



Proposed Investment in Intouch and Bharti Telecom

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18 August 2016



Forward looking statement – important note

The following presentation contains forward looking statements relating to financial trends for future periods, compared to the results for previous periods.

Some of the statements contained in this presentation that are not statements of historical facts are forward looking statements of future expectations with respect to the financial conditions, results of operations and businesses, and related plans and objectives of Singapore Telecommunications Limited (“Singtel”). Forward looking statements include but are not limited to those using words such as “seek”, “expect”, “anticipate”, “estimate”, “believe”, “intend”, “project”, “plan”, “strategy”, “forecast” and similar expressions or future or conditional verbs such as “will”, “would”, “should”, “could”, “may” and “might”. These statements are based on current expectations, views and assumptions of Singtel, in light of currently available information, including, but not limited to, prevailing economic and market conditions. These statements involve known and unknown risks and uncertainties, many of which are beyond Singtel’s control, that could cause actual results, performance or events to differ materially from those contained in such forward-looking statements. Forward-looking statements that reference past trend or activities should not be taken as a representation that such trends or activities will necessarily continue in the future. Such statements are not, and should not be construed as a guarantee of, or representation as to, the future performance of Singtel, or regarded as a forecast or projection of the future performance of Singtel. It should be noted that the actual performance of Singtel may vary significantly from that described in such forward-looking statements. Recipients of this presentation should not place undue reliance on such forward-looking statements, and none of the Singtel group, or its affiliates, agents, advisors or representatives undertake any obligation to update or revise any of the forward-looking statements contained in this presentation, whether as a result of new information, future events or otherwise.

“S\$” means Singapore dollars, “THB” means Thai Baht, “INR” means Indian Rupees and “US\$” means United States dollars, unless otherwise indicated. Any discrepancies between individual amounts and totals are due to rounding.

Agenda

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- 2 Transaction Rationale
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Proposed Transaction

Singtel Proposes to Acquire Stakes in Intouch Holdings PCL (“Intouch”) and Bharti Telecom Limited (“BTL”) from Temasek

	Intouch Transaction	BTL Transaction	Placement to Temasek
Transaction Overview	<ul style="list-style-type: none"> 21.0% stake 	<ul style="list-style-type: none"> 7.39% stake 	<ul style="list-style-type: none"> 386 million new Singtel shares
Price	<ul style="list-style-type: none"> THB 60.83^{(1),(2)} per Intouch share 20 trading days VWAP 	<ul style="list-style-type: none"> INR 235.62^{(1),(2)} per BTL share 10% discount off 20 trading days VWAP of Airtel⁽³⁾ 	<ul style="list-style-type: none"> S\$4.16⁽²⁾ per share 1.0% discount off 20 trading days VWAP
Conditions	<ul style="list-style-type: none"> Completion conditional upon minority shareholders and other regulatory approvals The Intouch transaction, the BTL transaction and the placement of Singtel shares to Temasek are inter-conditional upon each other An Independent Financial Advisor to the independent directors will be appointed to provide an opinion on the transactions EGM expected by end-October 2016 and completion by December 2016 		
Aggregate Consideration	<ul style="list-style-type: none"> S\$2.47 billion in cash Funded by S\$1.605 billion in proceeds from placement of shares, as well as internal cash and short-term debt 		

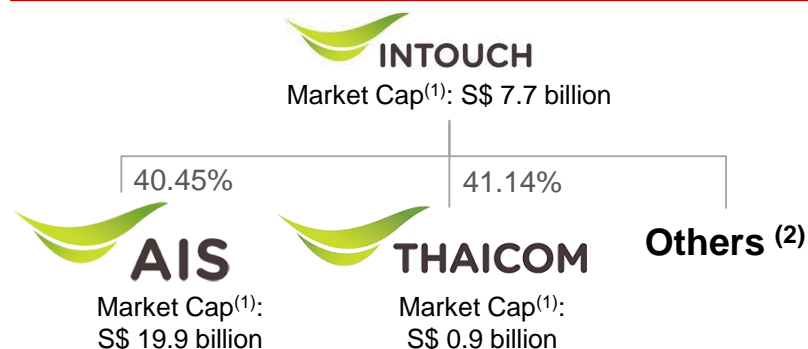
¹ Subject to adjustments including but not limited to those arising from capital structure changes.

