

**CONFIDENTIAL**

**MINUTES OF THE 29TH ANNUAL GENERAL MEETING OF  
SINGAPORE TELECOMMUNICATIONS LIMITED  
HELD BY ELECTRONIC MEANS ON  
30TH JULY 2021 AT 10.00 A.M.**

**PRESENT**

*In person:*

Lee Theng Kiat	Chairman of the Board and Chairman of the Finance & Investment Committee
Yuen Kuan Moon	Director and Group Chief Executive Officer
Gautam Banerjee	Chairman of the Audit Committee

*Via live webcast:*

Venky Ganesan	Director and Chairman of the Technology Advisory Panel
Bradley Horowitz	Director
Gail Kelly	Director, Chairman of the Executive Resource and Compensation Committee and Chairman of the Optus Advisory Committee
Lim Swee Say	Director
Low Check Kian	Lead Independent Director and Chairman of the Corporate Governance and Nominations Committee
Christina Ong	Director
Rajeev Suri	Director
Teo Swee Lian	Director and Chairman of the Risk Committee
Wee Siew Kim	Director

**IN ATTENDANCE**

*In person:*

Arthur Lang	Group Chief Financial Officer
Lim Li Ching	Assistant Company Secretary

Via live webcast:

Kelly Bayer Rosmarin	Chief Executive Officer, Consumer Australia / Chief Executive Officer, Optus
Bill Chang	Chief Executive Officer, Group Enterprise / Country Chief Officer Singapore
Mark Chong	Group Chief Technology Officer
Lim Cheng Cheng	Group Chief Corporate Officer
Samba Natarajan	Chief Executive Officer, Strategic Portfolio
Ng Kuo Pin	Chief Executive Officer, NCS
Aileen Tan	Group Chief People and Sustainability Officer
William Woo	Group Chief Information Officer and Group Chief Digital Officer

**BY INVITATION**

Via live webcast:

Yap Lune Teng	Partner, Allen & Gledhill LLP
Ong Pang Thye	Managing Partner, KPMG LLP
Reinhard Klemmer	Partner, Head of Professional Practice, KPMG LLP

**1. OPENING**

The Chairman welcomed the shareholders who had joined the virtual Meeting. He expressed his regret that, due to the current COVID-19 situation in Singapore, shareholders were not able to attend the Meeting in person and the Meeting was being conducted by electronic means pursuant to the provisions of the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.

**2. QUORUM**

The Chairman, being advised that a quorum was present in accordance with Article 65 of the Company's Constitution, commenced the Meeting at 10.00 a.m.

The Chairman introduced himself, Mr Gautam Banerjee, Chairman of the Audit Committee and Lead Independent Director-Designate, Mr Yuen Kuan Moon, Group Chief Executive Officer ("GCEO"), and Mr Arthur Lang, Group Chief Financial Officer ("GCFO"), who were present in person. The Chairman also introduced the other members of the Singtel Board of Directors and Senior Management, who attended the Meeting via live webcast.

### **3. NOTICE OF MEETING**

The Chairman informed the shareholders that the Notice of Annual General Meeting dated 7 July 2021 (“AGM Notice”) convening the Meeting had been issued and published on the SGXNET as well as on the Company’s website in accordance with the COVID-19 provisions. The AGM Notice was taken as read.

### **4. QUESTIONS AND ANSWERS**

The Chairman informed the shareholders that the Company had published the responses to substantial and relevant pre-submitted questions on the resolutions to be proposed at the Meeting on SGXNET and the Company’s website prior to the Meeting. The questions and responses are attached as Appendix A. The Chairman further informed the shareholders that GCEO, GCFO and he would address some of the key questions that were submitted by shareholders during the AGM broadcast, at the live question and answer session after the review of Singtel’s business and operations.

### **5. PRESENTATION BY GCEO**

The Chairman then invited GCEO to make a presentation on the Group’s business and operations.

#### **(i) REVIEW OF 2021**

GCEO began his presentation by outlining the challenges Singtel faced in the financial year ended March 2021 (“FY21”), as it navigated the ongoing global economic disruption brought about by COVID-19 and structural challenges brought about by intense market competition. Despite these challenges, he shared how the pandemic had accelerated digitalisation among consumers and positively influenced the business of the Group. Singtel was forging ahead with its multi-year 5G investment program to drive growth in the medium to long term. Singtel had also commenced a strategic review of Amobee and Trustwave to consider how to help these businesses reposition themselves and execute to their competitive advantages.

#### **(ii) FINANCIAL HIGHLIGHTS**

GCEO shared how FY21’s operating challenges had impacted the financial results of the Group. A final ordinary dividend of 2.4 cents per share was recommended by the Board, bringing total dividends to 7.5 cents for FY21, representing 71% of underlying net profit. He said that Singtel was committed to a sustainable dividend policy in line with earnings and cash flow generation. Barring unforeseen circumstances, Singtel planned to pay dividends of between 60% and 80% of underlying net profit moving forward. This dividend policy would be reviewed regularly to reflect the progress of the Group’s transformation.

