

**RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING ("AGM")  
 HELD ON 19 APRIL 2016**

*Unless otherwise defined, all terms used herein shall bear the same meaning as in the Company's Appendices to the Notice of Annual General Meeting dated 28 March 2016.*

Pursuant to Rule 704(16) of the Listing Manual, Keppel Corporation Limited (the "**Company**") is pleased to announce that, at the Annual General Meeting ("**AGM**") of the Company held at 10.30 a.m. on 19 April 2016, all resolutions relating to the matters as set out in the Notice of AGM dated 28 March 2016 were put to the Meeting and duly passed.

**(I) RESULTS OF AGM**

The following are the poll results in respect of the resolutions passed at the AGM:

Resolution	Total number of Shares represented by votes for and against the Resolution	For		Against		
		Number of Shares	As a percentage of total number of votes for and against the Resolution (%)	Number of Shares	As a percentage of total number of votes for and against the Resolution (%)	
<b>Ordinary Business</b>						
1.	Adoption of Directors' Statement and Audited Financial Accounts	739,299,744	738,928,696	99.95	371,048	0.05
2.	Declaration of dividend	743,613,076	743,264,928	99.95	348,148	0.05
3.	Re-election of Mr Alvin Yeo as director	739,147,047	710,120,355	96.07	29,026,692	3.93
4.	Re-election of Mr Tan Ek Kia as director	734,359,846	730,241,088	99.44	4,118,758	0.56
5.	Re-election of Mr Loh Chin Hua as director	742,345,512	739,431,668	99.61	2,913,844	0.39
6.	Re-election of Ms Veronica Eng as director	743,332,719	741,969,830	99.82	1,362,889	0.18
7.	Approval of fees to non-executive directors	741,562,846	740,684,982	99.88	877,864	0.12
8.	Appointment of PricewaterhouseCoopers LLP as auditors of the Company	740,817,999	735,898,505	99.34	4,919,494	0.66

<b>Special Business</b>						
9.	Issue of additional Shares and convertible instruments	744,644,330	724,924,077	97.35	19,720,253	2.65
10.	Renewal of Share Purchase Mandate	738,685,147	738,206,503	99.94	478,644	0.06
11.	Renewal of Shareholders' Mandate for Interested Person Transactions	371,918,930	370,970,547	99.75	948,383	0.25
12.	Adoption of the new Constitution	741,685,094	738,087,403	99.51	3,597,691	0.49

**Notes:**

1. Mr Alvin Yeo has an interest in 56,225 shares in the capital of the Company ("**Shares**") and has abstained from voting on Resolution 3.
2. Mr Tan Ek Kia has an interest in 16,825 Shares and has abstained from voting on Resolution 4.
3. Mr Loh Chin Hua has an interest in 573,057 Shares and has abstained from voting on Resolution 5.
4. Dr Lee Boon Yang, Mrs Oon Kum Loon, Mr Tow Heng Tan, Mr Alvin Yeo, Mr Tan Ek Kia, Mr Danny Teoh, Mr Tan Puay Chiang and Mr Till Vestring have interests in 197,000 Shares, 130,200 Shares, 59,677 Shares, 56,225 Shares, 16,825 Shares, 44,825 Shares, 39,703 Shares and 55,000 Shares respectively and have abstained from voting on Resolution 7.
5. Temasek Holdings (Private) Limited has a direct interest in 371,408,292 Shares and has abstained from voting on Resolution 11.
6. Dr Lee Boon Yang, Mr Loh Chin Hua, Mrs Oon Kum Loon, Mr Tow Heng Tan, Mr Alvin Yeo, Mr Tan Ek Kia, Mr Danny Teoh, Mr Tan Puay Chiang and Mr Till Vestring have interests in 197,000 Shares, 573,057 Shares, 130,200 Shares, 59,677 Shares, 56,225 Shares, 16,825 Shares, 44,825 Shares, 39,703 Shares and 55,000 Shares respectively and have abstained from voting on Resolution 11.

**(II) SCRUTINEERS**

RHT Corporate Advisory Pte. Ltd. was appointed as scrutineers for the AGM.

**(III) RE-APPOINTMENT OF DIRECTORS TO THE AUDIT COMMITTEE**

The Company wishes to announce that:

- (a) Mr Alvin Yeo will, upon his re-election, continue to serve as a member of the Audit Committee and Nominating Committee. Mr Alvin Yeo is the Chairman and Senior Partner of WongPartnership LLP, a member of the Monetary Authority of Singapore's advisory panel to advise the Minister of Finance on appeals under various financial services legislation, the Singapore International Arbitration Centre's Council of Advisors and the London Court of International Arbitration, as well as a Fellow of the Singapore Institute of Arbitrators. He is also a director and chairman of the remuneration committee of United Industrial Corporation Limited; and
- (b) Ms Veronica Eng will, upon her re-election, continue to serve as a member of the Audit Committee and Board Risk Committee. Ms Eng was a Founding Partner of Permira. Over her 30-year career with Permira, Ms Eng held a number of key positions in the firm and had extensive experience in a wide range of roles in relation to its funds' investments across sectors and geographies. She served on the board of Permira and its Executive Committee, chaired the Investment Committee and was the Fund Minder to various Permira funds. In addition, she also had oversight of Permira's firm-wide risk management as well as its operations in Asia. Ms Eng sits on the Board of the Centre for Asset Management Research & Investments at National University of Singapore's Business School, and the Advisory Board of Asia Private Equity Institute at Singapore Management University. She is also a Professor (Practice) at the National University of Singapore's Business School.

The Board considers Mr Alvin Yeo and Ms Veronica Eng as independent directors for the purposes of Rule 704(8) of the Listing Manual.

With the abovementioned, the Audit Committee will continue to comprise all independent directors, namely:

- (1) Mr Danny Teoh – Chairman
- (2) Mrs Oon Kum Loon – Member
- (3) Mr Alvin Yeo Khirn Hai – Member
- (4) Ms Veronica Eng - Member

BY ORDER OF THE BOARD

Caroline Chang / Kelvin Chua  
Company Secretaries

19 April 2016