

## PRICING SUPPLEMENT FOR NOTES

[•] August 2019

### MAPLETREE TREASURY SERVICES LIMITED

**Issue of S\$[•],000,000 [•]% Notes due 2031  
Guaranteed by MAPLETREE INVESTMENTS PTE LTD  
under the U.S.\$5,000,000,000  
Euro Medium Term Note Programme**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Offering Circular dated 18 November 2016. This document constitutes the Pricing Supplement of the Notes described herein and must be read in conjunction with the Offering Circular. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Offering Circular.

Where interest, discount income, prepayment fee, redemption premium or break cost is derived from any of the Notes by any person who is not resident in Singapore and who carries on any operations in Singapore through a permanent establishment in Singapore, the tax exemption available for qualifying debt securities (subject to certain conditions) under the Income Tax Act, Chapter 134 of Singapore (the **ITA**), shall not apply if such person acquires such Notes using the funds and profits of such person's operations through a permanent establishment in Singapore. Any person whose interest, discount income, prepayment fee, redemption premium or break cost derived from the Notes is not exempt from tax (including for the reasons described above) shall include such income in a return of income made under the ITA.

In connection with Section 309B of the Securities and Futures Act (Chapter 289) of Singapore and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the "**CMP Regulations 2018**"), the Issuer has determined the classification of the Notes as prescribed capital markets products (as defined in the CMP Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

- |    |     |                                   |   |
|----|-----|-----------------------------------|---|
| 1. | (a) | Issuer:                           | Mapletree Treasury Services Limited           |
|    | (b) | Guarantor:                        | Mapletree Investments Pte Ltd                 |
| 2. | (a) | Series Number:                    | 010   |
|    | (b) | Tranche Number:                   | 001   |
| 3. |     | Specified Currency or Currencies: | Singapore Dollars ("S\$")                     |
| 4. |     | Aggregate Nominal Amount:         |   |
|    | (a) | Series:                           | S\$[•],000,000                                |
|    | (b) | Tranche:                          | S\$[•],000,000                                |
| 5. | (a) | Issue Price:                      | [•] per cent. of the Aggregate Nominal Amount |

- |     |     |  |   |
|-----|-----|--|---|
|     | (b) | Private banking rebates:                                 | Not Applicable  |
| 6.  | (a) | Specified Denominations:                                 | S\$250,000  |
|     | (b) | Calculation Amount:                                      | S\$250,000  |
| 7.  | (a) | Issue Date:  | [●] September 2019  |
|     | (b) | Interest Commencement Date:                              | Issue Date  |
| 8.  |     | Maturity Date:   | [●] September 2031  |
| 9.  |     | Interest Basis:  | [●] per cent. Fixed Rate<br>(further particulars specified below) |
| 10. |     | Redemption/Payment Basis:                                | Redemption at par   |
| 11. |     | Change of Interest Basis or<br>Redemption/Payment Basis: | Not Applicable  |
| 12. |     | Put/Call Options:  | Not Applicable  |
| 13. | (a) | Status of the Notes:                                     | Senior  |
|     | (b) | Status of the Guarantee:                                 | Senior  |
| 14. |     | Listing:   | SGX-ST  |
| 15. |     | Method of distribution:                                  | Non-syndicated  |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

- |     |     |  |  |
|-----|-----|--|--|
| 16. |     | Fixed Rate Note Provisions                                 | Applicable   |
|     | (a) | Rate(s) of Interest:                                       | [●]% per annum payable semi-annually in arrear                                 |
|     | (b) | Interest Payment Date(s):                                  | [●] March and [●] September in each year up to and including the Maturity Date |
|     | (c) | Fixed Coupon Amount(s):                                    | Not Applicable   |
|     |     | <i>(Applicable to Notes in definitive form.)</i>           |  |
|     | (d) | Broken Amount(s):  | Not Applicable   |
|     |     | <i>(Applicable to Notes in definitive form.)</i>           |  |
|     | (e) | Day Count Fraction:  | Actual/365 (Fixed)   |
|     | (f) | Determination Date(s):                                     | Not Applicable   |
|     | (g) | Other terms relating to the method of calculating interest | None   |

for Fixed Rate Notes:

