AXIATA GROUP BERHAD (242188-H)

The Board of Directors of Axiata Group Berhad is pleased to announce the following audited results of the Group for the financial year ended 31 December 2015.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	4th Quarter Ended		Financial Year Ended	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
	RM'000	RM'000	RM'000	RM'000
	Audited	Restated	Audited	Restated
Operating revenue	**5,360,437**	4,813,422	**19,883,460**	18,711,777
Operating costs				
- depreciation, impairment and amortisation	**(1,182,503)**	(987,766)	**(4,198,547)**	(3,639,474)
- foreign exchange gains/(losses)	**48,615**	99,561	**252,791**	(76,317)
- domestic interconnect and international outpayment	**(541,644)**	(573,587)	**(2,158,415)**	(2,285,560)
- marketing, advertising and promotion	**(430,469)**	(380,412)	**(1,471,792)**	(1,448,773)
- other operating costs	**(2,087,145)**	(1,763,058)	**(7,649,816)**	(6,656,151)
- staff costs	**(337,079)**	(328,963)	**(1,319,383)**	(1,322,718)
- other (losses)/gains - net	**(16,886)**	12,067	**98,083**	(41,753)
Other operating income	**118,970**	86,442	**666,257**	252,657
Operating profit before finance cost	**932,296**	977,706	**4,102,638**	3,493,688
Finance income	**24,387**	48,297	**173,421**	197,994
Finance cost excluding net foreign exchange gains/(losses) on financing activities	**(265,967)**	(180,111)	**(831,138)**	(746,459)
Net foreign exchange gains/(losses) on financing activities	**90,833**	(76,836)	**(547,342)**	(137,560)
	(175,134)	(256,947)	**(1,378,480)**	(884,019)
Joint ventures				
- share of results (net of tax)	**(26,633)**	(6,949)	**(38,587)**	(24,992)
Associates				
- share of results (net of tax)	**82,875**	86,986	**489,506**	407,213
- loss on dilution of equity interests	**(8,103)**	-	**(17,356)**	(43,284)
Profit before taxation	**829,688**	849,093	**3,331,142**	3,146,600
Taxation and zakat	**(314,449)**	(228,891)	**(695,074)**	(778,079)
Profit for the financial period/year	**515,239**	620,202	**2,636,068**	2,368,521
Other comprehensive income:				
Items that will not be reclassified to profit or loss:				
- actuarial (losses)/gains on defined benefits plan, net of tax	**(58)**	(9,041)	**13,906**	(12,347)
Items that may be reclassified subsequently to profit or loss:				
- currency translation differences	**(199,315)**	443,513	**1,622,510**	455,472
- net cash flow hedge	**2,531**	(1,131)	**936**	(986)
- net investment hedge	**23,730**	(11,522)	**(125,254)**	21,588
- other reserve	**(172,753)**	-	**(172,753)**	-
- available-for-sale ("AFS") reserve	**3,367**	-	**3,367**	-
Other comprehensive (losses)/income for the financial period/year, net of tax	**(342,498)**	421,819	**1,342,712**	463,727
Total comprehensive income for the financial period/year	**172,741**	1,042,021	**3,978,780**	2,832,248
Profit for the financial period/year attributable to:				
- owners of the company	**467,235**	599,242	**2,554,220**	2,364,976
- non-controlling interests	**48,004**	20,960	**81,848**	3,545
	515,239	620,202	**2,636,068**	2,368,521
Total comprehensive income for the financial period/year attributable to:				
- owners of the company	**112,435**	946,216	**3,667,507**	2,740,914
- non-controlling interests	**60,306**	95,805	**311,273**	91,334
	172,741	1,042,021	**3,978,780**	2,832,248
Earnings Per Share (sen) (Part B, Note 13)				
- basic	**5.3**	7.0	**29.5**	27.6
- diluted	**5.3**	6.9	**29.3**	27.4

(The above Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2014)

AXIATA GROUP BERHAD (242188-H)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	AS AT	
	31/12/2015	31/12/2014
	RM'000	RM'000
	Audited	Restated
CAPITAL AND RESERVES ATTRIBUTABLE TO OWNERS OF THE COMPANY		
Share capital	8,816,858	8,582,017
Share premium	3,485,891	2,398,794
Reserves	11,222,520	9,780,038
Total equity attributable to owners of the Company	23,525,269	20,760,849
Non-controlling interests	2,199,075	1,821,483
Total equity	25,724,344	22,582,332
NON-CURRENT LIABILITIES		
Borrowings	14,044,656	11,944,694
Derivative financial instruments	743	22,676
Deferred income	223,414	254,304
Other payables	1,408,497	1,793,891
Provision for liabilities	417,574	295,005
Deferred tax liabilities	1,809,316	1,654,298
Total non-current liabilities	17,904,200	15,964,868
	43,628,544	**38,547,200**
NON-CURRENT ASSETS		
Intangible assets	14,206,485	12,977,621
Property, plant and equipment	23,133,644	19,750,328
Joint ventures	102,974	52,977
Associates	8,208,486	7,504,007
Available-for-sale financial assets	31,286	1,118
Derivative financial instruments	229,231	133,910
Long term receivables	101,203	94,638
Deferred tax assets	248,156	275,225
Total non-current assets	46,261,465	40,789,824
CURRENT ASSETS		
Inventories	155,125	79,533
Trade and other receivables	3,954,716	3,062,390
Derivatives financial instruments	113,251	33,855
Financial assets at fair value through profit or loss	28	14
Tax recoverable	122,994	25,007
Deposits, cash and bank balances	5,510,692	5,115,570
	9,856,806	8,316,369
LESS: CURRENT LIABILITIES		
Trade and other payables	9,642,781	8,374,621
Borrowings	2,347,730	1,948,641
Derivative financial instruments	173,112	3,551
Current tax liabilities	326,104	232,180
Total current liabilities	12,489,727	10,558,993
Net current liabilities	(2,632,921)	(2,242,624)
	43,628,544	**38,547,200**
Net assets per share attributable to owners of the Company (sen)	**267**	**242**

(The above Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2014)

AXIATA GROUP BERHAD (242188-H)

AUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2015

		Attributable to equity holders of the Company													
		Share capital	Share premium	Currency translation differences	Capital contribution reserve	Merger reserve	Hedging reserve	Actuarial reserve	ESOS and RSA reserve	AFS reserve	Others reserve	Retained earnings	Total	NCI	Total equity
	Note	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000		RM'000	RM'000	RM'000	RM'000	RM'000
At 1 January 2015 (as previously stated)		8,582,017	2,398,794	(466,476)	16,598	346,774	(131,518)	(9,934)	176,628	-	-	9,831,649	20,744,532	1,813,255	22,557,787
Restatement adjustments	A,4(a)	-	-	282	-	-	-	-	-	-	-	16,035	16,317	8,228	24,545
At 1 January 2015 (as stated)		8,582,017	2,398,794	(466,194)	16,598	346,774	(131,518)	(9,934)	176,628	-	-	9,847,684	20,760,849	1,821,483	22,582,332
Profit for the financial year		-	-	-	-	-	-	-	-		-	2,554,220	2,554,220	81,848	2,636,068
Other comprehensive income:															
-Currency translation differences arising during the financial year:															
-subsidiaries		-	-	1,015,655	-	-	-	-	-	-	-	-	1,015,655	225,205	1,240,860
-joint venture		-	-	3,598	-	-	-	-	-	-	-	-	3,598	-	3,598
-associates		-	-	378,052	-	-	-	-	-	-	-	-	378,052	-	378,052
		-	-	1,397,305	-	-	-	-	-	-	-	-	1,397,305	225,205	1,622,510
-Net cash flow hedge		-	-	-	-	-	780	-	-	-	-	-	780	156	936
-Net investment hedge		-	-	-	-	-	(125,254)	-	-	-	-	-	(125,254)	-	(125,254)
-Actuarial gains, net of tax		-	-	-	-	-	-	9,842	-	-	-	-	9,842	4,064	13,906
-Put option liability		-	-	-	-	-	-	-	-	-	(172,753)	-	(172,753)	-	(172,753)
-Revaluation of AFS	A,4(c)	-	-	-	-	-	-	-	-	3,367	-	-	3,367	-	3,367
Total comprehensive income		**-**	**-**	**1,397,305**	**-**	**-**	**(124,474)**	**9,842**	**-**	**3,367**	**(172,753)**	**2,554,220**	**3,667,507**	**311,273**	**3,978,780**
Transactions with owners:															
-Issuance of new ordinary shares		11,025	31,753	-	-	-	-	-	-	-	-	-	42,778	-	42,778
-Share issue expenses		-	(81)	-	-	-	-	-	-	-	-	-	(81)	-	(81)
-Acquisition in subsidiaries		-	-	-	-	-	-	-	-	-	-	-	-	154,725	154,725
-Additional investment in a subsidiary	A,12 (b)	-	-	-	-	-	-	-	-	-	-	(281,053)	(281,053)	(98,297)	(379,350)
-Dilution of equity interest in subsidiaries	A,12 (b),(e)	-	-	-	-	-	-	-	-	-	-	3,913	3,913	21,804	25,717
-Dividends paid to NCI		-	-	-	-	-	-	-	-	-	-	-	-	(11,913)	(11,913)
-Dividends paid to shareholders:															
-Dividend reinvestment scheme		203,455	975,879	-	-	-	-	-	-	-	-	(1,179,334)	-	-	-
- Cash		-	-	-	-	-	-	-	-	-	-	(722,152)	(722,152)		(722,152)
-Axiata Share Scheme:											-				
-value of employees' services		-	-	-	-	-	-	-	53,508	-	-	-	53,508	-	53,508
-transferred from ESOS and RSA reserve upon exercise/vest		20,361	79,546	-	-	-	-	-	(99,907)	-	-	-	-	-	-
Total transaction with owners		234,841	1,087,097	-	-	-	-	-	(46,399)	-	-	(2,178,626)	(903,087)	66,319	(836,768)
At 31 December 2015		**8,816,858**	**3,485,891**	**931,111**	**16,598**	**346,774**	**(255,992)**	**(92)**	**130,229**	**3,367**	**(172,753)**	**10,223,278**	**23,525,269**	**2,199,075**	**25,724,344**

[1] Issued and fully paid-up ordinary shares of RM1 each ^ Employees Share Option Scheme ("ESOS") * Restricted Share Awards ("RSA")

(The above Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2014)

AXIATA GROUP BERHAD (242188-H)

AUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2015 (CONTINUED)