### (iii) COVID-19 RESPONSE

GCEO highlighted how Singtel had supported stakeholders in their shift online during the COVID-19 pandemic:

#### For customers

Singtel launched its 'Let's Get Digital' programme to help local SMEs move towards digital enablement. Similarly, Optus promoted its own suite of communication and collaboration tools for its SME customers.

#### For employees

Singtel facilitated a smooth transition to remote working amid the COVID-19 lockdowns, investing in employee training and providing virtual health clinics and wellness events to keep up employee mental well-being.

#### For community

Singtel also launched its 'Singtel Digital Silvers' programme and other learning workshops for seniors in the community, to help them stay connected and use digital payments safely. In Australia, Optus' 'Donate Your Data' campaign helped nearly 15,000 students with their remote learning needs.

### (iv) STRATEGIC RESET

GCEO explained how the strategic reset would help Singtel reposition as a leading communications and digital service provider for its customers. The reset would be built on the following four pillars:

#### A. Reinvigorate the Core Business

##### The Consumer Core Business

GCEO shared how Singtel would focus on 5G to create innovative products and services for consumers. This would help differentiate Singtel in a competitive market. Singtel clocked a number of firsts in the 5G field in Singapore, including the first 5G indoor coverage, 5G standalone network and 5G roaming. In Australia, Optus was crowned Australia's fastest 5G mobile network by Ookla and had enabled 5G connectivity at the Optus Stadium in Perth.

##### The Enterprise Core Business

GCEO highlighted how 5G would be an enabler of digital transformation for enterprises. Singtel would seek to deliver stronger capabilities to enterprises, including authentication and encryption, through its 5G multi-access Edge Compute platform. Singtel would also partner with enterprise customers to co-create new applications and business models.

#### B. Capitalise on Growth Trends

##### Transform NCS into B2B digital services champion in Asia

GCEO described future growth engines for the Group, starting with NCS. The Group would continue to build on NCS' momentum of revenue growth through organic and inorganic initiatives. As a start, NCS had formed two new strategic business groups: 'Gov+' to help government agencies digitalise

public services and build smart cities, and 'Telco+' to help telcos improve customer experiences and operational efficiencies. NCS would focus on three main markets, namely Singapore, Australia and greater China where there was greater IT spend and familiarity with the Singtel Group.

#### Grow Multi-Local Digital Ecosystems

GCEO recognised the massive digital ASEAN growth opportunity, as consumers increasingly embraced a digital lifestyle across Singtel's markets. Singtel and its associates have introduced services that include payments and digital media and gaming. Singtel would seek to create multi-local digital ecosystems in each market through national Digital OpCos or partnership opportunities with digital natives, to scale aggressively and crystallise value sooner.

#### Leverage Quality Infrastructure

Singtel aimed to unlock the value of its large portfolio of data centre, satellite, subsea cables and tower assets in the region, all of which were increasingly valuable as the demand for connectivity and infrastructure grew. Singtel would seek the right partners to co-invest and co-build with the Group to crystallise value from these infrastructure assets, which typically traded at multiples higher than that for telcos. This would allow Singtel to generate capital and re-invest in a capital efficient way.

#### C. Reallocate Capital, Unlock Value

GCEO explained how the Group was in the process of monetising and crystallising the value of its different business portfolios. An example of this was Optus' divestment of its tower assets, which was expected to close before the end of the year. Telkomsel, Airtel and Globe had also completed similar transactions to unlock significant value from their assets. Singtel would continue to review its portfolio and look to monetise assets which did not align or were less important to its vision, and this would help it to reallocate capital to meet growth requirements.

As highlighted earlier, Singtel would continue to co-invest with digital natives and take minority stakes with strategic partners. Singtel had partnered with Grab for a digital bank in Singapore, which was set to launch in 2022.

#### D. Champion People and Sustainability

The last pillar of Singtel's strategic reset involved people and sustainability. Singtel had reaffirmed and renewed its commitments in four key areas, which would guide its strategy and plans over the next few years:

- (1) Foster digital access, literacy and inclusion
- (2) Create sustainable value through its sustainable financing program aligned with ESG goals and set clear human rights standards and governance
- (3) Foster a diverse and future-ready workforce
- (4) Minimise environmental impact.

GCEO assured shareholders that Singtel would continuously strive to deliver value and long-term sustainable growth for its business, customers and the community.

(v) **OUTLOOK**

GCEO concluded with a summary of Singtel's plans. Singtel would execute to its strategic reset to sharpen its focus and give it the ability to capture digital opportunities and create sustainable value for shareholders. Singtel would continue to invest for the long term, particularly in 5G, which would be a key earnings driver in the mid to long term.

