

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Extraordinary General Meeting ("EGM") of Keppel Infrastructure Trust ("KIT") will be convened and held by electronic means on Tuesday, 19 April 2022 at 4.00 p.m. (Singapore time) or immediately after the conclusion or adjournment of the Annual General Meeting convened at 3.00 p.m. on the same day, to transact the following business for the purposes of considering, and if thought fit, passing with or without modifications, the following resolution which will be proposed as an Extraordinary Resolution:

### EXTRAORDINARY RESOLUTION

#### THE PROPOSED BASE FEE AND PERFORMANCE FEE SUPPLEMENT

That:

- (a) approval be and is hereby given to amend the trust deed dated 5 January 2007 constituting KIT, as amended and restated by an Amendment and Restatement Deed dated 18 May 2015 and as supplemented by a First Supplemental Deed dated 17 April 2018 to vary the fee structure pursuant to which Keppel Infrastructure Fund Management Pte. Ltd., acting in its capacity as trustee-manager of KIT (the "Trustee-Manager"), receives certain fees, in the manner set out in Appendix A of the Circular to Unitholders dated 28 March 2022 (the "Proposed Base Fee and Performance Fee Supplement"); and
- (b) the Trustee-Manager and any director of the Trustee-Manager be and are hereby severally authorised to complete and do all such acts as the Trustee-Manager may consider expedient or necessary or in the interests of KIT to give effect to the Proposed Base Fee and Performance Fee Supplement.

#### BY ORDER OF THE BOARD

Keppel Infrastructure Fund Management Pte. Ltd.  
(Company Registration No. 200803959H)  
as Trustee-Manager of Keppel Infrastructure Trust

Darren Tan  
Company Secretary

28 March 2022  
Singapore

#### Notes:

1. This EGM is being convened and will be held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 and the Joint Statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation issued on 4 February 2022 titled "Guidance on the Conduct of General Meetings Amid Evolving COVID-19 Situation". In addition to printed copies of this Notice of EGM that will be sent to Unitholders, Unitholders can also access this Notice of EGM on Keppel Infrastructure Trust's website at <https://www.keppelinfrastructure.com/investor-information/aggm-and-egm> and SGXNet.
2. The proceedings of this EGM will be broadcasted "live" through an audio-and-video webcast and an audio-only stream. Unitholders who wish to attend the EGM or appoint a proxy (other than the Chairman of the EGM ("Chairman")) to attend the EGM and investors holding Units through Central Provident Fund ("CPF") or Supplementary Retirement Scheme ("SRS") ("CPF/SRS investors") who wish to attend the EGM must pre-register at <https://www.keppelinfrastructure.com/2022meeting> no later than 4.00 p.m. on 17 April 2022. Following verification, an email containing instructions on how to join the "live" broadcast will be sent to authenticated persons by 5.00 p.m. on 18 April 2022. Persons who do not receive the email by 5.00 p.m. on 18 April 2022, but have registered by the 17 April 2022 deadline should contact the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, via email at [keppel@boardroomlimited.com](mailto:keppel@boardroomlimited.com) or via phone at +65 6536 5355 (Mondays to Fridays, excluding Public Holidays, from 8.30 a.m. to 5.30 p.m.).
3. Investors holding Units through relevant intermediaries ("Investors") (other than CPF/SRS investors) will not be able to pre-register at <https://www.keppelinfrastructure.com/2022meeting> for the "live" broadcast of the EGM. An Investor (other than CPF/SRS investors) who wishes to participate in the "live" broadcast of the EGM should instead approach his/her relevant intermediary as soon as possible in order to make the necessary arrangements. The relevant intermediary is required to submit a consolidated list of participants (setting out in respect of each participant, his/her name, email address and NRIC/Passport number) to the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, via email to [keppel@boardroomlimited.com](mailto:keppel@boardroomlimited.com) no later than 4.00 p.m. on 17 April 2022.

In this Notice of EGM, a "relevant intermediary" means:

- (a) a banking corporation licensed under the Banking Act 1970, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity;
  - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001, and who holds Units in that capacity; or
  - (c) the Central Provident Fund Board ("CPF Board") established by the Central Provident Fund Act 1953, in respect of Units purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
4. In view of the current COVID-19 situation and the related safe distancing measures in Singapore, the EGM will be held by way of electronic means and as such a Unitholder will not be able to attend the EGM in person. A Unitholder (whether individual or corporate) who wishes to exercise his/her/its voting rights at the EGM may:
    - (a) (i) vote "live" via electronic means at the EGM by pre-registering at <https://www.keppelinfrastructure.com/2022meeting> by no later than 4.00 p.m. on 17 April 2022, or (ii) appoint a proxy (other than the Chairman) to vote "live" via electronic means at the EGM on his/her/its behalf by submitting the proxy form in accordance with Explanatory Note 5 below and pre-registering such proxy by no later than 4.00 p.m. on 17 April 2022. Following verification, an email containing instructions on how to join the "live" broadcast will be sent to the Unitholder or such proxy (as the case may be) by 5.00 p.m. on 18 April 2022; or
    - (b) appoint the Chairman as his/her/its proxy to vote on his/her/its behalf at the EGM. A proxy need not be a Unitholder.