	Attributable to equity holders of the Company											
	Share capital	Share premium	Currency translation differences	Capital contribution reserve	Merger reserve	Hedging reserve	Actuarial reserve	ESOS and RSA reserve	Retained earnings	Total	Non-controlling interests	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 January 2014	8,540,663	2,223,076	(830,517)	16,598	346,774	(152,277)	(790)	155,298	9,322,760	19,621,585	1,757,486	21,379,071
Profit for the financial year	-	-	-	-	-	-	-	-	2,364,976	2,364,976	3,545	2,368,521
Other comprehensive income:												
-Currency translation differences arising during the financial year:												
-subsidiaries	-	-	361,494	-	-	-	-	-	-	361,494	91,149	452,643
-associates	-	-	2,829	-	-	-	-	-	-	2,829	-	2,829
	-	-	364,323	-	-	-	-	-	-	364,323	91,149	455,472
-Net cash flow hedge	-	-	-	-	-	(829)	-	-	-	(829)	(157)	(986)
-Net investment hedge	-	-	-	-	-	21,588	-	-	-	21,588	-	21,588
-Actuarial losses, net of tax	-	-	-	-	-	-	(9,144)	-	-	(9,144)	(3,203)	(12,347)
Total comprehensive income	**-**	**-**	**364,323**	**-**	**-**	**20,759**	**(9,144)**	**-**	**2,364,976**	**2,740,914**	**91,334**	**2,832,248**
Transaction with owners:												
-Issuance of new ordinary shares	41,354	105,529	-	-	-	-	-	-	-	146,883	-	146,883
-Share issue expense	-	(91)	-	-	-	-	-	-	-	(91)	-	(91)
-Investment in a subsidiary	-	-	-	-	-	-	-	-	-	-	1,992	1,992
-Share buy-back by a subsidiary	-	-	-	-	-	-	-	-	(152,806)	(152,806)	(186,930)	(339,736)
-Treasury shares of a subsidiary	-	-	-	-	-	-	-	-	170,452	170,452	183,963	354,415
-Dilution of equity interest in a subsidiary	-	-	-	-	-	-	-	-	27,297	27,297	38,298	65,595
-Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(64,660)	(64,660)
-Dividends paid to shareholders	-	-	-	-	-	-	-	-	(1,884,995)	(1,884,995)	-	(1,884,995)
-Axiata Share Scheme:												
-value of employees' services	-	-	-	-	-	-	-	91,610	-	91,610	-	91,610
-transferred from ESOS and RSA reserve upon exercise/vest	-	70,280	-	-	-	-	-	(70,280)	-	-	-	-
Total transactions with owners	41,354	175,718	-	-	-	-	-	21,330	(1,840,052)	(1,601,650)	(27,337)	(1,628,987)
At 31 December 2014 (restated)	**8,582,017**	**2,398,794**	**(466,194)**	**16,598**	**346,774**	**(131,518)**	**(9,934)**	**176,628**	**9,847,684**	**20,760,849**	**1,821,483**	**22,582,332**

(The above Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2014)

AXIATA GROUP BERHAD (242188-H)

AUDITED CONSOLIDATED STATEMENT OF CASH FLOWS

	FOR THE FINANCIAL YEAR ENDED 31/12/2015 RM'000	31/12/2014 RM'000
Receipt from customers	19,580,656	18,835,637
Payment to suppliers and employees	(11,955,294)	(11,606,378)
Payment of finance costs	(525,032)	(736,157)
Payment of zakat	(263)	(898)
Payment of income taxes (net of refunds)	(809,347)	(908,290)
CASH FLOWS FROM OPERATING ACTIVITIES	**6,290,720**	**5,583,914**
Proceeds from disposal of property, plant and equipment	21,140	115,483
Purchase of property, plant & equipment	(4,860,775)	(3,748,348)
Acquisition of intangible assets	(232,984)	(254,360)
Investment in subsidiaries (net of cash acquired)	(521,464)	6,400
Investments in deposits maturing more than three (3) months	(570,786)	219,047
Payment made in relation to the acquisition of a subsidiary	-	(2,836,552)
Other investments	(26,677)	(1,068)
Investment in an associate	(7,747)	-
Additional investment in associates	(16,871)	(455,283)
Investment in an joint venture	(39,324)	-
Additional investment in joint ventures	(43,178)	(20,000)
Additional investment in a subsidiary	(379,350)	-
Net proceed from disposal of an associate	-	262,802
Dividends received from associates	165,091	166,708
Dividend received from a joint venture	1,800	-
Net repayment from/(advance to) employees	159	(179)
Interests received	171,133	197,994
CASH FLOWS USED IN INVESTING ACTIVITIES	**(6,339,833)**	**(6,347,356)**
Proceeds from issuance of shares under Axiata Share Scheme	42,778	146,883
Share issue expense	(81)	(91)
Proceeds from borrowings	2,753,483	2,613,836
Repayments of borrowings	(4,696,143)	(2,133,311)
Proceeds from Sukuk (net of transaction cost)	2,649,714	-
Repayment of Sukuk	(500,000)	(509,306)
Repayment of finance lease creditors	-	(103,254)
Share buy back by a subsidiary	-	(339,736)
Treasury shares resold by a subsidiary	-	404,282
Net proceed from sale and lease back assets	-	1,473,834
Additional investment in a subsidiary by non-controlling interest	8,380	-
Dividends paid to non-controlling interests	(11,913)	(64,660)
Dividends paid to shareholders	(722,152)	(1,884,995)
CASH FLOWS USED IN FINANCING ACTIVITIES	**(475,934)**	**(396,518)**
NET DECREASE IN CASH AND CASH EQUIVALENTS	(525,047)	(1,159,960)
NET INCREASE IN RESTRICTED CASH AND CASH EQUIVALENT	(95,406)	(9,608)
EFFECT OF EXCHANGE RATE CHANGES	313,879	26,014
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE FINANCIAL YEAR	4,867,239	6,010,793
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL YEAR	**4,560,665**	**4,867,239**

AXIATA GROUP BERHAD (242188-H)

AUDITED CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

	FOR THE FINANCIAL YEAR ENDED	
	31/12/2015	**31/12/2014**
	RM'000	**RM'000**
Total deposits, cash and bank balances	5,510,692	5,115,570
Less:		
- Deposit pledged and escrow accounts	(109,688)	(26,185)
- Deposit on investment in subsidiaries	(64,380)	(52,478)
- Deposits maturing more than three (3) months	(686,051)	(115,264)
- Bank overdrafts	(89,908)	(54,404)
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL YEAR	**4,560,665**	**4,867,239**

(The above Consolidated Statement of Cash Flow should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2014)

PART A: EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD 134

1. Basis of Preparation

The audited financial statements for the financial year ended 31 December 2015 of the Group have been prepared in accordance with the International Financial Reporting Standards compliant framework, Malaysian Financial Reporting Standards ("MFRS"), MFRS 134 "Interim Financial Reporting", Paragraph 9.22 and Appendix 9B of the Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements ("Main LR"), and should be read in conjunction with the Group's audited financial statements for the financial year ended 31 December 2014 ("2014 Audited Financial Statements").

2. Accounting Policies

The accounting policies and method of computation applied in the audited financial statements are consistent with those used in the preparation of the 2014 Audited Financial Statements except for the adoption of amendments to existing standards that are applicable to the Group for the financial period beginning 1 January 2015 as set out below.

- Amendments to MFRS 119 "Employee Benefits"

Annual Improvements 2010-2012 Cycle

- Amendments to MFRS 2 "Share-based Payment"
- Amendment to MFRS 3 "Business Combinations"
- Amendment to MFRS 8 "Operating Segments"
- Amendment to MRRS 13 "Fair Value Measurement"
- Amendment to MFRS 116 "Property, Plant and Equipment"
- Amendment to MFRS 124 "Related Party Disclosures"

Annual Improvements 2011-2013 Cycle

- Amendments to MFRS 3
- Amendments to MFRS 13
- Amendment to MFRS 140 "Investment Property"

The adoption of the amendments to existing standards did not have any significant impact to the Group during the current quarter and financial year to date.

3. Seasonal or Cyclical Factors

The operations of the Group were not significantly affected by any seasonal or cyclical factors.

4. Significant Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

The Group's performance for the current quarter and financial year to date has taken into account of the following:

(a) On 19 March 2014, PT XL Axiata Tbk ("XL") completed the acquisition of Axis Telekom Indonesia ("Axis"). As at 31 December 2014, the goodwill was accounted for on a provisional basis.

In March 2015, XL reassessed the purchase price allocation and retrospectively adjusted the provisional amounts recognised at the acquisition date to reflect the new information obtained about facts and circumstances that existed as of the acquisition date. The restatement adjustments are summarised in Part A, Note 4(i) of this announcement.

(b) On 23 December 2014, XL disposed of certain towers which were subject to the fulfillment of certain survival period clauses as set out in the agreement. In September 2015, the gain amounting to RM511.2 million (IDR1.8 trillion) was recognised upon the fulfillment of these clauses.

(c) On 4 December 2015, edotco Investments (Labuan) Limited ("EIL"), a wholly-owned of edotco Group Sdn Bhd completed the acquisition of Digicel Asian Holdings Pte Ltd ("DAH") as disclosed in Part A, 12(n) of this announcement for a total cash consideration of RM528.5 million (USD 125.0 million).

During the current quarter and financial year to date, a total goodwill of RM103.3 million and intangible asset arising from customer contract and its related relationship of RM358.5 million [subject to finalisation of Purchase Price Allocation and other related tax implications within twelve (12) months from the date of acquisition of DAH was recognised in conjunction with the above acquisition.

In addition to the Share Purchase Agreement, edotco Investments (Labuan) Limited entered into Put & Call Option agreement with YSH Finance as disclosed in Part A, Note 12(n) of this announcement. Group has recognised a total liability of RM172.7 million in relation to the put option over shares held by the non-controlling interest.

(d) On 8 December 2015, Axiata Investments (Cambodia) Limited ("AIC") further acquired 10.29% equity interest in Glasswool Holdings Limited ("Glasswool") for a total cash consideration of RM379.4 million as disclosed in Part A, Note 12(b) of this announcement. The Group recorded a decrease in consolidated retained earnings of RM281.1 million and non-controlling interests amounting to RM98.3 million during the current quarter and financial year to date related to the above acquisition.

(e) During the current quarter and financial year to date, the Group recognised net foreign exchange gains and losses of RM139.4 million and RM 294.6 million respectively mainly arising from the revaluation of USD borrowings and payables.

Other than the above and as disclosed in Part A, Note 6 and Note 7 of this announcement, there were no other unusual items affecting assets, liabilities, equity, net income or cash flows due to their nature, size or incidence for the financial year ended 31 December 2015.

