

NOT FOR DISTRIBUTION IN OR TO ANY PERSON LOCATED OR RESIDENT IN ANY JURISDICTION IN WHICH SUCH DISTRIBUTION WOULD BE UNLAWFUL.

Consent Solicitation in connection with

AXIATA SPV5 (LABUAN) LIMITED

(the “Issuer”)

U.S.\$1,000,000,000 3.064 per cent. Notes due 2050 (the “Notes”)

Guaranteed by Axiata Group Berhad (“Axiata”)

issued under the U.S.\$1,500,000,000 Euro Medium Term Note Programme

and

AXIATA SPV2 BERHAD

(the “Sukuk Trustee”, and together with the Issuer, the “Securities Issuers”)

U.S.\$500,000,000 4.357 per cent. Sukuk due 2026

(the “2026 Sukuk”)

and

U.S.\$500,000,000 2.163 per cent. Sukuk due 2030

(the “2030 Sukuk”, and together with the 2026 Sukuk, the “Sukuk”),

each issued under the U.S.\$1,500,000,000 Sukuk Issuance Programme

11 August 2021. The Securities Issuers and Axiata announced today invitations to holders of the Notes (such holders, “**Noteholders**”) and the Sukuk (such holders, “**Sukukholders**”) described in the table below to consent to certain waivers relating to the Notes and Sukuk as described under “The Consent Solicitation” below (such invitation, the “**Consent Solicitation**”). This announcement does not contain the full terms and conditions of the Consent Solicitation, which are contained in the consent solicitation memorandum dated 11 August 2021 (the “**Consent Solicitation Memorandum**”) prepared by the Securities Issuers and Axiata. Noteholders and Sukukholders may obtain a copy of the Consent Solicitation Memorandum from the Consent Website (<https://bonds.morrowsodali.com/Axiata>) or the Tabulation Agent, the contact details for which are set out below. In order to receive a copy of the Consent Solicitation Memorandum, a Noteholder or Sukukholder, as the case may be, will be required to provide confirmation that (i) it is not a person to or from whom it is unlawful to send the Consent Solicitation Memorandum or to solicit consents under the Consent Solicitation described therein under applicable laws and (ii) it consents to delivery by electronic transmission. Noteholders and Sukukholders are advised to read carefully the Consent Solicitation Memorandum.

Capitalised terms used in this announcement but not defined have the meanings given to them in the Consent Solicitation Memorandum.

Details of the Notes and Sukuk

	Description	ISIN/Common Code	Outstanding principal amount	Consent Fee
Notes	U.S.\$1,000,000,000 3.064 per cent. Notes due 2050	XS2216900287/ 221690028	U.S.\$1,000,000,000	A one-time fee in an amount equal to U.S.\$1.00 per U.S.\$1,000 principal amount of Notes or Sukuk held and so voted by such Noteholder or Sukukholder, as the case may be, who provides a valid Electronic Voting Instruction in favour of the relevant Extraordinary Resolution on or before the Consent Fee Deadline (as defined below) (and does not validly revoke such vote, in the limited circumstances in which such revocation is permitted), provided that (i) each of the Extraordinary Resolutions is approved and becomes effective and (ii) the Waivers (as defined below) become effective.
2026 Sukuk	U.S.\$500,000,000 4.357 per cent. Sukuk due 2026	XS1382802095/ 138280209	U.S.\$500,000,000	
2030 Sukuk	U.S.\$500,000,000 2.163 per cent. Sukuk due 2030	XS2216900105/ 221690010	U.S.\$500,000,000	

The Consent Solicitation

On 8 April 2021, Axiata announced that Axiata and Telenor Asia Pte Ltd (“**Telenor Asia**”) were in advanced discussions to undertake a merger of the telecommunications operations of Celcom Axiata Berhad (“**Celcom**”) and Digi.com Berhad (“**Digi**”), in which Axiata and Telenor Asia will have equal ownership of MergeCo (as defined below) estimated at 33.10% each following completion of the merger.

