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ENTRY INTO SHAREHOLDERS' AGREEMENT IN CONNECTION WITH PROPOSED ACQUISITION OF OFFICE TOWER IN SEOUL

Keppel Corporation Limited (the "**Company**") wishes to inform that Keppel Land Limited (through its wholly-owned subsidiary) ("**KLL**") and Keppel Asia Macro Trends Fund IV (a fund managed by Alpha Investment Partners Limited[1]) ("**KAMTF IV**"), have entered into a shareholders' agreement ("**SHA**") with the joint venture company, Gaenari (IV) Pte. Ltd. ("**JVCo**"), in connection with the proposed acquisition of Samhwan Building, a 15-storey office tower located in Seoul CBD, South Korea (the "**Property**") together with KB Bank Discretionary Fund (a fund managed by Keppel Investment Management Co., Ltd.[1]) ("**KB Bank**").

Pursuant to the SHA:

(a) KLL and KAMTF IV will subscribe for shares in the JVCo, and will have a shareholding interest of approximately 55.93% ("**KLL's Interest**") and 44.07% respectively;

(b) KLL and KAMTF IV will also extend shareholders' loans of approximately US$113.2 million to the JVCo and undertake an additional funding commitment of up to US$4.84 million, in proportion to their shareholding interest, for the acquisition of the Property (collectively, "**Funding Commitment**"); and

(c) the JVCo will hold, directly and indirectly, 70.55% effective interest in Keppel General Private Real Estate Investment Company No. 10 ("**KGPRE**"). KB Bank will indirectly hold the remaining 29.45% effective interest in KGPRE.

KGPRE will acquire the Property from Hana Alternative Investment HW Land Chip Private Real Estate Master Investment Trust No. 1-1 for an aggregate consideration of KRW 223.2 billion (approximately S$232.0 million[2]). The aggregate consideration payable by KLL of up to US$66.0 million (approximately S$89.4 million[3]) for the subscription of shares in the JVCo and the Funding Commitment, was arrived at on a willing-buyer willing-seller basis taking into account, among others, the adjusted net asset value based on the agreed value of the Property attributable to KLL's Interest, which was US$63.3 million (approximately S$85.8 million[3]) as at 15 December 2022. The market valuation of the Property was KRW 228.9 billion (approximately S$237.9 million[2]) as at 31 October 2022, based on an independent valuation conducted by Kyungil Appraisal Corporation. Completion of the subscription of KLL's Interest is expected to take place by end 2022.

None of the directors and controlling shareholders of the Company has any interest, direct or indirect, in the above transaction, other than through their shareholding interests, if any, in the Company.

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1 Alpha Investment Partners Limited and Keppel Investment Management Co., Ltd. are wholly-owned subsidiaries of Keppel Capital Holdings Pte. Ltd.

2 Exchange rate as at 15 December 2022: S$1 to KRW 962

3 Exchange rate as at 15 December 2022: US$1 to S$1.355

The abovementioned transaction is not expected to have any material impact on the earnings per share and net tangible asset per share of the Company for the current financial year.

19 December 2022