² Implied discount of 1.9%, 6.4% and 1.1% compared to the last close price of THB 62.00, INR 345.45 and S\$4.21 for Intouch, Airtel and Singtel respectively.

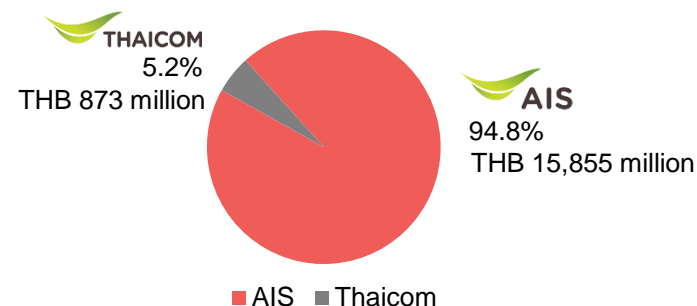
³ Including adjustments for the balance proceeds from BTL’s rights issue completed in February 2016

Overview of Intouch Plc & AIS

Corporate Structure



Contribution of Net Profit FY2015



Mobile

- Leading mobile operator in Thailand
- 39.4 million mobile subscribers
- ~ 50% revenue market share in a three operator market

Fixed broadband

- FTTx services provider
- Achieved coverage of 2.6 million homes in 15 provinces

Digital content

- Focus on video, games, mobile, E-money, cloud, M2M

Source: AIS' Q2FY16 MD&A, Intouch 4QFY15 Analyst Meeting, True and DTAC Q2FY16 results

¹ Source: Bloomberg as at 17 Aug 2016

² Includes ITAS, MB, ITV, VS and Intouch Media

Overview of Bharti Telecoms Ltd & Airtel

BTL

An investment holding company

45.09% ⁽¹⁾

Airtel

Market Cap⁽²⁾: S\$ 27.8 billion

Mobile	Home Services	Digital TV	Airtel Business	Tower Infrastructure
<ul style="list-style-type: none"> 342 million mobile subscribers Presence in 18 countries ⁽³⁾ 1.4 trillion minutes of calls ⁽⁴⁾ 597 billion MBs of data ⁽⁴⁾ 	<ul style="list-style-type: none"> 2.0 million broadband and internet customers Services across 87 cities pan-India 	<ul style="list-style-type: none"> Pan-India DTH has 12.1 million subscribers Offers a total of 520 channels 	<ul style="list-style-type: none"> Global voice and data services Network covers 50 countries and 5 continents 	<ul style="list-style-type: none"> Bharti Infratel has 38,642 towers across 11 circles Has 42% stake in Indus Towers which has 120,739 towers across 15 circles