On 21 June 2021, Axiata entered into a conditional share purchase agreement (the “**Share Purchase Agreement**”) for the sale of all of the shares in the issued share capital of Celcom (the “**Proposed Merger**”) to Digi. Following closing of the Proposed Merger, Celcom will become a wholly-owned subsidiary of Digi, Celcom’s business will be combined with Digi’s business, and it is proposed that Digi will be renamed Celcom Digi Berhad (“**MergeCo**”). The total consideration for the Proposed Merger is RM17,756,156,250, which will be settled by:

- the issuance by Digi of 3,883,129,144 new ordinary shares in Digi (the “**Digi Shares**”) or such number of Digi Shares representing 33.10% of the enlarged issued share capital of Digi to Axiata on the closing of the Proposed Merger;
- the issuance by Digi of 73,378,844 new Digi Shares or such number of Digi Shares representing 0.63% of the enlarged issued share capital of Digi (the “**Relevant Digi Shares**”) to Telenor Asia as nominee of Axiata on the closing of the Proposed Merger subject to, amongst others, the receipt by Axiata of a cash consideration of RM297,918,107 (the “**Relevant Digi Shares Cash Consideration**”) for the purpose of the Proposed Equalisation (as defined below) in accordance with Master Transaction Agreement (as defined below); and
- subject to adjustment as set out in the Share Purchase Agreement, the payment by Digi of a cash consideration of RM1,692,733,818 (the “**Digi Cash Consideration**”) to Axiata on the closing of the Proposed Merger.

The closing of the Proposed Merger remains subject to certain closing conditions, including, among others, approvals from Axiata’s and Digi’s shareholders and certain lenders and governmental approvals (including those from the Malaysian Communications and Multimedia Commission or the Minister of Communications and Multimedia, as the case may be). Axiata currently expects the Proposed Merger to close in the second quarter of 2022.

On 21 June 2021, Axiata also entered into a master transaction agreement (the “**Master Transaction Agreement**”) with Telenor Asia and Telenor ASA (“**Telenor**”) pursuant to which, among other things, Telenor and Axiata agree to, and shall procure their respective affiliates to, co-operate with each other for the purpose of achieving the closing of the Proposed Merger, and subject to the terms of the Share Purchase Agreement, Telenor Asia shall on the closing of the Proposed Merger (i) subscribe for the Relevant Digi Shares and (ii) pay Axiata the Relevant Digi Shares Cash Consideration on the closing of the Proposed Merger (the “**Proposed Equalisation**”).

The Issuer and Axiata are seeking a waiver of Condition 13(e) (*Events of Default*) under the Notes Conditions (the “**Notes Waiver**”), and the Sukuk Trustee is seeking a waiver of Condition 15(iii) (*Dissolution Events*) under each of

the Sukuk Conditions (the “**Sukuk Waivers**”, and together with the Notes Waiver, the “**Waivers**”), each of which provides, among other things, that an Event of Default (in the case of the Notes) or a Dissolution Event (in the case of the Sukuk) will occur “if the Sukuk Issuer, Axiata or any Principal Subsidiary ceases or threatens to cease to carry on the whole or a substantial part of its business”, subject to certain exceptions.

Axiata’s business includes both its mobile network operators’ business and its towers business in various countries throughout Southeast and South Asia, including Malaysia, Indonesia, Sri Lanka, Bangladesh, Nepal and Cambodia. Axiata’s towers business and mobile network operators’ business in jurisdictions other than Malaysia will not be affected by the Proposed Merger. As part of the consideration for the Proposed Merger, following closing, Axiata will also be continuing its mobile network operators’ business in Malaysia through its 33.10% holding in MergeCo.

The combination of Axiata’s Celcom business and the business of Digi is expected to create a digital converged service provider. In Malaysia, the telecommunications industry has seen significant shifts in terms of industry structure and competitive landscape, beyond the traditional players. Technology advancement and digital service adoption has surged exponentially thereby creating opportunities across the consumer, home, enterprise information and communications technology (“**ICT**”) and internet of things (“**IoT**”)/machine to machine (“**M2M**”) market segments. In this environment, to innovate, deliver affordable and competitive services, and improve profitability, the ability to scale rapidly, deliver efficiencies and deploy best practices is crucial. The Proposed Merger aims to realise the above opportunity. Additionally, the Proposed Merger brings together Axiata and Telenor’s Malaysian operations’ combined scale, competencies, finances and vast experiences to create a Malaysian digital telecommunications champion.

