



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

ANNOUNCEMENT OF EXTRAORDINARY GENERAL MEETING OF KEPPEL REIT TO BE HELD ON 24 FEBRUARY 2021

1. **Background:** Keppel REIT Management Limited, as manager of Keppel REIT (the "**Manager**"), refers to:
 - (a) the Notice of Extraordinary General Meeting dated 29 January 2021, which is published on Keppel REIT's website at <https://www.keppelreit.com/investor-relations/agm-and-egm> and on SGXNet ("**Notice of EGM**");
 - (b) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for the conduct of general meetings, either wholly or partly, by electronic communication, video conferencing, teleconferencing or other electronic means; and
 - (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Order**") which was gazetted on 13 April 2020, and the Joint Statement by Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore, and Singapore Exchange Regulation in relation to Guidance on the Conduct of General Meetings Amid Evolving COVID-19 Situation issued on 1 October 2020, which set out the alternative arrangements in respect of, *inter alia*, general meetings of real estate investment trusts.

2. **Date, time and conduct of Extraordinary General Meeting:** The Manager wishes to announce that pursuant to the Order, the Extraordinary General Meeting of Keppel REIT ("**EGM**") will be convened and held by way of electronic means on **Wednesday, 24 February 2021 at 3.00 p.m. (Singapore Time)**, for the purpose of seeking the approval of unitholders of Keppel REIT (the "**Unitholders**") for the proposed acquisition of Keppel Bay Tower through the acquisition of shares of Keppel Bay Tower Pte. Ltd., as an interested person transaction (further details of which are set out in the circular to Unitholders dated 29 January 2021 (the "**Circular**")).

The Manager's Chairman, Mrs Penny Goh, the Chairman of the Audit and Risk Committee, Mr Lee Chiang Huat, the Chief Executive Officer, Mr Paul Tham and the Deputy Chief Executive Officer, Ms Shirley Ng, will conduct the proceedings of the EGM.

3. **Issuance of Circular:** The Manager has today issued the Circular which contains, *inter alia*, details of the resolution to be tabled at the EGM and a Notice of EGM.

The digital version of the Circular has been uploaded on Keppel REIT's website at the URL <https://www.keppelreit.com> (the "**Keppel REIT Website**") today. Unitholders may view and download the digital version of the Circular through this website link: <https://www.keppelreit.com/investor-relations/agm-and-egm>.

The digital version of the Circular is also available on the website of Singapore Exchange Securities Trading Limited (the "**SGX-ST**") at <https://www.sgx.com>. Printed copies of the Circular will **not** be sent to Unitholders.

4. **Notice of EGM and proxy form:** Printed copies of the Notice of EGM and proxy form will be sent to Unitholders. The Notice of EGM and proxy form are also available on Keppel REIT's Website. Unitholders may view and download the Notice of EGM and proxy form through this website link: <https://www.keppelreit.com/investor-relations/agm-and-egm> and on SGXNet.
5. **No personal attendance at the EGM:** A Unitholder will **not** be able to attend the EGM in person.

6. **Participation at the EGM electronically:** Unitholders may participate at the EGM by:
- (a) observing and/or listening to the EGM proceedings via “live” audio-and-visual webcast via their mobile phones, tablets or computers or “live” audio-only stream via telephone;
 - (b) submitting questions in advance of the EGM; and
 - (c) appointing the Chairman of the EGM (being Independent Director, Mr Lee Chiang Huat) ("**Chairman of the EGM**") as proxy to attend, speak and vote on their behalf at the EGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the EGM are set out in the **Appendix** to this announcement.

