châtellerault
- Cholet
- Claye-Souilly
- Concarneau
- Dinan Taden
- Douai Lambres-Lez-Douai
- Dreux
- Essey-lès-Nancy
- Évreux
- Fayet
- Foix
- Forbach
- Gap
- Golbey
- Istres
- Lannion
- Laval Changé
- Macon
- Maizières-lès-Metz
- Marsac-sur-l'Isle
- Marseille
- Paris
- Pont-Audemer
- Pontivy
- Sables d'Olonne
- Saint-Cyr-sur-Loire
- Saint-Étienne-du-Rouvray
- Saint-Maur
- Saint-Mitre-les-Remparts
- Sarrebourg
- Sens
- Verdun Haudainville
- Vichy Bellerivesur-Allier
- Viriat

Georgia
- Tbilisi

Germany
- Berlin
- Bonn
- Darmstadt
- Dresden
- Frankfurt
- Munich
- Münster

Italy
- Rome
- Florence

Russia
- Moscow

Spain
- Madrid
- Barcelona

The Netherlands
- Amsterdam
- Apeldoorn
- Garderen
- Oosterbeek
- Rotterdam
- The Hague
- Utrecht
- Vaals
- Venlo
- Zwolle

United Kingdom (UK)
- Aberdeen
- Birmingham
- Cambridge
- Cardiff
- Canterbury
- Coventry
- Dudley
- Gatwick
- Glasgow
- Leeds
- Liverpool
- London
- Manchester
- Newcastle
- Plymouth
- Slough-Windsor
- Southampton

NORTH AMERICA

United States (US)
- Anchorage
- Avon
- Boston
- Chagrin Falls
- Chicago
- Durham
- Kissimmee
- Los Angeles
- Minneapolis
- Nashville
- New York
- Scottsdale
- Sunnyvale

CORPORATE STRUCTURE

AS AT 29 FEBRUARY 2024

HONG LEONG GROUP SINGAPORE

49%
CITY DEVELOPMENTS LIMITED*

269 SUBSIDIARY COMPANIES

(99.5%)
City Pinnacle UK Limited**
13 Subsidiary Companies
2 Limited Partnerships

(99.5%)
City Atlasgate UK Limited**
12 Subsidiary Companies

74 ASSOCIATES AND JOINT VENTURES

19 TRUSTS

10 LIMITED PARTNERSHIPS

100%
MILLENNIUM & COPTHORNE HOTELS LIMITED

ASIA

58 Subsidiary Companies

12 Associated Companies

(65.6%)
Grand Plaza Hotel Corporation*
1 Associated Company

(27.9%)
CDL Hospitality Trusts*
50 Subsidiary Companies
3 Trusts

(35.7%)
First Sponsor Group Limited*
110 Subsidiary Companies (including a private trust)
42 Associated Companies and Joint Ventures
3 Trusts

NEW ZEALAND / AUSTRALIA

9 Subsidiary Companies

3 Trusts

(75.8%)
Millennium & Copthorne Hotels New Zealand Limited*
18 Subsidiary Companies

(65.5%)
CDL Investments New Zealand Limited*
1 Subsidiary Company

EUROPE

42 Subsidiary Companies

1 General Partnership

NORTH AMERICA

34 Subsidiary Companies

18 Limited Liability Companies

12 Limited Partnerships

1 General Partnership

21.0%
IREIT GLOBAL*

28 Subsidiary Companies

* Listed Company/Trust
** Listed on The International Stock Exchange where its shares are not tradable

HIGHLIGHTS OF THE YEAR

The Myst | Singapore
Artist's Impression

1ST QUARTER (JANUARY – MARCH)

- In January, **Piermont Grand**, the Group's fully sold 820-unit Executive Condominium (EC) joint venture (JV) project at Sumang Walk obtained its Temporary Occupation Permit (TOP).
- CDL maintained its position as the world's most sustainable real estate management and development company and top-ranked Singapore company in the **2023 Global 100 Most Sustainable Corporations in the World** by Corporate Knights. It also maintained its listing on the **Bloomberg Gender-Equality Index 2023** for the sixth consecutive year.
- In March, the Group bought the iconic **St Katharine Docks** estate in the UK for £395 million (approximately $636 million). Located in Central London, the 23-acre freehold estate fronting the River Thames has Grade A offices, F&B, retail and ancillary space arranged across four main buildings including a marina with berths for 185 yachts.
- In Australia, the Group, through Millennium & Copthorne Hotels Limited (M&C) and in JV with Millennium & Copthorne Hotels New Zealand Limited, entered into an agreement to acquire the 416-room **Sofitel Brisbane Central** hotel at the heart of Brisbane's CBD for A$177.7 million (approximately $159.2 million). The transaction marks the Group's expanding hospitality footprint in Australia. The acquisition was completed in December 2023.

2ND QUARTER (APRIL – JUNE)

- In April, CDL and its JV partner launched **Tembusu Grand**, a 638-unit luxury residential development situated in the Katong neighbourhood. To date, 381 units (60%) have been sold.[1]
- The Group's 154-unit **Boulevard 88** at Orchard Boulevard and fully sold 188-unit **Haus on Handy** at Handy Road obtained their TOPs in April. Boulevard 88 is a JV project that is integrated with Singapore's first EDITION hotel.
- In China, the Group debuted its first and flagship M Social-branded property in the country with the opening of **M Social Suzhou** in April. Located in the heart of Suzhou Industrial Park, the 294-room luxury lifestyle hotel is part of the Group's Hong Leong City Center (HLCC) integrated waterfront development by Jinji Lake.
- Through its indirect wholly-owned subsidiary, Suzhou Longcheng Development Investment Co., Ltd, the Group acquired a 100% equity stake in Suzhou Gaoxin Properties Co., Ltd, which owns a development site in **Suzhou's High-Speed Railway New Town** for RMB 350 million (approximately $67.1 million). The site will be developed into a mixed-use waterfront project with residential, commercial and hotel components.

3RD QUARTER (JULY – SEPTEMBER)

- In July, CDL launched **The Myst**, a 408-unit residence situated in the Upper Bukit Timah enclave. To date, 210 units (51%) have been sold.[1]
- The Group acquired the 408-room **Nine Tree Premier Hotel Myeongdong II** in Seoul for KRW 140 billion (approximately $143.9 million) in July. Opened in 2017, the freehold 17-storey upscale hotel enjoys a prime location in the Myeongdong-Euljiro commercial district and reflects the Group's continued investment in South Korea.
- In August, the Group acquired the 256-room freehold **Bespoke Hotel Osaka Shinsaibashi** for JPY 8.5 billion (approximately $78.5 million) in Japan. Opened in 2019, the hotel is located in Osaka's prime Shinsaibashi commercial district and marks the Group's third hotel acquisition in 2023.
- **Grand Copthorne Waterfront Hotel Singapore** was relaunched in August following a $30 million renovation, which features revamped guestrooms with sustainability features and over 66,700 sq ft of conference spaces.
- In September, the Group successfully secured a 155,351 sq ft Government Land Sales (GLS) site at **Champions Way** for $294.9 million. The project will comprise 348 residential units and an Early Childhood Development Centre.
- The Group made its foray into Tokyo's rental housing sector, investing in a **residential rental portfolio** for JPY 35 billion (approximately $321.9 million) in September. Comprising 25 high-quality freehold residential assets with a total of 836 units (including four retail units), the properties are in Tokyo's 23 wards. The Group also invested in four residential assets in Osaka, with two pending sale completions.

Bespoke Hotel Osaka Shinsaibashi I Japan

60 Years of Global Trust: Guest-of-Honour Deputy Prime Minister and Minister for Finance Mr Lawrence Wong (7th from left) joined CDL Executive Chairman Mr Kwek Leng Beng (6th from left), CDL Group CEO Mr Sherman Kwek (5th from left) and members of the CDL Board of Directors and Management Executive Committee (ExCo) onstage to launch CDL's Diamond Jubilee Celebration.

- In September, the Group marked its **60th anniversary** with a Diamond Jubilee Celebration at Orchard Hotel Singapore. The event was attended by 600 local and international guests and dignitaries and graced by Deputy Prime Minister and Minister for Finance, Mr Lawrence Wong.
- The Group successfully divested its prime freehold land site in **Shirokane**, Tokyo for JPY 50 billion ($495.0 million), which was originally acquired for JPY 30.5 billion in September 2014.

4TH QUARTER (OCTOBER – DECEMBER)

- In November, CDL marked its first collaboration with Frasers Property and Sekisui House with the successful tender of a prime 169,458 sq ft GLS site at **Lorong 1 Toa Payoh** for $968 million. The rare District 12 site will be developed into a residential project with 777 units.
- In conjunction with the launch of CDL Executive Chairman Mr Kwek Leng Beng's biography, "Strictly Business: The Kwek Leng Beng Story" in November, Mr Kwek announced an **endowed gift of $24 million**, jointly made together with CDL, to the Singapore Institute of Technology (SIT). With a matching grant from the Singapore government, the total endowment contribution amounts to $60 million.
- In the UK, the Group completed **The Junction**, its first Private Rented Sector (PRS) project in Leeds with 665 build-to-rent apartments and 24,000 sq ft of commercial space. The Group also expanded its portfolio with the acquisition of **1NQ**, a forward-funded project in Manchester for £75.6 million (approximately $125.7 million). The 261-unit freehold PRS project is expected to complete in 2026. The Group also completed the acquisition of the 56,000 sqm **Morden Wharf** development in London with its JV partner for £76.8 million (approximately $129.6 million). The proposed scheme comprises around 1,500 residential units as well as commercial and retail space.
- The Group marked two hotel openings in November: **M Social Phuket**, the former Millennium Resort Patong Phuket, (418 rooms and suites) located in Patong, Phuket, held its Phase 1 reopening, while the 6-storey boutique hotel **The Singapore EDITION** (204 rooms), located along Orchard Road, soft opened.
- In Thailand, the Group's **Jungceylon Shopping Center** in Patong, Phuket completed its comprehensive asset enhancement works and achieved committed occupancy of 90.0% as at 31 December 2023.
- The Group's 680-unit **Sengkang Grand Residences** obtained its TOP in October (Phase 1) and November (Phase 2), while the 592-unit **Amber Park** received its TOP in December. Both JV projects are fully sold.
- In December, the Group completed its **Off-Market Equal Access Offer** to buy back the maximum allowable amount of Preference Shares[2] at the offer price of $0.78 per share. The maximum buyback amount of 33,087,425 Preference Shares purchased by the Group have been cancelled.
- Marking a new financing milestone, CDL was Singapore's first corporate to secure the **OCBC 1.5°C loan**, a net zero-aligned loan to drive transition to a low-carbon economy, in line with CDL's commitment to achieve operational net zero by 2030 for new and existing wholly-owned assets and developments under its direct operational and management control.

[1] As at 29 February 2024.
[2] Up to 10% of total Preference Shares issued as of 26 April 2023.

AWARDS & ACCOLADES

Tembusu Grand | Singapore
Artist's impression

BUSINESS & PERFORMANCE[1]

- **Bloomberg Gender-Equality Index (GEI) 2023**
- **HR Asia Best Companies to Work for in Asia 2023**
- **IR Magazine Awards – Southeast Asia 2023**
  - Best ESG Reporting (Mid-cap)
- **SIAS Investors' Choice Awards 2023**
  - Shareholder Communications Excellence Award (Big-cap)
- **Singapore's Best Employers 2023**
  - #166 out of 250 companies
- **Singapore Governance and Transparency Index (SGTI) 2023**
  - #5 out of 474 companies
- **The 16th Singapore HR Awards 2023**
  - Workplace Culture & Engagement – Silver Standard
  - Employee Experience & Well-being – Silver Standard
- **TIME World's Best Companies 2023**
  - #131 out of 750 global companies

PRODUCT[1]

- **Building and Construction Authority (BCA) Awards 2023**
  - Quality Excellence Award
    Quality Champion
  - Design and Engineering Safety Award
    Whistler Grand
- **EdgeProp Singapore Excellence Awards 2023**
  - Top Developer
  - Whistler Grand
    Top Development Award
    Design Excellence
    Innovation Excellence
    Landscape Excellence
    Sustainability Excellence
  - Copen Grand
    Top Executive Condominium
  - Piermont Grand
    Top Executive Condominium
  - Tembusu Grand
    People's Choice Award
- **IDC Future Enterprise Awards 2023**
  - Best in Future of Customer Experience (Singapore)
    CDL Homes Sales
  - Best in Future of Customer Experience (Asia Pacific)
    CDL Homes Sales
- **SGBC-BCA Leadership in Sustainability Awards 2023**
  - Green Mark Super Low Energy – Platinum
    Lumina Grand
    Republic Plaza
    Tembusu Grand
  - Green Mark Gold^{PLUS}
    The Myst
- **SGTech Techblazer Awards 2023**
  - Enterprise Best Adoption
    CDL Homes Sales
- **Singapore Business Review Technology Excellence Awards 2023**
  - Digital – Real Estate
    CDL Homes Sales

SUSTAINABILITY[2]

- **BT-UOB Sustainability Impact Awards 2023**
  - Impact Enterprise Excellence Award (Large Enterprise)
- **CDP**
  - A List for Climate Change
  - A List for Water Security
  - Supplier Engagement Leaderboard 2023
- **Great Companies for Dads Awards 2023**
- **Euronext VE Indices**
- **FTSE4Good Index Series**
- **Global 100 Most Sustainable Corporations in the World 2023**
- **Global Real Estate Sustainability Benchmark (GRESB) 2023**
  - #4 in Asia (Diversified – Office/ Retail); 5-star rating
- **ISS ESG**
  - Prime rating
- **MSCI ESG Ratings 2023**
  - 'AAA' rating since 2010
- **Royal Society for the Prevention of Accidents (RoSPA) Awards 2023**
  - Order of Distinction (for 18 consecutive Golds)
- **S&P Global Sustainability Yearbook 2023**
- **SGX iEdge SG ESG Leaders Index**
- **STOXX® Global ESG Leaders Index 2023**
- **Sustainalytics 2023**
  - *ESG Global 50 Top Rated*
  - *ESG Regional Top Rated*
  - *ESG Industry Top Rated*
- **The Edge Singapore Billion Dollar Club**
  - Best ESG Risk Ratings Award

[1] Not exhaustive. For the full listing of CDL corporate and project awards, please refer to www.cdl.com.sg.
[2] Not exhaustive. For the full listing of CDL sustainability awards, please refer to www.cdlsustainability.com.

CORPORATE DIRECTORY

BOARD OF DIRECTORS

Executive Directors

Kwek Leng Beng,
Executive Chairman
Sherman Kwek Eik Tse,
Group Chief Executive Officer

Lead Independent Director

Lee Jee Cheng Philip

Non-Executive Directors

Philip Yeo Liat Kok, *Non-Independent*
Ong Lian Jin Colin, *Independent*
Daniel Marie Ghislain Desbaillets, *Independent*
Chong Yoon Chou, *Independent*
Chan Swee Liang Carolina (Carol Fong), *Independent*
Tang Ai Ai Mrs Wong Ai Ai, *Independent*
Tan Kian Seng, *Independent*

AUDIT & RISK COMMITTEE

Lee Jee Cheng Philip, *Chairman*
Chong Yoon Chou
Chan Swee Liang Carolina (Carol Fong)
Tan Kian Seng

NOMINATING COMMITTEE

Ong Lian Jin Colin, *Chairman*
Kwek Leng Beng
Lee Jee Cheng Philip
Chong Yoon Chou
Tang Ai Ai Mrs Wong Ai Ai

REMUNERATION COMMITTEE

Chan Swee Liang Carolina (Carol Fong), *Chairman*
Ong Lian Jin Colin
Lee Jee Cheng Philip
Daniel Marie Ghislain Desbaillets

BOARD SUSTAINABILITY COMMITTEE

Sherman Kwek Eik Tse, *Chairman*
Daniel Marie Ghislain Desbaillets
Chong Yoon Chou
Tang Ai Ai Mrs Wong Ai Ai

COMPANY SECRETARIES

Yeo Swee Gim, Joanne
Enid Ling Peek Fong

SHARE REGISTRAR & SHARE TRANSFER OFFICE

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Singapore 048619
Tel : +65 6877 8228
Fax : +65 6223 2746
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INVESTOR RELATIONS

Belinda Lee
Head, Investor Relations & Corporate Communications
Email : belindalee@cdl.com.sg

AUDITORS

KPMG LLP
Public Accountants and Chartered Accountants, Singapore
12 Marina View
#15-01 Asia Square Tower 2
Singapore 018961
(Partner-in-charge: Lo Mun Wai, appointment commenced from the audit of the financial statements for the year ended 31 December 2020)

PRINCIPAL BANKERS

Agricultural Bank of China
Bank of America Merrill Lynch
Bank of China Limited
Bank of Communications Co., Ltd
BNP Paribas
China Construction Bank Corporation
Crédit Agricole Corporate & Investment Bank
Crédit Industriel et Commercial
DBS Bank Ltd.
Industrial and Commercial Bank of China Limited
Malayan Banking Berhad
Mizuho Bank, Ltd.
MUFG Bank, Ltd.
Oversea-Chinese Banking Corporation Limited
Shanghai Pudong Development Bank Co., Ltd.
Sumitomo Mitsui Banking Corporation
The Hongkong and Shanghai Banking Corporation Limited
United Overseas Bank Limited

BOARD OF DIRECTORS

AS AT 22 MARCH 2024

From left:

ONG LIAN JIN COLIN
Independent
Non-Executive Director
N R

TAN KIAN SENG
Independent
Non-Executive Director
A

CHAN SWEE LIANG CAROLINA (CAROL FONG)
Independent
Non-Executive Director
R A

SHERMAN KWEK EIK TSE
Executive Director
Group Chief Executive Officer
S

KWEK LENG BENG
Executive Chairman
N

CHONG YOON CHOU
Independent
Non-Executive Director
A N S

TANG AI AI MRS WONG AI AI
Independent
Non-Executive Director
N S

LEE JEE CHENG PHILIP
Lead Independent Director
A N R

PHILIP YEO LIAT KOK
Non-Independent
Non-Executive Director

DANIEL MARIE GHISLAIN DESBAILLETS
Independent
Non-Executive Director
R S

COMMITTEE KEY:

A Audit and Risk Committee N Nominating Committee R Remuneration Committee S Board Sustainability Committee

Solid background signifies Chairman of Committee

KWEK LENG BENG

Executive Chairman

FIRST APPOINTMENT AS DIRECTOR

1 October 1969

APPOINTMENT AS EXECUTIVE CHAIRMAN

1 January 1995

LAST RE-ELECTION AS DIRECTOR

28 April 2022
Will be seeking re-election at the 2024 AGM

BOARD COMMITTEES

N

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- Hong Leong Finance Limited* (Chairman/Managing Director)
- Hong Leong Investment Holdings Pte. Ltd. (Executive Chairman)
- Millennium & Copthorne Hotels Limited (Executive Chairman)

OTHER APPOINTMENTS

- Singapore Hotel Association (Member)
- Singapore Institute of Directors (Fellow)

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- Millennium & Copthorne Hotels plc* (Non-Executive Chairman) *(delisted and privatised in 2019 and now known as Millennium & Copthorne Hotels Limited)*

Mr Kwek has extensive experience in the real estate business. He joined City Developments Limited (CDL) in the late 1960s and since then has contributed significantly to building CDL's six decades of track record. He grew the Group's hospitality arm and has been actively involved in its development into Singapore's largest international hotel group and one of the largest hotel owners and operators in the world. He also has extensive experience in the finance business, having grown with the original Hong Leong Finance Limited from day one, which has since merged its finance business with Singapore Finance Limited (now known as Hong Leong Finance Limited). He is also experienced in the trading and manufacturing sectors.

Mr Kwek has received numerous accolades. In 1997, he was named "Businessman of the Year 1996" by Singapore Business Awards, organised by The Business Times and DHL. In 2012, he was jointly awarded the "Partners in the Office of the CEO" award in the Brendan Wood International – Securities Investors Association Singapore (SIAS) TopGun CEO Designation Award with the late Mr Kwek Leng Joo (former Deputy Chairman of CDL). This award is given to CEOs who are best in class as rated by shareholders. In 2014, he received the inaugural Real Estate Developers' Association of Singapore (REDAS) Lifetime Achievement Award which honours a pioneering group of real estate leaders.

He received the Singapore Chinese Chamber of Commerce and Industry (SCCCI) SG50 Outstanding Chinese Business Pioneers Award in 2015. The award honours the Republic's outstanding Chinese business pioneers and their exemplary contributions to nation-building. That same year, he was accorded the Lifetime Achievement Award from Hotel Investment Conference Asia Pacific (HICAP). This accolade honours exceptional individuals who have distinguished themselves through accomplishments and contributions to the hotel industry.

In 2017, he was presented the Lifetime Achievement Award at the Asia Pacific Entrepreneurship Awards organised by Enterprise Asia, a regional non-governmental organisation for entrepreneurship. The award was in recognition of outstanding achievements, visionary leadership and steadfast dedication that led to the successful growth of the Hong Leong Group for over five decades. That same year, he clinched the inaugural Global Blue Ocean Shift Award, given at the Global Entrepreneurship Community Summit in Kuala Lumpur. Mr Kwek was awarded the Singapore Tatler Diamond Award (Lifetime Achievement) 2018, in recognition of his exceptional leadership that led Hong Leong Group to grow into a globally diversified enterprise.

In 2020, Mr Kwek received on behalf of Hong Leong Group, the EY Family Business Award of Excellence. It celebrated the Group's successful, sustainable and long-term oriented strategy, effective and transparent corporate governance approach, and significant socio-economic contributions.

Mr Kwek holds a law degree, LL.B. (London) and is a fellow of The Institute of Chartered Secretaries and Administrators as well as a member of the Singapore Institute of Directors. He was also conferred an Honorary Doctorate of Business Administration in Hospitality from Johnson & Wales University (Rhode Island, US) and an Honorary Doctorate from Oxford Brookes University (UK).

SHERMAN KWEK EIK TSE

Executive Director and Group Chief Executive Officer

FIRST APPOINTMENT AS DIRECTOR

15 May 2019

LAST RE-ELECTION AS DIRECTOR

28 April 2022
Will be seeking re-election at the 2024 AGM

BOARD COMMITTEES

S

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- IREIT Global Group Pte. Ltd. (As manager of IREIT Global*) (Director)
- CDL China Limited (Executive Chairman)

OTHER APPOINTMENTS

- Business China FutureChina Committee (Member)
- Business China Go East Committee (Member)
- Chinese Development Assistance Council (Member of Board of Trustees)
- MOH Holdings' Healthcare Infrastructure and Planning Committee (Member)
- National Youth Achievement Award (Member of Advisory Board)
- Singapore Health Services Pte Ltd (Non-Executive Director and Chairman of Property Committee)

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- Nil

Note:
Hong Leong Investment Holdings Pte. Ltd. is the immediate and ultimate holding company of CDL. Hong Leong Finance Limited is a related company under the Hong Leong Group of companies. Millennium & Copthorne Hotels Limited is a subsidiary of CDL.

BOARD OF DIRECTORS

AS AT 22 MARCH 2024

Mr Kwek assumed his current role as CDL's Group Chief Executive Officer in January 2018 and was appointed as an Executive Director in May 2019. He also holds the position of Executive Chairman of CDL China Limited. He was previously the Deputy CEO and prior to that, concurrently the Chief Investment Officer of CDL and the CEO of CDL China Limited. He has been spearheading the Group's expansion in Singapore, China, Japan, Australia and the United Kingdom for over a decade.

Prior to joining CDL, Mr Kwek was the CEO of City e-Solutions Limited, a Hong Kong-listed company that was formerly a subsidiary of the Group, and before that, the Chief Operating Officer of Thakral Corporation Ltd. and an Executive Director of HL Global Enterprises Limited, both listed companies in Singapore. In the earlier part of his career, he had worked in technology venture capital, investment banking, hospitality management and real estate private equity.

Since 2019, Mr Kwek has served as a member of two subcommittees of Business China. In June 2020, he was appointed to the Board of Trustees of the Chinese Development Assistance Council, and in 2021, he was appointed as a member of the Property Committee of Singapore Health Services Pte Ltd (SingHealth). In 2022, he was appointed to the Board of the manager for Singapore-listed IREIT Global and appointed as a member of the Advisory Board for the National Youth Achievement Award. In October 2023, Mr Kwek was appointed to the Board of SingHealth and in January 2024, he was appointed as the Chairman of the Property Committee of SingHealth as well as a member of MOH Holdings' Healthcare Infrastructure and Planning Committee.

He graduated from Boston University with a Bachelor of Science in Business Administration, majoring in Finance and Marketing with a minor in Psychology, and has worked in New York, Hong Kong, Shanghai and Singapore.

LEE JEE CHENG PHILIP

Lead Independent Director

FIRST APPOINTMENT AS DIRECTOR

4 January 2021

LAST RE-ELECTION AS DIRECTOR

30 April 2021
Will be seeking re-election at the 2024 AGM

BOARD COMMITTEES

A N R

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- ComfortDelGro Corporation Limited* (Director, Audit and Risk Committee Chairman and Nominating and Remuneration Committee Member)

OTHER APPOINTMENTS

- Singapore Agro-Food Enterprises Federation Limited (Governing Council Member)
- Tech For Good Institute Limited (Board Member)

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- Nil

Mr Lee has more than 35 years of experience in accounting and finance. He was an audit partner at KPMG Singapore where he served on the Singapore leadership team and the Asia Pacific executive team. He was also the Head of Real Estate, Investment Banking, Private Banking, an Audit Business Unit and the Head of People at KPMG Singapore.

Currently, he is also a non-executive independent director at ComfortDelGro Corporation Limited, a Member of the Governing Council of Singapore Agro-Food Enterprises Federation Limited and a Board Member of Tech For Good Institute Limited.

Mr Lee is a Fellow of the Institute of Singapore Chartered Accountants, Fellow of the Association of Chartered Certified Accountants, United Kingdom, and a member of the Singapore Institute of Directors.

PHILIP YEO LIAT KOK

Non-Independent | Non-Executive Director

FIRST APPOINTMENT AS DIRECTOR

11 May 2009

LAST RE-ELECTION AS DIRECTOR

26 April 2023

BOARD COMMITTEES

Nil

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- Economic Development Innovations Singapore Private Limited (EDIS) (Chairman)
- Accuron Technologies Limited (Chairman)
- Advanced MedTech Holdings Pte. Ltd. (Chairman)
- Sunway Berhad* (Director)
- QAF Limited* (Director, Vice Chairman)

OTHER APPOINTMENTS

- Nil

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- Kerry Logistics Network Limited* (Independent Director)
- Baiterek National Managing Holding JSC, Kazakhstan

Mr Yeo is the Chairman of Economic Development Innovations Singapore Pte Ltd (EDIS) which provides strategic advice and undertakes the development and management of integrated industrial and urban areas with an emphasis on job creation and industrial cluster development. He is also the Chairman of Accuron Technologies Pte Ltd, an aerospace and precision engineering company and Advanced Medtech Pte Ltd, a leader in urology devices and services. Mr Yeo is also an independent Director of Sunway Berhad and QAF Limited, which are listed on Bursa Malaysia and Singapore Exchange Securities Trading Limited ("SGX-ST") respectively.

Mr Yeo received the Singapore Public Administration Medal (Silver) in 1974, the Public Administration Medal (Gold) in 1982, the Meritorious Service Medal in 1991 and the Order of Nila Utama (First Class), Singapore's most prestigious National Day Awards in 2006. He also received the Order of the Rising Sun, Gold and Silver Star from Government of Japan (2007) and the Distinguished Service (Star) award from the Singapore Labour Movement, National Trade Union Congress (2008).

Mr Yeo holds a Bachelor of Applied Science (Industrial Engineering), an honorary Doctorate in Engineering from the University of Toronto, Canada, an honorary Doctorate in Medicine from the Karolinska Institutet, Sweden, a Master of Science (Systems Engineering) from the University of Singapore, a Master of Business Administration from Harvard University, USA, a Doctor of Science from Imperial College, London, an honorary Doctor of Letters from National University of Singapore and an honorary Doctor of Law from Monash University of Australia. He is also an honorary Fellow of King's College London and received a citation for the honorary Degree of Doctor of Letters from Nanyang Business School, Nanyang Technology University.

ONG LIAN JIN COLIN

Independent Non-Executive Director

FIRST APPOINTMENT AS DIRECTOR

7 October 2020

LAST RE-ELECTION AS DIRECTOR

28 April 2022

BOARD COMMITTEES

N R

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- Great Eastern Financial Advisers (Executive Senior Director)

OTHER APPOINTMENTS

- Nil

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- Nil

Mr Ong is the Founder of Advisors' Clique and Executive Senior Director of Great Eastern Financial Advisers, a position he has held since 2011. A veteran in the financial services industry with more than 30 years of experience, he has achieved the Million Dollar Round Table (MDRT) 29 times since 1993 and achieved the Top of the Table in 2020, 2022 and 2023. He is also a member of its prestigious MDRT Quarter Century Club.

Mr Ong was a recipient of the Centennial Award by Great Eastern Life in 2008, an accolade awarded during its 100th anniversary in recognition of his contributions to the company. He was conferred the IBF Fellow award from the Institute of Banking and Finance and was named Asia's Inspirational Leader of the Year by the Asia Insurance Review in 2015.

Advisors' Clique, the 1,000-strong organisation which Mr Ong founded, is the only recipient of the International Dragon Award 100 in Great Eastern Life for the past five consecutive years.

Mr Ong holds a Bachelor of Arts & Social Sciences from the National University of Singapore. He is also a Chartered Life Underwriter and Chartered Financial Consultant.

DANIEL MARIE GHISLAIN DESBAILLETS

Independent Non-Executive Director

FIRST APPOINTMENT AS DIRECTOR

20 November 2020

LAST RE-ELECTION AS DIRECTOR

26 April 2023

BOARD COMMITTEES

R S

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- FreshCreation Holdings Pte. Ltd. (Executive Chairman)
- Salad Stop Pte. Ltd. (Executive Chairman)

OTHER APPOINTMENTS

- Nil

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- Millennium & Copthorne Hotels plc (Independent, Non-Executive Director) *(delisted and privatised in 2019 and now known as Millennium & Copthorne Hotels Limited)*

Mr Desbaillets has an extensive portfolio in the hospitality industry with 45 years of experience. He was appointed to the Board of Millennium and Copthorne Hotels plc (prior to its privatisation) in 2016 as an Independent Non-Executive Director and had served in the Audit & Risk, Remuneration and Risk Committees. In 2010, he was the Independent Non-Executive Director of M&C REIT Management Limited, the manager of CDL Hospitality Real Estate Investment Trust (H-REIT) and also of M&C Business Trust Management Limited, the trustee-manager of CDL Hospitality Business Trust (HBT) and had served in the Nominating and Remuneration Committees. Both H-REIT and HBT are comprised as a stapled group in CDL Hospitality Trusts, which is listed on the SGX-ST.

Since 1973, he has been holding senior positions with international hotel chains including InterContinental Hotel Group, Hilton, Shangri-La, Millennium & Copthorne Hotels Group, Fullerton Hotels and Resorts and TCC Hotels Thailand and has worked in various countries around the world. His responsibilities in the Corporate offices included regional hotel operations, finance, marketing, human resource, food & beverage (F&B) and asset management. Currently, Mr Desbaillets is the Executive Chairman of family-owned businesses in the F&B industry, FreshCreation Holdings Pte. Ltd. and Salad Stop Pte. Ltd., which have 86 outlets in Singapore, Indonesia, Philippines, Hong Kong, South Korea, Vietnam, Thailand and Spain that are owned, franchised and under joint ventures.

He holds a Diploma in Commercial Studies from Ecole Benedict Geneva, Switzerland and a Certificate with Distinction in Service, Food Production and Administration from Lausanne Hotel School, Switzerland. Mr Desbaillets is also a member of the Singapore Institute of Directors.

BOARD OF DIRECTORS

AS AT 22 MARCH 2024

CHONG YOON CHOU

Independent Non-Executive Director

FIRST APPOINTMENT AS DIRECTOR

20 November 2020

LAST RE-ELECTION AS DIRECTOR

26 April 2023

BOARD COMMITTEES

A N S

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- Leanne Capital Pte. Ltd. (Founder/Director)

OTHER APPOINTMENTS

- Nil

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- Ostrum Asset Management Asia Ltd. (Chief Investment Officer, Equities)

Mr Chong started his career at Aberdeen Standard Investments (Asia) Limited in 1994 as an analyst and fund manager on Asian equities. He was later transferred to Sydney as Head of Australian Equities in 2001. Subsequently, he held roles in London, Edinburgh and Philadelphia as Head of Pan-European Equities and Head of Developed Markets ex-Asia, before returning to Singapore in 2008 as Investment Director where he oversaw equity investments in seven regional offices. He was also the Managing Director of Aberdeen Asset Management Malaysia.

Throughout his stint with the company, Mr Chong was involved in many restructuring initiatives in Australia and Europe whilst spearheading investment teams in various M&A projects such as the acquisition of Edinburgh Fund Managers in 2005, Deutsche Asset Management UK in 2006, Philadelphia Nationwide Financial Service US in 2007 and Credit Suisse Asset Management in 2009. He was also responsible for setting up the group's research systems and led in transition projects during Europe's implementation of Markets in Financial Instruments Directive II (MiFID II). Mr Chong's 29 years of extensive experience in managing assets and funds also included his management of Asian and Emerging market equities at Ostrum Asset Management Asia Ltd, part of the Natixis Investment Management group with US$1 trillion of funds under management.

Mr Chong graduated from the London School of Economics with a Bachelor of Science (Economics) in Accounting & Finance, a Master of Science in Finance and a Master of Science in Information Systems. He is also a Chartered Financial Analyst and has Leadership Development certifications at Harvard Business School and INSEAD. In 2021, he completed the INSEAD International Directors Programme. Mr Chong is also a member of the Singapore Institute of Directors.

CHAN SWEE LIANG CAROLINA (CAROL FONG)

Independent Non-Executive Director

FIRST APPOINTMENT AS DIRECTOR

29 December 2020

LAST RE-ELECTION AS DIRECTOR

30 April 2021
Will be seeking re-election at the 2024 AGM

BOARD COMMITTEES

R A

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- CGS International Securities Singapore Pte. Ltd. (Formerly known as CGS-CIMB Securities (Singapore) Pte Ltd) (Group Chief Executive Officer)
- Genting Singapore Limited* (Lead Independent Director and Nominating Committee Chairman)

OTHER APPOINTMENTS

- Leukemia and Lymphoma Foundation (Independent Board Member and Chairperson, Finance Subcommittee)
- Singapore Exchange Securities Advisory Committee (Chairman)

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- Nil

Ms Chan has more than 30 years of experience in investment banking and financial markets. Currently the Group Chief Executive Officer of CGS International Securities Singapore Pte. Ltd. (CGS International Securities), she is responsible for the overall management and financial performance of the CGS International Securities group's equities business, a regional franchise covering Asia Pacific (ex-Japan), as well as offices in London and New York. Ms Chan is also an independent board member of Leukemia & Lymphoma Foundation.

Before this, she was the Singapore country Investment Banking CEO of CIMB Group, where she was responsible for building up their investment banking business and management of key client and regulator relationships in Singapore.

Ms Chan's career began at Oversea-Chinese Banking Corporation and she has since held several senior managerial positions in various stockbroking firms. She is also currently the Chairman of the Singapore Exchange Securities Advisory Committee and is also appointed as Lead Independent Director of mainboard-listed Genting Singapore Limited.

Ms Chan was conferred the IBF (Institute of Banking and Finance of Singapore) Distinguished Fellow award in 2016. The IBF Distinguished Fellow is a significant role model who serves as a beacon of excellence for the financial industry.

She holds a Bachelor of Arts degree from the National University of Singapore and a Diploma in Personnel Management from National Productivity Board. Ms Chan also obtained the Executive Diploma in Directorship from Singapore Management University - Singapore Institute of Directors in 2018.

TANG AI AI MRS WONG AI AI

Independent Non-Executive Director

FIRST APPOINTMENT AS DIRECTOR

1 January 2022

LAST RE-ELECTION AS DIRECTOR

28 April 2022

BOARD COMMITTEES

N S

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- Nil

OTHER APPOINTMENTS

- Justice of the Peace
- Singapore Tourism Board (Director)
- PSA International Pte Ltd (Director)

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- Baker & McKenzie.Wong & Leow (Principal)
- Baker McKenzie (Member of Global Executive Committee and Chair of Asia Pacific Region)
- Climate Governance Singapore Limited (now known as CG Sing) (Director)
- Singapore Tyler Print Institute (Board Member)
- Yellow Ribbon Fund (Chairman)

Mrs Wong Ai Ai, until her retirement in July 2023, was the Principal in Baker & McKenzie.Wong & Leow.

During her three decades-long career with Baker McKenzie ("Firm"), she led a range of landmark transactions for blue-chip clients, and served in global management and leadership roles at the highest levels of the Firm, including serving as a member of Global Executive Committee and chair of the Asia Pacific region.

As a transactional lawyer, Mrs Wong was recognised as a leading individual and eminent practitioner for corporate/M&A matters by publications including Chambers Asia Pacific, Legal 500 Asia Pacific and IFLR1000.

Mrs Wong was a founding steering committee member of Climate Governance Singapore Limited (now known as CG Sing), an initiative led by World Economic Forum to educate non-executive directors on the opportunities and challenges for their companies arising from climate change and its consequences. She stepped down as a Director of CG Sing in October 2023.

Mrs Wong is a Justice of the Peace, a member of the Public Service Commission's Disciplinary Panel of Persons and a member of the Board of Visiting Judges (BOVJ) and Board of Inspection (BOI) appointed by the Ministry of Home Affairs, Singapore.

She graduated from the University of Kent, with a Bachelor of Arts in Law First Class Honours, and holds a Master of Law from Harvard University Law School. She is admitted to practice in Singapore, New York, England and Wales (Grays Inn). Mrs Wong is also a member of the Singapore Institute of Directors.

TAN KIAN SENG

Independent Non-Executive Director

FIRST APPOINTMENT AS DIRECTOR

10 March 2023

LAST RE-ELECTION AS DIRECTOR

26 April 2023

BOARD COMMITTEES

A

PRESENT DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS

- Nil

OTHER APPOINTMENTS

- Nil

PAST DIRECTORSHIPS IN OTHER LISTED COMPANIES* AND PRINCIPAL COMMITMENTS HELD IN THE PRECEDING FIVE YEARS

- CDL Investments New Zealand Limited*
- First Sponsor Group Limited *
- Grand Plaza Hotel Corporation*
- Millennium & Copthorne Hotels New Zealand Limited*
- Millennium & Copthorne Hotels plc*
  (delisted and privatised in 2019 and now known as Millennium & Copthorne Hotels Limited) ("M&C")

Mr Tan has extensive experience in the hospitality and manufacturing sectors, having held various senior positions in international businesses. He had served on the boards of companies listed in SGX-ST, London Stock Exchange, New Zealand Stock Exchange and Philippines Stock Exchange. Mr Tan also has diverse management experience in Finance, Legal, Investor Relations, Business Development, Human Resource and Information Technology in various corporations and regions including South East Asia, China, United Kingdom and United States of America.

Mr Tan joined M&C as Group Chief of Staff in October 2016 and held several senior executive level positions in various functions and jurisdictions until he retired as the interim Chief Executive Officer ("CEO") of M&C at end 2019. During his tenure at M&C, he was a Non-Executive Director of Millennium & Copthorne Hotels New Zealand Limited and CDL Investments New Zealand Limited, both of which are listed on the New Zealand Stock Exchange and served as the President, Chairman of the board and a member of the Nominating Committee of Grand Plaza Hotel Corporation, which is listed in the Philippines.

Prior to joining the M&C Group, he served as an advisor to the CEO and Chairman of Venture Corporation Limited ("Venture"), a company listed on the SGX-ST. Mr Tan joined Venture in 2001 and held senior roles in various jurisdictions, including the Vice President of Operations in Malaysia until February 2006, Chief Financial Officer until February 2012 and Group President from 2011 until February 2016.

Mr Tan holds a Diploma of Accountancy from Leeds Beckett University. He is an Associate of the Institute of Chartered Accountants in England and Wales. Mr Tan is also a member of the Malaysian Institute of Accountants and the Singapore Institute of Directors.

MANAGEMENT EXECUTIVE COMMITTEE

The Management Executive Committee (ExCo) comprises (from left): Kwek Eik Sheng, Sherman Kwek, Yiong Yim Ming and Chia Ngiang Hong

SHERMAN KWEK

Group Chief Executive Officer

Mr Sherman Kwek assumed his role as CDL's Group Chief Executive Officer (Group CEO) in January 2018 after serving as the CEO-designate from August 2017. He was appointed as an Executive Director in May 2019 and concurrently holds the position of Executive Chairman of CDL China Limited since April 2016. He was previously the Deputy CEO and Chief Investment Officer of CDL. He has been spearheading the Group's expansion in Singapore, China, Japan, Australia and the United Kingdom for over a decade.

Under his leadership, the Group embarked on a Growth, Enhancement and Transformation (GET) strategy to expand its local and international presence, enhance its existing portfolio, strengthen recurring income streams, develop a fund management business and enable significant transformation through strategic investments and innovation, all of which with the ultimate goal of driving strong performance and creating lasting value for all shareholders.

Throughout his career, Mr Kwek has held various senior management roles including serving as the CEO of Hong Kong-listed City e-Solutions Limited, an Executive Director of HL Global Enterprises Limited and the Chief Operating Officer of Thakral Corporation Ltd. He also worked at RECAP Investments Limited, a real estate private equity fund.

Mr Kwek started his career in New York in venture capital and investment banking before joining the US division of Millennium & Copthorne Hotels Limited. He has experience in the areas of investments, mergers and acquisitions, real estate, hospitality and technology, and has worked in New York, Hong Kong, Shanghai and Singapore.

He graduated from Boston University with a Bachelor of Science in Business Administration, majoring in Finance and Marketing with a minor in Psychology.

KWEK EIK SHENG

Group Chief Operating Officer

Mr Kwek Eik Sheng joined CDL in 2009, covering Business Development for overseas projects before being appointed as Head of Corporate Development. In 2014, he assumed his role as Chief Strategy Officer and undertook an added portfolio as Head of Asset Management in April 2016. On 1 January 2022, he was appointed Group Chief Operating Officer.

Prior to joining CDL, he was with the Hong Leong Group of companies in Singapore, specialising in corporate finance roles from 2006 to 2008.

Mr Kwek is an Executive Director of CDL's principal subsidiary, Millennium & Copthorne Hotels Limited (M&C), as well as a Non-Independent Non-Executive Director of CDL Hospitality Trusts. He is a Non-Executive Director of Millennium & Copthorne Hotels New Zealand Limited and CDL Investments New Zealand Limited, both listed on New Zealand's Exchange. He is also Chairman of Grand Plaza Hotel Corporation listed on the Philippine Stock Exchange.

He holds a Bachelor of Engineering in Electrical and Electronics Engineering from Imperial College of Science, Technology and Medicine and a Master of Philosophy in Finance from Judge Business School, Cambridge University.

CHIA NGIANG HONG

Group General Manager

Mr Chia Ngiang Hong joined CDL in 1981 and has more than 40 years of experience in the real estate industry in Singapore and the region. A much-respected industry veteran, Mr Chia is the Immediate Past President of the Real Estate Developers' Association of Singapore, Board Member of the Institute of Real Estate and Urban Studies, Honorary Advisor of the Singapore Green Building Council, and Council Member of the Singapore Business Federation, the Apex Business Chamber.

He is also a Fellow of the Institute of Surveyors and Valuers and a member of the NUS Department of Real Estate Consultative Committee. He was formerly the Advisory Committee Chairman of the NUS School of Design and Environment. He sits on various committees of the Building and Construction Authority and other agencies.

Beyond his contributions to the building, construction and real estate industry, Mr Chia is also active in community and grassroots activities and was awarded the PBM and BBM National Day Awards. He holds a Bachelor of Science in Estate Management (Honours) from the University of Singapore and a Master in Business Administration (Distinction) from the University of Hull, UK.

YIONG YIM MING

Group Chief Financial Officer

Ms Yiong Yim Ming was appointed CDL's Chief Financial Officer in April 2016 and was re-designated to Group Chief Financial Officer on 1 February 2018. An executive of the Company since 2007, she has extensive knowledge on CDL Group's financial and operational matters, both domestically and overseas, covering property development, investment properties and hotels.

She has strong technical competencies, specialising in the real estate sector, harnessed through 12 years of audit experience. Prior to joining CDL, she served a 10-year stint in KPMG Singapore and a two-year engagement with Ernst & Young Singapore.

Ms Yiong is Vice President of the Institute of Singapore Chartered Accountants and is also a member of the United Nations (UN) Global Compact's CFO Taskforce for the SDGs, which aims to channel sustainable finance for the achievement of the UN Sustainable Development Goals.

She holds a Bachelor of Accountancy degree from Nanyang Technological University.

SENIOR MANAGEMENT

LEE MEI LING
Executive Vice President
Head, Property Development

CALLIE YAH
Executive Vice President
Head, Global Asset Management

ESTHER AN
Chief Sustainability Officer

IVAN NG
Chief Technology Officer

GERALD YONG
Chief Investment Officer

CORPORATE GOVERNANCE

City Developments Limited ("CDL" or the "Company") is committed to upholding a high standard of corporate governance and business integrity in all its business activities, which is essential for the long-term sustainability of the Group's businesses and the enhancement of shareholders' value.

To demonstrate its commitment towards excellence in corporate governance, CDL had, since 2010, joined the Securities Investors Association Singapore ("SIAS") and its partners in making the following public Statement of Support at the annual Singapore Corporate Governance Week (organised by SIAS):

"As a Company, we are committed to upholding high standards of corporate governance to enhance stakeholder value, a sustainable future and making a lasting sustainable transition to a low-carbon environment. We believe practising good environmental, social and corporate governance standards are central to the health and stability of our financial markets and economy."

CORPORATE GOVERNANCE ACCOLADES

In its journey to uphold the highest standards of corporate governance, CDL achieved a joint 5th ranking on the Singapore Governance and Transparency Index (SGTI) in 2023. The SGTI is aimed at assessing companies on their corporate governance disclosure and practices, as well as the timeliness, accessibility and transparency of their financial results announcements.

In recognition of its commitment to transparency in gender reporting and advancing gender diversity in the workplace, CDL continued to be listed in the Bloomberg Gender-Equality Index (GEI) in 2023. The sector-neutral Bloomberg GEI measures gender equality across five pillars: female leadership and talent pipeline; equal pay and gender pay parity; inclusive culture; anti-sexual harassment policies; and external brand. CDL is the only Singapore real estate company listed on the Bloomberg GEI for six consecutive years.

CDL has been placed on the SGX Fast Track programme since April 2018. This programme was launched by Singapore Exchange Regulation (SGX RegCo) in recognition of listed companies which have maintained a good corporate governance standing and compliance track record. Companies under this programme will receive prioritised clearance on selected corporate action submissions to SGX RegCo.

The Company has complied with Listing Rule 710 of the Listing Manual of Singapore Exchange Securities Trading Limited ("Listing Manual") by describing in this report, its corporate governance practices with specific reference to the principles and provisions in the Code of Corporate Governance 2018, as amended ("CG Code"). Where the Company's practices differ from the principles and provisions under the CG Code, the Company's position and reasons in respect of the same are explained in this report.

Our Governance Framework

Board	
Executive Directors ("ED") • Kwek Leng Beng, Executive Chairman • Sherman Kwek Eik Tse, Group Chief Executive Officer **Non-executive and Non-independent Director** • Philip Yeo Liat Kok **Independent Directors ("ID")** • Lee Jee Cheng Philip, Lead ID • Ong Lian Jin Colin • Daniel Marie Ghislain Desbaillets • Chong Yoon Chou • Chan Swee Liang Carolina • Tang Ai Ai Mrs Wong Ai Ai • Tan Kian Seng	**Key Objectives:** Provides leadership by setting the strategic objectives of the Company together with the Management Executive Committee ("ExCo") to achieve long-term success for the Company and its subsidiaries (the "Group") through value creation, innovation and sustainability. Oversees the performance of the Group for accountability to shareholders by ensuring that the necessary financial, operational and human resources are in place for the Company to meet its strategic objectives, which are supported by an adequate and effective system of internal controls and risk management.

Committees	Composition	Key Objectives
Audit & Risk Committee ("ARC")	• Lee Jee Cheng Philip, Chairman (ID) • Chong Yoon Chou (ID) • Chan Swee Liang Carolina (ID) • Tan Kian Seng (ID)	Assists the Board in the discharge of statutory and other responsibilities relating to the integrity of the financial statements of the Group and reviews the adequacy and effectiveness of the internal controls and risk management systems. Considers the key risks of the Group under a risk management framework which takes into account the strategic objectives and risk appetite of the Group.
Nominating Committee ("NC")	• Ong Lian Jin Colin, Chairman (ID) • Kwek Leng Beng (non-ID) • Lee Jee Cheng Philip (ID) • Chong Yoon Chou (ID) • Tang Ai Ai Mrs Wong Ai Ai (ID)	Assists the Board in its succession plan through the review of board size, composition and mix, and the recommendations on the independence of Directors, appointment, re-nomination and retirement of Directors. Assists the Board in the evaluation of the performance of the Board, the Board Committees and the Directors. Also reviews the succession plan for the key management personnel including the Group Chief Executive Officer ("Group CEO") who is also a Director.
Remuneration Committee ("RC")	• Chan Swee Liang Carolina, Chairman (ID) • Lee Jee Cheng Philip (ID) • Ong Lian Jin Colin (ID) • Daniel Marie Ghislain Desbaillets (ID)	Oversees the remuneration of the Board and the key management personnel, including setting appropriate remuneration frameworks, aligning with talent management framework and policies to reflect a performance-based remuneration system that is balanced between the current and long-term objectives of the Company.
Board Sustainability Committee ("BSC")	• Sherman Kwek Eik Tse, Chairman (ED) • Daniel Marie Ghislain Desbaillets (ID) • Chong Yoon Chou (ID) • Tang Ai Ai Mrs Wong Ai Ai (ID)	Assists the Board in the review of the Company's sustainability issues and approach to sustainability reporting, reviews the Company's Environmental, Social and Governance (ESG) framework, key ESG targets and long-term sustainability that contribute to the Company's performance and reputation as a global corporate citizen. Also assists the Board in the oversight of the Company's Workplace Safety and Health matters.

BOARD MATTERS

Principle 1: The Board's Conduct of Affairs

The Primary Functions of the Board

The Board oversees the Company's business and its performance under its collective responsibility and provides leadership by setting the strategic objectives of the Company together with the ExCo, to achieve long-term success for the Group through value creation, innovation and sustainability. Members of the ExCo also identified as the Company's Key Management Personnel ("KMP") comprises Mr Sherman Kwek, the Group CEO (also a Director), Mr Chia Ngiang Hong, the Group General Manager ("Group GM"), Mr Kwek Eik Sheng, the Group Chief Operating Officer ("Group COO") and Ms Yiong Yim Ming, the Group Chief Financial Officer ("Group CFO").

The Board sets broad policies, provides guidance on and approves strategic objectives, ensures that necessary financial, operational and human resources are in place for the Company to meet its objectives, reviews the performance of the Group and the ExCo, and satisfies itself as to the adequacy and effectiveness of the framework and processes for internal controls (including financial, operational, compliance and information technology ("IT") controls) and risk management for the safeguarding of shareholders' interests and the Group's assets.

The Board also assumes responsibility for good corporate governance and is responsible for setting the right 'tone at the top' in its policies and decisions to ensure that the Company's corporate values and ethical standards are observed and there is proper accountability throughout the Group and obligations to its shareholders and other stakeholders are clearly understood and met.

The Board is also committed to the Company's strategic approach to integrating sustainability in key aspects of its business and operations and to advance the Company's sustainability efforts and achievements.

Directors' Objective Discharge of Duties and Declaration of Interests (Provision 1.1)

All Directors are fiduciaries who exercise due diligence and objectively discharge their duties and responsibilities in the best interests of the Company. This ability to exercise objectivity is one of the assessment criteria in the NC annual evaluation of the Directors.

Directors, who are in any way, directly or indirectly, interested in a transaction or proposed transaction, declare the nature of their interests in accordance with the Company's Constitution and provisions of the Companies Act 1967, and in the case of any conflicts of interest (actual or potential), recuse themselves from participating in the deliberation and abstain from decision-making on such transactions, with abstention duly recorded within the minutes and/or the resolutions of the Board and/or the Committees.

CORPORATE GOVERNANCE

Accountability of the Board and Management (Provision 1.1)

The Board and Management are committed to conducting business with integrity, consistent with high standards of business ethics, and in compliance with all applicable laws and regulatory requirements. The Company has established various corporate policies as necessary which provide a communicable and understandable framework for employees to observe the Company's principles on honesty, integrity, responsibility and accountability at all levels of the organisation and in the conduct of the Company's business in their relationships with the Company's stakeholders, including customers, suppliers and employees. Further details of these policies are described in the segment entitled 'Corporate Values and Conduct of Business' at the end of this report.

Board Orientation and Training/Development (Provision 1.2)

Each newly appointed Director receives a formal letter, setting out his/her general duties and obligations as a Director pursuant to the relevant legislations and regulations. The new Director will also receive an electronic induction pack containing information and documents relating to the roles, duties and responsibilities of a director (and where applicable, as a member of the Committees), the Group's principal businesses, the Company's Board processes and corporate governance practices, relevant Company policies and procedures as well as a board meeting calendar for the year with a brief of the routine agenda for each meeting of the Board and where applicable, the Committees.

The Company also conducts a comprehensive induction programme for newly appointed Directors, and for existing Directors pursuant to their appointments to any of the Committees, which seeks to familiarise Directors with the Group's principal businesses, the Company's governance practices and processes, internal controls and risk management systems, their responsibilities as directors and in the case of appointments to any of the Committees, the roles and areas of responsibilities of such Committees. The induction programme includes meetings with the chairmen of the Committees in the case of appointments to any of the Committees, on matters relevant to such Committees, various key executives of Management to allow the new Directors to be acquainted with Management and to facilitate their independent access to Management in future. The programme also includes briefings by the Group CEO and other members of Management on key areas of the Company's operations.

For a first-time Director who has no prior experience as a director of a listed company, in addition to the induction as detailed above, he/she will be required to also attend certain specific modules of the Listed Entity Director ("LED") Programme conducted by the Singapore Institute of Directors ("SID") to acquire relevant knowledge of what is expected of a listed company director, this being a mandatory requirement under Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Rules (the "Mandatory Training"). Completion of the LED Programme, which focuses on comprehensive training of company directors on compliance, regulatory and corporate governance matters, should provide the first-time Director with a broad understanding of the roles and responsibilities of a director of a listed company under the requirements of the Companies Act 1967, the Listing Manual and the CG Code. A first-time director need not attend the Mandatory Training if the NC, in assessing the relevant experience of the director, is satisfied that he/she possesses relevant experience comparable to that of a person who has served as a director of an issuer listed on SGX-ST. Where such an assessment is made by the NC, the reasons are disclosed in the announcement made on the appointment of the director.

Mr Tan Kian Seng, who has prior experience as a director of listed companies, was appointed as ID on 10 March 2023 and attended the induction programme conducted by the Company in April 2023. Mr Tan also attended the training on sustainability as required by SGX-ST on 12 October 2023.

The Board recognises that it is important for Directors to undergo continual training/development. From time to time, the Directors are provided with updates and/or briefings by professional advisers, auditors, Management and the Company Secretaries in areas such as directors' duties and responsibilities, corporate governance practices, relevant legislations and regulations, risk management and financial reporting standards. They are also regularly kept informed by the Company Secretaries of the availability of relevant courses, conferences and seminars, including those conducted by the SID, and the Directors are encouraged to attend such training at the Company's expense. The NC and the Board are kept informed of the training sessions attended by the Directors during the year. As part of the NC's annual assessment of the skill set of the Board and the Committees, the NC will also recommend further training for the Directors in specific areas, if required, to supplement the regular updates/briefings provided to the Directors from time to time.

During the year, training sessions attended by the Directors included the SID Audit and Risk Committee Seminar 2023, SID Directors Conference 2023, SID ARC Pit-Stop Series on Climate Risk Reporting, SID Listed Entity Director Programme, SID Nominating Committee Programme, Current Topics Programme, briefings and seminars organised by SID, Climate Governance Singapore, audit professionals, legal professionals, and other consultants in relation to the 9 year rule, financial, cybersecurity, sustainability and climate reporting matters, Code of Practice: Chief Executives' and Board of Directors' Duties, SGX Disclosure Obligations and Directors' Duties.

In-house seminars were also organised in 2023 and conducted by invited external speakers on the following topics:

- Sustainability Reporting – Value vs Investment; Challenges vs Opportunities
- CDL Leadership Workplace Safety & Health Training
- Navigating the New Frontier: Cybersecurity and Generative AI

100% of the Board attended various training seminars and workshops in 2023	=	Accounted for more than 206.5 training hours in aggregate

Members of the ARC were also provided with regular briefings from the Company's external auditors on applicable Accounting Standards and tax updates, such as the Base Erosion and Profiting Shifting (BEPS) 2.0 during the year.

Further to the training courses/programmes and briefing updates, Directors are also at liberty to approach Management should they require any further information or clarification concerning the Company's operations.

Board Approval (Provision 1.3)

Key matters which are specifically reserved for approval by the Board include the decisions over the strategic direction, plans and performance objectives of the Group (including its risk appetite); the Group's financial objectives and annual budget; decisions to commence, discontinue or modify significantly any business activity or to enter into or withdraw from a particular market sector which have or may have material impact on the profitability or performance of the Group; corporate or financial restructuring; decisions over new borrowings or amendments to the terms and conditions of existing borrowings; adoption of key corporate policies and corporate governance practices and any other matters which require the Board's approval as prescribed under the relevant legislations and regulations as well as the provisions of the Company's Constitution. All issuance of the Group's financial results requires the approval of the Board, including decisions with regard to the Company's dividend policy and payouts.

Aligned with the Group's strategy to develop growth platforms in Singapore and key international markets, the Board has put in place an approval matrix with established authority limits in connection with the Group's investments and divestments, including funds and corporate holdings. The approval matrix is revised and updated when necessary, in line with the Group's strategic objectives.

Management is fully apprised of such matters which require the approval of the Board or the Committees. For operational efficiency, the Company also has a structured approval limits matrix which sets out the delegated authority to various levels of Management to approve operating expenditures up to pre-determined limits.

Delegation by the Board (Provision 1.4)

The primary functions of the Board are either carried out directly by the Board or delegated to the Committees with clear written terms of reference setting out their compositions, authorities and duties, including reporting back to the Board. The Committees established by the Board are the ARC, the NC, the RC and the BSC.

Each Committee reports key matters to the Board at Board Meetings and submits its report at least once on an annual basis.

All terms of reference for the Committees are approved by the Board and reviewed annually to ensure their continued relevance, taking into account the changes in the governance and regulatory environment.

The delegation of authority by the Board to the Committees enables the Board to achieve operational efficiency by empowering these Committees to decide, review and make recommendations on matters within their respective written terms of reference and/or limits of delegated authority, without abdicating the Board's overall responsibility.

Please refer to the sections on Principles 4, 5, 6, 7 and 10 in this report for further information on the activities of the NC, RC and ARC. Information on the activities of the BSC can be found under the 'Sustainability' segment towards the end of this report.

Board and Board Committees Meetings (Provision 1.5)

Meetings of the Board and Committees are held regularly, with the Board meeting held at least four times a year. Four Board meetings were held in 2023. At the regular Board meetings, the Board agenda includes updates by Management on the Group's strategic initiatives and implementation status, updates on the Group's investments and developments, and the review of the Group's financial and operational performance. Of the four scheduled meetings, two were the half-year and full year Board meetings mainly to review and approve the Group's financial results, and two were scheduled to review the Group's quarterly operational performance, as well as review of the Company's strategic directions and initiatives.

Two meetings of the non-executive Directors ("NEDs"), including IDs, duly chaired by the Lead Independent Director ("Lead ID"), were held in 2023. Meetings of the NEDs, including IDs are convened as often as may be warranted by circumstances. The IDs also meet regularly under the various Committees and the Lead ID is a member of some of these Committees.

CORPORATE GOVERNANCE

The proposed meetings for the Board and all Committees for each new calendar year are set out in a schedule of meetings, which is notified to all Board members before the start of that calendar year. Additional meetings are convened as and when circumstances warrant. Records of all such meetings, including discussions on key deliberations and decisions taken, are maintained by the Company Secretaries. The Company's Constitution allows for the meetings of its Board and the Committees to be held via teleconferencing and videoconferencing. The Board and the Committees may also make decisions by way of circulating written resolutions.

The attendance (including via electronic means) of the Directors at the Annual General Meeting of the Company ("AGM") and meetings of the Board, the Committees and the NEDs, as well as the frequency of such meetings in 2023, is disclosed in the table below. Directors who were unable to attend any meetings of the Board or the Committees, were provided with the meeting materials and encouraged to raise discussion points or queries with the Board Chairman or respective Committee chairman or Management. Nonetheless, the Board is of the view that the contribution of each Director should not be focused solely on his/her attendance at meetings of the Board and/or the Committees. A Director's contribution should also extend beyond the confines of the formal environment of such meetings, through the sharing of views, advice, experience and strategic networks which would further the interests of the Company. The Directors, whether individually or collectively, also engage with Management, heads of the Group's business units and departments and the Group's external consultants in order to better understand the challenges faced by the Group and the input of the Directors, through such engagements, provide invaluable perspective to Management.

Directors' Attendance (including via electronic means) at the AGM, and Meetings of the Board, the Committees and the NEDs in 2023 (Provision 1.5)

	Board	ARC	NC	RC	BSC	NEDs	AGM
Number of meetings held in 2023	4	6	3	2	2	2	
Name of Directors	**Number of meetings attended in 2023**						
Kwek Leng Beng[1]	4/4	N.A.	3/3	N.A.	N.A.	N.A.	✓
Sherman Kwek Eik Tse[1]	4/4	N.A.	N.A.	2/2[4]	2/2	N.A.	✓
Lee Jee Cheng Philip[1]	4/4	6/6	3/3	2/2	N.A.	2/2	✓
Philip Yeo Liat Kok	4/4	N.A.	N.A.	N.A.	N.A.	1/2[3]	✓
Ong Lian Jin Colin[1]	4/4	N.A.	3/3	2/2	N.A.	2/2	✓
Daniel Marie Ghislain Desbaillets	4/4	N.A.	N.A.	2/2	2/2	2/2	✓
Chong Yoon Chou	4/4	6/6	3/3	N.A.	2/2	2/2	✓
Chan Swee Liang Carolina[1]	4/4	6/6	N.A.	2/2	N.A.	2/2	✓
Tang Ai Ai Mrs Wong Ai Ai	4/4	N.A.	3/3	N.A.	2/2	1/2[3]	✓
Tan Kian Seng[2]	3/3[2]	4/4[2]	N.A.	N.A.	N.A.	0/1[2,3]	✓

Notes:

1 All Directors, including Mr Kwek Leng Beng (the Chairman of the Board), Mr Lee Jee Cheng Philip (the chairman of the ARC), Mr Ong Lian Jin Colin (the chairman of the NC), Ms Chan Swee Liang Carolina (the chairman of the RC) and Mr Sherman Kwek Eik Tse (the Group CEO/the chairman of the BSC), were in attendance at the AGM in 2023 together with other members of the ExCo and the Company's external auditors. The AGM was held in-person and via electronic means.

2 Mr Tan Kian Seng was appointed as a Director and member of ARC on 10 March 2023.

3 Mr Philip Yeo Liat Kok, Ms Tang Ai Ai Mrs Wong Ai Ai and Mr Tan Kian Seng were unable to attend one NED Meeting as they had prior engagement and travel arrangement respectively.

4 Mr Sherman Kwek Eik Tse attended the RC Meetings by invitation.

Directors' Multiple Board Representations and Time Commitments (Provision 1.5)

When considering the re-nomination of Directors for re-election, the NC also takes into account the competing time commitments faced by Directors with multiple listed company board representations and/or other principal commitments. An analysis of the directorships (which includes directorships by groups and executive appointments) held by the Directors is reviewed annually by the NC. Each Director is also required to confirm annually to the NC as to whether he/she has any issue with competing time commitments which may impact his/her ability to provide sufficient time and attention to his/her duties as a Director of the Company. Based on the analysis, the Directors' annual confirmation and the Directors' commitments and contributions to the Company, which are also evident in their level of attendance and participation at Committee and IDs' meetings, the NC is satisfied that all Directors are able to carry out and have been adequately carrying out their duties as a Director of the Company.

The NC noted that including the directorship held in the Company, the number of listed company board representations currently held by each of the Directors ranged from one to three in number (including the Company) and those held by Mr Kwek Leng Beng are on the boards of the related companies of the Company. The NC has recommended that the maximum number of listed company board representations which each Director of the Company may hold, be set at six (including the Company), to provide a guide to address potential competing time commitments that Directors may face serving on multiple listed company boards. The NC may review this guideline from time to time and will also consider the circumstances of individual Directors or potential candidates with multiple listed company directorships above the recommended number to determine their capacity to participate and contribute effectively to the Board.

In addition to the current procedures for the review of the attendance records and analysis of directorships/principal commitments, a policy has also been put in place for Directors to consult the Board Chairman or the chairman of the NC prior to accepting any new listed company board appointment or principal commitment and to notify the Board of any changes in their external appointments. This would allow the Director to review his/her time commitments with the proposed new appointment, and in the case of an ID, to also ensure that his/her independence would not be affected.

Complete, Adequate and Timely Information (Provision 1.6)

Prior to each meeting, members of the Board and the Committees are provided with the meeting agenda and the relevant papers submitted by Management, containing complete, adequate and timely information to enable full deliberation on the issues to be considered at the respective meetings. The ExCo is in attendance at such meetings, whilst the Company's auditors and professional advisers who can provide additional insight into the matters for discussion are invited as required to attend the relevant meetings. Management also provides all Directors with monthly updates on the Company's financial performance including an analysis of the same, with material variances between the comparative periods disclosed and explained. Where the Board's or a Committee's approval is sought, relevant background and explanatory information on the specific matter are provided to enable Directors to understand the issues and request further information, as necessary.

Draft agendas for Board and Committee meetings are circulated in advance to the Board Chairman and the Committee chairman respectively, for them to review and suggest items for the agenda. The Board and the Committees are also furnished routine reports, where applicable, from Management. The chairman of the ARC, NC, RC and BSC provides a report of the respective Committees' activities during the year under review to the Board. The minutes of meetings of the Committees are circulated to all Board members.

Access to Management, Company Secretaries and Independent Professional Advice (Provision 1.7)

All Directors have direct and independent access to Management. To facilitate this access, all Directors are provided with the contact details of the ExCo and the Company Secretaries. The contact details of the heads of internal audit and risk management are also provided to the ARC.

The Directors, whether as a group or individually, are entitled to take independent professional advice at the expense of the Company, in furtherance of their duties and where circumstances warrant the same. The Company has in place internal guidelines allowing the Directors to seek such independent professional advice.

The Company Secretaries, whose appointment and removal are subject to the Board's approval, attend all meetings of the Board and the Committees to provide guidance for Board procedures to be followed. The Company Secretaries, together with Management, also ensure that the Company complies with applicable statutory and regulatory rules. Together with Management, the Company Secretaries also advise the Board Chairman, the Board and the Committees on corporate governance matters and assist in implementing and strengthening corporate governance practices and processes, including ensuring good information flow within the Board and the Committees and between the Directors and Management, facilitating the induction for newly appointed Directors and newly appointed Committee members, and assisting in the continuing training and development programme for the Directors. On an ongoing basis, the Directors have separate and independent access to the Company Secretaries.

CORPORATE GOVERNANCE

Principle 2: Board Composition and Guidance

Board Independence (Provisions 2.1, 2.2 and 2.3)

The Board currently comprises ten members. Based on the NC's recommendation, the Board has determined seven of them, being more than half of the Board, to be independent, thus providing for a strong and independent element on the Board, capable of exercising objective judgement on the corporate affairs of the Company. No individual or small group of individuals dominate the Board's decision-making. No alternate Directors have been appointed in respect of any of the Directors.

The non-independent Directors are the Board Chairman, the Group CEO, both holding executive appointments in the Company, and Mr Philip Yeo Liat Kok who is an NED.

When reviewing the independence of the IDs, the NC has considered the applicable Listing Rule 210(5)(d) and the guidelines for independence set out in Provision 2.1 of the CG Code and its accompanying Practice Guidance (collectively, the "Independence Guidance"). As part of the consideration of the IDs' independence, the NC has also taken into account the following:
- other directorships;
- annual declarations regarding their independence;
- disclosures of interest in transactions in which they have a direct/indirect interest;
- their ability to avoid any apparent conflicts of interest especially by abstaining from deliberation on such transactions;
- their ability to maintain objectivity in their conduct as Directors of the Company; and
- their ability to objectively raise issues and seek clarification as and when from the Board, Management and the Company's external advisors on matters pertaining to their area of responsibilities whether on the Board or on the Committees.

Each of the IDs on the NC recused himself/herself from the NC's deliberations on his/her own independence.

Mr Ong Lian Jin Colin, an ID, ceased as a director of Summervale Properties Pte. Ltd. ("Summervale") on 23 November 2023. Summervale had previously entered into an Asset Management and Marketing Agreement with Trentwell Management Pte Ltd ("Trentwell"), a wholly-owned subsidiary of the Company, for Trentwell to manage and market Summervale's residential units at Nouvel 18. Mr Ong was not involved in the daily operations of and did not hold any executive position in Summervale or its holding company, Green 18 Pte. Ltd., other than being a board member of both companies and a shareholder of Green 18 Pte. Ltd. holding less than 5% shareholding. The Board has concurred with the NC's determination that Mr Ong's independence was not affected by this relationship between Trentwell and Summervale prior to his cessation as a director of Summervale.

None of the IDs are currently employed or have been employed at any time during the past three financial years by the Company or any of its related corporations. They also do not have immediate family members who are currently employed or have been employed at any time during the past three financial years by the Company or any of its related corporations, and whose remuneration is determined by the RC. For the purpose of determining independence, the IDs have also provided confirmation that they are not related to the Directors or to any shareholders holding 5% interest in the Company. The NC is satisfied that there is no other relationship which could affect their independence. The Directors undertook a review of their independence, with each ID abstaining from participating in his/her own review by the Board and had concurred with the NC's determination of the independence of the IDs.

Board Composition, Size and Diversity (Provision 2.4)

Since 30 November 2017, the Company has adopted a Board Diversity Policy ("BDP"), as amended on 29 August 2022, which sets out the framework for promoting diversity on the Board. The Company recognises that a diverse Board is an important element which will better support the Company's achievement of its strategic objectives for sustainable development by enhancing the decision-making process of the Board through the perspectives derived from the various skills, business experience, industry discipline and other aspects of diversity (such as gender and age) of the Directors.

The BDP, which is available on the Company's corporate website, provides that the NC shall consider all aspects of diversity when reviewing and assessing the composition of the Board and when making recommendations to the Board for the appointment of Directors to arrive at an optimal balanced composition of the Board. The BDP also provides for the NC to discuss and recommend annually to the Board measurable targets and timelines for promoting and achieving diversity on the Board.

The NC has put in place a skills matrix to help identify gaps in the Board and Committees. The skills matrix classifies skills, experience and knowledge of the existing Directors into the broad categories such as industry knowledge, namely real estate and hospitality-related businesses and management and fund management; management expertise for example strategic planning, leadership and customer-based experience; professional expertise or skills in specific areas for example, audit/finance, risk, digital/information technology, sustainability and legal.

When reviewing and assessing the size and composition of the Board and Committees and making recommendations to the Board annually including the appointment/re-appointment of Directors, the NC will consider all aspects of diversity based on targets and timelines set for promoting and achieving diversity on the Board to arrive at an optimal balanced composition of the Board. As prescribed under the BDP, the final decision on the selection of Directors will be based on merits against objective criteria and targets considered by the NC annually and recommended to the Board for approval.

Diversity Targets and Progress in FY 2023

Skills Diversity	
Target	Strengthen the Board's core skill set especially in the areas of hospitality and finance.
Progress	Mr Tan Kian Seng was appointed in March 2023. Mr Tan is a qualified accountant and has more than 35 years of experience in senior positions, managing various international businesses including hospitality sector and had served on the boards of companies listed on SGX-ST, London Stock Exchange, New Zealand Stock Exchange and the Philippines Stock Exchange.
Gender Diversity	
Target	At least 20% female representation on the Board. The Board will strive to achieve 25% female representation by 2025 as recommended by the Council for Board Diversity for listed companies. In this regard, the NC will try to ensure that: (a) if external search consultants are used to search for candidates for Board appointments, the brief will include a requirement to present female candidates; (b) when seeking to identify a new Director for appointment to the Board, the NC will request female candidates to be fielded for consideration; (c) female representation on the Board be continually improved over time, based on the set objectives of the Board; and (d) at least one female Director continues to be appointed to the NC.
Progress	The Board has continued to maintain its target of 20% female representation. Mrs Wong Ai Ai is a member of the NC.
Board Independence	
Target	Maintain two-third independence on the Board.
Progress	With the appointment of Mr Tan Kian Seng as an ID in March 2023, the Board has achieved more than two-third Board independence.
Age Diversity	
Target	Maintain age diversity with Directors with ages ranging from below 50 to above 70, with majority of the Directors within the above 50 but below 70 age group. When reviewing candidates for appointment whether in addition to existing Board members or as replacement of Directors who retire or resign, the NC will endeavour to consider candidates in the age range of between 50 to 70 years.
Progress	The Board has continued to maintain this target.

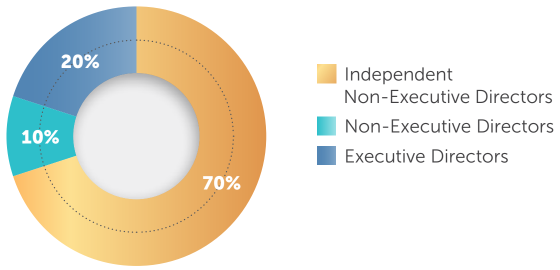
The NC and Board also agreed that there was no need to set a specific target for ethnicity/nationality so long as the candidates provide distinguishing qualities that complement and expand the skills and experience of the Board as a whole. Further information on the individual Directors' background, experience and skills can be found in the 'Board of Directors' section in this annual report.

Having considered the scope and nature of the operations of the Group, the Board, taking into account the recommendation of the NC, is satisfied that the current size and composition of the Board and Committees provide for diversity in line with the BDP with a good balance of skills, experience, industry knowledge, professional qualifications, gender and age, which serve to support the Company in achieving its strategic objectives and sustainable growth and development.

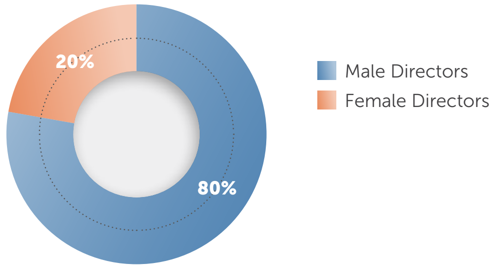
CORPORATE GOVERNANCE

Board Composition, Diversity and Balance

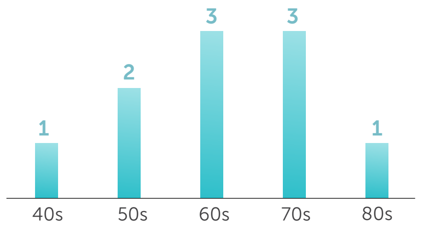
Independence



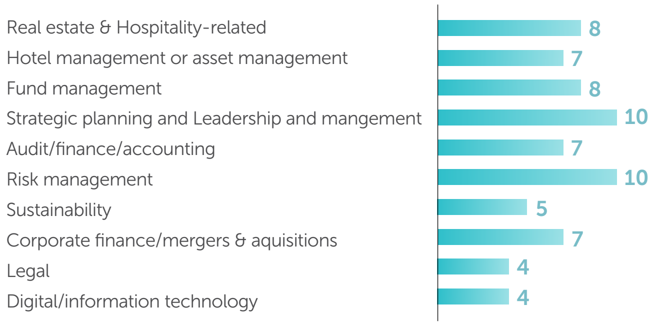
Gender Diversity



Directors' Age Group



Directors' Skills Matrix



NEDs' Participation (Provision 2.5)

NEDs are encouraged to participate actively at Board meetings in the development of the Company's strategic plans and direction, and in the review and monitoring of Management's performance against targets. To facilitate this, they are kept informed of the Company's businesses and performance through monthly reports from Management and have unrestricted access to Management. They also sit on various Committees established by the Board to provide unbiased and independent views, constructive input and the independent review and monitoring the performance of the Company and Management. Two meetings of the NEDs, chaired by the Lead ID, were held in 2023 without the presence of Management. The NEDs would also confer among themselves without the presence of Management as and when the need arises. The Lead ID collates the views and feedback from the NEDs and communicates the same to the Board and/or the Board Chairman as appropriate.

Principle 3: Chairman and Chief Executive Officer

Roles of the Chairman of the Board and the Group CEO (Provisions 3.1 and 3.2)

The roles of Chairman of the Board and the Group CEO are separate to ensure a clear division of responsibilities and increased accountability.

The Chairman of the Board, Mr Kwek Leng Beng, is also the Executive Chairman. Mr Kwek Leng Beng plays an instrumental role in providing the Company with strong leadership and vision, leading the Board in its review of the Group's strategies for sustainable growth. As the Board Chairman with written terms of reference approved by the Board, Mr Kwek Leng Beng also promotes and leads the Group in its commitment to achieve and maintain high standards of corporate governance. He bears primary responsibility for the workings of the Board, by ensuring effectiveness in all aspects of its role including setting the agenda for Board meetings with input from Management, ensuring sufficient allocation of time for thorough discussion of key agenda items at Board meetings, promoting an open environment within the Boardroom for constructive debate, encouraging the NEDs to speak freely and contribute effectively, and exercising control over the quality, quantity and timeliness of information flow between the Board and Management. At AGMs and other shareholders' meetings, he plays a pivotal role in fostering constructive dialogue between shareholders, the Board and Management.

As Executive Chairman, he is the most senior executive in the Company and bears overall executive responsibility for the Group's business. Mr Kwek Leng Beng is assisted by the Group CEO, Mr Sherman Kwek. The Group CEO leads the members of the ExCo and is responsible for implementing and reviewing the business direction and strategies for the Group as endorsed by the Board, and for operational performance and organisational excellence. He is the elder son of the Board Chairman.

The Board has considered Mr Kwek Leng Beng's role as an Executive Chairman and the strengths he brings to such a role by virtue of his stature and experience. Through the appointment of the Lead ID (see more information below) and the establishment of various Committees with power and authority to perform key functions without the undue influence from the Board Chairman, and the putting in place of internal controls for proper accountability and to allow for effective oversight by the Board of the Company's business, the Board ensures that there is an appropriate balance of power which allows the Board to exercise objective decision-making in the best interests of the Company. The Board is of the view that Mr Kwek Leng Beng's role as an Executive Chairman would continue to facilitate the Group's decision-making and implementation process without diminishing the capacity of the Board for independent decision-making.

Lead Independent Director (Provision 3.3)

Cognisant that the Board Chairman is an Executive Director and thus not independent, the Board has designated a Lead ID who serves as a sounding board for the Board Chairman and as an intermediary between the NEDs/IDs and the Board Chairman. The current Lead ID is Mr Lee Jee Cheng Philip.

The role of the Lead ID is set out in the written terms of reference for the Lead ID, which has been approved by the Board. The Lead ID is available to shareholders should they have concerns which cannot be resolved or are inappropriate to raise through the normal communication channels of the Board Chairman or Management. No query or request on any matter which requires the Lead ID's attention was received from shareholders in 2023. Under the chairmanship of the Lead ID, two meetings of the NEDs were convened in 2023 without the presence of Management or the Board Chairman, and the views expressed by the NEDs at the meeting were communicated by the Lead ID to the Board Chairman and Management, as appropriate.

Principle 4: Board Membership

NC Composition and Role (Provisions 4.1 and 4.2)

Four out of the five members of the NC, including the NC chairman, are IDs. The Lead ID is one of the independent members of the NC.

The key responsibilities of the NC as set out in its written terms of reference approved by the Board, are as follows:

- to examine Board size;
- to review all Board and Committee composition and membership;
- review the board diversity policy and recommend to the Board annually, objectives for diversity (whether qualitative and quantitative) and review the progress made towards achieving the Board's objectives for diversity;
- to review board succession plans for the Directors (including the Board Chairman and the Group CEO), and the KMP (who are not directors);
- to determine each Director's independence annually and as and when circumstances require;
- to evaluate the performance of the Board, the Board Chairman, Committees and the individual Directors (including the Group CEO);
- to review appointment and re-appointment of Directors (including the Board Chairman and the Group CEO, and alternate directors, if any) and the reasons for their resignations;
- to review appointments and the reasons for resignations and terminations of the KMP who are not Directors;
- to review and confirm the induction programmes for newly appointed Directors and for existing Directors in respect of their appointments to any of the Committees; and
- to review the training and continuous professional development programme for the Directors.

Three NC meetings were held in 2023. The Company Secretaries maintain records of all NC meetings including records of discussions on key deliberations and decisions taken.

