

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

Announcement of the satisfaction of the Consent Fee Conditions and the effectiveness of the Waivers relating to its previously announced 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
(ISIN/Common Code: XS2216900287 / 221690028)**

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”)

(ISIN/Common Code: XS1382802095 / 138280209)

and

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

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

(ISIN/Common Code: XS2216900105 / 221690010)

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

30 November 2022. The Securities Issuers and Axiata announced today the satisfaction of the Consent Fee Conditions as set out in the Consent Solicitation Memorandum (as defined below) with respect to the Notes and the Sukuk. The Securities Issuers and Axiata further announced the effectiveness of the Waivers with respect to the Notes and the Sukuk.

Capitalised terms used but not defined herein shall, unless the context otherwise requires, have the meaning set out in the Consent Solicitation Memorandum and the announcements dated 11 August 2021 and 3 September 2021 in relation to the Consent Solicitation. This announcement and other documents related to the Consent Solicitation are available from Morrow Sodali Limited (the “**Tabulation Agent**”), at the Consent Website (<https://bonds.morrowsodali.com/Axiata>).

No offer or invitation to acquire or exchange any securities is being made pursuant to this announcement.

As described in the Consent Solicitation Memorandum, 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**”).

As described in the Securities Issuers and Axiata’s announcement dated 3 September 2021, the Extraordinary Resolutions are passed and have become effective on 2 September 2021.

As described in Axiata's announcement dated 30 November 2022, Axiata proceeded with the Closing and the Combination Closing in respect of the Proposed Merger (as described in the Consent Solicitation Memorandum) on 30 November 2022. As a result, the Waivers have become effective on 30 November 2022.

The full terms and conditions of the Consent Solicitation are contained in the consent solicitation memorandum dated 11 August 2021 prepared by the Securities Issuers and Axiata (the "**Consent Solicitation Memorandum**").

NOTICE IS HEREBY GIVEN that (i) the Consent Fee Conditions have been satisfied as of 30 November 2022, (ii) Axiata proceeded with the Closing and the Combination Closing in respect of the Proposed Merger, which have occurred as of 30 November 2022, (iii) the Waivers became effective as of 30 November 2022 and (iv) the Securities Issuers and Axiata shall procure the payment of any Consent Fee on the Payment Date which shall be 2 December 2022.

Questions in connection with the Consent Solicitation may be directed to the Tabulation Agent via email axiata@investor.morrowsodali.com or phone call at +852 2319 4130 (Hong Kong) and +44 20 4513 6933 (London).

Noteholders and Sukukholders are advised to read carefully the Consent Solicitation Memorandum for full details of the Consent Solicitation. Copies of the Consent Solicitation Memorandum are available to Noteholders and Sukukholders from the Tabulation Agent, the contact details for each of which appear below or on the last page of the Consent Solicitation Memorandum. In addition, Noteholders and Sukukholders may contact the Joint Solicitation Agents for information using the contact details below.

Questions and requests for assistance in connection with the Consent Solicitation may be directed to the 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
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Attention: Liability Management
Tel: +44 20 7885 5739 / +852 3983 8658 / +65
6557 8286

Email: liability_management@sc.com

TABULATION AGENT

Morrow Sodali Limited

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

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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 any Consent Solicitation by a Noteholder or Sukukholder in any circumstances in which such participation is unlawful will not be accepted.