

Notice of Extraordinary General Meeting



SINGAPORE TELECOMMUNICATIONS LIMITED

(Incorporated in the Republic of Singapore)

Company Registration Number: 199201624D
Australian Registered Body Number: 096 701 567

IMPORTANT

Investors who hold discounted Singtel shares offered under the Special Discounted Shares (SDS) Scheme in Singtel's initial public offering in 1993 and in Singtel's second offering in 1996 in their CPF ordinary accounts and who wish to attend, speak and vote at the Extraordinary General Meeting as proxies of the CPF Board are required to register at www.singtelegm.com before 5.00 p.m. on 10 October 2016.

NO VOUCHERS OR DOOR GIFTS

Singtel will not be distributing any vouchers or door gifts at the Extraordinary General Meeting.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Singapore Telecommunications Limited (the "**Company**" or "**Singtel**") will be held at Sands Expo and Convention Centre, Marina Bay Sands Level 4, Roselle-Simpur Main Ballroom 4601-4806, 10 Bayfront Avenue, Singapore 018956 on Friday, 14 October 2016 at 3.00 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following Resolution, which will be proposed as an Ordinary Resolution:

Ordinary Resolution

Approval for:

- (1) The Proposed Acquisition of Shares in Intouch Holdings Public Company Limited**
- (2) The Proposed Acquisition of Shares in Bharti Telecom Limited**
- (3) The Proposed Placement of Shares in Singapore Telecommunications Limited**

That:

- (a) approval be and is hereby given for:
 - (i) the acquisition by Singtel Global Investment Pte. Ltd. ("**SGIPL**"), a wholly-owned subsidiary of the Company, or its nominee(s), from Aspen Holdings Limited ("**Aspen**") of 673,348,264 issued and paid-up shares having the par value of THB1 each in the issued share capital of Intouch Holdings Public Company Limited, on and subject to the terms of the conditional share purchase agreement dated 18 August 2016 (the "**Intouch SPA**") entered into between SGIPL and Aspen, details of which have been set out in the Circular to Shareholders dated 29 September 2016 (the "**Circular**");
 - (ii) the acquisition by Magenta Investments Limited ("**Magenta**"), a wholly-owned subsidiary of the Company, or its nominee(s), from MacRitchie Investments Pte. Ltd. ("**MacRitchie**"), of 186,618,016 equity shares of INR10 each in the issued share capital of Bharti Telecom Limited, on and subject to the terms of the conditional share purchase agreement dated 18 August 2016 (the "**BTL SPA**") entered into between Magenta and MacRitchie, details of which have been set out in the Circular; and
 - (iii) the placement of 385,581,351 new ordinary shares of the Company (the "**New Shares**") to Tembusu Capital Pte. Ltd. ("**Tembusu**") (or one or more of Tembusu's nominees), and that the Directors of the Company be and are hereby authorised to allot and issue the New Shares to or for the account of Tembusu (or one or more of Tembusu's nominees), for cash at the issue price of S\$4.16 per New Share (rounded to two decimal places), on and subject to the terms of the conditional placement agreement dated 18 August 2016 (the "**Placement Agreement**") entered into between the Company and Tembusu, details of which have been set out in the Circular, the New Shares to rank in all respects *pari passu* with the existing ordinary shares of the Company; and

Notice of Extraordinary General Meeting

- (b) the Directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required under or pursuant to the Intouch SPA, the BTL SPA and/or the Placement Agreement) as they or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to this Resolution as they or he may deem fit.

By Order of the Board

Lim Li Ching (Ms)

Assistant Company Secretary
Singapore, 29 September 2016

Proxies:

1. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Extraordinary General Meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
- (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Extraordinary General Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore.

2. A proxy need not be a member of the Company.
3. The instrument appointing a proxy or proxies must be lodged at the office of the Company's Share Registrar, M & C Services Private Limited at 112 Robinson Road #05-01, Singapore 068902, not less than 72 hours before the time appointed for the Extraordinary General Meeting.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the **"Purposes"**), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.