4(i) The result and impact of the restatements described in Part A, Note 4(a) of this announcement are as follows:

	Consolidated statement of comprehensive income for					
	4th Quarter ended 31 December 2014			Financial year ended 31 December 2014		
	As previously stated	Adjustments	As restated	As previously stated	Adjustments	As restated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Depreciation, impairment and amortisation	(996,410)	8,644	(987,766)	(3,671,618)	32,144	(3,639,474)
Taxation	(226,730)	(2,161)	(228,891)	(770,043)	(8,036)	(778,079)
Profit for the period/year	613,719	6,483	620,202	2,344,413	24,108	2,368,521
Other comprehensive income:						
- currency translation differences	442,693	820	443,513	455,035	437	455,472
Profit for the financial period/year attributable to:						
-owners of the Company	594,932	4,310	599,242	2,348,665	16,311	2,364,976
-non-controlling interests	18,787	2,173	20,960	(4,252)	7,797	3,545
	613,719	6,483	620,202	2,344,413	24,108	2,368,521
Total comprehensive income for the financial period/year attributable to:						
-owners of the Company	941,361	4,855	946,216	2,724,321	16,593	2,740,914
-non-controlling interests	93,357	2,448	95,805	83,382	7,952	91,334
	1,034,718	7,303	1,042,021	2,807,703	24,545	2,832,248

4(i) The result and impact of the restatements described in Part A, Note 4(a) of this announcement are as follows:

	Consolidated statement of financial position as at 31 December 2014		
	As previously stated	Adjustments	As restated
	RM'000	RM'000	RM'000
Retained earnings	9,831,649	16,035	9,847,684
Currency translation differences	(466,476)	282	(466,194)
Non-controlling interests	1,813,255	8,228	1,821,483
		24,545	
Intangible assets	12,815,706	161,915	12,977,621
Property, plant and equipment	19,933,487	(183,159)	19,750,328
Deferred tax liabilities	(1,700,087)	45,789	(1,654,298)
		24,545	

4(ii) The Group's comparatives of the following components have been reclassified to conform with current financial year presentation.

	Consolidated statement of comprehensive income for					
	4th Quarter ended 31 December 2014			Financial year ended 31 December 2014		
	As previously stated	Adjustments	As restated	As previously stated	Adjustments	As restated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Domestic interconnect and international outpayment	622,932	(49,345)	573,587	2,470,796	(185,236)	2,285,560
Other operating costs	1,713,713	49,345	1,763,058	6,470,915	185,236	6,656,151

5. Estimates

The preparation of audited financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

There were no changes in estimates of amounts reported in prior financial years that may have a material effect in the current quarter and financial year to date.

In preparing the audited financial statements, the significant judgements made by the management in applying the Group's accounting policies and the sources of estimates uncertainty were consistent as those applied to 2014 Audited Financial Statements.

6. Issues, Repurchases and Repayments of Debt and Equity Securities

(a) During the financial year to date, the Company issued new ordinary shares under the Axiata Share Scheme and Dividend Reinvestment Scheme ("DRS") as below:

Description	Total ordinary shares of RM1 each of the Company issued
	RM'000
• Performance-Based Employee Share Option Scheme at an exercise price of either RM1.81, RM3.15, RM3.45 or RM5.07.	11,025
• Restricted Share Awards at an issuance price from RM3.14 to RM5.67 being the fair value of RSA issued.	20,361
• DRS at a conversion price of RM6.08 per ordinary share.	94,639
• DRS at a conversion price of RM5.55 per ordinary share.	108,816
Total	234,841

(b) On 1 April 2015 and 14 September 2015, the Company offered 15,330,100 and 1,268,800 ordinary shares of RM1 each of the Company respectively under the Axiata Share Scheme to the eligible employees and Executive Directors of the Group.

(c) During the financial year to date, XL early redeemed its borrowings due to United Overseas Bank Limited of USD200.0 million, The Bank of Tokyo Mitsubishi UFJ, Ltd of USD180.0 million, The Royal Bank of Scotland Plc (Singapore) of USD100.0 million and Standard Chartered Bank of USD100.0 million without penalty charged.

(d) SPV2, a wholly-owned subsidiary of the Company, had on 12 November 2015 successfully priced its USD500.0 million denominated Sukuk under its multi-currency Sukuk programme which was established on 17 July 2012. The Sukuk, which was issued at par, carries a coupon rate of 3.466% per annum (payable semi-annually in arrears) and has tenure of five (5) years from the date of issuance.

Subsequently, on 20 November 2015, the Sukuk was listed and quoted on Bursa Malaysia (under the Exempt Regime) and on the Singapore Exchange Securities Trading Limited.

6. Issues, Repurchases and Repayments of Debt and Equity Securities (continued)

(e) On 28 October 2015, XL established a Sukuk Ijarah Programme of up to RM1,555.0 million (IDR5.0 trillion) in nominal value. The Sukuk Programme was established under a 2-year shelf registration programme. The issuance of Shelf Sukuk Ijarah 1 XL Axiata Tranche I Year 2015 ("Tranche I Sukuk") amounting up to RM466.5million (IDR1.5 trillion) was based on the Shariah principle of Ijarah with the payment of Ujrah to be made quarterly in arrears. On 2 December 2015, Tranche I Sukuk was listed and quoted on Indonesian Stock Exchange. The detail of Tranche 1 Sukuk as below:

Norminal value	Norminal value	Annual fixed Ijarah return	Maturity date
	(IDR million)		
Series A	494,000	43,225	12 December 2016
Series B	258,000	26,445	2 December 2018
Series C	323,000	33,915	2 December 2020
Series D	425,000	46,750	2 December 2022
Total	1,500,000		

Revenue sharing of Sukuk Ijarah is paid on quarterly basis with the first payment on 2 March 2016 and the last payment will do simultaneously with payment of principal of each series of the Sukuk Ijarah.

Aside from the above, there were no other significant unusual issues, repurchases and repayments of debt and equity securities during the financial year ended 31 December 2015.

7. Dividend paid

The Company declared and paid the dividend during the financial year as below:

Date of payment	Description	Per ordinary share	Total
		Sen	**RM'000**
2 July 2015	Final tax exempt dividend under single tier in respect of financial year ended 31 December 2014[1]	14	1,205,001
29 October 2015	Interim tax exempt dividend under single tier in respect of financial year ended 31 December 2015[2]	8	696,485
		22	1,901,486

[1] Out of the total dividend distribution, a total RM575.4 million was converted into 94.6 million new ordinary shares of the Company as disclosed in Part A, Note 6(a) of this announcement.

[2] Out of the total dividend distribution, a total RM603.9 million was converted into 108.8 million new ordinary shares of the Company as disclosed in Part A, Note 6(a) of this announcement.

8. Segmental Information

For the financial year ended 31 December 2015

	Malaysia	Indonesia	Bangladesh	Sri Lanka	Others[#]		Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Total operating revenue	7,337,574	6,656,969	2,622,987	2,120,731	1,756,372	-	20,494,633
Inter-segment*	(7,397)	(37,003)	(143)	(38,896)	(17)	(527,717)	(611,173)
External operating revenue	7,330,177	6,619,966	2,622,844	2,081,835	1,756,355	(527,717)	19,883,460
Earnings before interest, tax, depreciation and amortisation ("EBITDA")	2,719,163	2,512,587	944,179	684,315	452,831	(29,021)	7,284,054
Interest income	98,666	55,645	7,343	13,920	154,507	(156,660)	173,421
Interest expense	(194,687)	(540,526)	(37,182)	(23,886)	(183,895)	149,038	(831,138)
Depreciation of property, plant & equipment ("PPE")	(758,748)	(2,101,158)	(433,521)	(377,993)	(249,128)	42,491	(3,878,057)
Amortisation of intangible assets	(56,492)	(71,549)	(116,667)	(30,684)	(5,132)	(11,174)	(291,698)
Joint ventures:							
- share of results (net of tax)	6,693	(42,782)	-	-	(2,498)	-	(38,587)
Associates:							
- share of results (net of tax)	(35,494)	-	-	(943)	525,943	-	489,506
- loss on dilution of equity interests	-	-	-	-	-	(17,356)	(17,356)
Impairment of PPE, net of reversal	-	(14,604)	3,745	6,182	(1,168)	-	(5,845)
Other non-cash (expenses)/income	(3,109)	15,345	(1,655)	(77,318)	505,962	7,617	446,842
Taxation	(474,681)	176,110	(165,804)	(95,012)	(122,150)	(13,537)	(695,074)
Segment profit/(loss) for the financial year	1,301,311	(10,932)	200,438	98,581	1,075,272	(28,602)	2,636,068

[#] Share of associates' results mainly contributed by Idea Cellular Limited (RM368.8 million) and M1 Limited (RM157.8 million).

8. Segmental Information (continued)

For the financial year ended 31 December 2014

Restated	Malaysia	Indonesia	Bangladesh	Sri Lanka	Others#	Consolidation adjustments/ eliminations	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Total operating revenue	7,729,348	6,475,565	2,084,662	1,686,177	878,318	-	18,854,070
Inter-segment*	(7,624)	(23,733)	(106)	(24,209)	(12,780)	(73,841)	(142,293)
External operating revenue	7,721,724	6,451,832	2,084,556	1,661,968	865,538	(73,841)	18,711,777
EBITDA	3,116,573	2,468,101	778,989	523,551	114,353	(2,992)	6,998,575
Interest income	109,057	55,509	16,952	5,098	138,847	(127,469)	197,994
Interest expense	(198,761)	(456,290)	(23,243)	(19,954)	(178,240)	130,029	(746,459)
Depreciation of PPE	(667,926)	(1,810,985)	(321,717)	(308,481)	(185,516)	37,614	(3,257,011)
Amortisation of intangible assets	(52,052)	(170,994)	(101,831)	(25,605)	(4,626)	(11,752)	(366,860)
Joint venture:							
- share of results (net of tax)	3,075	(28,067)	-	-	-	-	(24,992)
Associates:							
- share of results (net of tax)	9,260	-	-	(2,697)	400,650	-	407,213
- loss on dilution of equity interests	-	-	-	-	-	(43,284)	(43,284)
Impairment of PPE, net of reversal	(2,451)	(23,650)	2,297	30,437	-	-	6,633
Other non-cash income/(expenses)	1,025,303	(300,147)	4,497	(11,886)	268,285	(1,011,261)	(25,209)
Taxation	(601,288)	41,443	(170,503)	(30,773)	(79,655)	62,697	(778,079)
Segment profit/(loss) for the financial year	2,740,790	(225,080)	185,441	159,690	474,098	(966,418)	2,368,521

Share of associates' results mainly contributed by Idea Cellular Limited (RM243.2 million) and M1 Limited (RM145.3 million).

* Inter-segment operating revenue has been eliminated at the respective segment operating revenue. The inter-segment operating revenue was entered into in the normal course of business and at prices available to third parties or at negotiated terms.

9. Valuation of PPE

The Group does not adopt a revaluation policy on its PPE.

10. Acquisitions of PPE

During the financial year to date, the Group acquired additional PPE amounting to RM5,309.0 million mainly for its telecommunication network equipment and capital work in progress. Additions during the financial year included non-cash assets exchange transactions undertaken by certain subsidiaries of the Group amounting to RM428.6 million.