**6. QUESTION AND ANSWER SESSION**

Chairman, together with GCEO and GCFO, addressed the questions which had been submitted by shareholders as follows:

(i) **Question 1: When will the cut in dividends be restored?**

*Answer (GCEO):*

Singtel's business performance has been impacted by the prolonged pandemic, as well as structural challenges and elevated capex investment cycles in the telco sector. We have reset dividends to a level that is sustainable and supports our strategic transformation to unlock future growth and value. This level is set at 60-80% of underlying net profit. This dividend policy fulfils these objectives and creates a base from which we can look to grow over time.

Singtel's strategic reset aims to reinvigorate the core business and drive growth engines by capitalising on growth trends. We will endeavour to drive growth in our business to give shareholders a proposition beyond regular dividends to include capital appreciation.

(ii) **Question 2: Can the Board elaborate on what it means by “unlocking the value of infrastructure assets” as stated in its strategic reset announcement on 27 May 2021? What is the timeline for this?**

*Answer (GCFO):*

This is an important initiative for Singtel under our strategic reset. We are currently reviewing our extensive portfolio of quality infrastructure assets, which are increasing in value given the rising connectivity and digitalisation needs in many parts of the world. These assets include data centres, telco towers, subsea cables and satellites. We are keen to bring in the right partners to co-invest and grow the infrastructure business with us.

As an operator and user, our experience, customer relationships and the demand would contribute to the growth of the business in the next few years. Furthermore, with these asset classes trading at higher multiples than telcos, we can crystallise the value of these assets and reinvest the proceeds to carry on the growth of the business. Singtel will share more on these initiatives in the coming months.

- (iii) **Question 3: Assuming the sale of the Optus towers is completed, how will the proceeds be distributed or allocated?**

*Answer (GCFO):*

At this stage, it is premature to discuss the use of proceeds because the transactions have yet to be completed. We will review holistically the Group's capital structure, the investment opportunities available, capex requirements (including for 5G), and consider external stakeholder and shareholder expectations. We will share more when the decision is made.

- (iv) **Question 4: How is the progress of 5G?**

*Answer (GCEO):*

As mentioned in the presentation, 5G is an important part of Singtel's core business. We are doubling down on 5G to create innovative products and services that will differentiate us in a competitive market. It is well underway, we are first in Singapore in 5G indoor coverage, 5G standalone network as well as 5G roaming. In the middle to long term, 5G is essential to generate the returns and growth for our business. In the enterprise space, 5G is going to be an enabler for many businesses to transform their operations for greater digitalisation and operating efficiency. We are partnering with many such enterprises to co-create new applications and business models. There is strong interest in this area. We are building capability for the future, towards smart city living and transforming businesses. Singtel is focused on delivering 5G leadership in Singapore and Australia.

- (v) **Question 5: Is there any plan to change the dividend pay-out policy to a quarterly frequency?**

*Answer (Chairman):*

There is no current intention to do this. Over time, the Board may deliberate on the dividend pay-out policy and if it is the right thing to do, the Board may adjust the frequency.

- (vi) **Question 6: Many telcos worldwide have been embroiled in mergers and acquisitions in recent years. With a small Singapore market and duplicate business models, is there an opportunity for such mergers with Starhub, M1 or TPG?**

*Answer (GCEO):*

We have always maintained the position that for a heavy infrastructure investment-driven industry like the telco industry, having too many operators in a market is going to constrain the industry because of hyper competition and little differentiation. In a small market like Singapore, four operators may be far too many. The poorer returns for the industry will impede investment for the future, especially investment in 5G, which is an enabling technology for both consumers and enterprises. We are always open to market consolidation, but we need to look at the environment and conditions of the consolidation. If you look across at regional and international markets, operators would be more efficient in deploying capital when competition has not reached the stage of hyper-competition where businesses cannot generate a reasonable return on investment.



**(vii) Question 7: Is Singtel going to spend a lot of money on 5G?**

*Answer (GCEO):*

5G is a core business for Singtel. The mobile business has generated returns for Singtel during 3G and 4G and we expect the same for 5G. We continue to invest in 5G to ensure that we can continue to receive the returns in our mobile business, both in Singapore and Australia. We will be pacing our investment, to see that we are investing ahead, but not too far ahead to match returns with investments.

**(viii) Question 8: Is Singtel selling its stake in AIS or Intouch? What about its other associates?**

*Answer (GCEO and Chairman):*

We have always maintained that our regional associates are our strategic assets. We continue to believe in Intouch and AIS and their intrinsic value. We are reviewing our options and will make the appropriate disclosures when the time comes. We believe in the digital ASEAN economy and the Thai consumers and enterprises are pushing towards digitalisation. This presents an opportunity for AIS to continue to ride on this growth trend. Our regional assets are strategic to Singtel and, together with what we have in Singapore and Australia, they collectively form a substantial geographical footprint in Southeast Asia.