Source: Airtel and Infratel's Q1FY17 MD&A, Airtel's Annual Report FY2016

¹ As at 30 June 2016

² Source: Bloomberg as at 17 Aug 2016

³ Excludes Sierra Leone which had been sold on 19 July 2016

⁴ For year ended 31 March 2016

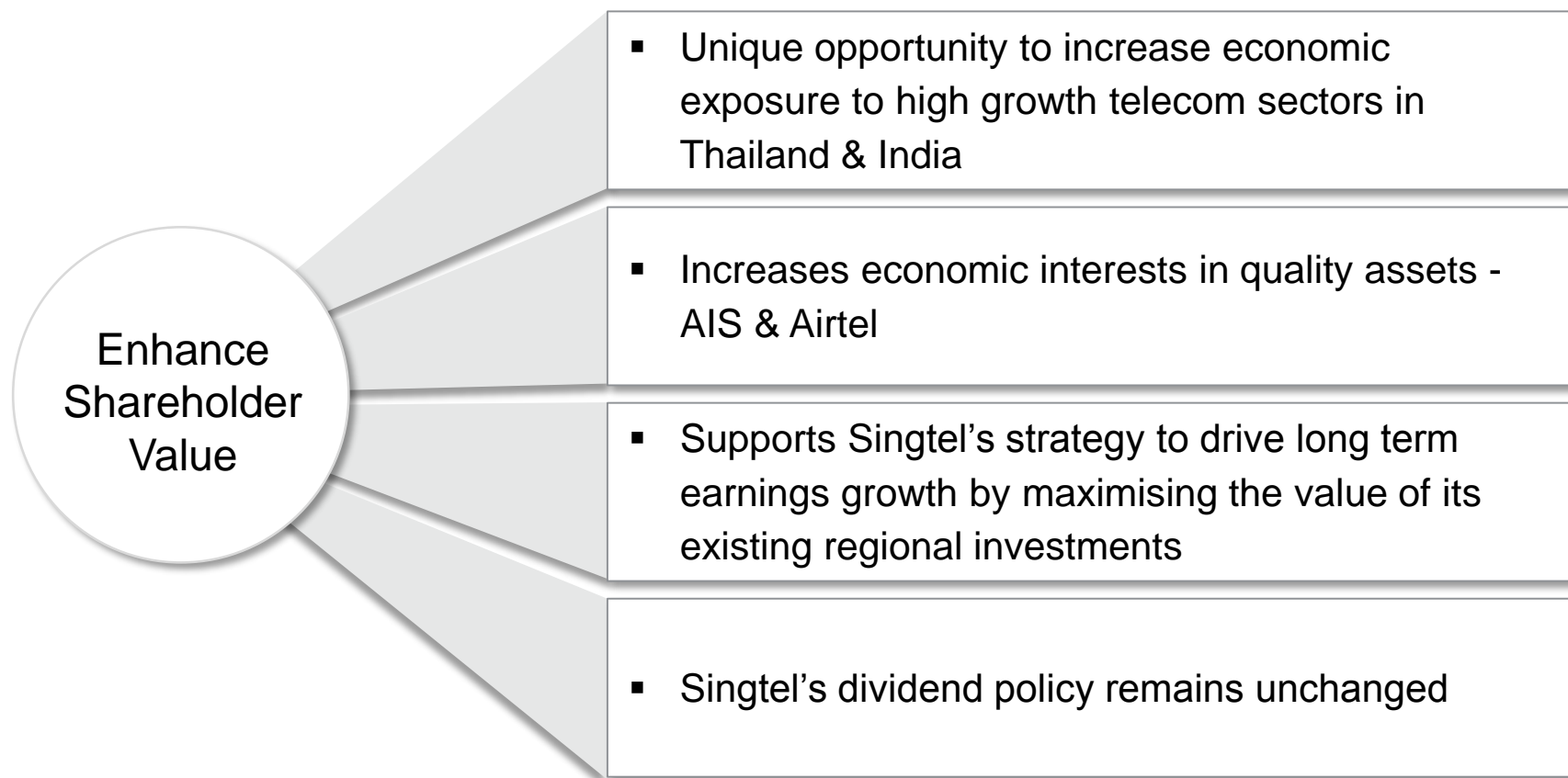
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Transaction Rationale



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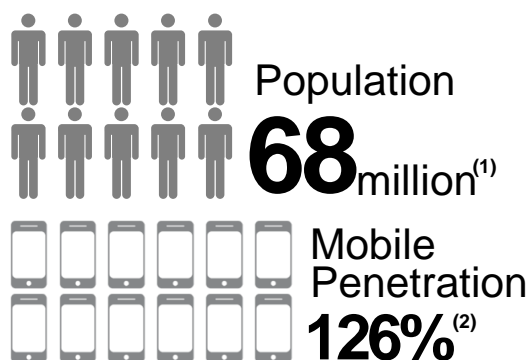
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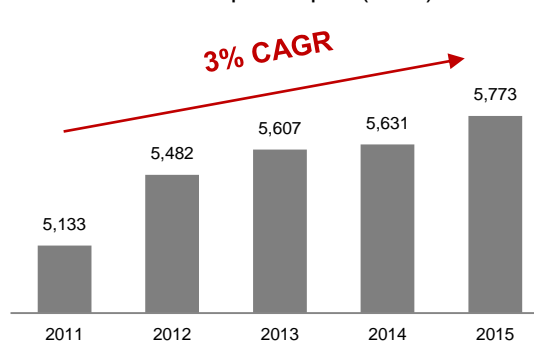
AIS

Strong Industry Fundamentals

Large Attractive Market with Improving Fundamentals

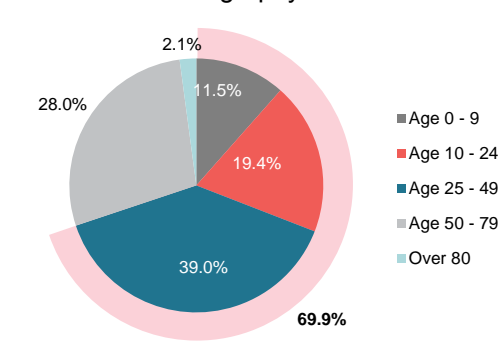


Thailand's GDP per Capita (USD)



Source: Oxford Economics as of 2015

Thailand's Demography



Source: UN Department of Economic and Social Affairs as of 2015

3-Player Market Structure



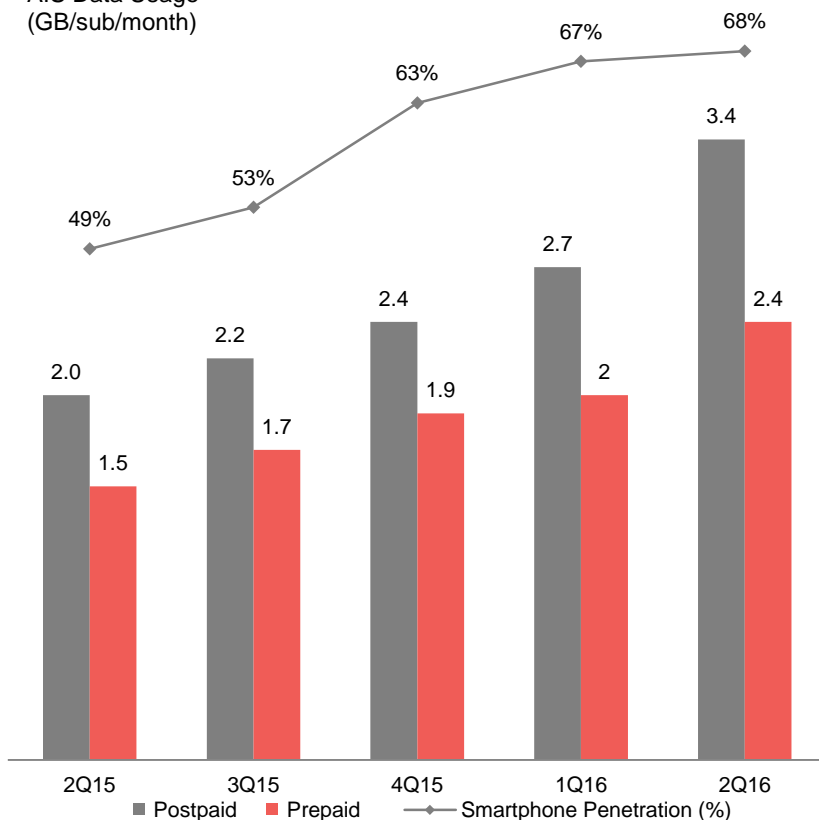
¹ Source: Oxford Economics as of 2015

² Source: NBTC as of December 2015

Well-Positioned for Growth

Well-Positioned to Benefit from Trends of Increasing Data Usage

AIS Data Usage
(GB/sub/month)

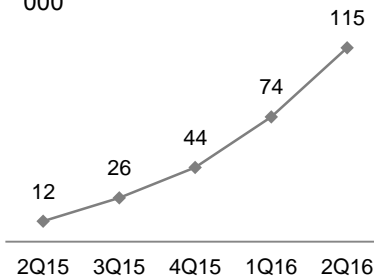


AIS has Secured Long-term Spectrum Holding

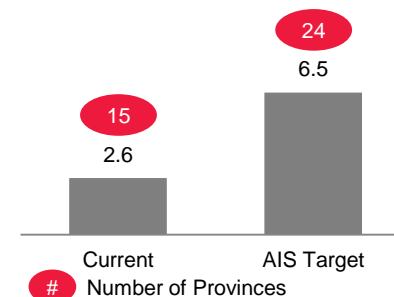
Current	Bandwidth	Status
2100MHz License until 2027	15MHz	<ul style="list-style-type: none"> Fully deployed 3G Over 98% population coverage 32,000 3G base stations (small cells included)
1800MHz License until 2033	15MHz	<ul style="list-style-type: none"> Fully deployed 4G Reached 50% population coverage (target 80% by year end 2016) 15,500 4G base stations
900MHz License until 2031	10MHz	<ul style="list-style-type: none"> Deployed 5MHz for 2G Deployed 5MHz for 3G/4G Over 98% population coverage on 2G

Fixed Broadband to Drive Additional Growth

AIS Fibre Subscribers
'000



AIS Broadband Network Coverage
MM Homes



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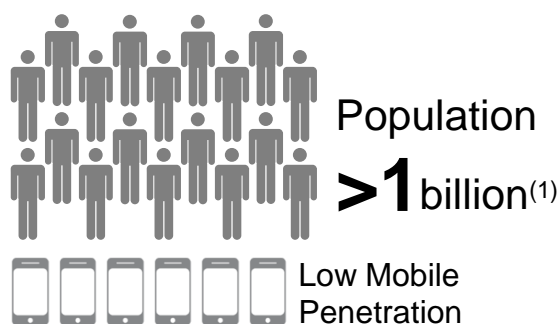
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The Airtel logo is a red oval with the word "Airtel" in white, bold, sans-serif font.

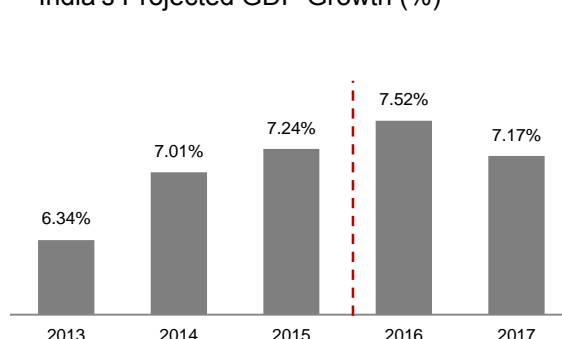
Airtel

Improving Economic Fundamentals

Large Attractive Market with Improving Economic Fundamentals

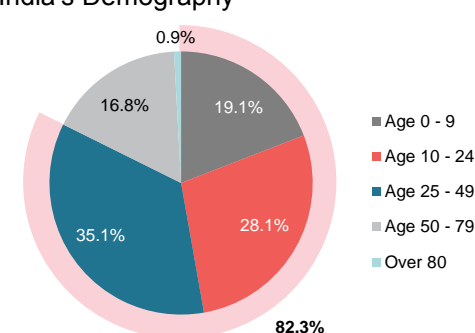


India's Projected GDP Growth (%)