For the financial year under review, the NC conducted a self-assessment of its own effectiveness in the discharge of its roles and responsibilities, which was facilitated through the use of a self-assessment checklist ("NC Self-Assessment Checklist"). The NC Self-Assessment Checklist covered, *inter alia*, the responsibilities of the NC under its terms of reference and also considered the contributions of NC members to the deliberation and decision-making process at NC meetings.

Based on the self-assessment, the NC is of the view that it has fulfilled its responsibilities and discharged its duties as set out in its terms of reference.

Nomination of Directors and Determination of Independence (Provisions 4.3 and 4.4)

The NC reviews the nomination of the relevant Directors for election/re-election as well as the independence of Directors annually. When considering the nomination of Directors for election/re-election, the NC takes into account their contribution to the effectiveness of the Board (which includes their participation and candour at Board and Committee meetings) as well as their time commitment especially for Directors who have multiple board representations and/or other principal commitments, and also reviews their independence with regard to the provisions in the applicable Listing Rule 210(5)(d) and Provision 2.1 of the CG Code. The recommendation of the NC on the annual nomination of the Directors for election/re-election is submitted to the Board for decision and thereafter tabled at the AGM of the Company for consideration and approval by shareholders.

CORPORATE GOVERNANCE

The Constitution of the Company provides that not less than one-third of the Directors for the time being shall retire as Directors at each AGM. All new Directors appointed by the Board shall hold office until the next AGM and are eligible for election at the said AGM.

In accordance with the Constitution of the Company, Mr Kwek Leng Beng, Mr Sherman Kwek Eik Tse, Mr Lee Jee Cheng Philip and Ms Chan Swee Liang Carolina are due to retire by rotation at the 61st Annual General Meeting ("2024 AGM"), and being eligible, have offered themselves for re-election at the 2024 AGM. The NC has considered their contribution and performance and recommended to the Board to nominate their re-election at the 2024 AGM.

Criteria and Process for Nomination and Selection of New Directors (Provision 4.3)

The NC also reviews all nominations and interviews candidates before formally considering and recommending them for appointment to the Board and where applicable, to the Committees. Searches for potential candidates generally take into account recommendations from the Directors and various other sources. Where necessary, the NC may consider the use of external search consultants to find appropriate candidates. Shortlisted candidates would be required to furnish their curriculum vitae containing information on their academic/professional qualification, work experience, employment history and experience (if any) as directors of listed companies.

In reviewing and recommending to the Board any new Director appointments, including appointments to the appropriate Committees, the NC considers the following as well as factors prescribed under the Company's BDP, details of which as set out under the sub-header 'Board Composition, Size and Diversity (Provision 2.4)':

(a) the candidate's track record, experience and capabilities or such other factors including age and gender, as may be determined by the NC to be relevant and which would contribute to the Board's collective skill set;
(b) any competing time commitments if the candidate has multiple listed company board representations and/or other principal commitments;
(c) the candidate's independence, in the case of the appointment of an ID; and
(d) the composition requirements for the Board and Committees after matching the candidate's skill set to the requirement of the relevant Committees (if the candidate is proposed to be appointed to any of the Committees).

Key Information on Directors (Provision 4.5)

Please refer to the 'Board of Directors' section in the AR for key information on the Directors, including the dates of their first appointment and last election/re-election to the Board (if applicable), their academic/professional qualifications, major appointments/principal commitments, directorships held in listed companies for both the current and in the preceding five years, and other relevant information; 'Additional Information on Directors seeking re-election'; and the 'Notice of Annual General Meeting' for information on Directors proposed for re-election at the 2024 AGM.

Succession Planning for the Board, the Board Chairman, the Group CEO and the KMP (Provision 4.1)

The Board believes in carrying out succession planning for itself, the Board Chairman and the KMP (including the Group CEO) to ensure continuity of leadership. It has in place a formal Board and KMP succession plan which is reviewed annually. Board renewal is a continuous process and in this regard, the NC reviews annually the composition of the Board and Committees, which includes size and mix, and recommends to the Board the selection and appointment of new Directors, whether in addition to the existing Board members or as replacement of retiring Board members, with a view to identify any gaps in the Board skill set taking into account the Group's strategy and business operations. The Board will be able to function smoothly notwithstanding any resignation or retirement of any Director given the present number of members and mix of competencies on the Board.

To further strengthen the Board skill set in the areas of hospitality and finance, Mr Tan Kian Seng was appointed as an additional ID in March 2023.

Board Development (Provision 4.5)

The NC reviews the training and development of the Directors to ensure that Directors receive appropriate development on a continuing basis, to perform their roles on the Board and where applicable, the Committees. The Directors are provided with updates and/or briefings to assist them to properly discharge their duties. The briefings are conducted either internally with invited speakers, or externally, at the Company's expense. A separate programme is established for new Directors, details of which together with details of the internal briefing and updates provided to the Directors in 2023 are set out in the paragraph under the subject heading 'Board Orientation and Training' in this report.

The Board is kept apprised twice yearly on the list of training programmes attended by the Directors during the year.

Principle 5: Board Performance

Board Evaluation Process (Provision 5.1)

The Company has in place a formal process for assessment of the effectiveness of the Board as a whole, the various Committees and the contribution by each Director (including the Group CEO) and the Board Chairman to the effectiveness of the Board and where applicable, of the Committees. No external facilitator has been used. The NC assesses the Board's performance as a whole annually, using objective and appropriate criteria which were recommended by the NC and approved by the Board. When assessing the overall Board performance, the NC takes into consideration the feedback from individual Directors on areas relating to the Board's role on strategy and performance, the Board's process and governance (including oversight of internal controls and risk management), the Board's competencies and effectiveness and the effectiveness of the Board Chairman. The results of the overall evaluation of the Board by the NC, including its recommendation for improvements, if any, are presented to the Board.

The NC also undertook an evaluation of the performance of the Committees with the assistance of self-assessment checklists completed by these Committees.

The annual performance evaluation of the Board Chairman and of the respective Director's performance comprises two parts: (a) review of background information concerning the Director including his attendance records at Board, Committee and NEDs' (where applicable) meetings; and (b) NC's evaluation based on certain assessment parameters, which were recommended by the NC and approved by the Board.

When deliberating on the performance of a particular Director who is also a member of the NC, that member abstains from the discussions to avoid any conflict of interest.

The results of the individual evaluation of the Directors are also used by the NC, in its consultation with the Board Chairman (who is also a member of the NC), to review, where appropriate, the composition of the Board and Committees, and to support its proposals, if any, for appointment of new members and its recommendations for the re-election of retiring Directors. The Board Chairman, as a member of the NC, is fully apprised of the results of the performance evaluation for the individual Directors and would take into consideration such evaluation and act as appropriate on the recommendations of the NC. Comments from the Directors, if any, concerning the Board as a whole and the general performance of the Directors, are also presented to the Board.

Board Evaluation Criteria (Provision 5.2)

The qualitative criteria used by the NC to evaluate the Board covers five key areas relating to Board structure, the Board's review of the Company's strategy and performance, Board's oversight on the Company's governance, including risk management and internal controls, and the effectiveness of the Board Chairman and Board processes.

The quantitative criteria used to evaluate the overall Board performance comprises performance indicators which include a comparison of the Group's performance (including segmental performance) for the financial period under review against the Group's performance for the corresponding period in previous years, and other indicators such as the Company's share price performance over a historical period.

Individual Director Evaluation Criteria (Provision 5.2)

Factors taken into account in the assessment of a Director's performance include their abilities and competencies, their objectivity and the level of participation at Board and Committee meetings including their knowledge and contribution to Board processes and the business strategies and performance of the Group. The performance evaluation of each Director is taken into account in the NC's consideration with regard to his/her election/re-election as Director.

REMUNERATION MATTERS

Principle 6: Procedures for Developing Remuneration Policies

RC Composition and Role (Provisions 6.1, 6.2, 6.3 and 6.4)

The RC comprises four NEDs, all of whom including the chairman of the RC, are independent.

The key responsibilities of the RC, as set out in its written terms of reference approved by the Board, are to review and recommend for endorsement by the Board, a framework of remuneration for the Directors, including the specific remuneration packages of the Executive Chairman and the ExCo members. Further, in consultation with the NC and Management, the RC also considers the talent management framework so as to align with its review of the overall remuneration framework.

The Company has in place a remuneration framework (which covers all aspects of remuneration) for the NEDs, Executive Chairman and the ExCo members. On an annual basis, the RC reviews and recommends the fees payable to the Directors for the Board's consideration before approval is sought from the shareholders at the AGM. The RC also reviews and recommends annually specific remuneration packages for the Executive Chairman and the ExCo members, including the annual increments, short-term and long-term incentives, for approval by the Board. The RC also considers the termination terms in the contracts of employment of the ExCo members to ensure that they are not unfair or unreasonable.

In 2023, Willis Towers Watson and Aon, external remuneration consultants, provided total compensation benchmark data on the remuneration for the ExCo members in Singapore based on regional listed real estate companies of comparable size to the Company as well as the benchmark data for Singapore listed companies across all industries to help the RC in its consideration and proposal of the appropriate level of remuneration for the ExCo members to attract, retain and motivate for sustained performance and value creation. The Company has no relationship with the appointed remuneration consultants other than their engagement in providing such benchmark data, which could affect the said consultants' independence.

CORPORATE GOVERNANCE

The Company Secretaries maintain records of all RC meetings including records of discussions on key deliberations and decisions taken. The RC held two meetings in 2023.

For the financial year under review, the RC conducted a self-assessment of its own effectiveness in the discharge of its roles and responsibilities, which was facilitated through the use of a self-assessment checklist ("RC Self-Assessment Checklist"). The RC Self-Assessment Checklist covered, *inter alia*, the responsibilities of the RC under its terms of reference and also considered the contribution of RC members to the deliberation and decision-making process at RC meetings.

Based on the self-assessment, the RC is of the view that it has fulfilled its responsibilities and discharged its duties as set out in its terms of reference.

Principle 7: Level and Mix of Remuneration of Directors and KMP (Provisions 7.1, 7.2 and 7.3)

The Company's remuneration policy for Directors comprises the following distinct objectives:

- to ensure that the procedure for determining remuneration for Directors is formal and transparent;
- to ensure that the level of remuneration is sufficient (without being excessive) to attract and retain Directors to exercise oversight responsibility over the Company; and
- to ensure that no Director is involved in deciding on his/her own remuneration.

In reviewing the remuneration packages of the Executive Chairman and the ExCo members, the RC, with the assistance of external remuneration consultants, considers the level of remuneration based on the Company's remuneration policy which comprises the following distinct objectives:

- to reward employees for achieving corporate and individual performance targets in a fair and equitable way; and
- to ensure that the remuneration reflects employees' duties and responsibilities.

The Company advocates a performance-based remuneration system that is flexible and responsive to the market, and the performance of the Group's business units and individual employees. In designing the compensation structure, the Company seeks to ensure that the level and mix of remuneration is competitive, relevant and appropriate in finding a balance between the current and long-term objectives of the Company.

The remuneration packages for the Executive Chairman and the ExCo members comprise the following components:

Total Remuneration	
Fixed Compensation:	
(i) Base salary	This is benchmarked to market to ensure that the remuneration commensurate with the position and responsibilities of the Executive Chairman and the ExCo members.
(ii) Annual Wage Supplement (AWS), fixed allowances and benefits-in-kind	This is aligned with market practices and legislative requirements, and not linked directly to performance. Fixed allowances and benefits-in-kind are also linked to the position and responsibilities of the Executive Chairman and the ExCo members.
Variable Compensation:	Variable compensation is linked to performance and comprises Short and Long-Term Incentives. In determining the variable compensation, the RC considers the achievement of the Group, business units and individual performance based on key performance indicators (involving financial and non-financial indicators) which are determined annually.
(i) Short-term incentive (STI)	This is in the form of cash-based annual variable bonus.
(ii) Long-term incentive (LTI)	The LTI is applicable to the ExCo members and is in the form of cash awards. Further details on the LTI are provided in the following paragraph.

The LTI in the form of cash awards, has a three-year performance period, and aligns Management with long-term shareholder value creation. LTI payments are not guaranteed and are subject to Management achieving the performance conditions based on Board-approved targets and strategy. LTI payment will be made at the end of the three-year assessment period if performance conditions are met. Being a cash-based award, the LTI is not dilutive to current shareholders. Claw-back provisions are included within the LTI which would give the right to the Company to reclaim incentive components from the ExCo members in exceptional circumstances such as misstatement of financial results or of misconduct resulting in financial loss to the Group.

The total remuneration, including AWS, STI and LTI, is benchmarked to the market, to ensure that it is commensurate with the position and responsibilities of the Executive Chairman and the ExCo members. The RC also reviews and approves the Company's balanced scorecard which includes the performance targets set out in the GET (Growth, Enhancement and Transformation) strategy to be achieved by the Company based on its short and long-term objectives, and includes non-financial measures on environmental, social and governance issues which are similarly cascaded down to the employees of various business units.

The overall level of remuneration of the Executive Chairman and the ExCo members is not considered to be at a level which is likely to promote behaviour contrary to the Group's risk profile. The RC and the Board believe that the executive compensation framework is aligned with the short-term and long-term interests of the shareholders and stakeholders, and that it promotes the long-term success of the Company.

When reviewing the structure and level of Directors' fees, which comprise the base director fee and additional fees for services rendered on Committees and fee for the Lead ID, the RC takes into consideration the Directors' respective roles and responsibilities on the Board and Committees and the changes in the business, corporate governance practices and regulatory rules. The RC also compares the Company's fee structure against industry practices annually. Other factors taken into consideration in the fee review include the frequency of Board and Committee meetings and the interval since the last fee revision. The RC is mindful that the remuneration for IDs should not be excessive so as to compromise or reasonably be perceived to compromise their independence. No Director is involved in deciding his/her own remuneration.

Each of the Directors receives a base Director's fee. The Lead ID also receives an additional fee to reflect his expanded responsibility. Directors who serve on the various Committees also receive additional fees in respect of each Committee that they serve on, with the chairmen of the Committees receiving a higher fee in respect of their service as chairmen of the respective Committees. Attendance fee is payable for attendance in person or via teleconference or video conference at each meeting of the Board or Committee in consultation with the RC and the respective Committee chairman.

At the 2023 AGM, shareholders had approved the payment of up to $2,000,000 as Directors' fees and meeting attendance fees for FY 2023. The aggregate amount paid quarterly in arrears for FY 2023 was $1,709,723. Approval of the shareholders will be sought at the 2024 AGM for an aggregate sum of up to $2,000,000 as Directors' fees and meeting attendance fees for FY 2024, for payment on a quarterly basis in arrears. The quantum of the proposed Directors' fees for FY 2024 is calculated based on the number of expected Board and Committee meetings and the number of Directors expected to hold office during the year.

The Company currently does not discourage Directors from holding shares in the Company but notes that there is no requirement under the Company's Constitution for Directors to hold shares in order to be qualified to act as a Director.

Directors' fee structure for FY 2023 and the proposed structure for FY 2024

Appointment	FY 2023 Per Annum	FY 2024 (Proposed)
Board of Directors – Base fee	$75,000	$75,000
Audit & Risk Committee		
– ARC Chairman's fee	$105,000	$105,000
– ARC Member's fee	$80,000	$80,000
Nominating Committee		
– NC Chairman's fee	$30,000	$30,000
– NC Member's fee	$18,000	$18,000
Remuneration Committee		
– RC Chairman's fee	$30,000	$30,000
– RC Member's fee	$18,000	$18,000
Board Sustainability Committee		
– BSC Chairman's fee	$17,000	$17,000
– BSC Member's fee	$10,000	$10,000
Lead Independent Director's fee	$15,000	$15,000
Attendance fee	**Per meeting** $4,000*	**Per meeting** $4,000*

* Payable in consultation with the RC and the respective Committee chairmen.

Principle 8: Disclosure of Remuneration

Disclosure of Remuneration (Provisions 8.1(a) and 8.3)

The compensation packages for employees including the Executive Chairman and the ExCo members, based on the Company's Remuneration Framework, also take into account amongst other factors, the individual's performance, the performance of the Group and industry practices.

During the year, there were no termination, retirement or post-employment benefits (other than CPF contributions) granted to any Director or any ExCo member.

CORPORATE GOVERNANCE

The remuneration of each Director (including the Group CEO) for FY 2023, including a breakdown in percentage terms of the components of the remuneration, is set out below:

	Fixed Salary*	STI*	Board/Committee Fees**	Other Benefits	Total
	%	%	%	%	$
Executive Directors					
Kwek Leng Beng^	21.9	73.5	2.4	2.2	6,912,844
Sherman Kwek Eik Tse^+	28.1	65.6	3.6	2.7	3,515,826
Non-executive Directors					
Lee Jee Cheng Philip	–	–	97.4	2.6#	302,776
Philip Yeo Liat Kok	–	–	100.0	–	95,000
Ong Lian Jin Colin	–	–	95.4	4.6#	170,776
Daniel Marie Ghislain Desbaillets	–	–	100.0	–	139,000
Chong Yoon Chou	–	–	100.0	–	247,000
Chan Swee Liang Carolina	–	–	96.8	3.2#	244,776
Tang Ai Ai Mrs Wong Ai Ai	–	–	97.0	3.0#	147,431
Tan Kian Seng[1]	–	–	100.0	–	153,723

Notes:
* The fixed salary (inclusive of AWS) and STI, in the form of annual variable bonus, are inclusive of employer's central provident fund contributions.
** These fees comprise Board and Committee fees as well as meeting attendance fees for FY 2023, which were approved by shareholders as a lump sum at the 2023 AGM.
# Non-cash component such as carparks benefits for these Directors.
^ Remuneration of these Directors includes remuneration paid or payable by subsidiaries of the Company.
+ An LTI grant of $1.35 million is awarded annually for 2023, in addition to the remuneration stated in the above table. This excludes the LTI grant award for 2022 of the same quantum, as disclosed in the 2022 annual report. The final payment to be vested is contingent on the achievement of the pre-determined targets over a three-year performance period, which will range from 0% to 200% of the award.
1 Mr Tan Kian Seng was appointed as a Director, and a member of the ARC, on 10 March 2023.

Remuneration of KMP (not being a Director or CEO) (Provisions 8.1(b) and 8.3)

As described in 'Primary Functions of the Board' under Principle 1 above, members of the ExCo who are also identified as the Company's KMP are the Group CEO (also a Director), the Group GM, the Group COO, and the Group CFO. For FY 2023, the Group Chief Human Resources Officer, Ms Tan Li Lian was also identified as a KMP and resigned during the year. The aggregate remuneration paid to the KMP of the Company in respect of FY 2023, excluding the Directors and the Group CEO (whose remuneration have been disclosed in the Directors' and Group CEO's remuneration table above), is $6,128,739, which amount included directors' fees paid or payable by subsidiaries of the Group.

The remuneration of the KMP (who are not Directors or the Group CEO) for FY 2023 is set out below in remuneration bands of $250,000:

Remuneration Bands	Number of KMP	Fixed Salary*	STI*	LTI**	Board/ Committee Fees	Other Benefits
		%	%	%	%	%
$2,250,001 to $2,500,000	1	27.4	43.6	24.8	3.1	1.0
$1,750,001 to $2,000,000	1	29.1	42.3	26.6	0.1	1.9
$1,250,001 to $1,500,000	1	36.2	44.5	16.3	–	3.1
$250,001 to $500,000	1	55.3	15.0	–	–	29.7

* The fixed salary (inclusive of AWS) and STI, in the form of annual variable bonus, are inclusive of employer's central provident fund contributions.
** This remuneration excludes $1,319,400 of LTI grants awarded to KMP (who are not Directors or the Group CEO) in 2022. The final quantum of the LTI to be vested is contingent on the achievement of the pre-determined targets over a three-year performance period, starting from 2022, which will range from 0% to 200% of the award.

The Board, on the recommendation of the RC, has considered Provision 8.1 of the CG Code in the context of the Group and after careful consideration, believes that the disclosures provided above are sufficiently transparent in giving an understanding of the remuneration of the KMP (who are not Directors or the Group CEO), the procedure for determining remuneration and the linkages between remuneration, performance and value creation.

Remuneration of Directors' Immediate Family Members for FY 2023 (Provision 8.2)

There are no other employees of the Company who are substantial shareholders of the Company or immediate family members of a Director or of the Group CEO, and whose remuneration exceeded $100,000 during the year.

Share Option Schemes (Provision 8.3)

Whilst the Company currently does not have a share option scheme or an LTI in the form of a share awards plan, it is open to establishing such a scheme or plan to further promote alignment towards long-term objectives.

ACCOUNTABILITY AND AUDIT

Principle 9: Risk Management and Internal Controls

The Company maintains an adequate and effective system of internal controls (including financial, operational, compliance and IT controls) and risk management systems to safeguard stakeholders' interests and the Group's assets. The Board has overall responsibility for the governance of risk, including determining the risk strategy, risk appetite and risk limits, as well as the risk policies.

Oversight of Risk Management (Provision 9.1)

The ARC assists the Board in carrying out the Board's responsibility of overseeing the Group's Enterprise Risk Management ("ERM") framework and policies for the Group and ensuring that Management maintains a sound system of internal controls and risk management.

The Management Risk Committee ("MRC") comprising Senior Management and relevant key executives, meets with the ExCo to discuss material risks and the adequacy and effectiveness of mitigations on a regular, at least quarterly basis. The meeting is facilitated by the ERM function.

The ARC receives regular reports on the risk management activities of the Company and updates on the ERM framework. Key risks including Tier 1 risks are reviewed regularly or at least quarterly and refreshed to ensure that relevant emerging risks are being considered and included for proper assessment, monitoring and reporting as appropriate. Based on the reports of the MRC, the ARC is satisfied that significant risks identified are assessed, managed and monitored adequately within the Group's ERM Framework. The ERM Framework includes a periodic review of the risk appetite statements and risk appetite and tolerance limits for these key risks, which statements and limits are considered and endorsed by the ARC and the Board.

Having regard to the risks which the Group is exposed, the likelihood of such risks occurring and the risk tolerance accepted by the Group, a system of internal controls has been designed and put in place by Management to provide reasonable assurance that assets are safeguarded, and transactions are authorised and properly recorded to enable the preparation of true and fair financial statements and maintain accountability of assets.

The internal and external auditors, pursuant to their respective terms of reference and appointment, report to the ARC any audit findings relating to internal controls, and the ARC reviews the adequacy of the actions taken by Management to address the recommendations of the internal and external auditors.

CORPORATE GOVERNANCE

The ARC also receives regular reports, briefings and updates from the RMC, the Chief Technology Officer, the internal and external auditors and Management team during its meetings to help the ARC review the adequacy and effectiveness of the Group's material internal controls that address the Group's financial, operational, compliance and IT controls.

Assurances from the KMP (Provision 9.2)

In relation to Provision 9.2 of the CG Code and Listing Rule 1207(10), the ARC received:

(i) written assurance from the Group CEO and the Group CFO that the Group's financial records have been properly maintained and the financial statements give a true and fair view of the Group's operations and finances; and
(ii) written assurance from the KMP that the Group's risk management and internal control systems in place were adequate and effective to address the principal risks (including financial, operational, compliance and IT risks) within the current scope of the Group's business operations for FY 2023.

The above written assurances on the Group's internal controls and risk management systems are provided half-yearly and are supported by similar written assurances provided by the heads of the Group's key operating divisions/functions and key operating subsidiaries.

The process of reviewing and strengthening the Group's control environment is an evolving process. When controls should be enhanced, the Board and Management take actions to rectify and strengthen the internal controls and risk management systems. The Board and Management will continue to devote resources and expertise towards improving the internal policies and procedures to maintain a high level of governance and internal controls. However, the Board also notes that no system of internal controls and risk management can provide absolute assurance against poor judgement in decision-making, human errors, losses, frauds and other irregularities.

Based on the work performed by internal auditors, the external auditors and the periodic reports from the RMC and Management, as well as the written assurances from the KMP to support the opinion to be given by the ARC and the Board, the Board with the concurrence of the ARC, is of the opinion that the internal controls and risk management systems in place as at 31 December 2023 are adequate and effective to address principal risks (including financial, operational, compliance and IT risks) within the current scope of the Group's business operations.

Further details on the Group's Risk Management can be found on pages 64 to 72 of this annual report.

Principle 10: Audit & Risk Committee

Composition of the ARC (Provisions 10.2 and 10.3)

The ARC comprises four NEDs, all of whom including the chairman of the ARC are independent. The chairman of the ARC, Mr Lee Jee Cheng Philip, possesses the relevant audit, accounting and related financial management and risk management expertise and experience. Mr Tan Kian Seng has accounting, financial and business management experience whilst the other members of the ARC, Mr Chong Yoon Chou and Ms Chan Swee Liang Carolina each has financial and risk management experience as well as experience in investment banking and the financial markets respectively.

With the current composition, the ARC is of the opinion that it has the relevant accounting and related financial management expertise and experience to discharge its functions within its written terms of reference which have been approved by the Board.

Based on the terms of reference of the ARC, a former partner or director of the Company's existing auditing firm or auditing corporation should not act as a member of the ARC: (a) within a period of two years commencing on the date of his/her ceasing to be a partner of the auditing firm or director of the auditing corporation; and in any case, (b) for as long as he/she has any financial interest in the auditing firm or auditing corporation. Mr Lee ceased as a partner of KPMG LLP ("KPMG"), the Company's existing auditors, in September 2018 and does not have any financial interest in KPMG. The other ARC members do not have any relationship with KPMG.

Powers and Duties of the ARC (Provision 10.1)

The ARC is authorised by the Board to review or investigate any matters it deems appropriate within its terms of reference and has direct and unrestricted access to the external and internal auditors. It may invite any Director, Management, officer or employee of the Company to attend its meetings. It is also authorised to engage any firm of accountants, lawyers or other professionals as it sees fit to provide independent counsel and advice to assist in the review or investigation on such matters within its terms of reference as it deems appropriate at the Company's expense.

The principal responsibility of the ARC is to assist the Board in maintaining a high standard of corporate governance, particularly by providing an independent review of the adequacy and effectiveness of the Group's financial reporting process (including reviewing the accounting policies and practices of the Company and the Group on a consolidated basis) and key internal controls, including financial, operational, compliance, IT and risk management controls. Other duties within its written terms of reference include:

- to review with Management and, where appropriate, with the external auditors the significant financial reporting issues and judgements to ensure the integrity of the half-year and full year financial statements of the Group to be issued by the Company before their submission to the Board and any other announcements relating to the Group's financial performance;
- to review the scope annually and results of the external audit and the independence and objectivity of the external auditors, and in this regard to also review the nature and extent of any non-audit services provided by the external auditors to the Group;
- to make recommendations to the Board on the nomination for the appointment, re-appointment and removal of external auditors, and to approve the remuneration and terms of engagement of the external auditors;
- to assess the role and effectiveness of the internal audit ("IA") function in the overall context of the Group's internal controls and risk management systems, and to consider the results of their review and evaluation of the Group's internal controls, including financial, operational, compliance and IT controls, and risk management policies and systems;
- to approve the appointment, resignation or dismissal of the Head of IA;
- to review interested person transactions falling within the scope of Chapter 9 of the Listing Manual; and
- to oversee the establishment and operation of the Company's whistle-blowing policy and arrangements put in place for raising concerns about possible improprieties on matters of financial reporting or any other matters.

In the review of the financial statements for the year ended 31 December 2023, the ARC has discussed with both Management and the external auditors, the accounting principles that were applied and their judgement of items that might affect the integrity of the financial statements. The following significant matters impacting the financial statements were discussed with Management and the external auditors:

Significant Matters	How the ARC reviewed these matters and what decisions were made
Valuation of Development Properties	The ARC considered the approach and methodology applied in assessing the net realisable values of development properties especially those with low margins. Where appropriate, the ARC had inquired of Management on its basis and its strategy to sell the unsold units. The ARC reviewed either Management's or the valuers' underlying assumptions on estimated future selling prices by comparing them to recently transacted prices of comparable properties located in the vicinity of the Group's development projects. The ARC also noted the historical accuracy of Management's estimate of future selling prices in assessing the reasonableness of the estimated future selling prices. The ARC was satisfied with the approach and assessment adopted by Management in arriving at the net realisable values of the development properties as at 31 December 2023. The valuation of the development properties was also an area of focus for the external auditors. The external auditors have included this item as a key audit matter in their audit report for the financial year ended 31 December 2023. Refer to page 119 of this annual report.
Valuation of Hotel Assets Classified as Property, Plant and Equipment	The ARC considered the approach and methodology applied in assessing the valuation of the hotel assets. The ARC reviewed Management's approach and methodology in respect of the valuations of the hotel properties conducted by both internal and external valuers, including the review of the methodologies and key assumptions applied in the valuation of hotel properties such as forecasted cashflows, future market growth, occupancy rates, average room rate growth, discount rates, terminal rates and capitalisation rates in the valuation model. The ARC was satisfied with the valuation process and the valuers are members of recognised professional bodies for valuers and have considered their independence in carrying out their work. The valuation methodologies used are in line with generally accepted market practices and the key assumptions used are generally comparable to currently observable market data. The valuation of the hotel assets was also an area of focus for the external auditors. The external auditors have included this item as a key audit matter in their audit report for the financial year ended 31 December 2023. Refer to pages 118 to 119 of this annual report.

CORPORATE GOVERNANCE

Internal Audit (Provisions 10.4 and 10.5)

The Internal Audit ("IA") function is independent of the activities it audits. The Head of IA's primary reporting line is to the ARC. The appointment, resignation and dismissal of the Head of IA is reviewed and/or approved by the ARC. The ARC also provides input on the annual performance appraisal of the Head of IA and reviews his compensation within the compensation policies of the Company. The ARC meets the Head of IA at least once annually without the presence of Management. The Head of IA has unfettered access to the ARC, the Board and Management as well as the Group's documents, records, properties and personnel relevant for the performance of audits.

IA operates within the framework stated in its IA Charter which is approved and reviewed by the ARC on an annual basis. The standards of the IA Charter are consistent with the International Standards for the Professional Practice of Internal Auditing (the Standards) set by the Institute of Internal Auditors (IIA), an international professional association with global headquarters in the United States of America.

The Head of IA, Mr Benson Seah, is a Certified Internal Auditor and a member of various professional bodies, with over 20 years of experience. He has been with the Company since June 2019. All his team members have the relevant qualifications and experience and are members of The Institute of Internal Auditors of Singapore (IIAS) and/or members of other relevant professional bodies. The IA function is a corporate member of IIAS, an affiliate of the IIA. Processes are in place to ensure that the professional competence of IA staff is maintained and upgraded through continuing professional education programmes which comprised technical and non-technical training for the development of the IA staff.

Role and Activities of IA

The primary role of IA is to assist the Board to evaluate the reliability, adequacy and effectiveness of the internal controls and risk management processes of the Company, reviewing the internal controls of the Company to ensure prompt and accurate recording of transactions and proper safeguarding of assets and reviewing the Company's compliance with the relevant laws, regulations and policies of the Company.

The ARC approved the annual IA plan and received regular reports during 2023 on the progress of the audit work under the IA plan. All IA reports are given to the ARC, the ExCo and the Heads of the relevant business divisions, with a summary report of IA results presented at the ARC meetings. IA observations on internal control, operational and control lapses and recommendations to address them were also reviewed and discussed at ARC meetings. The ARC was satisfied that recommendations made were dealt with by Management in a timely and appropriate manner, with outstanding exceptions or recommendations being closely monitored and reported back to the ARC.

The ARC reviewed the effectiveness and adequacy of the IA function including its resources through a review of the IA activities on a regular basis as well as its annual assessment of the IA function. The assessment was facilitated through the use of an evaluation framework which covers IA organisation, resources and continuing professional development, audit plans, work scope, quality of reports and recommendations, IA Charter and IA self-assessment. Based on the assessment conducted for the year under review, the ARC is satisfied with the quality and effectiveness of the IA function and that the IA function is currently adequately resourced and has appropriate independent standing within the Group to perform its functions effectively.

The IA function has a Quality Assurance and Improvement Programme (QAIP) in place to ensure that its audit activities confirm to the IIA Standards. As part of the QAIP, internal Quality Assurance Reviews (QAR) are conducted at least once every three years, and an external QAR is carried out at least once every five years by qualified professionals from an external organisation. In 2023, Ernst & Young (EY) was appointed to conduct the external QAR. Based on EY's assessment, the IA function has been rated to have conformed with the IIA Standards.

Provision 10.5

The ARC held six meetings during the year and carried out its duties as set out within its terms of reference. The Company Secretaries maintain records of all ARC meetings including records of discussions on key deliberations and decisions taken. The ARC meets with the internal and external auditors, each separately without the presence of Management, at least once annually.

The ARC members continually keep themselves abreast of changes to accounting standards, risks and other issues which may have a material impact on financial statements.

For the financial year under review, the ARC conducted a self-assessment of its own effectiveness in the discharge of its roles and responsibilities, which was facilitated through the use of a self-assessment checklist ("ARC Self-Assessment Checklist").

The ARC Self-Assessment Checklist covered, *inter alia*, the responsibilities of the ARC under its terms of reference and considered the contribution of the ARC members to the ARC's deliberation and decision-making process.

Based on the self-assessment, the ARC is of the view that it has fulfilled its responsibilities and discharged its duties as set out in its terms of reference.

External Auditors (Provisions 10.1(d) and 10.1(e))

Cognisant that the external auditors should be free from any business or other relationships with the Group that could materially interfere with their ability to act with integrity and objectivity, the ARC undertook a review of the independence of KPMG and gave careful consideration to the Group's relationships with them during 2023. In determining the independence of KPMG, the ARC reviewed all aspects of the Group's relationships with them including the policies, processes and safeguards adopted by the Group and KPMG to protect and preserve audit independence.

The ARC had considered the guidance from the International Ethics Standards Board for Accountants and adopted a Non-Assurance Services Pre-approval Policy to safeguard auditor independence. All non-prohibited non-assurance services require the approval of the ARC with the exception of non-prohibited pre-approved services below certain fee thresholds.

The ARC also considered the nature and volume of the provision of the non-audit services by KPMG in 2023 and the corresponding fees and noted that the fees for non-audit services had not exceeded 50% of the aggregate amount of all fees paid/payable to KPMG in 2023. Based on the review, the ARC is of the opinion that KPMG is, and is perceived to be, independent for the purpose of the Group's statutory financial statements audit.

Details of the fees paid and/or payable by the Group in respect of audit and non-audit services for FY 2023 are set out below:

	$'million
Audit fees paid to:	
- auditors of the Company and other firms affiliated with KPMG International Limited	6.9
- other auditors	0.3
Non-audit fees paid to:	
- auditors of the Company and other firms affiliated with KPMG International Limited	2.9
- other auditors	0.5

In reviewing the nomination of KPMG for re-appointment for the financial year ending 31 December 2024, the ARC had considered the adequacy of the resources and experience of KPMG and the audit engagement partners assigned to the audit, the size and complexity of the audit engagement for the Group, and the number and experience of the supervisory and professional staff assigned to the Group's audit through a review of the curriculum vitae of the KPMG audit team. The ARC also considered the quality of discussions with the findings raised by KPMG, including the Audit Quality Indicators presented.

KPMG has confirmed that they are registered with ACRA. The Company is thus in compliance with Rule 712 and Rule 715 (read with Rule 716) of the Listing Manual in relation to the appointment of its auditors.

Based on the above, the ARC has recommended to the Board the nomination of KPMG for re-appointment as external auditors at the 2024 AGM.

Whistle-blowing Policy (Provision 10.1(f))

CDL has in place a whistle-blowing policy and procedure where employees of the Company can in confidence, whether anonymously or otherwise, raise concerns on possible improprieties relating to accounting, financial reporting, internal controls and auditing matters or other matters without fear of reprisals in any form. The ARC has the responsibility of overseeing this policy to ensure that it is properly administered with the assistance of the Head of IA. Under these procedures, arrangements are in place for independent investigation of such matters raised and for appropriate follow-up action to be taken.

The Company is committed to maintaining procedures for the confidential submission of reports and the identity of the whistle-blower concerned will not be disclosed if so requested by the whistle-blower who lodged the report. Investigations of such reports will be handled on a confidential basis to the extent permissible or deemed appropriate under the circumstances and involve persons who need to be involved in order to properly carry out the investigation and will, on a best-efforts basis, be carried out in a timely manner.

CORPORATE GOVERNANCE

To facilitate and encourage the reporting of such matters, the whistle-blowing policy, together with the dedicated whistle-blowing communication channels (email and postal address as well as toll-free telephone contact numbers in various countries) are available on the Company's corporate website and intranet and are easily accessible by all employees.

The whistle-blowing policy and procedures are reviewed by the ARC from time to time to ensure that they remain current.

For more information on the said policy and procedures, please refer to the Company's corporate website at www.cdl.com.sg.

INTERESTED PERSON TRANSACTIONS

The Company had obtained shareholders' approval at its Annual General Meeting held on 26 April 2023 ("2023 AGM") for the Company, its subsidiaries and its associated companies not listed on SGX-ST or an approved exchange, over which the Company, its subsidiaries and/or interested persons have control, to enter into transactions within the categories of Interested Person Transactions set out in the Company's Letter to Shareholders dated 28 March 2023 ("Letter to Shareholders"), with such persons within the class or classes of Interested Persons as described in the Letter to Shareholders, provided that such transactions are entered into in accordance with the review procedures set out in the Letter to Shareholders (the "IPT Mandate"). The IPT Mandate is subject to annual renewal by the shareholders. Given that such Interested Person Transactions are expected to occur with some degree of frequency and may arise at any time, and to allow the Group to undertake such transactions in an expeditious manner, shareholders' approval will be sought at the 2024 AGM for the renewal of the IPT Mandate.

The ARC has confirmed that an independent financial adviser's opinion is not required for the renewal of the IPT Mandate as the methods or procedures for determining the transaction prices of the IPTs conducted under the IPT Mandate have remained appropriate since shareholders approved the renewal of the IPT Mandate at the 2023 AGM, and the methods or procedures continue to be sufficient to ensure that these IPTs will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders.

Particulars of interested person transactions required to be disclosed under Rule 907 of the Listing Manual are as follows:

Name of Interested Person ("IP")	Nature of Relationship	Aggregate value of all interested person transactions conducted in FY2023 under the IPT Mandate pursuant to Rule 920 (excluding transactions less than $100,000)	$
Subsidiaries and associates of Hong Leong Investment Holdings Pte. Ltd. ("HLIH")	HLIH is a controlling shareholder of the Company. The IPs are associates of HLIH.	**Property-Related Transactions** (a) Provision to Interested Persons of: (i) asset management and advisory services; (ii) cleaning and housekeeping services; (iii) laundry and dry-cleaning services (iv) Fire-safety manager, waste disposal services, engineering services and preventive maintenance services. (b) Lease of premises to Interested Person	10,411,589
		Management and Support Services Provision of investment management, consultancy services and corporate affairs services by Interested Person	196,800
		Total:	**10,608,389**

Name of Interested Person ("IP")	Nature of Relationship	Aggregate value of all interested person transactions in FY 2023 (excluding transactions less than $100,000 and transactions conducted under the IPT Mandate pursuant to Rule 920)	$
Subsidiaries and associates of Hong Leong Investment Holdings Pte. Ltd. ("HLIH")	HLIH is a controlling shareholder of the Company. The IPs are associates of HLIH	Joint venture shareholders' loans	35,108,740*
(a) Subsidiaries and associates of HLIH, excluding the following:	HLIH is a controlling shareholder of the Company. The IPs are associates of HLIH	Provision of corporate secretarial services to IPs	527,730
(b) CDL Hospitality Trusts			170,835
(c) Hong Leong Asia Ltd. Group			342,615
(d) Hong Leong Finance Limited Group			421,680

Note:
* The figure comprises the aggregate value of shareholders' loans extended to joint venture companies involving interested persons, and where applicable, interest accrued on shareholders' loans, in FY 2023, which were announced on 28 February 2024 pursuant to Rule 916(3) of the Listing Manual. The shareholders' loans referred herein have been extended by all the joint venture parties or shareholders in proportion to their respective equity interest in the joint venture and on the same terms and conditions, including the interest rate, if any, accrued or to be accrued on the shareholders' loans.

The above interested person transactions were carried out on normal commercial terms and were not prejudicial to the interests of the Company and its minority shareholders.

CORPORATE GOVERNANCE

Material Contracts

Except as disclosed above and in the financial statements for FY 2023, there were no material contracts entered into by the Company and its subsidiaries involving the interests of the Group CEO, Directors or controlling shareholders, which are either still subsisting at the end of FY 2023 or, if not then subsisting, entered into since the end of the previous financial year.

SHAREHOLDER RIGHTS AND ENGAGEMENT

Principle 11: Shareholder Rights and Conduct of General Meetings

Being committed to good corporate practices, the Company treats all shareholders fairly and equitably. To facilitate the exercise of shareholders' rights, the Company ensures that all material information relating to the Company and its financial performance is disclosed in an accurate and timely manner via SGXNET and uploaded at the Company's corporate website.

General Meetings (Provisions 11.1, 11.2 and 11.3)

Shareholders are informed of general meetings through notice sent to them. All shareholders are entitled to attend and vote at general meetings in person or by proxy or in the case of a corporate shareholder, through its appointed representative. At general meetings of the Company, shareholders are given the opportunity to communicate their views and are encouraged to ask the Directors and Management questions regarding matters affecting the Company.

The rules for the appointment of proxies, including information that voting will be conducted by way of poll, are set out in the notice of general meetings. In accordance with the Constitution of the Company, shareholders who are not relevant intermediaries may appoint not more than two proxies to attend, speak and vote at general meetings in their absence, and shareholders who are relevant intermediaries may appoint more than two proxies to attend, speak and vote at general meetings. The proxy forms must be deposited at such place or places specified in the notice or document accompanying the notice convening the general meetings at least seventy-two hours before the time set for the general meetings.

The Company provides for separate resolutions at general meetings on each substantial issue, including treating the re-election of each Director as a separate resolution. Detailed information on each item in the AGM agenda is provided in the explanatory notes to the notice of AGM in this report.

All Directors, including the Board Chairman, the Lead ID, the chairmen of the respective Committees, Management, the external auditors and legal advisors (where necessary) are present at general meetings to address queries from the shareholders. At each AGM, the Group CEO and the Group CFO deliver presentations to update shareholders on the Company's operations and financial performance in the preceding year.

2023 AGM

The 2023 AGM was held on 26 April 2023 in a hybrid mode, with attendance of shareholders at the Orchard Hotel, Singapore and using virtual meeting technology. Shareholders who participated at the 2023 AGM whether physically or using virtual meeting technology, were able to vote in real-time. They were also able to submit questions in advance or during the 2023 AGM and/or appoint proxy(ies) to attend, speak and vote on their behalf at the 2023 AGM. All substantial and relevant questions submitted by shareholders prior to the 2023 AGM, as well as those received live, whether physically or using virtual meeting technology, were addressed by the Company. Responses to questions from shareholders submitted in advance of the 2023 AGM were released by the Company on SGXNet 5 days before the 2023 AGM.

All the Directors including the Board Chairman and the chairmen of the ARC, NC, RC and BSC, together with the KMP (who are not Directors) as well as the external auditors were in attendance at the 2023 AGM.

Forthcoming 2024 AGM

The forthcoming 2024 AGM will continue to be held in a hybrid mode with physical attendance of shareholders at M Hotel, Singapore on 24 April 2024 and using virtual meeting technology. Shareholders will be informed of the 2024 AGM through a notification sent by post.

Shareholders will receive, via post, the Notice of the 2024 AGM together with a copy each of the detachable proxy form and AR request form for shareholders' use. These documents will also be made available on the Company's corporate website. The Notice of the 2024 AGM and the accompanying proxy form will be published on the SGX website.

Further, as part of the Company's commitment towards environmental sustainability, printed AR will only be sent to shareholders upon receipt of duly completed AR request forms. Arrangements relating to attendance at the 2024 AGM, either physically or using virtual meeting technology, submission of questions in advance of, or at the 2024 AGM and voting at the 2024 AGM by shareholders or their duly appointed proxy(ies) or representative(s) in the case of corporate shareholder(s), are set out in a separate announcement to be released by the Company on SGXNET.

Voting at General Meetings (Provision 11.4)

Shareholders are given the opportunity to vote at general meetings either in person or in absentia by way of appointed proxy (proxies). However, as the authentication of shareholder identity information and other related integrity issues still remain a concern, the Company has decided, for the time being, not to implement voting in absentia by electronic means.

Pursuant to Listing Rule 730A(2), all resolutions to be proposed at general meetings and at any adjournment thereof shall be put to the vote by way of poll.

Electronic poll voting will be conducted at the 2024 AGM. In support of greater transparency and to allow for a more efficient voting system, the Company has been conducting electronic poll voting since the 2012 AGM (except the 2020 AGM and the 2021 AGM in view of the Covid-19 situation). With electronic poll voting, shareholders present or represented by proxy (in person or using virtual meeting technology) at the meeting will be entitled to vote on a 'one-share, one-vote' basis. The voting results of all votes cast in respect of each resolution will also be instantaneously displayed on screen at the meeting. The detailed results setting out the number of votes cast for and against each resolution and the respective percentages will be announced via SGXNET after the AGM. An external firm is appointed as scrutineers for the AGM voting process, which is independent of the firm appointed to undertake the electronic poll voting process.

Minutes of General Meetings (Provision 11.5)

The Company also maintains minutes of its general meetings, which include the key comments and queries raised by shareholders and the responses from the Board, Management and/or the external auditors. The minutes of the general meetings are available on the Company's corporate website and the SGX website as soon as practicable after the meetings.

Dividend Policy (Provision 11.6)

The Company has formalised its dividend policy which aims to provide a return to shareholders at least once a year through the payment of dividends, after taking into account the Group's financial performance, short and long-term capital requirements, future investment plans, general global and business economic conditions and any regulatory factors. The Board endeavours to maintain a balance between meeting shareholders' expectations and prudent capital management with a sustainable dividend policy. The Board will review the dividend policy from time to time and reserves the right to modify, amend and update the policy.

In line with the Company's dividend policy, the Board has recommended a final ordinary dividend of $0.08 per share. This will bring the total dividends for FY 2023 to $0.12 per share. The dividend payouts in the current and past four years are set out in the 'Five Year Financial Summary' section of this annual report.

Principle 12: Engagement with Shareholders

The Company notifies its investors in advance of the date of release of its financial results via SGXNET. In 2023, results for the half-year were released via SGXNET within 45 days of the end of 30 June 2023 whilst the full year results were released within 60 days from the financial year end. In presenting the Group's financial results, the Board aims to provide investors with a balanced and understandable assessment of the Group's performance and financial position with a commentary at the date of the announcement of the significant trends and competitive conditions of the industries in which it operates.

For the financial year under review, the Group CEO and the Group CFO provided assurance to the ARC and the Board on the integrity of the half-year unaudited financial statements and the Board in turn provided a negative assurance confirmation in respect of the unaudited financial statements for the half-year in accordance with the regulatory requirements.

The Company ensures that investors are notified of all material information in an accurate and timely manner. Should there be an inadvertent disclosure made to a select group, the Company will release the same information as promptly as possible via SGXNET. The financial statements and other presentation materials presented at the Company's general meetings, including material and price-sensitive information, are disseminated and publicly released via SGXNET on a timely basis. All shareholders are notified of general meetings and the documents relating thereto which are made available on the Company's corporate website and SGX website.

In 2023, the following documents were made available to shareholders solely by electronic means via publication on the (i) Company's corporate website and (ii) SGXNET:

- Notice of the Company's 2023 AGM;
- Proxy Form for 2023 AGM;
- Annual Report 2022; and
- Letter to Shareholders dated 28 March 2023, in relation to the (a) proposed renewal of the share purchase mandate; and (b) proposed renewal of the IPT mandate for interested person transactions.

Shareholder Communication (Provision 12.1)

Shareholders and investors can contact the Company or access information on the Company's corporate website at www.cdl.com.sg which has a dedicated 'Investor Relations' (IR) section that provides, *inter alia*, information on the Board of Directors, Management team, the Company's Corporate Governance Reports, Sustainability Reports, Annual Reports, Corporate Policies, Announcements, Press Releases and Financial Results as released by the Company on SGXNET, and other information which may be relevant to investors. In addition, the Company leverages other communication platforms such as its online newsroom (www.cdl.com.sg/newsroom) and social media channels, which includes LinkedIn, X (formerly Twitter) and Instagram, to provide the latest updates on the Group's business and performance milestones. Investors can subscribe to email alerts on the CDL corporate website or follow its social media channels to receive updates on its latest news.

CORPORATE GOVERNANCE

The Board Chairman and the ExCo hold briefings with sell-side analysts and the media to coincide with the release of the Group's half-year and full year financial results. Presentation materials are also released on SGXNET and the Company's corporate website. A live video webcast was available for investors at the full year 2023 analyst/media results briefing in February 2024. In addition, the ExCo and Senior Management actively participates in IR, regularly meeting fund managers and analysts, and participating in local and overseas investor roadshows and conferences. The Head of IR and Corporate Communications manages the Group's IR function, including engagement with the financial community, research analysts and relevant stakeholders.

Investor Relations (IR) Policy (Provisions 12.2 and 12.3)

The Company is committed to building investor confidence and trust and values open communication with shareholders and the investment community. Its IR Policy, available on the Company's corporate website (www.cdl.com.sg), outlines the process and mechanism to engage stakeholders, including the communication channel for queries. The IR Policy outlines the principles and framework in which the Company communicates and engages with investors, analysts and other IR stakeholders to provide balanced, clear and pertinent information. To provide investors with a better understanding of the Group's business and growth drivers, regular updates on the Group's strategies, operations and financial performance are provided across multiple platforms.

Further information on the Company's IR policy and activities can be found on pages 73 to 75 of this annual report.

Principle 13: Engagement with Stakeholders

Sustainability

Since 2014, the Company started conducting materiality assessments annually, which is facilitated by a third party, to determine the key Economic, Environmental, Social and Governance ("EESG") issues that are important to the Company's stakeholders. These issues are foundational to the Company's annual sustainability reporting. Corresponding EESG targets, metrics, initiatives, and progress are reviewed by the ExCo, Senior Management and Heads of Departments ("HODs"), reported to the BSC and the Board for approval, before they are published annually in the Company's Integrated Sustainability Report ("ISR").

Learning from the unprecedented disruptions caused by the COVID-19 pandemic, the Company adopted a more dynamic approach to the assessment of key ESG issues from 2020 to 2023, addressing the fast-changing landscape and supply chain issues. The exercise determined the actual and potential impacts of these issues on CDL's long-term value creation, and conversely, CDL's impact on them.

CDL has updated its materiality assessment to align qualitatively with the ISSB's IFRS S1 and S2, launched globally in June 2023. Endorsed by MAS, SGX and ACRA, the ISSB Standards requires companies to assess the ESG issues that are considered material to the company, taking into account both financial and non-financial information, including the impact of climate-related risks and opportunities. To incorporate and understand financial materiality, CDL's ExCo and key executives from CDL's key subsidiaries assessed the potential financial impact of each ESG matter. As part of the study, online surveys were circulated to key stakeholder groups, including the BSC. Through interviews with ExCo, Senior Management and HODs of headquarters and key subsidiaries, regulators, industry and sustainability experts, tenants and suppliers, the Company obtained additional insights into working towards its net zero carbon commitment and strategically addressing risks and opportunities for its businesses, while continuing to deliver long-term value for its internal and external stakeholders. The preliminary material issues were validated by the Company's ExCo, Senior Management and HODs and approved by the BSC thereafter.

With the ever-evolving business landscape and externalities, the annual assessment of CDL's key material issues is critical to help the Company sharpen its sustainability strategy and focus resources on areas that are deemed most material to its business and future growth using a forward-looking lens.

On a quarterly basis, CDL publishes an online Sustainability Report on its microsite at www.cdlsustainability.com. Since 2017, this voluntary initiative updates stakeholders of CDL's progress towards key goals and targets set under its Future Value 2030 Sustainability Blueprint, and sets benchmarks for the transparency and timeliness of ESG disclosures to investors and stakeholders.

The BSC assists the Board in the review and consideration of the Company's sustainability issues and approach to sustainability reporting, complementing the Company's corporate business strategy. The BSC comprises four Directors, with the Group CEO in the chair and three other IDs. The BSC's terms of reference sets out, *inter alia*, the objectives, roles and responsibilities of the BSC. It also includes the BSC's purview over matters relating to the Company's ESG strategy, ESG targets, the sustainability reporting framework and also the Company's policies, practices and performance on its material ESG factors which are significant and contribute to the Company's performance, business activities and/or reputation as a global corporate citizen.

The annual ISR is dedicated to reporting on CDL's sustainability efforts and performance that addresses the social and environmental impacts pertinent to the Company's stakeholders and business. Over the years,

CDL's robust sustainability reporting has evolved into a unique blended model using the Global Reporting Initiative ("GRI") Standards as its core since 2008. To address the diverse expectations of stakeholders, CDL embraced CDP since 2010, Global Real Estate Sustainability Benchmark since 2013, the Integrated Reporting Framework since 2015, Sustainable Development Goals ("SDG") Reporting since 2016, Task Force on Climate-related Financial Disclosures ("TCFD") framework since 2017, Sustainability Accounting Standards Board ("SASB") Standards for Real Estate Sector and the Climate Disclosure Standards Board ("CDSA") Framework since 2020. In September 2023, the Taskforce on Nature-related Financial Disclosures ("TNFD") released its final recommendations, providing a framework for how organisations can address nature-related risks and opportunities. As biodiversity loss has been highlighted as an existential global threat, CDL has stepped up on its management of nature loss and is one of the pioneering companies in Singapore to report in alignment with the TNFD standards.

CDL supports the formation of the International Sustainability Standards Board (ISSB) in providing a unified sustainability reporting framework that aims to fulfil the needs of investors and various stakeholders for credible, consistent and comparable data. The Company combined the 10 components of its CDL blended reporting framework into two pillars – capturing the 'value' and the 'impact' its business creates. With the launch of the IFRS S1 and S2 in June 2023, CDL has worked with an external consultant on a comprehensive gap analysis to identify the areas for alignment for reporting against S1 and S2. Moving forward, this will allow the Company to work towards full alignment with the IFRS' standards, for eventual compliance.

CDL's ISRs are available on both its corporate website and the dedicated sustainability microsite. To enhance data credibility and instill confidence in readers, external assurance of its report started since 2009. ISR 2022, 2023 and ISR 2024's external audit has been further elevated in its scope against the GRI Standards, SASB Standards, as well as the TCFD and CDSB frameworks.

Rights of Creditors

The rights of the CDL Group's creditors, comprising *inter alia* lending banks, contractors, service providers and vendors, are protected with an effective cash and liquidity management system. This includes processes to maintain an adequate level of cash and cash equivalents and available credit facilities, monitor debt maturity and financial metrics including gearing and interest cover ratios. Regular internal reviews are also conducted to ensure that the various capital management metrics and loan covenants are complied with.

Further information on the Company's approach to stakeholder engagement and its materiality assessment can be found on pages 76 to 92 of this annual report.

CORPORATE VALUES AND CONDUCT OF BUSINESS

The Board and Management are committed to conducting business with integrity and consistent with high standards of business ethics, and in compliance with all applicable laws and regulatory requirements. The Company has in place an Internal Code of Business Conduct and Ethics crystallising the Company's business principles and practices with respect to matters which may have ethical implications.

The code, which provides a communicable and understandable framework for employees to observe the Company's principles such as honesty, integrity, responsibility and accountability at all levels of the organisation and in the conduct of the Company's business in their relationships with customers, suppliers and amongst employees, is available on the Company's intranet and is easily accessible by all employees.

The code provides guidance on issues such as:

- conflicts of interest and the appropriate disclosures to be made;
- the Company's zero-tolerance stance against corruption and bribery;
- compliance with applicable laws and regulations including those relating to the protection of the environment and the conservation of energy and natural resources;
- compliance with the Company's policies and procedures, including those on internal controls and accounting;
- safeguarding and proper use of the Company's assets, confidential information and intellectual property rights, including the respect of the intellectual property rights of third parties; and
- competition and fair dealing in the conduct of the Company's business, in its relationships with customers, suppliers, competitors and towards its employees.

In line with the Board's commitment to maintain high ethical standards which are integral to its corporate identity and business, the Company has the following three key corporate policies in place:

(i) Anti-Corruption Policy & Guidelines which sets out the responsibilities of the Group companies and of each employee in observing and upholding CDL's 'zero-tolerance' position against all forms of corruption, bribery and extortion and provides information and guidance to employees on how to recognise, address, resolve, avoid and prevent instances of corruption, bribery and extortion which may arise in the course of their work.

CORPORATE GOVERNANCE

(ii) Fraud Policy & Guidelines which provides guidance on actions which may constitute fraudulent conduct and highlights the importance of the implementation, maintenance and compliance with the internal controls framework of the Group and its policies and procedures.

(iii) Competition Policy & Guidelines which states the Company's policy to compete fairly and ethically in the conduct of business in all its markets and provides direction and guidance to employees in their relationships and communications with competitors and customers.

These policies are available on the Company's corporate website, intranet and have also been disseminated to officers and employees of the Group's key subsidiaries. These policies have been translated into Mandarin and Thai for dissemination to employees of the Group in the People's Republic of China and in Thailand.

The Company's policy on how it manages and protects personal data in accordance with the applicable regulatory requirements are set out in the CDL Personal Data Policy.

The Company has also set out the following sustainability policies which are available on the Company's corporate website:

- *Environment, Health & Safety (EHS) Policy* – Established in 2003 and further updated in May 2023, the EHS Policy sets the strategic direction for all departments and employees towards creating a "Safe & Green" corporate culture by adhering to regulatory compliance, reducing environmental impact, and ensuring a safe, fair and inclusive workplace.

- *Human Rights Policy* – Sets out the Company's commitment in upholding fundamental principles of human and workplace rights in places where the Company operates. Beyond compliance to the local government's policies and regulations in protecting human rights, CDL is committed to respecting human rights in all aspects of its stakeholder engagement such as equitable employment practices, non-discrimination, welfare and fair compensation, as well as workplace safety and health within its developments.

- *Climate Change Policy* – In line with CDL's sustainability strategy and commitment to its ethos of "Conserving as We Construct" since 1995, the Company is dedicated to climate action and achieving low carbon operations. CDL became the first real estate conglomerate in Southeast Asia to sign the World Green Building Council's ("WorldGBC") Net Zero Carbon Buildings Commitment in February 2021. This is a global pledge to achieve net zero operational carbon by 2030, covering new and existing wholly-owned assets under CDL's direct management and operational control. In November 2021, during COP26, CDL extended its pledge towards a net zero whole life carbon emissions approach. Through this expanded commitment, the Company pledged to achieve maximum reduction of embodied carbon in new developments, compensating for any remaining residual operational and upfront embodied emissions via offsetting for new developments by 2030 and advocating for all buildings to be net zero carbon by 2050. In 2018, CDL was the first real estate company in Singapore to set Science Based Targets initiative ("SBTi")-validated carbon reduction targets based on a 2°C warmer scenario with 2007 baseline year. CDL renewed its SBTi-validated targets in December 2021 by aligning with a more stringent 1.5°C warmer scenario and 2016 baseline year.

- *Green Building Policy* – CDL is committed to incorporating decarbonisation, innovation, inclusivity, health and well-being into the design and operation of its buildings. To provide a safe, healthy and inclusive environment for its employees, customers and workers, it is crucial to proactively adopt smart and sustainable building technologies. The 3S Framework built on the three thrusts - Smart, Sustainable and Super Low Carbon will drive CDL's commitment to reduce its carbon footprint and environmental impact in line with CDL's net zero whole life carbon buildings commitment and the Singapore Green Plan 2030.

- *Biodiversity Policy* – CDL supports Singapore's "City in Nature" vision towards higher living standards while co-existing with flora and fauna. The Company aims to minimise and mitigate the impacts of its developments on natural habitats and to protect wildlife biodiversity. The policy complements Singapore's "City in Nature" vision and takes reference from national frameworks, such as the new Biodiversity Impact Assessment guidelines set by URA and NParks.

- *Supplier Code of Conduct* – CDL is committed to promoting a mutually beneficial business relationship with our vendors that can flourish and bring sustainable and optimum economic value to the relationship. The policy provides comprehensive guiding principles for our vendors and suppliers to comply with CDL's expectations of ethical standards. It covers Business Integrity, Fair Competition, Conflict of Interest, Gifts & Entertainment, Health & Safety, Legal Compliance, Reciprocity, Open Communication, Environmental Sustainability and Human Rights.

- *Sustainable Investment Principles ("SIP")* – As a responsible developer with a longstanding ESG commitment, the Company is focused on taking proactive action in assessing potential portfolio risks and opportunities for sustainable investment decisions via globally aligned principles set out in the policy. The SIP is formulated in line with the Glasgow Climate Pact, and aligned with the global best practices laid out in the UN SDGs, UN Principles for Responsible Investment, TCFD and UN Environment Programme Finance Initiative. It also complements CDL's existing ESG policies and guidelines, including the Climate Change Policy, EHS Policy, Green Building Policy, Biodiversity Policy and Human Rights Policy.

- *Diversity, Equity and Inclusion Policy* – CDL Group is committed to ensuring a dignity-centred workplace where our employees are always mutually respected. We seek to address discrimination on all grounds, notably in gender identity, ethnicity, race, religion, age, disability, national origin, socio-economic status, familial/marital status, and sexual orientation by ensuring fairness in our employment practices, and fair compensation. Our Global DEI policy outlines CDL Group's responsibility to embed DEI into our value chain, organisational culture and activities worldwide. We strive to ensure that these principles are understood, observed and adhered to by all employees as far as is reasonably practicable.

- *Workplace Anti-harassment and Anti-bullying policy* – CDL is committed to maintaining a work environment that is safe from harassment for its employees. Every employee shall be treated with respect and dignity. No employee shall be subject to any physical, psychological, verbal or sexual abuse. Employees should be culturally sensitive, tolerant and respectful towards each other, taking into consideration the workplace environment and multi-culturalism. This policy extends to dealing with incidents involving external customers/stakeholders who conduct themselves in a manner that constitutes harassment of the employees, within and beyond company premises.

INTERNAL CODE ON DEALINGS IN SECURITIES

The Company has in place an internal code on securities trading which sets out the implications of insider trading and provides guidance and internal regulation with regard to dealings in the Company's securities by the Company, its Directors and employees. These guidelines prohibit dealing in the Company's securities (a) on short-term considerations; (b) during the "closed period", commencing one month before the date of announcement of the Company's half-year and full year financial results and ending on the date of the announcement of the relevant results; and (c) while in possession of unpublished material price-sensitive information in relation to such securities. The Directors and employees of the Company are notified in advance of the commencement of each "closed period" relating to dealing in the Company's securities. The internal code on securities trading is available on the Company's intranet and is easily accessible by all employees.

RISK MANAGEMENT

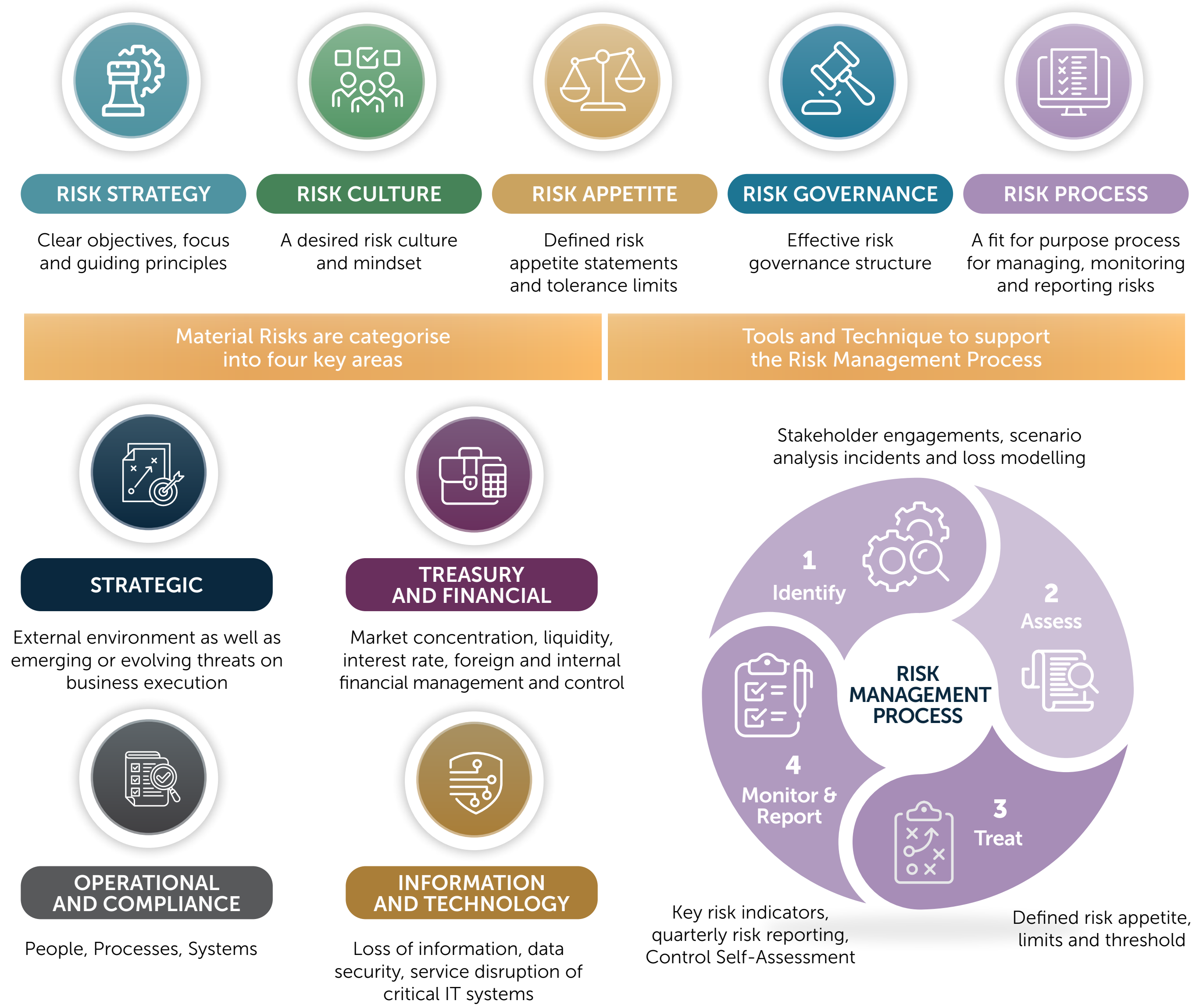
Managing risk is an integral part of the Group's business and we continually strive towards best risk management practices. The Board is responsible for the governance of risk, sets the strategy for the Group and ensures that management maintains a sound system of risk management and internal controls. The Board is supported by the Audit & Risk Committee (ARC) and other Board committees which are constituted to address different aspects of the business. The ARC oversees financial reporting and audit matters, as well as the governance of risks. The ARC considers the nature and extent of significant risks which the Group may undertake in achieving its strategic objectives, and guides management in the formulation and implementation of the risk management framework, policies and processes. This ensures that significant risks are effectively identified, evaluated and mitigated, to safeguard shareholders' interests and the Group's assets, furthering corporate sustainability. The ARC also reports to the Board on crucial risk issues, material matters, findings, and recommendations.

RISK MANAGEMENT FRAMEWORK

The Group maintains a robust risk management framework anchored on five key pillars which adopt principles and guidance from standards such as the International Organisation for Standardisation's 31000 Risk Management Standards, as well as relevant best practices and guidelines. The framework provides the principles and guidance for the Group's risk management activities.

CDL GROUP RISK MANAGEMENT FRAMEWORK

The five key pillars serve as the foundation of ERM execution and implementation



The Group's Enterprise Risk Management (ERM) function carries out periodical review to ensure that the framework remains relevant and practical to facilitate risk-informed decision-making.

During the year, the Group's ERM function also undertook and implemented several initiatives targeted at strengthening internal control system and building resilience in the ever-changing risk landscape. Some of the notable initiatives included:

- Adopting a more proactive approach to asset-level readiness against geopolitical uncertainties and physical climate hazards.
- Leveraging on loss modelling to optimise the balance between risk retention and risk transfer.
- Enhancing policies, processes and training to deter and prepare internal stakeholders against cyber threats, data privacy and money laundering, and terrorism financing non-compliance threat.
- Investing in resources strategically to strengthen governance, risk management and compliance activities
- Refreshing of Control Self-Assessment (CSA).

RISK STRATEGY AND CULTURE

Our risk strategy and culture are based on the belief that risk management is the responsibility of all employees and that it must be integrated into strategy formulation, capital allocation, decision-making and day-to-day operations. The fostering of strong and sustainable 'self-driven' risk culture is guided by defined guiding principles that underpin the ERM operating model.

Guiding Principles
Line managers are to own risks and be accountable
Risk management activities are to hinge not only on processes and systems, but equally on a right mindset and attitude
Risk management is to be benchmarked against global best practices

Management is fully committed to fostering a strong risk-centric culture by setting the appropriate tone at the top and demonstrating strong support for risk management. Risk awareness and accountability are embedded in our culture through our governance structure that ensures appropriate oversight and accountability for effective management of risks throughout the Group, further supported by risk management principles that are embedded in all our decision-making and business processes.

RISK APPETITE

The risk appetite was set to define the extent of risks the Group is able and willing to take on to achieve our strategic and business objectives. The purpose of establishing a risk appetite framework is not to limit risk-taking, but to ensure that the Group's risk profile remains within tolerable boundaries as opportunities are maximised. The risk appetite statements, along with the accompanying risk tolerance limits in both quantitative and/or qualitative terms, are reviewed annually.

The Board has approved the following risk appetite statements:

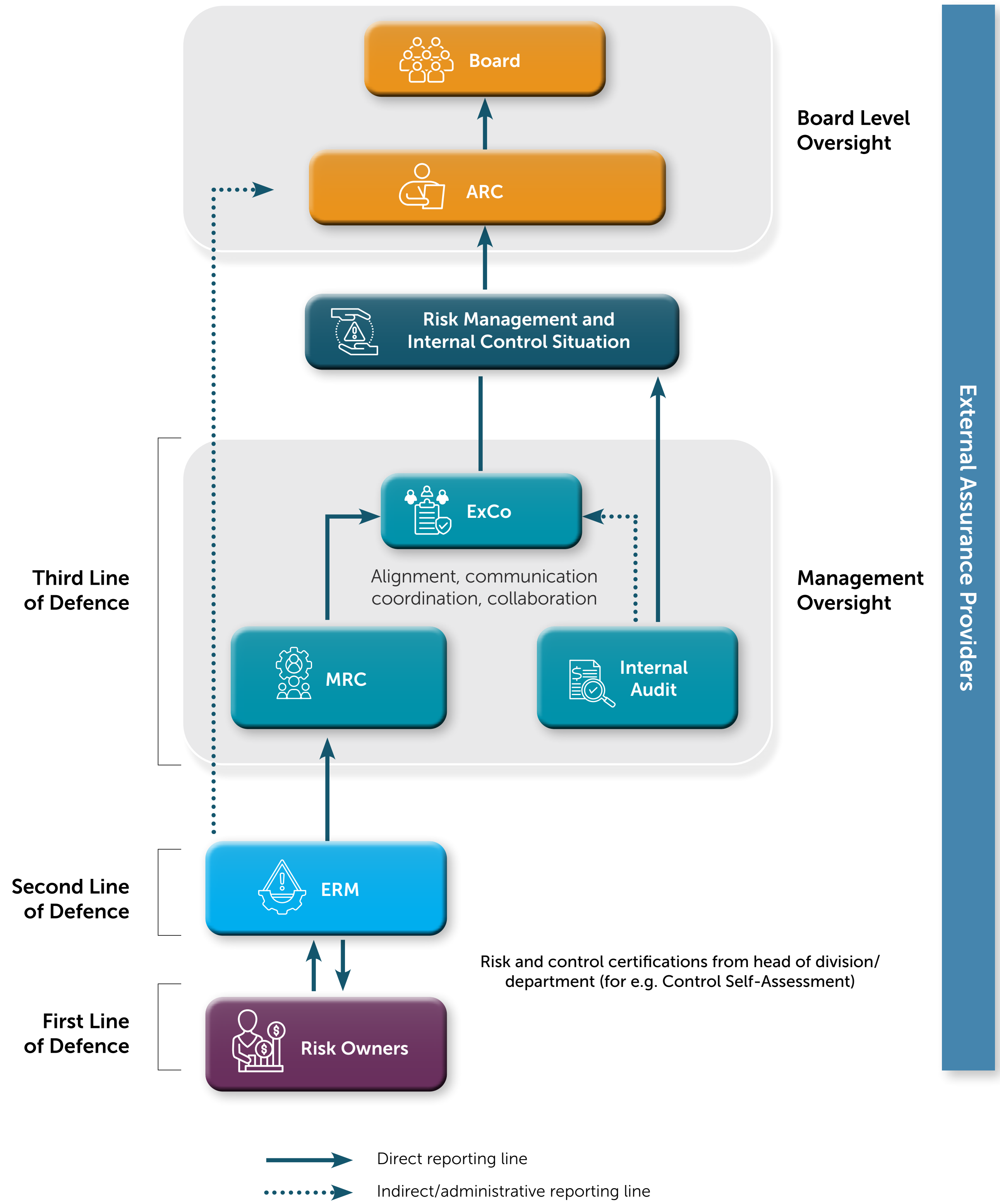
- The Group will continue to focus on business activities in identified core markets. Apart from the core markets, the Group shall otherwise not be overly exposed to any other single country.
- The Group is prepared to undertake new investment and innovation initiatives commensurate to expected returns, and/or are in line with the Group's core strength and strategic objectives. From acquisition to divestment, all investments undertaken should not have potential loss exposure that could significantly threaten the Group's ability to continue as a going concern.
- The Group will avoid any situations and/or actions that may result in negative impact on our reputation and branding. Should such situations arise, they will be managed aggressively to preserve our reputation and brand image.
- The Group will maintain adequate liquid assets to cover planned cash outflows and shall not take speculative positions on interest rates and foreign exchange.
- The Group maintains a 'zero-tolerance' position in relation to environment, health and safety breaches or lapses, non-compliance with laws and regulations, as well as criminally dishonest acts such as fraud, corruption, bribery and extortion.
- The Group will minimise operational and IT risk, subject to the cost-benefit trade-off.

The ERM function reports to the Management Risk Committee (MRC). The MRC monitors the Group risk profiles and regulatory compliance status on a quarterly basis.

RISK MANAGEMENT

RISK GOVERNANCE

The Group's risk governance structure comprises three lines of defence that illustrate how specific duties related to risk and controls are assigned and coordinated within the Group, to facilitate timely risk identification, escalation and provision of Board assurance.



First Line of Defence – Risk Owners –	Second Line of Defence – ERM–	Third Line of Defence – Internal Audit & MRC –
The line managers of the respective business and support functions are accountable and responsible for implementing and executing effective controls to manage the risks arising from their business activities. This includes establishing adequate managerial and supervisory controls to ensure compliance with policies, risk appetite, threshold limits and effective risk controls, and to highlight gaps, inadequacy of processes and unexpected risk events.	The ERM function is responsible for designing, implementing and improving the risk management framework as part of the ERM and control assurance programme. It also provides independent identification, assessment, monitoring, and reporting of the Group's risk profiles and material risk issues to the MRC and ARC.	The MRC comprising Senior Management and relevant key executives, meets with the ExCo to discuss material risks and the adequacy and effectiveness of mitigations on a regular, at least quarterly, basis. The meeting is facilitated by the ERM function. The Internal Audit department provides independent assurance on the adequacy and effectiveness of the internal controls and risk management framework to the ExCo and the ARC. Significant risk issues are then surfaced for discussion with the ARC and the Board by ExCo on a regular, at least quarterly basis, to keep them fully informed in a timely and accurate manner. All ARC members, including the Chairman of the ARC, are independent non-executive directors.

RISK MANAGEMENT PROCESS

The Group adopts an integrated top-down and bottom-up risk review process that enables systematic identification and prioritisation of all material risks. An integral part of the process towards effective risk management is continuous communication and consultation with internal and external stakeholders. This enables the Group to understand the importance of risk management, to appreciate the decisions that are taken within the Group, and to implement the best policies and practices necessary for the benefit of the Group.

MATERIAL RISKS TO THE GROUP

The Group categorises its risk profiles into four key areas: Strategic, Treasury and Financial, Operational and Compliance, and Information Technology. These risks vary widely, with many being beyond the Group's control. The Group is committed to mitigate risk exposure through appropriate risk management strategies and adequate internal controls. Close monitoring and control processes, including the use of appropriate key risk and key performance indicators, are implemented to ensure the risk profiles are managed within the Group's risk appetite and tolerance limits.

STRATEGIC RISK

A large part of the Group's strategic risks comprises market-driven forces, evolving business landscapes, changing customer demands and disruptive innovations. The Group remains vulnerable to uncertainties in the major economies, implications from geopolitical developments, keen competition and pressure in the real estate and hospitality industry.

MARKET AND COMPETITION	
Given the geographical diversity of our business, the Group is exposed to various levels of event risks in major economies, as well as in key financial and property markets in which we operate. The Group's principal business operations comprising property development, property investment and hotel operations, face significant competition across the diverse markets in which it operates, and the failure to compete effectively in terms of price, market positioning, product quality, and levels of service could adversely affect the Groups' financial condition and results of operations.	We manage this risk by: a) Monitoring macroeconomic trends, market conditions, and developments, and formulating responses and pre-emptive strategies accordingly. b) Leveraging our market analytics and project delivery expertise to introduce quality products and innovative solutions to meet the evolving consumer demands. c) Strengthening our brand and competitiveness through product differentiation, market positioning, operational efficiency, transformation through innovation and creating new revenue generating platforms, as well as leveraging a portfolio of distribution channel partners. d) Diversifying of portfolio across geographies, focusing on core markets and cities where the Group has operational scale, and where underlying economic fundamentals are more robust. e) Distinguishing the quality, value, and efficiency of our lodging products and services by focusing on delivering a seamless customer experience, including our Loyalty Programme, direct booking channels, and consumer-facing technology platforms and services, from those offered by others.

RISK MANAGEMENT

BRAND AND REPUTATION	
The Group's reputation is one of its most valuable assets, playing a major part in the continued success of the business. The assessment of reputational risk, due to its nature, is constantly evolving and dependent on numerous factors at any given point in time, and therefore not possible to define all matters and circumstances which may pose reputational risk, or to set out all the considerations which should be applied as part of the decision-making process.	We manage this risk by: a) Undertaking active monitoring of both traditional and social media platforms, aggressively responding to and managing any undesirable situation(s) that may arise. b) Raising the profile of our brands through marketing campaigns and strategic partnerships to build and enhance brand equity. c) Focusing on a customer-centric approach, and monitoring customer satisfaction closely through surveys, gathering feedback, inspections and other forms of engagement. d) Establishing brand standards that are designed to maintain a level of product consistency based on the brand collection to which a hotel belongs, whilst allowing flexibility in order to maintain the personality of the property. e) Striving to avoid any situations and/or actions that could result in a negative impact on our reputation and brand.
CLIMATE CHANGE	
The Group recognises that climate risks are business risks. A focal issue of the Paris Agreement and Singapore Green Plan 2030, climate change is one of the long-term key global risks that can potentially impact the Group's assets, revenue, operations, supply chain, product design, stakeholder engagement, and investor communication. Aside from physical risks arising from climate change, regulatory transition risks can result in stricter emission standards, increased carbon tax and water pricing, and stricter building design requirements. The Group prioritises ESG communication and reporting to proactively manage rising stakeholder capitalism, investor and consumer activism. In the face of climate change, climate-proofing its buildings for a low-carbon future is key to the Group's growth strategy.	We manage this risk by: a) Pledging net zero whole life carbon for CDL's new developments and major renovations over which we have direct operational and management control in Singapore by 2030, in accordance with World Green Building Council's Net Zero Carbon Buildings Commitment. b) Implementing robust climate mitigation and adaptation strategies to accelerate efforts towards a low-carbon business model, such as setting carbon emissions reduction targets validated by the Science Based Targets initiative (SBTi) for a 1.5°C warmer scenario. c) Pushing the envelope in innovative green building technologies to enhance the resilience of its assets against physical and transition risks posed by climate change. d) Measuring and disclosing CDL's management of climate-related risks using internationally recognised frameworks/ assessments, such as the Task Force on Climate-related Financial Disclosures (TCFD) recommendations, Climate Disclosure Standards Board (CDSB) and CDP. e) Conducting climate change scenario analyses as a means of testing the Group's strategic resilience against different plausible and science-based climate scenarios. The analysis also covered climate-related risks from the COVID-19 pandemic as well as emerging net-zero regulatory landscapes across five key CDL markets. f) Monitoring supply chain risks to better prepare for the increasing physical and social challenges impacting the Group's supplies of materials and workers. g) Raising the bar on proactive, transparent and prompt ESG communication and reporting via digital platforms.
REGULATORY CHANGES	
The Group operates in many jurisdictions and is exposed to various levels of political and policy risks such as political uncertainties, introduction or change in public policies, statutory and regulatory requirements.	We manage this risk by: a) Actively engaging with regulatory bodies and professional firms on updates to laws and regulations. b) Continuous monitoring and assessment of impact arising from regulatory changes, observing market reactions, and formulating our strategies accordingly.

TREASURY AND FINANCIAL RISK
Given the Group's diversified global businesses, the Group is exposed to market concentration, liquidity, interest rate and foreign currency risks. We have established policies, guidelines and control procedures to manage and report exposure to such risks.