Although the Securities Issuers and Axiata do not consider that the Proposed Merger would give rise to any Potential Event of Default or Event of Default (in the case of the Notes) or Potential Dissolution Event or Dissolution Event (in the case of the Sukuk), out of an abundance of caution, the Securities Issuers and Axiata are seeking waivers from any Potential Event of Default or Event of Default or Potential Dissolution Event or Dissolution Event that may arise as a result of the Proposed Merger. Such proposed waivers would waive any and all claims arising from or in connection with such non-compliance (if any) and any and all actual or potential past defaults (if any) that have or may have occurred and be continuing under the Trust Deed or the Declaration of Trust, as the case may be, directly or indirectly arising or resulting therefrom.

On 23 June 2021, S&P Global Ratings stated that Axiata’s issuer rating of BBB+/Stable will likely be supported by Axiata’s lower leverage following the Proposed Merger. On 29 June 2021, Moody’s Investors Services affirmed each of the Securities Issuers and Axiata’s issuer rating of Baa2 in respect of the Sukuk and the Notes.

Proposals

The Issuer and Axiata are seeking a waiver of Condition 13(e) (*Events of Default*) under the Notes Conditions, and the Sukuk Trustee is seeking a waiver of Condition 15(iii) (*Dissolution Events*) under each of the Sukuk Conditions, each of which provides, among other things, that an Event of Default (in the case of the Notes) or a Dissolution Event (in the case of the Sukuk) will occur “if the [relevant Securities Issuer], Axiata or any Principal Subsidiary ceases or threatens to cease to carry on the whole or a substantial part of its business”, subject to certain exceptions.

The Notes Waiver has been proposed by the Issuer for approval by an extraordinary resolution of the Noteholders at a meeting of the Noteholders. The Sukuk Waivers has been proposed by the Sukuk Trustee for approval by separate extraordinary resolutions of the Sukukholders of the 2026 Sukuk and the 2030 Sukuk, as the case may be, at separate meetings of the relevant Sukukholders.

The Meeting in respect of the Notes will commence at 10:00 a.m. (London time) / 5:00 p.m. (Hong Kong time) on 2 September 2021. The Meeting in respect of the 2026 Sukuk will commence at 10:15 a.m. (London time) / 5:15 p.m. (Hong Kong time) on 2 September 2021. The Meeting in respect of the 2030 Sukuk will commence at 10:30 a.m. (London time) / 5:30 p.m. (Hong Kong time) on 2 September 2021. Each of the Meetings will be held at the offices of Skadden, Arps, Slate, Meagher & Flom at 42/F, Edinburgh Tower, The Landmark, 15 Queen’s Road Central, Hong Kong.

In light of the ongoing developments in relation to Coronavirus (“COVID-19”) it may become impossible or inadvisable to hold the Meeting of the Holders at the offices of Skadden, Arps, Slate, Meagher & Flom. In that event, the Notes Trustee and the Delegate may prescribe further or alternative regulations regarding the

holding of the Meetings of the Noteholders and Sukukholders, which may include holding the Meetings of the Noteholders and Sukukholders by audio or video conference call. In such circumstances, those Noteholders and Sukukholders who have indicated that they wish to attend the relevant Meeting in person will be provided with further details about attending the relevant Meeting. Holders who have instructed the Registrar to appoint one or more representatives of the Tabulation Agent as their proxy to attend and vote at the relevant Meeting on their behalf will be unaffected by these alternative regulations and will not be required to take any further action.

At present, short term travel to Hong Kong is subject to restrictions.

