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COMPLETION OF THE ACQUISITION OF SHARES IN PIERFRONT CAPITAL FUND MANAGEMENT PTE. LTD.

Unless otherwise defined, all terms and references used herein shall bear the same meanings as ascribed to them in the Announcement (as defined below).

Keppel Corporation Limited (the "**Company**") refers to its announcement issued on 13 November 2019 ("**Announcement**") in respect of the acquisition of 50% of the issued and paid up ordinary shares in the capital of Pierfront Capital Fund Management Pte. Ltd. ("**Pierfront Capital**") from Pierfront Capital Mezzanine Fund Pte. Ltd. ("**PCMF**") by KC Management One Pte. Ltd. ("**KC Management One**"), a wholly-owned subsidiary held through Keppel Capital Holdings Pte. Ltd. ("**Keppel Capital**") (the "**Acquisition**").

Completion of the Acquisition

As stated in the Announcement, completion of the Acquisition is conditional upon, *inter alia*, the following conditions having been fulfilled (or waived in accordance with the SPA):

(a) the finalization and execution of definitive agreements for the establishment of "Keppel-Pierfront Private Credit Fund, LP", being the first Keppel-Pierfront Private Credit Fund; and

(b) Pierfront Capital having been issued with a Capital Markets Services Licence for fund management by the Monetary Authority of Singapore upon licensing conditions satisfactory to the parties to the SPA.

The Company is pleased to announce that both the above conditions have been fulfilled and accordingly, the Acquisition was completed today (the "**Completion**"). On Completion, Pierfront Capital has become an associated company of the Company.

Shareholders Agreement

In connection with the Completion, KC Management One, PCMF and Pierfront Capital have also entered into a shareholders' agreement to regulate their relationship as shareholders of Pierfront Capital in the conduct of the business of Pierfront Capital (the "**Shareholders Agreement**"). Under the Shareholders Agreement, the core business of Pierfront Capital will be to act as the investment manager of private funds that would deploy credit investment strategies over real assets (the "**Keppel-Pierfront Private Credit Funds**") jointly sponsored by PCMF and Keppel Capital.

This is in line with Keppel Capital's aim to extend its fund management capabilities beyond the equity layer of the capital stack. The private mezzanine debt for real estate and infrastructure projects is a growing asset class, and Keppel-Pierfront Private Credit Funds is well-positioned to capture investment opportunities and create value for investors and the Keppel Group.

Keppel-Pierfront Private Credit Fund, LP

As envisaged under the Shareholders Agreement, Keppel-Pierfront Private Credit Fund, LP has been registered in Singapore under the Limited Partnerships Act (Chapter 163B of Singapore) (the "**Fund**"), and is jointly sponsored by PCMF and Keppel Capital Three Pte. Ltd. ("**Keppel Capital Three**"), a wholly owned subsidiary of the Company held through Keppel Capital. Keppel Capital Three and PCMF have each entered into a subscription agreement (the "**Subscription Agreement**") to commit US$100,000,000 (equivalent to approximately S$142,600,000 at the rate of US$1:S$1.4260) to the Fund (collectively, the "**Fund Sponsorship**").

KP Management (GP) Pte. Ltd. (Company Registration Number: 202009313E, with an issued and paid up share capital of US$2 comprising of two ordinary shares) has been incorporated to serve as the general partner of the Fund. The shareholding of KP Management (GP) Pte. Ltd. is held by KC Management One and PCMF in equal proportions. As KC Management One holds 50% of the issued and paid up share capital of KP Management (GP) Pte. Ltd. and KC Management One is wholly owned by the Company, KP Management (GP) Pte. Ltd. is an associated company of the Company.

Interested Person Transactions

As at the date of this announcement, Temasek Holdings (Private) Limited ("**THPL**") is a controlling shareholder of the Company. PCMF is an "interested person" within the definition set out in Rule 904(4)(a) of the Listing Manual (THPL and PCMF, collectively, the "**THPL Group**").

Keppel Capital Three and KC Management One, being wholly owned subsidiaries of KCL, are each, an "entity at risk" within the definition set out in Rule 904(2) of the Listing Manual.

The Fund Sponsorship by Keppel Capital Three is an interested person transaction as the Fund is managed by Pierfront Capital (as the investment manager) and KP Management (GP) Pte. Ltd. (as the general partner), both of which are 50-50 joint ventures between KC Management One and an "interested person", being PCMF.

The aggregate value of Keppel Capital Three's Fund Sponsorship and the incorporation of the KP Management (GP) Pte. Ltd. do not exceed 3% of the Group's latest audited net tangible assets and accordingly Rules 905 and 906 of the Listing Manual do not apply.

Keppel Capital Three's Fund Sponsorship and the incorporation of the KP Management (GP) Pte. Ltd. are not expected to have any material impact on the net tangible assets or earnings per share of the Company in respect of the current financial year.

Directors' and Controlling Shareholders' Interest

Save as disclosed, none of the directors or controlling shareholders of the Company has any interest, direct or indirect, in the aforesaid agreements and transactions other than through their shareholding interests in the Company.

Document for Inspection

A copy of the Subscription Agreement may be inspected at the registered office of the Company at 1 Harbourfront Avenue, #18-01 Keppel Bay Tower, Singapore 098632 during normal business hours for a period of three (3) months from the date of this announcement.