**(ix) Question 9: What are the steps taken to stem the continued share price slide in 2021, besides restructuring?**

*Answer (Chairman):*

GCEO had earlier touched on the strategic and critical assets in the Singtel portfolio. We are focused on executing our strategic reset which would help capture growth and unlock inherent value in our businesses. We believe that the market would ultimately acknowledge this and our efforts in time to come.

## **7. CONDUCT OF VOTING**

The Chairman informed the Meeting that, in accordance with the SGX Listing Rules and Article 70(A) of the Company's Constitution, voting would be conducted by poll. Chairman further informed the Meeting that he had been appointed as proxy by shareholders to vote on their behalf according to their specific instructions on each resolution. As all proxy forms had been submitted at least 72 hours before the Meeting, the number of votes for and against each motion had been verified by the scrutineers of the Meeting, Ernst & Young LLP.

## **8. ORDINARY BUSINESS**

The Chairman then proceeded to the items on the agenda for the Meeting.



**(i) AGENDA ITEM 1, RESOLUTION 1  
TO RECEIVE AND ADOPT THE DIRECTORS' STATEMENTS, FINANCIAL  
STATEMENTS AND AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED  
31 MARCH 2021**

The Chairman informed the Meeting that Resolution 1 was to receive and adopt the Directors' Statement and audited Financial Statements for the financial year ended 31 March 2021 and the Auditors' Report thereon.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 1 were as follows:

Votes FOR the resolution: 11,638,685,943 votes or 99.82 per cent.

Votes AGAINST the resolution: 20,523,401 votes or 0.18 per cent.

The Chairman declared the resolution carried.

**(ii) AGENDA ITEM 2, RESOLUTION 2  
TO DECLARE A FINAL DIVIDEND OF 2.4 CENTS PER SHARE**

The Chairman informed the Meeting that Resolution 2 was to declare a final dividend of 2.4 cents per share for the financial year ended 31 March 2021 as recommended by the Directors.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 2 were as follows:

Votes FOR the resolution: 11,668,723,419 votes or 99.79 per cent.

Votes AGAINST the resolution: 24,699,176 votes or 0.21 per cent.

The Chairman declared the resolution carried.

**(iii) AGENDA ITEM 3(a), RESOLUTION 3  
RETIREMENT AND RE-ELECTION OF MR GAUTAM BANERJEE AS DIRECTOR  
UNDER ARTICLE 100**

The Chairman informed the Meeting that Resolutions 3, 4 and 5 were to re-elect Directors who retired by rotation in accordance with Article 100 of the Company's Constitution and who, being eligible, offered themselves for re-election. The Directors who were to retire by rotation at the Meeting and who had offered themselves for re-election were Mr Gautam Banerjee, Mr Venky Ganesan and Ms Teo Swee Lian.

Resolution 3 on the retirement and re-election of Mr Gautam Banerjee as a Director of the Company was duly proposed and put to vote by poll.

The results of the votes cast for Resolution 3 were as follows:

Votes FOR the resolution: 11,370,346,622 votes or 97.96 per cent.  
Votes AGAINST the resolution: 236,947,406 votes or 2.04 per cent.

The Chairman declared the resolution carried.

**(iv) AGENDA ITEM 3(b), RESOLUTION 4  
RETIREMENT AND RE-ELECTION OF MR VENKY GANESAN AS DIRECTOR  
UNDER ARTICLE 100**

Resolution 4 on the retirement and re-election of Mr Venky Ganesan as a Director of the Company was duly proposed and put to vote by poll.

The results of the votes cast for Resolution 4 were as follows:

Votes FOR the resolution: 11,547,140,138 votes or 98.75 per cent.  
Votes AGAINST the resolution: 146,282,457 votes or 1.25 per cent.

The Chairman declared the resolution carried.

**(v) AGENDA ITEM 3(c), RESOLUTION 5  
RETIREMENT AND RE-ELECTION OF MS TEO SWEE LIAN AS DIRECTOR  
UNDER ARTICLE 100**

Resolution 5 on the retirement and re-election of Ms Teo Swee Lian as a Director of the Company was duly proposed and put to vote by poll.

The results of the votes cast for Resolution 5 were as follows:

Votes FOR the resolution: 11,427,025,269 votes or 98.45 per cent.  
Votes AGAINST the resolution: 180,267,209 votes or 1.55 per cent.

The Chairman declared the resolution carried.

**(vi) AGENDA ITEM 4(a), RESOLUTION 6  
RE-ELECTION OF MR LIM SWEE SAY AS DIRECTOR**

The Chairman informed the Meeting that Resolution 6, 7, 8 and 9 were to re-elect Directors who ceased to hold office in accordance with Article 106 of the Company's Constitution and who, being eligible, offered themselves for re-election. The Directors who would cease to hold office at the Meeting and who had offered himself for re-election were Mr Lim Swee Say, Mr Rajeev Suri, Mr Wee Siew Kim and Mr Yuen Kuan Moon.