Source: Oxford Economics as of 2015

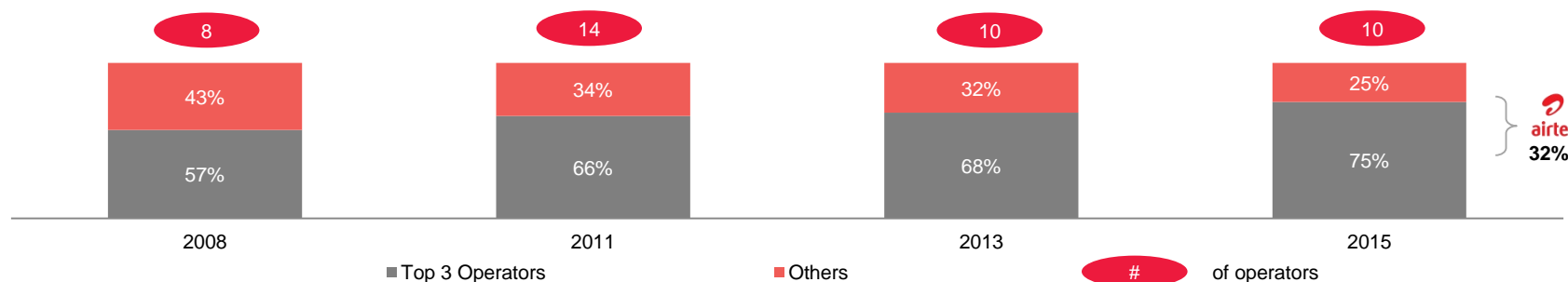
India's Demography



Source: UN Department of Economic and Social Affairs as of 2015

Market Structure Continues to Improve through Industry Consolidation

% market share ⁽²⁾



¹ Source: Oxford Economics as of 2015

² Source: TRAI as at 31 March 2016. Derived based on gross revenue

Leading Spectrum Assets and Network

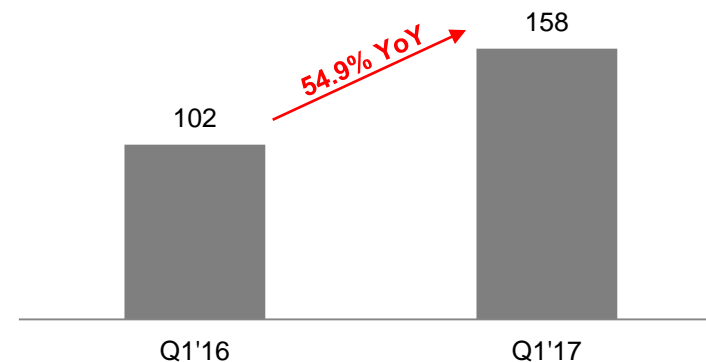
Airtel is Well-Positioned to Benefit from its Strong Spectrum Portfolio and Network Investments

Spectrum Portfolio

	4G Footprint	3G Footprint
⁽¹⁾ airtel	22 circles	21 circles
⁽²⁾ Vodafone	5 circles	16 circles
⁽³⁾ idea	11 circles	13 circles
⁽⁴⁾ jio	22 circles	

Rising Mobile Data Usage ⁽¹⁾

Total Data Volumes on Airtel's Network (Bn MBs)



Largest Optical Fibre Network

- Global and national long distance fibre
- Largest optical fibre network among private operators