7. **Persons who hold Units through relevant intermediaries:**

- (a) Persons holding units in Keppel REIT ("**Units**") through Central Provident Fund ("**CPF**") and Supplementary Retirement Scheme ("**SRS**") ("**CPF/SRS investors**") who wish to participate in the EGM by (i) observing and/or listening to the EGM proceedings via “live” audio-and-visual webcast or “live” audio-only stream; and (ii) submitting questions in advance of the EGM, should follow the steps for pre-registration and pre-submission of questions set out in the Appendix. However, CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit his/her vote by **5.00 p.m. on 15 February 2021**, being 7 working days before the date of the EGM.
- (b) Persons holding Units through relevant intermediaries (other than CPF/SRS investors) who wish to participate in the EGM by (i) observing and/or listening to the EGM proceedings via “live” audio-and-visual webcast or “live” audio-only stream; (ii) submitting questions in advance of the EGM; and/or (iii) appointing the Chairman of the EGM as proxy to attend, speak and vote on their behalf at the EGM, **should contact the relevant intermediary through which they hold such Units as soon as possible in order to make the necessary arrangements for them to participate in the EGM.**

A “**relevant intermediary**” means:

- (i) a banking corporation licensed under the Banking Act, Chapter 19 of Singapore, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity;
- (ii) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act, Chapter 289 of Singapore, and who holds Units in that capacity; or
- (iii) the Central Provident Fund Board ("**CPF Board**") established by the Central Provident Fund Act, Chapter 36 of Singapore, in respect of Units purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

8. **Key dates/deadlines:** In summary, the key dates/deadlines which Unitholders should take note of are set out in the table below:

Key Dates	Actions
5.00 p.m. on 15 February 2021 (Monday)	Deadline for CPF/SRS investors who wish to appoint the Chairman of the EGM as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
3.00 p.m. on 21 February 2021 (Sunday)	Deadline to: <ul style="list-style-type: none"> • pre-register at https://www.keppelreit.com/egm2021 for “live”

	<p>audio-and-visual webcast or “live” audio-only stream of the EGM proceedings;</p> <ul style="list-style-type: none"> • submit questions in advance; and • submit proxy forms.
<p>12.00 p.m. on 23 February 2021 (Tuesday)</p>	<p>Authenticated persons who pre-registered for the “live” audio-and-visual webcast or “live” audio-only stream of the EGM proceedings will receive an email which will contain user ID and password details, as well as the link to access the “live” audio-and-visual webcast and a toll-free telephone number to access the “live” audio-only stream of the EGM proceedings (the “Confirmation Email”).</p> <p>Persons who do not receive the Confirmation Email by 12.00 p.m. on 23 February 2021, but have registered by the 21 February 2021 deadline should contact the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, via email at keppel@boardroomlimited.com or via phone at +65 6536 5355 (Mondays to Fridays, excluding Public Holidays, from 9.00 a.m. to 4.00 p.m.).</p>
<p>Date and time of EGM</p> <p>3.00 p.m. on 24 February 2021 (Wednesday)</p>	<ul style="list-style-type: none"> • Click on the link in the Confirmation Email and enter the user ID and password to access the “live” audio-and-visual webcast of the EGM proceedings; or • Call the toll-free telephone number in the Confirmation Email to access the “live” audio-only stream of the EGM proceedings.

9. **Further information:** For more information on the EGM, Unitholders can refer to the FAQs (which can be found on <https://www.keppelreit.com/investor-relations/agm-and-egm/frequently-asked-questions>).
10. **Important: Due to the evolving COVID-19 situation in Singapore, the arrangements for the EGM may be changed at short notice. Unitholders are advised to check SGXNet and/or Keppel REIT’s website at <https://www.keppelreit.com> regularly for updates.**

The Manager would like to thank all Unitholders for their patience and co-operation in enabling us to hold the EGM with the optimum safe distancing measures amidst the COVID-19 pandemic.