MARKET CONCENTRATION	
The risk of a significant loss as a result of the poor performance of a single exposure (or Group or related exposure).	We manage this risk by: a) Monitoring and maintaining our geographical and asset concentration exposure in accordance with our risk appetite and tolerance. b) Active management to ensure that our portfolio of assets, investments and businesses are diversified against the systemic risks of operating in a specific geography.
LIQUIDITY	
The Group's ability to meet short-term financial obligations.	We manage this risk by: a) Monitoring and maintaining a level of cash and cash equivalents and credit facilities. b) Having in place Medium-Term Note (MTN) programmes to provide a further avenue to support planned growth and investment opportunities. c) Maintaining a healthy gearing ratio.
INTEREST RATE	
The interest rate risk carried by the Group relates primarily to interest-bearing financial assets and debt obligations.	We manage this risk by: a) Maintaining a debt portfolio with both fixed and floating interest rates. b) Leveraging on interest rate derivatives to hedge against interest rate exposure for specific underlying debt obligations after considering prevailing market conditions.
FOREIGN EXCHANGE	
The Group is exposed to foreign currency fluctuations arising from sales, purchases and monetary assets and liabilities that are denominated in a currency other than the respective functional currency of the Group's entities.	We manage this risk by: a) Pursuing 'natural hedges' by matching receipts and payments and making asset purchases and borrowings in the respective foreign currency, where possible. b) Leveraging forward foreign exchange contracts or cross-currency swaps to manage foreign exchange exposures. c) Monitoring foreign exchange risk on a continual basis.

For more information on the Group's Financial Risk Management, please refer to the Financial Risk Management section on page 217 of this annual report.

OPERATIONAL AND COMPLIANCE RISK
The Group's operations are exposed to a variety of operational risks relating to project management, environment, health and safety (EHS), human capital, data privacy, legal and compliance management.

PROJECT MANAGEMENT	
Though minimal risk has been encountered, the Group remains vigilant against project risks such as schedule delay, cost overrun, build quality, contractor's capability and performance, as well as contract disputes, that will affect our reputation and sales.	We manage this risk by: a) Allocating appropriate attention to technically challenging and high-value projects. b) Adopting a systematic assessment and monitoring process to identify and manage the key risks for each project. The Group adopts a rigorous project management process to ensure that project cost, build quality and time objectives are met and has put in place stringent pre-qualification and tendering procedures to appoint well-qualified vendors. Regular site visits are also conducted to closely monitor the progress of projects and manage potential risks of delays, poor workmanship and cost overruns. c) Benchmarking our quality assurance processes against industry standards. We voluntarily subscribe to the BCA Construction Quality Assessment System (CONQUAS) and the Quality Mark (QM) Assessment System.

RISK MANAGEMENT

ENVIRONMENT, HEALTH AND SAFETY (EHS)	
The Group is committed to be a socially and environmentally responsible organisation that advocates for a 'Safe and Green' corporate culture. In this regard, it is paramount that the Group maintains high environment, health and safety standards across the Group, particularly at the operational level.	We manage this risk by: a) Maintaining our longstanding commitment to EHS, exemplified by leadership actions from our Board of Directors, ExCo and Senior Management since the implementation of the CDL EHS Policy in 2003. b) Establishing an EHS Executive Committee comprising Group COO, Group GM, Group CFO, Senior Management representatives and relevant key executives across the business units to ensure workers are engaged, resources adequately allocated to EHS, and EHS performance is regularly monitored. c) Maintaining an integrated ISO 14001 and ISO 45001 Environment, Health and Safety Management System (EHSMS) across all key operations in Singapore, to manage the environmental impact of our operations and the safety, health and well-being of employees, workers, homebuyers, tenants and building users. Where possible, our hotels also align their policies and procedures with the requirements of best practice accredited systems. d) Putting in place an EHS internal audit system to ensure the effective implementation of its integrated EHSMS are in compliance with ISO 14001 and ISO 45001 standards. e) Monitoring contractors' onsite EHS performance through an independent audit tool – CDL 5-Star EHS Assessment System. f) Maintaining robust EHS practices for our managed assets to provide safe, conducive and eco-friendly environment for building users. g) Practising responsible supply chain sourcing as part of our commitment to reduce the Group's EHS risks with preference for ISO and bizSAFE certified vendors/ suppliers and regular interactions within our supply chain through EHS knowledge sharing seminars and engaging initiatives. h) Cultivating a proactive and strong EHS-centric culture amongst internal and external stakeholders through trainings, workshops and seminars covering EHS topics including mental health promotion. i) Establishing regular updates through open communication and feedback channels to ensure stakeholders are empowered to advocate and adopt EHS best practices. j) Ensuring accountability through quarterly reporting to the Board on EHS performance and practices, with EHS KPIs tied to remuneration. k) Reviewing legal requirements quarterly with annual compliance evaluation to these requirements.
HUMAN CAPITAL	
As we seek new avenues of growth, a key differentiator alongside access to innovation will be the ability to attract and retain talent, including new skills and capabilities. The loss of some or all our key executives or the inability to attract or retain the right people, could materially and adversely affect our business in the medium to longterm.	We manage this risk by: a) Benchmarking and reviewing the competitiveness of our remuneration package on a periodic basis. b) Investing in human capital development of our existing workforce, as well as current and emerging capabilities through professional hires and targeted recruitment. c) Setting up an Enterprise Innovation Committee (EIC) to promote cross-department engagement, empowering employees to be innovative and share their ideas through in-house programmes to yield a capable and more agile workforce in support of business goals. d) Conducting Employee Engagement Surveys, to help enhance existing policies, better address employee concerns, and introduce targeted initiatives to make CDL a better workplace. e) Rolling out leadership development programmes to groom talent and establish succession planning for key positions.

DATA PRIVACY	
The Group recognises that data privacy breaches may undermine customer confidence and result in litigation from customers and/or fines and penalties from regulators.	We manage this risk by: a) Adopting a pragmatic "Data-light, Data-tight" approach in our business conduct. b) Adopting a risk-based approach to data protection. c) Conducting awareness training to ensure that employees who directly and/or indirectly handle personal data in the course of their work are cognisant of data protection principles and are equipped with the right knowledge to carry out good data protection practices in their day-to-day activities. d) Ensuring compliance with data protection requirements by our data processors. For more information on how we manage personal data, please refer to our data privacy policy on our websites. Group Data Privacy Policy https://www.cdl.com.sg/index.php/privacy-policy
COMPLIANCE	
The Group operates in many jurisdictions and is subject to applicable laws and regulations of the markets in which we operate, such as anti-bribery, corruption, money laundering, terrorism financing, competition and data privacy, along with all other relevant laws and regulations applicable to licensing and conducting of sales, leasing, construction, property development, asset management and hotel operations. In addition, various aspects of hotel operations are required to achieve compliance with the Payment Card Industry Data Security Standards ("PCI-DSS"), and failure to do so could result in penalties and/or withdrawal of credit card payment facilities.	We manage this risk by: a) Maintaining a zero-tolerance policy and 'tone from the top' towards compliance, including that of fraud, bribery and corruption. The Group currently benchmarks our practices against SS ISO 37001 to ensure that gaps are minimised, and our practices are in accordance with industry standards. b) Conducting training sessions and adopting e-learning modules to raise awareness and train employees on ways to avoid or prevent non-compliant behaviour. An annual e-declaration exercise is to be completed by all employees, to acknowledge that they have read and understood, and agree to abide by, the Group's policies. c) Maintaining effective whistleblowing reporting and communication channels for employees, contractors, customers and stakeholders of the Group to report any unethical, fraudulent or corrupt practices, in good faith, without fear of retaliation, for investigation and action subject to applicable laws. d) Establishing platforms and channels to proactively monitor and identify applicable laws and regulatory obligations and embed compliance into policies and operating procedures. e) Aligning our policies and procedures as reasonably possible and practical with the requirements of best practice accredited framework, systems and industry standards.
LEGAL	
The Group is exposed to legal and reputational damage resulting from breach of law or civil suits.	We manage this risk by: a) Consulting inhouse lawyers and external legal counsel, where necessary, for advice on major transactions. b) Taking actions to protect and defend against actual or threatened litigation. c) Monitoring and reporting significant litigation and disputes to the ExCo and Board. d) Reviewing and maintaining the necessary liability insurance coverage.
INVESTMENT/ DIVESTMENT RISK	
The Group is exposed to the risk of deployment of capital into investments that fail to meet targeted returns, due to inadequate planning, errors in underlying assumptions or changes in external conditions beyond our control.	We manage this risk by: a) Conducting a comprehensive analysis including due diligence and feasibility studies to evaluate investment and divestment decisions. b) Reviewing and updating investment thresholds and parameters, to be in line with changing strategies and business environment. c) Close monitoring of portfolio performance to ensure that it is on track to meet set targets.

RISK MANAGEMENT

INFORMATION TECHNOLOGY RISK With the increased reliance on information systems and technology as a business enabler across our businesses, a service disruption of critical Information Technology (IT) systems or malicious and deliberate attempts of hackers to breach our IT systems could adversely affect the Group's business continuity and reputation.	
CYBER THREAT	
The Group recognises that cyber threat remains a key concern as attackers have become increasingly creative with attack methods and increasingly destructive payloads that better target system vulnerabilities.	We manage this risk by: a) Maintaining an IT security framework to address evolving IT security threats such as hacking, malware, mobile threats and loss of data. Measures and considerations have also been taken to safeguard against loss of information, data security, and prolonged service disruption of critical IT systems. b) Dedicating IT expertise to keep abreast of the latest developments, innovation and threats in technology and assessing their impact and risks. c) Conducting Vulnerability and Penetration Testing (VAPT) and guided self-assessments to identify IT security gaps. d) Leveraging threat intelligence and advanced security analytics to detect potential breaches. e) Conducting training and assessment exercises, to educate users and heighten awareness to cyber threats. f) Maintaining a cyber threat incident response protocol and disaster recovery plan. The Group also carries out disaster recovery plan testing at least once annually.

INVESTOR RELATIONS

CDL is committed to maintaining high standards of disclosure and corporate transparency to foster accountability, confidence and trust among our valued investors.

The 'Investor Relations' (IR) section on CDL's website (cdl.com.sg) is the primary source of corporate and financial information. Our IR Policy on our website outlines the principles and framework we use to communicate and engage with all our stakeholders.

PROACTIVE COMMUNICATION & OUTREACH

We understand the importance of keeping our investors informed with timely and accurate disclosure of material information, such as our business performance, corporate strategies, operational, and Environmental, Social and Governance (ESG) highlights. This helps them make better-informed decisions about CDL. To accomplish this, our Management Executive Committee (ExCo), Senior Management and IR team utilise multiple communication touchpoints to connect with our investors regularly.

Corporate materials such as the Group's financial results, investor presentations, annual and sustainability reports, media statements and other corporate announcements can be found on our website's IR section and disseminated on SGXNet (sgx.com).

In addition, we utilise our corporate website and social media channels (LinkedIn, X and Instagram) to highlight the latest updates on the Group's business developments and milestones.

Besides following our social media channels, investors can subscribe to email alerts on our website to receive notifications whenever CDL issues an announcement.

IMPACTFUL ENGAGEMENT

CDL values meaningful interactions with the investment community, including the Annual General Meeting (AGM), investor conferences, one-on-one and group meetings, showflat tours, site visits, roadshows, conference calls and emails.

CDL Executive Chairman Mr Kwek Leng Beng (centre) with our ExCo at the Group's FY 2022 Financial Results Briefing on 23 February 2023.

Corporate governance excellence and driving sustainable shareholder returns is a key priority for the Group. Through open communication and effective engagement, we continue to build confidence and trust with the investment community.

The Group's 60th AGM on 26 April 2023 was held in a hybrid format, providing shareholders with the option to attend in-person at Orchard Hotel Singapore or remotely.

Aside from regular quarterly updates on our business and operational performance, we also hold bi-annual financial results briefings for research analysts and media. These sessions are open for investors and other stakeholders to join via 'live' webcasts, and a recording of the corporate presentation is made available on our website thereafter.

In 2023, with the easing of pandemic restrictions, we resumed in-person meetings and events, which we believe are vital for fostering engagement and building rapport with shareholders.

However, to provide flexibility to shareholders who may have grown accustomed to virtual meetings, our 60th AGM on 26 April 2023 was held in a hybrid format, providing shareholders with the option to attend in-person or remotely. Virtual live voting and question-and-answer functions were implemented to facilitate remote participation.

During the year, we engaged with over 60 institutional investors, hosted several local and overseas showflat and site tours, and our AGM and webcasts were attended by over 800 shareholders and stakeholders. During these meetings, our ExCo and Senior Management representatives shared insights on our performance and strategic priorities and gleaned valuable feedback on investors' perceptions.

Apart from facilitating corporate access for investors, the IR team proactively engages with sell-side equity research analysts, maintaining regular dialogue, to stay informed about market concerns. The ExCo and the Board are also updated on analysts' views, share price performance and shareholder analysis on a monthly and bi-annual basis respectively.

INVESTOR RELATIONS

Members of the media and covering analysts at the Group's Diamond Jubilee Celebration on 4 September 2023. Pictured are CDL Group Chief Operating Officer Mr Kwek Eik Sheng (2nd row, 4th from right), CDL Group CFO Ms Yiong (2nd row, 5th from left) and CDL Head of IR & Corporate Communications, Ms Belinda Lee (1st row, 2nd from right).

ACCOLADES

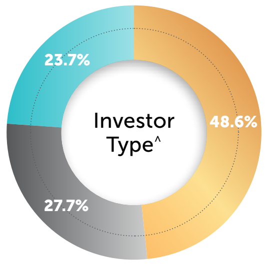
In 2023, we are honoured to be recognised for our financial and corporate governance leadership, as well as IR communication efforts.

Corporate governance excellence and driving sustainable shareholder returns is a key priority for the Group. CDL Group Chief Financial Officer (CFO) Ms Yiong Yim Ming was named the Best CFO (large-cap) at the Singapore Corporate Awards 2023 in recognition of her financial stewardship.

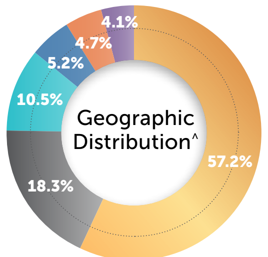
CDL was also accorded the Shareholder Communications Excellence Award in the big-cap category at the Securities Investors Association (Singapore) (SIAS) Investors' Choice Awards 2023.

The award was presented to Ms Yiong (second from right) by representatives of the Institute of Singapore Chartered Accountants' Council (right to left): President Mr Teo Ser Luck, Secretary Ms Judy Ng and Vice-President Mr Mohammad Shariq Sayeed Barmaky.

Share Ownership^ – Total: 906.9 million shares



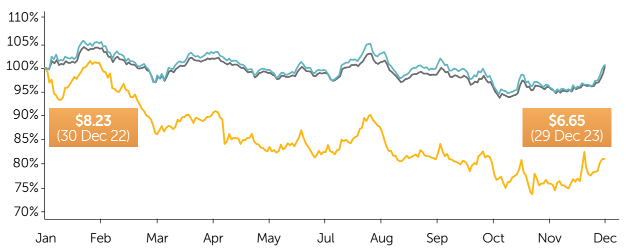
- Hong Leong Investment Holdings Pte. Ltd.
- Institutions
- Retail & Others*



- Singapore
- Rest of the world/ Unidentified holdings
- US
- UK
- Europe (ex UK)
- Asia (ex Singapore)

Notes:
Excludes treasury shares
* Including shares held by brokers and undisclosed holdings
^ As at 31 December 2023

2023 Share Price Performance
(Rebased)



CDL	FTSE ST All-Share	Straits Times Index
▼19.2%	▼1.0%	▼0.3%

CDL's share price closed at $6.65 on 29 December 2023, due to dampened investor sentiment in developer stocks caused by Singapore's latest property cooling measures and high interest rate environment.

Based on the total dividend of 12.0 cents per share declared for FY 2023, CDL's dividend payout ratio stands at 36%.

2023 Investor Relations Events

- DBS Vickers Pulse of Asia Conference 2023
- CDL FY 2022 Financial Results Briefing
- Post FY 2022 Results Meeting hosted by Citi
- 26th Credit Suisse Asian Investment Conference
- CDL 60th Annual General Meeting
- CDL Q1 2023 Operational Update
- Citi Pan-Asia Regional International Conference 2023
- UBS OneASEAN Conference
- Morgan Stanley ASEAN Conference 2023
- HSBC Property Tour: Tembusu Grand showflat
- CDL 1H 2023 Financial Results Briefing
- Citi ASEAN Financials and Real Estate Investment Forum 2023
- CDL Q3 2023 Operational Update

CALENDAR OF FINANCIAL EVENTS

Financial Year Ended 31 December 2023

Date	Event
	Announcement of Results:
10 August 2023	Announcement of First Half Year Results
28 February 2024	Announcement of Second Half Year and Full Year Results
	Record and Dividend Payment Dates:
8 June 2023	Record date for Preference Dividend^
30 June 2023	Payment of Preference Dividend^
21 August 2023	Record date for Special Interim Ordinary Dividend
5 September 2023	Payment of Special Interim Ordinary Dividend
19 December 2023	Record date for Preference Dividend^
2 January 2024	Payment of Preference Dividend^
6 May 2024	Record date for proposed 2023 Final Ordinary Dividend*
21 May 2024	Proposed payment of 2023 Final Ordinary Dividend*
	Shareholders' Meeting:
24 April 2024	61st Annual General Meeting

Notes:
^ The Preference Dividend is paid semi-annually in arrears.
* The declaration and payment of the 2023 Final Ordinary Dividend is subject to the approval of Ordinary shareholders at the 61st Annual General Meeting.

Financial Year Ending 31 December 2024

Date	Event
	Announcement of Results:
August 2024	Proposed Announcement of First Half Year Results
February 2025	Proposed Announcement of Second Half Year and Full Year Results
	Shareholders' Meeting:
April 2025	62nd Annual General Meeting

SUSTAINABILITY BOARD STATEMENT

2023, the hottest year on record, bore witness to an increased frequency and severity of climate and nature-related catastrophes around the world. The World Economic Forum's (WEF) Global Risks Report 2024 reported that "extreme weather events" is the top global risk for humanity over the next 10 years. Similarly, "biodiversity loss and ecosystem collapse" is perceived as one of the fastest deteriorating global risks. With only 15% of the targets for the United Nations (UN) Sustainable Development Goals' (SDGs) on track and many going in reverse, there is much to be done.[1]

Sustainability is undoubtedly a mainstream business priority now. According to Bloomberg, about 90% of investors anticipated more benefits from a focus on Environmental, Social and Governance (ESG) issues. This has helped them to make more informed decisions.

CDL's corporate ethos, "Conserving as We Construct", established since 1995, has steered the Company in the right direction to effectively navigate through climate and business risks today.

For nearly three decades, the Group has been committed to a balanced triple bottom line that integrates ESG considerations into its business for long-term value creation. The Group has continually tracked its ESG performance to ensure business growth and profitability, while mitigating impact on planet and people. The Company's value-creation model is based on a two-pillar framework comprising 'impact' on planet and people, and 'value' focusing on connecting ESG to financial and investment materiality. Its sustainability initiatives continue to be anchored on four strategic pillars – Integration, Innovation, Investment, and Impact to achieve three key deliverables – "Decarbonisation", "Digitalisation & Innovation", and "Disclosure & Communication" that are aligned with global best practices and standards.

As the world races to zero, the Group will continue to accelerate innovative and impactful climate action through collaborations with the public, private and people sectors. The Group will remain dedicated to ESG integration and focus on capturing growth opportunities, while mitigating ESG risks and creating value for all stakeholders.

To address the rising global concern about degradation to nature and biodiversity loss, CDL's Integrated Sustainability Report (ISR) 2024 is titled "Zero in on Nature". The Report proactively articulates the Group's ESG strategy and actions in embracing nature to enhance value and impact in the communities it operates in and charting its path towards a net-zero and nature-positive future.

[1] Asia and the Pacific SDG Progress Report 2024, February 2024.

MAINTAINING SUSTAINABILITY LEADERSHIP & STRONG GOVERNANCE

Continued Recognition by Global Sustainability Rankings and Awards

As a testament to its longstanding commitment to sustainable development and alignment of its deliverables with global best practices, the Company continues to lead in established global sustainability ratings and rankings:

- **Global 100 Most Sustainable Corporations in the World by Corporate Knights**: Ranked 22nd in 2024 and maintained ranking as the world's most sustainable real estate management and development company for the sixth consecutive year as well as the only Singapore company listed for 15 consecutive years
- **CDP**: The only company in Southeast Asia and Hong Kong to remain on the CDP A List for six consecutive years; only Singapore company to score double 'A's for climate change (since 2018) and water security (since 2019). Top 2% amongst CDP Participants for Supplier Engagement on Climate Change
- **MSCI ESG Ratings**: Maintained 'AAA' leader rating since 2010
- **Sustainalytics**: ESG Regional Top Rated and Industry Top Rated in 2024
- **GRESB**: 4th in Asia's Diversified – Office/Retail/Listed Sector in 2023 (Standing Investments); GRESB 5-Star Rating
- **S&P Global's Sustainability Yearbook 2024**
- **Bloomberg Gender-Equality Index**: The only Singapore real estate company listed since 2018
- **The Edge Singapore Billion Dollar Club**: Conferred the inaugural Best ESG Risk Ratings award
- **The Asset Triple A Sustainable Finance Awards 2024**: Conferred Best Sustainability-Linked Loan – Real Estate

Since 2012, the Company's Corporate Social Responsibility-Corporate Governance (CSR-CG) Committee was established to implement an integrated governance structure, ensuring commitment across hierarchical levels and functions for coordinating ESG efforts. The CSR-CG Committee was renamed the Board Sustainability Committee (BSC) in 2016.

The Chief Sustainability Officer (CSO) reports directly to the BSC, comprising three independent directors, and CDL's Executive Director and Group CEO. The BSC has direct advisory supervision of the Group's sustainability strategy and targets, including that of its major subsidiaries, Millennium & Copthorne (M&C) Hotels Limited and CBM Pte Ltd. The BSC also oversees the Group's sustainability strategy and is apprised of initiatives to address climate and sustainability-related risks and opportunities, sustainable investment plans, as well as sustainability reporting on material ESG issues, work plans, performance targets setting, tracking and reporting.

Two meetings are held annually, or more frequently as and when necessary, for the management to update BSC on the Group's sustainability plans and performance reviews.

SUSTAINABILITY GOVERNANCE STRUCTURE

In addition, the Company engages its BSC members on ESG-focused events such as the annual Hong Leong-CDL Group Sustainability Forum since 2014, and the CSO communicates the latest global and local ESG trends and practices via emails. The CDL Sustainability Quarterly Report posted online on www.cdlsustainability.com offers regular updates on the Group's sustainability initiatives and interim EHS performance to the BSC, Sustainability Committee and external audience. For more details on the BSC's roles and responsibilities for climate-related risks and opportunities, please refer to CDL's Annual Report 2023, page 37 .

To achieve effective integration of sustainability throughout the company, the CSO chairs the Sustainability Committee, which comprises members across all departments and operational units. In 2021, the Company stepped up on strengthening the links between its ESG performance with the Management Executive Committee (ExCo) members' remuneration. 20% of the ExCo members' remuneration is linked to ESG targets, with a respective weightage of 5% each for Environmental and Governance targets and 10% for Social targets. With Heads of Departments (HODs) reporting to the respective ExCo members, the ESG Key Performance Indicators are cascaded down to every level in the organisation. HODs are held accountable for their ESG performances, which are then captured in their annual performance appraisals that correspond with their remuneration and promotions.

2023 IN REVIEW – ZERO IN ON NATURE

Zero in on Nature in CDL's Sustainability Strategy

In September 2023, the Taskforce on Nature-related Financial Disclosures (TNFD) released its final Recommendations, guiding corporates to act on evolving nature-related risks and opportunities. Having embraced the Task Force on Climate-related Financial Disclosures (TCFD) in 2017, adopting TNFD is a natural progression for the Company. As one of the pioneering Singapore companies amongst 320 companies in the world to voluntarily report according to the TNFD Recommendations, the Company aims to effectively assess, disclose and manage its nature-related risks and opportunities, and provide consistent and comparable reporting to all its stakeholders.

Nature and biodiversity conservation have been part of the Company's longstanding commitment to minimising and mitigating the impact of its developments on natural habitats, as well as protecting biodiversity. Since 2010, the Company has made it a standard practice to conduct a Biodiversity Impact Assessment (BIA) at greenfield sites located within or adjacent to natural habitats before construction. In 2020, the Group launched a dedicated Biodiversity Policy, and aligned it with Singapore's "City in Nature" vision in 2021. With increasing global focus on loss of biodiversity as a key business risk, and potential impacts brought on by property development and management activities, "Biodiversity Conservation" has been added to the Group's list of top material ESG issues since 2021.

The Company is honoured that its CSO Ms Esther An has been newly appointed as a member of the WEF's Global Commission on Nature-Positive Cities set up in September 2023. The company is fully supportive of her role in raising awareness of the importance of healthy ecosystems for a resilient built environment through her sharing of Singapore and the Company's experience.

ACCELERATING TOWARDS THE GLOBAL RACE TO ZERO

To tackle the climate emergency, the Company is well placed to accelerate climate action and create positive ESG and business impact. Building upon its corporate ethos of "Conserving as We Construct", established in 1995, the Company's Economic, Environmental, Social and Governance (EESG) strategy continues to guide its value creation model to achieve its three deliverables with positive impact: "Decarbonisation", "Digitalisation & Innovation" and "Disclosure & Communication".

Decarbonisation – Expanding Scope and Managing Performance

In 2021, the Company became Southeast Asia's first real estate conglomerate to sign the World Green Building Council's (WorldGBC) Net Zero Carbon Buildings Commitment – a global pledge to achieve net-zero operational carbon by 2030. This was expanded to include maximum embodied

* The Sustainability Board Statement contains a full year's data from 1 January to 31 December 2023 and focuses primarily on sustainability related Group data and information. "Group" refers to Singapore operations (including Tower Club and Le Grove, City Serviced Offices and CBM), and hotels owned and managed, and managed by M&C, and M&C New Zealand, unless otherwise stated. The "Company" refers to CDL's operations in this Report that cover corporate office, managed buildings and construction sites in Singapore, and exclude hotel properties, unless otherwise stated.

carbon reduction in new developments and compensation of all residual upfront emissions. In December 2021, the Company revised its Science Based Targets initiative (SBTi)-validated GHG emissions intensity reduction targets (Scope 1, 2 and 3) to be aligned with a 1.5°C warmer scenario, with additional targets to reduce Scope 3 emissions. In 2022, the Company stepped up on operationalising and tracking its carbon reduction performance for Scope 1, 2 and 3 carbon emissions against these SBTi-validated targets.

As one of the first four companies in Singapore to adopt the TCFD Recommendations since 2017, the Company completed its third Climate Change Scenario Study in December 2022.[2] This study focused on its readiness for physical and transitional risks. The scope and region included under the Group were expanded, given the rising urgency, scale and severity of climate change. The study considered the disruptions caused by the prolonged COVID-19 pandemic, which significantly impacted business operations and financial performance.

The International Sustainability Standards Board (ISSB) Standards, S1 and S2, launched in June 2023, will require additional disclosures in Scope 3, along with Scopes 1 and 2. In anticipation of this, the Group has continued to raise the bar in tackling Scope 3 emissions through closer strategic alignment and integration with its wider global value chain, including key subsidiaries such as M&C and CBM Pte Ltd.[3] The Group's SBTi-validated targets aligned with 1.5°C emissions reduction target of 58.8% under Scope 3 (category 15) will extend to all major subsidiaries.[4]

In 2023, energy efficiency and adoption of renewables is the top material issue for the Group. It is crucial for businesses to manage their energy efficiency as it will have a significant impact on the bottom line in the long run. The Company has achieved approximately $42 million in energy savings from energy-efficient retrofitting and initiatives across all its locally managed buildings from 2012 to 2023.

In anticipation of Singapore's carbon tax being raised to $25/tCO$_2$e from January 2024, the Company kickstarted an Internal Carbon Pricing (ICP) study in 2023. Piloted at the Company's headquarters, Republic Plaza, a successful implementation of ICP will help the Company financially internalise the cost of environmental impacts by factoring such costs into its financial and investment decisions. The Company believes in eventually scaling and implementing ICP across its wider portfolio to help it to achieve its SBTi targets and net-zero ambitions.

In 2023, the Company successfully secured blue carbon credits for the first time. Purchased through an auction by Climate Impact X, the credits are generated from Pakistan's Delta Blue Carbon Project, the world's largest mangrove restoration project that protects and restores 350,000 hectares of mangrove forests in Pakistan's Indus River Delta area. It is also expected to improve the well-being and livelihoods of over 42,000 people in the local communities, of which 70% live below the poverty line.

To gain better insight into its decarbonisation efforts using a life cycle approach, the Company conducted its first Whole Life Carbon Assessment (WLCA) in Singapore using five Group assets across different typologies – residential, retail, hotel and mixed development in 2H 2023. The WLCA provided valuable insights on the carbon emissions of its buildings during construction, maintenance and operation stages. By providing a useful breakdown of the carbon footprint of building components and life cycle stages, the Group can better identify challenges and opportunities for future projects of similar scale and building typologies, and work towards reduction of both embodied and operational carbon.

In 2023, eight of the Group's properties in Singapore – Republic Plaza, City Square Mall, King's Centre, Palais Renaissance, Quayside Isle, Grand Copthorne Waterfront, M Hotel, and JW Marriott South Beach – also successfully attained the internationally recognised WELL Health-Safety Rating.[^] The benefits of leasing a space in WELL Health-Safety Rating certified buildings include assurance of constant air and water quality monitoring and optimisation, access to integral health benefits and services, and frequent health and safety stakeholder engagements. The Group is committed to paving the way for more health and wellness designs and provisions in its buildings.

Digitalisation & Innovation – Building with Nature

Integrating its developments with nature has long been an important aspect of the Company's pioneering efforts in greening skylines in Singapore. More than a decade ago, the Company built the Tree House condominium with 77% of its site area dedicated to landscaping and communal facilities. The Tree House condominium achieved a Guinness World Record in 2014 for having the world's largest vertical garden. Since then, the Company has embarked on several other notable projects that exemplify its efforts to build with nature, such as Amber Park, where 65% of its site area is dedicated to facilities, lifestyle space and landscaping with native plant species. In the pipeline, the Company's Newport Residences (part of the former Fuji Xerox Towers) incorporates green features for higher energy efficiency that translates to annual cost savings of about $450,000. Construction of the Newport Plaza development has started and is expected to complete in 2027.

In the past year, the Company intensified its use of innovative and viable green building technology and decarbonisation solutions. At the new Irwell Hill Residences, it initiated the CarbonCure Concrete pilot, which embeds recycled carbon dioxide in fresh concrete to create sustainable concrete without compromising performance. Other decarbonisation solutions include a gradual replacement of belt-driven fans with electrically commutative (EC) fans for its local assets to improve energy efficiency.

With growing global emphasis on nature-positive solutions, managing the Company's biodiversity footprint has become more important than ever. As such, it has become the first and only Singaporean company to subscribe to Xylo Systems, a cloud-based AI platform that supports efforts to measure and manage biodiversity impact, conduct

[2] Based on the latest research and scenario analysis from global climate benchmarks such as the Intergovernmental Panel on Climate Change, International Energy Agency, the Network for Greening the Financial System and the World Bank.
[3] In 2019, M&C announced its SBTi-validated 2°C target for absolute emissions reduction by 27% for owned and managed hotels under Scopes 1 and 2.
[4] Based on publicly disclosed data from 2016 to 2020.
[^] WELL is an evidence-based, third-party verified rating that empowers owners and operators to prioritise the health and safety of building users.

in-depth assessments, predict potential consequences of the Company's activities and make informed decisions backed by data.

Accelerating Super Low Carbon, Smart and Sustainable Buildings

In line with the Singapore Green Building Masterplan's "80-80-80" goals, the Company has committed to enhancing its existing assets and achieving Super Low Energy Buildings (SLEB) for 80% of its owned and managed buildings by 2030. In 2023, the Company achieved three BCA Green Mark Platinum Super Low Energy (SLE)[5] awards for its corporate headquarters, Republic Plaza, and residential developments, Tembusu Grand and Lumina Grand, and one BCA Green Mark Gold[PLUS] award for The Myst. Additionally, Tembusu Grand and Lumina Grand each earned a BCA Whole Life Carbon Badge, further recognising their sustainability achievements beyond their Platinum status.

The Company is also proud to be a leading developer with a pioneering commitment to green buildings in Singapore, with 123 BCA Green Mark-certified developments since the Green Mark scheme became mandatory in 2008. Going forward, the Company remains steadfast in its decarbonisation journey with continual improvements in energy efficiency.

Disclosures – Robust Sustainability Reporting to Unlock Financial Value to Grow, Enhance and Transform

CDL's Strategic Sustainability Reporting and Pioneering A Two-Pillar Approach

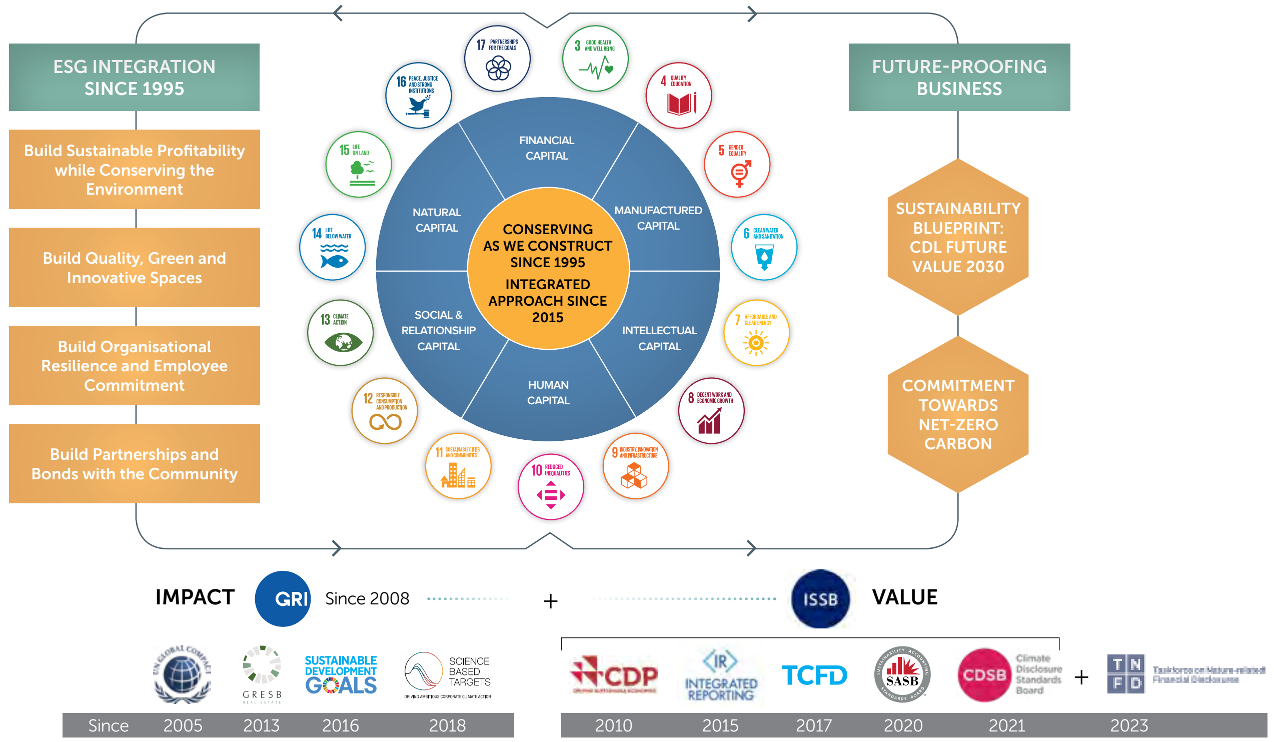
Integrating climate and nature conservation has long been an important aspect of the Company's business and green building strategy. What gets measured gets managed. Since 2008, the Company has consistently built upon its robust sustainability reporting framework to review and improve its strategy systematically.

In June 2023, the ISSB issued its inaugural standards – International Financial Reporting Standards (IFRS) S1 and S2, to provide companies with a baseline reporting standard – a common language – to disclose climate-related risks and opportunities in global capital markets. Complementing the global launch, Singapore set up the Sustainability Reporting Advisory Committee (SRAC) to compile robust recommendations that prepare listed and large non-listed companies to report climate-related disclosures aligned with ISSB Standards from 2025 and 2027 respectively.

Riding on 16 years of reporting experience, the Company pioneered the application of a two-pillar sustainability reporting framework in its previous ISR. The framework integrated ISSB Standards' focus on financial and business value with GRI's priority on impact on the planet and people. With the addition of the ISSB Standards into the Company's reporting framework, financial materiality of ESG was an added consideration. This is a continuation of the Company's double materiality approach in assessing sustainability-related risks and opportunities in a holistic manner.

As the Company aims to transition towards the adoption of IFRS S1 and S2 by FY2025, it has engaged an external consultant to conduct a comprehensive gap analysis and provide a roadmap to guide the Group towards full alignment. In addition, the Company has progressively expanded the scope of its ISR 2024 to include relevant and available Group ESG data towards a wider coverage of entities in alignment with CDL's annual reports.

CDL'S VALUE CREATION MODEL
A TWO-PILLAR ESG DISCLOSURE & REPORTING FRAMEWORK, CAPTURING VALUE AND IMPACT
Embracing Major ESG Standards & Frameworks and 15 UN SDGs



[5] The BCA Green Mark SLE is awarded to the best-in-class energy performing Green Mark buildings that achieve at least 60% energy savings above Singapore's Green Mark 2005 building codes for Green Mark energy savings.

Tapping into Sustainable Finance to Advance Climate Action

Aligned with Singapore's aim to transition to a low carbon economy, the Company is committed to driving its Growth, Enhancement and Transformation (GET) strategy with a sustainability-focused mindset to ensure that its financial objectives dovetail with its broader goals seamlessly. The Company's strong sustainability track record enables it to leverage sustainable financing solutions to advance action.

Since the Company issued its first green bond in 2017, it has completed over $6.3 billion of sustainable finance including various green loans, a green revolving credit facility and sustainability-linked loans. In December 2023, the Company marked a new sustainable financing milestone with a three-year £200 million (approximately $338.2 million) sustainability-linked loan from OCBC aligned to a SBTi 1.5°C pathway. This reflects the Company's commitment to decarbonising its business via its initial net-zero carbon target by 2030 for new and existing wholly-owned assets and developments under its direct operational and management control and aligning its capital management with its sustainability goals.

Amplifying Impact through Collaboration and Advocacy

Engaging stakeholders and changing mindsets are essential in the global race to zero. This can only be achieved through multi-stakeholder collaborations to amplify social impact. The Company has continued its advocacy and training aligned with the SDGs through the Singapore Sustainability Academy (SSA), designed and built in 2017 as Singapore's first ground-up and zero-energy facility. In 2023, SSA hosted over 190 advocacy events and training classes.

The Company is proud to announce that the SSA is entering its next phase with the addition of a new SSA Annex (SSAA). As an expanded hub for capacity building and collaboration, the SSAA is a net-zero building with circularity in action. It offers office space for non-governmental organisation (NGO) UN Global Compact Network Singapore and community engagement facilities to local and international NGOs linked to the UN SDGs, namely WorldGBC, 100 Resilient Cities, Jane Goodall Institute (Singapore), GRI, Financial Women's Association, Silver Ribbon, Association of Women in Construction Singapore, One Young World and more.

The Company also announced its new Eco Train Project at City Square Mall. A first-of-its-kind repurposed train carriage, it will focus on educating and raising eco-awareness amongst kids and youths on a broad range of sustainability topics and climate issues. A collaboration with Just Keep Thinking, Singapore's biggest science, nature and sustainability social media channel, the Eco Train is slated to open in 2024.

The Company's other key community initiatives included the 4th My Tree House "We Love Our Planet" Storytelling Contest, the 13th CDL-GCNS Youth SDG Leaders Award, the 7th edition of its flagship Youth4Climate Festival with an expanded network of eco-partners, in support of the Ministry of Sustainability and the Environment's Go Green SG initiative.

The Company has also been invited to share its ESG integration journey and business case on local and international platforms. In 2023, the Company's CSO spoke at over 90 local and international forums and conferences, covering topics such as green building, decarbonisation, nature-based solutions (NbS), SDGs, sustainability reporting and finance.

STRATEGIC MANAGEMENT OF TOP MATERIAL ESG ISSUES

Since 2014, materiality assessments are conducted annually and facilitated by a third party to determine the key EESG issues that are important to the Group's stakeholders. Identified by internal and external stakeholders, the top ESG issues are foundational to the Company's annual sustainability reporting. Corresponding EESG targets, metrics, initiatives and progress are reviewed by the management team, reported to the BSC and the Board for endorsement, before they are published annually in CDL's ISR. In 2023, the materiality assessment was updated to align qualitatively with the IFRS S1 and S2. Endorsed by Monetary Authority of Singapore (MAS), Singapore Exchange (SGX) and Accounting and Corporate Regulatory Authority (ACRA), the ISSB Standards require companies to assess the ESG issues that are considered material to the company, taking into account both financial and non-financial information, including the impact of climate-related risks and opportunities.

	GROWTH	ENHANCEMENT	TRANSFORMATION
What This Means for the Group's Corporate Strategy	• Build development pipeline and recurring income streams	• Enhance asset portfolio through asset enhancement initiatives, asset repositioning and redevelopment • Drive operational efficiency	• Transform business via new platforms - Strategic investments - Fund management • Innovation and venture capital
What This Means for the Group's Sustainability Strategy	• Apply the CDL Sustainable Investment Principles to steward responsible capital allocation and decision-making in investments • Align with UN Principles for Responsible Investment (PRI) as an investor committed to the six principles	• Enhance the building and corporate sustainability performance of existing assets • Decarbonise new and retrofitted assets to complement net-zero commitment • Ensure best Environmental, Social, and Governance (ESG) practices to tap fast-growing ESG investments and sustainable finance for further growth	• Accelerate impact investing in PropTech funds, start-ups and scale-ups to uncover and testbed building innovations for our properties • Strengthen alignment with key subsidiaries on the Group's ESG strategy, goals, and actions via a phased approach • Advance ESG-focused fund management initiatives

The table below outlines the Group's actions in addressing risks and opportunities that are related to the Group's top 18 material ESG issues identified. They are mapped to 15 relevant UN SDGs and the four pillars of the TCFD and TNFD frameworks. Some of these ESG risks and opportunities are also captured in CDL's Enterprise Risk Management (ERM) framework, which can be found in the Risk Management section in CDL's Annual Report 2023.

>> Legend for TCFD and TNFD Pillars: Governance (**G**) | Strategy (**S**) | Risk Management (**RM**) | Metrics & Targets (**M&T**)

CDL Group's Top Material ESG Issues	Risks and Opportunities	CDL Group's Responses and Achievements
1. Energy Efficiency and Adoption of Renewables Supporting SDGs: 7 AFFORDABLE AND CLEAN ENERGY 9 INDUSTRY, INNOVATION AND INFRASTRUCTURE 12 RESPONSIBLE CONSUMPTION AND PRODUCTION 13 CLIMATE ACTION TCFD Pillars: **G, S, RM, M&T** TNFD Pillars: **G, S, RM**	In Singapore, clean and renewable energy options are limited. As Singapore charts its progress towards achieving its 2030 Green Plan targets, particularly green energy procurement, the Group remains committed to be early adopters. Energy consumption contributes a large portion of the Group's carbon footprint. As a leading green developer, the Group implements low carbon strategies for its managed buildings and continuously sources for emerging solutions that can optimise energy efficiency across its diversified portfolio.	In 2023, the Company achieved three BCA Green Mark Platinum SLE awards for its corporate headquarters, Republic Plaza, and residential developments, Tembusu Grand and Lumina Grand, and one BCA Green Mark Gold^{PLUS} award for The Myst. The BCA Green Mark SLE is awarded to the best-in-class energy performing Green Mark buildings that achieve at least 60% energy savings above Singapore's Green Mark 2005 building codes for Green Mark energy savings. Through dedicated tracking, monitoring and improvements in energy efficiency, the Company has achieved cost savings of approximately $42 million from reduced energy expenses across all its locally managed buildings since 2012. Regular asset upgrading and enhancement efforts since 2004 have helped the Company to maintain good energy performance for its existing managed buildings.
2. Climate Resilience and Adaptation Supporting SDGs: 7 AFFORDABLE AND CLEAN ENERGY 9 INDUSTRY, INNOVATION AND INFRASTRUCTURE 13 CLIMATE ACTION TCFD Pillars: **G, S, RM, M&T** TNFD Pillars: **G, S, RM, M&T**	Monitoring stranding risks is critical in the property and construction sector as extreme weather patterns continue to pose devaluation concerns. Embedding climate resilience in line with a low carbon future is therefore key to the Group's sustainable growth strategy. The built sector contributes to some 40% of global energy-related carbon emissions, and remains heavily reliant on natural resources. Heightened demand for clean energy, cost-efficient and market-ready circular economy solutions are both opportunities and risks to maintaining profitability and sustained growth in the short- to medium-term.	With no significant change to its business in FY2023, the Company continued to leverage findings from its third climate change scenario[6] analysis completed in December 2022. In line with the TCFD recommendations which it has adopted since 2017, the third study focused on the financial impact from potential physical and transition risks based on orderly and disorderly scenarios for a 1.5°C and 2°C warmer scenario in 2030. The scope included the Group's portfolio comprising hotels, investment properties and new developments across five key markets, namely: United States, United Kingdom, China, Singapore and New Zealand. Findings supplement the Company's decarbonisation roadmap in the near term, including its pledge to the WorldGBC's Net Zero Carbon Buildings Commitment made in February 2021.[7] In 2023, the Company submitted its interim progress to WorldGBC. The Company's decarbonisation roadmap aims to achieve a 63% reduction in Scope 1 and 2 emissions, alongside a Scope 3 emissions reduction of 41% in embodied carbon and 58.8% in investments. Based on its SBTi-validated targets to align with 1.5°C, the Company's decarbonisation efforts continues to involve multi-business unit collaboration facilitated by the Green Building, Decarbonisation and Safety department.
3. Innovation Supporting SDGs: 3 GOOD HEALTH AND WELL-BEING 7 AFFORDABLE AND CLEAN ENERGY 9 INDUSTRY, INNOVATION AND INFRASTRUCTURE 11 SUSTAINABLE CITIES AND COMMUNITIES 13 CLIMATE ACTION 15 LIFE ON LAND 17 PARTNERSHIPS FOR THE GOALS TCFD Pillars: **S, RM** TNFD Pillars: **S, RM**	Innovation remains one of the Group's top material issues. It is a key enabler in allowing it to achieve its ESG goals and targets, while future-proofing its business. Through partnerships and collaborations, the Group has actively sourced for low carbon and innovative solutions to test bed at its development projects and managed buildings. The Group also works on in-house solutions leveraging technology to deliver exceptional value to its customers and prospective homebuyers.	The Group's GET strategy focuses on leveraging innovative and green solutions for the business to grow, enhance and transform. In 2023, the Company intensified its use of innovative and viable green building technology and decarbonisation solutions. At Irwell Hill Residences, it initiated the CarbonCure Concrete pilot, a novel carbon removal technology where recycled carbon dioxide is introduced into fresh concrete and becomes permanently embedded in it. This creates sustainable concrete without any compromise on performance. The Company also piloted several cross-functional business solutions, including an electrostatic filtration system which reduces energy consumption for air handling units (AHUs); carbon dioxide solutions to reduce carbon dioxide in air conditioned space; in-room energy management system with room control units; hybrid cooling fan to reduce the reliance on air conditioner; digital room inspection management for hotel rooms; and a smart water valve to reduce water-related costs. The Company's in-house developed app, CDL Homes Sale (CHS) was designed to provide homebuyers with a more transparent and efficient purchasing experience. It was awarded the Digital – Real Estate Award at 2023 SBR Technology Excellence Awards.
4. Cyber-readiness, Security and Data Privacy Supporting SDGs: 16 PEACE, JUSTICE AND STRONG INSTITUTIONS TCFD Pillars: **G, RM**	The number of security breaches have risen with the evolving cyberthreat landscape. Cybersecurity is now a financially material issue that must be diligently managed to protect corporate value. Ensuring the security and resilience of the Group's networks and information systems is critical. Strengthening the Group's capabilities to protect itself and respond to cyber-attacks is vital in preventing data theft, financial loss, and disruption of operations.	The Group has established holistic IT governance structures and developed robust detection and mitigation measures to protect its critical business systems and data. The Company's response plans are tested by internal auditors and an external professional firm and aligned with industry best practices. The Group has adopted a robust Cybersecurity Framework that aligns with industry best practices to protect the confidentiality, integrity and availability of its digital assets. This framework includes updated policies and standards that ensure its processes and technologies remain relevant in addressing the current threat landscape. The Company's Computer Security Policies and Standards were updated in early 2024 to reflect the latest cybersecurity practices. The Company's employees' IT security awareness and vigilance remains heightened through a series of in-person and online cybersecurity trainings, which are further reinforced by periodic phishing attack simulations.

6 Orderly scenario: climate policies introduced early and gradually tightened. Disorderly scenario: climate policies introduced later and more abruptly from 2030 resulting in higher transition risks.

7 In February 2021, the Company committed to achieve net-zero operational carbon by 2030 for its new and existing wholly-owned assets and developments under the Company's direct operational and management control. In November 2021, this commitment expanded to include maximum reduction in embodied carbon in new developments, compensating for any remaining residual operational and upfront embodied emissions via offsetting for new developments by 2030 and for all buildings to be net-zero carbon by 2050.

CDL Group's Top Material ESG Issues	Risks and Opportunities	CDL Group's Responses and Achievements
5. Occupational Health, Safety and Well-being Supporting SDGs: TCFD Pillars: **S, RM, M&T** TNFD Pillars: **S, RM**	The safety, health and wellness of the Group's employees and contractors' workers are consistently ranked amongst the Group's top priorities. In line with Singapore's Workplace Safety and Health (WSH) 2028 Roadmap, the Group collaborates with appointed contractors, where possible, to promote good WSH practices onsite and in the Company's offices, contributing to a strong EHS culture.	The Company complies with ISO 14001 and ISO 45001 Integrated Environmental and Occupational Health and Safety Management System for its key operations in Singapore to effectively manage the safety, health and well-being of its employees and workers. Established since the early 2000s, the Company's Environment, Health and Safety (EHS) Policy and CDL 5-Star EHS Assessment have been continually enhanced in standard and scope. The CDL 5-Star EHS Assessment also recognises and awards contractor companies that are exemplary in EHS excellence and workers' welfare, and workers who exhibit good safety behaviour. All seven project sites are averaging above 90% of the total score for their EHS performance. One of its main contractors achieved the Safety and Health Award Recognition for Projects (SHARP) for Amber Park. In 2023, representatives from the Company's ExCo, Senior Management representatives and relevant key executives visited workers and employees across its project sites, managed buildings and corporate office to dialogue on WSH, aligned with Singapore's Ministry of Manpower (MOM) recommendations for WSH standards. The Company also tailored a WSH leadership programme for the ExCo, Board of Directors, representatives from the ExCo, and key executives from business units to enhance their WSH knowledge. At its subsidiary, CBM Pte Ltd, the CEO and management conducted regular site visits to ensure occupational health and safety awareness. To promote employee wellness, the Company adopted an employee wellness app offering resources and benefits designed to boost mental health, increase productivity, and cultivate a positive workplace environment. The Company continues to be recognised as a long-serving bizSAFE Mentor. In 2023, it completed its recertification audit and continued to be certified under the ISO 14001/ ISO 45001 Integrated Environmental and Occupational Health and Safety Management System.
6. Responsible Supply Chain Supporting SDGs: TCFD Pillars: **G, S, RM, M&T** TNFD Pillars: **G, S, RM, M&T**	With future mandatory reporting on Scope 3 emissions required by the ISSB Standards, businesses must act responsibly by building capacity within their supply and value chains to contribute to the Race to Zero. The Group upholds its ESG performance and reputation with established processes and regular engagement with its suppliers to procure sustainably sourced and safe building materials, ensure fair labour human rights practices for workers and provide healthy buildings for building occupiers.	The Company has long-established responsible sourcing guidelines[8] for its supply chain. This includes the implementation of the Responsible Procurement Guidelines since 2008 and the Green Procurement Guidelines for property developments since 2009. In line with the Company's corporate EHS Policy established in 2003, which is updated regularly, these guidelines encourage the use of eco-friendly and recycled materials that have been certified by approved local certification bodies, such as the Singapore Green Building Council and Singapore Environment Council. In 2023, the Company's Supplier Code of Conduct was updated to reflect its commitment towards aligning with international best practices. All suppliers are required to agree to the terms under the Code of Conduct, which provides comprehensive guiding principles for EHS compliance. The Company continues to engage its main contractors and consultants of active project sites to share up-to-date industry knowledge at quarterly CDL EHS 5-Star seminars while the Company's annual EHS Sports Challenge was organised for contractors and workers to enhance EHS awareness through sports and other interactive activities. In 2023, monthly ExCo and senior management engagements with representatives from the ExCo, Senior Management and relevant key executives were also conducted across active project sites, managed buildings, and the Company's corporate office to assess site conditions, workers' and employees' well-being, as well as address WSH concerns. The Company also supports the main contractors of project sites in the tabulation of carbon emission data associated with building materials requirement outlined in ISO 14064 greenhouse gases standards, contributing to the sustainability proficiency of its contractors.
7. Future-ready Workforce and Talent Retention & Attraction Supporting SDGs: TCFD Pillars: **S, RM**	Successfully attracting and retaining talent allows companies to have a strong competitive advantage in corporate performance. The Group strives to be ahead of the curve in ensuring employee satisfaction, productivity and well-being, and building a workforce with skill sets that future-proof the Group's business.	The Group has championed a culture of continuous learning and development, prioritising ongoing training and development programmes, which is key to building a future-ready workforce. The Company enhanced its in-person training programs, covering diverse topics from sustainability to health and wellness. These initiatives have led to significant improvements in employee engagement and experience, resulting in lower-than-industry turnover rates. The Company's commitment to holistic employee development has been recognised industry-wide. In 2023, it was recognised with awards including the TIME World's Best Companies 2023; the Singapore HR Awards 2023 for employee experience and well-being, and workplace culture and engagement; and the HR Asia Awards 2023 for Best Company to Work For In Asia. The Group's subsidiary, CBM Pte Ltd was also recognised as one of The Straits Time's Singapore's Top 30 Best Employers in 2023.
8. Product/ Service Quality and Responsibility Supporting SDGs: TCFD Pillars: **S, RM** TNFD Pillars: **S, RM**	As an asset owner and manager, the Group takes pride in ensuring a safe, green and healthy environment for its building users. The Group also remains committed to delivering safe and high-quality products and services for its homebuyers and tenants with smart building and energy-efficient features.	To ensure compliance to Design for Safety Regulations, the Company has a robust process guided by the regulations to identify design risks and assess the severity of EHS impacts throughout the construction stages of its developments. The Virtual Unit Handover initiative, piloted in 2020, continues to serve the Company well for future projects that obtain TOP. In 2023, many homebuyers of the Company's projects, Piermont Grand and Sengkang Grand Residences, experienced a virtual handover. The Company engages homebuyers in other aspects as well. In 2023, the Company's Customer Experience team engaged homebuyers of Sengkang Grand and Amber Park via webinars to prepare them for the handover of their property. To further engage homebuyers, five webinars on home renovation, interior design/furnishing and health and well-being were also organised. Three lifestyle events tied up with exclusive brands and three online contests were organised as well. CBM Pte Ltd adopts a pro-active approach in developing rapport with its clients and customers to ensure effective communication and feedback management. An annual customer satisfaction survey is conducted, with a target of achieving a score above 80%.

[8] Renamed from Green Procurement Guidelines in 2020.

CDL Group's Top Material ESG Issues	Risks and Opportunities	CDL Group's Responses and Achievements
9. Green and Healthy Buildings Supporting SDGs: TCFD Pillars: **G, S, RM, M&T** TNFD Pillars: **G, S, RM, M&T**	Green and healthy buildings positively impact the health and well-being of occupants. Investing in green buildings rewards businesses with improvements, such as occupant satisfaction and increased staff productivity. The Group creates quality and sustainable spaces that embed green features and promote healthy lifestyles in its office buildings and residential developments. Creative design and technology optimises overall well-being and creates a shared sense of community.	The Group recognises that people are its greatest asset, and their health, safety and well-being are of utmost importance. Therefore, it is its responsibility to provide a safe and healthy environment for its employees, customers and workers. The Company has a dedicated Green Building Policy since 2020 that supplements its EHS policy established since 2003. In 2021, the Company updated its 3S Green Building Framework to align with the latest BCA Green Mark 2021. The Company also attained the Elite Level in Eco-Office Certification by the Singapore Environment Council in 2023. The Elite Level is awarded to businesses that demonstrate outstanding environmental efforts, maintain high-quality indoor environments for comfort and promote a culture of sustainability among their employees. Similarly, for its efforts in creating energy- and resource-efficient and healthier interior spaces, the Company received the BCA-HPB Green Mark for creating a Healthier Workplace. Eight CDL Group properties also achieved the WELL Health-Safety Rating certification across different portfolio types. The certified assets were assessed based on their building performance in sustainability, health and well-being via a global rating system developed by the International WELL Building Institute (IWBI).
10. Stakeholder Impact and Partnerships Supporting SDGs: TCFD Pillars: **G, S** TNFD Pillars: **G, S**	Building goodwill in the community provides the Group with a strong social license to operate. Through collaborations with like-minded partners, the Group has pioneered and developed partnerships that multiply its outreach and impact on climate action and UN SDGs.	In June 2023, in partnership with National Parks Board (NParks) and Ocean Geographic, the Company launched the third instalment of the Climate Action Exhibition series, titled "Melting Ice, Sinking Cities: An Urgency to Change the Present and Save Humanity". The exhibition highlighted the interconnectedness of climate change and the health of the ocean, people and the planet. It also commemorated the reopening of the refurbished CDL Green Gallery and the continuation of the major collaboration between the Company and NParks with a second 10-year Memorandum of Understanding (MOU). In 2023, the Company held more physical events to continue its engagement efforts. Key events included the continuation of its major initiatives Youth4Climate Festival, My Tree House "We Love Our Planet" Storytelling Contest, CDL-GCNS Young SDG Leaders Award and more. Read more about the Company's stakeholder engagement initiatives in Chapter 5 of CDL ISR 2024.
11. Ethical and Transparent Business Supporting SDGs: TCFD Pillars: **G, RM**	An ethical and transparent business builds and maintains a company's trust with its stakeholders and promotes investor confidence, customer loyalty and long-term sustainable business growth. The Group takes a firm stance on its zero-tolerance policy towards fraud, bribery and corruption. This leads to greater opportunities such as access to capital and mitigates risks associated with legal, financial and reputational damage.	The Company benchmarks its practices with the voluntary SS ISO 37001 Anti-bribery Management Systems to minimise gaps. We operate according to industry standards. Anti-money laundering workshops are conducted annually for its employees. In 2022, the Company started to provide mandatory training for all new hires on key risk management-related topics (namely Anti-Money Laundering and Combating the Financing of Terrorism (AML/CFT), Data Privacy, and Incident Escalation). The Group implements clear and transparent policies, risk management systems, and ESG disclosures to continuously monitor and validate business processes. Within the Company's robust EHS Management System, applicable legal requirements are regularly monitored and evaluated for compliance. Incentives and penalties are also implemented to strengthen contractors' site management. Its corporate and sustainability policies and guidelines are published on its corporate websites, sustainability microsite and staff intranet, CDL360.
12. Water Management Supporting SDGs: TCFD Pillars: **G, S, RM, M&T** TNFD Pillars: **G, S, RM, M&T**	In Singapore, it is increasingly more expensive to produce and supply water. Projected pricing hikes will be introduced in April 2024 and 2025. Due to climate change, more investment is also required in local water infrastructure to prepare Singapore for drier days ahead.	The Company is proud to maintain its inclusion in the 2023 CDP A List for water security. This marks its fifth consecutive year of receiving an 'A' score. The Company's developments are designed with a life cycle approach to water sustainability. It adopts technologies to raise water efficiency such as rainwater harvesting, which are implemented at many of its commercial and residential developments. The Company addresses Singapore's water challenges through water conservation and rainwater harvesting, where feasible. The Company partners with PUB, Singapore's national water agency, annually for Singapore World Water Day, by engaging its corporate staff, tenants and members of the public on the "Make Every Drop Count" water conservation campaign.
13. Human Rights and Labour Conditions Supporting SDGs: TCFD Pillars: **G, S, RM** TNFD Pillars: **G**	Creating a workplace that provides a decent work environment, fair remuneration, security in the workplace, freedom of expression, work-life balance and career growth, is critical to building a sustainable workforce. The Group is committed to respecting and promoting the rights and dignity of its employees, workers and communities.	The Company engages its contractors and suppliers to abide by its principles and policies such as the Supplier Code of Conduct, Human Rights Policy and Universal Design Policy. Since 2001, the CDL 5-Star EHS Assessment – an independent audit tool to assess, measure and improve the main contractors' EHS management and performance – has been in place to ensure a comprehensive, audited and appraised approach. At its subsidiary, CBM Pte Ltd, EHS matters are discussed at Management and risk management committee meetings to ensure timely updates to all business units. The Company and CBM Pte Ltd conduct a biennial employee engagement survey to understand employees' concerns and engagement levels, enabling the Group to perform as an employer of choice.

CDL Group's Top Material ESG Issues	Risks and Opportunities	CDL Group's Responses and Achievements
14. Waste Management and Circularity Supporting SDGs: 6, 12, 14, 15 TNFD Pillars: **G, S, RM, M&T**	With increased regulation, changing consumer behaviour and shifting corporate practices, accelerated momentum into greener water and waste practices are expected in the short-to medium-term.	The Singapore Government has implemented a Zero Waste Masterplan since 2019 with specific targets to improve national recycling, reuse and reduction rates as it transits towards a circular economy. This includes 2030 targets to increase non-domestic recycling rates to 80% and domestic recycling rates to 30%. At the Company's commercial and retail properties, recycling bins and facilities are provided to encourage the recycling of paper, plastic and metal by shoppers and tenants. The Company also sources for circular solutions through innovation partnerships and startup competitions. In 2023, the Company's Incubator For SDGs onboarded Moonbeam, a local startup, into its sustainability ecosystem. Moonbeam reduces waste by upcycling spent grains from breweries to make sustainable granola products. At the Company's corporate office, trainings are conducted to raise awareness amongst employees on circularity and various waste management including construction waste. These initiatives include workshops, learning trips and seminars that aim to instil a 'waste-less' mindset amongst all employees.
15. Sustainable Finance Supporting SDGs: 9 TCFD Pillars: **G, S** TNFD Pillars: **G, S, RM**	The rise of ESG investing and responsible banking has unlocked alternative financing streams and granted the Group access to a wider pool of ESG-centric investors and lenders. Companies that lag in their ESG performance could be penalised through higher cost of debt financing and face divestment from shareholders.	As of 31 December 2023, the Company has completed over $6.3 billion of sustainable financing, including green bonds, green loans and sustainability-linked loans. At the end of 2023, $4.6 billion of the Company's sustainable finance amassed has been deployed to finance its existing investments and/or assets. In December 2023, the Company secured £200 million (approximately $338.2 million[9]) from the OCBC 1.5°C loan, Singapore's first net-zero-aligned loan for corporates to drive transition to a low carbon economy. In October 2022, the Company renewed its $250 million SDG Innovation Loan which was first secured in 2019. In 2021, the Company and its joint venture (JV) partner jointly secured green loans of $847 million to finance the development of two Government Land Sales sites at Piccadilly Grand & Galleria and Copen Grand. South Beach Consortium, a CDL JV, obtained a $1.22 billion green loan for the refinancing of South Beach — a double BCA Green Mark Platinum mixed development. As an investor, the Company is a signatory to the UN Principles for Responsible Investment. It has also developed the CDL Sustainable Investment Principles to steward responsible capital allocation and decision-making for investments.
16. Diversity, Equity and Inclusion (DEI) Supporting SDGs: 4, 5, 10 TCFD Pillars: **G, S**	Embracing diversity, equity and inclusion contributes to a positive work culture and improved productivity, as employees feel valued and respected regardless of their gender, age, race and accessibility needs. Socially responsible businesses should embed diversity and inclusion principles into recruitment practices, opportunities for advancement and remuneration policies.	The Group has established a robust recruitment process grounded in non-discrimination and fairness, ensuring equal opportunity for all candidates regardless of gender, ethnicity, religion, or age. Reflecting its commitment to meritocracy, its compensation and rewards policies are performance-based, promoting a culture of fairness and motivation. It monitors and addresses gender pay gaps, ensuring equitable remuneration across various staff levels. The Group's workforce diversity is further enriched by its inclusive workplace culture, with employees hailing from a variety of ethnic backgrounds. In 2022, its commitment to advancing DEI was strengthened when the Company's CSO became an advocate for the G20 Alliance for Empowerment and Progression of Women's Economic Representation.
17. Economic Contribution to Society Supporting SDGs: 8, 16 TCFD Pillars: **G, S**	The Group's financial performance impacts the vested interests of its employees, shareholders, investors and supply chain. The generation of employment contributes to the economic growth of the markets that the Group operates in and the livelihoods in its supply chain. Direct donations to the community are part of the Group's strategy to give back to the community.	As the Group remains resilient against the prolonged impacts of the pandemic, it continues to uphold high standards of ethical business practices. It maintains strong branding and delivers quality products to return profits and provides optimum returns for investors in its fiduciary duty as stewards of capital. A long-standing partner of Assisi Hospice since 1999, the Company continued to support the hospice's fundraising efforts using virtual platforms in 2023. Together with M&C, they provided donations-in-kind, including shopping, F&B and hotel vouchers towards the event's lucky draw and game prizes. Through the CDL Challenge, an in-house fundraising campaign that rallied donations from stakeholders (namely staff and business partners), and its support of Assisi e-Fun Day activities and its Gala Dinner, over $170,000 was raised.
18. Biodiversity Conservation Supporting SDGs: 15 TCFD Pillars: **G, S, RM** TNFD Pillars: **G, S, RM, M&T**	The Global Biodiversity Framework's Target 15 calls for businesses to assess and disclose biodiversity dependencies, impacts and risks, and reduce negative impacts. As a leading green developer, the Company embraces biophilic design across its assets and incorporates NbS (where applicable) via green roofs and walls or active green spaces. Land bids are done in compliance with regulatory requirements with BIA conducted when activities are taking place in both protected areas and areas of high biodiversity value outside protected areas.	In 2023, the Company updated its Biodiversity Policy, first established in 2020, to include more details on its Biodiversity Management System and the interconnectivity of land ecosystems with marine biodiversity and ecosystems. Aligned with Singapore's "City in Nature" vision encapsulated in the Singapore Green Plan 2030, the Company's development projects incorporate a significant amount of greenery, including conservation of heritage trees if found onsite during development. Since 2010, the Company has made it a standard practice to conduct a BIA at greenfield sites located within or adjacent to natural habitats before construction. In 2016, the Company piloted an EIA study for its Forest Woods residential development project, expanding the usual scope on biodiversity impact to cover the development's potential impact on traffic, public health, heritage and the environment. Based on this learning experience, the Company is exploring possibilities of applying it for future developments.

[9] Based on an exchange rate of £1 = $1.6909

CDL FUTURE VALUE 2030 GOALS, TARGETS AND PROGRESS

The CDL Future Value 2030 Sustainability Blueprint, established in 2017, outlines the Company's ESG goals, including near and long-term net-zero targets in line with the SBTi. The Company's key 2030 and interim annual goals, targets and progress are tracked and reported quarterly and annually. All target years are fiscal year-end. All reporting data is through fiscal year 2023 (31 December 2023), unless otherwise stated.[10] The scope of the Company's operations in the Future Value 2030 table below covers corporate office, managed buildings and construction sites in Singapore, and exclude hotel properties, unless otherwise stated.

>> Legend: Progress Tracking ○○● Meeting interim targets, maintain performance towards meeting 2030 targets. ○●○ Falling short of interim target for one year, review current practices. ●○○ Falling short of interim target for more than two years, review and revise targets (if necessary).

Future Value 2030 Goals	2030 Targets[(1)]	Interim 2023 Annual Targets[(1)]	FY2021-FY2023 Performance
Goal 1: Building Sustainable Cities and Communities SDGs: 7, 9, 11, 12, 13, 17	Achieve Green Mark certification for **100%** of CDL owned and/or managed buildings[(2)]	**≥90%**	**2021:** ○○● **85%** achieved **2022:** ○○● **98%** achieved **2023:** ○○● **100%** achieved
	Maintain **100%** retail and office tenant participation in CDL Green Lease Partnership Programme	Achieve **100%**	**2021:** ○○● **100%** maintained **2022:** ○○● **100%** maintained **2023:** ○○● **100%** maintained
	Maintain high level of commitment to adopt innovations and technology of green buildings	Average of **two** innovation and technology applications per year	**2021:** ○○● Average of two innovation and technology applications per year **2022:** ○○● Average of two innovation and technology applications per year **2023:** ○○● Average of two innovation and technology applications per year 1. Optimiser to improve AHU energy efficiency 2. Smart water valve to optimise water consumption
	Maintain a high level of sustainability engagements and advocacy activities	Average of **≥36** engagements and advocacy initiatives and activities per quarter	**2021:** ○○● Average of **75** engagement and advocacy initiatives and activities per quarter **2022:** ○○● Average of **75** engagement and advocacy initiatives and activities per quarter **2023:** ○○● Average of **71** engagement and advocacy initiatives and activities per quarter
	Obtain GSTC Certification for all M&C Hotels based in Singapore by 2025	**2021 and 2022:** Not applicable (This goal was introduced in FY2022) **2023:** Not applicable as M&C is in its initial phases of the GSTC certification process	**2021:** Not applicable **2022:** Not applicable **2023:** Not applicable
Goal 2: Reducing Environmental Impact SDGs: 7, 12, 13, 15	**2021:** Achieve science-based target of reducing carbon emissions intensity by **59%** from 2007 levels[(3)] **2022**: Achieve science-based target of reducing carbon emissions intensity by **63%** from 2016 levels[(3)] **2023:** Achieve science-based target of reducing carbon emissions intensity by **63%** from 2016 levels[(3)]	**2021: 42%** reduction **2022: 19%** reduction **2023: 27%** reduction	**2021:** ○○● **42%** reduction **2022:** ○○● **24%** reduction **2023:** ○○● **33%** [(4)] reduction[(5)]
	Asset Management (AM) – Office & Industrial[(3),(6)]: **2021:** Reduce energy use intensity by **45%** from 2007 levels **2022:** Reduce energy use intensity by **55.7%** from 2007 levels **2023:** Reduce energy use intensity by **55.7%** from 2016 levels **2021:** Reduce water use intensity by **50%** from 2007 levels **2022:** Reduce water use intensity by **9.5%** from 2016 levels **2023:** Reduce water use intensity by **9.5%** from 2016 levels **2021:** Reduce waste intensity by **16%** from 2016 levels[(7)] **2022:** Reduce waste intensity by **8%** from 2016 levels[(7)] **2023:** Reduce waste intensity by **8%** from 2016 levels[(7)]	**2021:** Energy use intensity: **37%** reduction **2022:** Energy use intensity: **9%** reduction **2023:** Energy use intensity: **21%** reduction **2021:** Water use intensity: **43.5%** reduction **2022:** Water use intensity: **1%** reduction **2023:** Water use intensity: **2%** reduction **2021:** Waste intensity: **14%** reduction **2022:** Waste intensity: Limit increase to less than **20%** **2023:** Waste intensity: Limit increase to less than **17%**	**2021:** ○○● Energy use intensity: **48%** reduction **2022:** ○○● Energy use intensity: **18.1%** reduction **2023:** ○○● Energy use intensity: **24.8%** reduction **2021:** ○○● Water use intensity: **56.9%** reduction **2022**: ○○● Water use intensity: **28.7%** reduction **2023:** ○○● Water use intensity: **20.3%** reduction **2021:** ○○● Waste intensity: **29%** reduction **2022:** ○○● Waste intensity: **9.4%** increase **2023:** ○○● Waste intensity: **22%** reduction

[10] For the purposes of the CDL Future Value 2030 Sustainability Blueprint, footnotes for FY2021-2022 data points are not included. Please refer to CDL's past ISRs for detailed information.

Future Value 2030 Goals	2030 Targets[1]	Interim 2023 Annual Targets[1]	FY2021-FY2023 Performance
	Asset Management (AM)-Retail[3],[6]:		
	2021: Reduce energy use intensity by **18%** from 2010 levels **2022:** Reduce energy use intensity by **55.7%** from 2016 levels **2023:** Reduce energy use intensity by **55.7%** from 2016 levels	**2021:** Energy use intensity: **18%** reduction **2022:** Energy use intensity: **10%** reduction **2023:** Energy use intensity: **27%** reduction	**2021:** Energy use intensity: **31%** reduction **2022:** Energy use intensity: **23.5%** reduction **2023:** Energy use intensity: **19.9%** reduction[8]
	2021: Reduce water use intensity by **9%** from 2010 levels **2022:** Reduce water use intensity by **10.8%** from 2016 levels **2023:** Reduce water use intensity by **10.8%** from 2016 levels	**2021:** Water use intensity: **8%** reduction **2022:** Water use intensity: **9%** reduction **2023:** Water use intensity: **9.5%** reduction	**2021:** Water use intensity: **44%** reduction **2022:** Water use intensity: **48.3%** reduction **2023:** Water use intensity: **48.3%** reduction
	2021: Reduce waste intensity by **12%** from 2016 levels[7] **2022:** Reduce waste intensity by **5%** from 2016 levels[7] **2023:** Reduce waste intensity by **5%** from 2016 levels[7]	**2021:** Waste intensity: **10.7%** reduction **2022:** Waste intensity: Limit increase to less than **10%** **2023:** Waste intensity: Limit increase to less than **8%**	**2021:** Waste intensity: **16.4%** reduction **2022:** Waste intensity: **0.2%** reduction **2023:** Waste intensity: **2%** reduction
	Corporate Office:		
	2021: Reduce energy use intensity by **31%** from 2007 levels **2022:** Reduce energy use intensity by **63%** from 2016 levels **2023**: Reduce energy use intensity by **63%** from 2016 levels	**2021:** Energy use intensity: **29%** reduction **2022:** Energy use intensity: **9%** reduction **2023:** Energy use intensity: **14%** reduction	**2021:** Energy use intensity: **37%** reduction **2022:** Energy use intensity: **13%** reduction **2023:** Energy use intensity: **14%** reduction
	Property Development (PD)[9]:		
	2021: Achieve an energy use intensity of **95 kWh/m²** **2022:** Achieve an energy use intensity of **95 kWh/m²** **2023**: Achieve an energy use intensity of **95 kWh/m²**	**2021:** Energy use intensity: **≤105 kWh/m²** **2022:** Energy use intensity: **≤105 kWh/m²** **2023:** Energy use intensity: **≤105 kWh/m²**	**2021:** Energy use intensity: **107.09 kWh/m²** **2022:** Energy use intensity: **63 kWh/m²** (for Whistler Grand that has obtained Temporary Occupation Permit (TOP) in 2022 only) **2023:** Energy use intensity: **3** out of 4 TOP projects did not meet target[10]
	2021: Achieve a water use intensity of **1.54 m³/m²** **2022:** Achieve a water use intensity of **1.54 m³/m²** **2023:** Achieve a water use intensity of **1.54 m³/m²**	**2021:** Water use intensity: **≤1.75 m³/m²** **2022:** Water use intensity: **≤1.72 m³/m²** **2023:** Water use intensity: **≤1.72 m³/m²**	**2021:** Water use intensity: **0.70 m³/m²** **2022:** Water use intensity: **0.98 m³/m²** (for Whistler Grand only) **2023:** Water use intensity: **2** out of 4 TOP projects did not meet target[11]
	2021: Achieve a waste intensity of **40 kg/m²**[7] **2022:** Achieve a waste intensity of **40 kg/m²**[7] **2023:** Achieve a waste intensity of **40 kg/m²**[7]	**2021:** Waste intensity: **≤50kg/m²** **2022:** Waste intensity: **≤50kg/m²** **2023:** Waste intensity: **≤47.5kg/m²**	**2021:** Waste intensity: **45.79 kg/m²** (Environmental performance reported for The Tapestry, which obtained TOP status in February 2021) **2022:** Waste intensity: **28 kg/m²** (for Whistler Grand only) **2023:** Waste intensity: **1** out of 4 TOP projects did not meet target[12]
	2021: Ensure **100%** of appointed suppliers[13] are certified by recognised EHS standards **2022:** Ensure **100%** of appointed suppliers[13] are certified by recognised EHS standards **2023:** Ensure **100%** of appointed suppliers[13] are certified by recognised EHS standards	**2021:** **≥90%** of suppliers appointed by AM; **100%** of main contractors and **≥90%** of key consultants appointed by PD **2022: 100%** of vendors appointed by AM; **100%** of main contractors and **≥90%** of key consultants appointed by PD **2023: 100%** of vendors appointed by AM; **100%** of main contractors and **≥90%** of key consultants appointed by PD	**2021:** **93%** of AM appointed suppliers; **100%** of main contractors and key consultants appointed by PD **2022:** **100%** of AM appointed vendors; **100%** of main contractors and key consultants appointed by PD **2023:** **100%** of AM appointed vendors; **100%** of main contractors and key consultants appointed by PD

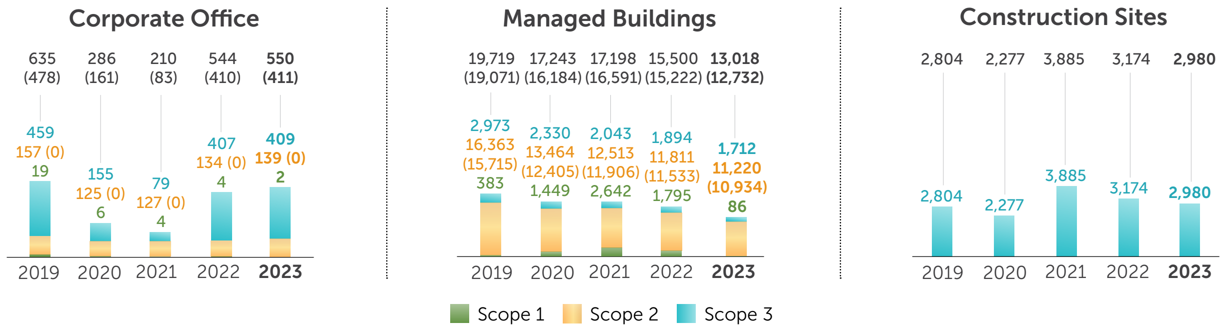
Future Value 2030 Goals	2030 Targets[1]	Interim 2023 Annual Targets[1]	FY2021-FY2023 Performance
	2021: Reduce embodied carbon of building materials by **24%** compared to their conventional equivalents **2022:** Reduce embodied carbon of building materials by **41%** compared to 2016 baseline **2023:** - Reduce embodied carbon of building materials by **41%** compared to 2016 baseline - Reduce absolute Scope 3 GHG emissions from investments[14] by **58.8%** by 2030 from a 2016 base year	**2021: 7%** reduction for new projects awarded from 2018 onwards **2022: 7%** reduction for new projects awarded from 2018 onwards **2023:** **21%** reduction compared with 2016 baseline **29%** reduction	**2021:** Performance is on track to meet target. Data will be reported at end of 2022 when projects obtain TOP **2022:** **22%** reduction compared to conventional equivalents **2023:** **33%**[15] reduction compared to 2016 baseline **61.6%**[16] reduction
Goal 3: Ensuring Fair, Safe and Inclusive Workplace	Maintain **zero** corruption and fraud incidents across CDL's core operations	**Zero**	**2021:** **Zero** corruption and fraud incident **2022:** **Zero** corruption and fraud incident **2023:** **Zero** corruption and fraud incident
	Maintain **zero** fatality across CDL's operations and direct suppliers in Singapore	**Zero**	**2021:** **Zero** fatality **2022:** **1** fatality **2023:** **1** fatality[17]
	Maintain **zero** occupational disease across CDL's operations and direct suppliers in Singapore	**Zero**	**2021:** **Zero** occupational disease **2022:** **Zero** occupational disease **2023:** **Zero** occupational disease
	Maintain a Major Injury Rate (Major IR)[18] of **10.0** across CDL's operations and direct suppliers in Singapore	**2021: ≤16.7** **2022: ≤16.0** **2023: ≤15.3**	**2021:** **35.1 Major IR** **2022:** **28.9 Major IR** **2023:** **Zero Major IR**
	2021: Maintain a Minor Injury Rate (Minor IR)[18] of **250.0** across CDL's operations and direct suppliers in Singapore **2022:** Maintain a Minor Injury Rate (Minor IR)[18] of **460.0** across CDL's operations and direct suppliers in Singapore **2023:** Maintain a Minor Injury Rate (Minor IR)[18],[19] of **460.0** across CDL's operations and direct suppliers in Singapore	**2021: ≤354.7** **2022: ≤633.7** **2023: ≤593.0**	**2021:** **175.5 Minor IR** **2022:** **317.9**[20] **Minor IR** **2023:** **209.9 Minor IR**

Notes:
[1] The 2030 targets and interim 2023 annual targets were reviewed in Q2 2023 and reflected in the table above.
[2] Calculated based on % of total gross floor area (aligned with BCA's calculation of green buildings).
[3] Intensity figures were calculated based on per unit net lettable floor area.
[4] There has been a change in emission factor applied between 2016 and 2023. The reduction value would be 25% when calculated on a comparable basis.
[5] Reduction value includes the RECs purchased and retired for the respective year. For 2023, RECs retired contribute to ~2.6% reduction.
[6] Water use and waste intensities include water use and waste disposed by the CDL Corporate Office.
[7] Waste intensity figures are for non-recyclable waste.
[8] 2023 experienced higher traffic that resulted in a higher cooling load.
[9] For CDL managed construction projects that obtained TOP status for the reporting year. The projects are Piermont Grand, Haus on Handy, Boulevard 88 / The Singapore EDITION and Amber Park. As of 2023, project targets set for energy/water/waste will be applied to projects commencing in that specified year and measured to whether the targets are met at their point of TOP.
[10] For energy use intensity, the targets were not met for Piermont Grand, Haus on Handy and Boulevard 88 / The Singapore EDITION namely due to the prolonged construction process caused by COVID-19. Projects' performances are measured against their specific targets set at the point of commencement of the construction.
[11] For water use intensity, the targets were not met for Haus on Handy and Boulevard 88 / The Singapore EDITION namely due to the prolonged construction process caused by COVID-19. Projects' performances are measured against their specific targets set at the point of commencement of the construction.
[12] For waste intensity, the targets were not met for Boulevard 88 / The Singapore EDITION due to a higher waste generation from interior design materials associated with a mixed development project that includes a hotel. Projects' performances are measured against their specific targets set at the point of commencement of the construction.
[13] These refer to vendors engaged for proprietary equipment service and maintenance, facility management, security and cleaning service appointed by Asset Management, and main contractors and key consultants (architects, civil and structural engineers, mechanical and electrical engineers) appointed by Property Development.
[14] Investment refers to the Group's six key subsidiaries: CBM Pte Ltd, CDL Hospitality Trusts (considered an associate of the Group from 2023 onwards), City Serviced Offices, Le Grove Serviced Residences, Tower Club Singapore, hotels owned and managed by M&C.
[15] The calculation is based on the best available information on emission factors for building materials and industry accepted approaches at the point of reporting. These changes could have also contributed to this reduction.
[16] There have been changes in our investment portfolio as well as emission factors applied between 2016 and 2023. The reduction would be 58.7% when calculated on a comparable basis.
[17] There was one reported fatality case that occurred during demolition phase at Newport Plaza construction site in Q2 2023. Investigation is still ongoing by MOM. Site specific corrective action had been implemented on site and reviewed based on preliminary investigation reports.
[18] Major and Minor IR refer to the number of major and minor workplace injuries per 100,000 persons employed, respectively. For the definition of Major and Minor IR, please refer to Ministry of Manpower's website.
[19] The 2030 goals for minor injury rates were adjusted to take into account the revised definition of minor injuries by Ministry of Manpower.
[20] Minor injury rate for construction sites in 2022 was restated to accurately account for the number of lost-time injury.