11. Events after the Interim Period

(a) Spectrum Reallocation

On 1 February 2016, the Company and its wholly-owned subsidiary, Celcom Mobile received notices of spectrum reallocation from Malaysian Communications and Multimedia Commission ("MCMC") for both the 900MHz and 1800MHz bands. Based on the notice from MCMC, compared to the current allocation will be lowered from 2 x 17MHz to 2 x 10MHz in 900MHz band and from 2 x 25MHz to 2 x 20MHz in 1800 MHz band. This is line with the Government's decision to optimise the use of spectrum resources. The spectrum will be assigned for a fee for a period of 15 years. The fee for the spectrum assignment is currently being determined. The Group is currently reviewing and assessing the impact of the above changes.

(b) Second tranche tower sale by XL through tender process

On 6 January 2016, XL announced its tower sale plan through tender process. Proceeds from such transaction will be used to pay XL’s debts. The impact of the second tranche tower sale transaction to the Group will be quantified once it is completed.

There was no other significant event after interim period that requires disclosure and/or adjustment as at 10 February 2016.

12. Effects of Changes in the Composition of the Group

(a) Acquisition of Adknowledge Asia Pacific Pte Ltd ("AAP")

On 3 December 2014, Axiata Digital Advertising Sdn Bhd ("ADA"), a subsidiary of the Group entered into a Subscription and Shareholders' Agreement with Adknowledge International, Inc and AAP for the acquisition of 80.00% equity interest in AAP for a total cash consideration of RM19.6 million (USD5.5 million). The acquisition was completed on 19 January 2015.

The acquisition above has no significant impact to the Group during the financial year to date.

(b) Dilution of equity interest and additional investment in Glasswool

On 13 December 2013, AIC, a wholly-owned subsidiary of the Company entered into a Co-operation Agreement with Glasswool and Southern Coast Ventures Inc. ("SCV").

In accordance with the Co-operation Agreement, Glasswool shall issue to SCV the following additional ordinary shares in Glasswool subject to no material adverse event as defined in the Co-operation Agreement having occurred prior to the First, Second and Third anniversary from 19 February 2013 as below:

i) 58 ordinary shares following the First Completion Date;
ii) 60 ordinary shares following the Second Completion Date; and
iii) 64 ordinary shares following the Third Completion Date.

On 26 February 2015, Glasswool issued 60 ordinary shares to SCV resulting in the Group's equity interest in Glasswool and its wholly-owned subsidiary, Smart Axiata Co. ("Smart"), Ltd decreased from 87.46% to 84.99%. As a result, the Group recorded a decrease in consolidated retained earnings of RM0.4 million and an increase in non-controlling interests amounting to RM16.9 million during the financial year to date.

On 8 December 2015, AIC acquired 218 ordinary shares from SCV for a total consideration of RM 379.4 million (USD90.0 million). Effectively, the Group's equity interest in Glasswool and Smart increased from 84.99% to 95.28%. The impact of the Group was disclosed in Part A, Note 4(d) of this announcement.

(c) Incorporation of Axiata SPV4 Sdn Bhd ("Axiata SPV4")

The Company, had on 30 January 2015 completed the incorporation of Axiata SPV4, a private company limited by shares, under Companies Act, 1965. Axiata SPV4 was incorporated with an authorised share capital of RM400,000 divided into 400,000 ordinary shares of which its issued and paid-up capital is RM2. The nature of business to be carried by Axiata SPV4 is an investment holding company.

The incorporation of Axiata SPV4 did not have significant impact to the Group during financial year to date.

12. Effects of Changes in the Composition of the Group (continued)

(d) Incorporation of Axiata Digital Innovation Fund Sdn Bhd ("ADIF')

The Company, had on 26 March 2015 completed the incorporation of ADIF, a private company limited by shares, under Companies Act, 1965. ADIF was incorporated with an authorised share capital of RM400,000 divided into 400,000 ordinary shares of which its issued and paid-up capital is RM2. The nature of business to be carried by ADIF is as venture capital company.

The incorporation of ADIF did not have significant impact to the Group during the financial year to date.

(e) Dilution of equity interest in XL

On 1 April 2015, the Extraordinary General Meeting of Shareholders of XL approved the Share-based Compensation Program Grant Date V. On 21 April 2015, XL issued 6,891,003 ordinary shares at par value of IDR100 each without pre-emptive rights to its eligible employees. Accordingly, the Group's effective equity interest in XL diluted from 66.48% to 66.43%. The Group recorded an increase in consolidated retained earnings of RM4.3 million and non-controlling interests of RM 4.9 million respectively during the financial year to date.

(f) Incorporation of Adknowledge Asia Pasific (India) Private Limited ("AAP India")

Axiata Digital Services Sdn Bhd ("ADS") through its 80.00% subsidiary, AAP had, on 1 June 2015, completed the incorporation of AAP India, a private company limited by shares, under the Companies Act, 2013.

The incorporation of AAP India did not have significant impact to the Group during the financial year to date.

(g) Incorporation of edotco Holdings (Labuan) Limited ("e.co Holdings Labuan")

On 20 July 2015, the Group announced the incorporation of e.co Holdings Labuan, a private company limited by shares, under the Labuan Companies Act, 1990. e.co Holdings Labuan was incorporated with an issued paid-up share capital of USD 2,000 divided into 2,000 ordinary shares of USD1 each. The nature of business to be carried by e.co Holdings Labuan is as an investment holding company.

The incorporation has no significant impact to the Group during the financial year to date.

(h) Acquisition of equity interest in Yonder Music Inc. ("Yonder")

ADS, a wholly-owned subsidiary of the Company, had on 14 July 2015 entered into a Stock Purchase Agreement with Yonder, Yonder Music Partners LLC, Adam Kidron and Jim Heindlmeyer for the proposed acquisition by ADS of 12,210,400 Series A Convertible Preference Shares with a par value of USD0.001 per share in Yonder at the purchase price of USD0.819 per share amounting to RM39.3 million (USD10.0 million).

The acquisition was completed on 24 July 2015. The acquisition has no significant impact to the Group during the financial year to date.

12. Effects of Changes in the Composition of the Group (continued)

(i) Entry by ADS into a Subscription and Stockholders' Agreement with WSO2 Inc. ("WSO2") and WSO2 Telco, Inc. ("WSO2. Telco")

On 24 July 2015, ADS entered into a Subscription and Stockholders' agreement with WSO2 and WSO2. Telco for the subscription by ADS of the following shares in WSO2. Telco for the total consideration of USD2.6 million.

i) 5,000,000 ordinary shares at USD0.0001 per share; and
ii) 4,615,385 preference shares at USD0.39 per share.

Further to the Initial Subscriptions and subject to WSO2. Telco's achieving all its determined key performance indicators on or before the first anniversary of the completion of the Initial Subscription, ADS shall further subscribe in cash an additional 2,051,282 WSO2. Telco-Preferred Stocks at USD0.39 per share. The holder of WSO2. Telco-Preferred Stock is entitled to, at any point of time convert each of WSO2. Telco-Preferred Stock into one fully paid-up share of WSO2. Telco-Common Stock. At full conversion of its WSO2. Telco-Preferred Stocks, ADS will hold 70.00% of the paid-up capital of WSO2. Telco.

On 4 September 2015, ADS completed the initial Subscriptions in WSO2. Telco. The acquisition has no significant impact to the Group during the financial year to date.

(j) Entry by AAP into a Sale and Purchase Agreement with Komli Media, Inc. ("Komli")

On 7 August 2015, AAP had entered into a Sale and Purchase Agreement ("SPA") with Komli for the acquisition of the entire issued and paid-up share capital of Komli Asia Holding Pte. Ltd.("Komli Asia") for a cash consideration of RM39.3 million (USD11.3 million).

The acquisition above was completed on 2 September 2015. The acquisition has no significant impact to the Group during the financial year to date.

(k) Additional investment in Digital Commerce Lanka (Private) Limited ("DCL")

On 15 May 2015, Dialog further increased its equity interest in DCL from 42.48% to 45.71% which DCL was classified as an associate of the Group.

On 15 September 2015, DHL acquired 740,000 ordinary shares in issue of DCL for a total consideration of RM7.7 million (SLR 247.9 million) which representing 54.29% equity interest in DCL. Accordingly, DCL became an 83.32% owned subsidiary of the Group.

The above has no significant impact to the Group during the financial year to date.

12. Effects of Changes in the Composition of the Group (continued)

(l) Incorporation of edotco Services Lanka (Private) Limited ("e.co SL")

On 7 August 2015, the Group completed the incorporation of e.co SL, a private company limited by shares in Sri Lanka, under the Companies Act No. 7 of 2007. e.co SL was incorporated with share capital of SLR67.5 million divided into 1,350,000 ordinary shares of SLR50 each. The nature of business to be carried by e.co SL is the provision of end to end Integrated Infrastructure Services.

The incorporation has no significant impact to the Group during the financial year to date.

(m) Incorporation of Digital Health (Private) Limited ("Digital Health")

Digital Holdings Lanka (Private) Limited ("DHL"), a wholly-owned subsidiary of Dialog Axiata PLC ("Dialog") and Asiri Hospital Holdings PLC ("Asiri Hospitals") entered into a Memorandum of Understanding to incorporate Digital Health with the objective of developing and operating a state-of-the-art electronic commerce infrastructure for the healthcare sector in Sri Lanka.

Digital Health was incorporated on 14 August 2015 under the Companies Act. No.-7 of 2007 with a stated capital of SLR1,000 which consist of 100 ordinary shares. DHL and Asiri Hospitals are holding 70.00% and 30.00% stake of the initial shareholding of Digital Health respectively.

The incorporation has no significant impact to the Group during the financial year to date.

(n) Acquisition of 75.00% equity interest in DAH

On 2 October 2015, EIL entered into a Share Purchase Agreement with Digicel Group Limited to acquire a 75.00% equity interest in DAH, the parent of Digicel Myanmar Tower Company Limited.

As part of the completion, EIL had also entered into a Put and Call Option Agreement with YSH Finance for the sale and purchase of 500,000 ordinary shares in DAH which represents 25.0% interest of the total number of issued ordinary shares in the share capital of DAH, owned by YSH Finance.

The acquisition and transaction above were completed on 4 December 2015 and the material impact to the Group was disclosed in Part A, Note 4 (c) of this announcement.

12. Effects of Changes in the Composition of the Group (continued)

(o) Incorporation of Axiata Investments (UK) Limited ("Axiata UK")

On 14 December 2015, the Company completed the incorporation of Axiata UK, a private company limited by shares, under the Companies Act, 2006 (United Kingdom). Axiata UK was incorporated with an issued and paid-up share capital of GBP1 divided into 1 ordinary share. The nature of business to be carried by Axiata UK is as an investment holding company.

The incorporation has no significant impact to the Group during the current quarter and financial year to date.

