



Keppel Ltd.

1 HarbourFront Avenue Level 2 Keppel Bay Tower Singapore 098632

T +65 6270 6666 F +65 6413 6391 keppel.com

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RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING HELD ON 19 APRIL 2024

Pursuant to Rule 704(16) of the Listing Manual, Keppel Ltd. (the “**Company**”) is pleased to announce that, at the Annual General Meeting (“**AGM**”) of the Company held at 3.00 p.m. on 19 April 2024, all resolutions relating to the matters as set out in the Notice of AGM dated 28 March 2024 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 (%)	
Ordinary Business						
1.	Adoption of Directors' Statement and Audited Financial Statements	853,002,336	850,929,177	99.76	2,073,159	0.24
2.	Declaration of Dividend	853,638,453	853,388,794	99.97	249,659	0.03
3.	Re-election of Penny Goh as Director	852,644,009	715,996,190	83.97	136,647,819	16.03
4.	Re-election of Ang Wan Ching as Director	852,571,839	849,139,049	99.60	3,432,790	0.40
5.	Approval of Additional Fees of Non-Executive Directors for FY2023	852,062,749	847,877,802	99.51	4,184,947	0.49
6.	Approval of Fees of Non-Executive Directors for FY2024	851,955,278	848,095,463	99.55	3,859,815	0.45
7.	Re-appointment of Auditors	851,712,534	850,638,688	99.87	1,073,846	0.13
Special Business						
8.	Authority to issue shares and convertible instruments	852,536,566	823,612,640	96.61	28,923,926	3.39
9.	Renewal of Share Purchase Mandate	852,127,955	828,966,367	97.28	23,161,588	2.72
10.	Renewal of Shareholders' Mandate for Interested Person Transactions	463,284,718	461,577,201	99.63	1,707,517	0.37

Notes:

1. The following directors of the Company have abstained from voting on the following resolutions:

<u>Name</u>	<u>Shareholding Interests</u>	<u>Resolution Number</u>
Danny Teoh	163,825	5, 6, 10
Loh Chin Hua	6,125,329	10
Till Vestring	112,00	5, 6, 10
Veronica Eng	66,000	5, 6, 10
Jean-Francois Manzoni	131,000	5, 6, 10
Teo Siong Seng	42,483	5, 6, 10
Tham Sai Choy	179,570	5, 6, 10
Penny Goh	53,000	3, 5, 6, 10
Shirish Apte	11,000	5, 6, 10
Olivier Blum	4,000	5, 6, 10
Jimmy Ng	4,000	5, 6, 10
Ang Wan Ching	0	4, 5, 6, 10

2. Temasek Holdings (Private) Limited has a direct interest in 371,408,292 shares held in the capital of the Company and has abstained from voting on Resolution 10.

(II) RE-APPOINTMENT OF DIRECTORS TO THE AUDIT COMMITTEE

The Company wishes to announce that:

1. Mrs Penny Goh, having been re-elected, will continue to serve as a member of the Audit Committee, Board Risk Committee and Remuneration Committee; and
2. Ms Ang Wan Ching, having been re-elected, will continue to serve as a member of the Audit Committee and Board Risk Committee.

Mrs Goh was formerly the Co-Chairman and Senior Partner, and is currently a Senior Adviser, at Allen & Gledhill LLP, where she had for many years headed the firm's corporate real estate practice. She advises listed corporations, private equity property funds, sovereign wealth funds and real estate investment trusts and has extensive experience in a broad range of corporate real estate transactions for commercial, industrial and logistics projects in Singapore and Asia Pacific, involving investment, joint development and profit participation structures. Mrs Goh is also an independent director of HSBC Bank (Singapore) Limited and is on the board of Singapore Totalisator Board.

Ms Ang has over 25 years of global experience in alternative private fund investments. Ms Ang is on the supervisory boards of Bavaria Industries Group AG, a Germany-based listed investment holding company, and HQ Capital, a French-German private equity and alternatives fund manager with global operations. She is also a member of the investment committee of Montana Capital Partners AG. Ms Ang was formerly Chief Executive Officer of Allianz Group's global private equity funds business, and was also an external member of the investment committee for intermediated funds and co-investments at British International Investment plc, the UK government's development finance institution.

The Board considers Mrs Goh and Ms Ang as independent directors for the purposes of Rule 704(8) of the Listing Manual.

With the above, the Audit Committee will continue to comprise all independent directors, as set out at Section IV below.

(III) NOTE OF APPRECIATION

Mr Till Vestring, Ms Veronica Eng and Professor Jean-Francois Manzoni have retired by rotation at the AGM pursuant to the Constitution of the Company.

The Board and Management of the Company would like to express their heartfelt appreciation to all three directors for their dedication and contributions.

(IV) CHANGE IN LEAD INDEPENDENT DIRECTOR AND CHANGES TO COMPOSITION OF BOARD COMMITTEES

With the retirement of:

1. Mr Till Vestring, as a non-executive and lead independent director, and Chairman of the Remuneration Committee,
2. Ms Veronica Eng, as a non-executive and independent director, and Chairman of the Board Risk Committee; and
3. Professor Jean-Francois Manzoni, as a non-executive and independent director, and Chairman of the Nominating Committee,

the Company wishes to announce that, with effect from 19 April 2024:

- A. Mr Shirish Apte will assume the role of lead independent director, Chairman of the Nominating Committee, and Chairman of the Board Risk Committee; and
- B. Mrs Penny Goh will assume the role of Chairman of the Remuneration Committee.

Consequent to the abovementioned changes, the composition of the Company's Board Committees with effect from 19 April 2024 is as follows:

	Audit Committee	Nominating Committee	Remuneration Committee	Board Risk Committee	Board Sustainability and Safety Committee
Danny Teoh	-	Member	Member	-	Member
Loh Chin Hua	-	-	-	-	Member
Teo Siong Seng	-	-	-	-	Chairman
Tham Sai Choy¹	Chairman	Member	-	Member	-
Penny Goh¹	Member	-	Chairman	Member	-
Shirish Apte¹	-	Chairman	Member	Chairman	-
Olivier Blum¹	-	-	-	-	Member
Jimmy Ng¹	Member	-	-	Member	-
Ang Wan Ching¹	Member	-	-	Member	-
Total number of members	4	3	3	5	4

¹Note = Independent Director

(V) SCRUTINEERS

RHT Governance, Risk & Compliance (Singapore) Pte. Ltd. was appointed as scrutineers for the AGM.

BY ORDER OF THE BOARD

Karen Teo / Samantha Teong
Company Secretaries

19 April 2024