Meetings

At each Meeting, Noteholders and Sukukholders, as the case may be, will be invited to consider and, if thought fit, pass the relevant Extraordinary Resolution to approve the implementation of the Proposals, as more fully described in the notice convening the Meetings published by the Securities Issuers on the date of this announcement. In accordance with the procedures for participating in the Consent Solicitation and at the Meetings, each Noteholder or Sukukholder must confirm (i) it is not a person to or from whom it is unlawful to send the Consent Solicitation Memorandum or to solicit consents under the Consent Solicitation described therein under applicable laws and (ii) it consents to delivery by electronic transmission in order to participate in the Consent Solicitation or otherwise participate at the relevant Meeting.

Consent Fee

Provided that the Consent Fee Conditions (as defined below) are satisfied or otherwise waived, each Noteholder and Sukukholder entitled to vote at the relevant Meeting who provides a valid Electronic Voting Instruction in favour of the Extraordinary Resolution on or before 4:00 p.m. (London time) on 24 August 2021 (the “**Consent Fee Deadline**”) (and does not validly revoke such vote, in the limited circumstances in which such revocation is permitted), will be eligible to receive a one-time fee from Axiata in an amount equal to U.S.\$1.00 per U.S.\$1,000 of the principal amount of Notes or Sukuk held and so voted by such Noteholder or Sukukholder, as the case may be (the “**Consent Fee**”).

Axiata’s obligation to pay any Consent Fee is conditioned on, (i) each of the Extraordinary Resolutions being approved and (ii) the Waivers becoming effective (the “**Consent Fee Conditions**”). The effective date of each of the Extraordinary Resolutions shall be immediately upon the date on which the relevant Extraordinary Resolution has been approved by the relevant Meeting (or any Adjourned Meeting). The Waivers will become effective immediately prior to the earlier of (i) the Closing and (ii) the Combination Closing, and the Waivers will become effective only if Axiata is able to proceed with the Closing and the Combination Closing in respect of the Proposed Merger. Accordingly, even if the Extraordinary Resolutions are passed and become effective, the Waivers will not become effective unless the conditions for the effectiveness of the Waivers are satisfied or otherwise waived by the Securities Issuers and Axiata, and no Consent Fee shall be payable to any holder of the Notes or the Sukuk until all Consent Fee Conditions are satisfied or otherwise waived. The Securities Issuers will announce (i) the satisfaction (or waiver) of the Consent Fee Conditions, (ii) whether or not Axiata is able to and intends to proceed with Closing and Combination Closing, (iii) the effective date of the Waivers and (iv) the Payment Date (as defined below) as soon as reasonably practicable following satisfaction (or waiver) of the Consent Fee Conditions (the “**Consent Fee Conditions Announcement**”).

Subject to the immediately preceding paragraph, the Consent Fee will be paid by Axiata to each such Noteholder or Sukukholder, as the case may be, who submitted a valid Electronic Voting Instruction voting in favour of the relevant Extraordinary Resolution prior to the Consent Fee Deadline (and does not validly revoke such vote, in the limited circumstances in which such revocation is permitted) on or prior to the date that is the later of the occurrence of (x) Closing and (y) Combination Closing (the “**Payment Date**”). Given that Closing and Combination Closing will depend on external third parties including the approval from the Minister of Communications and Multimedia and the shareholders of Axiata and Digi, Closing and Combination Closing may not occur and there may be a significant time period between the date of the Meetings and the Payment Date. Based on current expectations, the Securities Issuers do not expect the Payment Date to occur earlier than the second quarter of 2022, if it were to occur at all.

Noteholders and Sukukholders holding Notes or Sukuk, as the case may be, through Euroclear and Clearstream that submit (and do not validly revoke, in the limited circumstances in which such revocation is permitted) valid Electronic Voting Instructions by the Consent Fee Deadline in favour of the Extraordinary Resolution (and who do not otherwise make arrangements to vote against or abstain from voting in respect of the Extraordinary Resolution) will receive payment of the Consent Fee via the relevant clearing system.

