

**RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING  
 HELD ON 2 JUNE 2020**

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 3.00 p.m. on 2 June 2020, all resolutions relating to the matters as set out in the Notice of AGM dated 11 May 2020 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 Statements	690,874,643	690,587,204	99.96	287,439	0.04
2.	Declaration of Dividend	691,334,671	690,000,435	99.81	1,334,236	0.19
3.	Re-election of Mr Danny Teoh as Director	691,248,646	649,011,317	93.89	42,237,329	6.11
4.	Re-election of Ms Veronica Eng as Director	691,304,471	690,032,959	99.82	1,271,512	0.18
5.	Re-election of Mr Till Vestring as Director	691,306,471	649,878,268	94.01	41,428,203	5.99
6.	Re-election of Mr Teo Siong Seng	691,332,471	608,868,168	88.07	82,464,303	11.93
7.	Re-election of Mr Tham Sai Choy	691,224,239	689,878,188	99.81	1,346,051	0.19
8.	Re-election of Mrs Penny Goh	691,332,471	648,722,672	93.84	42,609,799	6.16
9.	Approval of fees to non-executive Directors for FY2019	690,590,858	689,610,945	99.86	979,913	0.14

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		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 (%)	
10.	Approval of fees to non-executive Directors for FY2020	690,590,858	689,610,945	99.86	979,913	0.14
11.	Re-appointment of Auditors	691,332,471	688,901,085	99.65	2,431,386	0.35
<b>Special Business</b>						
12.	Authority to issue shares and convertible instruments	691,332,471	683,697,070	98.90	7,635,401	1.10
13.	Renewal of Share Purchase Mandate	691,254,840	690,850,430	99.94	404,410	0.06
14.	Renewal of Shareholders' Mandate for Interested Person Transactions	317,428,725	316,980,598	99.86	448,127	0.14
15.	Adoption of KCL Restricted Share Plan 2020	688,718,903	666,494,959	96.77	22,223,944	3.23
16.	Adoption of KCL Performance Share Plan 2020	688,718,903	667,237,707	96.88	21,481,196	3.12

**Notes:**

- The directors of the Company ("**Directors**") have abstained from voting on the following resolutions:

<u>Name</u>	<u>Shareholding Interests</u>	<u>Resolution Number</u>
Lee Boon Yang	322,000	9, 10, 14
Loh Chin Hua	1,829,272	14, 15, 16
Alvin Yeo	93,225	9, 10, 14
Tan Ek Kia	51,825	9, 10, 14
Danny Teoh	83,825	3, 9, 10, 14
Till Vestring	81,000	5, 9, 10, 14
Veronica Eng	28,000	4, 9, 10, 14
Jean-Francois Manzoni	1,000	9, 10, 14
Teo Siong Seng	0	Not Applicable
Tham Sai Choy	155,570	7, 9, 10, 14
Penny Goh	30,000	8, 9, 10, 14

- Temasek Holdings (Private) Limited has a direct interest in 371,408,292 shares held in the capital of the Company ("**Shares**") and has abstained from voting on Resolution 14.

3. Employees of the Company, its subsidiaries and its associated companies who are eligible to participate in the KCL Restricted Share Plan 2020 and/or KCL Performance Share Plan 2020 and who are also shareholders holding an aggregate of 2,615,768 Shares in the Company, abstained from voting their shares on Resolution 15 and/or Resolution 16, as the case may be.
4. Employees of the Company, its subsidiaries and its associated companies who are eligible to participate in the KCL Restricted Share Plan 2020 and/or KCL Performance Share Plan 2020 and who are also shareholders of the Company, were required to abstain from voting on Resolution 15 and/or Resolution 16, as the case may be.

## **(II) SCRUTINEERS**

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

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

The Company wishes to announce that:

1. Mr Danny Teoh will, upon his re-election, continue to serve as the Chairman of Audit Committee and a member of the Remuneration and Board Risk Committees. Mr Teoh spent 27 years in KPMG LLP, Singapore and over the years, held various senior positions including member of KPMG International Board and Council, Head of the Audit and Risk Advisory Services and Head of Financial Services. He was the Managing Partner of KPMG LLP, Singapore from 2005 to 2010.
2. Ms Veronica Eng will, upon her re-election, continue to serve as the Chairman of the Board Risk Committee and a member of the Audit Committee. Ms Eng retired as a Founding Partner of Permira in late 2015. 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 had oversight of Permira's firm-wide risk management as well as its operations in Asia. She is also a Professor (Practice) at the National University of Singapore, Business School.
3. Mr Tham Sai Choy will, upon his re-election, continue to serve as a member of the Audit Committee and Board Risk Committee. Mr Tham was Managing Partner of KPMG Singapore and then Chairman of KPMG Asia Pacific before he retired in 2017. He was a member of KPMG's global board, and had served on its executive committee and risk committee, and chaired its compensation and nominations committee. As a member of the executive committee, Mr Tham was responsible for KPMG's global strategies and planning, including developing the firm's capabilities in cybersecurity, data analytics and digital transformation. Mr Tham also worked with many of Singapore's listed companies in their audits and other consultancy work over his 36 years of practice. He is currently the Chairman of the Singapore Institute of Directors.
4. Mrs Penny Goh will, upon her re-election, 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.

The Board considers the above directors 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. Mr Alvin Yeo – Member
3. Ms Veronica Eng – Member
4. Mr Tan Ek Kia – Member
5. Mr Tham Sai Choy – Member
6. Mrs Penny Goh - Member

BY ORDER OF THE BOARD

Caroline Chang / Kenny Lee  
Company Secretaries

2 June 2020