

KEPPEL INFRASTRUCTURE TRUST

(Registration No. 2007001)

(Constituted in the Republic of Singapore as a business trust pursuant to a trust deed dated 5 January 2007 (as amended))

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Keppel Infrastructure Trust (“KIT”) will be held at Suntec Singapore Convention and Exhibition Centre, Summit 2, Level 3, 1 Raffles Boulevard, Suntec City, Singapore 039593 on Tuesday, 12 February 2019 at 3.00 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following Resolutions proposed as Ordinary Resolutions:

ORDINARY RESOLUTION 1

PROPOSED ACQUISITION OF 100% OF THE SHARES IN IXOM HOLDCO PTY LTD (“IXOM”)

That:

- (1) the acquisition of 100% of the shares in Ixom (“**Acquisition**”) on the terms and conditions set out in the share sale agreement dated 15 November 2018 entered into between IX Infrastructure Pty Ltd (an indirect wholly-owned subsidiary of KIT), Keppel Infrastructure Fund Management Pte. Ltd., as trustee-manager of KIT (“**Trustee-Manager**”), Ixom and certain funds managed by Blackstone and certain management shareholders of Ixom, be approved and authorised; and
- (2) the Trustee-Manager and any Director or Chief Executive Officer of the Trustee-Manager be authorised to do all such things and execute all documents as they may consider necessary or expedient to give effect to this Ordinary Resolution as they may deem fit.

ORDINARY RESOLUTION 2

THE PROPOSED ISSUANCE OF NEW UNITS IN KIT PURSUANT TO (I) THE PREFERENTIAL OFFERING OR (II) THE PREFERENTIAL OFFERING AND THE PLACEMENT TO RAISE GROSS PROCEEDS OF UP TO SGD750 MILLION

That subject to and contingent upon the passing of Ordinary Resolution 1:

- (1) the issue of new units in KIT (“**New Units**”) so as to raise gross proceeds of up to SGD750 million in aggregate pursuant to (i) a non-renounceable preferential offering of New Units to eligible unitholders of KIT (“**Unitholders**”) on a *pro rata* basis (“**Preferential Offering**”) or (ii) the Preferential Offering and a private placement of New Units to institutional and other investors (“**Placement**”), in such manner, on such terms and at such time as the Trustee-Manager may determine, be approved and authorised; and
- (2) the Trustee-Manager and any Director or Chief Executive Officer of the Trustee-Manager be authorised to do all such things and execute all documents as they may consider necessary or expedient to give effect to this Ordinary Resolution as they may deem fit.

ORDINARY RESOLUTION 3

THE PROPOSED PLACEMENT OF NEW UNITS TO KEPPEL INFRASTRUCTURE HOLDINGS PTE. LTD. AS PART OF THE PLACEMENT

That subject to and contingent upon the passing of Ordinary Resolutions 1 and 2:

- (1) the placement of New Units to Keppel Infrastructure Holdings Pte. Ltd. as part of the Placement (“**Proposed KIHPL Placement**”) in the manner outlined in the circular to Unitholders dated 28 January 2019, be approved and authorised; and
- (2) the Trustee-Manager and any Director or Chief Executive Officer of the Trustee-Manager be authorised to do all such things and execute all documents as they may consider necessary or expedient to give effect to this Ordinary Resolution as they may deem fit.

BY ORDER OF THE BOARD

Keppel Infrastructure Fund Management Pte. Ltd.
(Company Registration No. 200803959H)
as Trustee-Manager of Keppel Infrastructure Trust

Joyce Ng/Winnie Mak
Company Secretaries

28 January 2019
Singapore

Notes:

1. In accordance with the Business Trusts Act and the Trust Deed, a Unitholder entitled to attend and vote at the Extraordinary General Meeting (“**EGM**”) is entitled to appoint not more than two proxies to attend and vote in his/her stead. A proxy need not be a Unitholder.
2. Where a Unitholder appoints more than one proxy, the appointments shall be invalid unless he/she specifies the proportion of his/her holding (expressed as a percentage of the whole) of Units concerned to be represented by each proxy.
3. In accordance with the Business Trusts Act and the Trust Deed, the proxy form must be deposited at the registered office of the Trustee-Manager at 1 HarbourFront Avenue, #18-01, Keppel Bay Tower, Singapore 098632 not less than 48 hours before the time fixed for the EGM.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representatives(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a Unitholder (i) consents to the collection, use and disclosure of the Unitholder’s personal data by the Trustee-Manager (or its agents or service providers) for the purpose of the processing, administration and analysis by the Trustee-Manager (or its agents or service providers) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Trustee-Manager (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “**Purposes**”) and (ii) warrants that where the Unitholder discloses the personal data of the Unitholder’s proxy(ies) and/or representative(s) to the Trustee-Manager (or its agents or service providers), the Unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Trustee-Manager (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes.