

ANNOUNCEMENT PURSUANT TO RULE 704(18)(C) OF THE LISTING MANUAL OF THE SGX-ST

Pursuant to Rule 704(18)(c) of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), Keppel Corporation Limited (the “**Company**”) wishes to announce that Keppel Data Centres Holding Pte. Ltd., as vendor (the “**Vendor**”) has today entered into a conditional sale and purchase agreement (“**SPA**”) with Perpetual (Asia) Limited, in its capacity as trustee of Keppel DC REIT (the “**Trustee**”), as purchaser, in relation to the proposed divestment (the “**Proposed Divestment**”) by the Vendor of 90 ordinary shares, being 90% of the issued share capital in Keppel DC Singapore 3 Pte. Ltd. (the “**Subject Company**”), which in turn, holds the data centre known as Keppel DC Singapore 3 (also known as “**KDC SGP 3**”) (the “**Property**”).

The Vendor is a joint venture company held by Keppel Telecommunications & Transportation Ltd (“**KTT**”) and Keppel Land Limited (“**KLL**”) in the proportion of 70.0% and 30.0% respectively. KTT is in turn 79.5% held by the Company. KLL is a wholly-owned subsidiary of the Company.

In connection with the Proposed Divestment, Keppel DC REIT Management Pte. Ltd., in its capacity as manager of Keppel DC REIT (the “**Manager**”) intends to undertake a *pro rata* and non-renounceable preferential offering of new units in Keppel (the “**Preferential Offering**”) for purposes of partially funding the acquisition by Keppel DC REIT of the 90 ordinary shares in the Subject Company. To demonstrate their support for Keppel DC REIT’s long-term growth and the Preferential Offering, each of KTT (through its wholly-owned subsidiary Keppel DC Investment Holdings Pte. Ltd. (“**KDCIH**”)) and KLL (through its wholly-owned subsidiary DC REIT Holdings Pte. Ltd. (“**DCRH**”)) have provided irrevocable undertakings on similar terms to the Manager that they will accept, subscribe and pay in full for their total provisional allotment of new units in Keppel DC REIT under the Preferential Offering.

For details of the Proposed Divestment, including the principal terms of the SPA, the aggregate consideration payable by Keppel DC REIT to the Vendor, the valuation of the Property and the irrevocable undertaking provided by KTT (through KDCIH)¹, please refer to the announcement released by KTT on the SGXNET dated 17 October 2016.

¹ The irrevocable undertaking provided by KTT (through KDCIH) is on similar terms to the irrevocable undertaking provided by KLL (through DCRH))