- |     |  |                |
|-----|--|----------------|
| 17. | Floating Rate Note Provisions          | Not Applicable |
| 18. | Zero Coupon Note Provisions            | Not Applicable |
| 19. | Index Linked Interest Note Provisions  | Not Applicable |
| 20. | Dual Currency Interest Note Provisions | Not Applicable |

#### **PROVISIONS RELATING TO REDEMPTION**

- |     |   |                                   |
|-----|---|-----------------------------------|
| 21. | Issuer Call:  | Not Applicable                    |
| 22. | Investor Put:   | Not Applicable                    |
| 23. | Final Redemption Amount:  | S\$250,000 per Calculation Amount |
| 24. | Early Redemption Amount payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 7.5): | S\$250,000 per Calculation Amount |

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

- |     |   |   |
|-----|---|---|
| 25. | Form of Notes:  | Registered Notes:<br>Regulation S Registered Global Note<br>(S\$[●],000,000 nominal amount) registered in the name of CDP |
| 26. | Governing Law of the Notes:   | Singapore Law   |
| 27. | Additional Financial Centre(s) or other special provisions relating to Payment Days:  | Not Applicable  |
| 28. | Offshore Renminbi Centre(s):  | Not Applicable  |
| 29. | Talons for future Coupons or Receipts to be attached to Definitive Bearer Notes (and dates on which such Talons mature):  | No  |
| 30. | Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences of failure to pay, including any right of the relevant Issuer to forfeit the Notes and interest due on late payment: | Not Applicable  |

31. Details relating to Instalment Notes:
- (a) Instalment Amount(s): Not Applicable
  - (b) Instalment Date(s): Not Applicable
32. Redenomination applicable, renominalisation and reconventioning provisions: Not Applicable
33. Consolidation provisions: Consolidation not applicable
34. Other terms: Not Applicable

## **DISTRIBUTION**

35. (a) If syndicated, names of Managers: Not Applicable
- (b) Date of Subscription Agreement: Not Applicable
- (c) Stabilising Manager(s) (if any): Oversea-Chinese Banking Corporation Limited
36. If non-syndicated, name of relevant Dealer: Oversea-Chinese Banking Corporation Limited
37. U.S. Selling Restrictions: Reg. S Compliance Category 1, TEFRA not applicable

38. Additional selling restrictions:

The Singapore selling restrictions shall be updated as follows:

The Offering Circular and this Pricing Supplement has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, the Notes have not been, and may not be, offered or sold or made the subject of an invitation for subscription or purchase, and the Offering Circular, this Pricing Supplement any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Notes has not been, and may not be, circulated or distributed, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor (as defined in Section 4A of the SFA) pursuant to Section 274 of the SFA, (ii) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1) of the SFA, or any person pursuant to Section 275(1A), and in accordance with the conditions specified in Section 275, of the SFA and (where applicable) Regulation 3 of the Securities and Futures (Classes of Investors) Regulations 2018, or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where the Notes are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

- (a) a corporation (which is not an accredited investor (as defined in the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- (b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

securities or securities-based derivatives contracts (each as defined in Section 2(1) of the SFA) of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Notes pursuant to

an offer made under Section 275 of the SFA except:

- (1) to an institutional investor or to a relevant person, or to any person arising from an offer referred to in Section 275(1A) or Section 276(4)(i)(B) of the SFA;
- (2) where no consideration is or will be given for the transfer;
- (3) where the transfer is by operation of law;
- (4) as specified in Section 276(7) of the SFA; or
- (5) as specified in Regulation 37A of the Securities and Futures (Offers of Investments) (Securities and Securities-based Derivatives Contracts) Regulations 2018.

Any reference to the SFA is a reference to the Securities and Futures Act, Chapter 289 of Singapore and a reference to any term as defined in the SFA or any provision in the SFA is a reference to that term or provision as modified or amended from time to time including by such of its subsidiary legislation as may be applicable at the relevant time.