(p) Dilution on equity interest in M1 Limited ("M1")

During the financial year to date, the Group's equity interest in M1, held through Axiata Investments (Singapore) Limited, a wholly-owned subsidiary of the Company, decreased from 28.50% to 28.32% following the issuance of new ordinary shares under M1's ESOS.

The dilution has no significant impact to the Group during the financial year to date.

(q) Dilution on equity interest in Idea Cellular Limited ("Idea")

During the current quarter and financial year to date, the Group's equity interest in Idea, decreased from 19.79% to 19.78% and 19.80% to 19.78% respectively following the issuance of new ordinary shares under Idea's ESOS.

The dilution has no significant impact to the Group during the financial year to date.

Other than above, there were no other changes in the composition of the Group for the financial year ended 31 December 2015.

13. Significant Changes in Contingent Assets or Contingent Liabilities

(a) There has been no significant change in contingent assets or contingent liabilities from that disclosed in the 2014 Audited Financial Statements; and

(b) There has been no significant change in contingent liabilities of an associate from that disclosed in the 2014 Audited Financial Statements except the following:

(i) Income tax demands

During the financial year to date, an associate of the Group received two demands from income tax authorities in respect of its income tax returns for the financial years 2008/09 and 2009/10 amounting to RM2,205.9 million (INR34,147.0 million) and RM414.0 million (INR6,408.0 million) respectively. The tax demands are mainly on the difference between fair value of investment made in Indus Towers Limited and net book value of the assets transferred to Idea Infrastructure Services Limited (a 100.0% subsidiary of the associate, which further through a scheme of merger got merged with Indus Towers Limited under High Court approved scheme). The associate has filed an appeal against these demands at the Commissioner of Income Tax appeals.

14. Capital Commitments

	Group	
	As at 31/12/2015	**As at 31/12/2014**
	RM'000	**RM'000**
Commitments in respect of expenditure approved and contracted for	1,702,994	1,517,756
Commitments in respect of expenditure approved but not contracted for	229,451	706,185

15. Financial Instruments At Fair Value Measurements

The Group's financial instruments that were measured at fair value as at reporting date were as follow:

- Derivative financial instruments (assets and liabilities); and
- Trading securities

The Group measured the financial instruments based on:

- Level 1 (traded in active markets):Quoted market prices
- Level 2 (not traded in active markets): Valuation techniques such as quoted market prices or dealer quotes for similar instruments, present value of the estimated future cash flows based on observable market curves and forward exchange rates at reporting date with the resulting value discounted back to present value
- Level 3: Unobservable inputs

The Group's financial derivative financial instruments as at 31 December were grouped as below:

Derivatives Financial Instruments	**2015**				2014			
	Level 1	**Level 2**	**Level 3**	**Total**	Level 1	Level 2	Level 3	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Assets								
Financial assets at fair value through profit or loss								
-Trading security	28	-	-	28	14	-	-	14
Financial assets at AFS:								
- Equity securities	-	-	31,286	31,286	-	-	1,118	1,118
Non-hedging derivatives	-	240,675	-	240,675	-	167,765	-	167,765
Derivative used for hedging	-	101,807	-	101,807	-	-	-	-
Liabilities								
Non-hedging derivatives	-	(172,753)	-	(172,753)	-	(12,501)	-	(12,501)
Derivatives used for hedging	-	(1,102)	-	(1,102)	-	(13,726)	-	(13,726)
Total	**28**	**168,627**	**31,286**	**199,941**	14	141,538	1,118	142,670

PART B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA SECURITIES

1. Review of Performance

(a) Quarter-on-Quarter

Group revenue increased by 11.4% to RM5,360.4 million in the current quarter ("Q4'15") from RM4,813.4 million recorded in the fourth quarter of 2014 ("Q4'14") due to higher revenues in Indonesia, Sri Lanka, Bangladesh and Cambodia and weaker Malaysian Ringgit. At constant currency, Group revenue registered an increase of 0.9%. Operating costs of the Group increased by 11.5% to RM3,396.3 million from RM3,046.0 million in Q4'14 in line with increase in revenue. At constant currency, Group operating costs registered an increase of 1.0%. As a result, Group EBITDA increased by 11.1% but margin decreased by 0.1 percentage points to 36.6%. Profit After Tax ("PAT") in the period decreased by 16.9% to RM515.2 million mainly due to higher depreciation and amortisation charges as well as higher net finance costs, one-off expenses and taxes. Higher profits were recorded by Indonesia, Bangladesh and Cambodia operations and by our associate companies directly held in India and Singapore.

Malaysia's gross revenue decreased by 6.8% in Q4'15 mainly due to decrease in voice revenue which is partly offset by higher data revenue of 8.3%. Operating costs decreased by 1.5% mainly due to lower manpower and interconnect costs. EBITDA in the period consequently decreased by 15.0% and margin declined 3.5 percentage points to 36.2%. PAT declined by 35.0% to RM255.3 million mainly due to EBITDA and share of losses from associates.

Gross revenue of Indonesia increased by 12.3% or 0.2% at constant currency mainly driven by increase in voice and data revenue of 9.9% and 20.4% respectively which is partially offset by a decrease in SMS and interconnect revenue. Operating costs increased by 13.5% or 1.1% at constant currency mainly due to higher direct costs and marketing costs, which is partly offset by lower network and regulatory costs. EBITDA consequently increased by 10.4% but margin decreased by 0.7 percentage points to 39.2%. PAT increased from RM8.4 million to RM136.0 million mainly due to higher EBITDA and higher foreign exchange gains which is partially offset by higher depreciation and amortisation charges as well as higher finance costs and taxes.

Bangladesh posted gross revenue growth of 30.4% or 4.4% at constant currency, mainly driven by increase in sales of data and device bundled packages. In Q4'15, operating costs increased by 26.4% or 1.2% at constant currency mainly due to higher material costs which is in line with the increase in sales of devices. EBITDA increased by 38.4% to RM268.2 million and margin increased by 2.0 percentage points to 35.6%. PAT in the period increased by 37.4% to RM54.9 million mainly due to higher EBITDA, which is partially offset by higher depreciation and amortisation charges arising from data driven capital expenditure investments.

Sri Lanka gross revenue grew 35.6% or 16.4% at constant currency arising mainly from increase in mobile revenue which grew by 16.6%. This is primarily due to an increase in data and voice revenue which grew by 65.8% and 8.7% respectively. In addition, revenue from fixed line and television segment increased by 13.6% and 16.9% respectively. Operating costs increased by 42.0% or 22.3% at constant currency mainly due to an increase in customer related costs, marketing costs, international business costs and manpower costs. Consequently, EBITDA grew 21.7% and margin decreased by 3.3 percentage points to 28.4%. However, PAT decreased by 166.5% to loss after tax of RM30.1 million mainly due to higher depreciation and amortisation charges as well as recognition of one off levies and taxes in Q4'15 of RM58.8 million.

1. **Review of Performance**

(b) Quarter-on-Quarter (continued)

Cambodia recorded strong growth of 49.5% or 17.5% at constant currency in gross revenue for the quarter resulting in higher EBITDA growth of 62.1% or 27.0% at constant currency. PAT grew 237.2% to RM56.6 million.

Associates and joint ventures contribution in share of profit decreased by 39.9% to RM48.1 million mainly due to decrease in share of profits from indirectly held associates in Malaysia and Indonesia by RM53.5 million and RM11.3 million respectively, despite the increase in share of profits from directly held associates in India and Singapore by RM38.3 million and RM4.6 million respectively.

(b) Year-on-Year

For the financial year ended December 2015, Group's revenue increased by 6.3% to RM19,883.5 million. At constant currency, Group revenue would have declined by 0.2%. Group operating costs increased by 7.6% or 1.0% at constant currency to RM12,599.4 million mainly due to higher operating costs in Bangladesh, Sri Lanka and Indonesia. As a result, Group EBITDA increased by 4.1% to RM7,284.1 million but margin dipped by 0.8 percentage points to 36.6%. PAT increased by 11.3% to RM2,636.1 million mainly due to higher EBITDA and recognition of one off gain of RM500.6 million from disposal of towers in Indonesia recorded in the third quarter of 2015 ("Q3'15"), which is partly offset by higher depreciation and amortisation charges and one off expenses. Higher profits were also recorded by our associate companies directly held in India and Singapore but share of profits from our associate companies indirectly held in Malaysia and Indonesia decreased.

Malaysia's gross revenue decreased by 5.1% during the year mainly due to decline in voice and SMS revenue as a result of sluggish market conditions which is partly off-set by higher data revenue by 20.7%. Operating costs during the period increased marginally by 0.1%. Accordingly, EBITDA decreased by 12.8% and margin declined 3.2 percentage points to 37.1%. PAT during the year decreased by 24.9% to RM1,301.3 million mainly due to lower EBITDA and higher depreciation and amortisation charges, as well as recording higher share of losses from associates.

Gross revenue of Indonesia increased by 2.8% mainly due to weaker Malaysian Ringgit but decreased at 2.5% at constant currency mainly due to decrease in SMS revenue which is partly offset by increase in data and voice revenue by 13.8% and 4.3% respectively. In addition, XL was also impacted by the forgone tower revenue due to disposal of towers in December 2014. Operating costs increased by 3.4% but decreased by 1.9% at constant currency due to lower interconnection and direct costs as well as marketing expenses which is partly offset by higher network and regulatory costs. As a result, EBITDA increased by 1.8% in the current period but margin declined by 0.4 percentage points to 37.7%. Loss after tax decreased by 95.1% to RM10.9 million mainly due to recognition of one off gain of RM511.2 million from disposal of XL towers and lower taxes. This was partly off-set by higher depreciation and amortisation charges,higher foreign exchange losses during the period and higher share of losses from associates

1. Review of Performance (continued)

(b) Year-on-Year (continued)

Bangladesh gross revenue registered growth of 25.8% or 6.0% at constant currency mainly due to significant growth in data and device bundled packages. Operating costs increased by 28.6% or 8.3% at constant currency mainly due to higher material costs. As a result, EBITDA grew 21.2% but margin declined 1.4 percentage points to 36.0%. PAT increased by 8.1% to RM200.4 million, due to higher EBITDA which is partly offset by higher depreciation and amortisation charges arising from data driven capital expenditure investments and higher net finance costs recorded during the year.

Sri Lanka gross revenue grew 25.8% or 9.9% at constant currency mainly due to growth in data, voice and SMS revenue of 62.7%, 3.1% and 19.8% respectively. In addition, revenue from television and fixed line segment increased by 22.6% and 12.9% respectively. Operating costs increased by 23.5% or 8.0% at constant currency primarily due to higher customer related costs, international business costs, marketing and manpower costs. EBITDA during the year grew 30.7% and margin grew 1.3 percentage points to 32.3%. PAT meanwhile decreased by 38.3% to RM98.6 million due to higher depreciation and amortisation charges, higher foreign exchange losses as well as higher taxation resulting from recognition of one off levies and taxes in FY'15 of RM58.8 million.