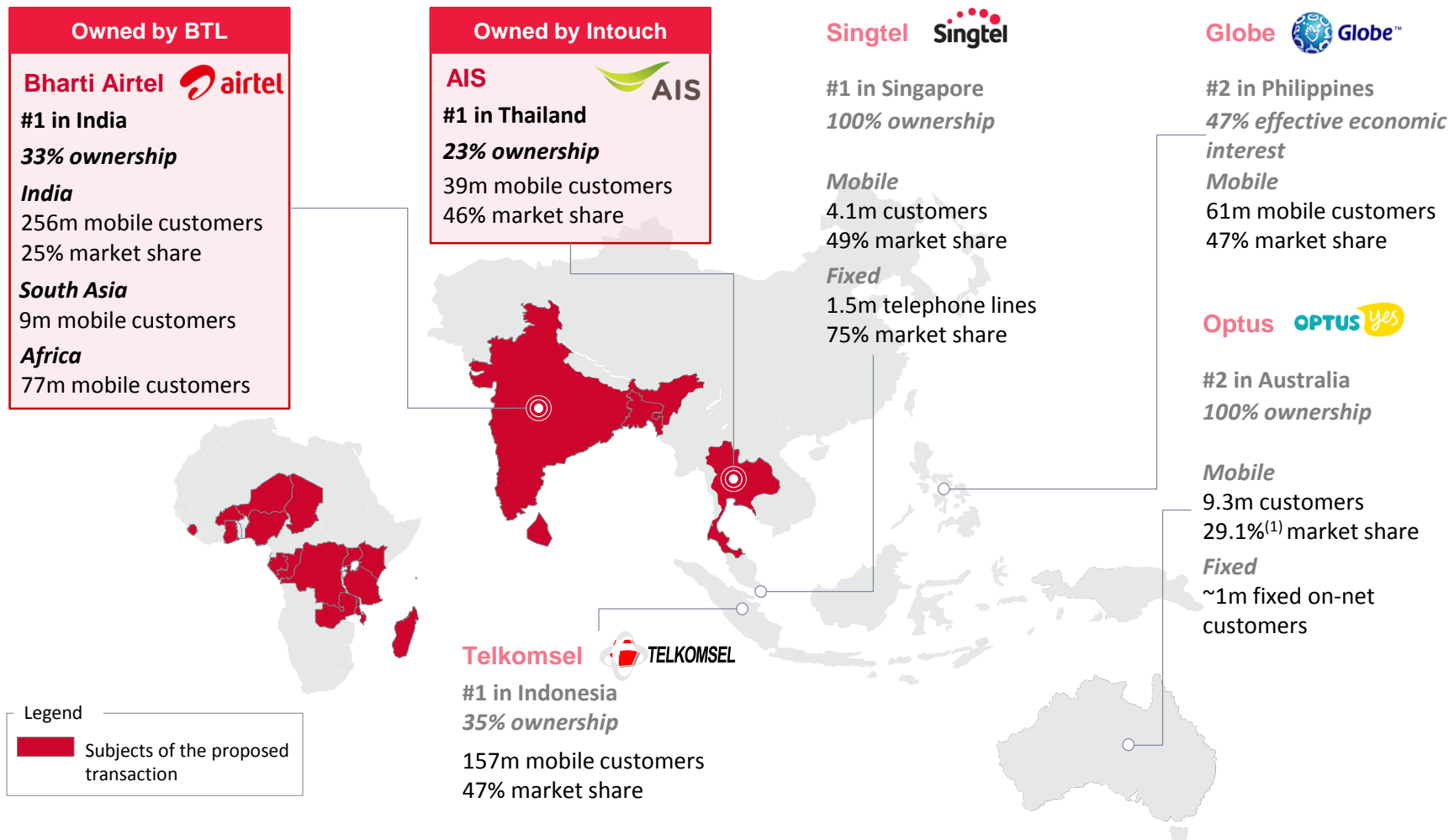
¹ Source: Airtel investor presentation 4Q FY2016 and 1Q FY2017 MD&A