ENVIRONMENTAL IMPACT AND PERFORMANCE

To meet its net-zero goals, the Company enforces robust policies and engagement practices to mitigate its environmental impact. Under the company-wide Sustainability Committee, the Environment Sub-Committee identifies significant environmental aspects and manages impact that results from the Company's corporate operations, property development and facilities management activities. The Company continually tracks its material environmental aspects, which include carbon emissions, energy use, water use, waste and resource management. The following charts detail the Company's environmental performance of its operations in Singapore excluding hotel properties, unless otherwise stated. Figures stated in charts may not add up due to the rounding of decimals. For any clarifications regarding performance data, please refer to CDL ISR 2024.

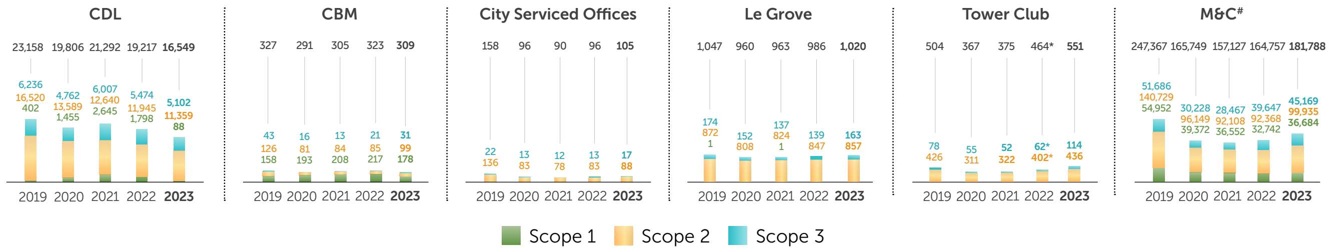
TOTAL CARBON EMISSIONS FROM THE COMPANY'S OPERATIONS IN SINGAPORE: CORPORATE OFFICE, MANAGED BUILDINGS, CONSTRUCTION SITES (Tonnes Co_2e)



Notes:

- The operations namely Corporate Office, Managed Buildings and Construction Sites refer to the Company's Singapore operations. They exclude hotel properties.
- In accordance with Greenhouse Gas (GHG) Protocol, Scope 2 emissions are calculated using both location-based and market-based methods. The figures shown in brackets represent calculations using a market-based method and includes the reduction in emissions from the purchase of renewable energy certificates (RECs).
  - **Corporate Office:** The Company's Corporate Office in Singapore occupied approximately 5,013 m² across four floors in Republic Plaza. The measurement applies to all environmental performance reported in this chapter.
  - **Managed Buildings:** In 2023, the Company managed seven office buildings, two retail buildings and two industrial buildings in Singapore, with an average monthly net lettable area of 131,924 m², 45,456 m² and 24,394 m² respectively. The measurement applies to GHG calculations, with all other environmental performances reported using the net lettable area.
  - **Construction Sites:** In 2023, the Company measured and monitored the environmental impact and performance of ten active construction sites in Singapore with a GFA of 108,151 m² built for that year. The measurement applies to all environmental performance reported in this chapter.

TOTAL CARBON EMISSIONS FROM THE GROUP'S OPERATIONS (Tonnes Co_2e)

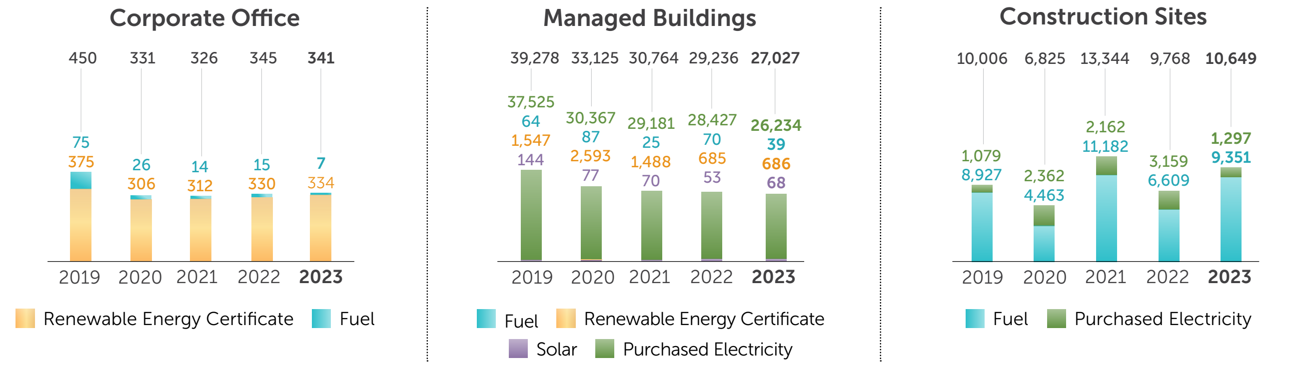


Note:

Data excludes carbon emissions from M&C Hotels which are managed by third party operators and where the Group does not have direct operational control.

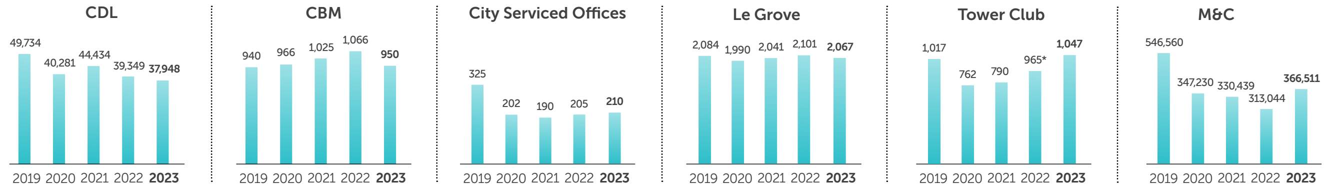
* 2022 figures were restated to incorporate changes to carbon emission values due to restatement of energy and water values.

TOTAL ENERGY USED BY THE COMPANY'S OPERATIONS IN SINGAPORE: CORPORATE OFFICE, MANAGED BUILDINGS, CONSTRUCTION SITES (MWh)



Note:
Electricity consumption attributed to renewable sources from the purchase of RECs has been excluded from purchased electricity to avoid double counting.

TOTAL ENERGY USED BY THE GROUP'S OPERATIONS (MWh)

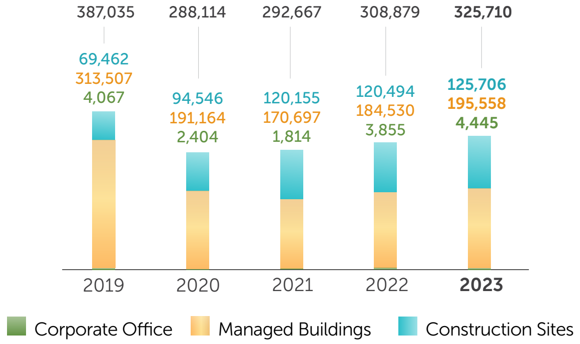


Notes:

- Energy from fuel consumption has been included in the data reported.

* 2022 figures were restated to incorporate water use amount from monthly variable charges from building owner.

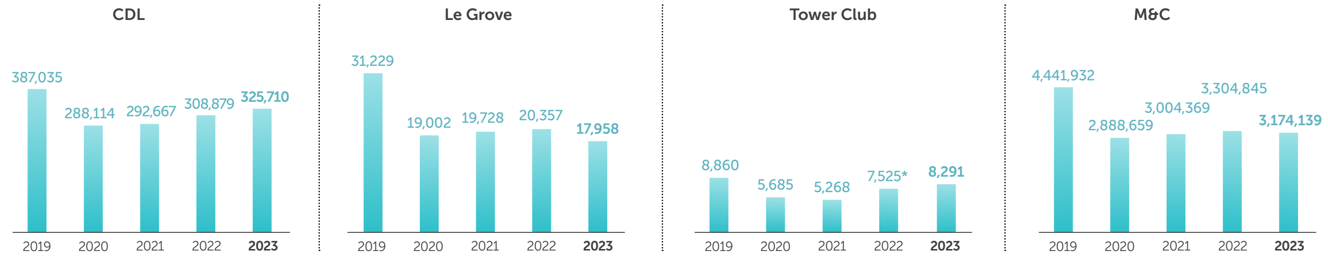
TOTAL WATER USED BY THE COMPANY'S OPERATIONS IN SINGAPORE: CORPORATE OFFICE, MANAGED BUILDINGS, CONSTRUCTION SITES (m^3)



Notes:

- Water used and water use intensity are for potable water only. Industrial grade NEWater usage is not included in the amount of water used.
- Total amount of water withdrawn is the same as total amount of water discharged into third-party water (i.e. PUB sewers) with negligible amounts of water consumed. Hence, the total amount of water used is reported here.

TOTAL WATER USED BY THE GROUP'S OPERATIONS (m^3)



Notes:

CBM Pte Ltd and City Serviced Offices are not represented here as they are tenants within a building and do not have separate meters to track respective water usage within their facilities.

* 2022 figures were restated to incorporate water use amount from monthly variable charges from building owners within their facilities.

SUSTAINABLE COMMUNITIES AND POSITIVE SOCIAL IMPACT

Human Capital

As an affirmation of the Company's proactive human resource policies and practices, it was named by TIME and Statista as one of the "World's Best Companies 2023", and one of the "Best Companies to Work For In Asia" by HR Asia Awards Singapore 2023.

As one of Singapore's earliest corporate signatories to pledge support to the UN Global Compact (UNGC), the Company has been upholding the principles on human rights and labour in its human resource practices. In addition, it has been a signatory of the Employers' Pledge of Fair Employment Practices with the Tripartite Alliance for Fair and Progressive Employment Practices since 2008. The Company is committed to empowering women in its workplace and supporting their pursuit of career and personal development. In 2017, its Group CEO joined over 1,600 leaders globally in pledging the Company's support for the Women's Empowerment Principles, established by UNGC and UN Women.

Occupational Health and Safety

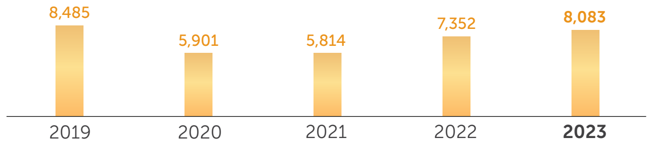
For more than two decades, the Company has driven EHS excellence at its worksites and across its supply chain. Under the Company's pioneering 5-Star EHS Assessment System established in 2001, all its builders must undergo quarterly EHS inspections and audits by an independent auditor who grades them on a scale of one to five stars in areas including energy, water, waste, safety, noise and public health management. The CDL 5-Star EHS Awards launched in 2005 remains a core scheme to recognise exemplary builders and workers for their excellence in enhancing workplace safety, health and well-being. The Company has also introduced various innovative technology and construction methods since the early 2000s to enhance safety and productivity. Details can be found in CDL ISR 2024, pages 108 to 114.

To strengthen and reinforce safety standards, lessons learnt from all types of incidents are shared across projects. Site engagements, regular briefings and quick actions are also undertaken to remind the Company's contractors and workers of the importance of good health and safety practices on-site. In 2023, to underscore the Company's unwavering commitment to WSH, the Company tailored a WSH leadership programme for its ExCo, the Board of Directors, Senior Management and key executives across business units to enhance their WSH knowledge, bolstering their capacity for informed decision-making. The Company also organised company-wide trainings and seminars for all employees, to raise awareness and educate on topics pertaining to environment, health and safety.

Job Creation and Employment

As of 31 December 2023, CDL Group has a total of 8,083 employees for its operations across the Group, including Singapore operations (Tower Club, Le Grove, City Serviced Offices) and key subsidiaries CBM Pte Ltd and M&C Hotels Limited.

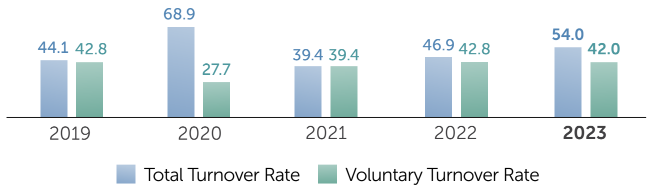
TOTAL NUMBER OF EMPLOYEES ACROSS CDL GROUP



Employee Retention

The Group's employee turnover rate is 54.0%, with a breakdown of voluntary turnover rate of 42.0% and involuntary turnover rate of 16.2%.

EMPLOYEE TURNOVER RATE (%) ACROSS CDL GROUP



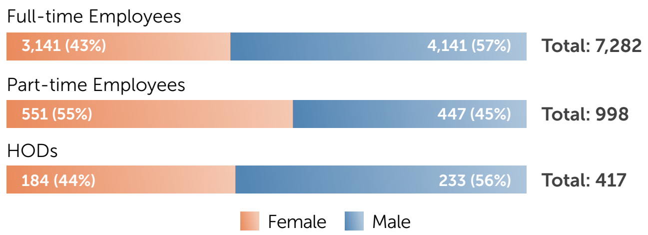
Training and Development

In 2023, CDL Group invested over $840,000 in training and development for its employees across its global workforce. More than 226,163 training hours or an average of more than four training days per staff were achieved. The Company also launched several company-wide training programmes in 2023. These included over 20 workshops covering topics such as sustainability, occupational health and safety, mental wellness, personal effectiveness, innovation and leadership.

Diversity, Equity and Inclusion

The Group is committed to providing equal opportunities throughout employment. Its recruitment process adheres to strict guidelines on non-discrimination and fair treatment, regardless of gender, ethnicity, religion or age. Women make up a significant 45% of the Group's workforce and 44% of Heads of Departments. The Company's Diversity and Inclusion Task Force was formed in 2017 to promote diversity and inclusion within the workplace and the wider community. At the Company's corporate office, women make up 69% of its workforce and 52% of its HODs.

GENDER DIVERSITY ACROSS THE GROUP



Employee Categories across the Group	Mean Salary of Female Employees to Male Employees (%)[11]
Executive	90%
Non-management	98%
Management	112%

Note:
[11] Calculated as the mean salary of female employees over the mean salary of male employees. Executives: executives to Assistant Vice Presidents, and secretaries; Non-management: officer grades and below; Management: Vice Presidents and above.

Community Investments and Active Stakeholder Engagement

The Company's community outreach initiatives are aligned with SDG 11 (Sustainable Cities and Communities) and SDG 17 (Partnerships for the Goals). The Company has been actively initiating and providing support to programmes that deliver lasting and positive impact, focusing on these key areas:

- Thought Leadership on Climate Action and Sustainable Development
- Women Empowerment
- Youth Engagement and Development
- Community Education and Outreach
- Charity Initiatives

Singapore Sustainability Academy – A Hub for Advocacy of Climate Action, Sustainable Development and Capacity Building

Building a sustainable future requires the collaboration of a larger ecosystem. Through engaging, educating and empowering communities, the Company can better build towards a climate-resilient future. Designed and built by the Company with industry partners, the SSA is the first ground-up initiative and zero-energy facility in Singapore dedicated to capacity building and thought leadership for climate action.

Since its opening in 2017 to end-2023, the SSA has reached out to over 100 partners, including government agencies, industries, businesses and NGOs, and hosted more than 970 sustainability-related training programmes and advocacy events, involving more than 33,400 attendees. In 2023, some key initiatives at the SSA included collaborations with like-minded partners such as CDP to launch their inaugural Global Forests Report 2023.

CDL Green Gallery – A Net-Zero Exhibition Space for Climate Action

Launched by the Company and opened alongside the Singapore Botanic Gardens Heritage Museum by Prime Minister Lee Hsien Loong in 2013, the CDL Green Gallery is the first zero-energy gallery in Singapore.

Through the signing of a MOU in September 2023, the Company renewed its 10-year partnership with the NParks Board to continue operations at the CDL Green Gallery for another decade. This renewal is a reinforcement of the Company's continual efforts to educate and raise climate awareness through 3P Partnerships.

The MOU renewal was commemorated with the opening of the Company's third and final instalment of its three-part Climate Action Exhibition series at the CDL Green Gallery in June 2023. Titled "Melting Ice, Sinking Cities: An Urgent Call to Change the Present and Save Humanity," the exhibition showcased the interconnectedness between climate change and the health of the ocean, people, and planet, raising awareness and inspiring action for positive change.

More details can be found in CDL ISR 2024, page 131.

Employee Volunteerism

Since 1999, the Company's dedicated employee-led volunteering body, City Sunshine Club (CSC), has been actively reaching out to the less fortunate and underprivileged, providing an avenue for the Company's employees to serve the community. CSC organises monthly food distribution drives where the Company's employees distribute household necessities to the low-income elderly living in rental flats. During festive seasons, CSC collaborates with the North-West Community Development Council by distributing festive packs to families staying in one-room rental flats and organising festive celebrations for terminally ill patients and beneficiaries at Assisi Hospice and Arc Children's Centre.

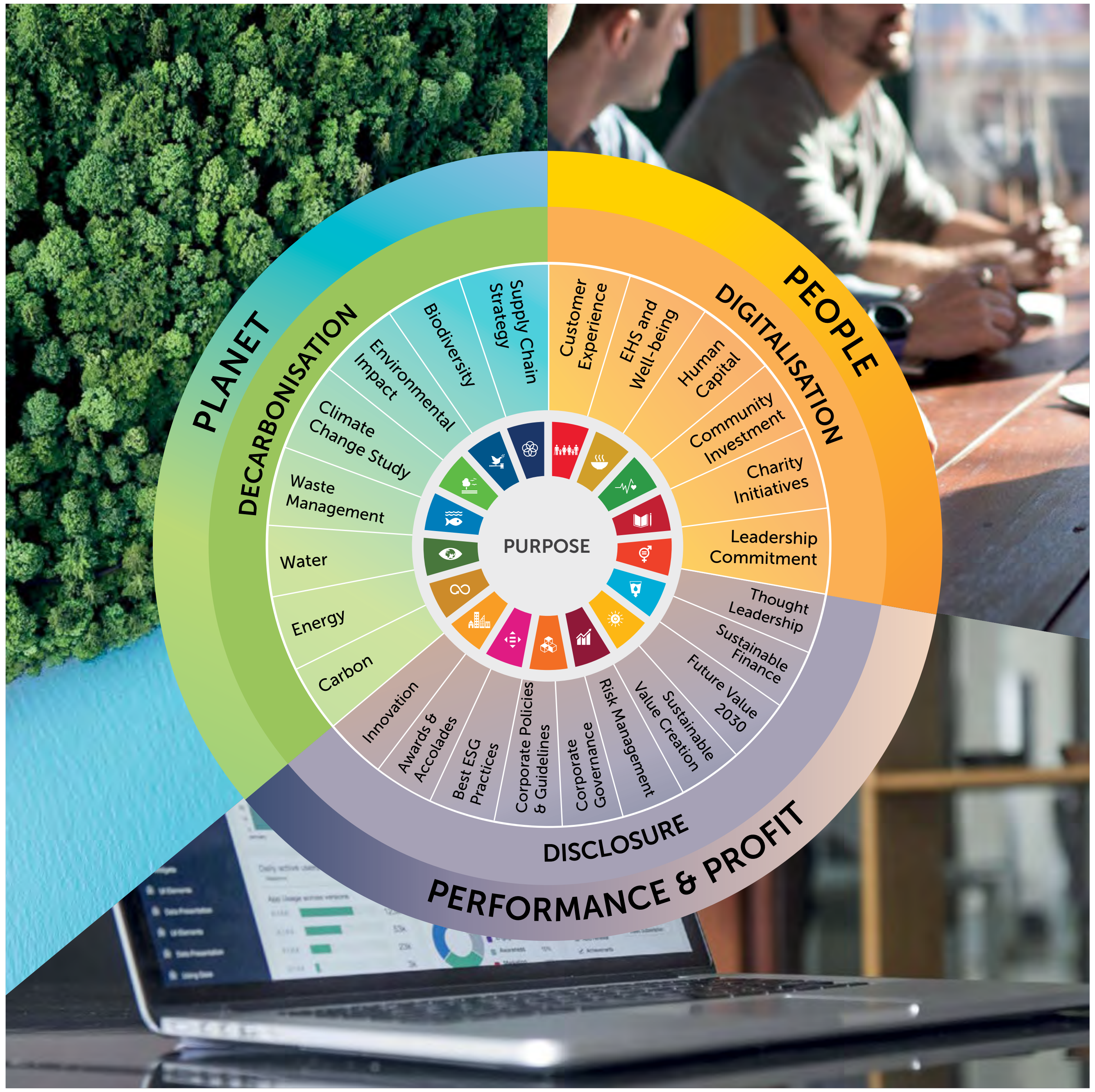
In 2023, the Group's employees managed to achieve an overall participation rate of 74.7% and clocked more than 1,086 volunteer manhours.

LOOKING AHEAD – STEPPING UP TO REVERSE ENVIRONMENTAL DEGRADATION

The Group remains steadfast towards nature-positivity within the built environment. It will continue striving towards creating positive environmental and social impacts while maintaining a strong triple bottom line. The Company's ESG aspirations are aligned with its Future Value 2030 Sustainability Blueprint for a harmonious coexistence between business and nature.

The Group is grateful for the continued support and confidence of its stakeholders as it navigates the ever-changing ESG landscape. People, economies, industries and cultures must work together to accelerate transformative action and zero in on nature to achieve the UN SDGs and climate goals. After all, a healthy planet is essential for thriving communities and economies.

CDL SDG Value-Add Circle
Embracing the SDGs for a healthy triple bottom line and circularity



Please refer to CDL Integrated Sustainability Report 2024 and www.cdlsustainability.com for the complete set of information.

FINANCIAL REVIEW

The Group reported a record revenue of $4.9 billion (FY 2022: $3.3 billion) for FY 2023, primarily driven by the stellar performance of its property development segment. The Group achieved a lower net profit after tax and non-controlling interest (PATMI) of $317.3 million (FY 2022: $1.3 billion), largely due to higher financing costs in FY 2023 and the absence of substantial divestment gains recorded in the prior year arising from the sale of Millennium Hilton Seoul, the deconsolidation of CDL Hospitality Trusts (CDLHT) as well as the completion of the collective sales of Tanglin Shopping Centre and Golden Mile Complex.

The record revenue is underpinned by the property development segment which increased its revenue by two-fold, largely due to its fully sold Executive Condominium (EC) project Piermont Grand which obtained its Temporary Occupation Permit (TOP) in 1H 2023, enabling its revenue and profit to be recognised in entirety upon completion under prevailing accounting policies for ECs. The Group also divested its freehold land site in Shirokane, Tokyo, in Q3 2023 for JPY 50 billion ($495.0 million).

The Group recorded a pre-tax profit of $472.6 million for FY 2023 (FY 2022: $1.9 billion). The significant decrease for the year was due to the absence of substantial divestment gains as described above. The property development segment was the lead contributor following the recognition of the profits from Piermont Grand and the sale of the Shirokane land site, as well as other strong-performing Singapore projects such as Amber Park, Boulevard 88 and Irwell Hill Residences.

Propelled by the rebound in the hospitality sector, the Group's hotel operations segment continued to register performance improvements in FY 2023, with a reversal of $54.0 million in impairment losses of its hotels (FY 2022: $31.8 million).

PROPERTY DEVELOPMENT

Revenue increased by $1,410.3 million to $2,792.6 million (FY 2022: $1,382.3 million) for FY 2023. Correspondingly, pre-tax profit for the segment more than doubled by $178.2 million to $339.5 million (FY 2022: $161.3 million) for the year.

Projects that contributed to both revenue and profit in FY 2023 included the land site at Shirokane, Piermont Grand, Amber Park, Irwell Hill Residences, Haus on Handy, Hong Leong Technology Park Shenzhen, Hongqiao Royal Lake in Shanghai, Teddington Studio in the UK as well as New Zealand land sales. In accordance with the Group's policy of equity accounting for the results of its joint ventures (JV), whilst revenue from JV developments such as Boulevard 88, CanningHill Piers, Piccadilly Grand and Sengkang Grand Residences had not been consolidated into the Group's total revenue, the Group's share of profit arising from JV developments had been included in the pre-tax profit.

The increase in revenue for FY 2023 was attributable to full revenue recognition from Piermont Grand, which obtained TOP in 1H 2023 and the sale of land site at Shirokane.

The increase in pre-tax profit for FY 2023 was in-line with the higher revenue achieved, along with negative goodwill of $38.8 million recognised on acquisition of Summervale Properties Pte Ltd. The increase was partially offset by allowance for foreseeable losses made on a development property in China.

HOTEL OPERATIONS

Revenue for this segment increased by $117.8 million to $1,498.5 million (FY 2022: $1,380.7 million) while pre-tax profit decreased by $1,194.6 million to $188.6 million (FY 2022: $1,383.2 million) for FY 2023.

The increase in revenue was attributable to the continued recovery of the hospitality industry, which was backed by the improved occupancy and room rates achieved by the Group's hotel portfolio. The Group's hotel RevPAR grew 25.3% for FY 2023.

The significant decline in pre-tax profit was due to substantial divestment gains recognised in 1H 2022 including gains recognised from the disposal of Millennium Hilton Seoul and the deconsolidation of CDLHT, partially offset by higher reversal of impairment losses made on the hotel properties, mainly located in the US, of $54.0 million (FY 2022: $31.8 million) and a gain of $80.0 million accounted in 2H 2023 from the disposal of Millennium Harvest House Boulder.

Excluding the divestment gains and impairment losses reversed, on a like-for-like-basis, the Group would have registered pre-tax profits for this segment in FY 2023 of $54.6 million (FY 2022: $32.0 million).

INVESTMENT PROPERTIES

For FY 2023, although revenue for this segment increased by $108.3 million to $449.5 million (FY 2022: $341.2 million), a pre-tax loss of $40.8 million (FY 2022: pre-tax profit of $383.6 million) was recorded.

The increase in revenue was mainly due to the addition of several newly acquired investment properties to the Group's portfolio, including St Katharine Docks in the UK, and various living sector assets in our key overseas target markets.

Despite higher revenue achieved, the Group reported pre-tax losses mainly due to impairment losses made on two investment properties in the UK in 1H 2023 and an investment property in China in 2H 2023, as well as increased interest expenses amidst the high-interest rate environment. The losses were partially mitigated by divestment gains recognised primarily from disposal of a

FINANCIAL REVIEW

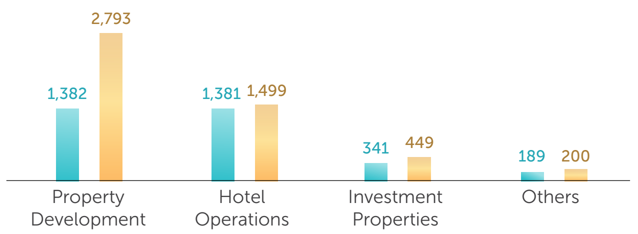
small land plot at Tanglin Shopping Centre in 1H 2023 and strata units in Citilink Warehouse Complex recorded in 2H 2023. Comparatively, substantial pre-tax profits recognised for FY 2022 was due to profit from the collective sale of Tanglin Shopping Centre and Golden Mile Complex accounted in 2H 2022, partially offset by impairment losses made on investment properties of $35.7 million.

OTHERS

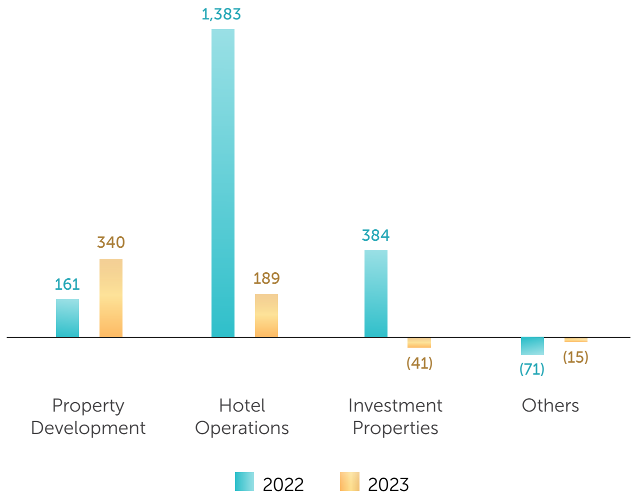
Revenue, comprising mainly income from building maintenance contracts, project management, club operations, laundry services and dividend income, increased by $11.2 million to $200.5 million (FY 2022: $189.3 million) for FY 2023. The increase for FY 2023 was due to higher project management fees earned.

Pre-tax loss for this segment decreased by $56.6 million to $14.7 million (FY 2022: pre-tax loss of $71.3 million) for FY 2023. Included in pre-tax losses for FY 2022 were impairment loss of $62.7 million made on loans granted to Sincere Property Group and $18.0 million made on US denominated bonds issued by Sincere Property which the Group had subscribed to, totalling $80.7 million.

REVENUE BY BUSINESS SEGMENT ($ MILLION)

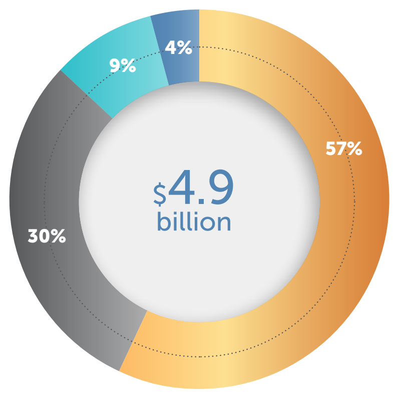


PROFIT BEFORE TAX BY BUSINESS SEGMENT* ($ MILLION)



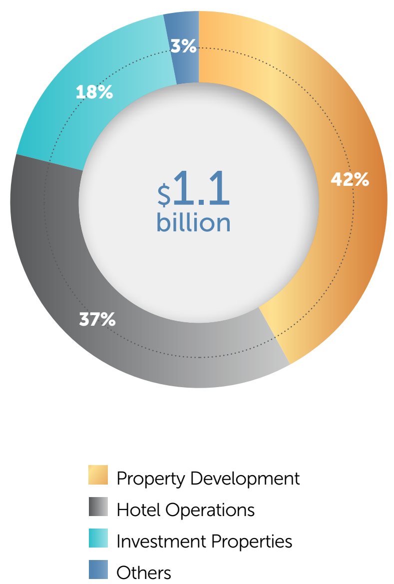
* Includes share of after-tax profit of associates and joint ventures.

REVENUE BY BUSINESS SEGMENT



PROFIT BEFORE TAX BY BUSINESS SEGMENT*

EBITDA BY BUSINESS SEGMENT



OPERATIONS AND MARKET REVIEW

PROPERTY DEVELOPMENT

Singapore

The property market remained stable in 2023 despite facing some headwinds. Private home prices rose by 6.7%, lower than the increase of 8.6% in 2022. Transactions also moderated as developers sold 6,421 units excluding Executive Condominiums (ECs), reflecting a 9.6% decline compared to 7,099 units sold in 2022. The transaction volume decreased mainly due to cautious buying sentiment caused by high interest rates, property cooling measures, geopolitical concerns and the challenging economy.

For FY 2023, the Group and its joint venture (JV) associates sold 730 units including ECs, with a total sales value of $1.5 billion (FY 2022: 1,487 units with a total sales value of $2.9 billion). The sales were mainly attributed to the launch of two projects during the year.

Tembusu Grand, located in the heart of Katong, was launched in April. To date, 381 units (60%) of the 638-unit JV project have been sold.[1] In July, the Group launched The Myst, a 408-unit residential development along Upper Bukit Timah Road. To date, 210 units (51%) have been sold.[1]

Tembusu Grand Sales Gallery I Singapore

In FY 2023, three projects were fully sold – Haus on Handy, Amber Park and the 407-unit Piccadilly Grand.

Five projects obtained their Temporary Occupation Permits (TOPs) in FY 2023:

	Completed Projects	Units	% Sold[1]
Jan	Piermont Grand[2]	820	Fully sold
Apr	Haus on Handy	188	Fully sold
	Boulevard 88[2]	154	91%
Oct	Sengkang Grand Residences[2] *Phase 1*	680	Fully sold
Nov	*Phase 2*		
Dec	Amber Park[2]	592	Fully sold

Notes:
[1] As at 29 February 2024.
[2] JV project.

Haus on Handy I Singapore

Irwell Hill Residences (540 units) is expected to obtain TOP in 2025. The project is almost fully sold, with only two units remaining.

To replenish its landbank, the Group acquired two sites in 2H 2023. In September, it secured a Government Land Sales (GLS) site at Champions Way for $294.9 million or $904 psf ppr. The site is within minutes' walk to Woodlands South MRT station and will comprise 348 residential units and an Early Childhood Development Centre.

In November, the Group clinched another prime GLS site at Lorong 1 Toa Payoh with JV partners Frasers Property and Sekisui House for $968 million. The expansive 169,458 square feet (sq ft) site is a short walk to Braddell MRT station. Subject to approvals, the plan is to develop 777 residential units, making it the first new residential development in Toa Payoh in eight years.

In January 2024, the Group launched the 512-unit EC project Lumina Grand at Bukit Batok West Avenue 5. Located close to the Jurong Innovation and Lake Districts and the upcoming Tengah Town, it offers seamless connectivity with three MRT stations in the vicinity, as well as a bus interchange. Being the first and likely the only EC launch in 2024, it was well received with 269 units (53%) snapped up on the launch weekend. To date, the project is around 70% sold.

In the recent Budget 2024 announcement, the Government made some concessions for developers on the land Additional Buyer's Stamp Duty (ABSD) by progressively reducing the amount of remissible ABSD payable once 90% sales have been achieved. In addition, ABSD payment affecting singles was also relaxed for those downsizing to smaller units.

In 2H 2024, the Group is planning to launch two new residential projects. The first is located at Champions Way in Woodlands with 348 units, while the second is Union Square Residences located on the former Central Square site opposite the river from Clarke Quay with 366 units.

OPERATIONS AND MARKET REVIEW

The Group is monitoring market conditions to determine the appropriate time to launch its ultra-luxury 246-unit Newport Residences. This rare freehold project is situated on Anson Road, at the nexus of the CBD and the future Greater Southern Waterfront District. It has no ABSD deadline. Newport Residences is part of the 45-storey Newport Plaza, a mixed-use development that includes offices, serviced apartments and retail. Construction is in progress and expected to complete in 2027.

International

Australia

In Melbourne, The Marker, a 198-unit completed JV project is fully sold, while the 61-unit Fitzroy Fitzroy JV project is 51% sold and expected to complete in Q2 2026.

In Brisbane, sales for Brickworks Park (175 units) and JV project Treetops at Kenmore (97 units) have been steady. To cater to the high demand for townhouses, the Group has fine-tuned the unit mix for Stage 3 of its Brickworks Park project, which will now comprise 17 townhouses instead of 57 apartment units, leading to a reduction in the total number of units from 215 to 175. This strategic change is expected to reduce the construction duration, mitigate development risks and improve margins for the overall development. To date, 85% of Brickworks Park and 84% of Treetops at Kenmore have been sold. The two projects are expected to complete in Q4 2025 and Q2 2024 respectively.

China

In FY 2023, the Group's wholly-owned subsidiary, CDL China Limited and its JV associates sold 45 residential, office and retail units, with a total sales value of RMB 228.5 million (approximately $42.3 million).

The Group has sold most of its residential inventory in China. To date, in Suzhou, Hong Leong City Center (HLCC), a mixed-use development in Suzhou Industrial Park (SIP), has sold 92% of the 1,813 residential and retail units. In Shanghai, Hongqiao Royal Lake, a luxury 85-villa development in the prime residential enclave of Qingpu District, is 91% sold. In Shenzhen, Hong Leong Technology Park Shenzhen has sold 420 units comprising apartments, office and retail units with a sales value of RMB 1.12 billion (approximately $207.4 million) since the Group acquired this project in March 2021.

Through its indirect wholly-owned subsidiary, Suzhou Longcheng Development Investment Co., Ltd, the Group acquired a 100% equity stake in Suzhou Gaoxin Properties Co., Ltd, which owns a rare waterfront mixed-use development site in Suzhou's High-Speed Railway New Town for RMB 350 million (approximately $67.1 million) in 1H 2023. The expansive site will be developed into a landmark project, comprising about 650 premium residences, a Grade A office, retail spaces and a 214-room luxury hotel. Early works have commenced with an estimated completion of the residential and commercial components in 2028 and 2029, respectively.

UK

In Chelsea, London, the Group has sold eight of the nine apartments to date, while 31 & 33 Chesham Street and Teddington Riverside are also attracting healthy enquiries. The Group's four other development projects in London – the former Stag Brewery site in Mortlake, Ransome's Wharf, 28 Pavilion Road and Development House – are currently in various stages of planning approval.

INVESTMENT PROPERTIES

Singapore

As at 31 December 2023, the Group's office portfolio[3] committed occupancy stood at 97.1%, higher than the island-wide office occupancy of 90.1%[4].

Republic Plaza, the Group's flagship Grade A office building was 97.0% committed and reported a positive rental reversion of 7.3%[5] in 2023. Similarly, the Group's other wholly-owned assets, such as City House and King's Centre were 99.4% and 100% occupied and achieved rental reversion of 5.1%[5] and 13.3%[5] respectively for 2023.

Singapore's office market remained resilient in 2023 despite the geopolitical and macroeconomic headwinds. This was mainly due to the tight supply pipeline, given the delay in new supply completion and tenants seeking good quality spaces within the CBD.

To unlock value from its portfolio and realise GFA uplift through various Government incentive schemes, the Group has progressed on the redevelopment of its former Fuji Xerox Towers (into Newport Plaza) and the former Central Mall and Central Square properties (into Union Square). When completed, these two mixed-use integrated developments will bolster the Group's office portfolio and enhance its recurring income.

In the same period, the Group's retail portfolio[6] registered a committed occupancy of 97.6%, above the island-wide retail occupancy rate of 93.5%[4]. City Square Mall, currently undergoing asset enhancement works, was 98.0% committed as at 31 December 2023, achieving a rental reversion of 7.9%[5] for 2023, while Palais Renaissance achieved a committed occupancy of 98.0% with a rental reversion of 10.6%[5] in 2023. Over the past year, the retail market has improved steadily, driven by a recovering tourism industry.

Notes:
[3] Includes South Beach (in accordance with CDL's proportionate ownership). Excludes assets planned for redevelopment.
[4] Based on Urban Redevelopment Authority (URA)'s real estate statistic for Q4 2023.
[5] Refers to renewed leases.
[6] Includes South Beach and Sengkang Grand Mall (in accordance with CDL's proportionate ownership). Excludes assets planned for redevelopment and City Square Mall units affected by AEI.

Jungceylon Shopping Center I Thailand

Since Q3 2023, the Group started on its two-phase AEI at City Square Mall, which will add about 26,000 sq ft of NLA to the mall via the Community/Sports Facilities Scheme (CSFS). The AEI involves decanting mechanical and electrical facilities and optimising the existing GFA to improve operational efficiency. The first phase is already underway in the basement floors and is scheduled to complete in Q2 2024. The entire AEI is expected to complete by 1H 2025.

Upon completion of the AEI, shoppers will be greeted with a diverse mix of new-to-market retailers. These enhanced retail offerings and refreshed shopper touchpoints will provide a better shopping experience. As at 31 December 2023, the space under the first phase was already 95% leased.

Singapore continues to be an attractive regional financial hub amidst ongoing geopolitical tension. Property consultants expect core CBD Grade A office rents to post modest rental growth for 2024 amid a higher supply of new office space and cautious business sentiment.

Full tourism recovery is expected in 2024, with Singapore's status as a business and transit hub attracting event and concert organisers, leading to a strong pipeline of MICE events and sell-out concerts. However, high inflation and a weak macroeconomic environment could make travellers more prudent with their spending and travel plans. With higher demand and limited retail supply, retail rents are poised to have modest growth in 2024.

International

China

In Shanghai, Hong Leong Plaza Hongqiao and Hong Leong Hongqiao Center are 92% and 65% leased respectively. HLCC's Grade A office tower is 94% occupied, above market occupancy at the SIP district of 83% as of FY 2023, while HLCC mall is 85% occupied.

With increased support from the Chinese government towards the real estate sector, the Group is exploring opportunities in cities like Shanghai, Suzhou and other key cities in the Yangtze River Delta and Greater Bay Area. These regions are becoming focal points for the Group's strategic initiatives, aligning with the broader growth trajectory of the real estate market in China.

Thailand

The Group's Jungceylon Shopping Center in Patong, Phuket, has completed its comprehensive asset enhancement works in Q4 2023 and has achieved a 90.0% committed occupancy as at 31 December 2023. In tandem with the gradual re-opening of the mall, the mall's shopper traffic has gradually increased over the year. However, shopper traffic for FY 2023 was still 67.0% below 2019 pre-pandemic levels. Shopper traffic at the mall during the Lunar New Year period in 2024 was nearly triple that of the same period in 2023.

UK

In March 2023, the Group acquired the iconic landmark St Katharine Docks in Central London for £395 million (approximately $636 million), increasing the total value of its prime UK commercial assets, which include Aldgate House, 125 Old Broad Street and Development House to over £1 billion, strengthening the Group's recurring income portfolio.

The Group's Central London office portfolio has seen growing demand for well-located Grade A space in an increasingly constricted market. As at 31 December 2023, the Group's UK office portfolio reported a committed occupancy of 91.3%, with over 84,000 sq ft of renewals/lettings or under offers. The growth is supported by enhanced sustainability credentials and AEIs that the Group has done for its portfolio.

OPERATIONS AND MARKET REVIEW

In Central London, demand for well-located Grade A office space is expected to strengthen. With limited new supply beyond 2025, occupier demand is expected to drive healthy rental growth for the rest of 2024.

THE LIVING SECTOR

UK

The Private Rented Sector (PRS) in UK remained buoyant due to several factors, such as structural demand and supply imbalances and demographic and lifestyle shifts. Sub-sectors such as build-to-rent, co-living and student accommodation have demonstrated resilient rental growth and defensive qualities, providing stability and opportunities for investors.

The Junction, the Group's first PRS project in the UK, achieved full practical completion in Q4 2023, providing 665 build-to-rent apartments across five towers and 24,000 sq ft of commercial space within the site's attractive heritage arches beneath a viaduct. Construction of The Octagon, a 370-unit PRS project located in the heart of Birmingham is in progress, and expected to complete by 2025.

The Group maintains a positive outlook on the sector and has continued to expand its global living sector portfolio. In November 2023, the Group acquired 1NQ, a forward-funding PRS development in Manchester, for £75.6 million (approximately $125.7 million). The 261-unit freehold project is in the Northern Quarter and is expected to complete by 2026. The Group also completed the acquisition of the 56,500 sqm Morden Wharf development in the Royal Borough of Greenwich with its JV partner for £76.8 million (approximately $129.6 million). The proposed scheme will comprise 12 blocks of up to 36 storeys, with around 1,500 residential units as well as commercial and retail space.

In February 2024, the Group acquired Yardhouse, its first PRS development in Central London for £88.0 million (approximately $148.6 million). The 250-year leasehold site will be developed into a 17-storey apartment with 209 co-living units with a gross floor area of 102,600 sq ft. The Group will forward-fund this PRS project, which is expected to complete in 2026.

1NQ I UK
Artist's Impression

For its 2,368-bed Purpose-Built Student Accommodation (PBSA) portfolio across six properties, the Group took proactive steps to mitigate costs by improving operational efficiency and hedging the portfolio's utility contracts. The portfolio achieved occupancy of 97% for the Academic Year 2023/2024.

Japan

In September 2023, the Group invested in a portfolio of 25 quality residential assets in Tokyo's rental housing market. The Group also invested in four residential assets in Osaka, with two pending sale completions. With these investments, the Group's total PRS portfolio in Japan now comprises 38 assets (including three in the development pipeline), yielding a total of 2,101 units. The operational assets have an average occupancy rate of around 95% and stable income. Japan's PRS market continues to exhibit strong appeal, fuelled by a recovering economy, rising wages and a resurgence in net migration, boosting rental demand in key cities.

Australia

The Group has two PRS developments in the pipeline, comprising a total of 563 units. Construction started in Q3 2023 for its Southbank project in Melbourne, while its Toowong development in Brisbane is targeted to commence construction in 1H 2024.

HOSPITALITY

Due to the ongoing recovery and renewed confidence in global travel spurred by the easing of travel restrictions and the reopening of borders, the Group's hotels achieved stellar performance in FY 2023. Global RevPAR for the Group's hotels grew 25.3% to $168.7 for FY 2023 (FY 2022: $134.6), exceeding 2019's pre-pandemic levels by 22.0%, primarily fuelled by strong average room rate (ARR) growth. All regions reflected positive trends and recorded extraordinary RevPAR growth year-on-year (y-o-y), especially Asia and Australasia.

In Singapore, the Group's hotels experienced a 19.9% increase in RevPAR y-o-y, boosted by higher room rates and strong trading volume during the Formula 1 Singapore Grand Prix in September 2023. For the Rest of Asia region, the hotels experienced a surge in occupancy throughout FY 2023, following the lifting of travel restrictions in key markets in Q4 2022. In Australasia, the Group's hotels showed a significant improvement of 57.3% as compared to FY 2022 due to higher occupancy and ARR.

In Europe, the Group's hotels maintained strong momentum in FY 2023, achieving RevPAR of $193.1, which is 10.5% and 45.0% higher than FY 2022 and FY 2019 respectively. The Biltmore Mayfair and Grand Hotel Palace Rome led the region in RevPAR growth with over 20% increase in RevPAR compared to the previous year.

The Group's US hotels performed exceptionally as well, achieving a RevPAR of $203.1, which was 22.0% higher than FY 2022 and 20.7% above FY 2019. New York hotels recorded strong performance with an ARR of $354.9 and a high occupancy of 89.5%, resulting in a 16.5% increase in RevPAR compared to FY 2022.

Aligned with the Group's strategy to actively drive growth and expand its footprint in key gateway cities, the Group made three hotel acquisitions in FY 2023.

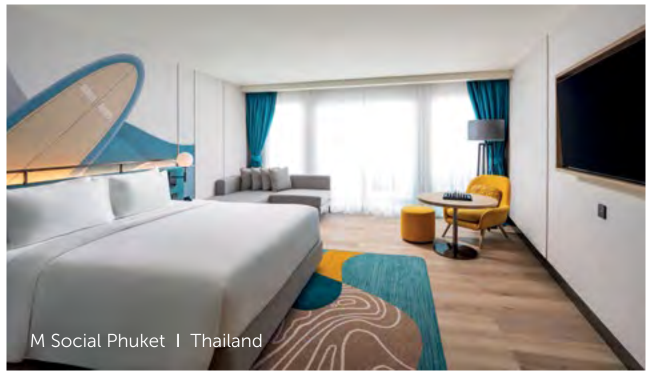
In March 2023, the Group, through its wholly-owned subsidiary Millennium & Copthorne Hotels Limited (M&C) and in a 50:50 JV with its NZ-listed subsidiary Millennium & Copthorne Hotels New Zealand Limited, entered into a Purchase Sale Agreement and Business Asset Sale Agreement to acquire the 416-key 5-star Sofitel Brisbane Central hotel for A$177.7 million (approximately $159.2 million). The acquisition was completed in December 2023.

Additionally, the Group acquired the 408-room Nine Tree Premier Hotel Myeongdong II, Seoul in July 2023. The hotel demonstrated strong performance with occupancy of 89.3% from August to December 2023 and its RevPAR was 29% higher than the same period in FY 2022. Over at Japan, driven by the robust recovery of its tourism industry, the newly acquired 256-room Bespoke Hotel Osaka Shinsaibashi achieved an occupancy of 91.0% and a remarkable GOP margin of 58.5% since its acquisition in August 2023.

With an emphasis on revenue generation and maximising asset yield, the Group continues to expand its footprint and improve its hospitality offerings through new build properties in key cities and by revitalising its assets through AEIs and repositioning efforts.

In 2023, the Group marked several hotel openings in China, Thailand and Singapore. The 294-room five-star M Social Suzhou opened in April 2023. Marking the Group's first M Social property in China, the hotel is located in HLCC within SIP.

The former Millennium Resort Patong Phuket has completed Phase 1 of its AEI and has been reflagged as M Social Phuket since November 2023. Phase 2 has commenced and the 418-room hotel is expected to fully open in 1H 2024.



M Social Phuket I Thailand

In November 2023, the 204-room The Singapore EDITION hotel soft opened, marking the first EDITION property in Singapore and Southeast Asia. Located along Orchard Boulevard, the 6-storey boutique hotel includes a curated collection of restaurants and bars, a signature spa and a rooftop pool.

Millennium Downtown New York is scheduled to commence a major US$43 million ($56.9 million) AEI in 2H 2024. The 569-key hotel will be reflagged as M Social Downtown New York. The Group will also invest about US$115 million (approximately $152.2 million) to build M Social Sunnyvale in California, US. Foundation work commenced in December 2023. This 263-room hotel is expected to fully open in 2H 2026.

The 222-room Millennium Hotel London Knightsbridge will also undergo a major AEI in 2H 2024 and be reflagged as M Social Knightsbridge, the Group's first M Social in the UK. Both hotels will continue to operate throughout the AEI periods and refurbishments are expected to complete in 1H 2025.

On the back of the recovery in global tourism, the hospitality segment expects to continue trading positively for FY 2024. The recent announcement of a visa-free agreement for Chinese tourists to visit Singapore, Malaysia and Thailand will further boost the hospitality market in these countries.

FUND MANAGEMENT

The Group is actively pursuing its fund management growth strategy through organic and inorganic growth. The Group also owns a sizeable UK commercial portfolio and an enlarged Japan PRS portfolio across Tokyo, Osaka and Yokohama, generating stable recurring income. This expanded portfolio provides the Group with the flexibility to inject these assets into listed or unlisted platforms to drive AUM growth.

STRATEGIC PORTFOLIO RECALIBRATION

Despite the ongoing macroeconomic challenges and uncertainties in the new year, the Group is cautiously optimistic that business conditions will improve, especially if interest rates trend down progressively in the later part of 2024.

Looking ahead, the Group will continue to execute on its GET Strategy, taking a prudent approach with new acquisitions while identifying suitable divestments to recycle capital. The Group will enhance its operational efficiencies, pursue its fund management aspirations and drive value extraction to better navigate the changing landscape of the real estate sector.

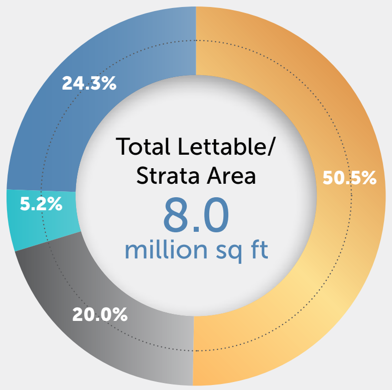
PROPERTY PORTFOLIO ANALYSIS

CDL GROUP'S ATTRIBUTABLE SHARE
AS AT 31 DECEMBER 2023

INVESTMENT PROPERTIES COMMERCIAL & RESIDENTIAL

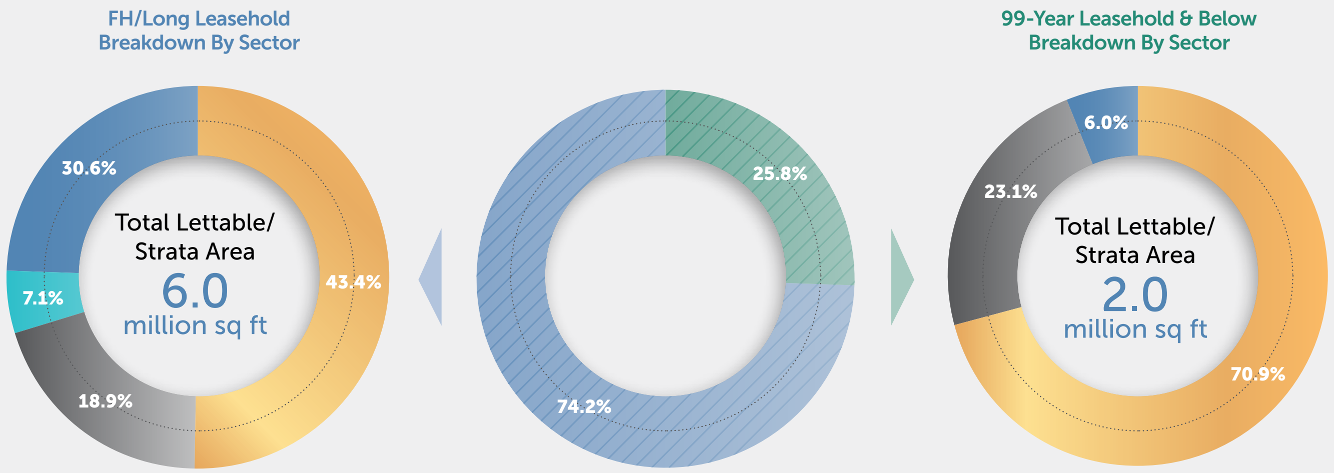
ANALYSIS BY SECTOR (%)

Office Retail Industrial Residential



ANALYSIS BY TENURE (%)

99-Year Leasehold & Below FH/Long Leasehold
Office Retail Industrial Residential



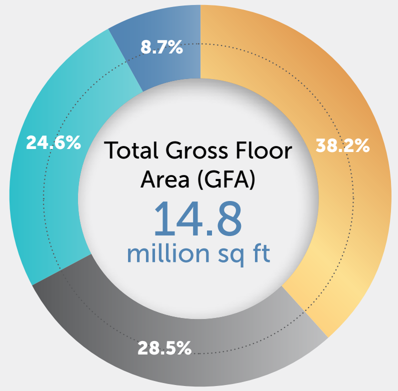
PROPERTY PORTFOLIO ANALYSIS

CDL GROUP'S ATTRIBUTABLE SHARE
AS AT 31 DECEMBER 2023

INVESTMENT PROPERTIES HOTELS^

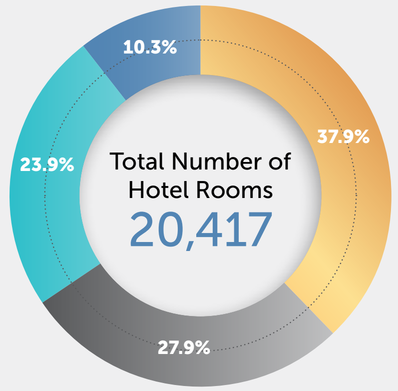
ANALYSIS BY GFA (%)

Asia United States Europe Australasia



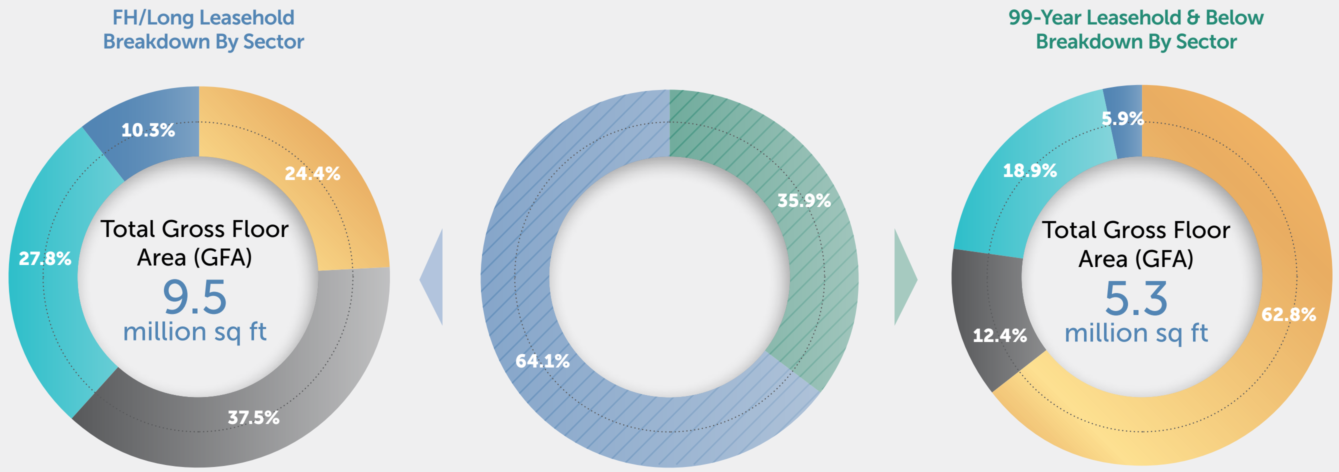
ANALYSIS BY ROOMS (%)

Asia United States Europe Australasia



ANALYSIS BY TENURE (%)

99-Year Leasehold & Below FH/Long Leasehold
Asia United States Europe Australasia



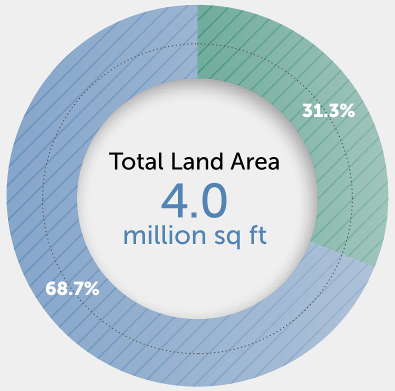
^ Refers to hotels that are owned by CDL Group (excluding CDL Hospitality Trusts assets), as listed in the Major Properties section found on pages 107 to 110 of the Annual Report.

PROPERTY PORTFOLIO ANALYSIS – LANDBANK

CDL GROUP'S ATTRIBUTABLE SHARE
AS AT 31 DECEMBER 2023*

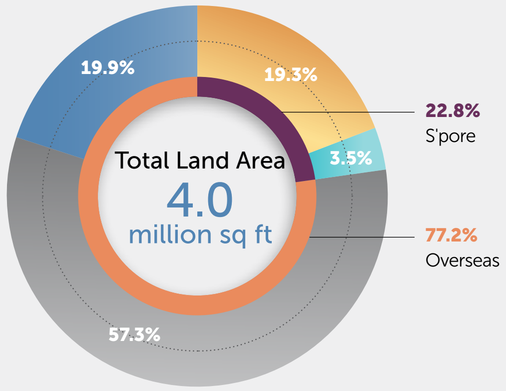
ANALYSIS BY TENURE (%)

99-Year Leasehold & Below FH/Long Leasehold



ANALYSIS BY SECTOR (%)

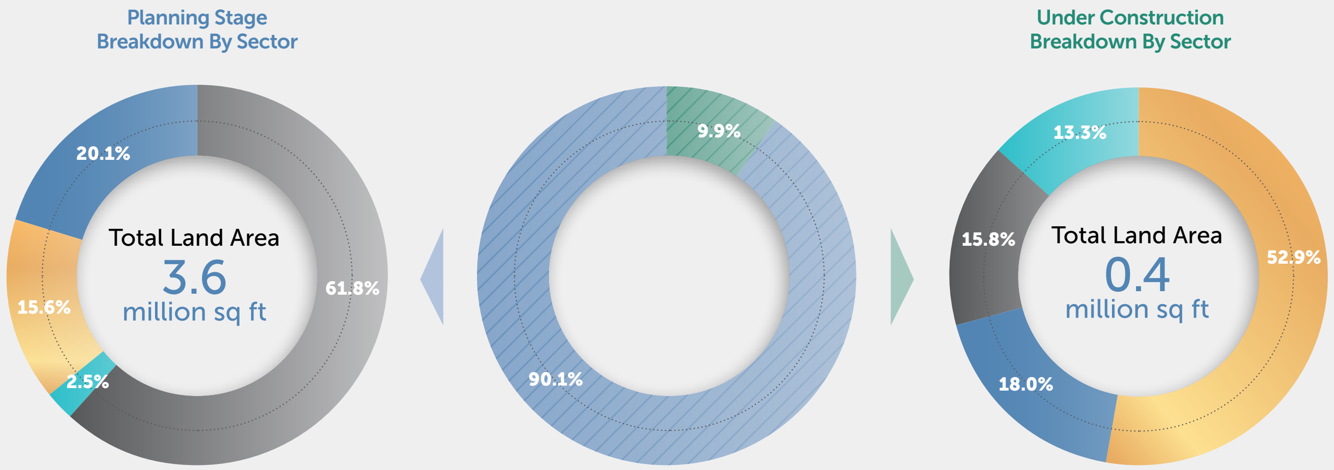
Residential Residential - Overseas Commercial and Hotel Projects
Commercial and Hotel Projects - Overseas



ANALYSIS BY DEVELOPMENT STAGE (%)

Under Construction Planning Stage

Residential Residential - Overseas Commercial and Hotel Projects Commercial and Hotel Projects - Overseas



* Excludes M&C's listed subsidiaries and associates.

MAJOR PROPERTIES

AS AT 31 DECEMBER 2023

Commercial Properties	Tenure	Approximate Site Area (sq ft)	Approximate Lettable/ Strata Area (sq ft)	Effective Group Interest[1] (%)
Singapore - Office & Retail				
Republic Plaza, the flagship of CDL, is a 66-storey state-of-the-art intelligent office tower at Raffles Place, in the heart of Singapore's financial district.	999 years	72,808	764,445	100
South Beach is a mixed-use development located on Beach Road, comprising a 34-storey office tower (South Beach Tower) and a 45-storey hotel-cum-residential tower, along with retail (South Beach Avenue).	99 years wef 10.12.2007	376,295[2]	511,367 (Office) 30,797 (Retail) 560,240[3] (Hotel)	50.1
City House is a 23-storey office building situated at Robinson Road/Cross Street within the Central Business District.	999 years	14,021	156,847	100
Palais Renaissance is a 16-storey retail-cum-office complex with 3 basements located at Orchard Road.	Freehold	29,180	110,760	100
Sengkang Grand Mall is a three-level mall (basement, 1st and 2nd level) comprising retail units, F&B outlets, supermarket, child care centre, commercial schools and 205 car park lots. It is also integrated with a hawker centre, community club and bus interchange.	99 years	401,012	109,168	50
King's Centre is an 8-storey office-cum-retail waterfront development located at Havelock Road, along the Singapore River.	99 years wef 09.02.1984	55,822	90,914	100
City Square Mall is an 11-storey shopping mall located at the junction of Serangoon and Kitchener Roads.	Freehold	119,450	440,456	100
Quayside Isle is a 2-storey F&B and retail waterfront development located next to W Singapore – Sentosa Cove.	99 years wef 31.10.2008	89,683	44,121	100
Katong Shopping Centre is a 7-storey office-cum-shopping complex situated along Mountbatten Road. The Group owns 61 out of 425 strata-titled lots.	Freehold	86,925	187,334	100
Delfi Orchard is an 11-storey commercial-cum-residential complex located at Orchard Road. The Group owns 126 out of 150 strata-titled lots.	Freehold	20,264	73,895	100
The Arcade is a 20-storey office-cum-shopping complex situated at Collyer Quay within the Central Business District. The Group owns 19 out of 127 strata-titled units.	999 years	21,909	48,815	100
Singapore - Industrial				
Cideco Industrial Complex is an 8-storey industrial building located at Genting Lane.	Freehold	58,972	134,983	100
City Industrial Building is an 11-storey flatted factory building at Tannery Lane.	Freehold	33,908	127,594	100
Citilink Warehouse Complex is an 8-storey warehouse located at Pasir Panjang Road. The Group owns 54 out of 180 strata titled units.	Freehold	146,104	90,900	100
Cititech Industrial Building is an 8-storey industrial building located at 629 Aljunied Road. The Group owns 44 out of 144 strata-titled units.	Freehold	118,645	69,374	100
Singapore - Serviced Apartments				
Le Grove is the Group's first serviced residence project located at Orange Grove Road, off Orchard Road.	Freehold	63,412	88,415	100

Notes:
[1] For strata-titled properties, this % refers to the Group's effective interest in the strata-titled units owned by the Group.
[2] Refers to the full development site, which comprises the hotel, office, retail and residential components.
[3] Refers to the Gross Floor Area of the 634-room JW Marriott Hotel Singapore South Beach.

MAJOR PROPERTIES

AS AT 31 DECEMBER 2023

Commercial Properties	Tenure	Approximate Site Area (sq ft)	Approximate Lettable/ Strata Area (sq ft)	Effective Group Interest[1] (%)
Overseas				
Biltmore Court & Tower (US) is located at 500/520 South Grand Avenue, Los Angeles, CA 90071, comprising the Court which has 22,133 sq m of Class 'B' lettable office space within the Biltmore hotel structure and the Tower which has 12,116 sq m of Class 'A' office space.	Freehold	53,293	377,847	100
125 Old Broad Street (UK) is a Grade A office tower located in the heart of London and within the main financial district, comprising of 30,547 sq m spread over 26 floors with panoramic views of the city and three basement levels.	Freehold	31,366	328,806	100
Aldgate House (UK) is located in the heart of Aldgate, one of London's most vibrant districts, comprising of 19,496 sq m Grade A office, retail and ancillary spaces over 2 basements, ground, mezzanine and 8 upper floors.	Freehold	34,445	209,860	100
St Katharine Docks (UK) is a 23 acre Estate located next to the City of London fronting the River Thames, adjacent to Tower Bridge and Tower of London. 50,149 sq m of office, retail and ancillary accommodation arranged over four principal buildings including a 185 berth marina.	Freehold	1,001,880	524,752	100
330 Collins Street (Australia) is an 18-storey, A-grade commercial tower strategically located in the heart of Melbourne's CBD, at the intersection of Collins Street and Elizabeth Street.	Freehold	22,314	193,907	66.7
Hong Leong Plaza Hongqiao (China) is located in Shanghai Hongqiao CBD. The property comprises 5 office towers, sunken plaza and 2 levels of basement carpark.	Office: Leasehold to year 2061	173,202	345,229 (Office)	100
Hong Leong Hongqiao Center (China) is located in Shanghai Hongqiao CBD. The property comprises office space, retail units, a 132-room serviced apartments and a basement carpark.	Office: Leasehold to year 2065 Retail: Leasehold to year 2055	190,313	244,793 (Office) 16,274 (Retail) 123,628 (Serviced Apartments)	100
HLCC mall (China) is a 6-storey retail mall within a mixed development project located at Jinji Lake within Suzhou Industrial Park.	Leasehold to year 2052	68,850	324,938	100
Yaojiang International (China) is an 8-storey office building located in Shanghai's prime North Bund Business District.	Leasehold to year 2052	5,705	42,881	100
Hong Leong Technology Park Shenzhen (China) is located in Longgang District, Shenzhen with office for lease and to be launched in phases.	Leasehold to year 2045	55,881	674,683[2]	65
Jungceylon Shopping Center (Thailand) is a 4-storey retail mall located in the commercial area of Patong, Phuket Island.	Freehold	860,641	808,659	49

Notes:
[1] For strata-titled properties, this % refers to the Group's effective interest in the strata-titled units owned by the Group.
[2] Approximately 298,000 sq ft of Office GFA is currently under construction and expected to be completed by 2024.

Commercial Properties	Tenure	Approximate Site Area (sq ft)	Approximate Lettable/ Strata Area (sq ft)	Effective Group Interest (%)
Overseas - Residential Properties				
Horie Lux (Japan) is a 14-storey development with 29 apartments and 5 retail units located in Central Osaka.	Freehold	4,810	27,721	100
Pregio Joto Chuo (Japan) is located in Joto Ward, Osaka city. The 9-storey residential development comprises 48 apartments.	Freehold	5,762	16,926	100
B-Proud Tenmabashi (Japan) is a 14-storey residential building with 26 apartments located in Central Osaka.	Freehold	2,293	14,622	100
Pregio Miyakojima Hondori (Japan) is located in Miyakojima Ward, Osaka City. The 15-storey residential building comprises 56 apartments.	Freehold	6,426	18,940	100
City Lux Yokohama (Japan) is a 10-storey residential building with 78 apartments located in Minami Ward, Yokohama City.	Freehold	8,364	32,209	100
City Lux Tobe (Japan) is a 10-storey development with 117 apartments and 1 retail unit located in Nishi Ward, Yokohama City.	Freehold	6,694	31,251	100
LOC's Yokohama Bayside (Japan) is a 6-storey residential building comprising 89 apartments located in Kanazawa Ward, Yokohama City.	Freehold	17,759	31,562	100
Gioia Namba (Japan) is a 10-storey development with 63 apartments and 1 retail unit located in Naniwa Ward, Osaka City.	Freehold	6,336	24,595	100
City Lux Namba South (Japan) is a 15-storey residential building with 153 apartments located in Naniwa Ward, Osaka.	Freehold	7,679	38,632	100
City Lux Namba (Japan) is a 12-storey residential building with 48 apartments located in Naniwa Ward, Osaka.	Freehold	2,491	12,088	100
PLATINUM COURT HIROO (Japan) is a 5-storey residential building with 39 apartments and 4 retail units located in Minato Ward, Tokyo.	Freehold	9,882	24,547	100
QUALITAS Nihonbashi Hamacho (Japan) is a 12-storey residential building with 55 apartments located in Chuo Ward, Tokyo.	Freehold	4,019	19,142	100
QUALITAS Asakusabashi (Japan) is a 13-storey residential building with 54 apartments located in Taito Ward, Tokyo.	Freehold	3,172	18,308	100
QUALITAS Minami-Oi (Japan) is a 12-storey residential building with 81 apartments located in Shinagawa Ward, Tokyo.	Freehold	4,019	19,150	100
QUALITAS Akihabara (Japan) is a 16-storey residential building with 35 apartments located in Chiyoda Ward, Tokyo.	Freehold	2,124	12,189	100
QUALITAS Shinagawa Minami (Japan) is a 15-storey residential building with 52 apartments located in Shinagawa Ward, Tokyo.	Freehold	2,942	13,609	100
QUALITAS Hamadayama (Japan) is a 9-storey residential building with 38 apartments located in Suginami Ward, Tokyo.	Freehold	4,341	12,985	100
QUALITAS Ojima (Japan) is a 5-storey residential building with 41 apartments located in Koto Ward, Tokyo.	Freehold	7,078	13,280	100
QUALITAS Asakusa (Japan) is a 7-storey residential building with 33 apartments located in Sumida Ward, Tokyo.	Freehold	3,789	10,705	100
QUALITAS Honjo Azumabashi (Japan) is a 8-storey residential building with 28 apartments located in Sumida Ward, Tokyo.	Freehold	1,993	9,889	100
QUALITAS Omori Sanno (Japan) is a 4-storey residential building with 36 apartments located in Shinagawa Ward, Tokyo.	Freehold	5,900	10,727	100

MAJOR PROPERTIES

AS AT 31 DECEMBER 2023

Commercial Properties	Tenure	Approximate Site Area (sq ft)	Approximate Lettable/ Strata Area (sq ft)	Effective Group Interest (%)
Overseas - Residential Properties (Cont'd)				
QUALITAS Kamata (Japan) is a 11-storey residential building with 30 apartments located in Ota Ward, Tokyo.	Freehold	1,886	8,702	100
QUALITAS Sumiyoshi (Japan) is a 9-storey residential building with 30 apartments located in Koto Ward, Tokyo.	Freehold	3,079	8,411	100
QUALITAS Ryogoku (Japan) is a 12-storey residential building with 27 apartments located in Sumida Ward, Tokyo.	Freehold	1,854	9,019	100
QUALITAS Kikukawa (Japan) is a 7-storey residential building with 24 apartments located in Sumida Ward, Tokyo.	Freehold	2,722	7,710	100
QUALITAS Monzennakacho (Japan) is a 7-storey residential building with 25 apartments located in Koto Ward, Tokyo.	Freehold	2,747	6,817	100
QUALITAS Tabata (Japan) is a 7-storey residential building with 26 apartments located in Kita Ward, Tokyo.	Freehold	3,713	7,304	100
QUALITAS Suitengumae (Japan) is a 9-storey residential building with 23 apartments located in Koto Ward, Tokyo.	Freehold	1,647	6,328	100
QUALITAS Koto Saga (Japan) is a 9-storey residential building with 23 apartments located in Koto Ward, Tokyo.	Freehold	1,803	6,290	100
QUALITAS Suginami Honancho (Japan) is a 4-storey residential building with 23 apartments located in Suginami Ward, Tokyo.	Freehold	4,397	6,816	100
QUALITAS Gokokuji (Japan) is a 3-storey residential building with 22 apartments located in Toshima Ward, Tokyo.	Freehold	3,032	5,991	100
QUALITAS Oshiage (Japan) is a 7-storey residential building with 22 apartments located in Sumida Ward, Tokyo.	Freehold	2,045	6,005	100
QUALITAS Oshiage Narihira (Japan) is a 8-storey residential building with 21 apartments located in Sumida Ward, Tokyo.	Freehold	1,995	5,696	100
QUALITAS Higashi-Jujo (Japan) is a 7-storey residential building with 21 apartments located in Kita Ward, Tokyo.	Freehold	2,082	6,209	100
QUALITAS Ayase (Japan) is a 9-storey residential building with 23 apartments located in Adachi Ward, Tokyo.	Freehold	1,654	6,288	100
The Junction (UK) comprises five residential blocks ranging from 11 to 21 storeys with 665 apartment units and over 24,000 sq ft of commercial space in Leeds.	Freehold	180,297	414,892	100
1250 Lakeside (US) is located in Sunnyvale, California. The project comprises two blocks of 5-storey buildings with a total of 250 apartment units.	Freehold	232,610	201,750	100
Overseas - Purpose-Built Student Accommodation				
Infinity (UK) is a 19-storey PBSA development with 505 beds and 1 retail unit located in Coventry.	Freehold	31,646	90,772	100
Cumberland Place (UK) is a 12-storey PBSA development with 206 beds located in Southampton.	Freehold	9,892	39,544	100
Altura (UK) is a 11-storey PBSA development with 435 beds and 1 retail unit located in Birmingham.	Freehold	13,933	67,717	100
Trinity View (UK) consists of four blocks of 3 to 20-storey PBSA with 614 beds located in Coventry.	Freehold	36,942	113,334	100
Riverside (UK) consists of three blocks of 4 to 6-storey PBSA with 491 beds located in Canterbury.	999 year	414,410	69,740	100
Sycamore House (UK) is a 4-storey PBSA development with 117 beds located in Leeds.	Freehold	26,910	30,828	100

Hotels	Tenure	Approximate Site Area (sq ft)	Number of Rooms	Effective Group Interest (%)
Directly Owned By CDL Group				
Asia				
The St. Regis Singapore 29 Tanglin Road, Singapore	999 years	71,881	299	33
The Singapore Edition 38 Cuscaden Road, Singapore	Freehold	130,536	204	40
M Social Singapore 90 Robertson Quay, Singapore	99 years wef 07.06.2011	48,631	293	100
Millennium Hilton Bangkok 123 Charoen Nakhon Rd, Khlong Ton Sai, Khlong San, Bangkok 10600, Thailand	Freehold	108,758	533	57.5
M Social Phuket 199 Soi Rat Uthit 200 Pi 1, Pa Tong, Kathu District, Phuket	Freehold	125,510	418	49
M Social Suzhou No. 788 Zhongyuan Road, HLCC Tower 4, SIP, Jiangsu 215000, China	40 years	39,705	292	100
Europe				
Holiday Inn Moscow - Seligerskaya Korovinskoye Shosse, 10, Moscow, Russia	Leasehold to year 2055	287,550	201	50
Le Méridien Frankfurt Wiesenhüttenplatz 28, 30, 32 and Wiesenhüttenstraße 36-38, Frankfurt am Main, 60329, Germany	Freehold	47,426	300	42.5
Owned By Millennium & Copthorne Hotels Limited				
Asia				
Grand Millennium Beijing Fortune Plaza, 7 Dongsanhuan Middle Road, Chaoyang District, Beijing 100020 China	Leasehold to year 2046 (hotel) Leasehold to year 2056 (underground carpark)	99,760	518	70
JW Marriott Hotel Hong Kong Pacific Place, 88 Queensway, Hong Kong	75 years from 18.04.1985 and may be renewable for a further term of 75 years	115,066	608	26
New World Millennium Hong Kong Hotel 72 Mody Road, Tsimshatsui East, Kowloon, Hong Kong	75 years from 28.11.1984 and may be renewable for a further term of 75 years	30,677	467	50
Millennium Hotel Sirih Jakarta Jalan Fachrudin 3, Jakarta 10250, Indonesia	The title is held under a Hak Guna Bangunan (i.e. Right to Build) and a 40-year lease wef 14.04.1984 and 22.01.1986 for approximate site area of 7,084 sq m and 212 sq m respectively	78,533	401	100
Milllennium Mitsui Garden Hotel Tokyo 5-11-1 Ginza, Chuo-Ku Tokyo 104-0061, Japan	Freehold/ Leasehold - 30 years from 25.03.2009	11,194	329	100
Bespoke Hotel Shinsaibashi 2 Chome-6-25 Minamisenba, Chuo Ward, Osaka, 542-0081, Japan	Freehold	10,099	256	100
Nine Tree Premier Hotel Myeongdong II 28, Mareunnae-ro, Jung-gu, Seoul, Korea	Freehold	28,067	408	100
Grand Millennium Kuala Lumpur 160 Jalan Bukit Bintang, 55100 Kuala Lumpur, Malaysia	Freehold	82,559	468	100
The Heritage Hotel Manila Roxas Boulevard at corner of EDSA Pasay City, Metropolitan Manila, Philippines	Fee Simple	106,433	450	66

MAJOR PROPERTIES

AS AT 31 DECEMBER 2023

Hotels	Tenure	Approximate Site Area (sq ft)	Number of Rooms	Effective Group Interest (%)
Asia (Cont'd)				
Grand Hyatt Taipei 2, Songshou Road Taipei, Taiwan, 11051	50 years from 07.03.1990. The lease agreement is extendable for another 30 years	152,772	850	84
Copthorne Orchid Hotel Penang (ceased operation) Jalan Tanjung Bungah, 11200 Penang, Malaysia	Freehold	111,180	318	100
Europe				
Millennium Hotel Paris Charles de Gaulle Zone Hoteliere, Allée du Verger, 95700 Roissy-en-France, France	Freehold	125,475	239	100
M Social Hotel Paris Opera 12 Boulevard Haussmann, 75009 Paris, France	Freehold	11,765	163	100
Grand Hotel Palace Rome Via Veneto, 70, Rome, 00187, Italy	Freehold	8,622	86	100
Copthorne Tara Hotel London Kensington Scarsdale Place, Kensington, London W8 5SY, England	Freehold	81,106	833	100
Millennium Gloucester Hotel London Kensington Harrington Gardens, London SW7 4LH, England	Freehold	68,329	610	100
The Biltmore, Mayfair - LXR Hotels & Resorts 44 Grosvenor Square, Mayfair, London W1K 2HP, England	Leasehold to year 2096	45,854	307	100
Copthorne Hotel London Gatwick Copthorne Way, Copthorne, West Sussex RH10 3PG, England	Freehold	4,356,086	227	100
Millennium Hotel London Knightsbridge 17 Sloane Street, Knightsbridge, London SW1X 9NU, England	Leasehold to year 2091	8,708	222	100
Copthorne Hotel Slough-Windsor Cippenham Lane, Slough, Berkshire SL1 2YE, England	Freehold	74,056	219	100
The Bailey's Hotel London 140 Gloucester Road, London SW7 4QH, England	Freehold	20,699	212	100
Copthorne Hotel Manchester Clippers Quay, Salford Quays, Manchester M50 3SN, England	Leasehold to year 2135	105,486	166	100
The Chelsea Harbour Hotel Chelsea Harbour, London, SW10 0XG, England	Leasehold to year 2112	27,566	158	100
Copthorne Hotel Newcastle The Close, Quayside, Newcastle upon Tyne NE1 3RT, England	Freehold	99,028	156	96
Copthorne Hotel Merry Hill-Dudley The Waterfront, Level Street, Brierley Hill, Dudley, West Midlands DY5 1UR, England	Freehold	147,831	138	100
Copthorne Hotel Cardiff -Caerdydd Copthorne Way, Culverhouse Cross, Cardiff CF5 6DH, Wales	Freehold	283,144	135	100
Copthorne Hotel Plymouth Armada Way, Plymouth PL1 1AR, England	Leasehold to year 2110	19,946	135	100
Copthorne Hotel Effingham Gatwick West Park Road, Copthorne, West Sussex RH10 3EU, England	Freehold	1,742,439	122	100

Hotels	Tenure	Approximate Site Area (sq ft)	Number of Rooms	Effective Group Interest (%)
Hard Days Night Hotel Liverpool Central Buildings North John Street Liverpool, L2 6RR, England	Leasehold to year 2129	56,780	110	100
Copthorne Hotel Aberdeen 122 Huntly Street, Aberdeen AB10 1SU, Scotland	Freehold	14,015	87	83
Millennium Hotel Glasgow George Square, Glasgow G2 1DS, Scotland	Leasehold to year 2109	63,787	61	100
North America				
The Biltmore Los Angeles 506 South Grand Avenue, Los Angeles, CA 90071, USA	Freehold	121,686	683	100
Millennium Hotel Broadway Times Square 145 West 44th Street, New York, NY 10036, USA	Freehold	18,966	626	100
Millennium Downtown New York 55 Church Street, New York, NY 10007, USA	Freehold	18,083	569	100
M Social Hotel Times Square New York 226W 52nd Street, New York, NY 10019, USA	Fee simple estate, a leasehold interest, and a leased fee interest	21,280	480	100
Maingate Lakeside Resort 7769 W Irlo Bronson Memorial Highway, Kissimmee, FL 34747, USA	Freehold	1,009,611	376	100
Millennium Hilton New York One UN Plaza 1 UN Plaza, 44th Street at 1st Avenue, New York, NY 10017, USA	East tower freehold/ West tower leasehold to year 2079	49,019	439	100
Millennium Knickerbocker Chicago 163 East Walton Place, Chicago, IL 60611, USA	Freehold	21,603	306	100
Millennium Durham 2800 Campus Walk Avenue, Durham, NC 27705, USA	Freehold	460,846	290	100
Millennium Maxwell House Nashville 2025 Rosa L. Parks Boulevard, Nashville, TN 37228, USA	Leasehold to year 2030 (with two 10-year options)	184,493	287	100
The Lakefront Anchorage 4800 Spenard Road, Anchorage, AK 99517, USA	Hotel Lease: Freehold Dock Lease: Leasehold to 2040	152,406	248	100
The Bostonian Boston 26 North Street, At Faneuil Hall Marketplace, Boston, MA 02109, USA	Freehold	29,805	204	100
Comfort Inn Near Vail Beaver Creek 161 West Beaver Creek Boulevard, Avon, CO 81620, USA	Freehold	120,653	146	100
The McCormick Scottsdale 7421 North Scottsdale Road, Scottsdale, AZ 85208, USA	Leasehold to year 2033 (with two 10-year options)	353,260	125	100
Millennium Premier New York Times Square 133 West 44th Street, New York NY 10036, USA	Freehold	3,875	124	100

MAJOR PROPERTIES

AS AT 31 DECEMBER 2023

Hotels	Tenure	Approximate Site Area (sq ft)	Number of Rooms	Effective Group Interest (%)
North America (Cont'd)				
Pine Lake Trout Club 17021 Chillicothe Road, Chagrin Falls, OH 44023, USA	Freehold	3,563,647	6	100
Millennium Hotel St. Louis (Closed) 200 South 4th Street, St. Louis, MO 63102, USA	Freehold	183,342	780	100
Australasia				
Copthorne Hotel & Resort Queenstown Lakefront Corner Adelaide Street & Frankton Road, Queenstown, New Zealand	Freehold	201,382	240	76
Millennium Hotel Rotorua Corner Eruera & Hinemaru Streets, Rotorua, New Zealand	Freehold/Perpetual leasehold land	108,812	227	76
Millennium Hotel Queenstown Corner Frankton Road & Stanley Street, Queenstown, New Zealand	Freehold	80,223	220	76
M Social Auckland 196-200 Quay Street, Auckland, New Zealand	Freehold	25,909	190	76
Copthorne Hotel & Resort Bay of Islands Tau Henare Drive, Paihia, New Zealand	Leasehold land to year 2021 (renewal option to May 2087)	676,340	140	37
Copthorne Hotel Rotorua Fenton Street, Rotorua, New Zealand	Freehold	386,801	58	76
Copthorne Hotel Palmerston North 110 Fitzherbert Avenue, Palmerston North, New Zealand	Freehold	166,991	76	76
Copthorne Hotel Wellington Oriental Bay 100 Oriental Parade, Wellington, New Zealand	Freehold	42,022	118	76
Copthorne Hotel Auckland City 150 Anzac Avenue, Auckland, New Zealand	Perpetual leasehold land	26,856	106	76
Copthorne Hotel Greymouth 32 Mawhera Quay, Greymouth, New Zealand	Freehold/Perpetual leasehold land	30,214	53	76
Kingsgate Hotel Te Anau 20 Lakefront Drive, Te Anau, New Zealand	Freehold	94,927	69	76
Copthorne Hotel & Apartments Queenstown Lakeview 88 Frankton Road, Queenstown, New Zealand	Freehold/Strata title	50,730	85	76
Kingsgate Hotel Dunedin 10 Smith Street, Dunedin, New Zealand	Freehold	23,605	55	76
Millennium Hotel New Plymouth, Waterfront 1 Egmont Street, New Plymouth 4310, New Zealand	Freehold	12,368	42	76
Sofitel Brisbane Central 249 Turbot Street, Brisbane, Queensland 4000, Australia	99 years	79,997	416	88

FOR DEVELOPMENT AND/OR RESALE

Description & Location	Site Area (sq m)	Tenure	Effective Group Interest (%)
Residential			
15, 19 & 21 Swiss Club Road, Singapore	20,014	Freehold	100
Tampines Road/Upper Changi Road North, Singapore	14,013	Freehold	33
Jalan Kolam Ayer, Johor Bahru, Malaysia	24,739	Freehold	100
Jalan Waspada, Johor Bahru, Malaysia	6,368	Freehold	100
The Stag Brewery, Mortlake, London, UK	89,030	Freehold	100
Ransomes Wharf, Battersea, London, UK	6,118	Freehold	100
Commercial			
Development House, Leonard Street, Shoreditch, London, UK	1,100	Freehold	100
Hotel			
Land Site at 28 Pavilion Road, Knightsbridge, London, UK	1,700	Freehold	100
Land Site at Orlando Florida Land, US	21,287	Freehold	100
Land Site at Centennial Colorado Land, US	10,198	Freehold	100
Mixed Development			
Hong Leong Technology Park Shenzhen, China (Phase 4)	9,048	30 years	65
Morden Wharf, London, UK	56,467	Freehold	75

IN THE COURSE OF DEVELOPMENT

Description	Location	Site Area (sq m)	Gross Floor Area (sq m)	Tenure	Effective Group Interest (%)	Approximate Percentage Completion (%)	Expected Completion
Residential							
Penrose	Sims Drive	16,225	52,337	99 years	40	86	2024
Treetops at Kenmore	Moggill Road, Brisbane	32,250	19,605	Freehold	50	40	2024
Brickworks Park	Mina Parade, Brisbane	46,669	36,617	Freehold	100	25	2025
Irwell Hill Residences	Irwell Bank Road	12,787	35,802	99 years	100	70	2025
The Octagon	Paradise Circus, Birmingham	1,557	32,456	250 years	100	50	2025
Copen Grand EC	Tengah Garden Walk	22,021	61,659	99 years	50	50	2026
Fitzroy Fitzroy	Smith Street, Melbourne	1,820	14,122	Freehold	50	*	2026
Normanby	Melbourne	1,222	27,009	Freehold	100	*	2026
1NQ	Tariff Street, Manchester	3,100	21,472	Freehold	100	*	2026
Lumina Grand EC	Bukit Batok West	16,624	49,872	99 years	100	18	2027
Tembusu Grand	Jalan Tembusu	19,567	54,789	99 years	51	28	2027
The Myst	800 / 802 Upper Bukit Timah	16,630	34,923	99 years	100	*	2027
Toowong	Brisbane	1,571	24,564	Freehold	100	*	2027
Champions Way	Champions Way	14,432	30,309	99 years	100	*	2028
Lorong 1 Toa Payoh	Lorong 1 Toa Payoh	15,743	66,121	99 years	50	*	2028
Mixed Development							
Hong Leong Technology Park Shenzhen (remaining Phase 2)	Longgang District, Shenzhen, China	15,194	52,394	30 years	65	97	2024
Piccadilly Grand / Piccadilly Galleria	Northumberland Road	8,733	36,680	99 years	50	44	2025
CanningHill Piers/ CanningHill Square	River Valley Road	12,925	71,688	99 years	50	17	2026
Moxy Hotel			15,541		100		
M Social Sunnyvale	Lakeside Drive, Sunnyvale, CA 84085	14,123	14,953	Freehold	100	*	2026
Newport Plaza / Newport Residences / Newport Tower	Anson Road	5,091	60,860	Freehold	100	*	2027
Union Square	Magazine Road	13,825	68,330	**Union Square Central** - Freehold Commercial **Union Square Residences** - 99 years (Residential with Commercial at 1st storey) **Conservation Shophouses** - 99 years	100	*	2028
Hong Leong Larimar Center	High Speed Railway New Town, Suzhou, China	51,691	258,455	Residential - 70 years Commercial - 40 years	100	*	2029

* Work is less than 10% completed.