Resolution 6 on the re-election of Mr Lim Swee Say as a Director of the Company was duly proposed and put to vote by poll.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 6 were as follows:

Votes FOR the resolution: 11,688,869,436 votes or 99.96 per cent.

Votes AGAINST the resolution: 4,553,159 votes or 0.04 per cent.

The Chairman declared the resolution carried.

**(vii) AGENDA ITEM 4(b), RESOLUTION 7  
RE-ELECTION OF MR RAJEEV SURI AS DIRECTOR**

Resolution 7 on the re-election of Mr Rajeev Suri as a Director of the Company was duly proposed and put to vote by poll.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 7 were as follows:

Votes FOR the resolution: 11,688,869,436 votes or 99.96 per cent.

Votes AGAINST the resolution: 4,553,159 votes or 0.04 per cent.

The Chairman declared the resolution carried.

**(viii) AGENDA ITEM 4(c), RESOLUTION 8  
RE-ELECTION OF MR WEE SIEW KIM AS DIRECTOR**

Resolution 8 on the re-election of Mr Wee Siew Kim as a Director of the Company was duly proposed and put to vote by poll.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 8 were as follows:

Votes FOR the resolution: 11,512,255,836 votes or 99.18 per cent.

Votes AGAINST the resolution: 95,038,192 votes or 0.82 per cent.

The Chairman declared the resolution carried.

**(ix) AGENDA ITEM 4(d), RESOLUTION 9  
RE-ELECTION OF MR YUEN KUAN MOON AS DIRECTOR**

Resolution 9 on the re-election of Mr Yuen Kuan Moon as a Director of the Company was duly proposed and put to vote by poll.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 9 were as follows:

Votes FOR the resolution: 11,683,151,666 votes or 99.91 per cent.

Votes AGAINST the resolution: 10,270,929 votes or 0.09 per cent.

The Chairman declared the resolution carried.

**(x) AGENDA ITEM 5, RESOLUTION 10  
DIRECTORS' FEES FOR THE YEAR ENDING 31 MARCH 2021**

The Chairman informed the Meeting that Resolution 10 was to approve the payment by the Company of Directors' fees of up to S\$2,350,000 for the financial year ending 31 March 2022. There was no change to the proposed maximum fees for FY2021, which are the same as the fees approved by the shareholders for the last financial year.

There was also no change to the proposed Directors' remuneration framework for FY 2021, compared to the last financial year.

As a matter of good corporate governance, all Board members who were entitled to Directors' fees had abstained from voting on this motion.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 10 were as follows:

Votes FOR the resolution: 11,690,661,984 votes or 99.98 per cent.  
Votes AGAINST the resolution: 2,757,051 votes or 0.02 per cent.

The Chairman declared the resolution carried.

**(xi) AGENDA ITEM 6, RESOLUTION 11  
APPOINTMENT OF AUDITORS**

The Chairman informed the Meeting that Resolution 11 was to approve the re-appointment of KPMG LLP as the Auditors of the Company to hold office until the next Annual General Meeting and to authorise the Directors to fix their remuneration. KPMG LLP had expressed their willingness to accept re-appointment as Auditors.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 11 were as follows:

Votes FOR the resolution: 11,682,447,658 votes or 99.91 per cent.  
Votes AGAINST the resolution: 10,711,757 votes or 0.09 per cent.

The Chairman declared the resolution carried.

There being no other ordinary business to be transacted at the Meeting, the Chairman proceeded to the items of special business on the agenda.

**9. SPECIAL BUSINESS**

**(i) AGENDA ITEM 7(a), RESOLUTION 12  
SHARE ISSUE MANDATE**

The Chairman informed the Meeting that Resolution 12 on the agenda under special business was to seek the approval of the shareholders to authorise the Directors to issue shares in the Company in accordance with applicable laws and regulations.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 12 were as follows:

Votes FOR the resolution: 11,184,401,293 votes or 95.65 per cent.  
Votes AGAINST the resolution: 509,021,002 votes or 4.35 per cent.

The Chairman declared the resolution carried.

**(ii) AGENDA ITEM 7(b), RESOLUTION 13  
SINGTEL SCRIP DIVIDEND SCHEME**

The Chairman informed the Meeting that Resolution 13 on the agenda under special business was to seek the approval of shareholders to empower the Directors to allot and issue from time to time such number of new ordinary shares of the Company as may be required to be allotted and issued pursuant to the Singtel Scrip Dividend Scheme

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 13 were as follows:

Votes FOR the resolution: 11,559,372,520 votes or 98.85 per cent.  
Votes AGAINST the resolution: 134,049,775 votes or 1.15 per cent.

The Chairman declared the resolution carried.