Cambodia recorded strong growth of 54.4% or 29.5% at constant currency in gross revenue resulting in higher EBITDA growth of 80.6% or 51.5% at constant currency. PAT grew 110.6% to RM220.4 million.

Associates and joint ventures contribution in share of profit increased to RM433.6 million from RM338.9 million, mainly due to excellent performance by our directly held associate, Idea in India.

(c) Comparison with Preceding Quarter's Result

Group revenue increased by 5.8% to RM5,360.4 million in Q4'15 from RM5,065.1 million recorded in Q3'15 mainly due to higher contribution from Indonesia, Sri Lanka and Bangladesh. At constant currency, Group revenue increased by 3.0%. During the quarter, operating costs increased by 6.1% to RM3,396.3 million or 3.4% at constant currency mainly arising from higher operating costs in Indonesia, Sri Lanka and Bangladesh. Group EBITDA increased by 5.4% but and margin decreased by 0.2 percentage points to 36.6%. PAT decreased by 46.1% to RM515.2 million mainly due to recognition of gains of RM500.6 million from disposal of towers in Indonesia recorded in Q3'15, one off expenses and higher taxes in Q4'15 in Indonesia and Sri Lanka which is partly offset by higher foreign exchange gains. Depreciation and amortisation charges were also higher in Q4'15.

Malaysia's gross revenue registered growth of 0.8% in Q4'15 mainly due to increase in revenue from sales of devices. Meanwhile, operating costs increased by 2.1% mainly due to higher manpower costs and material costs in line with increase in sales of devices. As a result, EBITDA decreased by 1.4% and margin decreased by 0.8 percentage points to 36.2%. PAT decreased by 20.0% to RM255.3 million mainly due to higher depreciation and amortisation charges and share of losses from associates.

1. **Review of Performance (continued)**

(c) Comparison with Preceding Quarter's Result (continued)

Gross revenue of Indonesia grew 7.5% or 1.9% at constant currency in Q4'15 mainly due to higher data revenue which increased by 14.9%. During the quarter, operating costs increased by 7.0% or 1.2% at constant currency in line with increase in revenue. Consequently, EBITDA increased by 8.3% and margin increased by 0.2 percentage points to 39.2%. PAT in the quarter increased by 45.0% to RM136.0 million mainly due to higher foreign exchange gains which is partly offset by higher depreciation and amortisation charges, higher taxes and lower other operating income due to recognition of gain of RM511.2 million from disposal of towers recorded in Q3'15.

Bangladesh gross revenue grew 8.1% or 3.9% at constant currency mainly due to higher revenue from sales of data and device bundled packages. Operating costs in the quarter increased by 8.7% or 4.6% at constant currency owing mainly to higher material costs. EBITDA grew 7.0% but margin decreased by 0.4 percentage points to 35.6%. PAT decreased by 5.8% to RM54.9 million due to higher depreciation and amortisation charges and higher finance costs.

Sri Lanka's gross revenue increased by 7.5% or 7.2% at constant currency from higher voice and data revenue growth of 5.2% and 10.5% respectively, as well as growth in digital services revenue. Operating costs increased by 15.9% or 14.3% at constant currency as a result of higher marketing costs, devices costs, overheads and manpower costs. EBITDA decreased by 9.1% and margin decreased by 5.2 percentage points to 28.4%. PAT decreased by 234.3% to loss after tax of RM30.1 million mainly due to recognition of one off levies and taxes of RM58.8 million and higher depreciation and amortisation charges, which is partly offset by lower foreign exchange losses and finance costs.

Cambodia recorded growth of 5.3% but decreased at 0.4% at constant currency in gross revenue versus preceding quarter. EBITDA increased by 2.6% but PAT decreased by 8.8% to RM56.6 million.

Associates and joint ventures contribution in share of profit decreased to RM48.1 million from RM112.2 million in Q3'15 mainly due to lower contribution from indirectly held associates in Malaysia and Indonesia by RM54.2 million and RM11.4 million. Higher share of profits were recorded from our directly held associate company in India by RM10.6 million.

1. Review of Performance (continued)

(d) Economic Profit ("EP") Statement

	4th Quarter Ended		Financial Year Ended	
	31/12/2015	31/12/2014	**31/12/2015**	**31/12/2014**
	RM'000	RM'000 Restated[1]	**RM'000**	RM'000 Restated[1]
EBIT	949,179	980,495	4,004,328	3,526,796
Less: Adjusted Tax (25%)	(237,295)	(245,124)	(1,001,082)	(881,699)
NOPLAT	711,884	735,371	3,003,246	2,645,097
AIC	18,562,983	15,547,303	18,562,983	15,547,303
WACC	7.79%	8.17%	7.79%	8.17%
Economic Charge (AIC*WACC)	361,514	317,554	1,446,056	1,270,215
Economic Profit	**350,370**	417,817	**1,557,190**	1,374,882

[1] EBIT and WACC was restated in line with the restatements as disclosed in Part A, Note 4(i) of this announcement and revision in cost of equity respectively.

The EP Statement is as prescribed under the Government Linked Companies Transformation Program and it is disclosed on a voluntary basis.

EP is a yardstick to measure shareholder value as it provides a more accurate picture of underlying economic performance of the Group vis-à-vis its financial accounting reports, i.e. it explains how much return a business generates over its cost of capital. This can be measured from the difference of NOPLAT and Economic Charge.

The Group reported a lower WACC during the current quarter and financial year to date due to lower cost of equity as a result of lower market risk premium.

The factors contributing to lower EP during the current quarter and high EP during the financial year to date is mainly contributed by the EBIT achieved by the Group as disclosed in Part B, Note 1(a) and (b) of this announcement.

Note:

EBIT = Earnings Before Interest & Taxes, excluding derivative financial instruments gains/(losses), certain non-operational and one-off items as well as foreign exchange differences on financing activities.

NOPLAT= Net Operating Profit/(Loss) After Tax

AIC = Average Invested Capital, consists of average operating capital, average net PPE and average net other operating assets.

WACC = Weighted Average Cost of Capital is calculated as weighted average cost of debts and equity taking into account the proportion of debt position and market capitalisation as at end of the period.

2. Headline Key Performance Indicators ("KPIs") for the financial year ending 31 December 2015

On 25 February 2015, the Group announced its Headline KPIs guidance for the financial year ended 31 December 2015. The Group's 2015 Headline KPIs announced were as below:

Headline KPIs	FY2015 Headline KPIs (%)	FY2015 Achievement at Constant Currency (%)	FY2015 Actual Achievement (%)
Revenue Growth	4.0	(0.2)	6.3
EBITDA Growth	4.0	(2.2)	4.1
Return on Invested Capital ("ROIC")	8.7	7.7	7.7
Return on Capital Employed ("ROCE")	7.7	6.6	6.7

FY2015 has been a challenging year for the Group primarily due to slowing industry growth in Malaysia as well as intense competition in most countries that we operate in. Despite strong performance from OpCos in Sri Lanka, Bangladesh and Cambodia, the Group performance was adversely impacted by operational performance in Malaysia and Indonesia. Within Malaysia, Celcom's overall recovery was hampered by a flat growth market. On the other hand, XL's transformation agenda is well on track and continues to gain momentum.

Amidst this backdrop, at constant currency, the Group recorded flat revenue growth and EBITDA decline of 2.2% year-on-year. ROIC and ROCE stood at 7.7% and 6.6% respectively.

At actual currency, Group performance was positively impacted by the depreciation of Ringgit Malaysia against all currencies of the OpCos. Accordingly, the Group recorded FY2015 revenue growth of 6.3% and EBITDA growth of 4.1%. ROIC and ROCE stood at 7.7% and 6.7% respectively.

In FY2016, the Group will continue to face challenges and remains cautious in executing its business strategies including integration of Ncell in Nepal. Amongst the key risks facing operating companies include regulatory challenges (e.g. pricing and fee structure uncertainties as a result of spectrum reallocation in Malaysia etc.), political risks, intense competition and foreign currency fluctuations. Moving forward, the Group will continue to focus on its long-term transformation strategy which includes new approach to current business, venturing into new businesses adjacent to current business, selectively acquiring new assets and managing existing business via data leadership and enhancing data profitability by focusing on pricing, smart investments, network capacity utilisation and other cost saving initiatives including forex mitigation strategies.

3. Variance of Actual Profit from Forecast Profit / Profit Guarantee

The Group has not provided any profit forecast or profit guarantee in a public document in respect of the financial year ended 31 December 2015.

4. Taxation and zakat

The taxation charge and zakat for the Group comprises:

	4th Quarter Ended		Financial Year Ended	
	31/12/2015	31/12/2014	**31/12/2015**	31/12/2014
	RM'000	RM'000 Restated	**RM'000**	RM'000 Restated
Income tax:				
Malaysia				
Current year	(38,578)	(187,281)	(460,090)	(670,290)
Prior year	(1,859)	(4,178)	(1,859)	(8,317)
	(40,437)	(191,459)	(461,949)	(678,607)
Overseas				
Current year	(41,019)	(21,752)	(218,308)	(184,943)
Prior year	(51,509)	-	(51,509)	-
	(92,528)	(21,752)	(269,817)	(184,943)
Deferred tax (net):				
(Originating)/reversal of temporary differences	(181,221)	(14,782)	36,955	86,369
Total taxation	(314,186)	(227,993)	(694,811)	(777,181)
Zakat	(263)	(898)	(263)	(898)
Total taxation and zakat	**(314,449)**	(228,891)	**(695,074)**	(778,079)

The current quarter effective tax rate of the Group is higher than the statutory tax rate is mainly due to higher non-deductible expenses and the one-off super gains tax in Sri Lanka incurred during the current quarter.

Financial year to date's effective tax rate of the Group is lower than the statutory tax rate mainly due to non-taxable income and a gain from disposal of certain towers recognised by a subsidiary as disclosed in Part A, Note 4(b) of this announcement.

5. Status of Corporate Proposals

(a) Acquisition of Edotco Pakistan (Private) Limited ("e.co PK")

Axiata Investments (Labuan) Limited, a wholly-owned subsidiary of Axiata, had on 19 December 2014 entered into a SPA with Arif Hussain and Joozer Jiwakhan for the acquisition of the entire issued share capital of e.co PK at a cash consideration of PKR3,100 (equivalent to RM107) ("Acquisition-e.co PK"). The completion of Acquisition-e.co PK is subject to satisfaction of all conditions precedent.

The parties to the SPA had on 4 December 2015 agreed to further extend the period to satisfy all conditions precedent of the SPA from 30 November 2015 to 31 May 2016.

Save for the above, all other terms of the SPA shall remain and continue in full force and effect.