## OPERATIONAL INFORMATION

39.	ISIN Code:	[•]
40.	Common Code:	Not Applicable
41.	Any clearing system(s) other than Euroclear Bank S.A./N.V., and Clearstream:	CDP
42.	Delivery:	Delivery free of payment
43.	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
44.	Registrar:	The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch
45.	Ratings:	The Notes to be issued will not be rated
46.	Use of Proceeds:	For general corporate purposes

## **LISTING APPLICATION**

This Pricing Supplement comprises the final terms required for issue and admission to trading on the Singapore Exchange Securities Trading Limited of the Notes described herein pursuant to the US\$5,000,000,000 Euro Medium Term Note Programme of Mapletree Treasury Services Limited, Mapletree Treasury Services (US) Pte. Ltd. and Mapletree Treasury Services (HKSAR) Limited.

## **RESPONSIBILITY**

The Issuer and the Guarantor accept responsibility for the information contained in this Pricing Supplement.

Signed on behalf of  
**MAPLETREE TREASURY SERVICES LIMITED**

By: .....  
[•]  
**Director**

Signed on behalf of  
**MAPLETREE INVESTMENTS PTE LTD**

By: .....  
[•]  
**Director**



## APPENDIX 1 TO THE PRICING SUPPLEMENT

*The Offering Circular is hereby supplemented with the following information, which shall be deemed to be incorporated in, and to form part of, the Offering Circular. Save as otherwise defined herein, terms defined in the Offering Circular have the same meaning when used in this Appendix 1.*

### RECENT DEVELOPMENTS

On 1 August 2019, Ms Wendy Koh Mui Ai was appointed the Group Chief Financial Officer of the Guarantor and Mr Wong Mun Hoong was appointed the Regional Chief Executive Officer, Australia & North Asia of the Guarantor.

### TAXATION

- (a) The section “Singapore taxation risk” appearing on page 32 of the Offering Circular shall be deleted in its entirety and substituted with the following:

#### **“Singapore taxation risk**

The Notes to be issued from time to time under the Programme, during the period from the date of this Offering Circular to 31 December 2023 are intended to be “qualifying debt securities” for the purposes of the Income Tax Act, Chapter 134 of Singapore (**ITA**), subject to the fulfilment of certain conditions more particularly described in the section “*Taxation - Singapore Taxation*”. However, there is no assurance that such Notes will continue to enjoy the tax concessions in connection therewith should the relevant tax laws be amended or revoked at any time.”; and

- (b) The section “Taxation relating to payments on Notes” under the caption “Taxation – Singapore Taxation” appearing from pages 207 to 211 in the Offering Circular shall be deleted in its entirety and substituted with the following:

#### **“Taxation relating to payments on Notes**

##### ***Interest and Other Payments***

Subject to the following paragraphs, under Section 12(6) of the ITA, the following payments are deemed to be derived from Singapore:

- (a) any interest, commission, fee or any other payment in connection with any loan or indebtedness or with any arrangement, management, guarantee, or service relating to any loan or indebtedness which is (i) borne, directly or indirectly, by a person resident in Singapore or a permanent establishment in Singapore (except in respect of any business carried on outside Singapore through a permanent establishment outside Singapore or any immovable property situated outside Singapore) or (ii) deductible against any income accruing in or derived from Singapore; or
- (b) any income derived from loans where the funds provided by such loans are brought into or used in Singapore.

Such payments, where made to a person not known to the paying party to be a resident in Singapore for tax purposes, are generally subject to withholding tax in Singapore. The rate at which tax is to be withheld for such payments (other than those subject to the 15% final withholding tax described below) to non-resident persons (other than non-resident individuals) is currently 17%. The applicable

rate for non-resident individuals is currently 22%. However, if the payment is derived by a person not resident in Singapore otherwise than from any trade, business, profession or vocation carried on or exercised by such person in Singapore and is not effectively connected with any permanent establishment in Singapore of that person, the payment is subject to a final withholding tax, currently at the rate of 15%. The rate of 15% may be reduced by applicable tax treaties.

Certain Singapore-sourced investment income derived by individuals from financial instruments is exempt from tax, including:

- (a) interest from debt securities derived on or after 1 January 2004;
- (b) discount income (not including discount income arising from secondary trading) from debt securities derived on or after 17 February 2006; and
- (c) prepayment fee, redemption premium and break cost from debt securities derived on or after 15 February 2007,

except where such income is derived through a partnership in Singapore or is derived from the carrying on of a trade, business or profession.