The instrument for the appointment of proxy ("proxy form") will be sent to Unitholders and may be accessed at Keppel Infrastructure Trust's website at <https://www.keppelinfrastructure.com/investor-information/aggm-and-egm> or SGXNet. Where a Unitholder (whether individual or corporate) appoints the Chairman as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman as proxy for that resolution will be treated as invalid.

Where a Unitholder (whether individual or corporate) appoints a proxy (other than the Chairman) to be his/her/its proxy through the proxy form to vote "live" via electronic means at the EGM but does not pre-register such proxy at <https://www.keppelinfrastructure.com/2022meeting> by 4.00 p.m. on 17 April 2022, (a) if specific instructions as to voting, or abstentions from voting, in respect of a resolution in such proxy form is given, the Chairman will be appointed as the proxy to vote in accordance with such instructions, or (b) if specific instructions are not given as to voting, or abstentions from voting, in respect of a resolution in such proxy form, the appointment of such proxy (other than the Chairman) as proxy for that resolution will be treated as invalid.

#### 5. The proxy form must be submitted in the following manner:

- (a) if submitted by post, be lodged with the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
- (b) if submitted electronically, be submitted via email to [keppel@boardroomlimited.com](mailto:keppel@boardroomlimited.com), in either case, by 4.00 p.m. on 17 April 2022, being 48 hours before the time appointed for holding this EGM.

A Unitholder who wishes to submit the proxy form must complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Unitholders to submit completed proxy forms by post, Unitholders are strongly encouraged to submit completed proxy forms electronically via email.**

#### 6. The proxy form is not valid for use by Investors (including CPF/SRS investors) and shall be ineffective for all intents and purposes if used or purported to be used by them.

A CPF/SRS investor who wishes to exercise his/her vote at the EGM:

- (a) may vote "live" via electronic means at the EGM by pre-registering at <https://www.keppelinfrastructure.com/2022meeting> by no later than 4.00 p.m. on 17 April 2022; or
- (b) may have the Chairman appointed as proxy to vote on his/her behalf at the EGM, in which case he/she should approach his/her respective CPF agent bank or SRS operator to specify his/her voting instructions by 5.00 p.m. on 7 April 2022, being 7 working days before the date of the EGM. CPF/SRS investors are not able to appoint proxies of their own.

An Investor (other than CPF/SRS investors) who wishes to vote should instead approach his/her/its relevant intermediary as soon as possible, and by no later than 5.00 p.m. on 7 April 2022 to specify his/her/its voting instructions, including but not limited to, whether he/she/it wishes to vote "live" via electronic means at the EGM.

#### 7. Unitholders and Investors may be able to ask questions during this EGM via the "live" textbox function. All Unitholders and Investors may also submit questions relating to the business of this EGM no later than 3.00 p.m. on 12 April 2022:

- (a) via the pre-registration website at <https://www.keppelinfrastructure.com/2022meeting>;
- (b) by email to [investor.relations@keppelinfrastructure.com](mailto:investor.relations@keppelinfrastructure.com); or
- (c) by post to the Unit Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

The Trustee-Manager will answer all substantial and relevant questions received prior to 3.00 p.m. on 12 April 2022 through the publication of its responses on Keppel Infrastructure Trust's website and on SGXNet by 4.00 p.m. on 14 April 2022.

#### 8. All documents (including the proxy form, this Notice of EGM and the Circular dated 28 March 2022) and information relating to the business of this EGM have been, or will be, published on SGXNet and/or Keppel Infrastructure Trust's website at <https://www.keppelinfrastructure.com/investor-information/aggm-and-egm>. Unitholders and Investors are advised to check SGXNet and/or Keppel Infrastructure Trust's website regularly for updates.

#### 9. Any reference to a time of day is made by reference to Singapore time.

#### Personal Data Privacy:

By (a) submitting the pre-registration form; (b) submitting any question prior to or at the EGM; and/or (c) voting "live" or voting via the submission of a proxy form appointing a proxy(ies) to attend, speak and vote at the EGM and/or any adjournment thereof, a Unitholder consents to the collection, use and disclosure of the Unitholder's personal data by the Trustee-Manager (or their agents or service providers) for the purpose of the processing, administration and analysis by the Trustee-Manager (or their agents or service providers) of the appointment of proxies as proxy for the EGM (including any adjournment thereof), the processing of electronic voting by the Unitholders (or their appointed proxies) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Trustee-Manager (or their agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.

In the case of a Unitholder who is a relevant intermediary, by submitting a consolidated list of participants for the "live" broadcast of the EGM, the Unitholder warrants that the Unitholder has obtained the prior consent of such participant(s) for the collection, use and disclosure by the Trustee-Manager (or their agents or service providers) of the personal data of such participant(s) for the purpose of the processing and administration by the Trustee-Manager (or their agents or service providers) of the "live" broadcast of the EGM (including any adjournment thereof), the processing of electronic voting, the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Trustee-Manager (or their agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.