

ANNOUNCEMENT IN RELATION TO THE PROPOSED SELECTIVE CAPITAL REDUCTION BY KEPPEL LAND LIMITED

1. INTRODUCTION

The board of directors (“**Board**”) of Keppel Corporation Limited (“**KCL**”) refers to the announcement (the “**Announcement**”) dated 14 March 2016 issued by Keppel Land Limited (“**KLL**”), a subsidiary of KCL, in relation to the proposed selective capital reduction exercise to be undertaken by KLL (the “**Selective Capital Reduction**”) pursuant to Section 78G of the Companies Act, Chapter 50 of Singapore (the “**Companies Act**”).

*The information set out below is extracted from the Announcement and further details on the terms and conditions of the Selective Capital Reduction are set out in the Announcement, a copy of which is set out in the **Appendix**. Please refer to the full text of the Announcement for, inter alia, the principal terms of the Selective Capital Reduction.*

2. SELECTIVE CAPITAL REDUCTION

2.1 KLL’s Proposal. As set out in the Announcement, KLL proposes to implement the Selective Capital Reduction and cancel all the issued ordinary shares (“**Shares**”) held by the shareholders of KLL (“**Shareholders**”), except those held by KCL (the “**Participating Shareholders**”), to provide the Participating Shareholders with an avenue to realise the value of their Shares following the delisting by KLL from the Main Board of the Singapore Exchange Securities Trading Limited at 9.00 a.m. (Singapore time) on 16 July 2015. **Participating Shareholders will receive S\$4.24 for each Share held that is cancelled as a result of the Selective Capital Reduction.**

2.2 Shareholders’ and Court Approval. Shareholders’ approval is being sought by KLL for the Selective Capital Reduction in accordance with the provisions of the Companies Act. KCL and parties acting in concert with KCL will abstain and will not vote on the special resolution relating to the Selective Capital Reduction at the extraordinary general meeting of KLL to be convened for the Selective Capital Reduction.

Pursuant to Section 78G of the Companies Act, the Selective Capital Reduction requires (i) a special resolution¹ to be passed by the Shareholders approving the Selective Capital Reduction and (ii) the approval and confirmation by the High Court of the Republic of Singapore (the “Court”) of the Selective Capital Reduction.

Upon an order of the Court being made approving the Selective Capital Reduction (the “Court Order”), the Selective Capital Reduction will take effect upon the lodgement of a copy of the Court Order, together with the other documents as prescribed under the Companies Act, with the Registrar of Companies of Singapore (the “Registrar”) within 90 days beginning with the date the Court Order is made, or within such longer period as the Registrar may allow.

3. RESPONSIBILITY STATEMENT

The directors of KCL (including those who have delegated detailed supervision of the preparation of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and that no material facts have been omitted from this announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Announcement), the sole responsibility of the directors of KCL has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this announcement.

By Order of the Board of
Keppel Corporation Limited

Caroline Chang / Kelvin Chua
Company Secretaries
14 March 2016

¹ A special resolution requires the approval of at least 75 per cent. of all Shares voted by Shareholders present and voting at the extraordinary general meeting of KLL.