(b) Members' voluntary winding-up of Digital Milestone Sdn Bhd ("Digital Milestone")

A subsidiary held via Celcom Axiata Berhad ("Celcom") namely, Digital Milestone, had on 20 April 2015 commenced members' voluntary winding-up ("Winding-Up") pursuant to Section 254(1)(b) of the Companies Act, 1965. The Winding-Up of Digital Milestone is expected to be completed upon obtaining the tax clearance from Inland Revenue Board of Malaysia.

(c) Proposed Investment in NCell Private Limited ("NCELL")

On 21 December 2015, Axiata UK, a wholly-owned subsidiary of Axiata entered into a SPA and other ancillary agreements for the acquisition of the entire issued and paid-up capital of Reynolds Holdings Limited ("Reynolds") for a total cash consideration of approximately RM5.907.0 million (USD1,365.1 million) Reynolds in turn holds 800,000 shares representing 80.00% of the equity interest in NCell.

The Proposed Acquisition is subject to the following conditions having been satisfied or waived in accordance with the SPA ("Conditions"):

(a) no material adverse change (as defined in the SPA) having occurred on or prior to the Closing Date;

(b) the shareholders of Axiata having approved the acquisition of the Shares by the Buyer on the terms of the SPA;

(c) receipt by the Buyer of an approval of BNM to permit the investment in Ncell and the payment and remittance of the Closing Payment;

(d) the transfer of 20.00% of the fully diluted share capital of Ncell currently held by NGS to Sunivera having completed and Sunivera being the duly registered holder of 20.00% of the fully diluted share capital of Ncell and the transactions under a deed of waiver being consummated; and (e) subsequent to the satisfaction (or waiver in accordance with the terms of the SPA) of the Condition (d), receipt by the Buyer of a waiver from TS Norway, each Seller and NGS of any right to receive, or any other interest in, the dividend declared by Ncell on 21 December 2012 for an amount equal to NPR11.0 billion and any other dividend declared by Ncell and/or Reynolds and not paid on or before the Closing Date.

5. Status of Corporate Proposals (continued)

(d) Proposed amalgamation of Robi Axiata Limited ("Robi") and Airtel Bangladesh Limited

Robi, had on 28 January 2016 entered into an agreement with, inter-alia, Bharti Airtel Holdings (Singapore) Pte. Ltd. ("Bharti Singapore") for the amalgamation of Airtel Bangladesh with Robi on the terms set in the agreement and Companies Act, 1994 of Bangladesh ("Companies Act") ("Proposed Merger"). The Proposed Merger shall be satisfied fully via issuance of new ordinary shares of BDT10 each in Robi ("Robi Share") by Robi to Bharti Singapore for shareholding of up to 25.00% plus 1 Robi Share on a fully diluted basis of the combined entity of Robi and Airtel Bangladesh ("Consideration"). Pursuant to the Proposed Merger, Robi shall be the surviving corporation, and hereafter referred to as "MergeCo". At 100.00%, the Implied Enterprise Value on cash free debt-free basis of the MergeCo is in the range between USD1.9 billion to USD2.2 billion.

As consideration for the Proposed Merger, Robi shall issue and allot to Bharti Singapore such number of Robi Shares not exceeding 1,178,535,001 as the Consideration. The actual number of Robi Shares will be determined as at the Effective Date and shall not exceed such number of shares representing the Consideration (being the enlarged of share capital of the MergeCo); and the Consideration shall be issued and credited as fully paid and free from encumbrances with all rights, privileges, restrictions and conditions based on the shareholders' agreement to be entered into between the existing shareholders of Robi; namely; the Company, AIL and NTT Docomo, Inc, Neasden Assets Limited, Ephraim Assets Limited, Calamint Investments Limited, Thurso Investments Limited with Bharti and Bharti Singapore ("New Shareholders' Agreement").

The agreement is conditional upon regulatory approvals which include, inter-alia, the following
unless otherwise waived by the parties to the Agreement on or before the closing:

(i) Receipt of recommendation from Bangladesh Telecommunications Regulatory Commission ("BTRC") for the Proposed Merger pursuant to the Bangladesh Telecommunication Act;
(ii) Receipt of approval or confirmation of no objection to the Proposed Merger from the Government of Bangladesh;
(iii) Receipt of all relevant approvals and issue of all related licenses or authorisations from BTRC and issue to Robi of the Order of Merged Licenses;
(iv) Execution of the Shareholders' Agreement;
(v) Approval of the High Court of Bangladesh ("High Court");
(vi) Approval by Bangladesh Securities and Exchange Commission of the issue of the Consideration; and
(vii) Completion of the Merger Filing with Registrar of Joint Stock Companies and Firms of Bangladesh ("RJSC").

Robi and Airtel Bangladesh shall implement the Proposed Merger by way of the Scheme of Amalgamation in accordance with the Companies Act and jointly obtaining the approval of the High Court of Bangladesh for amalgamation of both companies pursuant to the terms of the Agreement and Scheme of Amalgamation.

Upon completion of the Proposed Merger, it is expected that the Group, Bharti and NTT Parties will own 68.70%, 25.00% and 6.30% respectively in the MergeCo.

5. Status of Corporate Proposals (continued)

(e) Capital Increases with Pre-emptive Rights by XL

On 1 February 2016, XL announced its intention to embark on a rights issue with the net proceeds from the rights issue to be used to repay XL's USD 500 million shareholder's loan.

The capital raising has been structured as a rights issue in order to allow existing shareholders of XL to participate in the future growth of the Company. To demonstrate its continued commitment as major shareholder of XL, the Group has expressed its intention to fully subscribe for its pro rata rights entitlement under the rights issue. Any remaining shares not subscribed for other shareholders in the rights issue are expected to be fully underwritten.

The rights issue is subject to XL's shareholder approval through an extraordinary general shareholders meeting, scheduled on 10 March 2016, as well as obtaining an effective letter from the Financial Service Authority ("Otoritas Jasa Keuangan/OJK") with respect a registration statement to be submitted by XL. The capital raising is anticipated to be completed by first half of 2016. The rights price will be jointly determined and fixed by the Board of XL and Standby Purchasers and is expected to be no more than 20.00% discount to the TERP as of the price fixing date. The terms of the rights issue, including the price of shares relating to the rights offering and the final number of shares to be offered will be announced in due course.

Other than the above, there is no other corporate proposal announced but not completed as at 10 February 2016.

6. Group's Borrowings and Debt Securities

(a) Breakdown of the Group's borrowings and debt securities as at 31 December were as follows:

	2015		2014	
	Current	**Non-current**	Current	Non-current
	RM'000	**RM'000**	RM'000	RM'000
Secured	175,068	490,008	128,413	290,515
Unsecured	2,172,662	13,554,648	1,820,228	11,654,179
Total	**2,347,730**	**14,044,656**	1,948,641	11,944,694

(b) Foreign currency borrowings and debt securities in RM equivalent as at 31 December were as follows:

Foreign Currencies	**2015**	2014
	RM'000	RM'000
USD	6,886,264	5,935,004
IDR	4,411,853	2,839,199
BDT	439,888	14,115
SLR	78,349	53,256
PKR	49,605	25,789
Total	**11,865,959**	8,867,363

7. Outstanding derivatives

(a) The detail of the Group's outstanding net derivatives financial instruments as at 31 December are set out as follow:

Type of derivatives financial instruments	2015 Notional value	2015 Fair value favorable/ (unfavorable)	2014 Notional value	2014 Fair value favorable/ (unfavorable)
	RM'000	RM'000	RM'000	RM'000
Forward foreign currency contracts:				
- < 1 year	-	-	168,692	33,033
Cross currency interest rate swaps:				
- < 1 year	377,696	113,252	-	-
- 1 - 3 years	214,600	72,330	346,352	78,531
- > 3 years	1,287,600	101,807	1,224,475	29,451
Interest rate swaps contracts:				
- < 1 year	145,012	(359)	168,692	(2,729)
- 1 - 3 years	300,383	(743)	664,715	(7,709)
- > 3 years	-	-	422,152	(1,734)
Call spread contracts:				
- > 3 years	1,287,600	46,751	1,049,550	4,353
Put option liability over shares held by NCI:				
- < 1 year	(172,753)	(172,753)	-	-
Convertible warrants in an associate:				
- > 3 years	-	8,342	-	8,342
Total		**168,627**		141,538

(b) The risks associated with the derivative financial instrument and the policies in place for mitigating such risks were disclosed in 2014 Audited Financial Statements.

8. Fair value changes of financial liabilities

The Group recognised a total net losses in the consolidated profit or loss arising from the fair value changes on the derivatives financial instruments which are marked to market as at date of statement of financial position are as follow:

	4th Quarter Ended		Financial Year Ended	
	31/12/2015	31/12/2014	**31/12/2015**	31/12/2014
	RM'000	RM'000	**RM'000**	RM'000
Total net losses	**(4,594)**	(19,169)	**(12,997)**	(31,416)

9. Realised and Unrealised Profits or Losses Disclosure

	As at	
	31/12/2015	31/12/2014
	RM'000	RM'000 Restated
Total retained profits/(accumulated losses) of the Company and its subsidiaries:		
- Realised	11,689,640	11,525,741
- Unrealised	(1,627,354)	(1,476,007)
	10,062,286	10,049,734
Total retained profits/(accumulated losses) from associated companies:		
- Realised	2,037,753	1,437,757
- Unrealised	(310,555)	(182,708)
	1,727,198	1,255,049
Total accumualted losses from joint ventures:		
- Realised	(59,827)	(21,239)
	11,729,657	11,283,544
Less : Consolidation adjustments	(1,506,379)	(1,435,860)
Total Consolidated Retained Profits	**10,223,278**	9,847,684

10. Material Litigation

The status of material litigation of the Group is as follows:

(a) Celcom Trading Sdn Bhd (formerly known as Rego Multi-Trades Sdn Bhd) ("Celcom Trading") vs Aras Capital Sdn Bhd ("Aras Capital") & Tan Sri Dato' Tajudin Ramli ("TSDTR")

In 2005, Celcom Trading, a wholly-owned subsidiary of Celcom, commenced proceedings against Aras Capital and TSDTR for amounts due to Celcom Trading of RM261.8 million as at 30 November 2004 pursuant to an investment agreement with Aras Capital and an indemnity letter given by TSDTR. TSDTR filed its defence and instituted a counterclaim of RM100.0 million against Celcom Trading, Celcom Resources Berhad (formerly known as Technology Resources Industries Berhad) ("Celcom Resources") and its directors to void and rescind the indemnity letter and claim damages. Celcom Trading, Celcom Resources and the directors filed their respective applications to strike out TSDTR's counterclaim, which were dismissed by the Court. The directors appealed and the same was dismissed on 16 October 2012. Subsequent to that, the Court allowed the parties' application to amend the pleadings on 13 May 2013. The matter was partially heard on 3 to 6 November 2014 and was thereafter adjourned for continued trial on 13, 14, 15 and 17 April 2015. The trial proceeded on 13 April 2015 and thereafter adjourned to 26 June 2015 for continued trial. Celcom had closed its case on 28 September 2015 and TSDTR commenced his case on the same date. The hearing continued until 30 September 2015 and thereafter adjourned to 23 October 2015 for further continued hearing. The trial proceeded on 23 October 2015 whereby TSDTR had completed his evidence. During the case management on 5 November 2015, the Court fixed 27 and 28 January 2016 for continued hearing. On 28 January 2016, the Court fixed 30 March 2016 for parties to submit their respective submissions.