FINANCIAL CONTENTS

STATUTORY REPORTS AND ACCOUNTS

DIRECTORS' STATEMENT

The directors are pleased to present their statement to the members of City Developments Limited (the "Company") together with the audited consolidated financial statements of the Company and its subsidiaries (the "Group") for the financial year ended 31 December 2023.

In our opinion:

(a) the financial statements set out on pages 122 to 269 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2023 and of the financial performance, changes in equity and cash flows of the Group for the year ended on that date in accordance with the provisions of the Companies Act 1967 (the "Act"), Singapore Financial Reporting Standards (International) and International Financial Reporting Standards; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

DIRECTORS

The directors in office at the date of this statement are as follows:

Kwek Leng Beng	(Executive Chairman)
Sherman Kwek Eik Tse	(Executive Director)
Lee Jee Cheng Philip	
Philip Yeo Liat Kok	
Ong Lian Jin Colin	
Daniel Marie Ghislain Desbaillets	
Chong Yoon Chou	
Chan Swee Liang Carolina (Carol Fong)	
Tang Ai Ai Mrs Wong Ai Ai	
Tan Kian Seng	(Appointed on 10 March 2023)

DIRECTORS' INTERESTS

Except as disclosed in this statement, no director who held office at the end of the financial year had interests in shares, share options, warrants and/or debentures of the Company, or of related corporations, either at the beginning of the financial year, or date of appointment if later, or at the end of the financial year. The directors of the Company consider Hong Leong Investment Holdings Pte. Ltd. to be the immediate and ultimate holding company of the Company.

According to the register of directors' shareholdings kept by the Company under Section 164 of the Companies Act 1967 (the "Act"), particulars of interests of directors who held office at the end of the financial year (including those of their spouses and children below 18 years of age) in shares and/or share options of the Company and in related corporations are as follows:

DIRECTORS' STATEMENT

DIRECTORS' INTERESTS (CONT'D)

	Holdings in which the director, his spouse and children below 18 years of age have a direct interest	
	At beginning of the year	At end of the year
The Company		
Ordinary Shares		
Kwek Leng Beng	397,226	397,226
Preference Shares		
Kwek Leng Beng	144,445	144,445
Immediate and Ultimate Holding Company		
Hong Leong Investment Holdings Pte. Ltd. Ordinary Shares		
Kwek Leng Beng	2,320	2,320
Sherman Kwek Eik Tse	1,174	1,174
Subsidiary Corporation		
Millennium & Copthorne Hotels New Zealand Limited Ordinary Shares		
Kwek Leng Beng	906,000	906,000
Redeemable Non-voting Preference Shares		
Kwek Leng Beng	453,000	453,000
Related Corporations		
Hong Leong Finance Limited Ordinary Shares		
Kwek Leng Beng	6,667,567	6,667,567

DIRECTORS' STATEMENT

DIRECTORS' INTERESTS (CONT'D)

	Holdings in which the director, his spouse and children below 18 years of age have a direct interest	
	At beginning of the year	At end of the year
Related Corporations (cont'd)		
Hong Leong Finance Limited (cont'd)		
Options to subscribe for ordinary shares under the Hong Leong Finance Share Option Scheme 2001		
Kwek Leng Beng	983,500	1,156,000
Hong Leong Holdings Limited Ordinary Shares		
Kwek Leng Beng	259,000	259,000
Hong Leong Asia Ltd. Ordinary Shares		
Kwek Leng Beng	660,000	660,000
Hong Realty (Private) Limited Ordinary Shares		
Kwek Leng Beng	1,110	1,110
Sun Yuan Holdings Pte Ltd Ordinary Shares		
Kwek Leng Beng	15,000,000	15,000,000

	Other holdings in which the director is deemed to have an interest	
	At beginning of the year	At end of the year
Immediate and Ultimate Holding Company		
Hong Leong Investment Holdings Pte. Ltd. Ordinary Shares		
Kwek Leng Beng	40,744	40,744

The directors' interests in the Company as disclosed above remained unchanged as at 21 January 2024.

Neither at the end of, nor at any time during the financial year, was the Company a party to any arrangements whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

DIRECTORS' STATEMENT

SHARE OPTIONS

By the Company

During the financial year, there were:

(a) no options granted by the Company to any person to take up unissued shares of the Company; and

(b) no shares issued by virtue of any exercise of options to take up unissued shares of the Company.

As at the end of the financial year, there were no unissued shares of the Company under options.

AUDIT & RISK COMMITTEE

The Audit & Risk Committee comprises four non-executive members of the Board, all of whom are independent. The members of the Audit & Risk Committee at the date of this statement are:

Lee Jee Cheng Philip (Chairman)
Chong Yoon Chou
Chan Swee Liang Carolina (Carol Fong)
Tan Kian Seng

The Audit & Risk Committee performs the functions of an audit & risk committee under its terms of reference including those specified in Section 201B of the Act, the Listing Manual of Singapore Exchange Securities Trading Limited ("Listing Manual") and the Code of Corporate Governance 2018, as amended.

In performing its functions, the Audit & Risk Committee met with the Company's external and internal auditors to discuss the scope of their work, the results of their examination and their evaluation of the Group's system of internal controls.

The Audit & Risk Committee also reviewed, *inter alia*, the following:

- assistance provided by the Company's officers to the internal and external auditors;
- half-year and annual consolidated financial statements of the Group prior to their submission to the Board of Directors of the Company for approval; and
- interested person transactions (as defined in Chapter 9 of the Listing Manual).

The Audit & Risk Committee has full access to management and is given the resources required for it to discharge its functions. It has full authority and the discretion to invite any director or executive officer or third party advisor to attend its meetings. The Audit & Risk Committee also recommends the appointment of the external auditors and reviews the nature and level of audit and non-audit fees.

The Audit & Risk Committee further reviewed the independence of the auditors, KPMG LLP, as required under Section 206(1A) of the Act, and determined that the auditors were independent in carrying out their audit of the financial statements. Accordingly, they have recommended to the Board of Directors that the auditors, KPMG LLP, be nominated for re-appointment as auditors at the forthcoming Annual General Meeting of the Company.

In appointing the auditors for the Company, its subsidiaries and significant associates and joint ventures, the Company has complied with Rules 712 and 715 of the Listing Manual.

DIRECTORS' STATEMENT

AUDITORS

The auditors, KPMG LLP, have indicated their willingness to accept re-appointment.

On behalf of the Board of Directors

Kwek Leng Beng
Executive Chairman

Sherman Kwek Eik Tse
Executive Director

22 March 2024

INDEPENDENT AUDITORS' REPORT

MEMBERS OF THE COMPANY
CITY DEVELOPMENTS LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of City Developments Limited (the Company) and its subsidiaries (the Group), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 December 2023, the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including a summary of material accounting policy information as set out on pages 122 to 269.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the Act), Singapore Financial Reporting Standards (International) (SFRS(I)s) and International Financial Reporting Standards (IFRSs) so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2023 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with Singapore Standards on Auditing (SSAs). Our responsibilities under those standards are further described in the '*Auditors' responsibilities for the audit of the financial statements*' section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* (ACRA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Valuation of hotel assets
(Refer to note 4 to the financial statements)

Risk

The Group has significant hotel assets classified as property, plant and equipment which are carried at cost less accumulated depreciation and impairment losses, and are subject to an annual assessment for impairment indicators. In undertaking the impairment assessment, the Group takes into consideration several factors, including the economic outlook, the quantum of available headroom from previous valuations undertaken (where applicable) and the trading performance of the properties. The properties with indicators of impairment are then subjected to a detailed impairment review whereby their recoverable amounts are estimated.

The Group uses a combination of internal and external valuations to estimate the recoverable amount of its properties identified as at risk of being impaired, which is determined to be the higher of the fair value less costs to sell and value-in-use of these properties. The valuations are sensitive to key assumptions applied and a change in the assumptions may have an impact on the recoverable amounts.

INDEPENDENT AUDITORS' REPORT
MEMBERS OF THE COMPANY
CITY DEVELOPMENTS LIMITED

Our response

Our procedures included challenging the Group's assessment of the properties at risk of being impaired. These include comparing the actual asset performance to previous forecasts and to market data, and assessing the quantum of available headroom from previous valuations. For a sample of properties selected for a detailed impairment review, we considered the valuation methods used against those applied by valuers for similar property types. We evaluated the key assumptions applied in the valuations, particularly those assumptions relating to occupancy rates, average room rate growth, discount rates and terminal rates, by comparing them to available industry data, taking into consideration comparability and market factors.

Our findings

The Group has a structured process in identifying hotel assets with impairment indicators. We found that the valuation method used was in line with generally accepted market practices and the key assumptions applied were generally comparable to currently observable market data.

Valuation of development properties
(Refer to note 13 to the financial statements)

Risk

The Group has significant residential development properties held for sale in Singapore, China and the United Kingdom (UK). Development properties held for sale are stated at the lower of cost and net realisable value. The determination of the estimated net realisable value is highly dependent on the Group's expectations of future selling prices of unsold development properties.

In estimating the future selling prices of unsold development properties, the Group has taken into account real estate price trends, local market conditions, its development plans and sale strategies for the properties and selling prices estimated by external valuers when necessary.

Our response

We focused our work on development properties with low margins.

In assessing the reasonableness of the Group's estimated future selling prices for its development projects, we considered recently transacted prices of units under development sold and/or prices of comparable properties located in the vicinity of the development projects, taking into account the prevailing market trends and the Group's development and selling plans for the properties. Where applicable, we made enquiries of the external valuers to understand the approach adopted in estimating the future selling prices of the development properties and performed sensitivity analysis.

Our findings

We found the Group's estimated future selling prices, which are used in determining the net realisable values and the resultant allowance for foreseeable losses on its development projects, to be comparable to currently available market data and have taken into consideration prevailing market conditions.

INDEPENDENT AUDITORS' REPORT

MEMBERS OF THE COMPANY
CITY DEVELOPMENTS LIMITED

Other information

Management is responsible for the other information contained in the annual report. Other information is defined as all information in the annual report other than the financial statements and our auditors' report thereon.

We have obtained all other information prior to the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and directors for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act, SFRS(I)s and IFRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

INDEPENDENT AUDITORS' REPORT
MEMBERS OF THE COMPANY
CITY DEVELOPMENTS LIMITED

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulations precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditors' report is Lo Mun Wai.

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
22 March 2024

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2023

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Non-current assets					
Property, plant and equipment	4	**4,213,205**	4,060,810	**37,199**	45,525
Investment properties	5	**6,291,044**	4,967,014	**55,846**	406,491
Investments in:					
– subsidiaries	7	**–**	–	**1,987,810**	1,949,089
– associates	8	**1,352,520**	1,263,713	**–**	–
– joint ventures	9	**1,122,370**	1,083,024	**37,360**	37,360
Financial assets	10	**655,069**	637,430	**428,737**	431,599
Derivative financial assets	11	**22,528**	40,449	**22,528**	40,449
Other non-current assets	12	**481,331**	348,924	**7,641,397**	6,428,732
		14,138,067	12,401,364	**10,210,877**	9,339,245
Current assets					
Development properties	13	**4,877,992**	5,957,597	**161,687**	166,106
Contract costs	14	**24,295**	66,877	**–**	–
Contract assets	15	**937,055**	465,018	**–**	–
Consumable stocks		**8,939**	8,131	**8**	36
Financial assets	10	**5,766**	7,104	**120**	135
Derivative financial assets	11	**31,790**	71,800	**31,790**	71,800
Trade and other receivables	16	**1,809,687**	1,625,538	**6,703,350**	6,477,615
Cash and cash equivalents	18	**2,400,431**	2,363,197	**533,801**	614,499
		10,095,955	10,565,262	**7,430,756**	7,330,191
Assets held for sale	6	**–**	14,417	**–**	–
		10,095,955	10,579,679	**7,430,756**	7,330,191
Total assets		**24,234,022**	22,981,043	**17,641,633**	16,669,436

The accompanying notes form an integral part of these financial statements.

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2023

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Equity attributable to owners of the Company					
Share capital	19	**1,965,589**	1,991,397	**1,965,589**	1,991,397
Reserves	20	**7,214,900**	7,224,938	**5,037,127**	4,152,180
		9,180,489	9,216,335	**7,002,716**	6,143,577
Non-controlling interests		**358,855**	348,487	**–**	–
Total equity		**9,539,344**	9,564,822	**7,002,716**	6,143,577
Non-current liabilities					
Interest-bearing borrowings	21	**7,713,087**	7,315,400	**6,714,608**	6,091,010
Employee benefits	25	**4,716**	7,304	**2,591**	–
Lease liabilities	26	**648,795**	672,633	**20,429**	26,642
Derivative financial liabilities	11	**6,479**	645	**6,479**	645
Other liabilities	27	**230,304**	136,143	**1,618**	759,708
Provisions	28	**15,882**	16,147	**–**	–
Deferred tax liabilities	29	**368,510**	350,253	**5,930**	19,384
		8,987,773	8,498,525	**6,751,655**	6,897,389
Current liabilities					
Trade and other payables	30	**1,323,613**	1,464,929	**1,350,156**	2,241,789
Derivative financial liabilities	11	**10,486**	1,560	**10,486**	1,560
Contract liabilities	15	**156,203**	613,598	**–**	8,190
Interest-bearing borrowings	21	**3,912,846**	2,354,022	**2,514,831**	1,361,234
Lease liabilities	26	**22,145**	24,806	**6,213**	5,880
Employee benefits	25	**31,295**	28,563	**2,892**	1,960
Provision for taxation		**225,927**	339,768	**2,684**	7,857
Provisions	28	**24,390**	90,450	**–**	–
		5,706,905	4,917,696	**3,887,262**	3,628,470
Total liabilities		**14,694,678**	13,416,221	**10,638,917**	10,525,859
Total equity and liabilities		**24,234,022**	22,981,043	**17,641,633**	16,669,436

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

YEAR ENDED 31 DECEMBER 2023

	Note	Group 2023 $'000	Group 2022 $'000
Revenue	31	**4,941,121**	3,293,413
Cost of sales		**(3,292,550)**	(2,046,466)
Gross profit		**1,648,571**	1,246,947
Other income	32	**158,237**	1,783,032
Administrative expenses		**(581,452)**	(593,680)
Other operating expenses		**(406,828)**	(475,882)
Impairment loss on other receivables and debt investment	41	**–**	(80,688)
Profit from operating activities		**818,528**	1,879,729
Finance income		**97,970**	91,554
Finance costs		**(491,578)**	(284,680)
Net finance costs	32	**(393,608)**	(193,126)
Share of after-tax profit of associates		**3,415**	86,832
Share of after-tax profit of joint ventures		**44,233**	83,332
Profit before tax		**472,568**	1,856,767
Tax expense	33	**(123,762)**	(542,568)
Profit for the year	32	**348,806**	1,314,199
Profit attributable to owners of the Company:			
– Ordinary shareholders		**305,059**	1,272,418
– Preference shareholders		**12,254**	12,904
		317,313	1,285,322
Non-controlling interests		**31,493**	28,877
Profit for the year		**348,806**	1,314,199
Earnings per share			
– Basic	34	**33.6 cents**	140.3 cents
– Diluted	34	**33.3 cents**	135.0 cents

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

YEAR ENDED 31 DECEMBER 2023

	Note	Group 2023 $'000	Group 2022 $'000
Profit for the year		**348,806**	1,314,199
Other comprehensive income			
Items that will not be reclassified to profit or loss:			
Defined benefit plan remeasurements		**5,366**	14,742
Net change in fair value of equity investments at FVOCI		**(4,614)**	76,462
		752	91,204
Items that are or may be reclassified subsequently to profit or loss:			
Effective portion of changes in fair value of cash flow hedges		**(10,362)**	18,272
Exchange differences on hedges of net investment in foreign operations		**16,553**	(10,694)
Exchange differences on monetary items forming part of net investments in foreign operations		**5,933**	(101,310)
Exchange differences reclassified to profit or loss on disposal of foreign operations	39	**–**	85,302
Share of translation differences of equity-accounted investees		**(18,255)**	(55,147)
Share of other comprehensive income of equity-accounted investees		**1**	615
Translation differences arising on consolidation of foreign operations		**(136,763)**	(145,483)
		(142,893)	(208,445)
Total other comprehensive income for the year, net of tax	33	**(142,141)**	(117,241)
Total comprehensive income for the year		**206,665**	1,196,958
Total comprehensive income attributable to:			
Owners of the Company		**184,783**	1,200,991
Non-controlling interests		**21,882**	(4,033)
Total comprehensive income for the year		**206,665**	1,196,958

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

YEAR ENDED 31 DECEMBER 2023

	Note	Share capital $'000	Capital reserve $'000	Fair value reserve $'000	Hedging reserve $'000	Other reserves $'000	Share option reserve $'000	Foreign currency translation reserve $'000	Accumulated profits $'000	Total attributable to owners of the Company $'000	Non-controlling interests $'000	Total equity $'000
Group												
At 1 January 2023		1,991,397	232,681	73,456	17,355	24,651	15,482	(334,364)	7,195,677	9,216,335	348,487	9,564,822
Total comprehensive income for the year												
Profit for the year		–	–	–	–	–	–	–	317,313	317,313	31,493	348,806
Other comprehensive income												
Defined benefit plan remeasurements		–	–	–	–	–	–	–	5,399	5,399	(33)	5,366
Changes in fair value of equity investments at FVOCI		–	–	(4,614)	–	–	–	–	–	(4,614)	–	(4,614)
Effective portion of changes in fair value of cash flow hedges		–	–	–	(10,362)	–	–	–	–	(10,362)	–	(10,362)
Exchange differences on hedges of net investment in foreign operations		–	–	–	–	–	–	16,553	–	16,553	–	16,553
Exchange differences on monetary items forming part of net investments in foreign operations		–	–	–	–	–	–	5,933	–	5,933	–	5,933
Share of translation differences of equity-accounted investees		–	–	–	–	–	–	(18,255)	–	(18,255)	–	(18,255)
Share of other comprehensive income of equity-accounted investees		–	–	–	–	1	–	–	–	1	–	1
Translation differences arising on consolidation of foreign operations		–	–	–	–	–	–	(127,185)	–	(127,185)	(9,578)	(136,763)
Total other comprehensive income		–	–	(4,614)	(10,362)	1	–	(122,954)	5,399	(132,530)	(9,611)	(142,141)
Total comprehensive income for the year		–	–	(4,614)	(10,362)	1	–	(122,954)	322,712	184,783	21,882	206,665
Transactions with owners, recorded directly in equity												
Contributions by and distributions to owners												
Capital distribution by non-controlling interests (net)		–	–	–	–	–	–	–	–	–	1,263	1,263
Dividends paid to owners of the Company	35	–	–	–	–	–	–	–	(193,634)	(193,634)	–	(193,634)
Dividends paid to non-controlling interests		–	–	–	–	–	–	–	–	–	(13,869)	(13,869)
Share-based payment transactions		–	–	–	–	–	68	–	–	68	–	68
Purchase and cancellation of preference shares	19	(25,808)	–	–	–	–	–	–	–	(25,808)	–	(25,808)
Total contributions by and distributions to owners		(25,808)	–	–	–	–	68	–	(193,634)	(219,374)	(12,606)	(231,980)
Changes in ownership interests in subsidiaries												
Changes in interests in subsidiaries without loss of control	39	–	(1,260)	–	–	–	–	–	–	(1,260)	1,092	(168)
Total changes in ownership interests in subsidiaries		–	(1,260)	–	–	–	–	–	–	(1,260)	1,092	(168)
Total transactions with owners		(25,808)	(1,260)	–	–	–	68	–	(193,634)	(220,634)	(11,514)	(232,148)
Transfers		–	5	–	–	(1)	(15,257)	–	15,258	5	–	5
At 31 December 2023		1,965,589	231,426	68,842	6,993	24,651	293	(457,318)	7,340,013	9,180,489	358,855	9,539,344

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

YEAR ENDED 31 DECEMBER 2023

	Note	Share capital $'000	Capital reserve $'000	Fair value reserve $'000	Hedging reserve $'000	Other reserves $'000	Share option reserve $'000	Foreign currency translation reserve $'000	Accumulated profits $'000	Total attributable to owners of the Company $'000	Non-controlling interests $'000	Total equity $'000
Group												
At 1 January 2022		1,991,397	290,920	997	(1,532)	23,952	15,423	(140,224)	6,219,870	8,400,803	918,469	9,319,272
Total comprehensive income for the year												
Profit for the year		–	–	–	–	–	–	–	1,285,322	1,285,322	28,877	1,314,199
Other comprehensive income												
Defined benefit plan remeasurements		–	–	–	–	–	–	–	14,460	14,460	282	14,742
Changes in fair value of equity investments at FVOCI		–	–	76,462	–	–	–	–	–	76,462	–	76,462
Effective portion of changes in fair value of cash flow hedges		–	–	–	18,272	–	–	–	–	18,272	–	18,272
Exchange differences on hedges of net investment in foreign operations		–	–	–	–	–	–	(17,001)	–	(17,001)	6,307	(10,694)
Exchange differences on monetary items forming part of net investments in foreign operations		–	–	–	–	–	–	(98,244)	–	(98,244)	(3,066)	(101,310)
Exchange differences reclassified to profit or loss on disposal of subsidiaries	39	–	–	–	–	–	–	85,302	–	85,302	–	85,302
Share of translation differences of equity-accounted investees		–	–	–	–	–	–	(55,147)	–	(55,147)	–	(55,147)
Share of other comprehensive income of equity-accounted investees		–	–	–	615	–	–	–	–	615	–	615
Translation differences arising on consolidation of foreign operations		–	–	–	–	–	–	(109,050)	–	(109,050)	(36,433)	(145,483)
Total other comprehensive income		–	–	76,462	18,887	–	–	(194,140)	14,460	(84,331)	(32,910)	(117,241)
Total comprehensive income for the year		–	–	76,462	18,887	–	–	(194,140)	1,299,782	1,200,991	(4,033)	1,196,958
Transactions with owners, recorded directly in equity												
Contributions by and distributions to owners												
Capital distribution to non-controlling interests (net)		–	–	–	–	–	–	–	–	–	(8,232)	(8,232)
Dividends paid to owners of the Company	35	–	–	–	–	–	–	–	(203,353)	(203,353)	–	(203,353)
Distribution *in specie*	35	–	–	–	–	–	–	–	(183,124)	(183,124)	–	(183,124)
Dividends paid to non-controlling interests		–	–	–	–	–	–	–	–	–	(20,262)	(20,262)
Share-based payment transactions		–	–	–	–	–	59	–	–	59	–	59
Total contributions by and distributions to owners		–	–	–	–	–	59	–	(386,477)	(386,418)	(28,494)	(414,912)
Changes in ownership interests in subsidiaries												
Disposal of subsidiaries	39	–	(59,198)	–	–	–	–	–	59,198	–	(536,496)	(536,496)
Changes in interests in subsidiaries without loss of control	39	–	959	–	–	–	–	–	–	959	(959)	–
Total changes in ownership interests in subsidiaries		–	(58,239)	–	–	–	–	–	59,198	959	(537,455)	(536,496)
Total transactions with owners		–	(58,239)	–	–	–	59	–	(327,279)	(385,459)	(565,949)	(951,408)
Transfers		–	–	(4,003)	–	699	–	–	3,304	–	–	–
At 31 December 2022		1,991,397	232,681	73,456	17,355	24,651	15,482	(334,364)	7,195,677	9,216,335	348,487	9,564,822

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

YEAR ENDED 31 DECEMBER 2023

	Note	Group 2023 $'000	Group 2022 $'000
Cash flows from operating activities			
Profit for the year		**348,806**	1,314,199
Adjustments for:			
Depreciation and amortisation		**254,030**	276,426
Dividend income		**(6,177)**	(5,304)
Finance income		**(97,970)**	(200,242)
Finance costs		**525,013**	284,680
Gain on disposal/liquidation of subsidiaries and dilution of interest in an associate (net)		**(2,781)**	(500,348)
Impairment loss on other receivables		**–**	62,673
Impairment loss on debt investment	10	**–**	18,015
(Reversal of impairment loss)/Impairment loss on property, plant and equipment and investment properties (net)		**(10,288)**	7,615
Management fee income received/receivable in the form of units in an associate		**(11,063)**	–
Negative goodwill on acquisition of subsidiaries	39	**(38,752)**	(48)
Profit on sale of property, plant and equipment and investment properties (net)		**(109,908)**	(1,257,275)
Property, plant and equipment and investment properties written off		**7,608**	15,987
Share of after-tax profit of associates		**(3,415)**	(86,832)
Share of after-tax profit of joint ventures		**(44,233)**	(83,332)
Tax expense		**123,762**	542,568
		934,632	388,782
Changes in working capital:			
Development properties		**1,230,668**	(90,895)
Contract costs		**42,582**	8,119
Contract assets		**(472,037)**	(62,688)
Consumable stocks and trade and other receivables		**(93,312)**	29,296
Trade and other payables and provisions		**(2,686)**	(9,312)
Contract liabilities		**(464,834)**	(54,290)
Employee benefits		**1,403**	3,034
Cash generated from operations		**1,176,416**	212,046
Tax paid		**(226,063)**	(337,558)
Net cash from/(used in) operating activities		**950,353**	(125,512)

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

YEAR ENDED 31 DECEMBER 2023

	Note	Group 2023 $'000	Group 2022 $'000
Cash flows from investing activities			
Acquisition of subsidiaries (net of cash acquired)	39	**(635,888)**	(330,540)
Dividends received:			
– associates		**33,030**	21,249
– joint ventures		**42,331**	68,964
– financial investments		**6,177**	5,304
Increase in investments in associates		**(132,733)**	(34,445)
Increase in investments in joint ventures		**(22,610)**	(67,971)
Return of capital from a joint venture and an associate		**9,330**	9,587
Increase in amounts owing by equity-accounted investees		**(209,177)**	(31,345)
Interest received		**67,020**	31,266
Payments for capital expenditure on investment properties		**(232,137)**	(272,805)
Payments for purchase of property, plant and equipment		**(279,586)**	(115,927)
Payments for purchase of investment properties		**(618,621)**	(242,248)
Proceeds from sale of property, plant and equipment and investment properties		**139,278**	1,568,904
Net cash outflow from disposal of subsidiaries, net of cash disposed	39	**–**	(16,409)
Purchase of financial assets (net)		**(79,222)**	(21,229)
Proceeds from distributions from and redemption of investments in financial assets		**18,897**	161,967
Settlement of financial derivatives		**33,767**	45,649
Net cash (used in)/from investing activities		**(1,860,144)**	779,971
Cash flows from financing activities			
Acquisition of non-controlling interests		**(168)**	–
Capital distribution to non-controlling interests (net)		**–**	(9,432)
Dividends paid		**(206,240)**	(222,415)
Payment of lease liabilities and finance lease payables		**(24,701)**	(26,032)
Interest paid (including amounts capitalised in property, plant and equipment, investment properties and development properties)		**(459,245)**	(259,930)
Net increase in amounts owing to related parties and non-controlling interests		**(163,787)**	30,266
Net proceeds from/(repayment of) revolving credit facilities		**266,971**	(145,830)
Purchase of own preference shares		**(25,808)**	–
(Increase)/Decrease in restricted cash		**(20,364)**	115,235
Payment of financing transaction costs		**(9,263)**	(10,408)
Proceeds from bank borrowings		**2,023,181**	1,387,441
Repayment of bank borrowings		**(875,405)**	(1,049,008)
Proceeds from issuance of bonds and notes		**668,800**	–
Repayment of bonds and notes		**(448,000)**	(100,000)
Net cash from/(used in) financing activities		**725,971**	(290,113)
Net (decrease)/increase in cash and cash equivalents		**(183,820)**	364,346
Cash and cash equivalents at beginning of the year		**2,248,147**	1,944,133
Effect of exchange rate changes on balances held in foreign currencies		**(20,129)**	(60,332)
Cash and cash equivalents at end of the year	18	**2,044,198**	2,248,147

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

YEAR ENDED 31 DECEMBER 2023

Significant non-cash transactions

There were the following significant non-cash transactions during the year:

2023

- Dividends amounting to $1,263,000 were paid by a subsidiary to its non-controlling interests in the form of additional shares in that subsidiary.

- Management fee income of $11,063,000 was received and receivable by the Group in the form of units in an associate.

2022

- Dividends amounting to $1,200,000 were paid by a subsidiary to its non-controlling interests in the form of additional shares in that subsidiary.

- In May 2022, the Company distributed 144,191,823 stapled securities in CDL Hospitality Trusts ("CDLHT" and such stapled securities, the "CDLHT units") that it held to its ordinary shareholders at 0.159 CDLHT Unit per ordinary share based on $1.27 per CDLHT Unit, amounting to $183,124,000 (Note 35).

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

These notes form an integral part of the financial statements.

The financial statements were authorised for issue by the Board of Directors on 22 March 2024.

1 DOMICILE AND ACTIVITIES

City Developments Limited (the Company) is incorporated in the Republic of Singapore and has its registered office at 9 Raffles Place, #12-01 Republic Plaza, Singapore 048619.

The principal activities of the Company are those of a property developer and owner, and investment holding.

The principal activities of the subsidiaries are those of property developers and owners, hotel owners and operators, a club operator and owner, investment in properties and in shares, property management, project management and provision of consultancy, procurement and laundry services.

The consolidated financial statements for the year ended 31 December 2023 relate to the Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities") and the Group's interests in associates and joint ventures.

The directors consider the immediate and ultimate holding company to be Hong Leong Investment Holdings Pte. Ltd., a company incorporated in the Republic of Singapore.

2 BASIS OF PREPARATION

2.1 Statement of compliance

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards (International) (SFRS(I)s) and International Financial Reporting Standards (IFRSs). SFRS(I)s, issued by the Accounting Standards Council (Accounting Standards Committee under Accounting and Corporate Regulatory Authority with effect from 1 April 2023), comprises standards and interpretations that are equivalents to IFRSs as issued by the International Accounting Standards Board (IASB). All references to SFRS(I)s and IFRSs are subsequently referred to as SFRS(I) in the financial statements.

2.2 Basis of measurement

The financial statements have been prepared on the historical cost basis except as otherwise described in the notes below.

2.3 Functional and presentation currency

The financial statements are presented in Singapore dollars, which is the Company's functional currency. All financial information has been rounded to the nearest thousand, unless otherwise stated.

2.4 Use of estimates and judgement

The preparation of the financial statements in conformity with SFRS(I) requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

2 BASIS OF PREPARATION (CONT'D)

2.4 Use of estimates and judgement (cont'd)

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is described in the following notes:

Note 3.1(i)	Accounting for acquisitions as business combinations or asset acquisitions
Notes 3.1(iv), 43 and 44	Assessment of ability to control or exert significant influence over partly owned investments

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year is described in the following notes:

Notes 4 and 5	Measurement of recoverable amounts of property, plant and equipment, and investment properties
Notes 7 and 41	Measurement of recoverable amounts of investments in subsidiaries and expected credit losses on balances with subsidiaries
Note 13	Measurement of realisable amounts of development properties

Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. This includes a team that regularly reviews significant unobservable inputs and valuation adjustments and reports to the Group Chief Financial Officer who has overall responsibility for all significant fair value measurements. If third party information, such as broker quotes or independent valuers' report, is used to measure fair values, then the team assesses and documents the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of SFRS(I), including the level in the fair value hierarchy in which the valuations should be classified.

Significant valuation issues are reported to the Group's Audit & Risk Committee and Board of Directors.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement (with Level 3 being the lowest).

The Group recognises transfers between levels of the fair value hierarchy as of the end of the reporting period during which the change has occurred.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

2 BASIS OF PREPARATION (CONT'D)

2.4 Use of estimates and judgement (cont'd)

Further information about assumptions made in measuring fair values is included in the following notes:

Note 5	Investment properties
Note 39	Acquisition of subsidiaries
Note 41	Financial instruments

2.5 Changes in material accounting policies

(i) Accounting for financial guarantee contracts

On 1 January 2023, the Group changed its accounting policy with respect to the accounting of financial guarantee contracts. Prior to 1 January 2023, the Group had regarded financial guarantee contracts as insurance contracts under SFRS(I) 4 *Insurance Contracts*. SFRS(I) 17 *Insurance Contracts* replaces SFRS(I) 4 for annual periods beginning on or after 1 January 2023. On transition to SFRS(I) 17, the Group made an irrevocable election to apply SFRS(I) 9 *Financial Instruments*, on a contract-by-contract basis, to all financial guarantee contracts. Following the change in accounting policy, the Group accounts for the financial guarantees by measuring and recognising them at fair value. Subsequently, these guarantees are measured at the higher of the loss allowance determined in accordance with SFRS(I) 9 and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15.

This change in accounting policy was applied retrospectively. There was no impact on the statement of financial position and the opening accumulated profits as at 1 January 2022 and 31 December 2022 as the carrying amount of the financial guarantee contracts was assessed to be negligible.

(ii) New accounting standards and amendments

The Group has applied the following amendments to SFRS(I) for the first time for the annual period beginning on 1 January 2023:

- Amendments to SFRS(I) 1-12: *Deferred tax related to Assets and Liabilities arising from a Single Transaction*
- Amendments to SFRS(I) 1-12: *International Tax Reform – Pillar Two Model Rules*
- Amendments to SFRS(I) 1-1 and SFRS(I) Practice Statement 2: *Disclosure of Accounting Policies*
- Amendments to SFRS(I) 1-8: *Definition of Accounting Estimates*

Other than as described below, the application of these amendments to accounting standards and interpretations did not have a material effect on the financial statements.

Deferred tax related to assets and liabilities arising from a single transaction

The Group has adopted Amendments to SFRS(I) 1-12: *Deferred Tax related to Assets and Liabilities arising from a Single Transaction* from 1 January 2023. The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting temporary differences – e.g. leases and decommissioning liabilities.

For leases, an entity is required to recognise the associated deferred tax assets and liabilities from the beginning of the earliest comparative period presented, with any cumulative effect recognised as an adjustment to accumulated profits or other components of equity at that date. For all other transactions, an entity applies the amendments to transactions that occur on or after the beginning of the earliest period presented.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

2 BASIS OF PREPARATION (CONT'D)

2.5 Changes in material accounting policies (cont'd)

(ii) New accounting standards and amendments (cont'd)

The Group previously accounted for deferred tax on leases by applying the 'integrally linked' approach, resulting in a similar outcome as under the amendments, except that the deferred tax asset or liability was recognised on a net basis. Following the amendments, the Group has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. However, there was no impact on the statement of financial position because the balances qualify for offset under paragraph 74 of SFRS(I) 1-12. There was also no impact on the opening accumulated profits as at 1 January 2022 as a result of the change. The key impact for the Group relates to the disclosure of the deferred tax assets and liabilities recognised (see note 29).

Global minimum top-up tax

The Group has adopted Amendments to SFRS(I) 1-12: *International Tax Reform – Pillar Two Model Rules* upon their release on 23 May 2023. The amendments provide a temporary mandatory exception from deferred tax accounting for the top-up tax that may arise from the jurisdictional adoption of the Pillar Two model rules published by the Organisation for Economic Co-operation and Development ('OECD'), and require new disclosures about the Pillar Two tax exposure.

The mandatory exception is effective immediately and applies retrospectively. However, because no new legislation to implement the top-up tax was enacted or substantively enacted at 31 December 2022 in any jurisdiction in which the Group operates and no related deferred tax was recognised at that date, the retrospective application has no impact on the Group's consolidated financial statements.

Material accounting policy information

The Group adopted Amendments to SFRS(I) 1-1 and SFRS(I) Practice Statement 2: *Disclosure of Accounting Policies* for the first time in 2023. Although the amendments did not result in any changes to the accounting policies themselves, they impacted the accounting policy information disclosed in the financial statements.

The amendments require the disclosure of 'material', rather than 'significant', accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

Management reviewed the accounting policies and made updates to the information disclosed in Note 3 Material accounting policy information (2022: Significant accounting policies) in certain instances in line with the amendments.

In 2021, the Group early adopted the Amendments to SFRS(I) 1 – 1 *Non-current Liabilities with Covenants* which is effective for annual period beginning on or after 1 January 2024. The amendments as issued in 2020 and 2022 aim to clarify the requirements on determining whether a liability is current or non-current, and require new disclosures for non-current liabilities that are subject to future covenants.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, and have been applied consistently by Group entities, except as explained in note 2.5, which addresses changes in accounting policies.

In addition, the Group adopted the Amendments to SFRS(I) 1-1 and SFRS(I) Practice Statement 2 *Disclosure of Accounting Policies* from 1 January 2023. The amendments require the disclosure of 'material', rather than 'significant', accounting policies. Although the amendments did not result in any changes to the accounting policies themselves, they impacted the accounting policy information disclosed in note 3 in certain instances (see note 2.5 for further information).

3.1 Basis of consolidation

(i) Business combinations

The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs.

The Group has an option to apply a 'concentration test' that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

Acquisitions from 1 January 2017

For acquisitions from 1 January 2017, the consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Any contingent consideration payable is recognised at fair value at the acquisition date. If the contingent consideration that meets the definition of a financial instrument is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, other contingent consideration is remeasured at fair value at each reporting date and subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

When share-based payment awards (replacement awards) are exchanged for awards held by the acquiree's employees (acquiree's awards) and relate to past services, then all or a portion of the amount of the acquirer's replacement awards is included in measuring the consideration transferred in the business combination. This determination is based on the market-based value of the replacement awards compared with the market-based value of the acquiree's awards and the extent to which the replacement awards relate to past and/or future service.

For non-controlling interests (NCI) that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation, the Group elects on a transaction-by-transaction basis whether to measure them at fair value, or at the NCI's proportionate share of the recognised amounts of the acquiree's identifiable net assets, at the acquisition date. All other non-controlling interests are measured at acquisition-date fair value or, when applicable, on the basis specified in another standard.

Costs related to the acquisition, other than those associated with the issue of debt or equity investments, that the Group incurs in connection with a business combination are expensed as incurred.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.1 Basis of consolidation (cont'd)

(i) Business combinations (cont'd)

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners in their capacity as owners and therefore no adjustments are made to goodwill and no gain or loss is recognised in profit or loss. The adjustments to NCI are based on a proportionate amount of the net assets of the subsidiary. Any difference between the adjustment to NCI and the fair value of consideration paid is recognised directly in equity and presented as part of equity attributable to owners of the Company.

Acquisitions before 1 January 2017

As part of transition to SFRS(I), the Group elected not to restate those business combinations that occurred before the date of transition to SFRS(I), i.e. 1 January 2017. Goodwill arising from acquisitions before 1 January 2017 has been carried forward from the previous FRS framework as at the date of transition.

(ii) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Losses applicable to the NCI in a subsidiary are allocated to the NCI even if doing so causes the NCI to have a deficit balance.

(iii) Loss of control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

(iv) Investments in associates and joint ventures (equity-accounted investees)

Associates are those entities in which the Group has significant influence, but not control or joint control, over their financial and operating policies. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Investments in associates and joint ventures are accounted for using the equity method. They are recognised initially at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and OCI of equity-accounted investees, after adjustments to align the accounting policies with those of the Group, from the date that significant influence or joint control commences until the date that significant influence or joint control ceases.

When the Group's share of losses exceeds its investment in an equity-accounted investee, the carrying amount of the investment, together with any long-term interests that form part thereof, is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.1 Basis of consolidation (cont'd)

(v) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with equity-accounted investee are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(vi) Subsidiaries, associates and joint ventures in the separate financial statements

Investments in subsidiaries, associates and joint ventures are stated in the Company's statement of financial position at cost less accumulated impairment losses.

3.2 Foreign currencies

(i) Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currencies at the exchange rates at that date.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currencies at the exchange rates at the dates that the fair values were determined. Non-monetary items in foreign currencies that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transactions. Foreign currency differences arising on translation are recognised in profit or loss. However, foreign currency differences arising from the translation of the following items are recognised in OCI:

- differences arising on the translation of monetary items that in substance form part of the Group's net investment in a foreign operation;
- an investment in equity securities designated at fair value through other comprehensive income (FVOCI);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; or
- qualifying cash flow hedges to the extent that the hedges are effective.

(ii) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to Singapore dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to Singapore dollars at exchange rates at the dates of the transactions.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.2 Foreign currencies (cont'd)

(ii) Foreign operations (cont'd)

Foreign currency differences are recognised in OCI. However, if the foreign operation is a non wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the NCI. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the foreign currency translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to NCI. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign exchange gains and losses arising from such a monetary item that are considered to form part of the Group's net investment in the foreign operation are recognised in OCI, and are presented in the foreign currency translation reserve in equity.

3.3 Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are stated at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Borrowing costs paid and capitalised is presented as part of financing cash flows in the statement of cash flows.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised net in profit or loss.

(ii) Subsequent costs

The cost of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that future economic benefits embodied within the component will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

(iii) Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately.

Depreciation is recognised as an expense in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.3 Property, plant and equipment (cont'd)

(iii) Depreciation (cont'd)

No depreciation is provided on freehold land (including 999-year leasehold land). For freehold and leasehold properties under development and renovation-in-progress, no depreciation is provided until these items have been completed.

The estimated useful lives for the current and comparative years are as follows:

Freehold buildings and leasehold land and buildings	
• Core component of hotel buildings	– 50 years, or lease term if shorter
• Surface, finishes and services of hotel buildings	– 30 years, or lease term if shorter
• Leasehold land	– Lease term
Furniture, fittings, plant and equipment and improvements	– 3 to 20 years

Residual values ascribed to the core component of hotel buildings depend on the nature, location and tenure of each hotel property. No residual values are ascribed to surface, finishes and services of hotel buildings and right-of-use assets in respect of leases where the Group is a lessee.

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date.

3.4 Investment properties

(i) Recognition and measurement

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

Any gain and loss on disposal of investment properties (calculated as the difference between the net proceeds from disposal and the carrying amounts of the investment properties) are recognised in profit or loss.

(ii) Depreciation

Depreciation is recognised as an expense in profit or loss on a straight-line basis over the estimated useful lives of each component of an investment property. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

No depreciation is provided on freehold land (including 999-year leasehold land) included in the investment properties.

The estimated useful lives for the current and comparative years are as follows:

Freehold and leasehold properties	– 50 years, or lease term if shorter
Leasehold land	– Lease term ranging from 50 to 96 years
Furniture, fittings, plant and equipment and improvements	– 3 to 20 years

Depreciation methods and useful lives are reviewed, and adjusted as appropriate, at each reporting date.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.5 Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated under the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case, the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the lessee's incremental borrowing rate. Generally, the Group uses the lessee's incremental borrowing rate as the discount rate.

The Group determines the lessee's incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.5 Leases (cont'd)

As a lessee (cont'd)

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Where the basis for determining future lease payments changes as required by interest rate benchmark reform, the Group remeasures the lease liability by discounting the revised lease payments using the revised discount rate that reflects the change to an alternative benchmark interest rate.

The Group presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in the statement of financial position.

Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, then the Group applies SFRS(I) 15 *Revenue from Contracts with Customers* to allocate the consideration in the contract.

The Group applies the derecognition and impairment requirements in SFRS(I) 9 *Financial Instruments* to the net investment in the lease (see note 3.11(i)). The Group further regularly reviews estimated unguaranteed residual values used in calculating the gross investment in the lease.

The Group recognises lease payments received from investment property under operating leases as income on a straight-line basis over the lease term as part of 'revenue'.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.6 Financial instruments

(i) Recognition and initial measurement

Non-derivative financial assets and financial liabilities

Trade receivables and debt investments issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, or minus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(ii) Classification and subsequent measurement

Non-derivative financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial assets at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt investments at FVOCI

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Equity investments at FVOCI

On initial recognition of certain equity investments that are not held for trading, the Group has made an irrevocable election to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

Financial assets at FVTPL

All financial assets not classified as measured at amortised cost or FVOCI as described above (e.g. financial assets held for trading and those that are managed and whose performance is evaluated on a fair value basis) are measured at FVTPL.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.6 Financial instruments (cont'd)

(ii) Classification and subsequent measurement (cont'd)

Financial assets: Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management.

The business models of the group are as follows:

Held to collect

The Group holds financial assets which arise from its property development business, hotel operations and investment properties. The objective of the business model for these financial instruments is to collect the amounts due from the Group's receivables and to earn contractual interest income on the amounts collected.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Non-derivative financial assets: Assessment whether contractual cash flows are solely payments of principal and interest (SPPI)

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.6 Financial instruments (cont'd)

(ii) Classification and subsequent measurement (cont'd)

Non-derivative financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Debt investments at FVOCI

These assets are subsequently measured at fair value. Interest income calculated under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

Non-derivative financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Directly attributable transaction costs are recognised in profit or loss as incurred.

Other financial liabilities are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortised cost under the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss.

(iii) Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which either substantially all of the risks and rewards of ownership of the financial asset are transferred, or the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Transferred assets are not derecognised when the Group enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of ownership of the transferred assets.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.6 Financial instruments (cont'd)

(iii) Derecognition (cont'd)

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or when they expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

Interest rate benchmark reform

When the basis for determining the contractual cash flows of a financial asset or financial liability measured at amortised cost changes as a result of interest rate benchmark reform, the Group updates the effective interest rate of the financial asset or financial liability to reflect the change that is required by the reform. No immediate gain or loss is recognised. A change in the basis for determining the contractual cash flows is required by interest rate benchmark reform if the following conditions are met:

– the change is necessary as a direct consequence of the reform; and

– the new basis for determining the contractual cash flows is economically equivalent to the previous basis – i.e. the basis immediately before the change.

When changes were made to a financial asset or financial liability in addition to changes to the basis for determining the contractual cash flows required by interest rate benchmark reform, the Group first updates the effective interest rate of the financial asset or financial liability to reflect the change that is required by interest rate benchmark reform. After that, the Group applies the policies on accounting for modifications to the additional changes.

(iv) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and bank deposits. For the purpose of the statement of cash flows, restricted cash is excluded whilst bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included in cash and cash equivalents.

(v) Derivative financial instruments and hedge accounting

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives are initially measured at fair value and any directly attributable transaction costs are recognised in profit or loss as incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit or loss.

The Group designates certain derivatives and non-derivative financial instruments as hedging instruments in qualifying hedging relationships.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.6 Financial instruments (cont'd)

(v) Derivative financial instruments and hedge accounting (cont'd)

Hedges directly affected by interest rate benchmark reform

Phase 2 amendments: Replacement of benchmark interest rates – when there is no longer uncertainty arising from interest rate benchmark reform

When the basis for determining the contractual cash flows of the hedged item or the hedging instrument changed as a result of interest rate benchmark reform and therefore there is no longer uncertainty arising about the cash flows of the hedged item or the hedging instrument, the Group amended the hedge documentation of that hedging relationship to reflect the change(s) required by interest rate benchmark reform. A change in the basis for determining the contractual cash flows is required by interest rate benchmark reform if the following conditions are met:

- the change is necessary as a direct consequence of the reform; and
- the new basis for determining the contractual cash flows is economically equivalent to the previous basis – i.e. the basis immediately before the change.

For this purpose, the hedge designation was amended only to make one or more of the following changes:

- designating an alternative benchmark rate as the hedged risk;
- updating the description of hedged item, including the description of the designated portion of the cash flows or fair value being hedged; or
- updating the description of the hedging instrument.

The Group amended the description of the hedging instrument only if the following conditions were met:

- it makes a change required by interest rate benchmark reform by using an approach other than changing the basis for determining the contractual cash flows of the hedging instrument;
- the chosen approach is economically equivalent to changing the basis for determining the contractual cash flows of the original hedging instrument; and
- the original hedging instrument is not derecognised.

The Group amended the formal hedge documentation by the end of the reporting period during which a change required by interest rate benchmark reform is made to the hedged risk, hedged item or hedging instrument. These amendments in the formal hedge documentation do not constitute the discontinuation of the hedging relationship or the designation of a new hedging relationship.

If changes were made in addition to those changes required by interest rate benchmark reform described above, then the Group first considered whether those additional changes result in the discontinuation of the hedge accounting relationship. If the additional changes did not result in discontinuation of the hedge accounting relationship, then the Group amended the formal hedge documentation for changes required by interest rate benchmark reform as mentioned above.

When the interest rate benchmark on which the hedged future cash flows had been based was changed as required by interest rate benchmark reform, for the purpose of determining whether the hedged future cash flows are expected to occur, the Group deemed that the hedging reserve recognised in OCI for that hedging relationship is based on the alternative benchmark rate on which the hedged future cash flows will be based.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.6 Financial instruments (cont'd)

(v) Derivative financial instruments and hedge accounting (cont'd)

Hedges directly affected by interest rate benchmark reform (cont'd)

Phase 2 amendments: Replacement of benchmark interest rates – when there is no longer uncertainty arising from interest rate benchmark reform (cont'd)

Cash flow hedges

The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in foreign exchange rates and interest rates.

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in the hedging reserve. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss.

The amount accumulated in the hedging reserve is reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

If the hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in the hedging reserve remains in equity until it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in the hedging reserve are immediately reclassified to profit or loss.

Net investment hedges

The Group designates certain derivatives and non-derivative financial liabilities as hedges of foreign exchange risk on a net investment in a foreign operation.

When a derivative instrument or a non-derivative financial liability is designated as the hedging instrument in a hedge of a net investment in a foreign operation, the effective portion of, for a derivative, changes in the fair value of the hedging instrument or, for a non-derivative, foreign exchange gains and losses is recognised in OCI and presented in the translation reserve within equity. Any ineffective portion of the changes in the fair value of the derivative or foreign exchange gains and losses on the non-derivative is recognised immediately in profit or loss. The amount recognised in OCI is reclassified to profit or loss as a reclassification adjustment on disposal or partial disposal of the foreign operation, respectively.

(vi) Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.6 Financial instruments (cont'd)

(vi) Share capital (cont'd)

Preference shares

The Company's non-redeemable convertible non-cumulative preference shares are classified as equity, because they bear discretionary dividends, do not contain any obligations to deliver cash or other financial assets and do not require settlement in a variable number of the Company's equity instruments. Dividends thereon are recognised as distributions within equity.

When the Company purchases its own preference shares and cancels them upon purchase, the consideration paid including any directly attributable incremental cost is deducted against the share capital account if the shares are purchased out of capital of the Company, or against the accumulated profits of the Company if the shares are purchased out of earnings of the Company.

3.7 Development properties

Development properties are measured at the lower of cost and net realisable value. Cost includes acquisition costs, development expenditure, capitalised borrowing costs (applicable to construction of a development for which revenue is to be recognised at a point in time) and other costs directly attributable to the development activities.

3.8 Contract costs

Incremental costs of obtaining a contract for the sale of a development property are capitalised as contract costs only if (a) these costs relate directly to a contract or an anticipated contract which the Group can specifically identify; (b) these costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (c) these costs are expected to be recovered. Otherwise, such costs are recognised as an expense immediately.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue on the contract. An impairment loss is recognised in the profit or loss to the extent that the carrying amount of capitalised contract costs exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

3.9 Contract assets and liabilities

Contract assets primarily relate to the Group's rights to consideration for work completed but not billed at the reporting date on construction of development properties. Contract assets are transferred to trade receivables when the rights become unconditional. This usually occurs when the Group invoices the customer.

Contract liabilities primarily relate to:

- advance consideration received from customers; and
- progress billings issued in excess of the Group's rights to the consideration.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.10 Impairment

(i) Non-derivative financial assets and contract assets

The Group recognises loss allowances for expected credit losses (ECL) on:

- financial assets measured at amortised cost ('cash and cash equivalents' and 'trade and other receivables');
- debt investments measured at FVOCI (disclosed as part of 'financial assets'; see note 10 for further details);
- contract assets (as defined in SFRS(I) 15);
- lease receivables; and
- financial guarantee contracts ("FGCs").

Loss allowances of the Group are measured on either of the following bases:

- 12-month ECL: these are ECL that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or
- Lifetime ECL: these are ECL that result from all possible default events over the expected life of a financial instrument or contract asset.

Simplified approach

The Group applies the simplified approach to provide for ECL for all trade receivables (including lease receivables) and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECL.

General approach

The Group applies the general approach to provide for ECL on all other financial instruments and FGCs. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECL at initial recognition.

At each reporting date, the Group assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECL.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and includes forward-looking information.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECL.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.10 Impairment (cont'd)

(i) Non-derivative financial assets and contract assets (cont'd)

General approach (cont'd)

The Group considers a FGC to be in default when the debtor of the loan is unlikely to pay its credit obligations to the creditor and the Group in full, without recourse by the Group to actions such as realising security (if any if held).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt investments at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the debtor;
- a breach of contract such as a default;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost and contract assets are deducted from the gross carrying amount of these assets.

Loss allowances for FGCs are recognised as a financial liability to the extent that they exceed the initial carrying amount of the FGC less the cumulated income recognised.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.10 Impairment (cont'd)

(ii) Associates and joint ventures

An impairment loss in respect of an associate or joint venture is measured by comparing the recoverable amount of the investment with its carrying amount in accordance with the requirements for non-financial assets. An impairment loss is recognised in profit or loss. An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount and only to the extent that the recoverable amount increases.

(iii) Non-financial assets

The carrying amounts of the Group's non-financial assets, other than development properties, contract costs, contract assets, consumable stocks and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the assets' recoverable amounts are estimated. For goodwill, the recoverable amount is estimated at each reporting date, and as and when indicators of impairment are identified. An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. For the purposes of goodwill impairment testing, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to groups of CGUs that are expected to benefit from the synergies of the combination.

The Group's corporate assets do not generate separate cash inflows and are utilised by more than one CGU. Corporate assets are allocated to CGUs on a reasonable and consistent basis and tested for impairment as part of the testing of the CGU to which the corporate asset is allocated.

Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU (group of CGUs), and then to reduce the carrying amounts of the other assets in the CGU (group of CGUs) on a *pro rata* basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Goodwill that forms part of the carrying amount of an investment in an associate or a joint venture is not recognised separately, and therefore is not tested for impairment separately. Instead, the entire amount of the investment in an associate or a joint venture is tested for impairment as a single asset when there is objective evidence that the investment in an associate or a joint venture may be impaired.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.11 Non-current assets held for sale

Non-current assets, or disposal groups comprising assets and liabilities, that are highly probable to be recovered primarily through sale rather than through continuing use, are classified as held for sale. Immediately before classification as held for sale, the assets, or components of a disposal group, are remeasured in accordance with the Group's accounting policies. Thereafter, the assets, or disposal group, classified as held for sale are generally measured at the lower of their carrying amount and fair value less cost to sell.

Any impairment loss on a disposal group is first allocated to goodwill, and then to remaining assets and liabilities on a *pro rata* basis, except that no loss is allocated to financial assets and deferred tax assets, which continue to be measured in accordance with the Group's accounting policies. Impairment losses on initial classification as held for sale and subsequent gains or losses on remeasurement are recognised in the profit or loss. Gains are not recognised in excess of any cumulative impairment loss.

Property, plant and equipment and investment property once classified as held for sale are not depreciated. In addition, equity accounting of associates and joint ventures ceases once classified as held for sale or distribution.

3.12 Employee benefits

(i) Defined contribution plans

Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

(ii) Defined benefit plans

The Group's net obligation in respect of defined benefit post-employment plans, including pension plans, is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value, and the fair value of any plan assets is deducted. The calculation is performed by a qualified actuary using the projected unit credit method.

When the benefits of a plan are improved, the portion of the increased benefit relating to past service by employees is recognised immediately as an expense in profit or loss.

The Group recognises remeasurement gains or losses within the consolidated statement of comprehensive income in the period in which they occur.

The Group determines the net interest expense/(income) on the net defined benefit liability/(asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability/(asset), taking into account any changes in the net defined benefit liability/(asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

(iii) Other long-term service benefits

The Group's net obligation in respect of long-term service benefits, other than defined contribution and defined benefit plans, is the amount of future benefit that employees have earned in return for their service in current and prior periods. That benefit is discounted to determine its present value. The obligation is calculated using the projected unit credit method and is discounted to its present value and the fair value of any plan assets is deducted. Remeasurements are recognised in profit or loss in the period in which they arise.

A provision is recognised for the amount expected to be paid under cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.12 Employee benefits (cont'd)

(iv) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

3.13 Provisions

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

3.14 Financial guarantee contracts

Financial guarantees are financial instruments issued by the Group that require the issuer to make specified payments to reimburse the holder for the loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantees issued are initially measured at fair value. Subsequently, they are measured at the higher of the loss allowance determined in accordance with SFRS(I) 9 and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15.

ECLs are a probability-weighted estimate of credit losses. ECLs are measured for financial guarantees issued as the expected payments to reimburse the holder less any amounts that the Group expects to recover.

3.15 Revenue recognition

(i) Development properties for sale

The Group develops and sells residential and mixed development projects to customers through fixed-price contracts. Revenue is recognised when the control over a development property has been transferred to the customer. At contract inception, the Group assesses whether the Group transfers control of the residential project over time or at a point in time by determining if (a) its performance does not create an asset with an alternative use to the Group; and (b) the Group has an enforceable right to payment for performance completed to date.

Where a development property has no alternative use for the Group due to contractual restriction, and the Group has enforceable rights to payment for performance completed to date arising from the contractual terms, revenue is recognised over time by reference to the Group's progress towards completing the construction of the development property. The measure of progress is determined based on the stage of completion of construction certified by quantity surveyors. Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

In respect of contracts where the Group does not have an enforceable right to payment for performance completed to date, revenue is recognised only when the completed property is delivered to the customer and the customer has accepted it in accordance with the sales contract.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.15 Revenue recognition (cont'd)

(i) Development properties for sale (cont'd)

Under certain payment schemes, the time when payments are made by the buyer and the transfer of control of the property to the buyer do not coincide and where the difference between the timing of receipt of the payments and the satisfaction of a performance obligation is 12 months or more, the Group adjusts the transaction price with its customer and recognises a financing component. In adjusting for the financing component, the Group uses a discount rate that would reflect that of a separate financing transaction between the Group and its customer at contract inception. A finance income or finance expense will be recognised depending on the arrangement. The Group has elected to apply the practical expedient not to adjust the transaction price for the existence of significant financing component when the period between the transfer of control of goods or services to a customer and the payment date is 12 months or less.

Revenue is measured at the transaction price agreed under the contract entered into with customers. Estimates of revenues, costs or extent of progress towards completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by management.

The customer is invoiced based on a payment schedule which is typically triggered upon achievement of specified construction milestones. If the value of the goods transferred by the Group exceeds the payments, a contract asset is recognised. If the payments exceed the value of the goods transferred, a contract liability is recognised. The accounting policy for contract assets and contract liabilities is set out in note 3.9.

(ii) Rental income

Rental income (net of any lease incentives) is recognised on a straight-line basis over the lease term. Contingent rentals, which include gross turnover rental, are recognised as income in the accounting period in which it is earned and the amount can be reliably measured.

(iii) Hotel income

Revenue from hotel operations comprises mainly room revenue and revenue from food and beverages sales. Room revenue is recognised over the period of stay of the hotel guests. Revenue from food and beverages sales is recognised when food and beverages are delivered to the customer.

(iv) Management services, consultancy services and laundry services

Management and consultancy fees and laundry services are recognised at the point when such services are rendered.

(v) Dividends

Dividend income is recognised in profit or loss when the shareholder's right to receive payment is established.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.16 Government grants

Government grants are initially recognised as deferred income at fair value when there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant. Grants that compensate the Group for expenses incurred are recognised in profit or loss on a systematic basis in the same periods in which the expenses are recognised, unless the conditions for receiving the grant are met after the related expenses have been recognised. In this case, the grant is recognised when it becomes receivable.

3.17 Finance income and costs

The Group's finance income and costs include:

- interest income on amounts owing by associates and joint ventures and funds invested;
- interest expense on borrowings, amounts owing to fellow subsidiaries and joint ventures, financial derivatives and lease liabilities;
- amortisation of transaction costs on borrowings capitalised;
- the fair value gains or losses on financial derivatives;
- the net gains or losses on financial assets at FVTPL;
- the foreign currency gains or losses on financial assets and financial liabilities; and
- unwinding of discount on non-current liabilities.

Interest income or expense is recognised under the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.18 Income tax

Tax expense comprises current and deferred tax. Tax expense is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

The Group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under SFRS(I) 1-37 *Provisions, Contingent Liabilities and Contingent Assets*.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, measured using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that
  - is not a business combination and
  - at the time of the transaction (i) affects neither accounting nor taxable profit or loss and (ii) does not give rise to equal taxable and deductible temporary differences;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary difference and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

The measurement of deferred taxes reflects the consequences that follow the manner in which the Group expects, at the reporting date, to recover the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset only if certain criteria are met.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

3 MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

3.18 Income tax (cont'd)

In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Group to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

Global minimum top-up tax

The Group has determined that the global minimum top-up tax – which it is required to pay under Pillar Two legislation – is an income tax in the scope of SFRS(I) 1-12. The Group has applied a temporary mandatory relief from deferred tax accounting for the impacts of the top-up tax and accounts for it as a current tax when it is incurred.

3.19 Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the dilutive effect arising from the conversion of the non-redeemable convertible non-cumulative preference shares.

3.20 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenue and incur expenses, including revenue and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are reviewed regularly by the Board of Directors and Group Chief Executive Officer (CEO) to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the Group's Board of Directors and Group CEO include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly tax assets and liabilities.

Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment, investment property and intangible assets.

3.21 New accounting standards and interpretations not adopted

A number of new accounting standards and amendments to standards are effective for annual periods beginning after 1 January 2023 and earlier application is permitted. Except as disclosed in note 2.5, the Group has not early adopted the new or amended standards in preparing these financial statements. The Group is in the process of assessing the impact of the new accounting standards and amendments to standards on its financial statements.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

4 PROPERTY, PLANT AND EQUIPMENT

	Note	Freehold land and buildings $'000	Leasehold land and buildings $'000	Freehold and leasehold properties under development $'000	Furniture, fittings, plant and equipment and improvements $'000	Renovation-in-progress $'000	Right-of-use assets $'000	Total $'000
Group								
Cost								
At 1 January 2022		3,782,170	1,707,485	365,426	1,856,928	43,251	368,336	8,123,596
Additions		4,874	2,648	54,527	40,056	15,565	562,029	679,699
Disposal/Written off		(19,360)	(20,399)	(1,715)	(43,506)	(352)	(17,044)	(102,376)
Disposal of subsidiaries	39	(750,283)	(713,040)	–	(615,600)	(4,918)	(86,661)	(2,170,502)
Reclassifications		9,418	128,964	(131,804)	7,103	(13,681)	–	–
Transfer from assets held for sale		16,054	–	–	8,950	–	–	25,004
Transfer to investment properties	5	(5,884)	–	–	–	–	–	(5,884)
Transfer to development properties		–	–	(245,291)	–	–	–	(245,291)
Translation differences on consolidation		(140,260)	(89,523)	(3,959)	(78,282)	(3,358)	(17,266)	(332,648)
At 31 December 2022		2,896,729	1,016,135	37,184	1,175,649	36,507	809,394	5,971,598
At 1 January 2023		2,896,729	1,016,135	37,184	1,175,649	36,507	809,394	5,971,598
Additions		26,560	122,885	4,169	73,478	36,352	14,624	278,068
Disposal/Written off		(28)	(21,121)	–	(57,557)	(1,591)	(28,743)	(109,040)
Reclassifications		7,750	252	–	4,270	(12,272)	–	–
Translation differences on consolidation		(21,620)	6,694	(670)	(10,313)	642	(4,072)	(29,339)
At 31 December 2023		2,909,391	1,124,845	40,683	1,185,527	59,638	791,203	6,111,287
Accumulated depreciation and impairment losses								
At 1 January 2022		997,054	439,202	3,715	1,263,697	–	58,093	2,761,761
Charge for the year		21,425	19,954	–	85,962	–	33,377	160,718
Disposal/Written off		(18,552)	(16,518)	–	(42,775)	–	(15,093)	(92,938)
Reclassifications		(7,804)	6,337	–	1,467	–	–	–
Disposal of subsidiaries	39	(138,126)	(214,674)	–	(435,072)	–	(4,366)	(792,238)
Impairment losses reversed (net)		(6,060)	(25,709)	–	3,656	–	–	(28,113)
Transfer from assets held for sale		6,981	–	–	3,661	–	–	10,642
Translation differences on consolidation		(27,668)	(24,851)	(24)	(55,004)	–	(1,497)	(109,044)
At 31 December 2022		827,250	183,741	3,691	825,592	–	70,514	1,910,788
At 1 January 2023		827,250	183,741	3,691	825,592	–	70,514	1,910,788
Charge for the year		22,245	15,082	–	65,662	–	35,704	138,693
Disposal/Written off		(21)	(12,354)	–	(47,160)	–	(19,682)	(79,217)
Impairment losses reversed (net)		(53,893)	–	–	(144)	–	–	(54,037)
Translation differences on consolidation		(6,434)	(6,774)	(61)	(4,056)	–	(820)	(18,145)
At 31 December 2023		789,147	179,695	3,630	839,894	–	85,716	1,898,082
Carrying amounts								
At 1 January 2022		2,785,116	1,268,283	361,711	593,231	43,251	310,243	5,361,835
At 31 December 2022		2,069,479	832,394	33,493	350,057	36,507	738,880	4,060,810
At 31 December 2023		2,120,244	945,150	37,053	345,633	59,638	705,487	4,213,205

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

4 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	Note	Freehold land $'000	Furniture, fittings and equipment $'000	Right-of-use assets $'000	Total $'000
Company					
Cost					
At 1 January 2022		2,570	36,257	34,235	73,062
Additions		–	4,905	21,905	26,810
Transfer to investment properties	5	(2,570)	–	–	(2,570)
At 31 December 2022		–	41,162	56,140	97,302
At 1 January 2023		–	41,162	56,140	97,302
Additions		–	4,957	–	4,957
Disposal		–	(6,065)	–	(6,065)
At 31 December 2023		–	40,054	56,140	96,194
Accumulated depreciation					
At 1 January 2022		–	21,988	18,531	40,519
Charge for the year		–	4,997	6,261	11,258
At 31 December 2022		–	26,985	24,792	51,777
At 1 January 2023		–	26,985	24,792	51,777
Charge for the year		–	5,250	6,270	11,520
Disposal		–	(4,302)	–	(4,302)
At 31 December 2023		–	27,933	31,062	58,995
Carrying amounts					
At 1 January 2022		2,570	14,269	15,704	32,543
At 31 December 2022		–	14,177	31,348	45,525
At 31 December 2023		–	12,121	25,078	37,199

Right-of-use assets classified within property, plant and equipment

	Leasehold land and buildings $'000	Furniture, fittings, plant and equipment and improvements $'000	Total $'000
Group			
Balance at 1 January 2022	306,240	4,003	310,243
Additions to right-of-use assets	561,117	912	562,029
Disposal/Written off	(1,948)	(3)	(1,951)
Disposal of subsidiaries	(82,238)	(57)	(82,295)
Depreciation charge for the year	(32,145)	(1,232)	(33,377)
Translation differences on consolidation	(15,741)	(28)	(15,769)
Balance at 31 December 2022	735,285	3,595	738,880

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

4 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	Leasehold land and buildings $'000	Furniture, fittings, plant and equipment and improvements $'000	Total $'000
Group			
Balance at 1 January 2023	735,285	3,595	738,880
Additions to right-of-use assets	13,496	1,128	14,624
Disposal/Written off	(9,046)	(15)	(9,061)
Depreciation charge for the year	(34,236)	(1,468)	(35,704)
Translation differences on consolidation	(3,219)	(33)	(3,252)
Balance at 31 December 2023	702,280	3,207	705,487

	Buildings $'000
Company	
Balance at 1 January 2022	15,704
Additions to right-of-use assets	21,905
Depreciation charge for the year	(6,261)
Balance at 31 December 2022	31,348
Balance at 1 January 2023	31,348
Depreciation charge for the year	(6,270)
Balance at 31 December 2023	25,078

(a) Included in property, plant and equipment are certain hotel properties of the Group with carrying amount totalling $263,675,000 (2022: $381,711,000) which are mortgaged to certain financial institutions to secure credit facilities (refer to notes 22, 23 and 24 for more details of the facilities).

(b) In 2022, the Group transferred the reversionary interest of three hotels leased to CDL Hospitality Trusts (CDLHT) from property, plant and equipment to investment properties located in Singapore, following the deconsolidation of CDLHT (refer to note 39). The Group also reclassified a hotel under development from property, plant and equipment to development properties, as the hotel was developed with the intention for sale to CDLHT.

(c) The Group undertook its annual review of the carrying amounts of hotels and property assets for indicators of impairment. Where indicators of impairment were identified, the recoverable amounts were estimated based on internal or external valuations undertaken by the Group. The cash generating units (CGU) are individual hotels.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

4 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

The recoverable amounts of the individual hotels, being the higher of the fair value less costs to sell and the value-in-use, were predominantly determined using the fair value less costs to sell approach and were estimated using the discounted cash flow method (2022: discounted cash flow method). Under this methodology, the fair value measurement reflects current market expectations about an efficient third party operator's future cash flows. The discounted cash flows method involves estimating each hotel's future cash flows and discounting the cash flows with an internal rate of return to arrive at the market value, taking into consideration the assumptions in respect of revenue growth (principally factoring in room rate and occupancy growth) and major expense items for each hotel. The future cash flows are based on assumptions about competitive growth rates for hotels in that area, as well as the internal business plan for the hotel in the relevant market. These plans and forecasts include management's most recent view of trading prospects for the hotel in the relevant market.

Where appropriate, the Group sought guidance on the fair values of the hotels from independent external valuers with appropriate professional qualifications and recent experience in the location and category of the properties being valued. In relying on the valuation reports, the Group has exercised its judgement and is satisfied that the valuation method and estimates are reflective of current market conditions. Certain valuation reports obtained from the external valuers have highlighted that a combination of global inflationary pressures, rising interest rates, geopolitical tensions and tightened lending conditions, has heightened the potential for greater volatility in property markets over the short to medium term.

The fair value measurement was categorised as a Level 3 fair value based on the inputs to the valuation technique used.

In 2023, the Group recognised a reversal of impairment loss of $54,037,000 primarily attributable to six hotels in United States of America (US) and one hotel in Europe. The impairment losses reversed during the year mainly arose from the improved trading performances of certain hotel properties, following the progressive recovery of the hospitality sector in the countries in which these hotels are located. The estimated total recoverable amounts of the properties on which impairment losses were reversed during the year were $977,411,000 as at 31 December 2023.

In 2022, the Group recognised a net reversal of impairment loss of $28,113,000 on certain hotel properties, comprising reversal of impairment losses of $33,778,000 on four hotels in United States of America (US) and three hotels in Europe, net of impairment losses made of $5,665,000 in respect of one hotel in New Zealand and a club in Asia. The impairment losses reversed during the year mainly arose from the improved trading performances of certain hotel properties, following the progressive recovery of the hospitality sector in the countries in which these hotels are located. The impairment loss recognised on the club in Asia was a result of its weak financial performance. The estimated total recoverable amounts of the properties on which impairment losses were reversed or impaired during the year were $615,980,000 as at 31 December 2022.

