



(Constituted in the Republic of Singapore pursuant to a trust deed dated 28 November 2005 (as amended))

ANNOUNCEMENT

RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 24 FEBRUARY 2021

Capitalised terms used herein, but not otherwise defined, shall have the meanings ascribed to them in the circular of Keppel REIT dated 29 January 2021 (the "**Circular**").

Keppel REIT Management Limited, in its capacity as manager of Keppel REIT (the "**Manager**"), wishes to announce that the ordinary resolution (as set out in the Notice of Extraordinary General Meeting dated 29 January 2021) (the "**Ordinary Resolution**") was put to vote by poll and was duly passed by the Unitholders of Keppel REIT at the Extraordinary General Meeting ("**EGM**") held today.

The information as required under Rule 704(16) of the Listing Manual of Singapore Exchange Securities Trading Limited is set out below:

(a) Breakdown of all valid votes cast at the EGM

Resolution number and details	Total number of units represented by votes for and against the relevant resolution	For		Against	
		No. of Units	As a percentage of total number of votes for and against the resolution (%)	No. of Units	As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution The Proposed Acquisition of Keppel Bay Tower through the Acquisition of the Shares of Keppel Bay Tower Pte. Ltd., as an Interested Person Transaction	684,610,075	658,218,504	96.15	26,391,571	3.85

Please refer to the Notice of EGM dated 29 January 2021 for the full version of the Ordinary Resolution. As more than 50% of votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed at the EGM.

(b) Details of parties who are required to abstain from voting on any resolution(s), including the number of Units held and the individual resolution(s) on which they are required to abstain from voting

Ordinary Resolution:

As set out in paragraph 11.1 of the Circular, each of Keppel Land Limited (the "**Sponsor**") and Temasek Holdings (Private) Limited ("**Temasek**") and their respective associates are required to abstain from voting on the Ordinary Resolution. Based on the information available to the Manager as at the date of the EGM on 24 February 2021, the following table sets out the parties that are required to abstain from voting and did in fact abstain from voting on the Ordinary Resolution:

Name of the entity	Number of Units held	As a percentage of total Units in issue (%)⁽¹⁾
Keppel Corporation Limited (" KCL ")	200	n.m
The Manager	54,673,597	1.60
Keppel REIT Investment Pte. Ltd. (" KRI ")	1,476,216,367	43.12
Keppel Capital Investment Holdings Pte. Ltd. (" KCIH ")	156,929,868	4.58
Other associates of Temasek ⁽²⁾	31,992,414	0.93

Notes:

(1) The total number of Units in issue as at 24 February 2021 is 3,423,890,330.

(2) Certain other associates of Temasek (which for the avoidance of doubt, exclude KCL, the Manager, KRI and KCIH) which have a direct interest in an aggregate of [31,992,414] Units as at 21 February 2021 are also required to abstain from voting on the Ordinary Resolution.

For the purposes of good corporate governance, Chairman and Non-Executive Director Mrs Penny Goh, as well as Non-Executive Directors Mr Tan Swee Yiow and Ms Christina Tan, have also abstained from voting in respect of their respective holdings of Units on the Ordinary Resolution, as set out in the Circular.

(c) Name of firm and/or person appointed as scrutineers

RHT Governance, Risk & Compliance (Singapore) Pte. Ltd. was appointed by RBC Investor Services Trust Singapore Limited, in its capacity as the trustee of Keppel REIT, as scrutineers for the EGM.

BY ORDER OF THE BOARD
Keppel REIT Management Limited
(Company Registration No. 200411357K)
(as manager of Keppel REIT)

Tan Weiqiang, Marc
Company Secretary
24 February 2021

IMPORTANT NOTICE

This announcement does not constitute an offering document for any securities in Keppel REIT and nothing herein constitutes or forms the basis of: (a) an offer, solicitation, recommendation or invitation for the sale or purchase of securities or of any of the assets, business or undertakings of Keppel REIT; or (b) any contract between Keppel REIT, Keppel REIT Management Limited (the manager of Keppel REIT) or any underwriter or placement agent on any of their behalf and any prospective investor.

This announcement is for information only and does not constitute an invitation, offer or solicitation of any offer to acquire, purchase or subscribe for Units in Keppel REIT. This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States, (including its territories and possessions, any state of the United States and the District of Columbia), the United Kingdom or the European Economic Area and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations.

The securities of Keppel REIT have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**Securities Act**"), or under the securities laws of any state or jurisdiction of the United States of America (the "**United States**"), and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any state securities laws. The Manager does not intend to conduct a public offering of any securities of Keppel REIT in the United States.

The value of the Units and the income derived from them may fall as well as rise. The Units are not obligations of, deposits in, or guaranteed by the Manager, the Trustee or any of their respective affiliates.

An investment in the Units is subject to investment risks, including the possible loss of the principal amount invested. Unitholders have no right to request that the Manager redeem or purchase their Units while the Units are listed. It is intended that Unitholders may only deal in their Units through trading on the SGX-ST. Listing of the Units on the SGX-ST does not guarantee a liquid market for the Units. The past performance of Keppel REIT is not necessarily indicative of the future performance of Keppel REIT. Similarly, the past performance of the Manager is not indicative of the future performance of the Manager.