² Source: Vodafone news release 1QFY2017 and FY2016 presentation

³ Source: Idea's Q1FY17 MD&A

⁴ Source: Reliance Industries Q1 FY17 MD&A

Maximising Value of Existing Regional Investments

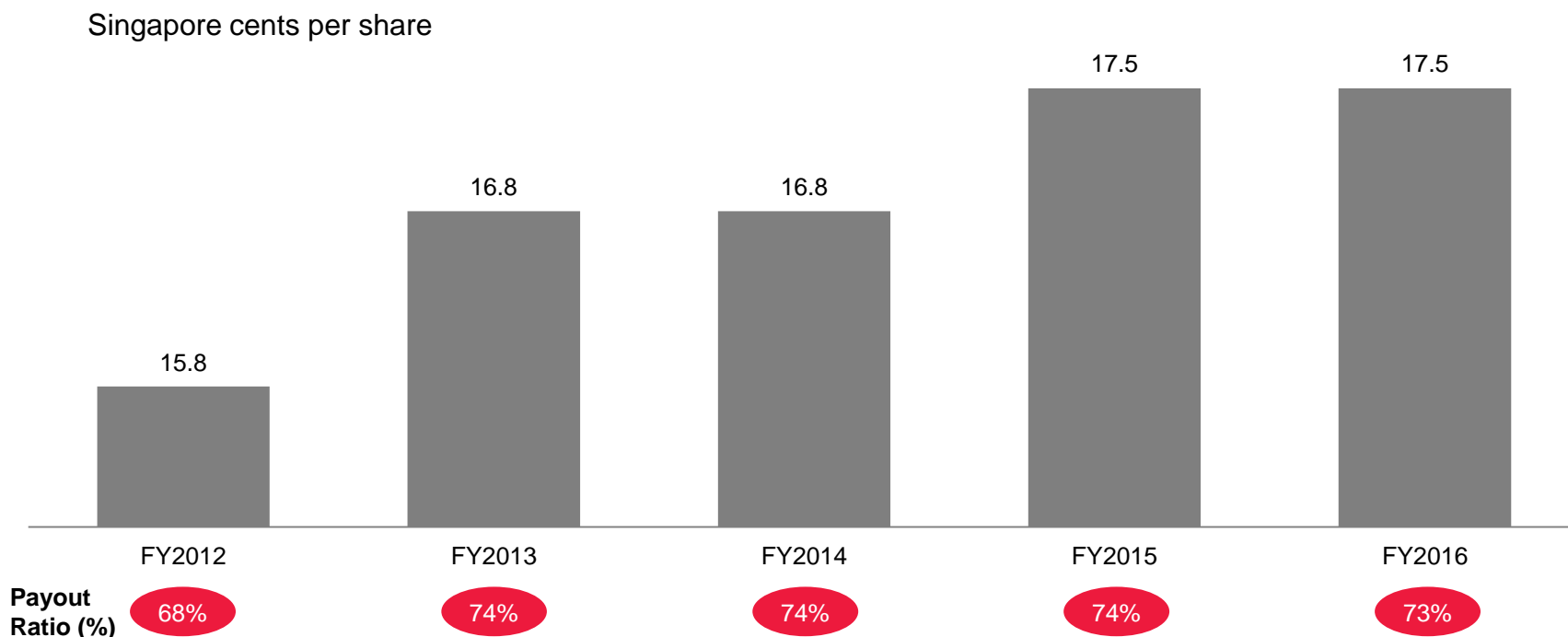


Source: Singtel Q1FY17 MD&A

¹ Optus estimates based on published data

Singtel's Dividend Policy Remains Unchanged

History of Dividends and Other Distributions to Shareholders



Singtel's dividend payout ratio is between 60% to 75% of underlying net profit.

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Proforma Financial Impact to Singtel

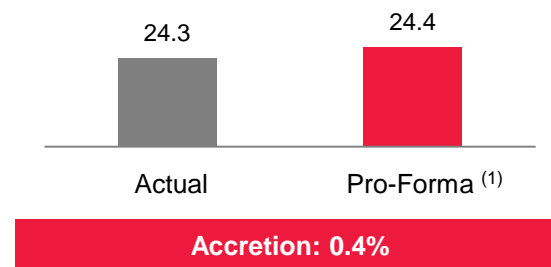
For illustration only:

Earnings

for the year ended
31 March 2016

	Actual	Pro-Forma ¹
Profits attributable to shareholders (SGD million)	3,871	3,979

EPS (Singapore Cents)



Net tangible assets

as at 31 March
2016

	Actual	Pro-Forma ¹
NTA (SGD million)	12,164	13,770
NTA per share (Singapore cents)	76.3	84.4

¹ The pro forma financial effects of the transactions set out in this presentation are prepared purely for illustrative purposes only and should not be construed to represent the actual financial situation of the Singtel Group immediately after the transactions, or the future financial performance of the Singtel Group.

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Conclusion

- 1 Unique opportunity to increase economic exposure to high growth telecom sectors in Thailand & India
- 2 Increases economic interests in quality assets - AIS & Airtel
- 3 Supports Singtel's strategy to drive long term earnings growth by maximising the value of its existing regional investments
- 4 Singtel's dividend policy remains unchanged



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