Impairment losses recognised or reversed were included in "other operating expenses" in the consolidated statement of profit or loss and the hotel operations segment.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

4 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

The key assumptions used in estimating the recoverable amounts are set out below:

	US	Europe	New Zealand
Occupancy rate			
2023	63.0% to 95.0%	70.0% to 77.0%	N/A
2022	65.0% to 95.0%	70.0% to 76.0%	62.6% to 69.1%
Average room rate growth			
2023	0.0% to 16.7%	0.0% to 15.0%	N/A
2022	2.0% to 10.0%	1.1% to 9.1%	2.0% to 3.0%
Discount rate			
2023	8.5% to 11.5%	9.3%	N/A
2022	8.3% to 10.5%	7.3% to 11.3%	10.3%
Terminal rates			
2023	6.5% to 9.5%	4.5%	N/A
2022	6.0% to 8.5%	4.0% to 7.8%	9.5%

The cash flow forecasts under the discounted cash flow method cover a ten years (2022: five to ten years) period, and cash flows beyond this period are extrapolated using a growth rate ranging between 2.0% and 3.0% (2022: 2.2% and 3.4%), which is based upon the expected trading growth for each hotel and inflation in the country in which the hotel is located.

Sensitivity analysis

The Group's impairment review is sensitive to changes in the key assumptions used. An increase in occupancy rate and/or average room rate growth in isolation would result in a higher recoverable amount. An increase in discount rate, terminal rate or capitalisation rate in isolation would result in a lower recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

5 INVESTMENT PROPERTIES

	Note	Group $'000	Company $'000
Cost			
At 1 January 2022		6,215,033	605,950
Acquisition of subsidiaries, including acquisition costs	39	387,791	–
Additions		532,671	4,973
Disposal/Written off		(111,747)	–
Transfers to development properties		(90,685)	–
Transfers from development properties		8,179	–
Transfers from property, plant and equipment	4	5,884	2,570
Disposal of subsidiaries	39	(496,882)	–
Translation differences on consolidation		(312,865)	–
At 31 December 2022		6,137,379	613,493
At 1 January 2023		6,137,379	613,493
Acquisition of subsidiaries, including acquisition costs	39	635,489	–
Additions		858,528	14,724
Disposal/Written off		(53,109)	(543,655)
Translation differences on consolidation		(4,210)	–
At 31 December 2023		7,574,077	84,562
Accumulated depreciation and impairment losses			
At 1 January 2022		1,232,187	192,798
Charge for the year		115,954	14,204
Disposal/Written off		(91,924)	–
Transfers to development properties		(38,758)	–
Disposal of subsidiaries	39	(63,561)	–
Impairment loss recognised		35,728	–
Translation differences on consolidation		(19,261)	–
At 31 December 2022		1,170,365	207,002
At 1 January 2023		1,170,365	207,002
Charge for the year		115,012	13,810
Disposal/Written off		(42,283)	(192,096)
Impairment loss recognised		43,749	–
Translation differences on consolidation		(3,810)	–
At 31 December 2023		1,283,033	28,716
Carrying amounts			
At 1 January 2022		4,982,846	413,152
At 31 December 2022		4,967,014	406,491
At 31 December 2023		6,291,044	55,846
Fair value			
At 1 January 2022		10,966,900	1,662,892
At 31 December 2022		10,899,043	1,820,028
At 31 December 2023		12,435,975	363,418

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

5 INVESTMENT PROPERTIES (CONT'D)

(a) Investment properties comprise commercial, residential, hotel and industrial properties that are leased to external customers. Generally, each of the leases is fixed for a period of 1 to 30 years (2022: 1 to 16 years), and subsequent renewals are negotiated at prevailing market rates and terms.

(b) During 2023, the Company disposed of certain investment properties of net carrying amount of $349.0 million to subsidiaries of the Group for consideration of $1,482.8 million.

(c) During 2022, the Group transferred a portion of an investment property to development properties for redevelopment as residential units for sale. In addition, the Group transferred a development property to investment properties arising from inception of an operating lease for the property. The Group also disposed of certain investment properties arising from the deconsolidation of CDLHT following the distribution *in specie* of CDLHT units during the year (note 39).

(d) As at 31 December 2023, investment properties of the Group with a total carrying amount of $1,526,975,000 (2022: $1,236,481,000) were mortagaed to (i) certain financial institutions to secure credit facilities (refer to notes 22 and 23 for more details of the facilities); and (ii) a lessee as collateral for security deposit held of $3,700,000 (2022: Nil) which will be discharged on termination of lease.

(e) The Group undertook its annual review of the carrying amounts of investment properties for indicators of impairment. Where indicators of impairment were identified, the recoverable amounts were estimated based on internal or external valuations undertaken. The cash generating units (CGU) are individual properties.

The recoverable amounts of the investment properties, being the higher of the fair value less costs to sell and value-in-use, were predominantly determined using the fair value less costs to sell approach, and were estimated using the income capitalisation, standardised land value adjustment and residual methods (2022: income capitalisation, standardised land value adjustment and residual methods).

Based on the impairment assessment undertaken in 2023, the Group recognised an impairment loss of $43,749,000 on two commercial properties in the United Kingdom (UK) and one commercial project under construction in China. The impairment loss recognised during the year was mainly due to the higher capitalisation rates applied to the said commercial properties in UK amidst evaluated interest rate environment and the downturn in real estate market in China which remained challenging, along with higher than expected development costs incurred on the project in China.

In 2022, the Group recognised an impairment loss of $35,728,000 on one commercial property in UK, one purpose-built student accommodation in UK and one commercial project under construction in China. The impairment loss recognised in 2022 was mainly due to the increase in capitalisation rates arising from higher interest rates in UK and the subdued real estate market in China, along with higher than expected development costs incurred on the project in China.

The impairment loss recognised was recognised in "other operating expenses" and the investment properties segment.

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YEAR ENDED 31 DECEMBER 2023

5 INVESTMENT PROPERTIES (CONT'D)

The key assumptions used in estimating the recoverable amounts are set out below:

2023

	China	UK
Capitalisation rate	**N/A**	**5.5% to 6.0%**
Gross development value	**$113 million**	**N/A**
Estimated cost to completion	**$12 million**	**N/A**
Price per square metre ("psm")	**$707 psm**	**N/A**

2022

	China	UK
Capitalisation rate	N/A	5.6% to 9.0%
Rental rate per bed	N/A	$290
Gross development value	$119 million	N/A
Estimated cost to completion	$22 million	N/A
Price per square metre ("psm")	$777 psm	N/A

Sensitivity analysis

The Group's impairment review is sensitive to changes in the key assumptions used. An increase in rental rate per bed, price psm or gross development value in isolation would result in a higher recoverable amount. An increase in capitalisation rate or estimated cost to completion in isolation would result in a lower recoverable amount.

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5 INVESTMENT PROPERTIES (CONT'D)

(f) Determination of fair value

The fair values for a majority of the Group's investment properties are determined by independent external valuers who have appropriate recognised professional qualifications and recent experience in the location and category of the investment properties being valued. The fair values of certain investment properties located in Singapore are based on in-house valuations conducted by a licensed valuer who is also an officer of the Company. The internal valuer has appropriate recognised professional qualifications and experience in the location and category of the investment properties being valued.

The fair values of the investment properties were estimated using the direct comparison, discounted cash flow, income capitalisation, standardised land value adjustment and residual methods. The direct comparison method involves an analysis of comparable sales of similar properties and adjusting the transacted prices to those reflective of the investment properties of the Group. The discounted cash flow method involves the estimation and projection of an income stream over a period and discounting the income stream with an internal rate of return to arrive at the market value. The income capitalisation method capitalises an income stream into a present value using revenue multipliers or single-year capitalisation rates. The standardised land value adjustment method considers the price of standard land in the current situation of development and utilisation, under normal market conditions within legal maximum use term as at a special date, that is assessed and approved by the local government. The residual method involves deducting the estimated cost to complete as of valuation date and other relevant costs from gross development value of the proposed development assuming satisfactory completion and accounting for developer's profit.

The fair value disclosure for the investment properties for the Group and the Company has been categorised as a Level 3 fair value based on the inputs to the valuation techniques used.

6 ASSETS HELD FOR SALE

	Group 2023 $'000	Group 2022 $'000
Assets held for sale		
Property, plant and equipment	–	14,417

At 31 December 2022, assets held for sale related to the proposed disposal by an indirect subsidiary of the Group, Millennium & Copthorne Hotels Limited (M&C), of Millennium Harvest House Boulder (which is in the hotel operations segment), to a third party for a sale consideration of $94.4 million. The sale was completed on 29 December 2023 and the Group recognised a gain on disposal of $80.0 million.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

7 INVESTMENTS IN AND BALANCES WITH SUBSIDIARIES

	Note	Company 2023 $'000	Company 2022 $'000
Investments in subsidiaries			
Unquoted shares, at cost		**1,999,428**	1,989,926
Impairment losses		**(11,618)**	(40,837)
		1,987,810	1,949,089
Balances with subsidiaries			
Amounts owing by subsidiaries:			
– trade		**18,110**	17,241
– non-trade, interest-free		**6,541,709**	6,666,056
– non-trade, interest-bearing		**7,894,407**	6,230,689
		14,454,226	12,913,986
Impairment losses		**(313,928)**	(257,245)
		14,140,298	12,656,741
Receivable:			
– Within 1 year	16	**6,498,901**	6,228,009
– After 1 year	12	**7,641,397**	6,428,732
		14,140,298	12,656,741
Amounts owing to subsidiaries:			
– trade		**18,069**	1,927
– non-trade, interest-free		**478,442**	1,578,494
– non-trade, interest-bearing		**702,955**	1,288,837
		1,199,466	2,869,258
Repayable:			
– Within 1 year	30	**1,199,466**	2,119,114
– After 1 year	27	**–**	750,144
		1,199,466	2,869,258

The Company assessed the carrying amount of its investments in subsidiaries for indicators of impairment. In 2022, based on the assessment, the Company recognised a net impairment loss of $10,277,000 on its investments in four wholly-owned subsidiaries, following a decline in their financial position. The recoverable amounts of the subsidiaries were estimated taking into consideration the fair values of the underlying assets and the liabilities of the subsidiaries. The fair value measurement was categorised as a Level 3 in the fair value hierarchy based on the inputs in the valuation techniques used.

The non-trade amounts owing by and to subsidiaries are unsecured. In respect of interest-bearing amounts owing by and to subsidiaries, interest was charged at 1.00% to 6.61% (2022: 1.00% to 4.98%) per annum and at 1.00% to 3.76% (2022: 1.00% to 3.00%) per annum respectively, as at 31 December 2023.

The non-trade balances with subsidiaries that are presented as receivable or repayable within one year are receivable or repayable on demand. The non-trade amounts owing by subsidiaries receivable after one year are loans to subsidiaries for which settlement is neither planned nor likely to occur in the foreseeable future. These amounts are, in substance, a part of the Company's net investments in subsidiaries.

Information about the Company's exposure to credit risk on the amounts owing by subsidiaries is included in note 41.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

7 INVESTMENTS IN AND BALANCES WITH SUBSIDIARIES (CONT'D)

Impairment losses

The movements in impairment losses in respect of investments in subsidiaries and amounts owing by subsidiaries during the year are as follows:

	Investments in subsidiaries		Amounts owing by subsidiaries Lifetime ECL – not credit impaired	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
At 1 January	**40,837**	32,287	**257,245**	183,563
Impairment loss recognised	**–**	10,277	**56,683**	73,682
Impairment loss utilised	**(29,219)**	(1,727)	**–**	–
At 31 December	**11,618**	40,837	**313,928**	257,245

The increase in loss allowance on amounts owing by subsidiaries was due to a decline in the financial positions of the subsidiaries.

Further details regarding the Group's subsidiaries are set out in note 43.

8 INVESTMENTS IN AND BALANCES WITH ASSOCIATES

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Investments in associates					
Investments in associates		**1,355,520**	1,276,368	**–**	–
Impairment loss		**(3,000)**	(12,655)	**–**	–
		1,352,520	1,263,713	**–**	–
Balances with associates					
Amounts owing by associates receivable within 1 year:					
– trade		**10,417**	9,520	**1,289**	1,540
– non-trade, interest-bearing		**7,195**	1,188	**–**	–
– non-trade, interest free		**455**	528	**–**	–
		18,067	11,236	**1,289**	1,540
Impairment losses		**(362)**	(320)	**–**	–
	16	**17,705**	10,916	**1,289**	1,540
Amount owing to an associate payable within 1 year:					
– trade		**4,513**	4,790	**–**	6
– non-trade, interest-free		**2,419**	2,605	**–**	–
	30	**6,932**	7,395	**–**	6

The non-trade amounts owing by associates are unsecured and repayable on demand. In respect of interest-bearing amounts owing by associates, interest of 6.00% (2022: 6.00%) per annum was charged by the Group.

The non-trade amount owing to an associate is unsecured and repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

8 INVESTMENTS IN AND BALANCES WITH ASSOCIATES (CONT'D)

Included in the Group's investments in associates are investments in three associates (2022: three associates) which are listed on the Mainboard of Singapore Exchange Securities Trading Limited (SGX-ST). As at the reporting date, the aggregate carrying amount of these investments was $1,247.9 million (2022: $1,181.6 million) and the fair values based on the published price quotation (Level 1 in the fair value hierarchy) was $980.6 million (2022: $950.6 million). In respect of these associates, management had assessed the recoverable amounts of the investments and determined that as their net asset values based on the latest available audited financial statements of the associates are higher than the carrying amount as at the reporting date, no impairment loss for these investments is considered necessary.

The movements in impairment losses in respect of investments in associates and amounts owing by associates are as follows:

	Investments in associates		Amounts owing by associates Lifetime ECL – not credit-impaired	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Group				
At 1 January	**12,655**	15,399	**320**	–
Impairment loss recognised	**–**	–	**57**	339
Impairment loss utilised	**(9,480)**	(1,703)	**–**	–
Translation differences on consolidation	**(175)**	(1,041)	**(15)**	(19)
At 31 December	**3,000**	12,655	**362**	320

Accounting for investment in CDLHT

In May 2022, the Company distributed 144,191,823 units in CDLHT ("CDLHT units") that it held to its ordinary shareholders, which resulted in CDLHT, which was then a subsidiary, becoming an associate of the Group thereafter (notes 39 and 44). The Group's retained interest in CDLHT was remeasured to fair value and accounted for as a business combination, which required the purchase price to be allocated to the fair value of the identifiable assets acquired and liabilities assumed, including any contingent liabilities (purchase price allocation or "PPA"). A significant portion of the purchase price was allocated to CDLHT's underlying property portfolio comprising property, plant and equipment and investment properties, based on the valuation amounts in the valuation reports undertaken by an internal valuer with appropriate recognised professional qualifications and experience in the location and category of the properties being valued.

The valuations of the property, plant and equipment and investment properties involve judgement in determining both the valuation methods to be used and the key assumptions to be applied. The valuations were sensitive to the key assumptions applied and a change in assumptions may have a significant impact on the valuations.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

8 INVESTMENTS IN AND BALANCES WITH ASSOCIATES (CONT'D)

Measurement of fair values

The valuation techniques used in measuring the fair values of the underlying significant assets and liabilities were as follows:

Assets acquired and liabilities assumed	Valuation technique
Property, plant and equipment and investment properties	*Discounted cash flow, income capitalisation, and residual methods:* The discounted cash flow method involved forecasting the properties' income stream and discounting the income stream at the market rate of interest at the acquisition date. The income capitalisation method capitalised an income stream into a present value using revenue multipliers or single-year capitalisation rates. The residual method involved deducting the estimated costs to complete as of valuation date and other relevant costs from gross development value of a proposed development assuming satisfactory completion and accounting for developer profit.
Interest-bearing borrowings	The fair value was estimated as the present value of future principal and interest cash flows, discounted at the market rates of interest at the acquisition date.

In relying on the valuation reports for the property, plant and equipment and investment properties, the Group had exercised its judgement and was satisfied that the valuation methods and estimates were reflective of prevailing market conditions.

The fair value measurements were categorised as Level 3 in the fair value hierarchy based on the inputs in the valuation techniques used.

The PPA exercise resulted in a negative goodwill of $18,003,000, which was recognised as part of the Group's share of after-tax profit of associates in the consolidated statement of profit or loss.

Immaterial associates

The Group has interests in a number of individually immaterial associates. The following table summarises, in aggregate, the Group's share of profit and other comprehensive income of these immaterial associates that are accounted for using the equity method:

	Group	
	2023 $'000	2022 $'000
Carrying amount of interests in individually immaterial associates	**1,352,520**	1,263,713
Group's share of:		
– profit from continuing operations	**3,415**	86,832
– other comprehensive income	**(18,255)**	(55,147)
– total comprehensive income	**(14,840)**	31,685

NOTES TO THE FINANCIAL STATEMENTS
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9 INVESTMENTS IN AND BALANCES WITH JOINT VENTURES

	Note	Group		Company	
		2023 $'000	2022 $'000	2023 $'000	2022 $'000
Investments in joint ventures					
Investments in joint ventures		**1,134,475**	1,083,024	**37,360**	37,360
Impairment losses		**(12,105)**	–	**–**	–
		1,122,370	1,083,024	**37,360**	37,360
Balances with joint ventures					
Amounts owing by joint ventures:					
– trade		**9,743**	10,317	**242**	46
– non-trade, interest-bearing		**1,062,049**	880,031	**–**	–
– non-trade, interest-free		**491,606**	475,220	**199,415**	237,614
		1,563,398	1,365,568	**199,657**	237,660
Impairment losses		**(4,431)**	(4,431)	**(5,246)**	(5,246)
		1,558,967	1,361,137	**194,411**	232,414
Receivable:					
– Within 1 year	16	**1,266,133**	1,086,805	**194,411**	232,414
– After 1 year	12	**292,834**	274,332	**–**	–
		1,558,967	1,361,137	**194,411**	232,414
Amounts owing to joint ventures payable within 1 year:					
– trade		**13**	428	**–**	–
– non-trade, interest-free		**87,924**	90,705	**22,727**	22,727
– non-trade, interest-bearing		**753**	–	**–**	–
	30	**88,690**	91,133	**22,727**	22,727

(a) At the reporting date, included in the carrying amount of the Group's investments in joint ventures is goodwill amounting to $26.7 million (2022: $27.2 million) relating to the Group's interests in two (2022: two) joint ventures.

(b) During the year, the Group assessed the carrying amount of its investments in joint ventures for indicators of impairment. Based on the assessment, the Group recognised an impairment loss of $12,279,000 (2022: Nil) on its investment in a joint venture as a result of its weak financial performance. The recoverable amount was estimated taking into account the fair values of the underlying assets and the liabilities of the joint venture. The fair value measurement was categorised as a Level 3 in the fair value hierarchy as it is derived from unobservable inputs.

The movement in impairment losses in respect of investments in joint ventures are as follows:

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
At 1 January	**–**	–	**–**	–
Impairment loss recognised	**12,279**	–	**–**	–
Translation differences on consolidation	**(174)**	–	**–**	–
At 31 December	**12,105**	–	**–**	–

The impairment loss recognised was included in "Share of after-tax profit of joint ventures" in the consolidated statement of profit or loss and the investment properties segment.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

9 INVESTMENTS IN AND BALANCES WITH JOINT VENTURES (CONT'D)

(c) The non-trade amounts owing by joint ventures are unsecured. In respect of interest-bearing amounts owing by joint ventures, interest at rates ranging from 2.00% to 4.66% (2022: 1.38% to 7.50%) per annum were charged by the Group.

The non-trade amounts presented as receivable within one year are receivable on demand.

The non-trade amounts owing by joint ventures after one year were loans to joint ventures for which settlement was neither planned nor likely to occur in the foreseeable future.

(d) The movements in impairment losses in respect of balances with joint ventures are as follows:

	Note	Group Lifetime ECL		Company Lifetime ECL	
		2023 $'000	2022 $'000	2023 $'000	2022 $'000
At 1 January		**4,431**	4,431	**5,246**	5,050
Impairment loss recognised		**–**	–	**–**	196
At 31 December		**4,431**	4,431	**5,246**	5,246

(e) The non-trade amounts owing to joint ventures are unsecured and repayable on demand. In respect of interest-bearing amounts owing to a joint venture, interest is charged at 1.65% (2022: Nil) per annum.

Immaterial joint ventures

The Group has interests in a number of individually immaterial joint ventures. The following table summarises, in aggregate, the share of profit and other comprehensive income of these immaterial joint ventures that are accounted for using the equity method:

	Group	
	2023 $'000	2022 $'000
Carrying amount of interests in individually immaterial joint ventures	**1,122,370**	1,083,024
Group's share of:		
– profit from continuing operations	**44,233**	83,332
– other comprehensive income	**1**	615
– total comprehensive income	**44,234**	83,947

The Group's share of the joint ventures' commitments is as follows:

	Group	
	2023 $'000	2022 $'000
Commitments		
Development expenditure contracted but not provided for in the financial statements	**371,568**	576,059
Capital expenditure contracted but not provided for in the financial statements	**30,669**	42,666
Commitments in respect of purchase of a property for which deposit has been paid	**363,000**	–

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

10 FINANCIAL ASSETS

	Note	Group		Company	
		2023 $'000	2022 $'000	2023 $'000	2022 $'000
Non-current investments					
Unquoted debt investments mandatorily at FVTPL					
– non-related companies	(a)	**–**	20,011	**–**	–
Unquoted equity investments at FVOCI					
– a fellow subsidiary		**404,089**	407,903	**404,089**	407,903
– a non-related company		**22,264**	24,261	**–**	–
		426,353	432,164	**404,089**	407,903
Unquoted equity investments mandatorily at FVTPL					
– other related parties		**107,086**	61,175	**–**	–
– non-related companies		**77,403**	75,538	**–**	–
		184,489	136,713	**–**	–
Quoted equity investments at FVOCI					
– a fellow subsidiary		**27,203**	26,006	**22,874**	21,868
Quoted equity investments mandatorily at FVTPL					
– an associate		**14,681**	18,910	**–**	–
– non-related companies		**2,343**	3,626	**1,774**	1,828
		17,024	22,536	**1,774**	1,828
Total non-current financial assets		**655,069**	637,430	**428,737**	431,599
Current investments					
Quoted equity investments mandatorily at FVTPL					
– an associate		**120**	135	**120**	135
– non-related companies		**5,646**	6,969	**–**	–
		5,766	7,104	**120**	135
Unquoted debt investment at amortised cost					
– a non-related company	(b)	**304,405**	309,488	**–**	–
Impairment loss		**(304,405)**	(309,488)	**–**	–
		–	–	**–**	–
Total current financial assets		**5,766**	7,104	**120**	135
Total financial assets		**660,835**	644,534	**428,857**	431,734

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

10 FINANCIAL ASSETS (CONT'D)

(a) Unquoted debt investments in non-related company stated at FVTPL at nil value (2022: $20,011,000) represents the Group's investment in property-link notes issued for the development of a luxury retirement village in New South Wales, Australia.

(b) Unquoted debt investment at amortised cost with gross carrying amount of $304,405,000 (US$230 million) (2022: $309,488,000 (US$230 million)) relates to the Group's investment in a US$ bond issued by Chongqing Sincere Yuanchuang Industrial Co., Ltd and its subsidiaries (Sincere Property Group). As at 31 December 2023 and 31 December 2022, the issuer remained under bankruptcy reorganisation, and the bond remained unpaid and was fully impaired. The Group has no collateral in respect of this investment.

The movement in the allowance for impairment for debt investments at amortised cost during the year was as follows:

	Lifetime ECL credit-impaired	
	2023	2022
	$'000	$'000
Balance as at 1 January	**309,488**	293,769
Impairment loss recognised	**–**	18,015
Translation differences on consolidation	**(5,083)**	(2,296)
Balance as at 31 December	**304,405**	309,488

The Group undertook an impairment assessment of the investment in the bond.

2023

During 2023, discussions between the bankruptcy administrator, creditors of Sincere Property Group and potential investors were held. As at 31 December 2023, Sincere Property Group remained under bankruptcy reorganisation and no concrete reorganisation plan has been approved by the Chongqing No 5 Intermediate People's Court.

As at 31 December 2023, the Group assessed that the investment in the bond continued to be credit-impaired. The Group assessed the lifetime ECL to be recognised, taking into consideration the latest developments on bankruptcy reorganisation of Sincere Property Group based on available information, prevailing market conditions and price trends of corporate bonds issued by other China real estate developers that face similar debt and liquidity challenges as those faced by Sincere Property Group.

Based on the assessment undertaken, the investment in the bond remained fully impaired as at 31 December 2023.

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YEAR ENDED 31 DECEMBER 2023

10 FINANCIAL ASSETS (CONT'D)

2022

During 2022, certain subsidiaries within Sincere Property Group entered into consolidated bankruptcy reorganisation in addition to Sincere Property which entered into bankruptcy reorganisation in 2021. As at 31 December 2022, discussions between the bankruptcy administrator, creditors of Sincere Property Group and potential investors were ongoing. The Group had filed its claims against Sincere Property with the bankruptcy administrator.

As at 31 December 2022, the Group assessed that the investment in the bond continued to be credit-impaired. The Group assessed the lifetime ECL to be recognised, taking into consideration the latest developments of Sincere Property Group based on available information, prevailing market conditions and price trends of corporate bonds issued by other China real estate developers with credit ratings similar to that of Sincere Property Group and face similar debt and liquidity challenges as those faced by Sincere Property Group.

The key parameter applied in estimating the ECL to be recognised include assuming a loss given default ("LGD") of 100% which was estimated based on the range of decline in trading prices of bonds issued by other China real estate developers with credit ratings similar to that of Sincere Property Group and face similar debt and liquidity challenges as those faced by Sincere Property Group. The Group also considered the increased uncertainty surrounding the complex bankruptcy reorganisation with the passage of time, which posed challenges to the recovery of the investment in the bond.

Based on the assessment undertaken, the Group recognised an additional impairment of $18 million on the investment in the bond during 2022. As at 31 December 2022, the investment in the bond was fully impaired.

As the bankruptcy reorganisation for Sincere Property Group is ongoing, its outcome is uncertain and evolving. Changes to circumstances and estimates may impact the ECL recognised on the investment in the bond. The ECL on the investment in the bond is also sensitive to the assumptions used. As the investment in bond has been fully impaired, any decrease in LGD in isolation would result in a higher recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

10 FINANCIAL ASSETS (CONT'D)

(c) Equity investments designated at FVOCI

The Group designated the equity investments shown below as equity investments at FVOCI because these equity investments represent investments that the Group intends to hold for the long-term for strategic purposes.

	Group		Company	
	Fair value $'000	Dividend income recognised $'000	Fair value $'000	Dividend income recognised $'000
2023				
Unquoted investment in a fellow subsidiary:				
– Hong Leong Holdings Limited	**404,089**	**3,206**	**404,089**	**3,206**
Unquoted investment in a non-related company:				
– Singapore-Suzhou Township Development Pte. Ltd.	**22,264**	**863**	**–**	**–**
Quoted investment in a fellow subsidiary:				
– Hong Leong Finance Limited	**27,203**	**1,822**	**22,874**	**1,533**
2022				
Unquoted investment in a fellow subsidiary:				
– Hong Leong Holdings Limited	407,903	2,295	407,903	2,295
Unquoted investment in a non-related company:				
– Singapore-Suzhou Township Development Pte. Ltd.	24,261	905	–	–
Quoted investment in a fellow subsidiary:				
– Hong Leong Finance Limited	26,006	1,306	21,868	1,098

In 2022, the Group disposed one of the other equity investments designated at FVOCI due to privatisation of the investee. The investment had a fair value of $13,342,000 at the date of disposal, and the cumulative gain on disposal amounted to $4,003,000. The cumulative gain on disposal was reclassified from fair value reserve to accumulated profits.

Information about the Group's and the Company's exposures to credit and market risks, and fair value measurement, is included in note 41.

NOTES TO THE FINANCIAL STATEMENTS
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11. DERIVATIVE FINANCIAL ASSETS/(LIABILITIES)

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Derivative financial assets				
Cross currency swaps	**37,503**	43,696	**37,503**	43,696
Forward exchange contracts	**2,427**	49,636	**2,427**	49,636
Interest rate swaps	**14,388**	18,917	**14,388**	18,917
	54,318	112,249	**54,318**	112,249
Non-current	**22,528**	40,449	**22,528**	40,449
Current	**31,790**	71,800	**31,790**	71,800
	54,318	112,249	**54,318**	112,249
Derivative financial liabilities				
Cross currency swaps	**–**	(780)	**–**	(780)
Forward exchange contracts	**(10,486)**	(780)	**(10,486)**	(780)
Interest rate swaps	**(6,479)**	(645)	**(6,479)**	(645)
	(16,965)	(2,205)	**(16,965)**	(2,205)
Non-current	**(6,479)**	(645)	**(6,479)**	(645)
Current	**(10,486)**	(1,560)	**(10,486)**	(1,560)
	(16,965)	(2,205)	**(16,965)**	(2,205)

As at the reporting date, the Group and the Company have cross-currency swaps, forward exchange contracts and interest rate swaps with a total notional amount of $530,303,000 (2022: $559,484,000), $1,284,523,000 (2022: $1,008,329,000) and $1,715,387,000 (2022: $840,952,000) respectively.

12. OTHER NON-CURRENT ASSETS

	Note	Group		Company	
		2023 $'000	2022 $'000	2023 $'000	2022 $'000
Amounts owing by subsidiaries	7	**–**	–	**7,641,397**	6,428,732
Amount owing by joint ventures	9	**292,834**	274,332	**–**	–
Deposits		**11,898**	11,946	**–**	–
Other receivables		**7,256**	6,682	**–**	–
Restricted bank deposits	18	**110,802**	6,494	**–**	–
		422,790	299,454	**7,641,397**	6,428,732
Prepayments		**28,128**	288	**–**	–
Intangible assets		**1,609**	1,714	**–**	–
Deferred tax assets	29	**28,804**	47,468	**–**	–
		481,331	348,924	**7,641,397**	6,428,732

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YEAR ENDED 31 DECEMBER 2023

13 DEVELOPMENT PROPERTIES

	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Properties under development, for which revenue is to be recognised over time	**1,433,072**	1,519,313	**–**	–
Properties under development, for which revenue is to be recognised at a point in time	**1,966,926**	3,100,118	**–**	–
Completed units	**1,649,503**	1,465,230	**161,687**	166,106
	5,049,501	6,084,661	**161,687**	166,106
Allowance for foreseeable losses	**(171,509)**	(127,064)	**–**	–
Total development properties	**4,877,992**	5,957,597	**161,687**	166,106

(i) Allowance for foreseeable losses

Movements in allowance for foreseeable losses are as follows:

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
At 1 January		**127,064**	68,087	**–**	–
Allowance made	32	**49,663**	61,766	**–**	–
Allowance utilised		**(4,094)**	–	**–**	–
Translation differences on consolidation		**(1,124)**	(2,789)	**–**	–
At 31 December		**171,509**	127,064	**–**	–

The allowance for foreseeable losses is determined after taking into account estimated selling prices, estimated total construction costs and selling expenses. The estimated selling prices are based on recent selling prices for the development project or comparable projects and prevailing property market conditions. The estimated total construction costs are based on contracted amounts and, in respect of amounts not contracted for, management's estimates of the amounts to be incurred taking into consideration historical trends of the amounts incurred. The allowance made for foreseeable losses is included in "cost of sales".

(ii) Development properties of the Group recognised as cost of sales, excluding allowance for foreseeable losses, amounted to $2,240,318,000 (2022: $1,081,031,000) for the year.

(iii) Development properties of the Group with carrying amounts of $215,357,000 (2022: $565,080,000) are mortgaged to financial institutions to secure credit facilities (refer to note 22).

14 CONTRACT COSTS

The amount relates to commission fees paid to property agents for securing sale contracts for the Group's development properties. During the year, $23,638,000 (2022: $43,664,000) of commission fees paid were capitalised as contract costs.

Capitalised commission fees are amortised when the related revenue is recognised. During the year, $66,302,000 (2022: $51,316,000) was amortised. There is no impairment loss in relation to such costs capitalised.

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15 CONTRACT ASSETS/(LIABILITIES)

	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Contract assets	**937,055**	465,018	**–**	–
Contract liabilities	**(156,203)**	(613,598)	**–**	(8,190)

Significant changes in the contract assets and the contract liabilities balances during the year are as follows:

	Group 2023 $'000	Group 2022 $'000
Contract liabilities at the beginning of the year recognised as revenue during the year	**565,008**	278,174
Increases due to cash received, excluding amounts recognised as revenue during the year	**(111,364)**	(191,595)
Contract assets reclassified to trade receivables	**(465,018)**	(402,324)
Changes in measurement of progress	**937,055**	465,018

16 TRADE AND OTHER RECEIVABLES

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Trade receivables		**263,091**	242,698	**801**	8,905
Impairment losses		**(20,444)**	(15,723)	**(150)**	(82)
		242,647	226,975	**651**	8,823
Other receivables	(a)	**479,100**	489,499	**5,545**	2,053
Impairment losses		**(380,857)**	(389,091)	**(985)**	(1,048)
		98,243	100,408	**4,560**	1,005
Accrued rent receivables		**49,198**	49,671	**111**	2,778
Impairment losses		**(10,802)**	(19,914)	**–**	–
		38,396	29,757	**111**	2,778
Deposits		**13,585**	5,911	**278**	288
Amounts owing by:					
– subsidiaries	7	**–**	–	**6,498,901**	6,228,009
– associates	8	**17,705**	10,916	**1,289**	1,540
– joint ventures	9	**1,266,133**	1,086,805	**194,411**	232,414
– fellow subsidiaries	17	**132**	250	**–**	–
Reimbursement asset	(b)	**–**	59,505	**–**	–
		1,676,841	1,520,527	**6,700,201**	6,474,857
Prepayments		**113,157**	100,483	**3,149**	2,758
Grant receivables		**–**	480	**–**	–
Tax recoverable		**19,689**	4,048	**–**	–
		1,809,687	1,625,538	**6,703,350**	6,477,615

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

16 TRADE AND OTHER RECEIVABLES (CONT'D)

(a) Included in other receivables of the Group as at 31 December 2023 is a receivable of $374.0 million (2022: $382.7 million) from HCP Chongqing Property Development Co., Ltd (HCP) and its subsidiaries (HCP Group) which has been fully impaired.

(b) The reimbursement asset as at 31 December 2022 related to reimbursements from the buyer of Millennium Hilton Seoul for costs that the Group would incur under certain contracts in respect of the hotel arising from the sale of the hotel (note 28). The buyer had fully reimbursed the Group in 2023.

Information about the Group's and Company's exposure to credit risk on other receivables is included in note 41.

17 AMOUNTS OWING BY AND TO FELLOW SUBSIDIARIES

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Amounts owing by fellow subsidiaries:					
– trade	16	**132**	250	**–**	–
Amounts owing to fellow subsidiaries:					
– trade		**4**	123	**–**	–
– non-trade, interest-free		**104,056**	110,406	**–**	–
– non-trade, interest-bearing		**14,814**	183,511	**–**	–
	30	**118,874**	294,040	**–**	–

Fellow subsidiaries are subsidiaries of the immediate holding company. The non-trade amounts owing to fellow subsidiaries are unsecured and repayable on demand. In respect of interest-bearing amounts owing to fellow subsidiaries, interest was charged at 2.00% (2022: 2.00%) per annum.

18 CASH AND CASH EQUIVALENTS

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Fixed deposits		**1,101,238**	1,484,627	**396,235**	425,488
Cash at banks and in hand		**1,299,193**	878,570	**137,566**	189,011
Cash and cash equivalents in the statements of financial position		**2,400,431**	2,363,197	**533,801**	614,499
Restricted deposits included in other non-current assets	12	**110,802**	6,494		
	19	**2,511,233**	2,369,691		
Restricted cash		**(141,405)**	(121,544)		
Bank overdrafts*	21	**(325,630)**	–		
Cash and cash equivalents in the consolidated statement of cash flows		**2,044,198**	2,248,147		

* In 2022, cash pool overdrafts of $313,521,000 were set off against cash and cash equivalents in the statement of financial position. The presentation has changed in the current year. The cash pool overdrafts are part of the Group's cash-pooling arrangements with banks where certain subsidiaries' cash deposits and overdrafts are pooled to optimise its cash balances.

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18 CASH AND CASH EQUIVALENTS (CONT'D)

As at 31 December 2023, cash and cash equivalents of $116,470,000 (2022: $272,110,000) of the Group were held under project accounts and withdrawals from these project accounts are restricted to payments for expenditure incurred on the Group's development projects.

Cash at banks and fixed deposits for the Group and Company bore interest at 0.05% to 6.05% (2022: 0.10% to 5.70%) and 3.00% to 4.17% (2022: 3.00% to 4.51%) per annum respectively, as at 31 December 2023.

	Note	Group 2023 $'000	Group 2022 $'000
Restricted cash:			
– Current		**30,603**	115,050
– Non-current	12	**110,802**	6,494
		141,405	121,544

As at 31 December 2023 and 31 December 2022, restricted cash comprise mainly deposits pledged to financial institutions as collateral for credit facilities granted (see note 22).

19 SHARE CAPITAL

	Company 2023 Number of shares	Company 2023 $'000	Company 2022 Number of shares	Company 2022 $'000
Issued and fully paid ordinary share capital with no par value:				
At 1 January and 31 December	**906,901,330**	**1,661,179**	906,901,330	1,661,179
Issued and fully paid non-redeemable convertible non-cumulative preference share capital with no par value:				
At 1 January	**330,874,257**	**330,218**	330,874,257	330,218
Less: Purchase and cancellation of preference shares	**(33,087,425)**	**(25,808)**	–	–
At 31 December	**297,786,832**	**304,410**	330,874,257	330,218
		1,965,589		1,991,397

At the reporting date, the Company held 2,400,000 (2022: 2,400,000) ordinary shares as treasury shares.

During the year, the Company acquired 33,087,425 (2022: Nil) preference shares for a total consideration of $25,808,000 (2022: Nil) and subsequently, cancelled them.

Ordinary share capital

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per ordinary share at general meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

NOTES TO THE FINANCIAL STATEMENTS
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19 SHARE CAPITAL (CONT'D)

Preference share capital

The Company has in issue 297,786,832 (2022: 330,874,257) non-redeemable convertible non-cumulative preference shares (Preference Shares), listed on the Official List of Singapore Exchange Securities Trading Limited. The Preference Shares are convertible only at the option of the Company, into fully-paid ordinary shares of the Company at the conversion ratio of 0.136 ordinary share for each Preference Share.

In the event the Company exercises its right of conversion, the Company shall pay to preference shareholders a one-off preference cash dividend at the fixed rate of 64% (net) of the issue price for each Preference Share (Additional Preference Dividend) and any preference dividend accrued but unpaid.

As at 31 December 2023, a maximum number of 40,499,009 (2022: 44,998,898) ordinary shares are issuable upon full conversion at the sole option of the Company of all the Preference Shares.

Holders of Preference Shares have no voting rights, except under certain circumstances provided for in the Singapore Companies Act and as set out in the Company's Constitution.

The Preference Shares rank:

(i) *pari passu* without any preference or priority among themselves; and

(ii) in priority over the ordinary shares (a) in respect of payment of the preference dividend (when, as and if declared) and the Additional Preference Dividend; and (b) in the event of a winding-up of or return of capital by the Company, payment of any preference dividend that has accrued to holders of Preference Shares and is unpaid, the Additional Preference Dividend (whether or not then due) as well as the amount paid up on the Preference Shares (including the premium paid thereon).

Capital management policy

The Group's primary objective in capital management is to maintain a strong capital base so as to maintain investor, creditor and market confidence, and to continue to maintain the future development and growth of the business.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. For this purpose, the Group defines "capital" as including all components of equity, including non-controlling interests. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders or issue new shares or other financial instruments.

The Group monitors capital using a net debt equity ratio, which is defined as net borrowings divided by total capital employed.

	Note	2023 $'000	2022 $'000
Gross borrowings		**12,313,507**	10,381,801
Cash and bank balances (including restricted cash and cash and cash equivalents included in assets held for sale)	18	**(2,511,233)**	(2,369,691)
Net debt		**9,802,274**	8,012,110
Total capital employed		**9,539,344**	9,564,822
Net debt equity ratio		**1.03**	0.84

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

19 SHARE CAPITAL (CONT'D)

Capital management policy (cont'd)

No changes were made to the above objectives, policies and processes during the years ended 31 December 2023 and 2022.

The Group derives income from its investments in the People's Republic of China. The conversion of the Chinese Renminbi is subject to the rules and regulations of foreign exchange control promulgated by the People's Republic of China government.

Under the Housing Developers (Control and Licensing) Act, in order to qualify for a housing developer's licence, certain subsidiaries of the Group are required to maintain a minimum paid-up capital. These entities complied with the capital requirement during the current and prior year.

20 RESERVES

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Capital reserve	**231,426**	232,681	**63,743**	63,743
Fair value reserve	**68,842**	73,456	**47,159**	49,966
Hedging reserve	**6,993**	17,355	**7,909**	18,272
Other reserves	**24,651**	24,651	**–**	–
Share option reserve	**293**	15,482	**–**	–
Foreign currency translation reserve	**(457,318)**	(334,364)	**–**	–
Accumulated profits	**7,340,013**	7,195,677	**4,918,316**	4,020,199
	7,214,900	7,224,938	**5,037,127**	4,152,180

The capital reserve comprises mainly:

(a) negative goodwill on the consolidation of subsidiaries which arose prior to 1 January 2017 under the previous accounting standards adopted;

(b) issue expenses; and

(c) reserves arising from the Group's acquisition of non-controlling interests in subsidiaries.

The fair value reserve comprises the cumulative net change in the fair value of equity instruments designated at FVOCI.

The hedging reserve comprises the effective portion of the cumulative net changes in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred (net of tax).

Other reserves comprise mainly reserves set aside by certain subsidiaries in compliance with the relevant regulations in the People's Republic of China and share of other reserves of associates and joint ventures.

The share option reserve comprises share of cumulative value of employee services received for the issue of share options of a joint venture.

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20 RESERVES (CONT'D)

The foreign currency translation reserve comprises mainly:

(a) foreign exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from the presentation currency of the Company;

(b) the gain or loss on financial instruments used to hedge the Group's net investment in foreign operations that are determined to be effective hedges; and

(c) exchange differences on monetary items which form part of the Group's net investment in foreign operations, provided certain conditions are met.

21 INTEREST-BEARING BORROWINGS

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Term loans	22	**7,424,542**	5,909,397	**6,416,821**	4,606,286
Bonds and notes	23	**2,859,569**	2,651,786	**2,039,735**	1,971,771
Bank loans	24	**1,016,192**	1,108,239	**772,883**	874,187
Bank overdrafts	18	**325,630**	–*	**–**	–
		11,625,933	9,669,422	**9,229,439**	7,452,244
Non-current		**7,713,087**	7,315,400	**6,714,608**	6,091,010
Current		**3,912,846**	2,354,022	**2,514,831**	1,361,234
		11,625,933	9,669,422	**9,229,439**	7,452,244

* In 2022, cash pool overdrafts of $313,521,000 were set off against cash and cash equivalents in the statement of financial position. The presentation has changed in the current year. The cash pool overdrafts are part of the Group's cash-pooling arrangements with banks where certain subsidiaries' cash deposits and overdrafts are pooled to optimise its cash balances.

Information about the Group's and the Company's exposure to interest rate, foreign currency and liquidity risks is included in note 41.

22 TERM LOANS

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Secured		**489,950**	622,689	**–**	–
Unsecured		**6,934,592**	5,286,708	**6,416,821**	4,606,286
	21	**7,424,542**	5,909,397	**6,416,821**	4,606,286

The term loans are obtained from banks and financial institutions.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

22 TERM LOANS (CONT'D)

The secured term loans are generally secured by:

– mortgages on the borrowing subsidiaries' property, plant and equipment, investment properties and development properties (see notes 4, 5 and 13);

– assignment of all rights and benefits to sale, lease and insurance proceeds in respect of certain property, plant and equipment, investment and development properties; and

– pledge on cash deposits of $119.4 million (2022: $117.2 million).

The Group's secured term loans bore interest at 1.13% to 6.46% (2022: 2.97% to 5.56%) per annum as at 31 December 2023.

The Group's unsecured term loans bore interest at 0.83% to 6.63% (2022: 0.36% to 5.22%) per annum as at 31 December 2023. The Company's unsecured term loans bore interest at 0.83% to 6.49% (2022: 1.45% to 5.16%) per annum as at 31 December 2023.

23 BONDS AND NOTES

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Secured		**819,835**	680,015	**–**	–
Unsecured		**2,039,734**	1,971,771	**2,039,735**	1,971,771
	21	**2,859,569**	2,651,786	**2,039,735**	1,971,771

Secured bonds and notes comprise the following:

(i) $28 million [JPY3,011 million] (2022: Nil) bonds comprising 1 tranche issued by a subsidiary, which holds a Japan hotel (classified under investment properties) through a TMK structure. The bonds bore interest at 1.50% (2022: Nil) per annum as at 31 December 2023 and are secured by a guarantee from its intermediate holding company.

Unless previously redeemed or purchased and cancelled, the bonds are redeemable at their principal amounts on their maturity date in December 2028.

(ii) $93 million [JPY10,000 million] (2022: $101 million) [JPY9,980 million] bonds comprising 2 tranches issued by a subsidiary, which holds a Japan hotel (classified under investment properties) through a TMK structure. The bonds bore interest at 0.31% to 0.47% (2022: 0.31% to 0.46%) per annum as at 31 December 2023.

The bondholders, under Article 128 of the Japan Asset Liquidation Law, are under a statutory lien to receive payment of their claims under the bonds prior to other creditors out of the assets of the TMK. The order of priority of such statutory lien shall be immediately after the general statutory liens under the Japan Civil Code. While the assets of the TMK are subject to a statutory preferred right, it is not considered a mortgage under Japan laws.

Unless previously redeemed or purchased and cancelled, the bonds are redeemable at their principal amounts on their maturity date in March 2025.

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23 BONDS AND NOTES (CONT'D)

(iii) $700 million (2022: $530 million) medium term notes (MTNs) which comprise 3 series (2022: 2 series) of notes issued by a subsidiary as part of a $700 million secured MTN programme established in 2001. The MTNs bore interest at 1.65% to 3.73% (2022: 1.65% to 2.96%) per annum as at 31 December 2023 and are secured by a mortgage over an investment property and property, plant and equipment as well as rental and insurance proceeds to be derived from the said property.

Unless previously redeemed or purchased and cancelled, the MTNs are redeemable at their principal amounts on their respective maturity dates from May 2024 to December 2028 (2022: May 2024 to December 2025).

In addition, as at 31 December 2022, secured bonds and notes included a $51 million [JPY5,040 million] bond issued by a subsidiary which holds a Japan development property through a TMK structure. The bond bore interest at 0.37% per annum as at 31 December 2022. the bond was redeemed in September 2023.

Unsecured bonds and notes comprise $2,045 million (2022: $1,975 million) medium term notes (MTNs) which comprise 9 series (2022: 10 series) of notes issued by the Company at various interest rates as part of a $5.0 billion unsecured MTN programme established in 1999. The MTNs bore interest at 2.00% to 4.14% (2022: 2.00% to 3.90%) per annum as at 31 December 2023.

Unless previously redeemed or purchased and cancelled, the MTNs are redeemable at their principal amounts on their respective maturity dates from January 2024 to April 2028 (2022: April 2023 to June 2026).

24 BANK LOANS

	Note	Group		Company	
		2023 $'000	2022 $'000	2023 $'000	2022 $'000
Bank loans repayable within 1 year					
– secured		**983**	10,362	**–**	–
– unsecured		**1,015,209**	1,097,877	**772,883**	874,187
	21	**1,016,192**	1,108,239	**772,883**	874,187

The Group's secured bank loans bore interest at 3.20% to 6.63% (2022: 2.97% to 5.08%) per annum as at 31 December 2023. The loans are secured by mortgages on the borrowing subsidiary's property, plant and equipment (note 4) and a pledge on cash deposits (note 18).

The Group's unsecured bank loans bore interest at 0.80% to 6.50% (2022: 0.71% to 5.51%) per annum as at 31 December 2023. The Company's unsecured bank loans bore interest at 5.05% to 6.39% (2022: 0.71% to 5.51%) per annum as at 31 December 2023.

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25 EMPLOYEE BENEFITS

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Net liability for:				
– defined benefit obligations	**2,077**	7,276	**–**	–
– short-term accumulating compensated absences	**30,226**	28,196	**2,579**	1,960
– other long-term benefits	**3,708**	395	**2,904**	–
	36,011	35,867	**5,483**	1,960
Non-current	**4,716**	7,304	**2,591**	–
Current	**31,295**	28,563	**2,892**	1,960
	36,011	35,867	**5,483**	1,960

	Group	
	2023 $'000	2022 $'000
Net liability for defined benefit obligations		
Present value of unfunded obligations	**2,766**	3,732
Present value of funded obligations	**88,137**	88,682
Fair value of plan assets	**(88,826)**	(85,138)
Liability for defined benefit obligations	**2,077**	7,276
Changes in the present value of defined benefit obligations		
Defined benefit obligations at 1 January	**92,414**	158,329
Remeasurements:		
– Experience adjustment	**(4,570)**	6,275
– Actuarial gain from changes in demographic assumptions	**(2,033)**	(4,818)
– Actuarial gain from changes in financial assumptions	**1,878**	(51,482)
Benefits paid	**(3,851)**	(5,023)
Interest cost	**4,296**	2,355
Current service costs	**272**	329
Past service costs	**–**	(53)
Translation differences on consolidation	**2,497**	(13,498)
Defined benefit obligations at 31 December	**90,903**	92,414
Changes in the fair value of plan assets		
Fair value of plan assets at 1 January	**85,138**	133,795
Return on plan assets, excluding interest income	**707**	(34,025)
Contributions by employer	**340**	4,738
Benefits paid	**(3,825)**	(8,892)
Interest income	**3,982**	1,977
Translation differences on consolidation	**2,484**	(12,455)
Fair value of plan assets at 31 December	**88,826**	85,138

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25 EMPLOYEE BENEFITS (CONT'D)

The fair values of plan assets in each category are as follows:

	Group 2023 $'000	Group 2022 $'000
Equity	**9,959**	8,394
Bonds	**11,942**	10,154
Cash	**66,925**	66,590
Fair value of plan assets	**88,826**	85,138

Expenses recognised in profit or loss

	Group 2023 $'000	Group 2022 $'000
Current service costs	**272**	329
Past service costs	**–**	(53)
Net interest costs	**314**	378
Defined benefit obligation expenses	**586**	654

The expenses are recognised in the following line items in profit or loss:

	Note	Group 2023 $'000	Group 2022 $'000
Cost of sales		**195**	124
Administrative expenses		**339**	448
Other operating expenses		**52**	82
Defined benefit obligation expenses	32	**586**	654

The weighted average duration of the defined benefit obligations as at 31 December 2023 was 12 years (2022: 11 years).

The Group expects approximately Nil (2022: $8 million (£5 million)) contributions to be paid to the defined benefit plans in 2024 (2022: 2023).

The Group operates various funded pension schemes which are established in accordance with local conditions and practices within the countries concerned. The most significant funds are described below:

United Kingdom (UK)

The Group makes contributions to a pension scheme for its UK employees, which was set up in 1993. The plan operates a funded defined benefit arrangement together with a defined contribution plan, both with different categories of membership. The defined benefit section of the plan was closed to new entrants in 2001 and at the same time, rights to a guaranteed minimum pension (GMP) under the defined contribution scheme also ceased. The plan entitles a retired employee to receive an annual pension payment.

The contributions required are determined by a qualified actuary on the basis of triennial valuations using the projected unit credit method. The last full actuarial valuation of this scheme was carried out by a qualified independent actuary as at 5 April 2020 and this has been updated on an approximate basis to 31 December 2023. The contributions of the Group during the year were about 36.30% (2022: 36.30%) of pensionable salary.

As the defined benefit section is closed to new entrants, the current service cost, as a percentage of pensionable payroll is likely to increase as the membership ages, although it will be applied to a decreasing pensionable payroll. The assumptions which have the most significant effect on the results of the valuation are those relating to the discount rate and the rates of increase in salaries and pensions.

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25 EMPLOYEE BENEFITS (CONT'D)

Taiwan

The Group makes contributions to a defined benefit pension plan for its employees in Taiwan. The contributions required are determined by an external qualified actuary using the projected unit credit method. The most recent valuation was carried out on 31 December 2023. The contributions of the Group were no less than 6% (2022: 6%) of the employees' earnings. The assumptions which have the most significant effect on the results of the valuations are those relating to the discount rate and the rate of increase in salaries.

The defined benefit plans are administered by pension funds that are legally separated from the Group. The boards of the pension funds are required by law to act in the best interests of the plan participants.

These defined benefit plans expose the Group to actuarial risks, such as longevity risk, currency risk, interest rate risk and market investment risk.

The above plans are substantially funded by the Group's subsidiary. The funding requirements are based on pension funds' actuarial measurement framework set out in the funding policies of the plans.

The assets of each scheme have been taken at market value and the liabilities have been calculated using the following principal assumptions:

	2023 UK	2023 Taiwan	2022 UK	2022 Taiwan
Inflation rate	**3.2%**	**–**	3.3%	–
Discount rate	**4.7%**	**1.4%**	4.9%	1.5%
Rate of salary increase	**3.7%**	**3.0%**	3.8%	3.0%
Rate of pension increases	**3.0%**	**–**	3.1%	–
Rate of revaluation	**2.8%**	**–**	2.8%	–

The methodology for computing the discount rate is the yield range method.

The assumptions used by the actuaries are the best estimates chosen from a range of possible actuarial assumptions, which due to the timescale covered, may not necessarily be borne out in practice. The present values of the schemes' liabilities are derived from cash flow projections over long periods and are inherently uncertain.

Sensitivity analysis

The calculation of the defined benefit obligation is sensitive to the assumptions set out above. The following table summarises how the impact on the defined benefit obligation at the end of the reporting period would have increased/(decreased) as a result of a change in one of the relevant actuarial assumptions by one percent, holding other assumptions consistent.

	Defined benefit obligation 1 percent increase $'000	Defined benefit obligation 1 percent decrease $'000
Group		
2023		
Discount rate	**(8,941)**	**10,677**
Rate of salary increase	**676**	**(614)**
2022		
Discount rate	(9,329)	11,781
Rate of salary increase	912	(683)

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26 LEASE LIABILITIES

	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Lease liabilities	**670,940**	697,439	**26,642**	32,522
Non-current	**648,795**	672,633	**20,429**	26,642
Current	**22,145**	24,806	**6,213**	5,880
	670,940	697,439	**26,642**	32,522

The incremental borrowing rates of the Group's and the Company's lease liabilities range from 0.9% to 14.6% (2022: 0.9% to 14.6%) and 2.7% to 3.1% (2022: 2.7% to 3.1%) per annum respectively, as at 31 December 2023.

Information about the Group's and the Company's exposure to foreign currency and liquidity risk is included in note 41.

27 OTHER LIABILITIES

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Deferred income		**45,569**	47,874	**–**	–
Rental deposits		**62,707**	52,928	**1,618**	9,564
Amounts owing to a subsidiary	7	**–**	–	**–**	750,144
Non-current retention sums payable		**26,045**	15,560	**–**	–
Deferred consideration for land acquired		**79,836**	–	**–**	–
Miscellaneous (principally deposits received and payables)		**16,147**	19,781	**–**	–
		230,304	136,143	**1,618**	759,708

Included in deferred income are the following:

(i) $7,030,000 (2022: $7,030,000) relating to the deferred gain on the sale of cash flows as disclosed in footnote (a) of note 44.

(ii) $35,986,000 (2022: $37,970,000) relating to the deferred gain arising from the sale of Novotel Singapore Clarke Quay previously owned by CDLHT, to a joint venture. During 2022, $62.0 million deferred gain was realised and recognised as part of the gain on disposal of CDLHT under "Other income" in the consolidated statement of profit or loss.

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28 PROVISIONS

	Beijing indemnity $'000	Capital expenditure $'000	Legal provisions $'000	Cash flow support $'000	Interest support $'000	Korea provision $'000	Total $'000
Group							
At 1 January 2022	16,252	620	10,723	3,479	14,210	70,773	116,057
Disposal of subsidiary	–	(9,242)	–	–	–	–	(9,242)
Provision made/(written back)	–	14,978	14,915	(3,479)	(10,489)	11,013	26,938
Provision utilised	–	(4,107)	–	–	–	(18,917)	(23,024)
Unwinding of discount	–	–	–	–	179	–	179
Translation differences on consolidation	(105)	(9)	(833)	–	–	(3,364)	(4,311)
At 31 December 2022	16,147	2,240	24,805	–	3,900	59,505	106,597
Non-current							16,147
Current							90,450
							106,597
At 1 January 2023	16,147	2,240	24,805	–	3,900	59,505	106,597
Provision made/(written back)	–	2,850	(2,537)	–	(3,900)	–	(3,587)
Provision utilised	–	(919)	(1,126)	–	–	(58,207)	(60,252)
Translation differences on consolidation	(265)	(295)	(628)	–	–	(1,298)	(2,486)
At 31 December 2023	15,882	3,876	20,514	–	–	–	40,272
Non-current							15,882
Current							24,390
							40,272

The provision for Beijing indemnity relates to tax indemnity provided to the former shareholders of Grand Millennium Beijing in which the Group acquired an additional 40% interest in 2010.

The provision for capital expenditure relates to the Group's obligations to incur capital expenditure under the terms of certain hotel operating agreements.

The legal provisions relate mainly to provisions made in relation to disputes in several hotels.

The interest support relates to the Group's obligation as the asset manager of Summervale Properties Pte. Ltd. (Summervale) to provide support for the coupon payments on fixed rate notes subscribed by third party investors and the Group as well as interest payments for bank borrowings taken up by Summervale. As at 31 December 2022, the Group's obligation in connection with the interest support had been discharged following the redemption of the fixed rate notes.

The Korea provision relates to the Group's obligations under certain contracts in respect of Millennium Hilton Seoul and represents the costs to be incurred arising from the sale of Millennium Hilton Seoul. The sale of Millennium Hilton Seoul was completed during 2022. The Group settled part of the costs in 2022 and settled the remaining amount in 2023. The Group was fully reimbursed by the buyer of Millennium Hilton Seoul for the amounts incurred in respect of its obligations under the relevant contracts (note 16). The additional costs recognised in 2022 of $11.0 million was netted against the corresponding reimbursement from the buyer in the consolidated statement of profit or loss.

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29 DEFERRED TAX LIABILITIES

Movements in deferred tax assets and liabilities of the Group (prior to offsetting of balances) during the year are as follows:

	At 1 January 2022 $'000 Restated*	Recognised in profit or loss (note 33) $'000 Restated*	Recognised in the statement of comprehensive income (note 33) $'000	Disposal of subsidiaries (note 39) $'000 Restated*	Reclassifications (note 6) $'000	Translation differences on consolidation $'000	At 31 December 2022 $'000 Restated*
Group							
Deferred tax liabilities							
Property, plant and equipment (including right-of-use assets)	291,928	18,230	–	(7,513)	(418)	(41,950)	260,277
Investment properties	61,957	(2,085)	–	(326)	(3,156)	(2,954)	53,436
Development properties	16,851	(2,667)	–	–	(396)	(2,128)	11,660
Employee benefits	1,151	(2,087)	1,258	1,297	323	330	2,272
Unremitted earnings	68,379	164,980	–	2,641	(2,641)	(82)	233,277
Others	9,236	4,350	–	2,172	5,685	(3,930)	17,513
	449,502	180,721	1,258	(1,729)	(603)	(50,714)	578,435
Deferred tax assets							
Tax losses	(175,562)	43,041	–	8,487	603	4,264	(119,167)
Lease liabilities	(126,930)	(15,681)	–	34	–	13,779	(128,798)
Trade and other payables	(20,244)	(7,550)	–	–	–	109	(27,685)
	(322,736)	19,810	–	8,521	603	18,152	(275,650)
Total	126,766	200,531	1,258	6,792	–	(32,562)	302,785

* The comparative information has been re-presented to reflect a separate deferred tax asset in relation to the Group's lease liabilities and a deferred tax liability in relation to the Group's right-of-use assets. See note 2.5.

	At 1 January 2023 $'000	Recognised in profit or loss (note 33) $'000	Recognised in the statement of comprehensive income (note 33) $'000	Reclassifications $'000	Translation differences on consolidation $'000	At 31 December 2023 $'000
Group						
Deferred tax liabilities						
Property, plant and equipment (including right-of-use assets)	260,277	37,113	–	(15,420)	17,812	299,782
Investment properties	53,436	2,127	–	–	(1,088)	54,475
Development properties	11,660	13,345	–	–	(991)	24,014
Employee benefits	2,272	2,828	(37)	59	(34)	5,088
Unremitted earnings	233,277	(59,957)	–	519	157	173,996
Others	17,513	14,732	–	(15,250)	2,764	19,759
	578,435	10,188	(37)	(30,092)	18,620	577,114
Deferred tax assets						
Tax losses	(119,167)	(8,163)	–	17,526	1,861	(107,943)
Lease liabilities	(128,798)	(839)	–	12,566	(8,838)	(125,909)
Trade and other payables	(27,685)	23,907	–	–	222	(3,556)
	(275,650)	14,905	–	30,092	(6,755)	(237,408)
Total	302,785	25,093	(37)	–	11,865	339,706

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29 DEFERRED TAX LIABILITIES (CONT'D)

	At 1 January 2022 $'000 Restated*	Recognised in profit or loss $'000 Restated*	At 31 December 2022 $'000 Restated*	Recognised in profit or loss $'000	At 31 December 2023 $'000
Company					
Deferred tax liabilities					
Property, plant and equipment (including right-of-use assets)	(908)	4,028	3,120	(583)	2,537
Investment properties	11,178	(699)	10,479	(10,099)	380
Unremitted earnings	14,072	(5)	14,067	(9)	14,058
	24,342	3,324	27,666	(10,691)	16,975
Deferred tax assets					
Tax losses	–	–	–	(3,225)	(3,225)
Development properties	(2,862)	53	(2,809)	–	(2,809)
Lease liabilities	(2,707)	(2,822)	(5,529)	1,000	(4,529)
Trade and other payables	(88)	57	(31)	(5)	(36)
Others	(120)	207	87	(533)	(446)
	(5,777)	(2,505)	(8,282)	(2,763)	(11,045)
Total	18,565	819	19,384	(13,454)	5,930

* The comparative information has been re-presented to reflect a separate deferred tax asset in relation to the Company's lease liabilities and a deferred tax liability in relation to the Company's right-of-use assets. See note 2.5.

Deferred tax liabilities and assets are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same taxation authority. The amounts, determined after appropriate offsetting, are as follows:

	Note	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Deferred tax assets	12	**28,804**	47,468	**–**	–
Deferred tax liabilities		**(368,510)**	(350,253)	**(5,930)**	(19,384)
		(339,706)	(302,785)	**(5,930)**	(19,384)

NOTES TO THE FINANCIAL STATEMENTS
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29 DEFERRED TAX LIABILITIES (CONT'D)

Deferred tax assets have not been recognised in respect of the following items because it is not probable that future taxable profit will be available against which the Group can utilise the benefits therefrom:

	Group	
	2023 $'000	2022 $'000
Deductible temporary differences	**314,184**	380,994
Tax losses	**647,237**	600,782
	961,421	981,776

The deductible temporary differences do not expire under current tax legislation. The tax losses are subject to agreement by the tax authorities and compliance with tax regulations in the respective countries in which certain subsidiaries operate.

The tax losses with expiry dates are as follows:

	Group	
	2023 $'000	2022 $'000
Expiry dates		
– Within 1 to 5 years	**202.735**	204,971
– After 5 years	**7,164**	11,119
	209,899	216,090

At 31 December 2023, a deferred tax liability of $46,482,000 (2022: $40,608,000) in respect of temporary differences of $472,124,000 (2022: $424,928,000) related to the withholding tax on the distributable profits of the Group's subsidiaries was not recognised because the Group controls whether the liability will be incurred and it is satisfied that it will not be incurred in the foreseeable future.

Under SFRS(I) 1-12 Income Taxes, deferred tax is not recognised for temporary differences on the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting or taxable profit or loss. As at 31 December 2023, the Group has not recognised deferred tax liabilities of $33,222,000 (2022: $18,298,000) relating to temporary differences on the initial recognition of assets and liabilities of the subsidiaries acquired.

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30 TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2023 $'000	2022 $'000	2023 $'000	2022 $'000
Trade payables		**240,874**	249,348	**30,300**	1,858
Accruals		**512,411**	502,098	**95,700**	88,564
Deferred income		**79,787**	60,884	**–**	–
Other payables		**72,276**	60,547	**1,200**	1,096
Rental and other deposits		**51,980**	56,700	**763**	8,424
Retention sums payable		**14,650**	17,518	**–**	–
Amounts owing to:					
– subsidiaries	7	**–**	–	**1,199,466**	2,119,114
– associates	8	**6,932**	7,395	**–**	6
– joint ventures	9	**88,690**	91,133	**22,727**	22,727
– fellow subsidiaries	17	**118,874**	294,040	**–**	–
– non-controlling interests		**137,139**	125,266	**–**	–
		1,323,613	1,464,929	**1,350,156**	2,241,789

The non-trade amounts owing to non-controlling interests are unsecured and due within one year. $90.3 million (2022: $88.4 million) of the balance bears interest at 6.0% (2022: 6.0% to 12.0%) per annum and the remaining balance is interest-free.

31 REVENUE

Revenue of the Group includes property development income, income from owning and operating hotels, rental income, dividend income and others but excludes intra-group transactions. Property development income consists mainly of sale proceeds of commercial and residential properties. Others include mainly management and consultancy fees, and income from the provision of laundry services.

	Group	
	2023 $'000	2022 $'000
Revenue from contracts with customers:		
– Hotel operations for which revenue is:		
– recognised over time	**1,056,376**	960,884
– recognised at a point in time	**442,139**	419,780
– Development properties for which revenue is:		
– recognised over time	**1,031,732**	1,072,868
– recognised at a point in time	**1,760,838**	309,454
	4,291,085	2,762,986
Dividends from investments:		
– fellow subsidiaries		
– quoted equity investments – at FVOCI	**1,822**	1,306
– unquoted equity investments – at FVOCI	**3,206**	2,295
– others		
– quoted equity investments – at FVOCI	**–**	334
– quoted equity investments – mandatorily at FVTPL	**286**	464
– unquoted equity investments – at FVOCI	**863**	905
Rental income from investment properties	**449,488**	341,163
Others	**194,371**	183,960
	4,941,121	3,293,413

NOTES TO THE FINANCIAL STATEMENTS
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31 REVENUE (CONT'D)

As at 31 December 2023, the Group has property development income of $467,188,000 (2022: $1,100,870,000) which is expected to be recognised over the next four years (2022: three years) as construction of the development properties progresses.

The Group has applied the practical expedient in paragraph 121 of SFRS(I) 15 and does not disclose information about its remaining performance obligations if:

- the performance obligation is part of a contract that has an original expected duration of one year or less; or
- the Group has a right to invoice a customer in an amount that corresponds directly with its performance to date, and it recognises revenue in that amount.

Disaggregation of revenue from customers

In the following table, revenue from customers is disaggregated by geographical markets and timing of revenue recognition. The total disaggregated revenue of the Group excludes rental income from investment properties and dividend income from investments. The table also includes a reconciliation of the disaggregated revenue with the Group's reportable segments.

	Reportable segments							
	Property development		Hotel operations		Others		Total	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Geographical market								
Singapore	**2,110,209**	1,111,261	**288,976**	251,973	**194,311**	183,800	**2,593,496**	1,547,034
Japan	**495,547**	–	**–**	1,575	**–**	–	**495,547**	1,575
China	**101,430**	139,742	**37,314**	15,205	**–**	–	**138,744**	154,947
United States	**–**	–	**475,961**	448,448	**–**	–	**475,961**	448,448
United Kingdom	**50,257**	62,443	**361,608**	354,683	**60**	62	**411,925**	417,188
Australasia	**35,103**	68,876	**85,152**	74,975	**–**	98	**120,255**	143,949
Rest of Asia (excluding Singapore and China)	**24**	–	**211,966**	203,738	**–**	–	**211,990**	203,738
Other countries	**–**	–	**37,538**	30,067	**–**	–	**37,538**	30,067
	2,792,570	1,382,322	**1,498,515**	1,380,664	**194,371**	183,960	**4,485,456**	2,946,946
Timing of revenue recognition								
Products and services transferred at a point in time	**1,760,838**	309,454	**442,139**	419,780	**2,264**	2,850	**2,205,241**	732,084
Products and services transferred over time	**1,031,732**	1,072,868	**1,056,376**	960,884	**192,107**	181,110	**2,280,215**	2,214,862
	2,792,570	1,382,322	**1,498,515**	1,380,664	**194,371**	183,960	**4,485,456**	2,946,946

NOTES TO THE FINANCIAL STATEMENTS
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32 PROFIT FOR THE YEAR

The following items have been included in arriving at profit for the year:

	Note	Group 2023 $'000	Group 2022 $'000
Other income			
Gain on disposal of subsidiaries	39	**–**	501,726
Gain on dilution of associates		**2,776**	–
Gain on liquidation of subsidiaries		**5**	–
Recognition of deferred gain on subsidiary disposed in prior years		**–**	6,635
Negative goodwill on acquisition of subsidiaries	39	**38,752**	48
Management fees and miscellaneous income		**6,796**	17,348
Profit on sale of property, plant and equipment and investment properties		**109,908**	1,257,275^^
		158,237	1,783,032
Staff costs			
Contributions to defined contribution plans		**42,113**	44,485
Increase in liability for defined benefit plans	25	**586**	654
Increase/(Decrease) in liability for short-term accumulating compensated absences		**2,370**	(3,841)
Long-term benefits		**2,013**	890
Wages and salaries		**688,190**	689,062
		735,272	731,250
Less:			
Staff costs capitalised in:			
– development properties		**(16,370)**	(14,101)
– investment properties		**(1,008)**	(1,228)
– property, plant and equipment		**–**	(226)
Wage grant^		**–**	(3,002)
		717,894	712,693
Other expenses			
Amortisation of intangible assets		**471**	158
Audit fees paid to:			
– auditors of the Company and other firms affiliated with KPMG International Limited*		**6,873**	7,068
– other auditors		**303**	46
Non-audit fees:			
– auditors of the Company and other firms affiliated with KPMG International Limited*		**2,898**	3,282
– other auditors		**457**	301
Depreciation of:			
– property, plant and equipment#	4	**138,547**	160,314
– investment properties	5	**115,012**	115,954
Direct operating expenses arising from rental of investment properties (excluding depreciation)		**154,780**	109,551

NOTES TO THE FINANCIAL STATEMENTS
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32 PROFIT FOR THE YEAR (CONT'D)

	Note	Group 2023 $'000	Group 2022 $'000
Other expenses			
Allowance made for foreseeable losses on development properties (net)	13	**49,663**	61,766
(Reversal of impairment losses)/Impairment losses recognised on:			
– property, plant and equipment	4	**(54,037)**	(28,113)
– investment properties	5	**43,749**	35,728
– trade receivables and accrued receivables	41	**7,142**	22,389
- other receivables		**743**	–
– amounts owing by associates	8	**57**	339
Loss on dilution of interest in an associate		**–**	1,378
Property, plant and equipment and investment properties written off		**7,608**	15,987
Provisions (written back)/made	28	**(3,587)**	26,938
Finance income			
Interest income under the effective interest method:			
– amounts owing by associates at amortised cost		**158**	67
– amounts owing by joint ventures at amortised cost		**24,466**	19,523
– cash and cash equivalents		**56,656**	29,726
– others		**1,164**	3,465
Fair value gains on financial derivatives		**1,291**	29,433
Net change in fair value of cash flow hedges, reclassified from hedging reserve		**14,235**	614
Net exchange gain		**–**	8,863
		97,970	91,691
Less: Finance income capitalised in development properties		**–**	(137)
Total finance income		**97,970**	91,554
Finance costs			
Amortisation of transaction costs capitalised		**6,612**	6,428
Interest expense:			
– term loans and bank loans		**374,362**	179,619
– bonds and notes		**78,287**	72,366
– amounts owing to fellow subsidiaries		**802**	2,947
– amounts owing to joint ventures		**12**	–
– financial derivatives		**–**	4,549
– lease liabilities		**25,320**	20,127
– others		**7,049**	11,821
Fair value losses on financial assets mandatorily measured at FVTPL (net)		**36,389**	38,323
Net exchange loss		**4,472**	–
Unwinding of discount on non-current liabilities		**1,133**	251
Finance costs capitalised in:			
– development properties##		**(35,016)**	(30,863)
– property, plant and equipment		**(128)**	(1,468)
– investment properties		**(7,716)**	(19,420)
Total finance costs		**491,578**	284,680
Net finance costs		**393,608**	193,126

* The comparative information for audit and non-audit fees has been re-presented to include fees paid to affiliated firms of KPMG International Limited under "auditors of the Company and other firms affiliated with KPMG International Limited" instead of "other auditors", arising from revisions to disclosures on audit and non-audit fees under ACRA Code effective for periods beginning on or after 15 December 2022.

** Non-audit fees paid to auditors of the Company and other firms affiliated with KPMG International Limited include audit-related services of $30,172 (2022: $25,280).

Included grant income of $146,000 (2022: $404,000) deducted against depreciation of right-of-use assets.

^ Relates to wage grants received or receivable by the Group under the wage subsidy programmes introduced by various governments in the countries where the Group operates, in response to the COVID-19 pandemic.

^^ Mainly relates to pre-tax profit on the disposal of the Millennium Hilton Seoul and the collective sale of Tanglin Shopping Centre and Golden Mile Complex.

Relates to development properties for which revenue is recognised at a point in time. Borrowing costs on development properties where revenue is recognised over time is charged to profit or loss, as incurred.

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32 PROFIT FOR THE YEAR (CONT'D)

	Group 2023 $'000	Group 2022 $'000
The above finance income and finance costs (including amounts capitalised) include the following interest income and expenses in respect of assets and liabilities not at FVTPL:		
– total interest income on financial assets	**81,699**	49,488
– total finance costs on financial liabilities	**417,640**	215,002

During the year, net finance costs of the Group have been capitalised at rates ranging from 0.35% to 8.00% (2022: 0.36% to 12.00%) per annum, 4.59% to 5.09% (2022: 1.32% to 4.86%) per annum, and 1.00% to 8.00% (2022: 1.00% to 12.00%) per annum for development properties, property, plant and equipment, and investment properties, respectively.

33 TAX EXPENSE

	Note	Group 2023 $'000	Group 2022 $'000
Current tax expense			
Current year		**130,497**	374,638
Over provision in respect of prior years		**(67,015)**	(56,315)
		63,482	318,323
Deferred tax expense			
Movements in temporary differences		**36,169**	173,758
Effect of changes in tax rates and legislation		**–**	1,425
(Over)/Under provision in respect of prior years		**(11,076)**	25,348
	29	**25,093**	200,531
Land appreciation tax		**10,190**	22,037
Withholding tax		**24,997**	1,677
Total tax expense		**123,762**	542,568

NOTES TO THE FINANCIAL STATEMENTS
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33 TAX EXPENSE (CONT'D)

Tax recognised in other comprehensive income

	2023			2022		
	Before tax $'000	Tax expense (note 29) $'000	Net of tax $'000	Before tax $'000	Tax expense (note 29) $'000	Net of tax $'000
Group						
Defined benefit plan remeasurements	5,329	37	5,366	16,000	(1,258)	14,742
Changes in fair value of equity investments measured at FVOCI	(4,614)	–	(4,614)	76,462	–	76,462
Effective portion of changes in fair value of cash flow hedges	(10,362)	–	(10,362)	18,272	–	18,272
Exchange differences on hedges of net investments in foreign operations	16,553	–	16,553	(10,694)	–	(10,694)
Exchange differences on monetary items forming part of net investments in foreign operations	5,933	–	5,933	(101,310)	–	(101,310)
Exchange differences reclassified to profit or loss on disposal of foreign operations	–	–	–	85,302	–	85,302
Share of translation differences of equity-accounted investees	(18,255)	–	(18,255)	(55,147)	–	(55,147)
Share of other comprehensive income of equity-accounted investees	1	–	1	615	–	615
Translation differences arising on consolidation of foreign operations	(136,763)	–	(136,763)	(145,483)	–	(145,483)
	(142,178)	37	(142,141)	(115,983)	(1,258)	(117,241)

Reconciliation of effective tax rate

	Group 2023 $'000	Group 2022 $'000
Profit before tax	**472,568**	1,856,767
Tax using the Singapore tax rate of 17% (2022: 17%)	**80,336**	315,650
Income not subject to tax	**(134,314)**	(152,964)
Expenses not deductible for tax purposes:		
– expenses	**184,281**	174,894
– write-back	**(10,200)**	(2,761)
Effect of changes in tax rates and legislation	**(22)**	1,425
Effect of different tax rates in other countries	**23,398**	50,411
Effect of share of results of associates and joint ventures	**(8,100)**	(30,274)
Land appreciation tax	**10,190**	22,037
Effect of tax deduction on land appreciation tax	**(2,547)**	(5,509)
Unrecognised deferred tax assets	**29,270**	40,414
Utilisation of previously unrecognised deferred tax assets	**(13,563)**	(7,604)
Tax effect of losses not allowed to be set off against future taxable profits	**18,127**	7,862
Origination of temporary differences	**–**	158,277
Withholding taxes	**24,997**	1,677
Over provision in respect of prior years	**(78,091)**	(30,967)
	123,762	542,568

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

33 TAX EXPENSE (CONT'D)

Global minimum top-up tax

Pillar Two (see note 2.5) legislation has been enacted or substantively enacted in certain jurisdictions the Group operates. The Group is in scope of the enacted or substantively enacted legislation. However, the legislation was enacted close to the reporting date. Therefore, the Group is still in the process of assessing the potential exposure to Pillar Two income taxes as at 31 December 2023. The potential exposure, if any, to Pillar Two income taxes is currently not known or reasonably estimable. The Group continues to assess the impact of the Pillar Two legislation on its financial and has engaged tax consultants to assist the Group in the impact assessment.

The Group has applied a temporary mandatory relief from deferred tax accounting for the impact of the top-up tax and will accounts for it as a current tax when it is incurred (see note 2.5).

34 EARNINGS PER SHARE

Basic earnings per share

Basic earnings per share is calculated based on:

	Group 2023 $'000	Group 2022 $'000
Profit attributable to owners of the Company	**317,313**	1,285,322
Less:		
Dividends on non-redeemable convertible non-cumulative preference shares	**(12,254)**	(12,904)
Profit attributable to ordinary shareholders after adjustment for non-redeemable convertible non-cumulative preference dividends	**305,059**	1,272,418

	Group 2023 Number of shares	Group 2022 Number of shares
Weighted average number of ordinary shares		
Weighted average number of ordinary shares during the year	**906,901,330**	906,901,330
Basic earnings per share	**33.6 cents**	140.3 cents

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

34 EARNINGS PER SHARE (CONT'D)

Diluted earnings per share

Diluted earnings per share is calculated based on:

	Group 2023 $'000	Group 2022 $'000
Profit attributable to ordinary shareholders after adjustment for non-redeemable convertible non-cumulative preference dividends	**305,059**	1,272,418
Add:		
Dividends on non-redeemable convertible non-cumulative preference shares	**12,254**	12,904
Profit attributable to owners of the Company	**317,313**	1,285,322

	Group 2023 Number of shares	Group 2022 Number of shares
Weighted average number of ordinary shares used in the calculation of basic earnings per share	**906,901,330**	906,901,330
Potential ordinary shares issuable under non-redeemable convertible non-cumulative preference shares	**44,616,717**	44,998,898
Weighted average number of ordinary shares and potential shares assuming full conversion of preference shares	**951,518,047**	951,900,228
Diluted earnings per share	**33.3 cents**	135.0 cents

35 DIVIDENDS

	Company 2023 $'000	Company 2022 $'000
Final tax exempt (one-tier) ordinary dividend paid of 8.0 cents (2022: 8.0 cents) per ordinary share in respect of the previous financial year	**72,552**	72,552
Special final tax exempt (one-tier) ordinary dividend paid of 8.0 cents (2022: 1.0 cents) per ordinary share in respect of the previous financial year	**72,552**	9,069
Special interim tax exempt (one-tier) ordinary dividend paid of 4.0 cents (2022: 12.0 cents) per ordinary share in respect of the current financial year	**36,276**	108,828
Non-cumulative tax exempt (one-tier) preference dividend paid of 1.93 cents (2022: 1.93 cents) per preference share	**6,399**	6,399
Non-cumulative tax exempt (one-tier) preference dividend paid of 1.97 cents (2022: 1.97 cents) per preference share	**5,855**	6,505
	193,634	203,353
Distribution in specie of 20.19 cents per ordinary share in 2022*	**–**	183,124
	193,634	386,477

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

35 DIVIDENDS (CONT'D)

After the respective reporting dates, the directors proposed the following ordinary dividends, which have not been provided for:

	Company 2023 $'000	Company 2022 $'000
Final tax exempt (one-tier) ordinary dividend of 8.0 cents (2022: 8.0 cents) per ordinary share	**72,552**	72,552
Special final tax exempt (one-tier) ordinary dividend of Nil (2022: 8.0 cents) per ordinary share	**–**	72,552
	72,552	145,104

* The distribution *in specie* was completed on 26 May 2022. The Company distributed 144,191,823 CDLHT units that it held to its ordinary shareholders at 0.159 CDLHT Unit per ordinary share through a distribution *in specie*. The distribution *in specie*, based on $1.27 per CDLHT Unit, amounted to $183,124,000.