**(iii) AGENDA ITEM 7(c), RESOLUTION 14  
SHARE PURCHASE MANDATE**

The Chairman informed the Meeting that Resolution 14 on the agenda under special business was to seek the approval of shareholders for the renewal of the share purchase mandate, and authorises the Directors to exercise the powers of the Company to purchase ordinary shares of the Company in accordance with applicable laws and regulations.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 14 were as follows:

Votes FOR the resolution: 11,677,688,948 votes or 99.88 per cent.  
Votes AGAINST the resolution: 14,411,975 votes or 0.12 per cent.

The Chairman declared the resolution carried.

**(iv) AGENDA ITEM 7(d), RESOLUTION 15  
GRANT, ALLOTMENT AND ISSUE OF SHARES UNDER THE SINGTEL  
PERFORMANCE SHARE PLAN 2012**

The Chairman informed the Meeting that Resolution 15 on the agenda under special business was to seek the approval of shareholders to (a) extend the duration of the Singtel Performance Share Plan 2012 for a further period of 10 years; (b) approve the Amended and Restated Rules of the Singtel Performance Share Plan 2012 as set out in the Appendix to the Company's Letter to Shareholders dated 7 July 2021; and (c) authorise the Directors to grant awards and issue shares in the Company pursuant to the Singtel Performance Share Plan 2012.

As a matter of good corporate governance, all Board members and staff shareholders who were eligible to participate in the Singtel Performance Share Plan 2012 had been asked to abstain from voting on this motion.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 15 were as follows:

Votes FOR the resolution: 11,493,239,054 votes or 98.30 per cent.  
Votes AGAINST the resolution: 199,256,899 votes or 1.70 per cent.

The Chairman declared the resolution carried.

## **10. CLOSURE**

The Chairman informed the Meeting that Mr Low Check Kian would step down as Director and Lead Independent Director of the Company at the conclusion of the Meeting. The Chairman thanked Mr Low Check Kian for his leadership in his capacity as Lead Independent Director and Chairman of the Corporate Governance and Nominations Committee and for his very significant contributions to the Singtel Group during his tenure on the Board.

There being no further items of ordinary or special business arising, and as no notice had been received by the Company to this effect, the Chairman declared the Annual General Meeting closed at 10.43 a.m. and thanked all persons present for their attendance and support.



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Lee Theng Kiat  
Chairman of the Board of Directors  
Singapore Telecommunications Limited

Date: 23 August 2021



**SINGAPORE TELECOMMUNICATIONS LIMITED**  
**Incorporated in the Republic of Singapore**  
**(Company Registration No. 199201624D)**

**29<sup>TH</sup> ANNUAL GENERAL MEETING TO BE HELD ON 30 JULY 2021**  
**RESPONSES TO SUBSTANTIAL AND RELEVANT QUESTIONS**

Singapore Telecommunications Limited (“Singtel”) would like to thank all shareholders who submitted their questions in advance of our Annual General Meeting (“AGM”) which will be convened and held by way of electronic means on Friday, 30 July 2021 at 10.00 a.m. (Singapore time).

Due to a number of overlaps in the questions received, we are not providing responses to every question received. Instead, where the questions overlap, we have grouped related and similar questions together and provided answers.

Please refer to our responses in Appendix 1, grouped according to key topics:

- Dividends
- Strategy and business outlook
- 5G
- Associates
- Others

Mr Yuen Kuan Moon, Group CEO, will also be covering these topics in greater depth in his presentation during the AGM. The presentation slides will be made available on Singtel’s website at the URL <https://www.singtel.com/about-us/investor-relations/stock-exchange-announcements> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements> on 30 July 2021.

Issued by Singapore Telecommunications Limited on 29 July 2021.

## Dividends

### 1. Is there any guidance on the dividend distribution for FY22 and FY23?

Barring unforeseen circumstances, we plan to pay dividends at between 60% and 80% of underlying net profit. We are committed to a sustainable dividend policy in line with earnings and cash flow generation. This policy will be reviewed regularly to reflect the progress of our transformation.

### 2. When will the cut in dividends be restored?

Our business performance has been impacted by the prolonged pandemic, as well as structural changes and elevated capex investment cycles in the telecom sector.

We had to reset dividends to a level that is sustainable and supports our strategic transformation to unlock future growth and value. At 60-80% of underlying net profit, the dividend policy fulfils these objectives and creates a base from which we can look to grow over time.

Our strategic reset aims to reinvigorate the core business and drive new growth engines that leverage our right to play with secular growth trends. By executing to our strategic reset, we will drive growth in our business and, for shareholders, a proposition beyond just regular dividends to include capital appreciation.

## Strategy & business outlook

### 3. What is the company's outlook and how does the company plan to increase revenue and profit? Can you also share what is the next three year's expected revenue, profit and dividends?

The pandemic has irreversibly accelerated digitalisation. Digital adoption among customers is at an all-time high, while enterprises are embracing digitalisation, automation and a faster shift to the cloud. These trends will accelerate and spell significant opportunities for us and we should capitalise on them.