In addition, as the Programme as a whole was arranged by Citigroup Global Markets Singapore Pte. Ltd., DBS Bank Ltd., The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch, CIMB Bank Berhad (acting through its Singapore branch), Oversea-Chinese Banking Corporation Limited and United Overseas Bank Limited, each of which was a Financial Sector Incentive (Bond Market) Company (as defined in the ITA) at such time, any tranche of the Notes (**Relevant Notes**) issued as debt securities under the Programme during the period from the date of this Information Memorandum to 31 December 2023 would be qualifying debt securities (**QDS**) for the purposes of the ITA, to which the following treatment shall apply:

- (i) subject to certain prescribed conditions having been fulfilled (including the furnishing by the relevant Issuer, or such other person as the MAS may direct, to the MAS of a return on debt securities in respect of the Relevant Notes in the prescribed format within such period as the MAS may specify and such other particulars in connection with the Relevant Notes as the MAS may require and the inclusion by the relevant Issuer in all offering documents relating to the Relevant Notes of a statement to the effect that where interest, discount income, prepayment fee, redemption premium or break cost from the Relevant Notes is derived by a person who is not resident in Singapore and who carries on any operation in Singapore through a permanent establishment in Singapore, the tax exemption for qualifying debt securities shall not apply if the non-resident person acquires the Relevant Notes using the funds and profits of such person's operations through the Singapore permanent establishment), interest, discount income (not including discount income arising from secondary trading), prepayment fee, redemption premium and break cost (collectively, the **Qualifying Income**) from the Relevant Notes paid by the relevant Issuer and derived by a holder who is not resident in Singapore and who (aa) does not have any permanent establishment in Singapore or (bb) carries on any operation in Singapore through a permanent establishment in Singapore but the funds used by that person to acquire the Relevant Notes are not obtained from such person's operation through a permanent establishment in Singapore, are exempt from Singapore tax;

- (ii) subject to certain conditions having been fulfilled (including the furnishing by the relevant Issuer, or such other person as the MAS may direct, to the MAS of a return on debt securities for the Relevant Notes in the prescribed format within such period as the MAS may specify and such other particulars in connection with the Relevant Notes as the MAS may require), Qualifying Income from the Relevant Notes paid by the relevant Issuer and derived by any company or body of persons (as defined in the ITA) in Singapore is subject to income tax at a concessionary rate of 10% (except for holders of the relevant Financial Sector Incentive(s) who may be taxed at different rates); and
- (iii) subject to:
  - (aa) the relevant Issuer including in all offering documents relating to the Relevant Notes a statement to the effect that any person whose interest, discount income, prepayment fee, redemption premium or break cost derived from the Relevant Notes is not exempt from tax shall include such income in a return of income made under the ITA; and
  - (bb) the furnishing by the relevant Issuer, or such other person as the MAS may direct, to the MAS of a return on debt securities for the Relevant Notes in the prescribed format within such period as the MAS may specify and such other particulars in connection with the Relevant Notes as the MAS may require,

payments of Qualifying Income derived from the Relevant Notes are not subject to withholding of tax by the relevant Issuer.

Notwithstanding the foregoing:

- (A) if during the primary launch of any tranche of Relevant Notes, the Relevant Notes of such tranche are issued to fewer than four persons and 50% or more of the issue of such Relevant Notes is beneficially held or funded, directly or indirectly, by related parties of the relevant Issuer, such Relevant Notes would not qualify as QDS; and
- (B) even though a particular tranche of Relevant Notes are QDS, if, at any time during the tenure of such tranche of Relevant Notes, 50% or more of such Relevant Notes which are outstanding at any time during the life of their issue is beneficially held or funded, directly or indirectly, by any related parties of the relevant Issuer, Qualifying Income derived from such Relevant Notes held by:
  - (i) any related party of the relevant Issuer; or
  - (ii) any other person where the funds used by such person to acquire such Relevant Notes are obtained, directly or indirectly, from any related party of the relevant Issuer,

shall not be eligible for the tax exemption or concessionary rate of tax as described above.