36 LEASES

Leases as lessee

The Group leases hotel properties and office facilities. The leases of hotel properties and office facilities run for periods ranging from 1 to 116 years (2022: 1 to 116 years), with options to renew after lease expiry dates. Some leases provide for additional rent payments that are based on changes in local price indices. For certain leases, the Group is restricted from entering into any sub-lease arrangements.

The leases for hotel properties were entered into many years ago as combined leases of land and buildings.

The Group also leases IT equipment and motor vehicles under a number of leases.

Amounts recognised in profit or loss

	2023 $'000	2022 $'000
Interest on lease liabilities	**25,320**	20,127
Income from sub-leasing right-of-use assets presented in 'revenue'	**–**	4,015
Expenses relating to short-term leases	**2,650**	5,305
Expenses relating to variable lease payments	**41,519**	23,976
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets	**322**	181

Amounts recognised in statement of cash flows

	2023 $'000	2022 $'000
Payment of lease liabilities	**24,701**	26,032
Interest expense	**25,320**	20,127
Total cash outflow for leases	**50,021**	46,159

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

36 LEASES (CONT'D)

Extension options

Leases as lessee (cont'd)

Some property leases contain extension options up to 30 years (2022: 30 years) exercisable by the Group before the end of the non-cancellable contract period. Where practicable, the Group seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

The Group has estimated that the potential future lease payments, should it exercise the extension options, would result in an increase in lease liabilities of $37.8 million (2022: $32.5 million).

Leases as lessor

The Group leases out its investment properties consisting of its owned properties as well as leased properties (see note 5). All leases are classified as operating leases from a lessor perspective.

Operating lease

The Group and the Company lease out some of their investment properties and development properties. The Group has classified these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets. Note 5 sets out information about the operating leases of investment properties.

Rental income from investment properties and property subleases recognised by the Group during 2023 was $436,380,000 (2022: $328,830,000).

Contingent rents generally determined based on a percentage of tenants' revenue, of $14,760,000 (2022: $2,533,000) has been recognised as revenue by the Group, in profit or loss during the year.

The following table sets out a maturity analysis of lease rental receivables, showing the undiscounted lease payments to be received after the reporting date.

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Less than one year	**272,875**	253,196	**8,361**	52,908
One to two years	**193,978**	189,243	**4,974**	35,071
Two to three years	**128,925**	125,151	**1,993**	14,159
Three to four years	**82,308**	79,738	**317**	2,171
Four to five years	**62,975**	55,657	**44**	499
More than five years	**149,164**	117,699	**–**	–
Total	**890,225**	820,684	**15,689**	104,808

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

36 LEASES (CONT'D)

Leases as lessor (cont'd)

Included in the non-cancellable operating lease rental receivables above are commitments with related parties which are set out below.

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Non-cancellable operating lease rentals receivable from:				
– associates	**27,921**	27,309	**–**	333
– joint ventures	**169**	259	**–**	–
– a fellow subsidiary	**277**	625	**–**	625
– subsidiaries	**–**	–	**–**	1,294
	28,367	28,193	**–**	2,252

37 COMMITMENTS AND CONTINGENT LIABILITIES

(i) Commitments

The Group and the Company have the following commitments as at the reporting date:

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Development expenditure contracted but not provided for in the financial statements	**743,324**	578,002	**–**	–
Capital expenditure contracted but not provided for in the financial statements	**608,868**	59,860	**–**	–
Commitments in respect of purchase of properties for which deposits have been paid	**121,780**	3,401	**–**	–
Commitments in respect of investments in a joint venture and associates	**95,810**	114,881	**–**	–
Commitments in respect of capital contribution to investments in financial assets in:				
– related parties	**21,758**	88,799	**–**	–
– third parties	**16,628**	19,969	**–**	–

(ii) Contingent liabilities

The Group has claims arising in the ordinary course of business which are being contested, the outcome of which are not presently determinable. At the reporting date, the Group has considered the probability of outflows of economic benefits pertaining to these claims to be remote. The Group continues to monitor the status of the claims.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

38 RELATED PARTIES

Other than as disclosed elsewhere in the financial statements, the transactions with related parties based on terms agreed between the parties are as follows:

	Group	
	2023 $'000	2022 $'000
Management services fees received and receivable from:		
– fellow subsidiaries	**1,224**	1,120
– associates	**15,996**	369
– joint ventures	**8,506**	14,518
	25,726	16,007
Maintenance services fees received and receivable from:		
– fellow subsidiaries	**404**	347
– associates	**226**	150
– joint ventures	**2,627**	1,629
	3,257	2,126
Rental and rental-related income received and receivable from:		
– a fellow subsidiary	**350**	346
– associates	**6,543**	7,493
– joint ventures	**120**	160
	7,013	7,999
Management services fees paid and payable to:		
– a fellow subsidiary	**(33)**	(132)
– joint ventures	**(18)**	(16)
	(51)	(148)
Rental and rental-related expenses paid and payable to:		
– joint ventures	**(1,949)**	(1,640)
– associates	**(72,395)**	(44,003)
	(74,344)	(45,643)
Compensation paid and payable to key management personnel:		
– directors' fees	**(1,871)**	(1,540)
– short-term employee benefits	**(23,076)**	(22,528)
– other long-term benefits	**(1,881)**	(890)
	(26,828)	(24,958)

During 2023, a key management personnel of the Group had entered into sale and purchase agreement with a subsidiary of the Group to purchase a residential property with sale value of $1,755,000. Revenue from the sale will be recognised by the Group over time based on the progress of completion of the residential project.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

39 ACQUISITION OF AND LOSS OF CONTROL IN SUBSIDIARIES, AND CHANGES IN INTERESTS IN SUBSIDIARIES WITHOUT LOSS OF CONTROL

(I) Acquisition of subsidiaries

2023

(a) On 9 March 2023, the Group through its indirect wholly-owned subsidiary, City Pinnacle UK Holdings Limited (formerly known as Maplegate Holdings Limited) (i) acquired 100% of the shares and voting interests in MPG St Katharine Limited, which via its direct/indirect wholly-owned subsidiaries holds the St Katharine Docks development in London, United Kingdom; and (ii) settled existing indebtedness amounts, for a total consideration of approximately $596.4 million (£372.8 million).

The acquisition was accounted for as an acquisition of assets.

(b) On 21 April 2023, the Group through its indirect wholly-owned subsidiary, Hoko Toowong Pty Ltd, acquired the remaining equity interests in the following entities for a total consideration of $5.7 million (AUD6.4 million), including payment for assumption of the joint venture loans:

(i) 58 High Street Pty Ltd (58 High Street) – 15% equity interest comprising 15 ordinary shares; and

(ii) 58 High Street Unit Trust (58 HS Trust) – equity interests comprising 15 Class A ordinary units and 45 Class B ordinary units. 58 HS Trust holds a residential property in Queensland, Australia.

Following the acquisition, 58 High Street and 58 HS Trust, previously accounted for as investment in joint ventures, became wholly-owned subsidiaries of the Group.

The acquisition was accounted for as an acquisition of assets.

(c) On 16 May 2023, the Group through its indirect wholly-owned subsidiary, Suzhou Longcheng Development Investment Co., Ltd, acquired a 100% equity stake in Suzhou Gaoxin Properties Co., Ltd. which owns an undeveloped piece of land in Suzhou, People's Republic of China for a consideration of $67.1 million (RMB350.0 million).

The acquisition was accounted for as an acquisition of assets.

(d) On 23 November 2023, the Group through its direct wholly-owned subsidiary, Grande Strategic Pte. Ltd., acquired 100% equity interest of Summervale for a consideration of $2.

The acquisition was accounted for as a business combination.

From the date of acquisition to 31 December 2023, Summervale contributed revenue of $Nil and profit before tax of $107,000 to the Group's results. If acquisition had occurred on 1 January 2023, there is no significant changes to the Group's revenue and profit before tax. The acquisition-related cost of $77,000 was included in "other operating expenses".

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

39 ACQUISITION OF AND LOSS OF CONTROL IN SUBSIDIARIES, AND CHANGES IN INTERESTS IN SUBSIDIARIES WITHOUT LOSS OF CONTROL (CONT'D)

(I) Acquisition of subsidiaries (cont'd)

2023 (cont'd)

Identifiable assets acquired and liabilities assumed

The following table summarises the recognised amounts of assets acquired and liabilities assumed at the acquisition date:

	Recognised amounts		
	Business combination $'000	Acquisition of assets $'000	Total $'000
Investment properties	–	627,742	627,742
Development properties	–	67,525	67,525
Trade and other receivables	102	10,400	10,502
Cash and cash equivalents	40,578	5,416	45,994
Trade and other payables	(1,918)	(21,844)	(23,762)
Shareholders loans	–	(4,450)	(4,450)
Provision for taxation	(10)	(2,147)	(2,157)
Interest-bearing borrowings	–	(6,713)	(6,713)
	38,752	675,929	714,681
Amount previously accounted for as joint venture	–	–^	–^
Amount owing by joint venture	–	(6,515)	(6,515)
Net identifiable assets acquired	38,752	669,414	708,166
Cash flows relating to the acquisition			
Consideration for equity interest	–^	669,414	669,414
Shareholder loans assumed	–	4,450	4,450
Total consideration	–^	673,864	673,864
Add: Acquisition-related costs	77	8,072	8,149
Less: Acquisition-related costs not yet paid	–	(131)	(131)
Less: Cash and cash equivalents acquired	(40,578)	(5,416)	(45,994)
Total net cash outflow	(40,501)	676,389	635,888

^ Less than $1,000

Negative goodwill

Negative goodwill arising from the acquisition of Summervale has been recognised as follows:

	Total $'000
Consideration transferred	–^
Less: Fair value of identifiable net assets	38,752
Negative goodwill	(38,752)

^ Less than $1,000

The negative goodwill arising from the acquisition of Summervale has been recognised in 'other income" in the Group's consolidated profit or loss. The negative goodwill was attributed to the Group's commercial negotiation and agreement reached with the seller.

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39 ACQUISITION OF AND LOSS OF CONTROL IN SUBSIDIARIES, AND CHANGES IN INTERESTS IN SUBSIDIARIES WITHOUT LOSS OF CONTROL (CONT'D)

(I) Acquisition of subsidiaries (cont'd)

2022

(a) On 28 January 2022, the Group through its indirect wholly-owned subsidiary, City Connected Communities Pte. Ltd., acquired the remaining 70% of the equity interest in Distrii Technology Singapore Pte. Ltd. (subsequently renamed as CityNexus Pte. Ltd. ("CityNexus")), for a consideration of $1, from an associate. Following the acquisition, CityNexus became a wholly-owned subsidiary of the Group. CityNexus was previously accounted for by the Group as an investment in associate.

The acquisition provides the Group with increased exposure to the business of development of software and programming activities such as smart building and smart office applications.

The acquisition was accounted for as a business combination.

From the date of acquisition to 31 December 2022, CityNexus contributed revenue of $17,000 and loss before tax of $317,000 to the Group's results. If acquisition had occurred on 1 January 2022, there is no significant changes to the Group's revenue and profit before tax.

(b) On 22 February 2022, the Group through its then indirect non wholly-owned subsidiary, CDLHT, acquired 100% of the share and voting interest in Roundapple Hotel Partners III Limited (subsequently renamed as CDL HREIT Investments (II) Property Limited) which owns Hotel Brooklyn in Manchester, United Kingdom, for a total consideration of $41.0 million (£22.4 million).

The acquisition was accounted for as an acquisition of assets.

(c) On 14 December 2022, the Group through its indirect wholly-owned subsidiary, Atlasgate UK Holdings Limited (Atlasgate), (i) acquired 100% of the shares and voting interests in New Bath Court Limited, HSU JV Holdco Limited, HSRE Crosslane (Coventry) Limited and HSRE Crosslane (Leeds) Limited, which via its direct/indirect wholly-owned subsidiaries hold 4 student accommodation properties in Birmingham, Canterbury, Coventry and Leeds; and (ii) settled existing indebtedness amounts of the entities acquired, for a total consideration of $294.8 million (£181.2 million).

The acquisition was accounted for as an acquisition of assets.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

39 ACQUISITION OF AND LOSS OF CONTROL IN SUBSIDIARIES, AND CHANGES IN INTERESTS IN SUBSIDIARIES WITHOUT LOSS OF CONTROL (CONT'D)

(I) Acquisition of subsidiaries (cont'd)

2022 (cont'd)

Identifiable assets acquired and liabilities assumed

The following table summarises the recognised amounts of assets acquired and liabilities assumed at the acquisition date:

	Recognised amounts		
	Business combination $'000	Acquisition of assets $'000	Total $'000
Investment properties	–	379,407	379,407
Trade and other receivables	17	698	715
Cash and cash equivalents	75	7,960	8,035
Trade and other payables	(20)	(14,906)	(14,926)
Lease liabilities	–	(37,005)	(37,005)
Provision for taxation	–	(384)	(384)
Net identifiable assets acquired	72	335,770	335,842
Cash flows relating to the acquisition			
Consideration for equity interest	–^	335,770	335,770
Add: Acquisition-related costs	–	8,384	8,384
Less: Acquisition-related costs not yet paid	–	(5,579)	(5,579)
Less: Cash and cash equivalents acquired	(75)	(7,960)	(8,035)
Total net cash outflow	(75)	330,615	330,540

^ Less than $1,000

Negative goodwill

Negative goodwill arising from the acquisition of CityNexus was recognised as follows:

	Total $'000
Consideration transferred	–^
Fair value of the Group's existing 30% interest in the associate	24
Less: Fair value of identifiable net assets	72
Negative goodwill	(48)

^ Less than $1,000

The negative goodwill arising from the acquisition of CityNexus was recognised in "other income" in the Group's consolidated profit or loss. The negative goodwill was attributed to the competitive pricing negotiated with the seller.

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YEAR ENDED 31 DECEMBER 2023

39 ACQUISITION OF AND LOSS OF CONTROL IN SUBSIDIARIES, AND CHANGES IN INTERESTS IN SUBSIDIARIES WITHOUT LOSS OF CONTROL (CONT'D)

(II) Loss of control in subsidiaries

2022

(a) On 26 May 2022, following the Group's distribution *in specie* of part of the CDLHT units that it held, to the Company's ordinary shareholders (note 35), which reduced the Group's interest in CDLHT from 38.89% to 27.21%, the Group lost control over CDLHT (note 43). CDLHT was deconsolidated on that date and became an associate of the Group.

(b) On 7 March 2022, the Group, through its wholly-owned subsidiary, Singapura Developments (Private) Limited, disposed of its 100% equity interest in Bloomsville Investments Pte. Ltd. (Bloomsville) for a sale consideration (net of transaction costs) of $80.8 million.

The Group recognised a total gain on the above transactions of approximately $501.7 million.

Effects of disposals

The cash flows and net assets of subsidiaries disposed of are provided below:

	Note	CDLHT $'000	Bloomsville $'000	Total $'000
Property, plant and equipment	4	1,378,264	–	1,378,264
Investment properties	5	433,321	–	433,321
Other non-current assets		8,915	–	8,915
Derivative financial assets		20,122	–	20,122
Deferred tax assets	29	3,727	–	3,727
Consumable stocks		2,417	–	2,417
Trade and other receivables		22,125	–	22,125
Cash and cash equivalents		96,408	–	96,408
Assets held for sale		–	55,072	55,072
Trade and other payables		(43,237)	–	(43,237)
Interest-bearing borrowings		(1,107,754)	–	(1,107,754)
Lease liabilities		(128,276)	–	(128,276)
Employee benefits		(310)	–	(310)
Other non-current liabilities		(72,973)	–	(72,973)
Provision for taxation		(6,343)	–	(6,343)
Deferred tax liabilities	29	(10,519)	–	(10,519)
Provisions	28	(9,242)	–	(9,242)
Liabilities directly associated with the assets held for sale		–	(1,583)	(1,583)
Carrying amount of net assets disposed		586,645	53,489	640,134

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39 ACQUISITION OF AND LOSS OF CONTROL IN SUBSIDIARIES, AND CHANGES IN INTERESTS IN SUBSIDIARIES WITHOUT LOSS OF CONTROL (CONT'D)

(II) Loss of control in subsidiaries (cont'd)

2022 (cont'd)

	Note	CDLHT $'000	Bloomsville $'000	Total $'000
Sale consideration, net of disposal costs		–	80,836	80,836
Distribution *in specie*		183,124	–	183,124
Non-controlling interest, based on their proportionate interest in the net assets distributed		536,496	–	536,496
Fair value of retained equity interest		426,706	–	426,706
		1,146,326	80,836	1,227,162
Carrying amount of net assets disposed		(586,645)	(53,489)	(640,134)
Realisation of foreign currency translation reserve		(85,302)	–	(85,302)
Gain on disposal of subsidiaries	32	474,379	27,347	501,726
Sale consideration, net of disposal costs		–	80,836	80,836
Less: Cash and cash equivalents of subsidiaries disposed		(96,408)	(837)	(97,245)
Net cash outflow on disposal of subsidiaries		(96,408)	79,999	(16,409)

Included in the gain on disposal of CDLHT is a gain on remeasurement of the Group's retained interest in CDLHT of $331.9 million. In addition, the capital reserve relating to CDLHT of $59.2 million has been reclassified to accumulated profits on its disposal.

(III) Changes in interests in subsidiaries without loss of control

There were the following changes in interests in subsidiaries without loss of control during the year:

2023

(a) On 12 May 2023, CDL Investments New Zealand Limited (CINZ), an indirect subsidiary of Millennium & Copthorne Hotels Limited, allotted new ordinary shares to its shareholders who had elected to receive their dividend in the form of new shares to CINZ's dividend reinvestment plan. Following the issuance of the new shares, the Group's deemed interest in the shares of CINZ decreased from 65.99% to 65.54%.

(b) On 15 December 2023, CBM Pte. Ltd., an indirect wholly-owned subsidiary, acquired the remaining 2.1% of the issued share capital of Systematic Laundry & Healthcare Services Pte. Ltd. (SLHS) from an unrelated third party for a consideration of $168,000. Following the acquisition, SLHS became an indirect wholly-owned subsidiary of the Company.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

39 ACQUISITION OF AND LOSS OF CONTROL IN SUBSIDIARIES, AND CHANGES IN INTERESTS IN SUBSIDIARIES WITHOUT LOSS OF CONTROL (CONT'D)

(III) Changes in interests in subsidiaries without loss of control (cont'd)

2022

(a) In September 2022, the Group's indirect wholly-owned subsidiary, CBM Pte. Ltd., acquired additional interest in Systematic Holdings Pte. Ltd. via a debt capitalisation of $9.0 million, increasing its effective interest from 90% to 98%.

(b) Prior to the Group deconsolidating CDLHT (note (II) above), a subsidiary of M&C, M&C REIT Management Limited (M&C REIT), being the REIT manager for CDLHT, received 4,303,143 units in CDLHT in lieu of management and performance fee income during the year. There was no significant change to the Group's effective interest in CDLHT between 1 January 2022 to the date of its deconsolidation by the Group.

(c) Prior to the Group deconsolidating CDLHT (note (II) above), a subsidiary of M&C, M&C Business Trust Management Limited (MBTM), being a trustee manager for HBT, received 400,301 units in CDLHT in lieu of management fee income during the year. There was no significant change to the Group's effective interest in CDLHT up until the date of the distribution *in specie*.

(d) CDL Investments New Zealand Limited (CDLI), an indirect subsidiary of M&C, declared dividend *in specie* to its minority shareholders. There was no significant change to the Group's effective interest.

The following summarises the effect of changes in the Group's ownership interests in the above subsidiaries:

	2023 $'000	2022 $'000
Consideration paid for acquisition of non-controlling interests	**168**	–
Net (increase)/decrease in equity attributable to non-controlling interests	**(1,260)**	959
Net (decrease)/increase in equity interests attributable to owners of the Company	**(1,092)**	959
Represented by:		
(Decrease)/Increase in capital reserve	**(1,092)**	959

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

40 RECONCILIATION OF MOVEMENTS OF LIABILITIES TO CASH FLOWS ARISING FROM FINANCING ACTIVITIES

	Liabilities						
	Interest-bearing borrowings (note 21)* $'000	Interest payable^ $'000	Non-trade amounts owing to non-controlling interests^ $'000	Non-trade amounts owing to fellow subsidiaries (note 17) $'000	Non-trade amounts owing to associates (note 8) $'000	Non-trade amounts owing to joint ventures (note 9) $'000	Lease liabilities (note 26) $'000
Balance at 1 January 2022	11,139,993	35,026	143,389	248,560	2	97,570	265,327
Financing cash flows	82,195	(239,803)	(14,878)	42,410	2,734	–	(46,159)
Non-cash changes							
Changes arising from acquisition/ deconsolidation of subsidiaries	(1,107,754)	(3,272)	–	–	–	–	(91,271)
Effect of changes in foreign exchange rates	(452,642)	(7,860)	(12,854)	–	(131)	(6,865)	(11,733)
Liability-related							
New leases	–	–	–	–	–	–	561,148
Interest expense/capitalised	–	257,453	10,384	2,947	–	–	20,127
Others	7,630	(745)	(775)	–	–	–	–
Total other changes	(1,552,766)	245,576	(3,245)	2,947	(131)	(6,865)	478,271
Balance at 31 December 2022	9,669,422	40,799	125,266	293,917	2,605	90,705	697,439
Balance at 1 January 2023	9,669,422	40,799	125,266	293,917	2,605	90,705	697,439
Financing cash flows	1,626,284	(422,351)	–	(175,849)	(270)	758	(50,021)
Non-cash changes							
Changes arising from acquisition/ deconsolidation of subsidiaries	6,713	–	–	–	–	–	–
Effect of changes in foreign exchange rates	(9,567)	70	(5,275)	–	84	(2,798)	(1,030)
Liability-related							
New leases	–	–	–	–	–	–	13,763
Termination of leases	–	–	–	–	–	–	(14,531)
Interest expense/capitalised	–	453,221	6,477	802	–	12	25,320
Others	7,451	(7,595)	10,671	–	–	–	–
Total other changes	4,597	445,696	11,873	802	84	(2,786)	23,522
Balance at 31 December 2023	11,300,303	64,144	137,139	118,870	2,419	88,677	670,940

^ Included in "trade and other payables"
* Excluding bank overdrafts

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS

Financial risk management

Overview

The Group has exposure to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk.

Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. Management is responsible for developing and monitoring the Group's risk management policies. Management reports regularly to the Board of Directors on its activities.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. The Group has a system of controls in place to maintain an acceptable balance between the cost of risks occurring and the cost of managing the risks. Management continually monitors the Group's risk management process to ensure that an appropriate balance between risk and control is achieved. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Audit & Risk Committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. It is, and has been throughout the current and previous financial years, the Group's policy that no derivatives shall be undertaken for speculative purposes except for its use as hedging instruments where appropriate and cost efficient.

(i) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers, amounts owing by associates and joint ventures, other receivables and debt investments.

As at 31 December 2023, the Group had gross amounts owing by HCP Group of $374.0 million (2022: $382.7 million) (note 16) and subscribed for a bond of $304.4 million (2022: $309.5 million) (note 10) issued by Sincere Property Group. As at 31 December 2023 and 31 December 2022, the amounts owing by HCP Group and the investment in bond were fully impaired. In addition, the amounts owing by subsidiaries and joint ventures represent 93% (2022: 92%) of the Company's financial assets.

Except as disclosed, there is no significant concentration of credit risk for the Group and the Company. The carrying amounts of financial assets and contract assets represent the Group's and the Company's maximum exposures to credit risk, before taking into account any collateral held.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(i) Credit risk (cont'd)

Impairment losses on trade and other receivables, amounts owing by associates and debt investment recognised in profit or loss and included in "other operating expenses" were as follows:

	Note	Group 2023 $'000	Group 2022 $'000
Other receivables		743	62,673*
Debt investment	10	–	18,015*
Amounts owing by associates	8	57	339
Trade receivables and accrued receivables		7,142	22,389
		7,942	103,416

* In 2022, impairment losses on other receivables and debt investment of $80,688,000 were recognised on the face of the consolidated statement of profit or loss. These impairment losses were in relation to a receivable from HCP Group and the investment in a bond issued by the Sincere Property Group.

Trade and other receivables and contract assets

The Group has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. The Group does not require collateral in respect of these financial assets.

The Group limits its exposure to credit risk from trade receivables by collecting deposits as collateral, where possible. For trade receivables and contract assets relating to sale of development properties, if a purchaser defaults on payments, the Group may enforce payments via legal proceedings or if the purchaser is assessed to be insolvent, the Group may take possession of the units, retain a portion of the sales consideration, and resell the property.

In monitoring customer credit risk, the Group considers the trade history of the customers with the Group, aging profile, maturity and existence of previous financial difficulties.

Exposure to credit risk

The maximum exposure to credit risk for trade and other receivables and contract assets at the reporting date by business segment is set out below:

	Group 2023 $'000	Group 2022 $'000	Company 2023 $'000	Company 2022 $'000
Property development	2,574,892	1,887,697	6,261,613	5,796,323
Hotel operations	150,784	212,276	1,468,348	2,176,094
Investment properties	140,995	130,205	3,456,272	1,436,920
Others	59,213	48,327	3,155,365	3,494,252
	2,925,884	2,278,505	14,341,598	12,903,589

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(i) Credit risk (cont'd)

Expected credit loss assessment on trade receivables

The Group uses an allowance matrix to measure the ECLs of trade receivables from individual customers, which comprise a very large number of small balances.

Loss rates are based on actual credit loss experience over the past 3 years (2022: 3 years). These rates are adjusted to reflect differences between economic conditions during the period over which the historic data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables.

The following table provides information about the exposure to credit risk and ECLs for trade receivables and accrued receivables as at reporting date:

	Group Gross carrying amount $'000	Group Impairment loss allowance $'000	Company Gross carrying amount $'000	Company Impairment loss allowance $'000
2023				
Current (not past due)	199,178	13,172	196	–
1 – 30 days past due	53,642	4,400	261	–
31 – 60 days past due	16,763	2,667	45	–
61 – 90 days past due	5,607	1,330	–	–
More than 90 days past due	37,099	9,677	410	150
	312,289	31,246	912	150
2022				
Current (not past due)	183,109	27,278	2,789	–
1 – 30 days past due	43,263	76	8,576	13
31 – 60 days past due	16,601	281	114	3
61 – 90 days past due	16,008	2,497	11	1
More than 90 days past due	33,388	5,505	193	65
	292,369	35,637	11,683	82

Movements in allowance for impairment in respect of trade and other receivables and accrued receivables

The movements in the allowance for impairment in respect of trade and other receivables (excluding amounts owing by subsidiaries (note 7), associates (note 8) and joint ventures (note 9)) and accrued receivables during the year are as follows:

	Group Lifetime ECL 2023 $'000	Group Lifetime ECL 2022 $'000	Company Lifetime ECL 2023 $'000	Company Lifetime ECL 2022 $'000
Allowance for impairment on trade receivables and accrued receivables				
At 1 January	35,637	17,025	82	135
Impairment loss recognised/ (reversed)	7,142	22,389	68	(46)
Impairment loss utilised	(9,276)	(1,204)	–	(7)
Disposal of subsidiaries	–	(232)	–	–
Translation differences on consolidation	(2,257)	(2,341)	–	–
At 31 December	31,246	35,637	150	82

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(i) Credit risk (cont'd)

Movements in allowance for impairment in respect of trade and other receivables and accrued receivables (cont'd)

		Group Lifetime ECL		Company Lifetime ECL	
	Note	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Allowance for impairment on other receivables					
At 1 January		389,091	336,476	1,048	1,116
Acquisition of subsidiaries		–	1,142	–	–
Impairment loss recognised		743	62,673	–	–
Translation differences on consolidation		(8,977)	(11,200)	(63)	(68)
At 31 December	16	380,857	389,091	985	1,048

There is no impairment loss on contract assets.

At the reporting date, included in the allowance for impairment on other receivables is an amount of $374.0 million (2022: $382.7 million) relating to amounts owing by HCP Group, as described below.

Impairment of amounts owing by HCP Group

2023

During 2023, discussions between the bankruptcy administrator, creditors of Sincere Property Group and potential investors were held. As at 31 December 2023, Sincere Property Group remained under bankruptcy reorganisation and no concrete reorganisation plan has been approved by the Chongqing No 5 Intermediate People's Court.

As at 31 December 2023, the Group assessed that the amounts owing by HCP Group continued to be credit-impaired. The Group assessed the lifetime ECL to be recognised, taking into consideration the latest developments on bankruptcy reorganisation of Sincere Property Group based on available information, prevailing market conditions and price trends of corporate bonds issued by other China real estate developers that face similar debt and liquidity challenges as those faced by Sincere Property Group.

Based on the assessment undertaken, the amounts owing by HCP Group remained fully impaired as at 31 December 2023.

2022

During 2022, certain subsidiaries within Sincere Property Group entered into consolidated bankruptcy reorganisation in addition to Sincere Property which entered into bankruptcy reorganisation in 2021. As at 31 December 2022, discussions between the bankruptcy administrator, creditors of Sincere Property Group and potential investors were ongoing. The Group had filed its claims against Sincere Property with the bankruptcy administrator.

As at 31 December 2022, the Group assessed that the amounts owing by HCP Group continued to be credit-impaired. The Group assessed the lifetime ECL to be recognised, taking into consideration the latest developments of Sincere Property Group based on available information, prevailing market conditions and price trends of corporate bonds issued by other China real estate developers with credit ratings similar to that of Sincere Property Group and face similar debt and liquidity challenges as those faced by Sincere Property Group.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(i) Credit risk (cont'd)

Impairment of amounts owing by HCP Group (cont'd)

2022 (cont'd)

The key parameter applied in estimating the ECL to be recognised include assuming a loss given default ("LGD") of 100% which was estimated based on the range of decline in trading prices of bonds issued by other China real estate developers with credit ratings similar to that of Sincere Property Group and face similar debt and liquidity challenges as those faced by Sincere Property Group. The Group also considered the increased uncertainty surrounding the complex bankruptcy reorganisation with the passage of time, which posed challenges to the recovery of the amounts owing by HCP Group.

Based on the assessment undertaken, the Group recognised an additional impairment of $62.7 million on the amounts owing by HCP Group during 2022. As at 31 December 2022, the amounts owing by HCP Group was fully impaired.

As the bankruptcy reorganisation for Sincere Property Group is ongoing, its outcome is uncertain and evolving. Changes to circumstances and estimates may impact the ECL recognised on the amounts owing by HCP Group. As the amounts owing by HCP Group have been fully impaired, any decrease in LGD in isolation would result in a higher recoverable amount.

Non-trade amounts due from subsidiaries, associates and joint ventures

The Group and the Company held non-trade receivables from its associates and joint ventures which were lent to associates and joint ventures to meet their funding requirements. In addition, the Company held non-trade receivables from its subsidiaries which were lent to the subsidiaries to meet their funding requirements. Impairment on these balances has been measured on the 12-month and lifetime expected loss basis. Except as disclosed above, the Group uses an approach that is based on an assessment of qualitative and quantitative factors that are indicative of the risk of default, including but not limited to, financial statements of the entities, and applying credit judgement. The amount of allowance on the non-trade amounts due from associates was negligible. The amounts of the allowances on the non-trade amounts due from subsidiaries, associates and joint ventures are set out in notes 7, 8 and 9 respectively.

Debt investments

The exposure to credit risk for debt investments at the reporting date by geographic region was as follows:

	Mandatorily at FVTPL	At amortised cost		
	Carrying amount $'000	Gross amount $'000	Lifetime ECL (credit impaired) $'000	Carrying amount $'000
2023				
China	–	304,405	(304,405)	–
2022				
China	–	309,488	(309,488)	–
Australia	20,011	–	–	–
	20,011	309,488	(309,488)	–

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(i) Credit risk (cont'd)

Guarantees

As at the reporting date, the Group has issued guarantees to certain banks in respect of credit facilities granted to buyers of a development property in China and an associate of the Group. These guarantees are subject to the impairment assessment under SFRS(I) 9. Management continually monitors credit risk and considers events such as default on instalment payments by buyers and performs credit evaluation on the associate. At the reporting date, the Group did not recognise any liabilities in respect of the financial guarantees granted in view of remote default risk.

Derivatives

Derivatives are only entered into with bank and financial institution counterparties with sound credit ratings.

Cash and cash equivalents

The cash and cash equivalents are held with bank and financial institution counterparties with sound credit ratings.

Impairment on cash and cash equivalents has been measured on the 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties. The amount of the allowance on cash and cash equivalents as at 31 December 2023 and 31 December 2022 was negligible.

(ii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's objective when managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents and credit facilities deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

As at the reporting date, the Group has provided financial guarantees in favour of an associate and buyers of overseas development properties. At the reporting date, the maximum of the Group's exposure in respect of the financial guarantees issued was $22.7 million (2022: $51.1 million). As at 31 December 2022, the Company's maximum exposure to financial guarantees provided for borrowings of a subsidiary amounted to $231.0 million. The financial guarantee was discharged on 31 March 2023.

The Group has contractual commitments to incur capital expenditure on its property, plant and equipment and investment properties, purchase properties and to invest in joint ventures, associates and investees (see note 37).

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(ii) Liquidity risk (cont'd)

The following are the remaining contractual maturities of financial liabilities. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements:

	Carrying amount $'000	Contractual cash flows $'000	Within 1 year $'000	After 1 year but within 5 years $'000	After 5 years $'000
Group					
31 December 2023					
Non-derivative financial liabilities					
Interest-bearing borrowings	11,625,933	(12,349,157)	(3,922,664)	(8,262,401)	(164,092)
Lease liabilities	670,940	(1,253,934)	(48,580)	(171,705)	(1,033,649)
Trade and other payables^	1,243,826	(1,270,844)	(1,270,844)	–	–
Other liabilities^	184,735	(184,735)	(15,736)	(143,139)	(25,860)
Financial guarantees	–	(22,670)	(22,670)	–	–
	13,725,434	(15,081,340)	(5,280,494)	(8,577,245)	(1,223,601)
Derivative financial instruments					
Derivative liabilities					
Forward exchange contracts (gross-settled):	10,486				
- Outflow		(814,409)	(814,409)	–	–
- Inflow		803,602	803,602	–	–
Interest rate swaps (net-settled)	6,479	(8,344)	255	(8,599)	–
	16,965	(19,151)	(10,552)	(8,599)	–
Derivative assets					
Cross-currency swaps (gross-settled):	(37,503)				
- Outflow		(492,086)	(318,761)	(173,325)	–
- Inflow		530,800	350,419	180,381	–
Forward exchange contracts (gross-settled):	(2,427)				
- Outflow		(477,335)	(477,335)	–	–
- Inflow		480,921	480,921	–	–
Interest rate swaps (net-settled)	(14,388)	12,217	10,672	1,545	–
	(54,318)	54,517	45,916	8,601	–
	(37,353)	35,366	35,364	2	–
	13,688,081	(15,045,974)	(5,245,130)	(8,577,243)	(1,223,601)

^ Excluding deferred income

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(ii) Liquidity risk (cont'd)

	Carrying amount $'000	Contractual cash flows $'000	Within 1 year $'000	After 1 year but within 5 years $'000	After 5 years $'000
Group					
31 December 2022					
Non-derivative financial liabilities					
Interest-bearing borrowings	9,669,422	(10,383,102)	(2,596,621)	(7,670,809)	(115,672)
Lease liabilities	697,439	(1,302,111)	(52,059)	(172,669)	(1,077,383)
Trade and other payables^	1,404,045	(1,431,063)	(1,431,063)	–	–
Other liabilities^	88,269	(88,269)	–	(62,660)	(25,609)
Financial guarantees	–	(51,052)	(51,052)	–	–
	11,859,175	(13,255,597)	(4,130,795)	(7,906,138)	(1,218,664)
Derivative financial instruments					
Derivative liabilities					
Cross-currency swaps (gross-settled):	780				
- Outflow		(16,235)	(16,235)	–	–
- Inflow		15,423	15,423	–	–
Forward exchange contracts (gross-settled):	780				
- Outflow		(48,463)	(48,463)	–	–
- Inflow		47,512	47,512	–	–
Interest rate swaps (net-settled)	645	(853)	129	(982)	–
	2,205	(2,616)	(1,634)	(982)	
Derivative assets					
Cross-currency swaps (gross-settled):	(43,696)				
- Outflow		(501,351)	(215,789)	(285,562)	–
- Inflow		547,091	235,485	311,606	–
Forward exchange contracts (gross-settled):	(49,636)				
- Outflow		(914,487)	(914,487)	–	–
- Inflow		960,816	960,816	–	–
Interest rate swaps (net-settled)	(18,917)	20,443	8,298	12,145	–
	(112,249)	112,512	74,323	38,189	–
	(110,044)	109,896	72,689	37,207	–
	11,749,131	(13,145,701)	(4,058,106)	(7,868,931)	(1,218,664)

^ Excluding deferred income

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(ii) Liquidity risk (cont'd)

	Carrying amount $'000	Contractual cash flows $'000	Within 1 year $'000	After 1 year but within 5 years $'000	After 5 years $'000
Company					
31 December 2023					
Non-derivative financial liabilities					
Interest-bearing borrowings	9,229,439	(10,071,291)	(2,805,799)	(7,265,492)	–
Lease liabilities	26,642	(28,071)	(6,832)	(21,239)	–
Trade and other payables^	1,350,156	(1,354,660)	(1,354,660)	–	–
Other liabilities^	1,618	(1,618)	–	(1,618)	–
	10,607,855	(11,455,640)	(4,167,291)	(7,288,349)	–
Derivative financial instruments					
Derivative liabilities					
Forward exchange contracts (gross-settled):	10,486				
- Outflow		(814,409)	(814,409)	–	–
- Inflow		803,602	803,602	–	–
Interest rate swaps (net-settled)	6,479	(8,344)	255	(8,599)	–
	16,965	(19,151)	(10,552)	(8,599)	–
Derivative assets					
Cross-currency swaps (gross-settled):	(37,503)				
- Outflow		(492,086)	(318,761)	(173,325)	–
- Inflow		530,800	350,419	180,381	–
Forward exchange contracts (gross-settled):	(2,427)				
- Outflow		(477,335)	(477,335)	–	–
- Inflow		480,921	480,921	–	–
Interest rate swaps (net-settled)	(14,388)	12,217	10,672	1,545	–
	(54,318)	54,517	45,916	8,601	–
	(37,353)	35,366	35,364	2	–
	10,570,502	(11,420,274)	(4,131,927)	(7,288,347)	–

^ Excluding deferred income

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(ii) Liquidity risk (cont'd)

	Carrying amount $'000	Contractual cash flows $'000	Within 1 year $'000	After 1 year but within 5 years $'000	After 5 years $'000
Company					
31 December 2022					
Non-derivative financial liabilities					
Interest-bearing borrowings	7,452,244	(8,059,612)	(1,554,860)	(6,504,752)	–
Lease liabilities	32,522	(34,731)	(6,660)	(28,071)	–
Trade and other payables^	2,241,789	(2,262,592)	(2,262,592)	–	–
Other liabilities^	759,708	(764,965)	–	(764,965)	–
Financial guarantee	–	(231,040)	(231,040)	–	–
	10,486,263	(11,352,940)	(4,055,152)	(7,297,788)	–
Derivative financial instruments					
Derivative liabilities					
Cross-currency swaps (gross-settled):	780				
- Outflow		(16,235)	(16,235)	–	–
- Inflow		15,423	15,423	–	–
Forward exchange contracts (gross-settled):	780				
- Outflow		(48,463)	(48,463)	–	–
- Inflow		47,512	47,512	–	–
Interest rate swaps (net-settled)	645	(853)	129	(982)	–
	2,205	(2,616)	(1,634)	(982)	–
Derivative assets					
Cross-currency swaps (gross-settled):	(43,696)				
- Outflow		(501,351)	(215,789)	(285,562)	–
- Inflow		547,091	235,485	311,606	–
Forward exchange contracts (gross-settled):	(49,636)				
- Outflow		(914,487)	(914,487)	–	–
- Inflow		960,816	960,816	–	–
Interest rate swaps (net-settled)	(18,917)	20,443	8,298	12,145	–
	(112,249)	112,512	74,323	38,189	–
	(110,044)	109,896	72,689	37,207	–
	10,376,219	(11,243,044)	(3,982,463)	(7,260,581)	–

^ Excluding deferred income

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41 FINANCIAL INSTRUMENTS (CONT'D)

(ii) Liquidity risk (cont'd)

The maturity analyses show the contractual undiscounted cash flows of the Group and the Company's financial liabilities on the basis of their earliest possible contractual maturity. The cash inflows/(outflows) disclosed represent the contractual undiscounted cash flows relating to derivative financial instruments held for risk management purposes and which are usually not closed out prior to contractual maturity. The disclosure shows net cash flow amounts for derivatives that are net cash-settled and gross cash inflow and outflow amounts for derivatives that have simultaneous gross cash settlement e.g. forward exchange contracts. Net-settled derivative financial assets are included in the maturity analyses as they are held to hedge the cash flow variability of the Group's floating rate loans.

The interest payments on variable interest rate loans and bonds and notes in the table above reflect market forward interest rates at the period end and these amounts may change as market interest rates changes. It is not expected that the cash flows in the maturity analysis could occur significantly earlier, or at significantly different amounts.

(iii) Market risk

Market risk is the risk that changes in market prices such as interest rates, foreign exchange rates and equity prices, will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the return on risk.

Interest rate risk

The Group's exposure to interest rate risk relates primarily to its interest-bearing financial assets and debt obligations. The Group adopts a policy of managing its interest rate exposure by maintaining a debt portfolio with both fixed and floating interest rates.

Derivative financial instruments are used to manage interest rate risk, to the extent that the perceived cost of variable rate borrowings is considered to outweigh the benefits of their flexibility, and the Group actively monitors the need and timing for such derivatives.

The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the reference interest rates, tenors, repricing dates and maturities and the notional or par amounts.

The Group assesses whether the derivative designated in each hedging relationship is expected to be effective in offsetting changes in cash flows of the hedged item using the hypothetical derivative method.

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41 FINANCIAL INSTRUMENTS (CONT'D)

(iii) Market risk (cont'd)

Managing interest rate benchmark reform and associated risks

Overview

A fundamental reform of major interest rate benchmarks is being undertaken globally, including the replacement of some interbank offered rates (IBORs) with alternative nearly risk-free rates (referred to as 'interest rate benchmark reform'). The Group had exposures to USD LIBOR and SGD SOR on its financial instruments that have been replaced or reformed as part of these market-wide initiatives. In 2023, the Group has undertaken amendments to its financial instruments with contractual terms indexed to USD LIBOR or SGD SOR such that they incorporate the new benchmark rates.

Non-derivative financial liabilities

Historically, the Group's IBOR exposures to non-derivative financial liabilities included secured and unsecured borrowings indexed to USD LIBOR and SGD SOR. The Group has modified its non-derivative financial liabilities indexed to USD LIBOR and SGD SOR to reference SOFR and SORA during the year ended 31 December 2023 and 31 December 2022 respectively.

Derivatives

The Group holds interest rate swaps and cross currency swaps for risk management purposes. The interest rate swaps have floating legs that are indexed to SORA and SONIA. The Group's derivative instrument are governed by contracts based on the International Swaps and Derivatives Association (ISDA)'s master agreements.

Fair value sensitivity analysis for fixed rate instruments

The Group has fixed rate debt instruments measured at FVTPL. A change in interest rates at the reporting date would not have a material impact on the Group.

Cash flow sensitivity analysis for variable rate instruments

An increase of 100 basis points (bp) in interest rates on the variable rate instruments held by the Group and the Company at the reporting date would have decreased profit or loss (before any tax effect) by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant and does not take into account the effect of qualifying borrowing costs allowed for capitalisation.

	Group		Company	
	31 December 2023 $'000	31 December 2022 $'000	31 December 2023 $'000	31 December 2022 $'000
100 bp increase				
Reduction in profit before tax	(55,041)	(48,872)	(14,075)	(19,778)

A 100 bp decrease in interest rates at the reporting date would have had an equal but opposite effect to the amounts shown above, on the basis that all other variables remain constant.

NOTES TO THE FINANCIAL STATEMENTS
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41 FINANCIAL INSTRUMENTS (CONT'D)

(iii) Market risk (cont'd)

Foreign currency risk

The Group is exposed to foreign currency risk on sales, purchases and borrowings that are denominated in currencies other than the respective functional currencies of the Group's entities. The currencies giving rise to this risk are primarily the United States Dollar, Singapore Dollar, Hong Kong Dollar, Australian Dollar, Sterling Pound, Renminbi, Japanese Yen, Euro, Thai Baht and New Zealand Dollar.

The Group has a decentralised approach to the management of foreign currency risk. The Group manages its foreign currency exposure by adopting a natural hedge policy of matching receipts and payments, and asset purchases and borrowings, in the currency of the relevant entity, where possible. Entities in the Group may have different approaches to the identification and management of this risk. Entities in the Group may borrow in currencies other than their functional currencies to fund investments that are denominated in their borrowing currencies. In respect of other monetary assets and liabilities denominated in foreign currencies, the Group's policy is to ensure that its net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates when necessary to address short-term imbalances. Where feasible, the Group may put in place certain financial derivative instruments including forward exchange contracts and cross currency swaps to minimise the Group's exposure to movements in exchange rates on firm commitments and specific transactions.

The Group assesses whether the derivative designated in each hedging relationship is expected to be and has been effective in offsetting changes in cash flows of the hedged item using the hypothetical derivative method.

In these hedge relationships, the main sources of ineffectiveness are:

- The effect of the counterparty and the Group's own credit risk on the fair value of the swaps and forward foreign exchange contracts, which is not reflected in the change in the fair value of the hedged cash flows attributable to the change in exchange rates; and

- Changes in the timing of the hedged transactions.

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YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(iii) Market risk (cont'd)

Foreign currency risk (cont'd)

The Group's and the Company's exposure to foreign currencies are as follows:

	United States Dollar $'000	Singapore Dollar $'000	Hong Kong Dollar $'000	Australian Dollar $'000	Sterling Pound $'000	Renminbi $'000	Japanese Yen $'000	Euro $'000	Thai Baht $'000	New Zealand Dollar $'000
Group										
31 December 2023										
Financial assets	16,304	–	–	6,732	–	–	–	–	–	–
Trade and other receivables*	269	877	–	39	6,004	4,526	(8)	41	–	–
Cash and cash equivalents	11,507	989	55	921	12,689	2,906	1,613	239	–	–
Amounts owing by/(to) subsidiaries (net)	374,440	(30,509)	188,286	108,006	4,698,327	625,725	482,948	(464)	200,818	–
Interest-bearing borrowings	(917,931)	–	(19,813)	(223,803)	(3,269,092)	(99,898)	(125,587)	(63,715)	–	–
Trade and other payables**	(2,488)	(405)	(91)	(642)	(27,844)	(257)	(29)	–	–	–
Net statement of financial position exposure	(517,899)	(29,048)	168,437	(108,747)	1,420,084	533,002	358,937	(63,899)	200,818	–
Forward exchange contracts	–	–	–	–	(926,314)	(94,650)	(237,420)	(33,360)	–	–
Cross-currency swaps	(37,591)	–	–	–	(134,448)	(287,188)	(31,806)	–	–	–
Net exposure	(555,490)	(29,048)	168,437	(108,747)	359,322	151,164	89,711	(97,259)	200,818	–
31 December 2022										
Financial assets	16,410	–	–	4,548	–	–	–	–	–	–
Trade and other receivables*	266	865	–	103	2,955	2,928	–	21,839	–	–
Cash and cash equivalents (net of cash pool overdrafts)^	(176,383)	5,240	165	195	6,730	2,681	1,319	(62,964)	2	–
Amounts owing by subsidiaries (net)	369,151	73,544	209,597	125,302	3,913,847	489,210	289,631	10	165,287	8,939
Interest-bearing borrowings	(697,248)	–	(19,208)	(139,552)	(2,396,571)	(146,579)	(90,817)	–	–	–
Trade and other payables**	(1,133)	(193)	(97)	(284)	(7,508)	(388)	(115)	–	–	–
Net statement of financial position exposure	(488,937)	79,456	190,457	(9,688)	1,519,453	347,852	200,018	(41,115)	165,289	8,939
Forward exchange contracts	–	–	–	–	(928,587)	–	–	(34,364)	–	–
Cross-currency swaps	–	–	–	(49,298)	(130,120)	(217,082)	(109,063)	–	–	–
Net exposure	(488,937)	79,456	190,457	(58,986)	460,746	130,770	90,955	(75,479)	165,289	8,939

* Excluding prepayments
** Excluding deferred income
^ In 2022, cash pool overdrafts were set off against cash and cash equivalents in the statement of financial position. The presentation has changed in the current year. The cash pool overdrafts are presented as part of interest-bearing borrowings (note 18 and 20).

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41 FINANCIAL INSTRUMENTS (CONT'D)

(iii) Market risk (cont'd)

Foreign currency risk (cont'd)

	United States Dollar $'000	Hong Kong Dollar $'000	Japanese Yen $'000	Sterling Pound $'000	Renminbi $'000	Australian Dollar $'000	Euro $'000
Company							
31 December 2023							
Trade and other receivables*	–	–	(8)	3,092	–	–	–
Cash and cash equivalents	2	14	–	1,898	81	12	–
Amounts owing by subsidiaries (net)	545,304	3,427	452,496	4,305,603	1,430,437	103,923	33,068
Interest-bearing borrowings	(102,076)	(19,813)	(125,587)	(3,269,092)	(99,898)	(223,803)	–
Trade and other payables**	(1,226)	(33)	(29)	(27,844)	(181)	(642)	–
Net statement of financial position exposure	442,004	(16,405)	326,872	1,013,657	1,330,439	(120,510)	33,068
Forward exchange contracts	–	–	(237,420)	(926,314)	(94,650)	–	(33,360)
Cross-currency swaps	(37,591)	–	(31,806)	(134,448)	(287,188)	–	–
Net exposure	404,413	(16,405)	57,646	(47,105)	948,601	(120,510)	(292)
31 December 2022							
Cash and cash equivalents	5	14	–	6,026	85	12	–
Amounts owing by subsidiaries (net)	532,648	21,342	206,377	3,445,580	1,319,356	203,604	34,077
Interest-bearing borrowings	(54,590)	(19,208)	(90,817)	(2,396,571)	(146,579)	(139,552)	–
Trade and other payables**	(116)	(32)	(115)	(7,484)	(326)	(284)	–
Net statement of financial position exposure	477,947	2,116	115,445	1,047,551	1,172,536	63,780	34,077
Forward exchange contracts	–	–	–	(928,587)	–	–	(34,364)
Cross-currency swaps	–	–	(109,063)	(130,120)	(217,082)	(49,298)	–
Net exposure	477,947	2,116	6,382	(11,156)	955,454	14,482	(287)

* Excluding prepayments
** Excluding deferred income

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41 FINANCIAL INSTRUMENTS (CONT'D)

(iii) Market risk (cont'd)

Foreign currency risk (cont'd)

Sensitivity analysis

A 5% strengthening of the following major currencies against the functional currency of each of the Group's entities at the reporting date held by the Group and the Company would (decrease)/increase profit and other components of equity before any tax effect by the amounts shown below. Similarly, a 5% weakening would have the equal but opposite effect. This analysis assumes that all other variables, in particular interest rates, remain constant.

	2023		2022	
	Profit before tax $'000	Equity $'000	Profit before tax $'000	Equity $'000
Group				
United States Dollar	(17,513)	(10,261)	(14,515)	(9,931)
Singapore Dollar	(1,452)	–	3,972	–
Hong Kong Dollar	8,421	–	9,523	–
Australian Dollar	(5,437)	–	(2,950)	–
Sterling Pound	17,966	–	23,039	–
Renminbi	8,244	(687)	7,255	(716)
Japanese Yen	16,358	(11,871)	4,548	–
Euro	(1,886)	(2,978)	(746)	(3,028)
Thai Baht	10,041	–	8,264	–
New Zealand Dollar	–	–	447	–
Company				
United States Dollar	20,221	–	23,897	–
Hong Kong Dollar	(820)	–	106	–
Japanese Yen	2,882	–	319	–
Sterling Pound	(2,355)	–	(558)	–
Renminbi	47,430	–	47,773	–
Australian Dollar	(6,026)	–	724	–
Euro	(15)	–	(14)	–

Equity price risk

The Group and the Company are exposed to equity price changes arising on its quoted equity investments at FVOCI and FVTPL. A change in the underlying equity prices of the quoted investments at the reporting date by 5% for the Group and the Company would impact profit and other components of equity (before any tax effect) by the amounts shown below. Similarly, a change in the revalued net asset values of the unquoted equity investments at FVOCI and FVTPL and a change in the price-to-sales multiple for the unquoted equity investments at FVTPL by 5% for the Group and the Company would impact profit and other components of equity (before any tax effect) by the amounts shown below.

This analysis assumes that all other variables remain constant.

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41 FINANCIAL INSTRUMENTS (CONT'D)

(iii) Market risk (cont'd)

Equity price risk (cont'd)

Equity investments

	Increase by 5% Group $'000	Decrease by 5% Group $'000	Increase by 5% Company $'000	Decrease by 5% Company $'000
2023				
Quoted equity investments at FVOCI and FVTPL				
Equity	1,360	(1,360)	1,144	(1,144)
Profit before tax	1,140	(1,140)	95	(95)
Unquoted equity investments at FVOCI and FVTPL				
Equity	21,317	(21,317)	20,204	(20,204)
Profit before tax	9,225	(9,225)	–	–
2022				
Quoted equity investments at FVOCI and FVTPL				
Equity	1,300	(1,300)	1,093	(1,093)
Profit before tax	1,482	(1,482)	98	(98)
Unquoted equity investments at FVOCI and FVTPL				
Equity	21,608	(21,608)	20,395	(20,395)
Profit before tax	6,836	(6,836)	–	–

(iv) Hedge accounting

Net investment hedges

A foreign currency exposure arises from the Group's net investments in subsidiaries that have a different functional currency from that of the Company. The risk arises from the fluctuation in spot exchange rates between the functional currency of the subsidiaries and the Company's functional currency, which causes the amount of the net investments to vary in the consolidated financial statements of the Group. The hedged risk in the net investment hedges is the risk of a weakening of the United States Dollar, Euro, Renminbi and Japanese Yen (2022: United States Dollar, Euro and Renminbi) against Singapore Dollar that will result in a reduction in the carrying amount of the Group's net investments in subsidiaries. An economic relationship exists between the hedged net investment and hedging instrument due to the shared foreign currency risk exposure.

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41 FINANCIAL INSTRUMENTS (CONT'D)

(iv) Hedge accounting (cont'd)

Net investment hedges (cont'd)

The Group uses a mixture of foreign currency-denominated debt, forward exchange contracts and cross-currency swaps as hedging instruments. When the hedging instrument is foreign currency-denominated debt, the Group assesses effectiveness by comparing past changes in the carrying amount of the debt that are attributable to a change in the spot rate with past changes in the investment in the foreign operation due to movement in spot rate (the offset method). The Group's policy is to hedge the net investment only to the extent of the debt principal. When the hedging instrument is a forward exchange contract or cross-currency swap, the Group establishes a hedge ratio where the notional on the forward foreign exchange contract and cross-currency swap matches the carrying amount of the designated net investment. The Group ensures that the foreign currency in which the hedging instrument is denominated is the same as the functional currency of the net investment. This qualitative assessment is supplemented quantitatively using the hypothetical derivative method for the purposes of assessing hedge effectiveness. The Group assesses effectiveness by comparing past changes in the fair value of the derivative with changes in the fair value of a hypothetical derivative. The hypothetical derivative is constructed to have the same critical terms as the net investment designated as the hedged item and a fair value of zero at inception. The Group's policy is to hedge the net investment only to the extent of the nominal amount of the foreign exchange or cross-currency swap leg of the derivative.

The Group held the following instruments to hedge exposures to changes in foreign currencies:

	Notional amount	Carrying amount – Assets/ (Liabilities) $'000	Line item in the statement of financial position where the hedging instrument is included	Changes in the value of the hedging instrument recognised in OCI $'000	Hedge ineffectiveness recognised in profit or loss $'000	Line item in profit or loss that includes hedge ineffectiveness	Amount reclassified from reserve to profit or loss $'000	Hedged foreign exchange rate	Year of maturity
Group									
Net investment hedges									
2023									
Foreign exchange risk									
- Borrowings to hedge net investments in foreign operations	$391,020,000 equivalent	(391,020)	Interest-bearing borrowings	10,755	–	Not applicable	–	Not applicable	2024 to 2026
- Cross-currency swaps to hedge net investments in foreign operations	RMB500,690,000	3,098	Derivative financial assets	5,416	27	Finance income	–	SGD/RMB5.1715 to SGD/RMB5.3533	2026
- Foreign currency swaps to hedge net investments in foreign operations	JPY25,529,000,000	1,067	Derivative financial assets	382	–	Not applicable	–	SGD/JPY106.99	2024
2022									
Foreign exchange risk									
- Borrowings to hedge net investments in foreign operations	$347,007,000 equivalent	(347,007)	Interest-bearing borrowings and cash pool overdrafts	(20,346)	–	Not applicable	–	Not applicable	2023 to 2024
- Cross-currency swaps to hedge net investments in foreign operations	RMB74,190,000	(780)	Derivative financial liabilities	(450)	15	Finance income	–	SGD/RMB4.81	2023

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41 FINANCIAL INSTRUMENTS (CONT'D)

(iv) Hedge accounting (cont'd)

Net investment hedges (cont'd)

	Change in value used for calculating hedge ineffectiveness $'000	Foreign currency translation reserve $'000	Balances remaining in the foreign currency translation reserve from hedging relationships for which hedge accounting is no longer applied $'000
2023			
Net investments in certain foreign subsidiaries whose functional currencies are denominated in United States Dollar, Euro, Renminbi and Japanese Yen	16,553	20,560	–
2022			
Net investments in certain foreign subsidiaries whose functional currencies are denominated in United States Dollar, Euro and Renminbi	10,694	4,007	–

Cash flow hedges

At 31 December 2023 and 31 December 2022, the Group held certain interest rate swaps to hedge exposures to changes in interest rates.

	Notional amount	Carrying amount – Assets/(Liabilities) $'000	Line item in the statement of financial position where the hedging instrument is included	Changes in the value of the hedging instrument recognised in OCI $'000	Hedge ineffectiveness recognised in profit or loss $'000	Line item in profit or loss that includes hedge ineffectiveness	Amount reclassified from hedging reserve to profit or loss $'000	Fixed interest rate	Year of maturity
Group									
<u>Cash flow hedges</u>									
2023									
Interest rate risk									
- Interest rate swaps	$872,240,000 equivalent	14,387	Derivative financial assets	8,662	–	Not applicable	(12,360)	2.48% to 3.80%	2025 to 2026
- Interest rate swaps	$843,147,000 equivalent	(6,480)	Derivative financial liabilities	(4,789)	–	Not applicable	(1,875)	0.32% to 4.38%	2025 to 2027
2022									
Interest rate risk									
- Interest rate swaps	$703,300,000 equivalent	18,917	Derivative financial assets	18,166	–	Not applicable	751	2.48% to 3.06%	2025 to 2026
- Interest rate swaps	$137,652,000 equivalent	(645)	Derivative financial liabilities	(508)	–	Not applicable	(137)	3.46%	2025

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YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(v) Accounting classifications and fair values

The carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy are as follows. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value. Further, the fair value disclosure of lease liabilities is also not required.

	Note	Mandatorily at FVTPL $'000	FVOCI – equity investments $'000	Fair value – hedging instruments $'000	Amortised cost $'000	Total carrying amount $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total fair value $'000
Group										
31 December 2023										
Financial assets measured at fair value										
Unquoted equity investments – mandatorily at FVTPL	10	184,489	–	–	–	184,489	–	–	184,489	184,489
Unquoted equity investments – at FVOCI	10	–	426,353	–	–	426,353	–	–	426,353	426,353
Quoted equity investments – mandatorily at FVTPL	10	22,790	–	–	–	22,790	22,790	–	–	22,790
Quoted equity investments – at FVOCI	10	–	27,203		–	27,203	27,203	–	–	27,203
Derivative financial assets	11	–	–	54,318	–	54,318	–	54,318	–	54,318
		207,279	453,556	54,318	–	715,153				
Financial assets not measured at fair value										
Other non-current assets^	12	–	–	–	422,790	422,790				
Trade and other receivables#	16	–	–	–	1,676,841	1,676,841				
Cash and cash equivalents	18	–	–	–	2,400,431	2,400,431				
		–	–	–	4,500,062	4,500,062				

	Note	Fair value – hedging instruments $'000	Other financial liabilities $'000	Total carrying amount $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total fair value $'000
Group								
31 December 2023								
Financial liabilities measured at fair value								
Derivative financial liabilities	11	16,965	–	16,965	–	16,965	–	16,965
Financial liabilities not measured at fair value								
Interest-bearing borrowings	21	–	11,625,933	11,625,933	–	11,597,418	–	11,597,418
Other liabilities@	27	–	184,735	184,735				
Trade and other payables@	30	–	1,243,826	1,243,826				
		–	13,054,494	13,054,494				

^ Excluding prepayments, intangible assets and deferred tax assets
# Excluding prepayments, grant receivables and tax recoverable
@ Excluding deferred income

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41 FINANCIAL INSTRUMENTS (CONT'D)

(v) Accounting classifications and fair values (cont'd)

	Note	Mandatorily at FVTPL $'000	FVOCI – equity investments $'000	Fair value – hedging instruments $'000	Amortised cost $'000	Total carrying amount $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total fair value $'000
Group										
31 December 2022										
Financial assets measured at fair value										
Unquoted debt investments – mandatorily at FVTPL	10	20,011	–	–	–	20,011	–	–	20,011	20,011
Unquoted equity investments – at FVOCI	10	–	432,164	–	–	432,164	–	–	432,164	432,164
Unquoted equity investments – mandatorily at FVTPL	10	136,713	–	–	–	136,713	–	–	136,713	136,713
Quoted equity investments – at FVOCI	10	–	26,006	–	–	26,006	26,006	–	–	26,006
Quoted equity investments – mandatorily at FVTPL	10	29,640	–	–	–	29,640	29,640	–	–	29,640
Derivative financial assets	11	–	–	112,249	–	112,249	–	112,249	–	112,249
		186,364	458,170	112,249	–	756,783				
Financial assets not measured at fair value										
Other non-current assets^	12	–	–	–	299,454	299,454				
Trade and other receivables#	16	–	–	–	1,520,527	1,520,527				
Cash and cash equivalents	18	–	–	–	2,363,197	2,363,197				
		–	–	–	4,183,178	4,183,178				

	Note	Fair value – hedging instruments $'000	Other financial liabilities $'000	Total carrying amount $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total fair value $'000
Group								
31 December 2022								
Financial liabilities measured at fair value								
Derivative financial liabilities	11	2,205	–	2,205	–	2,205	–	2,205
Financial liabilities not measured at fair value								
Interest-bearing borrowings	21	–	9,669,422	9,669,422	–	9,545,514	–	9,545,514
Other liabilities@	27	–	88,269	88,269				
Trade and other payables@	30	–	1,404,045	1,404,045				
		–	11,161,736	11,161,736				

^ Excluding prepayments, intangible assets and deferred tax assets
\# Excluding prepayments, grant receivables and tax recoverable
@ Excluding deferred income

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NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(v) Accounting classifications and fair values (cont'd)

	Note	Mandatorily at FVTPL $'000	FVOCI – equity investments $'000	Fair value – hedging instruments $'000	Amortised cost $'000	Other financial liabilities $'000	Total carrying amount $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total fair value $'000
Company											
31 December 2023											
Financial assets measured at fair value											
Unquoted equity investments – at FVOCI	10	–	404,089	–	–	–	404,089	–	–	404,089	404,089
Quoted equity investments – at FVOCI	10	–	22,874	–	–	–	22,874	22,874	–	–	22,874
Quoted equity investments – mandatorily at FVTPL	10	1,894	–	–	–	–	1,894	1,894	–	–	1,894
Derivative financial assets	11	–	–	54,318	–	–	54,318	–	54,318	–	54,318
		1,894	426,963	54,318	–	–	483,175				
Financial assets not measured at fair value											
Other non-current assets	12	–	–	–	7,641,397	–	7,641,397				
Trade and other receivables#	16	–	–	–	6,700,201	–	6,700,201				
Cash and cash equivalents	18	–	–	–	533,801	–	533,801				
		–	–	–	14,875,399	–	14,875,399				
Financial liabilities measured at fair value											
Derivative financial liabilities	11	–	–	16,965	–	–	16,965	–	16,965	–	16,965
Financial liabilities not measured at fair value											
Interest-bearing borrowings	21	–	–	–	–	9,229,439	9,229,439	–	9,204,206	–	9,204,206
Other liabilities	27	–	–	–	–	1,618	1,618				
Trade and other payables	30	–	–	–	–	1,350,156	1,350,156				
		–	–	–	–	10,581,213	10,581,213				

Excluding prepayments, grants receivables and tax recoverables

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YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(v) Accounting classifications and fair values (cont'd)

	Note	Mandatorily at FVTPL $'000	FVOCI – equity investments $'000	Fair value – hedging instruments $'000	Amortised cost $'000	Other financial liabilities $'000	Total carrying amount $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total fair value $'000
Company											
31 December 2022											
Financial assets measured at fair value											
Unquoted equity investments – at FVOCI	10	–	407,903	–	–	–	407,903	–	–	407,903	407,903
Quoted equity investments – at FVOCI	10	–	21,868	–	–	–	21,868	21,868	–	–	21,868
Quoted equity investments – mandatorily at FVTPL	10	1,963	–	–	–	–	1,963	1,963	–	–	1,963
Derivative financial assets	11	–	–	112,249	–	–	112,249	–	112,249	–	112,249
		1,963	429,771	112,249	–	–	543,983				
Financial assets not measured at fair value											
Other non-current assets	12	–	–	–	6,428,732	–	6,428,732				
Trade and other receivables#	16	–	–	–	6,474,857	–	6,474,857				
Cash and cash equivalents	18	–	–	–	614,499	–	614,499				
		–	–	–	13,518,088	–	13,518,088				
Financial liabilities measured at fair value											
Derivative financial liabilities	11	–	–	2,205	–	–	2,205	–	2,205	–	2,205
Financial liabilities not measured at fair value											
Interest-bearing borrowings	21	–	–	–	–	7,452,244	7,452,244	–	7,347,810	–	7,347,810
Other liabilities	27	–	–	–	–	759,708	759,708				
Trade and other payables	30	–	–	–	–	2,241,789	2,241,789				
		–	–	–	–	10,453,741	10,453,741				

Excluding prepayments, grants receivables and tax recoverables

NOTES TO THE FINANCIAL STATEMENTS
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41 FINANCIAL INSTRUMENTS (CONT'D)

(v) Accounting classifications and fair values (cont'd)

Measurement of fair values

Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 3 fair values, as well as the significant unobservable inputs used.

Financial instruments measured at Level 3 fair value

Type	Valuation techniques	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Unquoted debt investments – mandatorily at FVTPL	Discounted cash flows: The valuation model considers the present value of the expected future payments, discounted using a risk-adjusted discount rate.	Discount rate: 2023: Not applicable 2022: 12%	The estimated fair value would increase/(decrease) if the discount rate was lower/(higher).
Unquoted equity investments – at FVOCI	The fair value is calculated using the net asset value (NAV) of the investee entity adjusted for the fair value of the underlying properties, where applicable. A discount is applied to take into consideration the non-marketable nature of the investment, where applicable.	NAV Discount rate: 2023: 20% 2022: 20%	The estimated fair value would increase/(decrease) if the NAV was higher/(lower). The estimated fair value would increase/(decrease) if the discount rate was lower/(higher).
Unquoted equity investments – mandatorily at FVTPL	The fair value is calculated using the NAV of the investee entity adjusted for the fair value of the underlying properties, where applicable.	NAV	The estimated fair value would increase/(decrease) if the NAV was higher/(lower).
	The fair value is calculated using the market approach of weighted price-to-sales multiples of comparable companies. A discount is applied to take into consideration the non-marketable nature of the investment, where applicable.	Price-to-sales multiple: 2023: 8.1 times 2022: 8.0 times Discount rate: 2023: 20% 2022: 20%.	The estimated fair value would increase/(decrease) if the price-to-sales multiple was higher/(lower). The estimated fair value would increase/(decrease) if the discount rate was lower/(higher).

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(v) Accounting classifications and fair values (cont'd)

Measurement of fair values (cont'd)

Financial instruments measured at Level 2 fair value

Unquoted debt investments – mandatorily at FVTPL

The fair value of unquoted debt investments are calculated based on the present value of the expected future payments, discounted using a risk-adjusted discount rate.

Financial derivatives

The fair values of forward exchange contracts, cross-currency swaps and interest rate swaps are based on banks' quotes. Similar contracts are traded in an active market and the quotes reflect the actual transactions in similar instruments.

Financial instruments not measured at fair value

Interest-bearing borrowings

The fair value of borrowings which reprice at the intervals of six months or less determined for disclosure purposes are calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

Transfers between levels in the fair value hierarchy

The Group and Company did not reclassify any investments between various levels in the fair value hierarchy during the year.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

41 FINANCIAL INSTRUMENTS (CONT'D)

(v) Accounting classifications and fair values (cont'd)

Measurement of fair values (cont'd)

Level 3 fair values

The following table shows a reconciliation from the beginning balances to the ending balances for fair value measurements in Level 3 of the fair value hierarchy:

	Group			Company
	Unquoted debt investments mandatorily at FVTPL $'000	Unquoted equity investments at FVOCI $'000	Unquoted equity investments mandatorily at FVTPL $'000	Unquoted equity investments at FVOCI $'000
At 1 January 2023	20,011	432,164	136,713	407,903
Additions	–	–	78,858	–
Distribution of income and return of capital	–	–	(18,446)	–
Total loss recognised in profit or loss				
- finance costs	(19,650)	–	(9,601)	–
Total loss for the period included in other comprehensive income				
- net change in fair value of equity investments at FVOCI	–	(5,811)	–	(3,814)
Translation differences on consolidation	(361)	–	(3,035)	–
At 31 December 2023	–	426,353	184,489	404,089
At 1 January 2022	32,923	357,870	130,465	327,577
Additions	–	–	30,867	–
Distribution of income and return of capital	–	–	(21,960)	–
Total loss recognised in profit or loss				
- finance costs	(11,119)	–	(1,769)	–
Total gain for the period included in other comprehensive income				
- net change in fair value of equity investments at FVOCI	–	74,294	–	80,326
Translation differences on consolidation	(1,793)	–	(890)	–
At 31 December 2022	20,011	432,164	136,713	407,903

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42 OPERATING SEGMENTS

Information reported to the Board of Directors for the purposes of resource allocation and assessment of segment performances is specifically focused on the functionality of services provided. The following summary describes the operations in each of the Group's reportable segments:

- Property development – *develops and purchases properties for sale*
- Hotel operations – *owns and manages hotels*
- Investment properties – *develops and purchases investment properties for lease*

Others comprises mainly investment in shares, management and consultancy services, and provision of laundry services. None of these segments meet any of the quantitative thresholds for determining reportable segments in 2023 and 2022.

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit before tax, as included in the internal management reports that are reviewed by the Board of Directors. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

Information about reportable segments

	Property development $'000	Hotel operations $'000	Investment properties $'000	Total $'000	Others $'000	Total $'000
2023						
Total revenue (including inter-segment revenue)	2,792,570	1,498,700	460,057	4,751,327	234,001	4,985,328
Inter-segment revenue	–	(185)	(10,569)	(10,754)	(33,453)	(44,207)
External revenue	2,792,570	1,498,515^	449,488	4,740,573	200,548	4,941,121
Profit from operating activities	382,327	302,979	113,286	798,592	19,936	818,528
Share of after-tax profit/(loss) of associates and joint ventures	78,467	2,074	(27,808)	52,733	(5,085)	47,648
Finance income	50,284	27,663	17,679	95,626	2,344	97,970
Finance costs	(171,546)	(144,152)	(143,936)	(459,634)	(31,944)	(491,578)
Net finance costs	(121,262)	(116,489)	(126,257)	(364,008)	(29,600)	(393,608)
Reportable segment profit/(loss) before tax	339,532	188,564	(40,779)	487,317	(14,749)	472,568
Depreciation and amortisation	5,004	111,176	118,456	234,636	19,394	254,030

^ Hotel operations for 2023 comprise revenue and Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) attributable to hotel rooms owned by the Group of $1,056.4 million and $256.6 million respectively.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

42 OPERATING SEGMENTS (CONT'D)

Information about reportable segments (cont'd)

	Property development $'000	Hotel operations $'000	Investment properties $'000	Total $'000	Others $'000	Total $'000
2023						
Other material non-cash items						
Negative goodwill on acquisition of subsidiaries	38,752	–	–	38,752	–	38,752
Impairment losses reversed/(recognised) on property, plant and equipment and investment properties	–	54,037	(43,749)	10,288	–	10,288
Allowance made for foreseeable losses on development properties	(49,663)	–	–	(49,663)	–	(49,663)
Investments in associates and joint ventures	754,359	601,925	630,309	1,986,593	488,297	2,474,890
Other segment assets	8,275,100	5,383,906	7,140,420	20,799,426	911,213	21,710,639
Reportable segment assets	9,029,459	5,985,831	7,770,729	22,786,019	1,399,510	24,185,529
Deferred tax assets						28,804
Tax recoverable						19,689
Total assets						24,234,022
Reportable segment liabilities	5,769,439	3,537,063	4,349,352	13,655,854	444,387	14,100,241
Deferred tax liabilities						368,510
Provision for taxation						225,927
Total liabilities						14,694,678
Additions to non-current assets**	23,719	263,056	1,514,887	1,801,662	134,589	1,936,251

** Non-current assets include property, plant and equipment, investment properties, investments in associates and joint ventures, and intangible assets.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

42 OPERATING SEGMENTS (CONT'D)

Information about reportable segments (cont'd)

	Property development $'000	Hotel operations $'000	Investment properties $'000	Total $'000	Others $'000	Total $'000
2022						
Total revenue (including inter-segment revenue)	1,382,322	1,394,936	375,991	3,153,249	221,788	3,375,037
Inter-segment revenue	–	(14,272)	(34,828)	(49,100)	(32,524)	(81,624)
External revenue	1,382,322	1,380,664^	341,163	3,104,149	189,264	3,293,413
Profit from operating activities	119,685	1,406,099	430,354	1,956,138	(76,409)	1,879,729
Share of after-tax profit/(loss) of associates and joint ventures	121,132	(1,340)	20,235	140,027	30,137	170,164
Finance income	19,636	61,434	2,869	83,939	7,615	91,554
Finance costs	(99,154)	(82,972)	(69,908)	(252,034)	(32,646)	(284,680)
Net finance costs	(79,518)	(21,538)	(67,039)	(168,095)	(25,031)	(193,126)
Reportable segment profit/(loss) before tax	161,299	1,383,221	383,550	1,928,070	(71,303)	1,856,767
Depreciation and amortisation	3,551	120,598	125,218	249,367	27,059	276,426
Other material non-cash items						
Negative goodwill on acquisition of subsidiaries	–	–	–	–	48	48
Impairment loss on other receivables and debt investment	–	–	–	–	(80,688)	(80,688)
Impairment losses reversed/(recognised) on property, plant and equipment and investment properties	–	31,770	(35,728)	(3,958)	(3,657)	(7,615)
Allowance made for foreseeable losses on development properties	(61,766)	–	–	(61,766)	–	(61,766)

^ Hotel operations for 2022 comprise revenue and Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) attributable to hotel rooms owned by the Group of $960.9 million and $165.6 million respectively.

NOTES TO THE FINANCIAL STATEMENTS
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42 OPERATING SEGMENTS (CONT'D)

Information about reportable segments (cont'd)

	Property development $'000	Hotel operations $'000	Investment properties $'000	Total $'000	Others $'000	Total $'000
2022						
Other material non-cash items (cont'd)						
Investments in associates and joint ventures	792,971	568,531	598,566	1,960,068	386,669	2,346,737
Other segment assets	8,906,928	5,062,464	5,704,233	19,673,625	909,165	20,582,790
Reportable segment assets	9,699,899	5,630,995	6,302,799	21,633,693	1,295,834	22,929,527
Deferred tax assets						47,468
Tax recoverable						4,048
Total assets						22,981,043
Reportable segment liabilities	5,844,929	3,412,622	3,125,032	12,382,583	343,617	12,726,200
Deferred tax liabilities						350,253
Provision for taxation						339,768
Total liabilities						13,416,221
Additions to non-current assets**	6,351	662,054	935,752	1,604,157	98,413	1,702,570

** Non-current assets include property, plant and equipment, investment properties, investments in associates and joint ventures, and intangible assets.

Geographical segments

	Singapore $'000	United States $'000	United Kingdom $'000	China $'000	Other countries $'000	Total $'000
2023						
Revenue	2,803,632	496,561	561,612	158,529	920,787	4,941,121
Non-current assets#	3,521,350	1,505,105	3,274,342	1,808,548	2,899,531	13,008,876
Reportable segment assets	10,632,589	1,834,639	4,694,690	3,173,649	3,849,962	24,185,529
2022						
Revenue	1,763,288	466,048	480,561	179,062	404,454	3,293,413
Non-current assets#	3,475,223	1,511,372	2,484,298	1,859,406	2,046,264	11,376,563
Reportable segment assets	11,221,486	1,759,335	3,338,901	3,261,454	3,348,351	22,929,527

Include property, plant and equipment, investment properties, investments in associates and joint ventures, prepayments (non-current portion) and intangible assets.