10. Material Litigation (continued)

(b) Celcom Axiata Berhad (formerly known as Celcom (Malaysia) Berhad) ("Celcom") & Another vs TSDTR & 6 Others

On 24 October 2008, Celcom and Celcom Resources filed a Writ of Summons and Statement of Claim against the former directors of Celcom/Celcom Resources, namely (i) TSDTR, (ii) Bistaman Ramli ("BR"), (iii) Dato' Lim Kheng Yew ("DLKY"), (iv) Axel Hass ("AH"), (v) Oliver Tim Axmann ("OTA"). In the Writ of Summons, Celcom and Celcom Resources also named DeTeAsia Holding GmbH ("DeTeAsia") and Beringin Murni Sdn Bhd ("BM") as co-defendants (collectively with the former directors referred to as "Defendants"). Celcom and Celcom Resources are seeking damages for conspiracy against the Defendants.

Celcom and Celcom Resources claim that the Defendants wrongfully and unlawfully conspired with each other to injure Celcom and Celcom Resources by causing and/or committing them to enter into the Supplemental Agreement to the Subscription Agreement and the Management Agreement dated 7 February 2002 ("Supplemental Agreement") and the Amended and Restated Supplemental Agreement ("ARSA") dated 4 April 2002 with DeTeAsia in consideration for the renunciation by DeTeAsia of certain rights issue shares in Celcom Resources in favour of TSDTR and BR.

TSDTR and BR filed an application to strike out the Writ of Summons. On 17 July 2009, the Court dismissed TSDTR and BR's striking out application with costs. TSDTR and BR filed an appeal to the Court of Appeal. The appeal was heard on 25 June 2012 and 14 August 2012. The Court of Appeal fixed the appeal for continued hearing on 28 November 2012.

DeTeAsia, AH and OTA have filed their respective Memorandum of Conditional Appearance and application to strike out these proceedings. On 25 October 2010, the Court dismissed the said application respectively and on 28 October 2010 AH, OTA and DeTeAsia filed their respective appeals to Court of Appeal against the High Court decision. The appeals were heard on 25 June 2012 and 14 August 2012 and fixed for continued hearing on 28 November 2012.

Subsequently, the Court of Appeal vacated both appeals and at the hearing fixed on 27 June 2013, the Court of Appeal heard the parties' submissions and reserved its decision to a date to be fixed. The Court of Appeal had on 11 March 2014 dismissed with costs appeals filed by TSDTR, BR, AH, OTA and DeTeAsia. The Court of Appeal also ordered that the proceedings in the High Court be stayed pending disposal of the defendants' applications for leave to appeal to the Federal Court. On 8 and 9 April 2014, an application for leave to appeal to the Federal Court was filed by TSDTR, BR, AH, OTA and DeTeAsia respectively. The hearing of their application for leave to appeal to the Federal Court has now been fixed on 31 March 2016. The matter in the High Court has been fixed for case management on 4 April 2016 pending determination of the aforesaid appeals.

Separately, Celcom and Celcom Resources have reached an amicable settlement with DLKY and the said companies have filed their respective notice of discontinuance with no order as to costs and without liberty to file afresh against DLKY on 6 March 2015.

10. Material Litigation (continued)

(c) Celcom & Another vs TSDTR & 8 Others

In connection with the Award in DeTeAsia's favour in August 2005, Celcom and Celcom Resources instituted proceedings against 9 of its former directors alleging that they had breached their fiduciary duties in entering into a Subscription Agreement on its behalf on 25 June 1996 with Deutsche Telekom AG ("Subscription Agreement"), and the ARSA whilst they were directors of Celcom and Celcom Resources. In addition, Celcom and Celcom Resources have also made a claim against TSDTR for alleged unauthorised profits made by him in connection with the execution of the abovementioned agreements. Celcom and Celcom Resources are seeking an indemnity from the directors for the sums paid by Celcom to DeTeAsia in satisfaction of the Award against it, return of the alleged unauthorised profits by TSDTR amounting to RM446.0 million, all monies received by the directors arising out of such breaches, losses and damages in connection with the entry of Celcom and Celcom Resources into the Subscription Agreement and the ARSA.

TSDTR and BR filed an application to strike out the proceedings. On 6 February 2009, the Court dismissed TSDTR and BR's striking out application with costs. TSDTR and BR filed an appeal to the Court of Appeal. The appeal was heard on 25 June 2012 and on 14 August 2012. The Court of Appeal fixed the appeal for continued hearing on 28 November 2012.

The German directors have respectively applied to set aside these proceedings on the basis that the issues had been litigated and decided on their merits based on the Award. The said applications were respectively dismissed by the Court on 30 June 2010. The German directors filed their respective notices of appeal to the Court of Appeal. The appeals were heard on 25 June 2012 and 14 August 2012. The Court of Appeal then fixed 28 November 2012 for continued hearing.

Subsequently, the Court of Appeal vacated both appeals and at the hearing fixed on 27 June 2013, the Court of Appeal heard the parties' submissions and reserved its decision to a date to be fixed. The Court of Appeal had on 11 March 2014 dismissed with costs the appeals filed by (i) TSDTR and BR against the decision of the High Court dated 6 February 2009; and (ii) the German directors against the decision of the High Court dated 30 June 2010.

The Court of Appeal also ordered that the proceedings in the High Court be stayed pending the disposal of the defendants' applications for leave to appeal to the Federal Court. On 8 and 9 April 2014, an application for leave to appeal to the Federal Court was filed by TSDTR, BR and German directors respectively. The hearing of their application for leave to appeal has now been fixed on 31 March 2016. The matter in the High Court has been fixed for case management on 4 April 2016 pending determination of the aforesaid appeals.

Separately, Celcom and Celcom Resources have reached an amicable settlement with DLKY and the said companies have filed their respective notice of discontinuance with no order as to costs and without liberty to file afresh against DLKY on 6 March 2015.

11. Update on Memorandum of Understanding ("MOU") pursuant to Paragraph 9.29, Chapter 9 of the Main LR

(i) Celcom and MY E.G Services Berhad had, on 2 September 2013, entered into a MOU to jointly explore possible business opportunities and collaboration in the areas of e-Government services delivery and joint go-to-market for specific target market segments.

This MOU, which is valid for a period of one (1) year, forms the basis of the Parties collaboration until such time definitive agreements(s) are entered. The MOU may be further extended by the Parties unless earlier terminated or upon execution of the definitive agreement(s).

The parties are currently in the exploratory stage on the areas of collaboration between the Parties and had agreed to extend the MOU further for another period of one (1) year.

(ii) Celcom and its wholly-owned subsidiaries; namely, Celcom Mobile Sdn Bhd and Celcom Networks Sdn Bhd had, 28 January 2016 entered into the following agreements with Telekom Malaysia Berhad ("TM"), a related party:-

- The Memorandum of Agreement for the next phase of infrastructure collaboration; and
- Domestic Roaming Services and Domestic Roaming Facilities Agreement between Celcom, TM and Packet One Networks (Malaysia) Sdn Bhd for the provision by Celcom of 2G and/or 3G Domestic Roaming Services and 2G and/or 3G Domestic Roaming Facilities to P1.

12. Other Disclosure Requirements under Appendix 9B of the Main LR

Other than those items disclosed in the statements of comprehensive income and notes in Part A of this announcement, there are no material impairment of receivables, inventories, gains/loss on disposal of investments, properties and assets during the current quarter and financial year to date.

13. Earnings Per Share ("EPS")

(a) Basic EPS

	4th Quarter Ended		Financial Year Ended	
	31/12/2015	31/12/2014 Restated	**31/12/2015**	31/12/2014 Restated
Profit attributable to owners of the Company (RM'000)	467,235	599,242	2,554,220	2,364,976
Adjusted weighted average number of shares ('000)	8,766,150	8,579,389	8,668,700	8,563,235
Basic EPS (sen)	**5.3**	7.0	**29.5**	27.6

Basic EPS of the Group was calculated by dividing the net profit attributable to shareholders by the weighted average number of ordinary shares during the current quarter and financial year to date.

(b) Diluted EPS

For the diluted EPS, the weighted average number of ordinary shares in issue is adjusted to assume conversion of all dilutive potential ordinary shares.

	4th Quarter Ended		Financial Year Ended	
	31/12/2015	**31/12/2014** Restated	**31/12/2015**	**31/12/2014** Restated
Profit attributable to owners of the Company (RM'000)	467,235	599,242	2,554,220	2,364,976
Weighted average number of ordinary shares in issue ('000)	8,766,150	8,579,389	8,668,700	8,563,235
Adjusted for ESOS and RSA ('000)	75,356	78,411	51,931	63,756
Weighted average number of ordinary shares for the purpose of computing diluted EPS ('000)	8,841,506	8,657,800	8,720,631	8,626,991
Diluted EPS (sen)	**5.3**	6.9	**29.3**	27.4

14. Qualification of Preceding Audited Financial Statements

The 2014 Audited Financial Statements were not subject to any qualification.

15. Dividend Proposed

The Board of Directors have recommended tax exempt dividends under single tier system a final dividend of 12 sen (2014: 14 sen) per ordinary share of RM1 each of the Company ("Share") in respect of financial year ended 31 December 2015 ("Proposed Final Dividend") which is subject to the approval by the shareholders at the forthcoming Annual General Meeting. Full year dividend declared for the financial year ended 2015 is 20 sen (2014: 22 sen).

The Board of Directors also determined that the Company's Dividend Reinvestment Scheme ("DRS") will apply to the Proposed Final Dividend, whereby shareholders will be given the option to elect to reinvest the whole or part of the dividend into new Shares of the Company. This will be subject to the approval of shareholders at our forthcoming AGM for the renewal of the authority for Directors of the Company to allot and issue the new Shares pursuant to the DRS, and the approval of Bursa Securities for the listing of and quotation for the new Shares to be issued pursuant to the DRS. The relevant application to Bursa Securities will be submitted in due course, and the decision of Bursa Securities as well as the Book Closure Date will be announced by the Company at a later date.

By Order of the Board

Suryani Hussein (LS0009277)
Secretary

Kuala Lumpur
17 February 2016