The term **related party**, in relation to a person, means any other person who, directly or indirectly, controls that person, or is controlled, directly or indirectly, by that person, or where he and that other person, directly or indirectly, are under the control of a common person.

The terms **break cost**, **prepayment fee** and **redemption premium** are defined in the ITA as follows:

“break cost”, in relation to debt securities and qualifying debt securities, means any fee payable by the relevant Issuer of the securities on the early redemption of the securities, the amount of which is determined by any loss or liability incurred by the holder of the securities in connection with such redemption;

“prepayment fee”, in relation to debt securities and qualifying debt securities, means any fee payable by the relevant Issuer of the securities on the early redemption of the securities, the amount of which is determined by the terms of the issuance of the securities; and

“redemption premium”, in relation to debt securities and qualifying debt securities, means any premium payable by the relevant Issuer of the securities on the redemption of the securities upon their maturity.

References to “break cost”, “prepayment fee” and “redemption premium” in this Singapore tax disclosure have the same meaning as defined in the ITA.

Where interest, discount income, prepayment fee, redemption premium or break cost (i.e. the Qualifying Income) is derived from any of the Relevant Notes by any person who is not resident in Singapore and who carries on any operations in Singapore through a permanent establishment in Singapore, the tax exemption available for qualifying debt securities under the ITA (as mentioned above) shall not apply if such person acquires the Relevant Notes using the funds and profits of such person’s operations through a permanent establishment in Singapore. Any person whose interest, discount income, prepayment fee, redemption premium or break cost (i.e. the Qualifying Income) derived from the Relevant Notes is not exempt from tax is required to include such income in a return of income made under the ITA.”

- (c) The sections “Capital Gains” and “Adoption of FRS 39 Treatment for Singapore Income Tax Purposes” under the caption “Taxation – Singapore Taxation” appearing from pages 212 to 213 in the Offering Circular shall be deleted in their entirety and substituted with the following:

### ***“Capital Gains***

Any gains considered to be in the nature of capital made from the sale of the Securities will not be taxable in Singapore. However, any gains derived by any person from the sale of the Securities which are gains from any trade, business, profession or vocation carried on by that person, if accruing in or derived from Singapore, may be taxable as such gains are considered revenue in nature.

Holders of the Securities who apply or are required to apply Singapore Financial Reporting Standard (FRS) 39, FRS 109 or Singapore Financial Reporting Standard (International) 9 (SFRS(I) 9) (as the case may be), may for Singapore income tax purposes be required to recognise gains or losses (not being gains or losses in the nature of capital) on the Securities, irrespective of disposal, in accordance with FRS 39, FRS 109 or SFRS(I) 9 (as the case may be). Please see the section below on “Adoption of FRS 39, FRS 109 or SFRS(I) 9 for Singapore Income Tax Purposes”.

### ***Adoption of FRS 39, FRS 109 or SFRS(I) 9 for Singapore Income Tax Purposes***

Section 34A of the ITA provides for the tax treatment for financial instruments in accordance with FRS 39 (subject to certain exceptions and “opt-out” provisions) to taxpayers who are required to comply with FRS 39 for financial reporting purposes. The IRAS has also issued a circular entitled

“Income Tax Implications Arising from the Adoption of FRS 39 — Financial Instruments: Recognition and Measurement”.

FRS 109 or SFRS(I) 9 (as the case may be) is mandatorily effective for annual periods beginning on or after 1 January 2018, replacing FRS 39. Section 34AA of the ITA requires taxpayers who comply or who are required to comply with FRS 109 or SFRS(I) 9 for financial reporting purposes to calculate their profit, loss or expense for Singapore income tax purposes in respect of financial instruments in accordance with FRS 109 or SFRS(I) 9 (as the case may be), subject to certain exceptions. The IRAS has also issued a circular entitled “Income Tax: Income Tax Treatment Arising from Adoption of FRS 109 – Financial Instruments”.

Holders of the Securities who may be subject to the tax treatment under Sections 34A or 34AA of the ITA should consult their own accounting and tax advisers regarding the Singapore income tax consequences of their acquisition, holding or disposal of the Securities.”