

| SALIENT TERMS AND CONDITIONS OF THE SUKUK PROGRAMMES | |
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| Issuer | Digi Telecommunications Sdn. Bhd. (“ Digi ” or the “ Issuer ”) |
| Sole Principal Adviser, Sole Lead Arranger and Lead Manager | CIMB Investment Bank Berhad |
| Sole Shariah Adviser | CIMB Islamic Bank Berhad |
| Facility Description | An Islamic medium term notes (“ IMTN ”) programme of up to RM5.0 billion in nominal value (“ IMTN Programme ”) and an Islamic commercial papers (“ ICP ”) programme of up to RM1.0 billion in nominal value (“ ICP Programme ”), which have a combined limit of up to RM5.0 billion in nominal value (the IMTN Programme and ICP Programme are collectively referred to as the “ Sukuk Programmes ”) |
| Utilisation of proceeds | <p><u>IMTN Programme</u> The Issuer shall utilise the proceeds from the IMTN Programme for purposes of financing the capital expenditure, working capital requirements, other general funding requirements and/or general corporate purposes of the Issuer and/or its subsidiaries. All of the above purposes shall be Shariah-compliant.</p> <p><u>ICP Programme</u> The Issuer shall utilise the proceeds from the ICP Programme for purposes of financing the working capital requirements, other general funding requirements and/or general corporate purposes of the Issuer and/or its subsidiaries. All of the above purposes shall be Shariah-compliant.</p> |
| Islamic Principle | Murabahah (via a Tawarruq arrangement) |
| Tenure of the Sukuk Programmes | <p><u>Tenure of the Sukuk Programmes</u> IMTN Programme: Fifteen (15) years from the date of the first issuance of IMTN under the IMTN Programme.</p> <p>ICP Programme: Seven (7) years from the date of the first issuance of ICP under the ICP Programme.</p> |
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| Profit rate | <p>The IMTN may be issued with or without periodic profit payments (“Periodic Profit Payments”). In relation to IMTN with Periodic Profit Payments, the profit rate will be determined prior to each issuance of IMTN, based on either a fixed or floating rate.</p> <p>The ICP shall be issued without Periodic Profit Payments.</p> |
| Ratings | <p>IMTN Programme: AAA by RAM Rating Services Berhad (“RAM”) ICP Programme: P1 by RAM</p> |
| Status | <p>The IMTN and ICP shall constitute direct, unconditional, unsubordinated and unsecured obligations of the Issuer and shall at all times rank pari passu, without any discrimination, preference or priority amongst themselves and pari passu with all other present and future unsecured and unsubordinated obligations of the Issuer, subject to those preferred by law and the transaction documents in respect of the Sukuk Programmes.</p> |
| Listing Status | <p>The IMTN and ICP will not be listed on Bursa Malaysia Securities Berhad or any other stock exchanges.</p> |
| Issue Price | <p>The IMTN may be issued at par, at a discount or at a premium whilst the ICP shall be issued at a discount. The Issue Price of the IMTN and ICP shall be determined prior to each issuance.</p> |
| Yield to Maturity | <p>The yield to maturity shall be determined prior to each issuance of the IMTN and ICP.</p> |
| Redemption at Maturity | <p>Unless previously redeemed or purchased and cancelled, the IMTN and ICP shall be redeemed by the Issuer at 100% of their nominal value on their respective maturity dates.</p> |
| Governing Law | <p>Laws of Malaysia.</p> |

In relation to the first issuance of IMTN (“Series 001”):

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| Facility Description | An Islamic medium term notes (“ IMTN ”) programme of up to RM5.0 billion in nominal value (“ IMTN Programme ”) |
| Issue Size for Series 001 | Tranche 001: RM 300,000,000.00 in nominal value Tranche 002: RM 300,000,000.00 in nominal value Tranche 003: RM 300,000,000.00 in nominal value |
| Issue Price for Series 001 | Tranche 001: 100% of the Issue Size Tranche 002: 100% of the Issue Size Tranche 003: 100% of the Issue Size |
| Issue Date | 14 April 2017 |
| Scheduled Dissolution Date: | Tranche 001: 14 April 2022 Tranche 002: 12 April 2024 Tranche 003: 14 April 2027 |
| Tenure of Series 001: | Tranche 001: 5 years Tranche 002: 7 years Tranche 003: 10 years |
| Yield to maturity for Series 001 | 5 years: 4.38% p.a. 7 years: 4.53% p.a. 10 years: 4.65% p.a. |
| Frequency of Periodic Profit Payments | Semi-annual basis |
| Utilisation of Proceeds | For general corporate purposes of the Issuer and/or its subsidiaries which shall be Shariah-compliant |
| Mode of Issue | Bookbuilding basis |
| Call Option | Yes |
| Joint Lead Managers for Series 001 | CIMB Investment Bank Berhad, RHB Investment Bank Berhad and Bank of Tokyo Mitsubishi UFJ (Malaysia) Berhad |