By Order of the Board

Marc Tan Weiqiang
Company Secretary

29 January 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.

APPENDIX

Steps for pre-registration, pre-submission of questions and voting at the EGM:

Unitholders will be able to observe and/or listen to the EGM proceedings through a “live” audio-and-video webcast or “live” audio-only stream by pre-registering, submit questions in advance of the EGM and vote by appointing the Chairman of the EGM (being Independent Director, Mr Lee Chiang Huat) (“**Chairman of the EGM**”) as proxy to attend, speak and vote on their behalf at the EGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1	Pre-registration	<p>Unitholders and CPF/SRS investors must pre-register at the pre-registration website at https://www.keppelreit.com/egm2021 from now till 3.00 p.m. on 21 February 2021 to enable the Manager to verify their status as Unitholders.</p> <p>Following the verification, authenticated persons will receive an email which will contain user ID and password details, as well as the link to access the “live” audio-and-visual webcast and a toll-free telephone number to access the “live” audio-only stream of the EGM proceedings.</p> <p>Persons who do not receive the email by 12.00 p.m. on 23 February 2021, but have registered by the 21 February 2021 deadline should contact the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, via email at keppel@boardroomlimited.com or via phone at +65 6536 5355 (Mondays to Fridays, excluding Public Holidays, from 9.00 a.m. to 4.00 p.m.).</p> <p>Investors holding Units through relevant intermediaries (other than CPF/SRS investors) will not be able to pre-register at https://www.keppelreit.com/egm2021 for the "live" broadcast of the EGM. Such investors who wish to participate in the "live" broadcast of the EGM should instead approach his/her relevant intermediary as soon as possible in order to make the necessary arrangements.</p>
2	Pre-submission of questions	<p>Unitholders will not be able to ask questions “live” at the EGM during the webcast or audio stream, and therefore it is important for Unitholders to pre-register and submit their questions in advance of the EGM.</p> <p>Submission of questions: Unitholders may submit questions relating to the business of the EGM in advance of the EGM, in the following manner:</p> <p>(a) via the pre-registration website at https://www.keppelreit.com/egm2021;</p> <p>(b) by email to investor.relations@keppelreit.com; or</p> <p>(c) by post to the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623.</p> <p>In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult to submit questions by post, Unitholders are strongly encouraged to submit their questions via the pre-registration website or by email.</p> <p>Deadline to submit questions: All questions must be submitted by 3.00 p.m. on 21 February 2021.</p>

No.	Steps	Details
		<p>Addressing questions: The Manager will endeavour to answer all substantial and relevant questions during the EGM through the “live” audio-and-visual webcast or “live” audio-only stream. However, as there may not be sufficient time to address all such questions during the EGM itself, the Manager may also publish responses to questions which the Manager is unable to address during the EGM on Keppel REIT’s website and on SGXNET prior to the EGM.</p> <p>Minutes of EGM: The Manager will publish the minutes of the EGM on Keppel REIT’s website and on SGXNET, and the minutes will include the responses to substantial and relevant questions from Unitholders which are addressed during the EGM.</p>
3	<p>Submission of proxy form to vote</p>	<p>Appointment of the Chairman of the EGM as proxy: Unitholders (whether individual or corporate) who wish to vote on the resolution to be tabled at the EGM must appoint the Chairman of the EGM as their proxy to attend, speak and vote on their behalf at the EGM, in accordance with the instructions on the proxy form.</p> <p>Specific voting instructions to be given: Where Unitholders (whether individual or corporate) appoint the Chairman of the EGM as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.</p> <p>Submission of proxy forms: Proxy forms must be submitted in the following manner:</p> <p>(a) if submitted by post, be lodged with the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or</p> <p>(b) if submitted electronically, be submitted via email to keppel@boardroomlimited.com,</p> <p>in either case, by 3.00 p.m. on 21 February 2021.</p> <p>A Unitholder who wishes to submit a proxy form via email must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.</p> <p>In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Unitholders to submit completed proxy forms by post, Unitholders are strongly encouraged to submit completed proxy forms electronically via email.</p> <p>CPF/SRS investors who wish to appoint the Chairman of the EGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 15 February 2021. Other persons holding Units through other relevant intermediaries who wish to vote should approach his/her relevant intermediary as soon as possible to specify voting instructions.</p>