

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

Announcement of Results of Consent Solicitation in connection with

AXIATA SPV5 (LABUAN) LIMITED

(the “Issuer”)

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

Guaranteed by Axiata Group Berhad (“Axiata”)

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

and

AXIATA SPV2 BERHAD

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

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

(the “2026 Sukuk”)

and

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

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

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

3 September 2021. The Securities Issuers and Axiata wishes to announce the results of its consent solicitation (the “**Consent Solicitation**”) to approve certain waivers relating to the Notes and Sukuk subject to the terms and conditions set out in the Consent Solicitation Memorandum dated 11 August 2021.

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 announcement dated 11 August 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.morrow sodali.com/Axiata>).

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

The Consent Solicitation commenced on 11 August 2021. The Expiration Time passed at 10:00 a.m. (London Time) on 31 August 2021. The Meetings in respect of the Notes and Sukuk were each duly convened and held on 2 September 2021. Each Meeting had the requisite quorum. As the votes received for each of the Extraordinary Resolutions in respect of the Notes, the 2026 Sukuk and 2030 Sukuk, respectively, represented a majority of not less than three-quarters of the total votes received, each of the Extraordinary Resolutions was passed.

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

The Securities Issuers will announce (i) the satisfaction (or waiver) of the Consent Fee Conditions, (ii) whether or not Axiata is able to and intends to proceed with Closing and Combination Closing, (iii) the effective date of the

Waivers and (iv) the Payment Date (as defined below) as soon as reasonably practicable following satisfaction (or waiver) of the Consent Fee Conditions.

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

Axiata's board of directors would like to take this opportunity to thank all of the Noteholders and Sukukholders who have been supportive to Axiata.

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

JOINT SOLICITATION AGENTS

Maybank Investment Bank Berhad

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

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

Email: MIBprojectkinabaludcm@maybank-ib.com

Standard Chartered Bank

One Basinghall Avenue
London, EC2V 5DD
United Kingdom

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

Email: liability_management@sc.com

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

TABULATION AGENT

Morrow Sodali Limited

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

E-mail: axiata@investor.morrowsodali.com

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

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103 Wigmore Street
W1U 1QS
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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 the Consent Solicitation by a Noteholder or Sukukholder in any circumstances in which such participation is unlawful will not be accepted.