

Keppel Philippines Properties

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NOTICE OF THE ANNUAL MEETING OF THE STOCKHOLDERS OF KEPPEL PHILIPPINES PROPERTIES, INC.

TO ALL
STOCKHOLDERS:

Notice is hereby given that the Annual Stockholders' Meeting (Meeting) of Keppel Philippines Properties, Inc. (Company) will be held on 10 June 2022, Friday, at 10:30 a.m. via Webex virtual conferencing.


The Agenda of the Meeting shall be as follows:

1. Call to Order
2. Proof of Notice of Meeting and Certification of Quorum
3. Approval of the Minutes of the Annual Stockholders' Meeting held on 29 June 2021
4. Chairman's Address
5. Presentation and Approval of Y2021 Annual Report and Audited Financial Statements
6. Ratification of Acts and Proceedings of the Board of Directors, Officers and Management of the Corporation during the Year under Review
7. Election of Directors
8. Presentation of Directors' Remuneration for Y2021
9. Appointment of External Auditor for Y2022
10. Amendment of the By-Laws (Article II Sections 3 and 4, Article III Section 5,6,7, and 9, Article IV Sections 1,2,5, and 6-A, Article VI Sections 2, 3, and 4, Article VII Sections 2,2-A, 4,7,11,12, and 13)
11. Other Matters
12. Adjournment

Only stockholders of record at the close of business on 22 May 2022 are entitled to notice of and to vote at this Meeting. Considering that the health and safety of our stakeholders is the Company's paramount concern, participation by stockholders at the upcoming Meeting may be by appointing a proxy or by remote communication.

If appointing a proxy, kindly date, sign, and deliver your proxy form to the Corporate Secretary at Keppel Philippines Properties, Inc., 12 ABD Avenue, Ortigas Center, Mandaluyong City 1550 on or before 27 May 2022. All proxies received will be validated on 27 May 2022. Please note that Management is not soliciting proxies.

Stockholders who will participate by remote communication should register by confirming their attendance via e-mail to keppel.prop@kepland.com.ph on or before 27 May 2022. Guidelines for registration and participation by remote communication is available on the Company's website (<http://keppelland.com.ph>) and on its PSE Edge Company Disclosures page (<https://edge.pse.com.ph>).


MA. MELVA E. VALDEZ
Corporate Secretary

GUIDELINES IN
PARTICIPATION BY
REMOTE COMMUNICATION
IN THE ANNUAL STOCKHOLDERS
MEETING
OF KEPPEL PHILIPPINES
PROPERTIES, INC.
ON 10 June 2022

The 2022 Annual Stockholders' Meeting (ASM) of Keppel Philippines Properties, Inc. (the Company) is scheduled on 10 June 2022, Friday at 10:30 a.m. The Board of Directors of the Company has fixed 22 May 2022 as the Record Date for the determination of stockholders entitled to the notice of, to attend, and to vote at the ASM and any adjournment thereof.

In consideration of the health and safety concerns of everyone involved, the Board of Directors has approved and authorized stockholders to participate in the ASM via remote communication and to exercise their right to vote in absentia.

A. Registration

1. Stockholders who intend to participate in the ASM by remote communication must inform the Company of their intention to do so by sending an e-mail confirming their attendance to keppel.prop@kepland.com.ph on or before 27 May 2022.

2. Stockholders that will appoint a proxy should date, sign, and send the proxy form to the Corporate Secretary at Keppel Philippines Properties, Inc., 18th Floor, Units 1802B-1803, The Podium West Tower, 12 ADB Avenue, Ortigas Center, Mandaluyong City on or before 27 May 2022. All proxies received will be validated on 27 May 2022.

3. Only stockholders of record who duly submitted their valid proxy or notified the Company their intention to participate by remote communication will be included in determining the existence of a quorum. Please note that the Company is not asking for or soliciting proxies.