NOTES TO THE FINANCIAL STATEMENTS
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43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES

The following are the Group's significant investments in subsidiaries:

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of the Company				
(8)	58 High Street Pty Ltd	Trustee	Australia	100	85
(1)	Allinvest Holding Pte Ltd	Property owner and investment holding	Singapore	100	100
(1)	Adelanto Investments Pte. Ltd.	Investment holding	Singapore	100	100
(1)	Aquarius Properties Pte. Ltd.	Property owner and developer	Singapore	80	80
(8)	Atlasgate UK Properties Limited	Property owner	United Kingdom	100	100
(8)	Beaumont Properties Limited	Property owner and developer	Jersey	100	100
(8)	Canterbury Riverside Propco Limited	Property owner	United Kingdom	100	100
(8)	Canterbury Riverside Opco Limited	Operating company	United Kingdom	100	100
(1)	CBM Pte. Ltd.	Provision of building maintenance, security, cleaning and related services to commercial and residential buildings	Singapore	100	100
(1)	CBM Parking Pte. Ltd.	Provision of car park operation, management, civil, construction and electrical works related to parking systems and related services	Singapore	100	100
(1)	CBM International Pte. Ltd.	Investment holding and provision of consultancy services	Singapore	100	100
(1)	CBM Security Pte. Ltd.	Provision of security services, consultancy services related to security matters, supply of equipment, security escort services and facilities management services	Singapore	100	100
(1)	CBM Solutions Pte. Ltd.	Provision of consultancy, facilities management and building construction services	Singapore	100	100
(2)	CBM (Taiwan) Co., Ltd.	Carpark management services	Taiwan	100	100
(2)	CDL China Limited	Investment holding	Hong Kong	100	100

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43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of the Company (cont'd)				
(1)	CDL Aries Pte. Ltd.	Property owner and developer	Singapore	100	100
(1)	CDL Constellation Pte. Ltd.	Investment holding and property owner and developer	Singapore	100	100
(1)	CDL Land Pte Ltd	Property owner and developer	Singapore	100	100
(1)	CDL Libra Pte. Ltd.	Property owner and developer	Singapore	100	100
(1)	CDL Management Services Pte. Ltd.	Provision of project and property management and consultancy services	Singapore	100	100
(1)	CDL Properties Ltd	Property owner and investment holding	Singapore	100	100
(1)	CDL Regulus Pte. Ltd.	Property owner and developer	Singapore	100	100
(1)	CDL Stellar Pte. Ltd.	Property owner and developer	Singapore	100	-
(1)	CDL Perseus Pte. Ltd.	Property owner and developer	Singapore	100	100
(1)	CDL Pisces Commercial Pte. Ltd.	Investment holding	Singapore	100	100
(1)	CDL Pisces Serviced Residences Pte. Ltd.	Investment holding	Singapore	100	100
(7)	CDL Conservo Pte. Ltd.	Long-term holding of investment properties to derive rental income	Singapore	100	-
(7)	CDL Cityscape Pte. Ltd.	Long-term holding of investment properties to derive rental income	Singapore	100	-
(7)	CDL Kingtse Pte. Ltd.	Long-term holding of investment properties to derive rental income	Singapore	100	-
(7)	CDL Pavona Pte. Ltd.	Long-term holding of investment properties to derive rental income	Singapore	100	-
(7)	CDL Ace Pte Ltd	Long-term holding of investment properties to derive rental income	Singapore	100	-
(7)	CDL Queensray Pte Ltd	Long-term holding of investment properties to derive rental income	Singapore	100	-

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43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of the Company (cont'd)				
(7)	CDL CityInd Pte Ltd	Long-term holding of investment properties to derive rental income	Singapore	100	-
(7)	CDL Galliard Grand Limited Partnership	Investment holding	United Kingdom	75	-
(1)	Centro Property Holding Pte. Ltd.	Property owner	Singapore	100	100
(1)	Cideco Pte. Ltd.	Property owner	Singapore	100	100
(1)	City Condominiums Pte Ltd	Property owner, developer and investment holding	Singapore	100	100
(1)	City Developments Realty Limited	Investment in shares and investment holding	Singapore	100	100
(1)	City Leo Pte. Ltd.	Investment holding	Singapore	100	-
(1)	City Gemini Pte. Ltd.	Investment holding	Singapore	100	100
(1)	City Serviced Offices Pte. Ltd.	Operating serviced offices	Singapore	100	100
(1)	City Thrive Pte. Ltd.	Investment holding	Singapore	100	100
(1)	Citydev Real Estate (Singapore) Pte Ltd	Property owner	Singapore	100	100
(1)	CDL Real Estate Asset Managers Pte. Ltd.	Asset management	Singapore	100	100
(1)	City REIT Management Pte. Ltd.	Investment holding	Singapore	100	100
(1)	City Strategic Equity Pte. Ltd.	Investment holding	Singapore	100	100
(1)	City Symphony Pte. Ltd.	Investment holding	Singapore	100	-
(1)	City Lux Pte. Ltd.	Investment holding	Singapore	100	100
(1)	City Boost Pte. Ltd.	Investment holding	Singapore	100	100
(1)	City Delta Pte. Ltd.	Investment holding	Singapore	100	100

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43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of the Company (cont'd)				
(1)	CityNexus Pte. Ltd.	Developing software and programming activities	Singapore	100	100
(1)	Cityview Place Holdings Pte. Ltd.	Property owner and developer	Singapore	100 [a]	100 [a]
(1)	Crescent View Developments Pte. Ltd.	Property owner and developer	Singapore	60	60
(2)	Educado Company Limited	Investment holding and share dealing	Hong Kong	100	100
(1)	Ellinois Management Services Pte. Ltd.	Asset/portfolio management	Singapore	100	100
(1)	Empire City Consultant Pte Ltd	Management of properties	Singapore	100	100
(8)	Finite Properties Investment Limited	Property owner and developer	Jersey	100	100
(2)	Friars Road Manco Limited	Operating company	United Kingdom	100	100
(1)	Glades Properties Pte. Ltd.	Property owner, developer and investment holding	Singapore	100	100
(1)	Gemini One Pte. Ltd.	Hotel operator	Singapore	100	100
(1)	Gemini One Trust	Property owner and developer	Singapore	100	100
(1)	Grange 100 Pte. Ltd.	Property owner	Singapore	100	100
(1)	Guan Realty (Private) Limited	Property owner and developer	Singapore	100	100
(8)	HSRE Crosslane (Coventry) Limited	Property owner	Jersey	100	100
(8)	HSRE Crosslane (Leeds) Limited	Property owner	Jersey	100	100
(8)	Hoko Mina Pty Ltd	Property owner and developer	Australia	100	100
(1)	Hong Leong Properties Pte. Limited	Property owner	Singapore	100	100
(2)	Highline Investments LP	Property owner	United Kingdom	100	100

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43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of the Company (cont'd)				
(8)	Infinity Properties Limited	Property owner and developer	Jersey	100	100
(1)	Ingensys Pte. Ltd.	Systems integration activities	Singapore	100	100
(8)	Jayland Properties Limited	Property owner and developer	Jersey	100	100
(2)	Krungthep Rimnam Limited	Hotel business	Thailand	49 [b]	49 [b]
(8)	Landco Properties Limited	Property owner	Jersey	100	100
(1)	Land Equity Development Pte Ltd	Property owner	Singapore	100	100
(2)	Lingo Enterprises Limited	Property holding and property investment	Singapore/ Hong Kong	100	100
(8)	Melvale Holdings Limited	Investment holding and property developer	Jersey	100	100
(2)	Millennium & Copthorne Hotels Limited	Investment holding	United Kingdom	100	100
(6)	MPG St Katherine 2 LP	Property holding	United Kingdom	100	-
(2)	125 OBS Limited Partnership	Property holding	United Kingdom	100	100
(2)	New Bath Court Limited	Property owner	United Kingdom	100	100
(8)	New Bath Court (OpCo) Limited	Operating company	United Kingdom	100	100
(8)	Northgate Investments Limited	Investment holding	Jersey	100	-
(1)	Novel Developments Pte. Ltd.	Property owner and developer	Singapore	100	100
(8)	Paradise Investments Limited	Property owner and developer	Jersey	100	100
(1)	Pavo Properties Pte. Ltd.	Property owner and developer	Singapore	60	60
(2)	Phuket Square Co., Ltd.	Retail and hotel business	Thailand	49 [b]	49 [b]
(8)	Pinenorth Properties Limited	Property owner and developer	Jersey	100	100
(8)	Rehi Normanby Pty Ltd	Trustee	Australia	100	100

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of the Company (cont'd)				
(8)	Reselton Properties Limited	Property owner and developer	Jersey	100	100
(1)	Republic Plaza City Club (Singapore) Pte Ltd	Owner and operator of clubs	Singapore	100	100
(7)	Reach Across International Limited	Investment holding	British Virgin Islands	100	100
(2)	Shanghai Anting Waratah Real Estate Development Co., Ltd.	Property owner	People's Republic of China	100	100
(2)	Shanghai Fusion Enterprise Management Co., Ltd.	Property owner	People's Republic of China	100	100
(2)	Shanghai Galaxy Enterprise Management Co., Ltd.	Property owner	People's Republic of China	100	100
(3)	Shanghai Jingwen Zhaoxiang Real Estate Limited	Property owner and developer	People's Republic of China	100	100
(3)	Shanghai Meidao Investment Co., Ltd.	Property owner and developer	People's Republic of China	100	100
(2)	Shanghai Rainbow Enterprise Management Co., Ltd.	Property owner	People's Republic of China	100	100
(2)	Shanghai Star Enterprise Management Co., Ltd.	Property owner	People's Republic of China	100	100
(2)	Shanghai Yulan Real Estate Development Co., Ltd.	Property owner and developer	People's Republic of China	100	100
(4)	Shenzhen Longgang District Tusincere Science and Technology Development Park Co Ltd	Property owner and developer	People's Republic of China	65	65
(1)	Singapura Developments (Private) Limited	Property owner, developer and investment holding	Singapore	100	100
(6)	SKD Marina Limited	Property owner	United Kingdom	100	-
(1)	Sunshine Plaza Pte Ltd	Property owner, developer and investment holding	Singapore	100	100

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of the Company (cont'd)				
(2)	Suzhou Gaoxin Properties Co., Ltd	Real estate development and operation	People's Republic of China	100	-
(2)	Suzhou Global City Genway Properties Co., Ltd.	Property owner and developer	People's Republic of China	100	100
(2)	Sycamore House Manco Limited	Operating company	United Kingdom	100	100
(1)	Systematic Laundry & Healthcare Services Pte. Ltd.	Laundry and dry cleaning services, washing and other cleaning preparations	Singapore	100	98
(2)	Tempus Platinum Investments Tokutei Mokuteki Kaisha	Property owner and developer	Japan	100	100
(1)	The Aldgate House Unit Trust	Property investment	Jersey	100	100
(8)	Trentworth Properties Limited	Property owner and developer	Jersey	100	100
(1)	Trentwell Management Pte. Ltd.	Asset management and consultancy services	Singapore	100	100
(8)	Wideachieve Holdings Limited	Investment holding	British Virgin Islands	100	100
	Direct/Indirect subsidiaries of Millennium & Copthorne Hotels Limited				
(2)	Anchorage-Lakefront Limited Partnership	Hotel owner	USA	100	100
(8)	Archyield Limited	Hotel owner and operator	United Kingdom	100	100
(2)	Avon Wynfield LLC	Hotel owner	USA	100	100
(2)	Beijing Fortune Hotel Co., Ltd.	Hotel owner and operator	People's Republic of China	70	70
(2)	Bostonian Hotel Limited Partnership	Hotel owner	USA	100	100
(2)	Buffalo RHM Operating LLC	Hotel owner	USA	100	100
(2)	CDL (New York) LLC	Hotel owner	USA	100	100
(8)	CDL Hotels (Chelsea) Limited	Hotel owner and operator	United Kingdom	100	100

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of Millennium & Copthorne Hotels Limited (cont'd)				
(2)	CDL Hotels (Korea) Ltd.	Hotel owner and operator	Republic of Korea	100	100
(2)	CDL Hotels (Malaysia) Sdn. Bhd.	Hotel owner and operator	Malaysia	100	100
(8)	CDL Hotels (UK) Limited	Hotel owner and operator	United Kingdom	100	100
(2)	CDL Hotels USA, Inc.	Hotel investment holding company	USA	100	100
(2)	CDL Investments New Zealand Limited	Investment and property management company	New Zealand	50	50
(2)	CDL West 45th Street LLC	Hotel owner	USA	100	100
(2)	Chicago Hotel Holdings, Inc.	Hotel ownership	USA	100	100
(1)	City Hotels Pte. Ltd.	Hotel operator and investment holding company	Singapore	100	100
(8)	Copthorne Aberdeen Limited	Hotel management	United Kingdom	83	83
(8)	Copthorne Hotel (Birmingham) Limited	Hotel owner and operator	United Kingdom	100	100
(8)	Copthorne Hotel (Cardiff) Limited	Hotel owner and operator	United Kingdom	100	100
(8)	Copthorne Hotel (Effingham Park) Limited	Hotel owner and operator	United Kingdom	100	100
(8)	Copthorne Hotel (Gatwick) Limited	Hotel owner and operator	United Kingdom	100	100
(8)	Copthorne Hotel (Manchester) Limited	Hotel owner and operator	United Kingdom	100	100
(8)	Copthorne Hotel (Merry Hill) Limited	Hotel owner and operator	United Kingdom	100	100
(8)	Copthorne Hotel (Newcastle) Limited	Hotel owner and operator	United Kingdom	96	96
(8)	Copthorne Hotel (Plymouth) Limited	Hotel owner and operator	United Kingdom	100	100

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of Millennium & Copthorne Hotels Limited (cont'd)				
(8)	Copthorne Hotel (Slough) Limited	Hotel owner and operator	United Kingdom	100	100
(8)	Copthorne Hotel Holdings Limited	Investment holding company	United Kingdom	100	100
(8)	Copthorne Hotels Limited	Hotel investment holding company	United Kingdom	100	100
(2)	Copthorne Orchid Penang Sdn. Bhd.	Hotel owner	Malaysia	100	100
(2)	Durham Operating Partnership L.P.	Hotel ownership	USA	100	100
(2)	Gateway Regal Holdings LLC	Hotel owner and operator	USA	100	100
(2)	Grand Plaza Hotel Corporation	Hotel owner and operator and investment holding company	Philippines	66	66
(1)	Harbour View Hotel Pte Ltd	Hotel operator	Singapore	100	100
(2)	Hong Leong Ginza TMK	Property owner	Japan	100	100
(2)	Hong Leong Hotel Development Limited	Hotel owner and operator	Taiwan	84	84
(1)	Hospitality Holdings Pte. Ltd.	Investment holding company	Singapore	100	100
(8)	Hotel Liverpool Limited	Property letting	United Kingdom	100	100
(8)	Hotel Liverpool Management Limited	Operating company	United Kingdom	100	100
(1)	King's Tanglin Shopping Pte. Ltd.	Property owner	Singapore	100	100
(2)	Lakeside Operating Partnership L.P.	Hotel ownership	USA	100	100
(7)	London Britannia Hotel Limited	Hotel owner and operator	United Kingdom	100	100
(7)	London Tara Hotel Limited	Hotel owner and operator	United Kingdom	100	100

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of Millennium & Copthorne Hotels Limited (cont'd)				
(2)	M&C Crescent Interests, LLC	Property owner	USA	100	100
(2)	M&C Hotel Interests, Inc.	Hotel management services company	USA	100	100
(2)	M&C Hotels France SAS	Hotel owner	France	100	100
(2)	M&C New York (Times Square) EAT II LLC	Hotel owner	USA	100	100
(2)	M&C New York (Times Square), LLC	Investment holding	USA	100	100
(1)	M&C REIT Management Limited	REIT investment management services	Singapore	100	100
(7)	M&C Sakura TMK	Property Owner	Japan	100	-
(7)	Marquee Brisbane Hotel Trust	Property Owner	Australia	88	-
(7)	Marquee Brisbane Hotel 2 Trust	Property Owner	Australia	88	-
(5)	Millennium & Copthorne Hotels Management (Shanghai) Limited	Provision of hotel management and consultancy services	People's Republic of China	100	100
(2)	Millennium & Copthorne Hotels New Zealand Limited	Hotel investment holding company	New Zealand	76	76
(1)	Millennium & Copthorne International Limited	Hotels and resorts management	Singapore	100	100
(2)	Millennium CDG Paris SAS	Hotel operator	France	100	100
(2)	Millennium Hotels Italy Holdings S.r.l	Holding company	Italy	100	100
(2)	Millennium Hotels Palace Management S.r.l	Hotel operator	Italy	100	100
(2)	Millennium Hotels Property S.r.l	Hotel owner and operator	Italy	100	100
(8)	Millennium Hotels (West London) Limited	Property letting	United Kingdom	100	100

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YEAR ENDED 31 DECEMBER 2023

43 SIGNIFICANT INVESTMENTS IN SUBSIDIARIES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Direct/Indirect subsidiaries of Millennium & Copthorne Hotels Limited (cont'd)				
(8)	Millennium Hotels (West London) Management Limited	Hotel operator	United Kingdom	100	100
(2)	Millennium Opera Paris SAS	Hotel operator	France	100	100
(2)	PT. Millennium Sirih Jakarta Hotel	Hotel owner	Indonesia	100	100
(1)	Republic Hotels & Resorts Limited	Hotel operator and investment holding company	Singapore	100	100
(1)	Republic Iconic Hotel Pte. Ltd.	Hotel operator	Singapore	100	100
(2)	RHH Operating LLC	Hotel owner	USA	100	100
(2)	RHM Aurora LLC	Hotel ownership	USA	100	100
(2)	RHM Management LLC	Hotel ownership	USA	100	100
(2)	RHM Ranch LLC	Hotel owner	USA	100	100
(2)	RHM-88, LLC	Hotel owner and operator	USA	100	100
(2)	Sunnyvale Partners Ltd.	Hotel ownership	USA	100	100
(2)	Trimark Hotel Corporation	Hotel owner and operator	USA	100	100
(2)	WHB Biltmore LLC	Hotel owner and operator	USA	100	100

(1) Audited by KPMG LLP Singapore
(2) Audited by other member firms of KPMG International
(3) Audited by Shanghai Xiao Tian Cheng Certified Public Accountant Co., Ltd
(4) Audited by Shenzhen Shuibo Certified Public Accountants (Special General Partnership)
(5) Audited by Shanghai Certified Public Accountants
(6) BDO LLP
(7) Auditors are not appointed yet
(8) Not subject to audit by law of country of incorporation
(a) Relates to the ownership interest in the non-residential component of Sunbright Holdings Limited. Please refer to note [a] under note 44 of the financial statements.
(b) Phuket Square Co., Ltd and Krungthep Rimnam Limited are considered subsidiaries of the Group as the Group is exposed to variable returns from the companies and has the ability to affect those returns through the management's control over the relevant activities of the companies.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

44 ASSOCIATES AND JOINT VENTURES

The following are the Group's significant investments in associates and joint ventures:

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Associates of the Company				
(1)	Cityview Place Holdings Pte. Ltd.	Property owner and developer	Singapore	33[a]	33[a]
(3)	IREIT Global	Real estate investment trust	Singapore	21	20.9
(7)	Suzhou Dragonrise Pan-Artificial Intelligence High-Tech Fund	Venture capital investment and management	People's Republic of China	50	50
	Associates of Millennium & Copthorne Hotels Limited				
(4)	First Sponsor Group Limited	Investment holding company	Singapore/ Cayman Islands	35	35
(1)	CDL Hospitality Trusts	See footnote [b] below	Singapore	27	27
	Joint Ventures of the Company				
(8)	ACC Smith Street Pty Limited	Trustee	Australia	50	50
(1)	Aster Land Development Pte Ltd	Property development and investment dealing	Singapore	30	30
(1)	Branbury Investments Ltd	Property owner	Singapore	43	43
(2)	CBM Qatar LLC	Provision of facilities management services	State of Qatar	49	49
(2)	CBM Facilities & Security Management (Thailand) Co. Ltd.	Provision of integrated facilities management services in Thailand	Thailand	49	49
(8)	CDL Metro Kenmore Pty Ltd	Trustee	Australia	50	50
(4)	Emerging Markets Affordable Housing Fund Pte. Ltd.	Investment in affordable housing projects in emerging markets	Singapore	69[c]	69[c]
(8)	FSCT DE Property 1 Real Estate GmbH & Co. KG	Property investment	Germany	43	43
(1)	Granmil Holdings Pte Ltd	Property owner and developer	Singapore	40	40
(4)	HThree City Australia Pte. Ltd.	Property fund management (including REIT management and direct property fund management)	Singapore	33	33

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2023

44 ASSOCIATES AND JOINT VENTURES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Joint Ventures of the Company (cont'd)				
(4)	HThree City Jade Pte. Ltd.	Other holding company	Singapore	50	50
(3)	IREIT Global Group Pte. Ltd.	Property fund management	Singapore	49.5[d]	49.5[d]
(1)	Legend Quay Pte. Ltd.	Property owner and developer	Singapore	50	50
(1)	Legend Commercial Trust	Property owner and developer	Singapore	50	50
(8)	Macaulay North Melbourne Pty Ltd	Trustee	Australia	50	50
(6)	Maximus Commercial SG Pte. Ltd.	Property owner and developer	Singapore	50	50
(6)	Maximus Residential SG Pte. Ltd.	Property owner and developer	Singapore	50	50
(1)	NovaSims Development Pte. Ltd.	Property developer	Singapore	40	40
(1)	Richmond Hotel Pte Ltd	Property owner, developer and investment holding	Singapore	33	33
(5)	Shanghai CF Enterprise Group Co., Ltd	Operator of online apartment rental platform	People's Republic of China	21	21
(1)	South Beach Consortium Pte. Ltd.	Property owner, developer and investment holding	Singapore	50.1[c]	50.1[c]
(1)	Siena Residential Development Pte. Ltd.	Property owner and developer	Singapore	50	50
(1)	Siena Commercial Trust	Property owner and developer	Singapore	50	50
(8)	Spencer West Melbourne Pty Ltd	Trustee	Australia	50	50
(6)	Taurus Properties SG Pte. Ltd.	Property owner and developer	Singapore	50	50
(6)	Tembusu Residential Pte. Ltd.	Property owner and developer	Singapore	51[c]	51[c]
(9)	Transcend Residential (Toa Payoh) Pte. Ltd.	Property owner and developer	Singapore	50	-
(1)	Tomlinson Hotel Pte. Ltd.	Hotel owner	Singapore	33	33
(1)	Tripartite Developers Pte. Limited	Property developer	Singapore	33	33

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

44 ASSOCIATES AND JOINT VENTURES (CONT'D)

		Principal activity	Principal place of business/ Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
	Joint Venture of Millennium & Copthorne Hotels Limited				
(8)	New Unity Holdings Ltd.	Investment holding company	British Virgin Islands	50	50

(1) Audited by KPMG LLP Singapore
(2) Audited by other member firms of KPMG International
(3) Audited by Deloitte & Touche LLP
(4) Audited by Ernst & Young LLP
(5) Audited by BDO China Shu Lun Pan Certified Public Accountants LLP
(6) Audited by PricewaterhouseCoopers LLP
(7) Audited by Shanghai PricewaterhouseCoopers Zhong Tian LLP
(8) Not subject to audit by law of country of incorporation
(9) Auditors are not appointed yet

(a) Although the Group is the legal owner of the entire equity interests in Cityview Place Holdings Pte. Ltd. (Cityview), the Group has determined that it does not have control over Cityview upon the sale of cash flows in Cityview in 2014 as described below. The Group has significant influence in Cityview through Sunbright Holdings Limited (Sunbright). Accordingly, Cityview is classified as an associate of the Group.

On 15 December 2014, Baynes Investment Pte. Ltd. (Baynes), a wholly-owned subsidiary of the Group, sold the Dividends (as defined in the sale and purchase agreement) in its wholly-owned subsidiary, Cityview, to Sunbright.

On 22 December 2014, the Group through its wholly-owned subsidiary, Astoria Holdings Limited (Astoria), subscribed for 37.5% interest in a capital instrument called profit participation securities (PPS) issued by Sunbright (comprising 33.3% interest in residential component (Residential Component) and 49% interest in non residential component (Non-Residential Component)). The Group will receive from Sunbright the cash flows purchased from Baynes (after satisfying certain senior ranking liabilities, including capital contributions from the other third party investors (the Third Party Investors) in accordance with a pre-agreed order of priority as set out under the terms of the PPS. In addition, shares of Baynes with an investment amount of $1,502,000 (2022: $1,502,000) was pledged to Sunbright.

Under the Investors' Agreement between Astoria, Third Party Investors and Sunbright, the management of the affairs of Sunbright and its subsidiaries are delegated to the Residential Investment Committee and Non-Residential Investment Committee. The Group had determined that it had significant influence over Sunbright because of its representation on the Investment Committees. Accordingly, Sunbright was considered an associate of the Group.

In April 2019, the Group, through its indirect wholly-owned subsidiary, Astoria, acquired the remaining PPS units in the Non-Residential component of Sunbright, which held W Hotel and Quayside Isle. Following the acquisition, the Group has power over the relevant activities of the Non-Residential Component, which became a wholly-owned subsidiary of the Group.

In October 2023, Astoria subscribed for 20% of shareholding in Lion Heritage 2 (B.V.I) Limited (LH2), along with a third party investor subscribing for the remaining 80% interest in LH2. LH2 is classified as an associate of the Group. LH2, through its wholly owned subsidiary, Lion Heritage 3 (B.V.I.) Limited (LH3), acquired the remaining PPS units in the Residential Component that the Group does not own from the then-existing third party investor. Following the acquisition, the Group continues to have an interest in the Residential Component from Astoria's 33.3% direct interest in the Residential Component, and has an indirect interest in the Residential Component from Astoria's 20% interest in LH2. The Group continues to have significant influence over the Residential Component through its representation in the Residential Component's Investment Committee, which has not changed. Accordingly, the Residential Component remains as an associate of the Group.

(b) CDL Hospitality Trusts (CDLHT) is a stapled group comprising CDL Hospitality Real Estate Investment Trust (H-REIT), a real estate investment trust, and CDL Hospitality Business Trust (HBT), a business trust. H-REIT has an investment strategy of investing directly or indirectly, in a diversified portfolio of income-producing real estate which is primarily used for hospitality, hospitality-related and other accommodation and/or lodging purposes, whether wholly or partially, and real-estate related assets in relation to the foregoing.

HBT is a business trust which currently acts as master lessee, asset owner and hotel operator. HBT may also undertake certain hospitality, hospitality-related and other accommodation and/or lodging development projects, acquisition and investments which may not be suitable for H-REIT.

Prior to 26 May 2022, although the Group owned less than half of the ownership interest and voting power in CDLHT, management had determined that the Group had control over CDLHT. The activities of H-REIT and HBT are managed by the Group's subsidiaries, M&C REIT Management Limited (H-REIT Manager) and M&C Business Trust Management Limited (HBT Trustee-Manager), respectively. The H-REIT Manager has decision-making authority over H-REIT, subject to oversight by the trustee of H-REIT. The HBT Trustee-Manager has dual responsibility of safeguarding the interests of the HBT unitholders and decision-making authority over HBT. The Group's overall exposure to variable returns, both from H-REIT Manager's and HBT Trustee-Manager's remuneration from H-REIT and HBT, respectively, together with its interest in CDLHT, was significant and any decisions made by H-REIT Manager and HBT Trustee-Manager affect the Group's overall exposure.

On 26 May 2022, the Group distributed *in specie* part of the CDLHT units that it held, to the Company's ordinary shareholders (notes 35 and 39) thereby reducing its interest in CDLHT to 27% . The Group has assessed that the reduction in interest in CDLHT has resulted in the Group no longer having control of CDLHT. Accordingly, CDLHT was deconsolidated and accounted for as an associate thereafter.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2023

44 ASSOCIATES AND JOINT VENTURES (CONT'D)

(c) Although the Group holds more than 50% ownership interest in the investee, pursuant to a contractual agreement between the Group and its joint venture partner, joint control is exercised by both parties over the relevant activities of the investee. Accordingly, the investee is accounted for as a joint venture of the Group.

(d) Although the Group holds less than 50% voting interest in the IREIT Global Group Pte. Ltd. (IREIT Manager), pursuant to a contractual agreement between the Group and its joint venture partner in the IREIT Manager, joint control is exercised by both parties over the relevant activities of the IREIT Manager. Accordingly, the IREIT Manager is accounted for as a joint venture of the Group.

The Group does not consider the above associates and joint ventures to be individually material to the Group under the context of SFRS(I) 12 *Disclosure of Interests in Other Entities*.

45 SUBSEQUENT EVENT

On 6 February 2024, the Group, through its indirect wholly-owned subsidiary, White City Investments Limited, entered into a development funding agreement to acquire Yardhouse, a private rented sector development in Central London, for $148.6 million (£88.0 million), comprising land purchase and construction in staged payments as construction progress. The Group will fund the land purchase and construction in staged payments as construction progresses through internal cash resources and bank loans.

STATISTICS OF ORDINARY SHAREHOLDINGS

AS AT 29 FEBRUARY 2024

Class of Shares	:	Ordinary Shares
No. of Issued Ordinary Shares	:	909,301,330
No. of Issued Ordinary Shares (excluding Treasury Shares)	:	906,901,330
No. of Treasury Shares	:	2,400,000 (representing 0.26% of the total number of issued shares, excluding treasury shares)
No. of Subsidiary Holdings#	:	Nil
Voting Rights	:	One vote for one Ordinary Share. The Company cannot exercise any voting rights in respect of the shares held as treasury shares.

Subject to the Companies Act 1967, subsidiaries cannot exercise any voting rights in respect of shares held by them as subsidiary holdings#.

Range of Ordinary Shareholdings	No. of Ordinary Shareholders	%	No. of Ordinary Shares	%
1 – 99	252	1.20	8,501	0.00
100 – 1,000	7,291	34.92	5,699,517	0.63
1,001 – 10,000	11,425	54.72	43,443,431	4.79
10,001 – 1,000,000	1,883	9.02	61,491,858	6.78
1,000,001 and above	29	0.14	796,258,023	87.80
	20,880	**100.00**	**906,901,330**	**100.00**

Based on information available to the Company as at 29 February 2024, approximately 46.30% of the issued Ordinary Shares (excluding treasury shares) is held by the public, and accordingly, Rule 723 of the Listing Manual of Singapore Exchange Securities Trading Limited has been complied with.

MAJOR ORDINARY SHAREHOLDERS LIST – TOP 20 AS AT 29 FEBRUARY 2024

No.	Name	No. of Ordinary Shares Held	%*
1	Hong Leong Investment Holdings Pte. Ltd.	168,714,256	18.60
2	Hong Leong Holdings Limited	148,787,477	16.41
3	Citibank Nominees Singapore Pte Ltd	107,589,783	11.87
4	Raffles Nominees (Pte.) Limited	55,961,360	6.17
5	DBSN Services Pte Ltd	45,373,144	5.00
6	HSBC (Singapore) Nominees Pte Ltd	39,858,974	4.40
7	Hong Realty (Private) Limited	34,457,782	3.80
8	Maybank Securities Pte. Ltd.	28,761,582	3.17
9	DBS Nominees Pte Ltd	25,854,042	2.85
10	BNP Paribas Nominees Singapore Pte Ltd	23,526,391	2.59
11	Garden Estates (Pte.) Limited	20,484,365	2.26
12	Euroform (S) Pte. Limited	19,603,045	2.16
13	Hong Leong Corporation Holdings Pte Ltd	18,584,760	2.05
14	Gordon Properties Pte. Limited	9,304,616	1.03
15	Hong Leong Enterprises Pte Ltd	8,524,530	0.94
16	Interfab Private Limited	5,648,781	0.62
17	Philllip Securities Pte Ltd	5,358,972	0.59
18	United Overseas Bank Nominees Pte Ltd	5,225,284	0.58
19	Hong Leong Foundation	4,301,106	0.47
20	Abbottin Properties Pte Ltd	3,729,188	0.41
	TOTAL	**779,649,438**	**85.97**

"Subsidiary Holdings" is defined in the Listing Manual of Singapore Exchange Securities Trading Limited to mean shares referred to in Sections 21(4), 21(4B), 21(6A) and 21(6C) of the Companies Act 1967.
* The percentage of Ordinary Shares held is based on the total number of issued Ordinary Shares, excluding treasury shares as at 29 February 2024.

STATISTICS OF ORDINARY SHAREHOLDINGS
AS AT 29 FEBRUARY 2024

SUBSTANTIAL SHAREHOLDERS
(As shown in the Register of Substantial Shareholders as at 29 February 2024)

	No. of Ordinary Shares			
	Direct Interest	Deemed Interest	Total	%*
Hong Realty (Private) Limited	34,457,782	30,488,981 (1)	64,946,763	7.161
Hong Leong Holdings Limited	148,787,477	19,546,445 (2)	168,333,922	18.561
Hong Leong Investment Holdings Pte. Ltd.	168,714,256	271,601,888 (3)	440,316,144	48.552
Davos Investment Holdings Private Limited	–	440,316,144 (4)	440,316,144	48.552
Kwek Holdings Pte Ltd	–	440,316,144 (4)	440,316,144	48.552
BlackRock, Inc.	–	45,457,214	45,457,214	5.030

* The percentage of Ordinary Shares held is based on the total number of issued Ordinary Shares, excluding treasury shares as at 29 February 2024.

Notes:

(1) Hong Realty (Private) Limited ("HR") is deemed under Section 4 of the Securities and Futures Act 2001 of Singapore ("SFA") to have an interest in the 30,488,981 Ordinary Shares held directly by companies in which it is entitled to exercise or control the exercise of not less than 20% of the votes attached to the voting shares thereof.

(2) Hong Leong Holdings Limited ("HLH") is deemed under Section 4 of the SFA to have an interest in the 19,546,445 Ordinary Shares held directly by companies in which it is entitled to exercise or control the exercise of not less than 20% of the votes attached to the voting shares thereof.

(3) Hong Leong Investment Holdings Pte. Ltd. ("HLIH") is deemed under Section 4 of the SFA to have an interest in the 271,601,888 Ordinary Shares held directly and/or indirectly by companies in which it is entitled to exercise or control the exercise of not less than 20% of the votes attached to the voting shares thereof which includes (i) the 64,946,763 Ordinary Shares held directly and indirectly by HR; and (ii) the 168,333,922 Ordinary Shares held directly and indirectly by HLH, out of which 9,304,616 Ordinary Shares have been identified as Ordinary Shares in which HR is also deemed to have an interest in under note(1) above.

(4) Davos Investment Holdings Private Limited and Kwek Holdings Pte Ltd are deemed under Section 4 of the SFA to have an interest in the 440,316,144 Ordinary Shares held directly and/or indirectly by HLIH in which they are entitled to exercise or control the exercise of not less than 20% of the votes attached to the voting shares thereof.

STATISTICS OF PREFERENCE SHAREHOLDINGS

AS AT 29 FEBRUARY 2024

Class of Shares	:	Non-Redeemable Convertible Non-Cumulative Preference Shares ("Preference Shares")
No. of Preference Shares issued	:	297,786,832
Voting Rights	:	Entitled to attend, speak and vote at any class meeting of the Holders of Preference Shares. One vote for each Preference Share.

Not entitled to attend and vote at any General Meeting of the Company except as provided below:

(a) If the Preference Dividend (or any part thereof) due and payable and accrued is in arrears and has remain unpaid for at least six months, such right to attend and vote shall continue until such Preference Dividend (or any part thereof) in arrears and unpaid has been paid in full;

(b) If the resolution in question varies the rights attached to the Preference Shares; or

(c) If the resolution in question is for the winding up of the Company.

Range of Preference Shareholdings	No. of Preference Shareholders	%	No. of Preference Shares	%
1 – 99	28	1.24	1,151	0.00
100 – 1,000	836	37.15	646,659	0.22
1,001 – 10,000	1,001	44.49	4,085,403	1.37
10,001 – 1,000,000	368	16.36	28,136,955	9.45
1,000,001 and above	17	0.76	264,916,664	88.96
	2,250	**100.00**	**297,786,832**	**100.00**

MAJOR PREFERENCE SHAREHOLDERS LIST – TOP 20 AS AT 29 FEBRUARY 2024

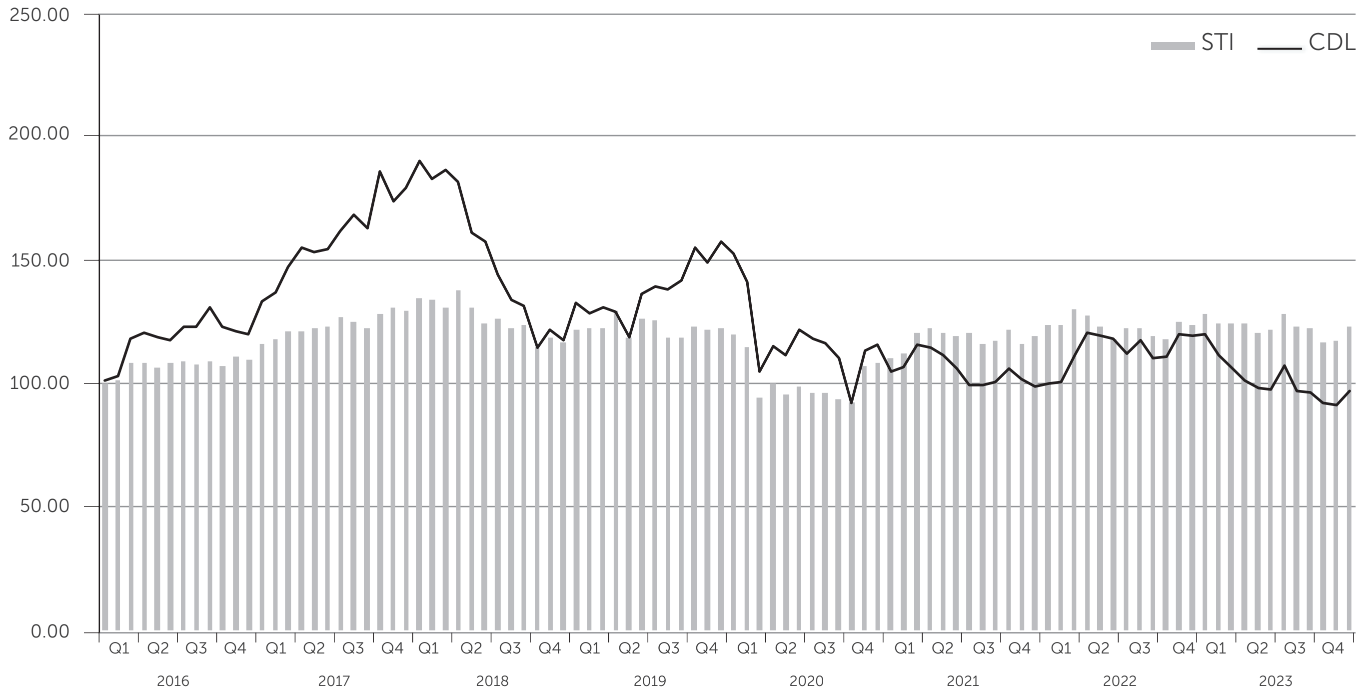
No.	Name	No. of Preference Shares Held	%*
1	Raffles Nominees (Pte.) Limited	75,230,696	25.26
2	Mandai Properties Pte Ltd	58,437,804	19.62
3	Citibank Nominees Singapore Pte Ltd	36,384,836	12.22
4	Aster Land Development Pte Ltd	26,913,086	9.04
5	CGS-CIMB Securities (Singapore) Pte Ltd	25,206,464	8.47
6	Fairmount Development Pte Ltd	7,000,000	2.35
7	HSBC (Singapore) Nominees Pte Ltd	5,516,240	1.85
8	DBS Nominees Pte Ltd	4,579,624	1.54
9	Guan Hong Plantation Private Limited	4,500,000	1.51
10	Freddie Tan Poh Chye	3,737,000	1.25
11	Hong Leong Foundation	3,564,038	1.20
12	Chiam Toon Chew	3,008,000	1.01
13	Upnorth Development Pte. Ltd.	3,000,000	1.01
14	United Overseas Bank Nominees Pte Ltd	2,626,974	0.88
15	Interfab Private Limited	2,054,102	0.69
16	Chen Xianming Jeremy	2,010,000	0.67
17	Maybank Securities Pte Ltd	1,147,800	0.39
18	Sun Yuan Holdings Pte Ltd	972,000	0.33
19	Song Cheng Miang	900,000	0.30
20	Morph Investments Ltd	820,000	0.28
	TOTAL	**267,608,664**	**89.87**

* The percentage of Preference Shares held is based on the total number of issued Preference Shares as at 29 February 2024.

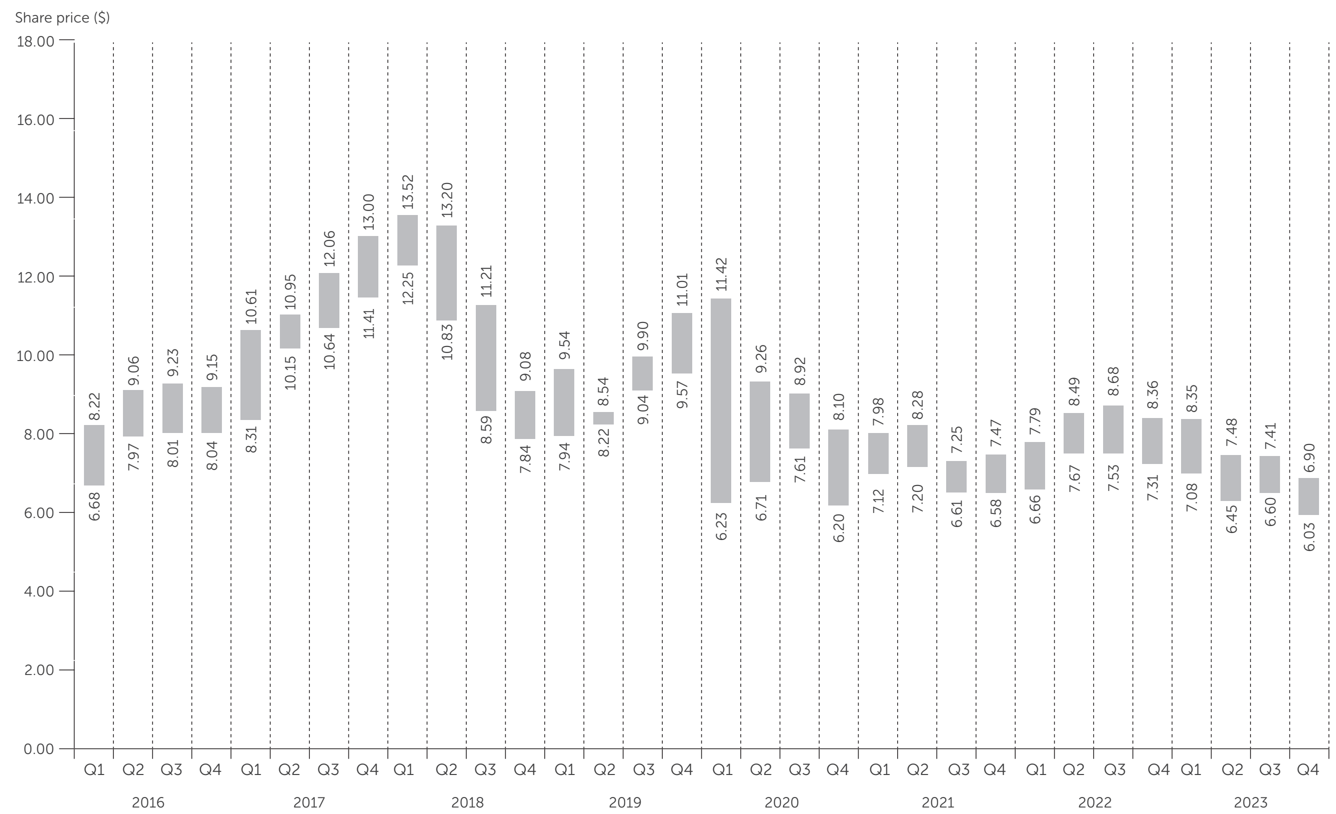
SHARE TRANSACTION STATISTICS

YEAR ENDED 31 DECEMBER 2023

8-YEAR SHARE PRICE PERFORMANCE



8-YEAR SHARE PRICE HIGH-LOW BY QUARTER



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixty-First Annual General Meeting (the "Meeting") of City Developments Limited (the "Company") will be convened and held at M Hotel Singapore, Banquet Suite, Level 10, 81 Anson Road, Singapore 079908 and using virtual meeting technology on Wednesday, 24 April 2024 at 10.00 a.m. for the following purposes:

(A) ORDINARY BUSINESS

1. To receive the Directors' Statement and Audited Financial Statements for the year ended 31 December ("FY") 2023 and the Auditors' Report thereon.

2. To declare a final one-tier tax-exempt ordinary dividend of $0.08 per ordinary share ("Final Ordinary Dividend") for FY 2023.

3. To approve Directors' Fees of up to $2,000,000 for the financial year ending 31 December 2024 (FY 2023: up to $2,000,000; actual paid: $1,709,723).

4. To re-elect the following Directors, who are retiring in accordance with Clause 83(a) of the Constitution of the Company and who, being eligible, offer themselves for re-election:

   (a) Mr Kwek Leng Beng
   (b) Mr Sherman Kwek Eik Tse
   (c) Mr Lee Jee Cheng Philip
   (d) Ms Chan Swee Liang Carolina (Carol Fong)

   Key information on the Directors who are proposed to be re-elected can be found under the sections on "Board of Directors" and "Additional Information on Directors Seeking Re-election at the 61st Annual General Meeting" of Annual Report 2023.

5. To re-appoint KPMG LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.

(B) SPECIAL BUSINESS

To consider and, if thought fit, to pass, with or without any modifications, the following resolutions which will be proposed as Ordinary Resolutions:

6. That authority be and is hereby given to the Directors to:

   (a) (i) issue ordinary shares of the Company whether by way of rights, bonus or otherwise; and/or

   (ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require ordinary shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into ordinary shares,

   at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit; and

   (b) (notwithstanding the authority conferred by this Ordinary Resolution may have ceased to be in force) issue ordinary shares in pursuance of any Instrument made or granted by the Directors while this Ordinary Resolution was in force,

NOTICE OF ANNUAL GENERAL MEETING

provided that:

(1) the aggregate number of ordinary shares to be issued pursuant to this Ordinary Resolution (including ordinary shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution but excluding ordinary shares which may be issued pursuant to any adjustments effected under any relevant Instrument) does not exceed 50% of the total number of issued ordinary shares, excluding treasury shares and subsidiary holdings, of the Company (as calculated in accordance with paragraph (2) below), of which the aggregate number of ordinary shares to be issued other than on a pro rata basis to shareholders of the Company (including ordinary shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution but excluding ordinary shares which may be issued pursuant to any adjustments effected under any relevant Instrument) does not exceed 10% of the total number of issued ordinary shares, excluding treasury shares and subsidiary holdings, of the Company (as calculated in accordance with paragraph (2) below);

(2) (subject to such manner of calculation as may be prescribed by Singapore Exchange Securities Trading Limited ("SGX-ST")) for the purpose of determining the aggregate number of ordinary shares that may be issued under paragraph (1) above, the percentage of issued ordinary shares, excluding treasury shares and subsidiary holdings, shall be based on the total number of issued ordinary shares, excluding treasury shares and subsidiary holdings, of the Company at the time this Ordinary Resolution is passed, after adjusting for:

   (i) new ordinary shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Ordinary Resolution is passed; and

   (ii) any subsequent bonus issue, consolidation or subdivision of ordinary shares,

   and, in paragraph (1) above and this paragraph (2), "subsidiary holdings" has the meaning given to it in the Listing Manual of SGX-ST;

(3) in exercising the authority conferred by this Ordinary Resolution, the Company shall comply with the provisions of the Listing Manual of SGX-ST for the time being in force (unless such compliance has been waived by SGX-ST) and the Constitution for the time being of the Company; and

(4) (unless revoked or varied by the Company in a general meeting) the authority conferred by this Ordinary Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company ("AGM") or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.

7. That:

   (a) for the purposes of Sections 76C and 76E of the Companies Act 1967 (the "Companies Act"), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire issued ordinary shares ("Ordinary Shares") and/or non-redeemable convertible non-cumulative preference shares ("Preference Shares") of the Company not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price or prices as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereinafter defined), whether by way of:

   (i) market purchases (each a "Market Purchase") on SGX-ST; and/or

   (ii) off-market purchases (each an "Off-Market Purchase") effected otherwise than on SGX-ST in accordance with any equal access scheme(s) as may be determined or formulated by the Directors of the Company as they may, in their absolute discretion, deem fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

NOTICE OF ANNUAL GENERAL MEETING

and otherwise in accordance with all other laws, regulations and rules of SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally ("Share Purchase Mandate");

(b) the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate may be exercised by the Directors of the Company at any time and from time to time during the period commencing from the date of the passing of this Ordinary Resolution and expiring on the earliest of:

(i) the date on which the next AGM of the Company is held or required by law to be held;

(ii) the date on which the authority conferred by the Share Purchase Mandate is varied or revoked in general meeting; or

(iii) the date on which the purchases or acquisitions of Ordinary Shares and/or Preference Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated;

(c) in this Ordinary Resolution:

"Prescribed Limit" means in relation to any purchase or acquisition of Ordinary Shares, the number of issued Ordinary Shares representing 10% of the total number of issued Ordinary Shares as at the date of the passing of this Ordinary Resolution (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual of SGX-ST) as at that date), and in relation to any purchase or acquisition of Preference Shares, the number of issued Preference Shares representing 10% of the total number of issued Preference Shares as at the date of the passing of this Ordinary Resolution; and

"Maximum Price" in relation to an Ordinary Share or a Preference Share to be purchased or acquired (as the case may be) means an amount (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding whether pursuant to a Market Purchase or an Off-Market Purchase, 105% of the Average Closing Price of the Ordinary Shares or Preference Shares (as the case may be).

where:

"Average Closing Price" means the average of the Closing Market Prices of the Ordinary Shares or Preference Shares (as the case may be) over the last five (5) Market Days on SGX-ST, on which transactions in the Ordinary Shares or Preference Shares (as the case may be) were recorded, immediately preceding the day of the Market Purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs after such 5-Market Day period;

"Closing Market Price" means the last dealt price for an Ordinary Share or a Preference Share (as the case may be) transacted on SGX-ST as shown in any publication of SGX-ST or other sources;

"day of the making of the offer" means the day on which the Company makes an offer for the Off-Market Purchase of Ordinary Shares or Preference Shares (as the case may be) from holders of Ordinary Shares or holders of Preference Shares (as the case may be), stating the purchase price (which shall not be more than the Maximum Price for an Off-Market Purchase, calculated on the foregoing basis) for each Ordinary Share or Preference Share (as the case may be), and the relevant terms of the equal access scheme for effecting the Off-Market Purchase; and

"Market Day" means a day on which SGX-ST is open for trading in securities; and

(d) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this Ordinary Resolution.

NOTICE OF ANNUAL GENERAL MEETING

8. That:

(a) approval be and is hereby given, for the purpose of Chapter 9 of the Listing Manual of SGX-ST, for the Company, its subsidiaries and its associated companies that are not listed on SGX-ST, or an approved exchange, over which the Company, its subsidiaries and/or its interested person(s), have control, or any of them, to enter into any of the transactions falling within the category of Interested Person Transactions, particulars of which are set out in the Company's Letter to Shareholders dated 26 March 2024 (the "Letter to Shareholders") with any party who is of the class or classes of Interested Persons described in the Letter to Shareholders, provided that such transactions are entered into in accordance with the review procedures for Interested Person Transactions as set out in the Letter to Shareholders, and that such approval (the "IPT Mandate"), shall unless revoked or varied by the Company in general meeting, continue in force until the next AGM of the Company; and

(b) the Directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they or he may consider expedient or necessary or in the interests of the Company to give effect to the IPT Mandate and/or this Ordinary Resolution.

By Order of the Board

Yeo Swee Gim, Joanne
Enid Ling Peek Fong
Company Secretaries

Singapore, 26 March 2024

EXPLANATORY NOTES:

1. With reference to item 2 of the Ordinary Business above, the Ordinary Share Transfer Books and Register of Holders of Ordinary Shares of the Company will be closed from 5.00 p.m. on 6 May 2024 up to (and including) 7 May 2024. Registrable transfers received by the Company's Share Registrar up to 5.00 p.m. on 6 May 2024 will be registered to determine Ordinary Shareholders' entitlement to the Final Ordinary Dividend. If approved at the Meeting, it will be paid on 21 May 2024.

2. With reference to item 3 of the Ordinary Business above, if passed, will facilitate the payment of Directors' fees during the financial year in which the fees are incurred, that is during the financial year ending 31 December 2024 ("FY 2024").

   The Directors' fees are computed based on the anticipated number of Directors, as well as attendance fees for the anticipated number of Board and Board Committee meetings for FY 2024, assuming full attendance by all Directors. In the event that the amount proposed is insufficient, approval will be sought at the next Annual General Meeting ("AGM") before payments are made to the Directors for the shortfall.

3. With reference to item 4(a) of the Ordinary Business above, Mr Kwek Leng Beng will, upon re-election as a Director of the Company, remain as Chairman of the Board and a member of the Nominating Committee ("NC").

4. With reference to item 4(b) of the Ordinary Business above, Mr Sherman Kwek Eik Tse will, upon re-election as a Director of the Company, remain as the chairman of the Board Sustainability Committee.

NOTICE OF ANNUAL GENERAL MEETING

5. With reference to item 4(c) of the Ordinary Business above, Mr Lee Jee Cheng Philip will, upon re-election as a Director of the Company, remain as Lead Independent Director, chairman of the Audit & Risk Committee ("ARC"), and a member of each of the NC and Remuneration Committee ("RC"). Mr Philip Lee is considered independent for the purposes of Rule 704(8) of the Listing Manual of SGX-ST.

6. With reference to item 4(d) of the Ordinary Business above, Ms Chan Swee Liang Carolina (Carol Fong) will, upon re-election as a Director of the Company, remain as Independent Non-Executive Director, chairman of the RC and a member of the ARC. Ms Chan is considered independent for the purposes of Rule 704(8) of the Listing Manual of SGX-ST.

7. The Ordinary Resolution set out in item 6 of the Special Business above, if passed, will empower the Directors of the Company from the date of the Meeting until the next AGM (unless such authority is previously revoked or varied at a general meeting), to issue Ordinary Shares and/or make or grant Instruments that might require new Ordinary Shares to be issued up to a number not exceeding 50% of the total number of issued Ordinary Shares, excluding treasury shares and subsidiary holdings, of the Company, of which up to 10% may be issued other than on a pro rata basis to shareholders. The aggregate number of Ordinary Shares which may be issued under this Ordinary Resolution will be calculated based on the total number of issued Ordinary Shares, excluding treasury shares and subsidiary holdings, of the Company at the time that this Ordinary Resolution is passed, after adjusting for new Ordinary Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Ordinary Resolution is passed and any subsequent bonus issue, consolidation or subdivision of Ordinary Shares.

8. The Ordinary Resolution set out in item 7 of the Special Business above, if passed, will empower the Directors of the Company to make purchases or otherwise acquire the Company's issued Ordinary Shares and/or Preference Shares (collectively, the "Shares") from time to time subject to and in accordance with the guidelines set out in Annexure I of the Letter to Shareholders. This authority will expire at the conclusion of the next AGM of the Company, unless previously revoked or varied at a general meeting or when such purchases or acquisitions are carried out to the full extent mandated.

   The Company intends to use internal resources and/or external borrowings to finance purchases or acquisitions of its Shares under the Share Purchase Mandate. The amount of financing required for the Company to purchase or acquire its Shares, and the impact on the Company's financial position, cannot be ascertained as at the date of this Notice as these will depend on whether the Shares are purchased or acquired out of capital or profits of the Company, the aggregate number of Shares purchased or acquired, the consideration paid at the relevant time and whether the Shares purchased or acquired are held in treasury or cancelled.

   Based on the existing number of issued Ordinary Shares and Preference Shares of the Company as at 29 February 2024 (the "Latest Practicable Date") (disregarding the Ordinary Shares held in treasury), the exercise in full of the Share Purchase Mandate would result in the purchase of 90,690,133 Ordinary Shares (representing 10% of the total number of issued Ordinary Shares of the Company, disregarding the Ordinary Shares held in treasury) and 29,778,683 Preference Shares (representing 10% of the total number of issued Preference Shares of the Company).

   In the case of Market Purchases and Off-Market Purchases by the Company and assuming that the Company purchases or acquires 90,690,133 Ordinary Shares at the Maximum Price of $6.28 for one Ordinary Share (being the price equivalent to 105% of the Average Closing Price as at the Latest Practicable Date) and 29,778,683 Preference Shares at the Maximum Price of $1.04 for one Preference Share (being the price equivalent to 105% of the Average Closing Price as at the Latest Practicable Date), the maximum amount of funds required for the purchase or acquisition of 90,690,133 Ordinary Shares and 29,778,683 Preference Shares is approximately $569.5 million and $31.0 million respectively.

   The financial effects of the purchase or acquisition of such Shares pursuant to the proposed Share Purchase Mandate on the audited financial statements of the Group and the Company for the financial year ended 31 December 2023 based on these assumptions are set out in paragraph 3.5 of Annexure I of the Letter to Shareholders.

NOTICE OF ANNUAL GENERAL MEETING

9. The Ordinary Resolution set out in item 8 of the Special Business above, if passed, will renew the IPT Mandate which was last approved by shareholders on 26 April 2023, to facilitate the Company, its subsidiaries and its associated companies to enter into interested person transactions, the details of which are set out in Annexure II and Appendix A of the Letter to Shareholders. The IPT Mandate will continue in force until the conclusion of the next AGM of the Company, unless previously revoked or varied at a general meeting.

   Voting restriction pursuant to Rule 921(7) of the Listing Manual of SGX-ST

   Hong Leong Investment Holdings Pte. Ltd. and its subsidiaries, the Directors of the Company and their associates, who are also shareholders of the Company and being Interested Persons under the IPT Mandate, are required to abstain from voting at the Meeting in respect of the Ordinary Resolution set out in item 8 in relation to the proposed renewal of the IPT Mandate.

IMPORTANT INFORMATION:

Format of Meeting

Attendees are required to bring along their NRIC/Passport so as to enable the Company to verify their identities.

1. The Meeting will be held at M Hotel Singapore, Banquet Suite, Level 10, 81 Anson Road, Singapore 079908 ("Physical Meeting") and using virtual meeting technology ("Virtual Meeting"). Shareholders, including CPFIS and SRS investors and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the Meeting.

   Printed copies of this Notice and the accompanying proxy form will be sent by post to members. These documents will also be published on the Company's corporate website at www.cdl.com.sg/agm and the SGX website at www.sgx.com/securities/company-announcements.

Access to Documents

2. Arrangements relating to the attendance at the Physical Meeting and the Virtual Meeting are set out in the accompanying Company's announcement dated 26 March 2024. The announcement may be accessed at the Company's corporate website at www.cdl.com.sg/agm and will also be made available on the SGX website at www.sgx.com/securities/company-announcements.

3. The Annual Report 2023 and the Letter to Shareholders dated 26 March 2024 ("Letter to Shareholders") are available on the Company's corporate website as follows:

   (a) the Annual Report 2023 may be accessed at www.cdl.com.sg/annualreports by clicking on the hyperlink for "Annual Report 2023"; and

   (b) the Letter to Shareholders may be accessed at www.cdl.com.sg/agm by clicking on the hyperlink for "Letter to Shareholders dated 26 March 2024".

   The above documents may also be accessed on the SGX website at www.sgx.com/securities/company-announcements. Members may request for printed copies of these documents by (i) completing and submitting the Request Form sent to them by post, or (ii) sending an email to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at CDL@boardroomlimited.com with "Request for printed copies of the Annual Report 2023 and Letter to Shareholders" as the subject of the email, state their full names (as per CDP, CPFIS, SRS investors and/or scrip-based records), mailing address, telephone or mobile numbers, and the manner in which the shares are held, by 5.00 p.m. on 9 April 2024.

NOTICE OF ANNUAL GENERAL MEETING

Submission of Questions

4. Ordinary Shareholders, including CPFIS and SRS investors, may submit substantial and relevant questions related to the resolutions to be tabled for approval at the 61st AGM, in advance of the 61st AGM, in the following manner:

   (a) via pre-registration website at www.cdl.com.sg/agm2024; or

   (b) via email to the Company at agm2024@cdl.com.sg; or

   (c) by post to City Developments Limited, Corporate Secretariat, 9 Raffles Place #12-01 Republic Plaza, Singapore 048619.

   When submitting questions via email or by post, shareholders should provide the following details:

   (i) the shareholder's full name;

   (ii) the shareholder's address; and

   (iii) the manner in which the shares are held (e.g. via CDP, CPFIS or SRS investors, and/or scrip based).

   All questions must be submitted or reach the Company by Friday, 12 April 2024.

   Ordinary Shareholders including CPFIS and SRS investors, and (where applicable), appointed proxy/proxies, can also ask substantial and relevant questions related to the resolutions to be tabled for approval at the 61st AGM, "live" in-person at the 61st AGM. Attendees at the Virtual Meeting can also do so by submitting text-based questions through the "Ask a question" function via the audio-visual webcast platform for the 61st AGM. The "live" chat function will also be available for use by attendees at the Physical Meeting.

   The Company will endeavour to address substantial and relevant questions (which are related to the resolutions to be tabled for approval at the 61st AGM) received from shareholders in advance of the 61st AGM by publishing the Company's responses to such questions on the Company's corporate website at www.cdl.com.sg/agm and on SGX website at www.sgx.com/securities/company-announcements prior to the 61st AGM.

   The Company will, during the 61st AGM, also endeavour to address as many substantial and relevant questions (which are related to the resolutions to be tabled for approval at the 61st AGM) which have not already been addressed prior to the 61st AGM, as well as those received "live" at the 61st AGM, as possible. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

NOTICE OF ANNUAL GENERAL MEETING

Attendance/Appointment of Proxy(ies)

5. A member who wishes to exercise his/her/its voting rights at the Meeting may:

   (a) (where the member is an individual) attend and vote "live" at the Physical Meeting or the Virtual Meeting; or

   (b) (whether the member is an individual or a corporate) appoint a proxy/proxies (other than the Chairman of the Meeting) to attend and vote "live" at the Physical Meeting or the Virtual Meeting on his/her/its behalf; or

   (c) (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Meeting.

   Where a member (whether individual or a corporate) appoints a proxy/proxies, he/she/it should give specific instructions as to the voting, or abstentions from voting, in respect of that resolution. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

6. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Meeting. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form.

   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's proxy form appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.

   "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

7. A proxy need not be a member of the Company.

8. The proxy form must be submitted to the Company in the following manner:

   (a) if submitted by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or

   (b) if submitted electronically, via email to the Company's Share Registrar at CDL@boardroomlimited.com, or via the pre-registration website at www.cdl.com.sg/agm2024,

   in each case, 10.00 a.m. on 21 April 2024, being not less than 72 hours before the time for holding the Meeting.

   A member who wishes to submit the proxy form must complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above, or via the pre-registration website provided above.

NOTICE OF ANNUAL GENERAL MEETING

CPFIS and SRS investors

9. CPFIS or SRS investors who hold shares in the Company through CPF Agent Banks/SRS Operators:

   (a) may vote "live" at the Physical Meeting or Virtual Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or

   (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Meeting, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 12 April 2024.

10. All resolutions at the Meeting shall be voted on by way of a poll. Polling will be done by way of an electronic poll voting system and members who attend the Meeting or represented by proxy at the Meeting will be entitled to vote on a 'one-share, one-vote' basis. The detailed procedures for the electronic poll voting will be explained at the Meeting.

PERSONAL DATA PRIVACY:

By (i) submitting an instrument appointing a proxy(ies) to attend, speak and vote at the Meeting and/or any adjournment thereof, or (ii) completing the pre-registration to attend the Physical Meeting or the Virtual Meeting in accordance with this Notice and/or (iii) submitting any question prior to the Meeting in accordance with this Notice, a member of the Company:

(a) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the processing and administration by the Company (or its agents or service providers) of the appointment of proxy/proxies for the Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Meeting (including any adjournment thereof); and enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines by the relevant authorities (collectively, the "Purposes");

(b) warrants that where the member discloses the personal data of the member's proxy(ies) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) for the Purposes;

(c) agrees to provide the Company with written evidence of such prior consent upon reasonable request; and

(d) agrees to indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

NOTICE OF ANNUAL GENERAL MEETING

STATEMENT PURSUANT TO SECTION 64A OF THE COMPANIES ACT

Non-Redeemable Convertible Non-Cumulative Preference Shares ("Preference Shares")

Class Meetings: Holders of Preference Shares ("Preference Shareholders") shall be entitled to attend, speak and vote at any class meeting of the Preference Shareholders. Every Preference Shareholder who is present in person (or by proxy) at such class meetings shall have on a show of hands one vote and on a poll one vote for every Preference Share of which he is the holder.

General Meetings: Preference Shareholders shall be entitled to attend (in person or by proxy) any general meeting of the Company and shall have on a show of hands one vote and on a poll one vote in respect of each Preference Share of which he is the holder if (i) dividends with respect to the Preference Shares (or any part thereof) due and payable and accrued is in arrears and has remained unpaid for at least six months; (ii) the resolution in question varies the rights attached to the Preference Shares; or (iii) the resolution in question is for the winding up of the Company.

Except as provided above, Preference Shareholders shall not be entitled to attend or vote at General Meetings of the Company.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

AT THE 61ST ANNUAL GENERAL MEETING

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION
AT THE 61ST ANNUAL GENERAL MEETING

Information in the table below is as at 29 February 2024 (Latest Practicable Date)

Name of Director/age	MR KWEK LENG BENG, 83	MR SHERMAN KWEK EIK TSE, 47	MR LEE JEE CHENG PHILIP, 64	MS CHAN SWEE LIANG CAROLINA (CAROL FONG), 62
Date of appointment	1 October 1969	15 May 2019	4 January 2021	29 December 2020
Whether appointment is executive, and if so, the area of responsibility	Yes Executive Chairman	Yes Group Chief Executive Officer	No Non-Executive Independent	No Non-Executive Independent
Job Title	Chairman of the Board and a member of Nominating Committee ("NC")	Chairman of Board Sustainability Committee	Lead Independent Director, Chairman of the Audit & Risk Committee ("ARC"), a member of the NC and Remuneration Committee ("RC")	Chairman of the RC and a member of the ARC
Date of last re-election as Director (if applicable)	28 April 2022	28 April 2022	30 April 2021	30 April 2021
Country of principal residence	Singapore	Singapore	Singapore	Singapore
The Board's comments on the re-appointment (including rationale, selection criteria, and the search and nomination process)	The Board reviewed the recommendation of the NC on the re-election of Mr Kwek Leng Beng, Mr Sherman Kwek Eik Tse, Mr Lee Jee Cheng Philip and Ms Chan Swee Liang Carolina (Carol Fong) as Directors of City Developments Limited ("CDL" or the "Company"), and took into account, *inter alia,* their respective backgrounds, qualifications, experiences, independence (except for Mr Kwek Leng Beng and Mr Sherman Kwek Eik Tse) and contribution to the effectiveness of the Board as well as their time commitment especially for Directors who have multiple board representations and/or other principal commitments. The Board recommends the re-election of Mr Kwek Leng Beng, Mr Sherman Kwek Eik Tse, Mr Lee Jee Cheng Philip and Ms Chan Swee Liang Carolina (Carol Fong) as Directors of the Company. For more details on the NC's evaluation process, please refer to Principle 4: Board Membership and Principle 5: Board Performance on pages 45 to 47 of the Annual Report.	The Board reviewed the recommendation of the NC on the re-election of Mr Kwek Leng Beng, Mr Sherman Kwek Eik Tse, Mr Lee Jee Cheng Philip and Ms Chan Swee Liang Carolina (Carol Fong) as Directors of City Developments Limited ("CDL" or the "Company"), and took into account, *inter alia,* their respective backgrounds, qualifications, experiences, independence (except for Mr Kwek Leng Beng and Mr Sherman Kwek Eik Tse) and contribution to the effectiveness of the Board as well as their time commitment especially for Directors who have multiple board representations and/or other principal commitments. The Board recommends the re-election of Mr Kwek Leng Beng, Mr Sherman Kwek Eik Tse, Mr Lee Jee Cheng Philip and Ms Chan Swee Liang Carolina (Carol Fong) as Directors of the Company. For more details on the NC's evaluation process, please refer to Principle 4: Board Membership and Principle 5: Board Performance on pages 45 to 47 of the Annual Report.		
Professional qualification	Law degree, LL.B. (London) Fellow of The Institute of Chartered Secretaries and Administrators Honorary Doctorate of Business Administration in Hospitality from Johnson & Wales University (Rhode Island, US) Honorary Doctorate from Oxford Brookes University (UK)	Bachelor of Science in Business Administration, majoring in Finance and Marketing with a minor in Psychology from Boston University	Fellow the Institute of Singapore Chartered Accountants Fellow Member of Association of Chartered Certified Accountants, United Kingdom	Bachelor of Arts Degree from the National University of Singapore Diploma in Personnel Management from National Productivity Board Executive Diploma in Directorship from Singapore Management University- Singapore Institute of Directors

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

AT THE 61ST ANNUAL GENERAL MEETING

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION
AT THE 61ST ANNUAL GENERAL MEETING

Name of Director/age	MR KWEK LENG BENG, 83	MR SHERMAN KWEK EIK TSE, 47	MR LEE JEE CHENG PHILIP, 64	MS CHAN SWEE LIANG CAROLINA (CAROL FONG), 62
Working experience and occupation(s) during the past 10 years	January 1995 – Present Executive Chairman, CDL August 1990 to Present Executive Chairman of Hong Leong Investment Holdings Pte. Ltd. March 1979 – Present Managing Director of Hong Leong Finance Limited November 1984 – Present Chairman of Hong Leong Finance Limited	January 2018 – Present Group CEO, CDL 2016 – Present Executive Chairman, CDL China Limited August 2017 – December 2017 CEO-Designate, CDL April 2016 – August 2017 Deputy CEO, CDL April 2014 – April 2016 Chief Investment Officer, CDL August 2010 – April 2016 CEO, CDL China Limited	2022 – Present Independent Non-Executive Director of ComfortDelGro Corporation Limited 2021 – Present Board Member of Tech For Good Institute Limited 2018 – Present Member, Governing Council of Singapore Agro-Food Enterprises Federation Limited 1995 – September 2018 Partner, KPMG LLP Appointments held: • KPMG Singapore Leadership Team • KPMG Asia Pacific Executive Committee • Head of Real Estate, KPMG Singapore • Head of an Audit Business Unit, KPMG Singapore • Head of People, KPMG Singapore 2010 – 2018 Honorary Treasurer and Council Member, Singapore Manufacturing Federation Other Past Appointments • Board Member & Treasurer, Teen Challenge Singapore • Member, ACRA's Complaints and Disciplinary Committee	2018 to Present Group Chief Executive Officer, CGS International Securities Singapore Pte. Ltd. (Formerly known as CGS-CIMB Securities (Singapore) Pte Ltd) (CGS International Securities) 2008 – 2018 Group Chief Executive Officer, CIMB Securities (Singapore) Pte Ltd
Shareholding interest in the Company and its subsidiaries	Please refer to the Directors' Statement on page 114	Nil	Nil	Nil
Relationship (including immediate family relationship) with any existing director, existing executive officer, the Company and/or substantial shareholder of the Company or any of its principal subsidiaries	Father of Mr Sherman Kwek Eik Tse, Executive Director and Group Chief Executive Officer of CDL. Director and shareholder of Hong Leong Holdings Limited, Hong Realty (Private) Limited, Hong Leong Investment Holdings Pte. Ltd. ("HLIH") and Kwek Holdings Pte Ltd ("KH"), all of which are substantial shareholders of the Company. Executive Director of Millennium & Copthorne Hotels Limited, a principal subsidiary of the Company.	Son of Mr Kwek Leng Beng, Executive Chairman of CDL. Shareholder of HLIH and director and shareholder of KH, both of which are substantial shareholders of the Company. Executive Director of CDL China Limited, a principal subsidiary of the Company.	No	No
Conflict of interest (including any competing business)	No	No	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

AT THE 61ST ANNUAL GENERAL MEETING

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

AT THE 61ST ANNUAL GENERAL MEETING

Name of Director/age	MR KWEK LENG BENG, 83	MR SHERMAN KWEK EIK TSE, 47	MR LEE JEE CHENG PHILIP, 64	MS CHAN SWEE LIANG CAROLINA (CAROL FONG), 62
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to City Developments Limited	Yes	Yes	Yes	Yes
Other Principal Commitments* including Directorships * "Principal Commitments" has the same meaning as defined in the Code of Corporate Governance 2018.	Hong Leong Finance Limited^ (Chairman and Managing Director) Hong Leong Investment Holdings Pte. Ltd. (Executive Chairman) Millennium & Copthorne Hotels Limited (Executive Chairman)	IREIT Global Group Pte. Ltd. (As manager of IREIT Global^) (Director) CDL China Limited (Executive Chairman)	ComfortDelGro Corporation Limited^ (Director, Audit and Risk Committee Chairman, Nominating and Remuneration Committee Member	Group Chief Executive Officer, CGS International Securities
Past (for the last 5 years):	• 7 subsidiaries of CDL^ • 1 subsidiary of Hong Leong Asia Ltd^ • Hong Leong Corporation Holdings Pte Ltd • GOMC Limited	• 10 subsidiaries and joint ventures companies of CDL^ • Business China	Nil	• CIMB-Vinashin Securities Ltd Liability Company
• Present:	• CDL^ and 23 of its subsidiaries and associated companies • Hong Leong Finance Limited^ and 2 of its subsidiaries • Hong Leong Holdings Limited and 3 of its subsidiaries • Hong Realty (Private) Limited and 2 of its subsidiary and associated company • Hong Leong Investment Holdings Pte. Ltd. and 5 of its subsidiaries and associated company • Hong Leong Company (Malaysia) Berhad and 1 of its subsidiary • Fairmont Limited • Guan Hong Plantation Private Limited • Hong Leong Foundation^^ • Hong Leong Nominees (Private) Limited • Kwek Holdings Pte Ltd • Kwek Hong Png Investment Pte. Ltd.	• CDL^ and 61 of its subsidiaries and associated companies • Hong Leong Investment Holdings Pte. Ltd. and 6 of its subsidiaries • Kwek Holdings Pte Ltd • Chinese Development Assistance Council^^ • MOH Holdings Pte Ltd • Singapore Health Services Pte. Ltd.	• CDL^ • Governing Council Member, Singapore Agro-Food Enterprises Federation Limited • Tech For Good Institute Limited	• CDL^ • CGS International Securities Pte. Ltd. (formerly known as CGS-CIMB Securities International Pte. Ltd.) • CGS International Securities India Pte. Ltd (formerly known as CGS-CIMB Securities (India) Private Limited) • CGS International Securities Thailand Pte. Ltd. (formerly known as CGS-CIMB Securities (Thailand) Co Ltd) • CGS International Securities Malaysia Sdn. Bhd. (formerly known as CGS-CIMB Securities Sdn Bhd) • CGS International Securities Hong Kong Pte. Ltd. (formerly known as CGS-CIMB Securities (Hong Kong) Limited) • CGS International Securities Singapore Pte. Ltd. (formerly known as CGS-CIMB Securities (Singapore) Pte Ltd) • CGS International Consultants Singapore Pte. Ltd. (formerly known as CGS-CIMB Financial Services Pte. Ltd. and CGS-CIMB Research Pte. Ltd.) • Genting Singapore Limited^ • Leukemia and Lymphoma Foundation

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

AT THE 61ST ANNUAL GENERAL MEETING

OTHER INFORMATION ANNUAL REPORT 2023

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

AT THE 61ST ANNUAL GENERAL MEETING

Name of Director/age	MR KWEK LENG BENG, 83	MR SHERMAN KWEK EIK TSE, 47	MR LEE JEE CHENG PHILIP, 64	MS CHAN SWEE LIANG CAROLINA (CAROL FONG), 62
Responses to questions (a) to (k) under Appendix 7.4.1 of the Listing Manual of SGX-ST	Responses to questions (a) to (k) are negative	Negative confirmation for all questions except (b) under Appendix 7.4.1. Mr Sherman Kwek was a director nominated by CDL on the board of a joint venture company, Chongqing Sincere Yuanchuang Industrial Co., Ltd. (重庆协信远创实业有限公司) ("JVCo"). A bankruptcy claim was filed by Beijing Yi He Mercury Investment Co. Ltd (北京易禾水星投资有限公司) against the JVCo in July 2021. The CDL Group has divested its interest in the JVCo in September 2021. Please refer to relevant announcements in connection with the matter.	Responses to questions (a) to (k) are negative (same as previously announced on 4 January 2021)	Responses to questions (a) to (k) are negative (same as previously announced on 29 December 2020)

^ Listed company
^^ Public Company Limited by guarantee

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CITY DEVELOPMENTS LIMITED
(Company Registration No. 196300316Z)
(Incorporated in the Republic of Singapore)

PROXY FORM
61ST ANNUAL GENERAL MEETING

IMPORTANT:
1. The Sixty-First Annual General Meeting of the Company ("**Meeting**") is being convened and will be held at M Hotel Singapore, Banquet Suite, Level 10, 81 Anson Road, Singapore 079908 ("**Physical Meeting**") and using virtual meeting technology ("**Virtual Meeting**"). Printed copies of the Notice of Meeting and this proxy form will be sent by post to members. These documents will also be published on the Company's corporate website at www.cdl.com.sg/agm and the SGX website at www.sgx.com/securities/company-announcements.
2. A member who wishes to appoint a proxy/proxies (other than the Chairman of the Meeting) to attend the Virtual Meeting on his/her/its behalf must, in addition to completing and submitting a Proxy Form appointing a proxy(ies), pre-register his/her/its proxy/proxies at the pre-registration website at www.cdl.com.sg/agm2024, by **10.00 a.m. on 21 April 2024**.
3. Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of proxy/proxies.
4. This proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPFIS and SRS investors. CPFIS and SRS investors who wish to exercise their voting rights should approach their CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 12 April 2024**.

Personal Data Privacy
5. By submitting a proxy form appointing a proxy/proxies, the member accepts and agrees to the personal data privacy terms set out in the Notice of Meeting dated 26 March 2024.

I/We, (name) ______________________ with NRIC/Passport/Company Registration Number: ____________

of (address) ____

being a member/members of City Developments Limited (the "**Company**"), hereby appoint:

Name	Email Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of shares	%

and/or

Name	Email Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of shares	%

as my/our proxy/proxies, to attend, speak and vote for me/us on my/our behalf at the Sixty-First Annual General Meeting of the Company (the "Meeting") to be convened and held at M Hotel Singapore, Banquet Suite, Level 10, 81 Anson Road, Singapore 079908 and using virtual meeting technology on **Wednesday, 24 April 2024 at 10.00 a.m.** and at any adjournment thereof in the following manner as specified below. I/We direct my/our proxy/proxies to vote for or against or abstain from voting on the resolutions to be proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

No.	Resolutions		For*	Against*	Abstain*
(A)	**ORDINARY BUSINESS:**				
1.	Receipt of the Directors' Statement, Audited Financial Statements and the Auditors' Report thereon.				
2.	Declaration of a Final Ordinary Dividend.				
3.	Approval of Directors' fees of up to $2,000,000 for the financial year ending 31 December 2024.				
4.	Re-election of Directors retiring in accordance with Clause 83(a) of the Constitution of the Company:	(a) Mr Kwek Leng Beng			
		(b) Mr Sherman Kwek Eik Tse			
		(c) Mr Lee Jee Cheng Philip			
		(d) Ms Chan Swee Liang Carolina (Carol Fong)			
5.	Re-appointment of KPMG LLP as Auditors.				
(B)	**SPECIAL BUSINESS:**				
6.	Authority for Directors to issue ordinary shares and/or make or grant offers, agreements or options pursuant to Section 161 of the Companies Act 1967 and the listing manual of Singapore Exchange Securities Trading Limited.				
7.	Renewal of Share Purchase Mandate.				
8.	Renewal of IPT Mandate for Interested Person Transactions.				

* Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes "For" or "Against", please tick (√) within the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of shares "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish your proxy/proxies to abstain from voting on a resolution, please tick (√) within the "Abstain" box provided in respect of that resolution. Alternatively, please insert the relevant number of shares in the "Abstain" box provided in respect of that resolution. In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deem(s) fit on any of the below resolutions if no voting instruction is specified, and on any other matter arising at the Meeting and at any adjournment thereof.

Dated this ____________ day of ______________ 2024.

No. of Ordinary Shares Held

____
Signature(s) or Common Seal of Member(s)

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

1. Each of the resolutions to be put to the vote of members at the Meeting (and at any adjournment thereof) will be voted on by way of a poll.
2. Please insert the total number of ordinary shares held by you. If you have ordinary shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of ordinary shares. If you have ordinary shares registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of ordinary shares. If you have ordinary shares entered against your name in the Depository Register and ordinary shares registered in your name in the Register of Members, you should insert the aggregate number of ordinary shares. If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares held by you.
3. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Meeting. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form.

   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's proxy form appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.

   "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.
4. A proxy need not be a member of the Company.
5. CPFIS or SRS investors who hold shares in the Company through CPF Agent Banks/SRS Operators:

   (a) may vote "live" at the Physical Meeting or Virtual Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or

   (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 12 April 2024.

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6. The Proxy Form must be submitted to the Company in the following manner:

   (a) if submitted personally or by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or

   (b) if submitted electronically, via email to the Company's Share Registrar at CDL@boardroomlimited.com, or via the pre-registration website at www.cdl.com.sg/agm2024,

   in each case, 10.00 a.m. on 21 April 2024, being not less than 72 hours before the time for holding the Meeting.
7. Completion and return of this proxy form shall not preclude a member from attending, speaking and voting at the Meeting if the member so wishes. A member who attends the Physical Meeting in person or accesses the Virtual Meeting via the "live" audio-visual webcast of the Meeting proceedings may revoke the appointment of a proxy/proxies at any time before voting commences and, in such an event, the Company reserves the right to refuse entry by the proxy/proxies into the Physical Meeting and/or terminate the proxy/proxies' access to the "live" audio-visual webcast of the Meeting proceedings.
8. The proxy form must, if submitted personally, by post, or electronically via email, be signed under the hand of the appointor or of his/her attorney duly authorised in writing or, if submitted electronically via the online process through the Pre-Registration Page, be authorised by the appointor via the online process through the website. Where the proxy form is executed by a corporation, it must, if submitted personally, by post, or electronically via email, be executed either under its seal or under the hand of its attorney or a duly authorised officer or, if submitted electronically via the online process through the Pre-Registration Page, be authorised by the appointor via the online process through the website.
9. A corporation which is a member may authorise by resolution of its directors or other governing body, such person as it thinks fit to act its representative at the Meeting, in accordance with Section 179 of the Companies Act 1967.
10. The Company shall be entitled to reject the proxy form if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the form of proxy (including any related attachment). In addition, in the case of a member whose ordinary shares are entered in the Depository Register, the Company may reject any form of proxy lodged if the member, being the appointor, is not shown to have ordinary shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

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61ST AGM
PROXY FORM

Affix
Postage
Stamp

CITY DEVELOPMENTS LIMITED
c/o The Share Registrar
BOARDROOM CORPORATE & ADVISORY SERVICES PTE. LTD.
1 Harbourfront Avenue
Keppel Bay Tower #14-07
Singapore 098632

3rd fold and glue all sides firmly overleaf. Do not staple.

CORPORATE PROFILE

City Developments Limited (CDL) is a leading global real estate company with a network spanning 163 locations in 29 countries and regions.

Listed on the Singapore Exchange, the Group is one of the largest companies by market capitalisation. Its income-stable and geographically diverse portfolio comprises residences, offices, hotels, serviced apartments, student accommodation, retail malls and integrated developments.

With a proven track record of over 60 years in real estate development, investment and management, the Group has developed over 50,000 homes and owns around 23 million square feet of gross floor area in residential for lease, commercial and hospitality assets globally.

Along with its wholly-owned hotel subsidiary, Millennium & Copthorne Hotels Limited (M&C), the Group has over 155 hotels worldwide, many in key gateway cities.

Leveraging its deep expertise in developing and managing a diversified asset base, the Group is focused on enhancing the performance of its portfolio and strengthening its recurring income streams to deliver long-term sustainable value to shareholders. The Group is actively pursuing its fund management growth strategy to further leverage on its strengths.

Scan this QR code to access a digital copy of CDL's Annual Report 2023

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CITY DEVELOPMENTS LIMITED
AND GROUP CORPORATE AFFAIRS, HONG LEONG GROUP SINGAPORE

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