Noteholders and Sukukholders who do not submit a valid Electronic Voting Instruction in favour of the Extraordinary Resolution by the Consent Fee Deadline will not be entitled to receive any Consent Fee. Such Noteholders and Sukukholders who attend the Meeting in person will also not be entitled to receive the Consent Fee even if they vote in favour of the relevant Extraordinary Resolution.

Expected Timetable

All references to times are to London time unless otherwise specified. The times and dates below are indicative only. The Consent Fee Deadline and the Expiration Time are subject to change under the terms of the Proposals. Accordingly, the actual timetable may differ significantly from the expected timetable set out below.

The timetable assumes that no adjourned Meetings are required to be convened. If any of the Meetings is adjourned (for example, for want of a quorum) the notice, quorum and other requirements applicable to such an adjourned meeting in the meeting provisions set out in the Trust Deed and/or Declaration of Trust will be complied with.

Event	Date and Time
<i>Announcement of Consent Solicitation:</i> Announcement of Proposals and Notices of Meeting to be sent to Noteholders and Sukukholders through the Clearing Systems and published on the SGX-ST	11 August 2021
Consent Solicitation Memorandum available to Noteholders and Sukukholders on the Consent Website and at the office of the Tabulation Agent (copies of which are obtainable upon request and free of charge)	11 August 2021
<i>Consent Fee Deadline:</i> Latest time and date for delivery of valid Electronic Voting Instructions voting in favour of the Extraordinary Resolutions through the Clearing Systems to be eligible for the Consent Fee (subject to satisfaction of the Consent Fee Conditions).	4:00 p.m. on 24 August 2021
<i>Expiration Time:</i> Expiration Time - Latest time and date for delivery of Voting Instructions through Euroclear/Clearstream	10:00 a.m. on 31 August 2021
Latest time and date for obtaining a form of proxy from the Registrar	10:00 a.m. on 31 August 2021
<i>Meetings:</i> Meetings to be held at the offices of Skadden, Arps, Slate, Meagher & Flom at 42/F, Edinburgh Tower, The Landmark, 15 Queen's Road Central, Hong Kong.	10:00 a.m. (London time) on 2 September 2021 (in respect of the Notes) 10:15 a.m. (London time) on 2 September 2021 (in respect of the 2026 Sukuk)

Event

In light of the ongoing developments in relation to COVID-19 it may become impossible or inadvisable to hold the Meeting of the Holders at the offices of Skadden, Arps, Slate, Meagher & Flom. In that event, the Securities Issuers, the Notes Trustee and the Delegate may prescribe further or alternative regulations regarding the holding of the Meetings of the Holders, which may include holding the relevant Meeting of the Holders by audio or video conference call. In such circumstances, those Holders who have indicated that they wish to attend the relevant Meeting of the Holders in person will be provided with further details about attending the relevant Meeting. Holders who have appointed one or more representatives of the Tabulation Agent as their proxy to attend and vote at the relevant Meeting on their behalf will be unaffected by these alternative regulations and will not be required to take any further action.

At present, short term travel to Hong Kong is subject to restrictions.

Announcement of results of Meetings

Notice of Results of the Meetings to be given to Noteholders and Sukukholders

If each of the Extraordinary Resolutions is passed at the relevant Meeting:***Consent Fee Conditions Announcement***

The Securities Issuers will announce (i) the satisfaction (or waiver) of the Consent Fee Conditions, (ii) whether or not Axiata is able to and intends to proceed with Closing and Combination Closing, (iii) the effective date of the Waivers and (iv) the Payment Date as soon as reasonably practicable following satisfaction (or waiver) of the Consent Fee Conditions

Payment Date

Payment of Consent Fee to Noteholders and Sukukholders who have submitted a valid Electronic Voting Instruction in favour of the relevant Extraordinary Resolution through Euroclear or Clearstream by the deadlines set out above

Date and Time

10:30 a.m. (London time) on 2 September 2021 (in respect of the 2030 Sukuk)

As soon as practicable and by no later than one Business Day after the conclusion of the Meetings

As soon as reasonably practicable after the Consent Fee Conditions have been satisfied (or waived)