4. For validation purposes, the email should include the following information of the stockholder:

a. For Individual Stockholders: (i) full name; (ii) address; (iii) contact number, landline or mobile number, (iv) a scanned copy of the front and back portion of a valid government issued identification card, preferably with photo and residential address (v) if appointing a proxy, copy of proxy form duly signed by stockholder (need not be notarized), and (vi) Stock certificate number/s.

b. For Multiple Stockholders or Joint Owners: (i) full name; (ii) address; (iii) contact number, landline or mobile number, (iv) a scanned copy of the front and back portion of a valid government issued identification card, preferably with photo and residential address, (v) proof of authority of stockholder voting the shares signed by the other registered stockholders, for shares registered in the name of multiple stockholders (need not be notarized), and (vi) Stock certificate number/s.

c. For Corporate Stockholders: a copy of the notarized Secretary's Certificate attesting to the authority of the representative to vote for and on behalf of the corporate stockholder should be sent by email as well. Similar to Item a, the following information on the authorized representative should be provided in the email: (i) full name; (ii) address; (iii) contact number, landline or mobile number, (iv) a scanned copy of the front and back portion of a valid government issued identification card, preferably with photo and residential address and (v) Stock certificate number/s.

d. For Stockholders with Shares under broker account: (i) full name; (ii) address; (iii) contact number, landline or mobile number, (iv) a scanned copy of the front and back portion of a valid government issued identification card, preferably with photo and residential address (v) if appointing a proxy, copy of proxy form duly signed by stockholder (need not be notarized), and (vi) certification from broker as to the number of shares owned by stockholder.

Valid government issued IDs include the following: passport, driver's license, unified multi-purpose ID, SSS ID, senior citizen ID, among others. The provided information will be used solely for purposes of validating the identity of the stockholder and registering for the ASM.

5. Any data from stockholders or their authorized representative will be collected, stored, processed, and used exclusively for the purpose of electronic registration for the ASM.

6. A stockholder's online registration requires submission of all mandatory requirements. Incomplete or conflicting documents may result in an unsuccessful registration.

7. For the convenience of the stockholders, we recommend to register early prior to the deadline. This is to allow sufficient time to address any concerns prior to the ASM.

8. Stockholders who have indicated their intention to participate via remote communication by sending a notification/confirmation of their attendance by e-mail to keppel.prop@kepland.com.ph on or before 27 May 2022 shall receive an e-mail acknowledgment thereof and a WebEx online meeting invitation.

B. Voting and Participation During the ASM

1. On the date of the ASM, stockholders are encouraged to log-in at least an hour before to allow opportunity to address possible technical issues and to avoid delay.

2. Stockholders may send questions and/or comments prior to or during the ASM by email to keppel.prop@kepland.com.ph or by typing in the "chat panel" of the WebEx online meeting platform. Questions or comments received on or before _ June 2022 will be read and addressed before the ASM is adjourned. Other questions or comments not taken up during the ASM due to time constraints will be addressed separately and replied through email.

3. After registration to participate by remote communication, stockholders will be provided an opportunity to cast their votes. The Presiding Officer of the ASM shall ask the stockholders to vote on the matters following the ASM Agenda. Participants can send their votes/objections via the WebEx Chat box. Motions shall be considered carried upon garnering majority votes of present stockholders.

4. The holders of common stocks are entitled to one vote per share. An affirmative vote by the stockholders owning at least a majority of the outstanding capital stock shall be sufficient to approve matters requiring stockholder's action, except as to the election of Directors. The holder of a majority interest of all outstanding stock of the Company entitled to vote at the meeting shall constitute a quorum for the transaction of business.

5. In connection with the election of Directors, however, the system of cumulative voting will be followed. In cumulative voting, each stockholder is entitled to as many votes equal to the number of shares held by the stockholder at the close of business on the Record Date multiplied by the number

of directors to be elected. A stockholder may cast all votes for a single nominee or may apportion such votes among any two or more nominees. The total number of votes cast shall not exceed the number of shares owned by him multiplied by the number of Directors to be elected.

6. Results and the final tabulation of votes will be reflected in the Minutes of the ASM.

7. The ASM will be recorded in video and audio format.

8. Stability of the stockholders' internet access to the ASM may be subject to fluctuations and interruptions depending on the stockholders' available technology, internet access, and internet provider. The Company cannot influence the availability, operability, stability, and reliability of telecommunications networks and any third-party internet service providers.

PROXY

The undersigned (hereinafter referred to as the “Principal”), being a stockholder of Keppel Philippines Properties Inc. (KEP), hereby appoints and empowers Mr./Ms. _____ as the proxy to act/vote in the principal’s name and stead at the annual stockholders’ meeting of KEP on 10 June 2022.

Done this ____th day of _____2022 at _____City, Philippines.

Stockholder’s Complete Name and Signature

*NOTE: If the stockholder is a corporation, the proxy must be signed by an authorized officer of the corporation and must be supported with a Secretary’s Certificate containing the Board Resolution on the authority of the officer to appoint proxy.