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Issuer: Keppel REIT
(Manager: Keppel REIT Management Limited)

Stock code: K71U

Meeting details:

Date: 16 April 2026

Time: 3.00 p.m.

Venue: Marina Bay Sands Expo and Convention Centre, Level 3, Begonia Ballroom, 10 Bayfront Avenue, Singapore 018956

Q1. 2026 marks the 20th anniversary of the REIT's listing. In his statement to unitholders, the chairman highlighted total unitholder return of approximately 174% since inception. This is equivalent to an annual compound return of about 5.2%.

At its listing in 2006, when the REIT was known as K-REIT Asia, units were distributed to Keppel Land shareholders by way of an introduction rather than through an IPO. The net asset value (NAV) per unit at that time was \$1.82.

- (i) How was the reported total unitholder return of 174% calculated in the absence of an IPO price reference? Can the board provide a breakdown of the return generated from distributions versus capital appreciation?**
- (ii) Beyond reporting a 20-year total unitholder return in isolation, how does the board evaluate the REIT's long-term performance relative to relevant peer REITs and appropriate REIT indices?**
- (iii) Apart from the 20-year historical context, can the manager disclose the 5-year and 10-year total unitholder return?** This would allow unitholders to better understand the REIT's performance over more recent horizons, specifically covering the post-COVID recovery phase and a full 10-year market cycle.

Q2. In his statement to unitholders (page 9 of the annual report), the chairman provided the following commentary under the section "*Focused execution, Enhanced returns.*"

Supported by organic portfolio growth and a full year's contribution from 255 George Street, FY 2025 property income and net property income rose 4.9% and 6.9% year-on-year to \$274.5 million and \$215.9 million respectively. Share of results of associates and joint ventures increased 13.3% to \$124.6 million, driven by higher rentals at the Singapore assets and lower borrowing costs. Distributable Income stood at \$212.4 million¹, with an FY 2025 DPU of 5.23 cents.

(Source: annual report 2025; chairman's statement)

However, the financial highlights section shows that DPU declined 6.6% year-on-year.

As at 31 December 2025, aggregate leverage increased by 6.7% to 47.9% (but 40.4% on a pro forma basis assuming repayment of the equity bridge loans using the proceeds from the preferential offering). Perpetual securities have also increased by 33% to \$402.8 million, with the annual distributions to perpetual securities holders rising to \$14.6 million.

¹ Included the Anniversary Distribution which Keppel REIT announced on 25 October 2022, that it will distribute a total of \$100 million of Anniversary Distribution over a 5-year period. \$20 million will be distributed annually with such distribution to be made semi-annually. The Anniversary Distribution will cease after the distribution for the half-year period ending 30 June 2027.

FINANCIAL RATIOS			
	2025	2024	Change
Distribution per Unit (DPU) (cents)	5.23 ⁷	5.60 ⁸	(6.6%)
Distribution yield ⁸ (%)	5.4	6.4	(1.0 pp)
Interest coverage ratio (times)	2.6	2.5	4.0%
Weighted average cost of debt per annum (%)	3.41	3.40	0.01 pp
Aggregate leverage (%)	47.9 ⁹	41.2	6.7 pp

(Source: annual report 2025; financial highlights; emphasis added)

- (i) **Can management provide a detailed waterfall analysis reconciling operational improvements to the decline in DPU, including the impact of equity issuance, financing costs, perpetual securities distributions, and capital structure changes?**
- (ii) Based on the balance sheet (page 123), associates and joint ventures have increased in value to \$4.2 billion, or more than 75% of the carrying value of owned investment properties (\$5.57 billion). **Can the manager clarify the extent of its operational control, asset management influence, and capital allocation authority over the associates?**
- (iii) As shown in Note 26 (Income tax expense; page 170), the group benefitted from tax transparency savings of \$16.8 million in 2025 and \$21.3 million in 2024. **What progress has been made in securing tax transparency for income derived from MBFC Tower 3? What are the expected costs and execution risks associated with achieving this status?** The attainment of tax transparency is a critical assumption underpinning the acquisition projections for the additional stake in MBFC T3.

Q3. The manager conducted a 23-for-100, underwritten, non-renounceable preferential offering to partially fund the acquisition² of an additional one-third interest in Marina Bay Financial Centre Tower 3.

While the transaction represents a significant equity fund raising exercise, the offering was structured as non-renounceable and no advance distribution was provided to unitholders. This resulted in unitholders who were unable or unwilling to subscribe experiencing both dilution of their interest in the REIT and dilution of their “earned” distributions for the period from 17 October 2025 to 18 January 2026.

² Details of the preferential offering can be found here:
<https://links.sgx.com/FileOpen/KREIT%20-%20Launch%20of%20Preferential%20Offering%20Announcement.ashx?App=Announcement&FileID=869516>

- (i) Can the independent directors help unitholders understand the rationale for not providing an advance distribution as part of the preferential offering?
- (ii) How did the board assess whether the preferential offering treated unitholders equitably? Specifically, did the board evaluate whether the structure resulted in an unintended transfer of economic value from non-subscribing unitholders to subscribing investors, and what fairness principles guided the final terms?

On 13 January 2026, the results of the preferential offering showed that nearly 25% of the preferential offering was not accepted by the entitled unitholders.

Details of the valid acceptances and excess applications successfully received are as follows:

	Number of New Units	As a percentage of the total number of New Units available under the Preferential Offering
Valid Acceptances	709,484,401	76.9%
Excess Applications	185,660,704	20.1%
Total	895,145,105	97.0%

Note: The percentages are rounded to the nearest decimal place.

(Source: Announcement dated 13 January 2026)

- (iii) In light of the relatively low acceptance rate, has the board conducted an ex-post review of the transaction structure and investor participation outcomes? What key feedback was received from unitholders, and how will these lessons influence future equity fund raising exercises?

Shareholders are welcome to use and/or adapt the questions prepared by SIAS and to forward them to the company.

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