We have embarked on a strategic reset focused on four key pillars:

- A reinvigoration of our core business
- New growth engines that leverage on secular growth trends
- Portfolio transformation to unlock value and invest for growth
- Championing people and sustainability

Each of these pillars will be explained in detail at the AGM.

### 4. Telcos globally are consolidating. Do you foresee it coming, considering there are four main players, which are too many for such a small market like Singapore?

Singapore's small and saturated mobile market is intensely competitive with four nationwide mobile network operators and ten MVNOs. In recent years, new market entrants and their focus on lower prices have hurt the overall financial health of the mobile industry.

Like all businesses, mobile operators need to earn a reasonable return on their investments to support ongoing investments (in network upgrades, spectrum and new technologies), create new and innovative services and support industry development. We are also entering an intensive capex investment cycle with 5G. The market structure is a key factor that determines industry economics and long-term sustainability.

We will continue to keep a close watch on developments and build on our competitive advantages in the core business to deliver value for shareholders.

### 5. Could the management share the breakdown of NCS' revenue by public and enterprise sectors? With the new strategy for NCS, what is the profile of NCS' revenue like, in five years' time?

The public sector contributes a majority of NCS' revenue. The Singapore Government has announced plans to accelerate digitalisation in the public service. As the technology partner for most Singapore government agencies, NCS is well-positioned to ride this growth. It has formed a new strategic business group, Gov+, to build digital government capabilities and aid the government in its transformation.

NCS is also expediting its growth in the enterprise sector. It has identified key industries to drive growth in the enterprise sector, including Healthcare & Transport, Financial, Commercial & Industrial and Communications, Media & Technology. To hasten this development, it has formed strategic partnerships with a number of industry players. Together with Singtel, NCS has also established another strategic business group, Telco+, to aid telcos in driving better customer experiences and operational efficiencies, particularly as they roll out 5G.

NCS is also looking to expand outside Singapore through bold organic and inorganic initiatives. It is focused on three main markets, namely Singapore, Australia and greater China, where the foundation is being laid through its innovation centres.

We believe these initiatives will help to diversify our revenue streams and change our revenue mix in five years' time.

**6. Can the Board elaborate what it means by unlocking the value of infrastructure assets in its strategic reset announcement on 27 May 2021? What is the timeline for this?**

We are reviewing our extensive portfolio of quality infrastructure assets which include data centres, towers, subsea cables and satellites. These assets are increasing in value as rising connectivity and digitalisation drive up demand.

It is not purely a divestment. We are keen to bring in the right partners to co-invest and build this business with us.

We foresee a significant platform for growth, with rising demand for next-generation infrastructure, utilising green technologies. As an operator-user, we will bring to bear our experience, customer relationships and demand to manage and grow the business.

Further, with these asset classes trading at multiples higher than telcos', we can crystallise greater value, allowing us to generate capital and re-invest more efficiently.

**7. Any update on the divestment plan to unlock capital for new opportunities?**

The process of monetisation and value crystallisation is already in train in different parts of the business. The divestment of Optus' tower assets is expected to close before the end of this year. Telkomsel, Airtel and Globe have also completed transactions and unlocked significant value from their tower assets, data centres and digital payment platforms.

We will constantly review our portfolio and look to monetise assets that do not align or may be less important to our vision.

**8. Should the sale of Optus Towers go through, how will the proceeds be distributed or allocated?**

We will review holistically the Group's capital structure, investment opportunities, 5G capex requirements and consider external stakeholders' expectations when we decide on the usage of the divestment proceeds.

**9. Are there updates of the AIS/Intouch sale?**

We view our stakes in Intouch and AIS as strategic investments and believe in their long-term outlook. The rapid pace of digitalisation in Thailand presents significant opportunities in both the consumer and enterprise segments. We aim to leverage the scale and customer reach of these investments to create compelling digital services, deepen customer engagement and grow the B2B businesses.

We are reviewing our strategic options to ensure that shareholders get the full benefit of the intrinsic value of the business and will make the relevant disclosures (if any) at the appropriate time, in compliance with the Corporate Disclosure Policy of the SGX-ST Listing Manual.

**10. Can the Board give an update on the strategy and plans for Group Digital Life?**

Since 1 Jan 2021, the Group Digital Life division has been combined with Group Strategy and Business Development to become the Strategic Portfolio unit. The unit oversees our digital marketing arm Amobee, cyber security arm Trustwave and corporate venture fund Innov8.

Since May 2021, we have commenced a strategic review of Amobee and Trustwave. In view of the ongoing business challenges and longer cycles needed to achieve their business plans, we are

considering different options to reposition these businesses, while optimising capital allocation and driving value for the Group.

The Strategic Portfolio unit will continue to help Innov8 portfolio companies accelerate growth, assess opportunities across the entire portfolio and work towards our agenda of optimising asset value.