Expected to be on or prior to the date that is the later of the occurrence of (x) Closing and (y) Combination Closing

The effective date of each of the Extraordinary Resolutions shall be immediately upon the date on which the relevant Extraordinary Resolution has been

Event

Date and Time

approved by the relevant Meeting (or any Adjourned Meeting). The Waivers will become effective immediately prior to the earlier of (i) the Closing and (ii) the Combination Closing, and the Waivers will become effective only if Axiata is able to proceed with the Closing and the Combination Closing in respect of the Proposed Merger. **Accordingly, even if the Extraordinary Resolutions are passed and become effective, the Waivers will not become effective unless the conditions for the effectiveness of the Waivers are satisfied or otherwise waived by the Securities Issuers and Axiata, and no Consent Fee shall be payable to any holder of the Notes or the Sukuk until all Consent Fee Conditions are satisfied or otherwise waived**

If a quorum is not achieved at a relevant Meeting such Meeting shall be adjourned and the Adjourned Meeting of Noteholders or Sukukholders (as the case may be) will be held at a date as will be notified to the Noteholders and Sukukholders in the relevant notice of the Adjourned Meeting.

Beneficial Owners should check with the Clearing System, bank, securities broker or any other intermediary through which they hold their Notes and/or Sukuk whether such Clearing System or intermediary will apply different deadlines for participation to those set out in this Consent Solicitation Memorandum and, if so, should follow those deadlines.

Holders should be aware that the Clearing Systems typically set deadlines for receipt of instructions from their participants that are in advance of the Consent Fee Deadline or the Expiration Time (as the case may be). Each Holder must adhere to such deadlines to ensure that its Electronic Voting Instruction is received on or prior to the Consent Fee Deadline or the Expiration Time (as the case may be), respectively.

Unless stated otherwise, all announcements in connection with the Consent Solicitation will be made by the Securities Issuers by publication on the website of the SGX-ST, and the Consent Website and by delivery of a notice to the Clearing Systems for communication to Direct Participants. Copies of all announcements, notices and press releases can also be obtained from the Tabulation Agent. Significant delays may be experienced where notices are delivered to the Clearing Systems and Noteholders and Sukukholders are urged to contact the Tabulation Agent for the relevant announcements during the course of the Consent Solicitation. In addition, Noteholders and Sukukholders may contact the Joint Solicitation Agents for information using the contact details below.

With respect to the Notes or Sukuk held in Euroclear or Clearstream only Euroclear/Clearstream Direct Participants (as defined in the Consent Solicitation Memorandum) may deliver Electronic Voting Instructions and, if voting in favour of the relevant Extraordinary Resolution, thereby be eligible to receive the Consent Fee (subject to the relevant Extraordinary Resolution being duly passed). With respect to the Notes or Sukuk held in Euroclear or Clearstream Noteholders who are not Euroclear/Clearstream Direct Participants should arrange for the Euroclear/Clearstream Direct Participant through which they hold their Notes or Sukuk to deliver a Voting

Instruction on their behalf to the relevant Clearing System as more particularly described in the Consent Solicitation Memorandum.

Noteholders and Sukukholders who have not submitted or delivered or arranged for the submission or delivery of a valid Electronic Voting Instruction as provided in the Consent Solicitation Memorandum but who wish to attend and vote at the relevant Meeting in person or by proxy other than the Tabulation Agent (or any Adjourned Meeting) may do so by submitting and delivering or arranging for the submission and delivery of an Attend Instruction in accordance with the voting and quorum procedures set out in the relevant notice of Meeting. Such Noteholders and Sukukholders will not be eligible to receive a Consent Fee.

