

Keppel Telecommunications & Transportation Ltd
(Company Registration No. 196500115G)
(Incorporated in the Republic of Singapore)

**PROPOSED ACQUISITION BY KEPPEL CORPORATION LIMITED OF ALL THE ISSUED
ORDINARY SHARES IN THE CAPITAL OF KEPPEL TELECOMMUNICATIONS &
TRANSPORTATION LTD BY WAY OF A SCHEME OF ARRANGEMENT**

RESULTS OF THE SCHEME MEETING

1. Introduction

The board of directors (the "**Board**") of Keppel Telecommunications & Transportation Ltd (the "**Company**") refers to the scheme document (the "**Scheme Document**") despatched on 11 March 2019 to the Shareholders in relation to the proposed acquisition by Keppel Corporation Limited (the "**Offeror**") of all the issued ordinary shares in the capital of the Company ("**Shares**") (other than Shares already held by the Offeror) by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act (Chapter 50 of Singapore) ("**Companies Act**") and the Singapore Code on Take-Overs and Mergers.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Scheme Document.

2. Results of Scheme Meeting – Scheme Approved

The Board wishes to announce that at the Scheme Meeting convened pursuant to an order of the Court dated 4 March 2019 and held on 2 April 2019 at Suntec Singapore Convention and Exhibition Centre, Rooms 334 - 336, Level 3, 1 Raffles Boulevard, Suntec City, Singapore 039593 at 3.00 p.m., the Scheme Shareholders have, by a majority in number of Scheme Shareholders present and voting, either in person or by proxy, at the Scheme Meeting, such majority representing not less than 75 per cent. in value of the Scheme Shares voted at the Scheme Meeting, **APPROVED** the Scheme.

The results of the poll on the resolution in respect of the Scheme Meeting are set out in the following table.

Resolution		FOR		AGAINST		Total
		Number	Percentage (%)	Number	Percentage (%)	
To approve the Scheme	Scheme Shareholders present and voting (either in person or by proxy)	789	91.53%	73	8.47%	862
	Scheme Shares represented by votes (either in person or by proxy)	55,385,767	98.43%	885,728	1.57%	56,271,495

As set out in the Scheme Document, the Offeror and its concert parties were required to abstain from voting on the Scheme. Accordingly:

- (a) the Offeror has abstained from voting its 442,935,526 Shares representing 79.09% of the Shares in issue as at the Latest Practicable Date; and
- (b) Pang Thieng Hwi has abstained from voting his 402,708 Shares representing 0.07% of the Shares in issue as at the Latest Practicable Date.

Shareholders who are in any doubt as to the action they should take should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

3. Scrutineer for Scheme Meeting

RHT Governance, Risk & Compliance (Singapore) Pte. Ltd. was appointed as the scrutineer for the Scheme Meeting.

4. Next Steps and Indicative Timetable for the Scheme

In light of the approval by the Scheme Shareholders of the Scheme, the Company will be submitting its application to the Court for sanction of the Scheme under Section 210 of the Companies Act.

Subject to the grant of the order of the Court sanctioning the Scheme (the "**Court Order**") and the satisfaction (or where applicable, waiver) of all the Scheme Conditions in accordance with the Implementation Agreement, the Scheme shall become effective and binding upon the lodgement of the Court Order with ACRA.

As set out in the Scheme Document, Shareholders should note the following indicative timetable in relation to the Scheme:

Expected date of Court hearing of the application to sanction the Scheme	: 18 April 2019
Expected last day of trading of the Shares	: 24 April 2019
Expected Books Closure Date	: 26 April 2019, 5.00 p.m.
Expected Effective Date	: 29 April 2019 ⁽¹⁾
Expected date for the payment of the Scheme Consideration	: By 9 May 2019 ⁽²⁾
Expected date for the delisting of the Shares	: After payment of the Scheme Consideration

Notes:

- (1) The Scheme will only become effective and binding upon lodgement of the Court Order with ACRA. The Court Order will be lodged with ACRA after the satisfaction (or, where applicable, waiver) of all the Scheme Conditions, a list of which is set out in Appendix 6 to the Scheme Document.
- (2) Assuming that the Effective Date is on 29 April 2019.

The above dates are indicative only and may be subject to change. Please refer to future announcement(s) by the Company and/or the SGX-ST for the exact dates of these events.

5. Directors' Responsibility Statement

The directors of the Company (including any who may 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, where appropriate, no material facts have been omitted from this Announcement, and the directors of the Company jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors of the Company has been to ensure that, through reasonable enquiries, 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

Kenny Lee
Company Secretary

2 April 2019