Noteholders and Sukukholders are urged to deliver valid Voting Instructions for receipt by Morrow Sodali Limited acting as tabulation agent in accordance with the procedures of, and within the time limit specified by, the Clearing Systems, prior to the Consent Fee Deadline and in any event before the Expiration Time. Noteholders and Sukukholders should be aware that the Clearing Systems typically set deadlines for receipt of instructions from their participants that are in advance of the Consent Fee Deadline or Expiration Time (as applicable). Each Noteholder and Sukukholder must adhere to such deadlines to ensure that its Voting Instructions are received by the Tabulation Agent on or prior to the Consent Fee Deadline or the Expiration Time (as the case may be). The Consent Fee will not be payable in circumstances where a Noteholder or Sukukholder subsequently revokes (in the limited circumstances in which such revocation is permitted) a valid Electronic Voting Instruction in favour of the relevant Extraordinary Resolution, even in circumstances where that Electronic Voting Instruction in favour of the relevant Extraordinary Resolution was initially provided on or before the Consent Fee Deadline.

Maybank Investment Bank Berhad and Standard Chartered Bank, are acting as Joint Solicitation Agents and Morrow Sodali Limited is acting as Tabulation Agent.

Questions and requests for assistance in connection with the Consent Solicitations may be directed to the Joint Solicitation Agents:

JOINT SOLICITATION AGENTS

Maybank Investment Bank Berhad

Level 33, Menara Maybank
100 Jalan Tun Perak
50050 Kuala Lumpur,
Malaysia

Attention: Regional Head, Debt Markets
Tel: +603 2059 1888

Email: MIBprojectkinabaludcm@maybank-ib.com

Standard Chartered Bank

One Basinghall Avenue
London, EC2V 5DD
United Kingdom

Attention: Liability Management
Tel: +44 20 7885 5739 / +852 3983 8658 / +65
6557 8286

Email: liability_management@sc.com

Questions and requests for assistance in connection with the delivery of Voting Instructions may be directed to the Tabulation Agent:

TABULATION AGENT

Morrow Sodali Limited

Consent Website: <https://bonds.morrowsodali.com/Axiata>

E-mail: axiata@investor.morrowsodali.com

In Hong Kong
Unit 23-016, LKF Tower
33 Wyndham Street, Central
Telephone: +852 2319 4130

In London
103 Wigmore Street
W1U 1QS
Telephone: +44 20 4513 6933

Disclaimer

This announcement must be read in conjunction with the Consent Solicitation Memorandum. The Consent Solicitation Memorandum contains important information which should be read carefully before any decision is made with respect to the Consent Solicitation. If any Noteholder or Sukukholder is in any doubt as to the action it should take, it is recommended to seek its own financial advice, including in respect of any tax consequences, from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. Any individual or company whose Notes or Sukuk are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such entity if it wishes to participate in the Consent Solicitation or otherwise participate at the relevant Meeting (including any adjourned such Meeting). None of the Securities Issuers, Axiata, the Joint Solicitation Agents and the Tabulation Agent expresses any opinion about the terms of the Consent Solicitation or Extraordinary Resolutions or makes any recommendation whether Noteholders or Sukukholders should participate in the Consent Solicitation or otherwise participate at the relevant Meeting(s) applicable to them.

General

The distribution of this announcement and the Consent Solicitation Memorandum in certain jurisdictions may be restricted by law, and persons into whose possession this announcement and/or the Consent Solicitation Memorandum comes are required to inform themselves about, and to observe, any such restrictions.

Nothing in this announcement or the Consent Solicitation Memorandum constitutes or contemplates an offer of, an offer to purchase or the solicitation of an offer to sell any security in any jurisdiction and participation in the Consent Solicitation by a Noteholder or Sukukholder in any circumstances in which such participation is unlawful

will not be accepted. In addition to the representations referred to above in respect of the United States, each Noteholder and Sukukholder participating in the Consent Solicitation will be deemed to represent that it is an Eligible Noteholder. Any Voting Instructions from a Noteholder or Sukukholder that is unable to make these representations will not be accepted. Each of the Securities Issuers, Axiata, the Joint Solicitation Agents and the Tabulation Agent reserves the right, in its absolute discretion, to investigate, in relation to any submission of Voting Instructions, whether any such representation given by a Noteholder or a Sukukholder is correct and, if such investigation is undertaken and as a result the relevant Securities Issuer determines (for any reason) that such representation is not correct, such Voting Instruction may be rejected.