**11. Please explain the write-downs of your investments in the US. What steps will you take to ensure this will not recur? What are the prospects, and will there be recoveries in the future?**

Amobee and Trustwave have come under increasing pressure due to rapid shifts in their industries as well as economic shocks from COVID-19. Amobee saw an almost year-long contraction in advertising spend in North America, particularly in sectors such as fast-moving consumer goods, automotive and travel, where recovery is expected to take longer. Similarly, Trustwave faced industry challenges in North America, where its legacy payment card compliance business has rapidly commoditised. Both companies have taken steps to repivot their businesses for growth – Amobee is pursuing opportunities in programmatic and connected TV marketing, while Trustwave is transitioning its business model to cloud platforms.

However, to reflect the longer cycle to achieve their business plans and ongoing business challenges, we have taken the appropriate impairment on these investments. We have also started a strategic review to sharpen their focus and ensure they are positioned for growth. The review could include:

- Restructuring of product or business segments
- Full or partial divestment of the business
- Business combinations with other industry players

We are also open to strategic partnerships with investors who have complementary strengths and can bring synergies to drive growth for the businesses. We will keep investors informed of material progress and developments.

The experience from our digital investments has been instructive and will guide us on our future investments. We shall look to co-invest with strategic partners who can bring competitive advantages and capital. We are also open to taking significant minority positions. History has shown, in our regional mobile investments, minority stakes with strong and committed partners have worked well for us and delivered superior returns. To succeed in the fast-moving digital spaces, being able to pivot and scale rapidly in response to industry shifts are key. We will also focus our businesses in the Asia region where we have the requisite experience, customer breadth and depth to capture digital opportunities in these markets.

**12. What is the projected revenue for Singtel's digital banking in the following years? Is it possible to provide updates of any concrete developments on the Singtel-Grab digital banking licence?**

Our digital bank joint venture with Grab in Singapore is set to launch in 2022. We expect to be granted the official licence soon. The digital bank has attracted a high-quality board of directors and bolstered its ranks with the hiring of a number of industry veterans from the banking and technology sectors.

We aim to create a simple, affordable and innovative digital-first banking experience for consumers and enterprises in Singapore and the regional markets. Grab and Singtel have complementary and deep ecosystems. By combining our digital/fintech know-how and customer insights, we can meet the needs of underserved customers and drive financial inclusion across our regional footprint. The bank will have very differentiated value propositions and we look forward to serving all Singaporeans with something very exciting and unique.

We will unveil more of these and other exciting developments closer to launch.

**13. With the continual decline in revenue, is Pay TV still an important segment for Singtel? How does management intend to reverse this drop?**

Revenue from Pay TV has declined with the growing adoption of streaming services and an increased number of customers cutting the cord from TV subscriptions. The decline is exacerbated by more cautious buying sentiments and a loss of live sports, due to the pandemic.

Against this context, we have continued to evolve and enhance our content suite, particularly live sports and ethnic content, to address customer needs. We have also successfully re-negotiated with content providers for lower costs and will continually explore scope for further content cost savings, to ensure an appropriate cost structure for the Pay TV business.

## 5G

### 14. How is the progress of 5G?

We are doubling down on 5G to create innovative products and services that will excite consumers and set us apart in a competitive market.

We clocked a number of firsts in Singapore, including the first 5G indoor coverage, 5G standalone network and recently, 5G roaming. These are complemented by a host of new use cases like zero rated gaming bundles and virtual reality concerts.

In Australia, Optus leads the market with the fastest 5G speeds, and was awarded Australia's Fastest 5G Mobile Network by Ookla.

We are particularly excited by the 5G opportunity in the enterprise segment, where 5G will enable new applications, business models and drive enterprises' digital transformation. Beyond ultra-fast speeds and low latency, 5G introduces stronger authentication and encryption, which is especially crucial as more businesses go digital. Much of these capabilities will be delivered by our 5G multi-access Edge Compute platform.

We are partnering enterprises to co-create new applications and business models. There is heightened interest in such collaboration from customers. For instance, we have conducted trials with industry stalwarts like Surbana Jurong for smart integrated facilities management.

### 15. What is the capex required for rolling out 5G infrastructure?

We have not provided capex guidance for 5G. With any network cycle, there will be an increase in capex at the outset. The timing and phasing of our capex is important. For competitive reasons and to be able to respond quickly to step-changes in customer demand, we have to ensure a timely rollout.

We are cognisant that effective monetisation of 5G will take some time, as it relies on the collective advancement of different parts of the 5G ecosystems – such as manufacturers of equipment and sensors, software developers for applications, and hyperscalers that offer massive cloud computing resources.

We are confident our multi-year 5G investment programme will allow us to redefine our customer proposition and unlock new revenue streams in the medium to long term.

To ensure an optimal capital structure, we are also considering longer term debt to match with 5G's long gestation period, particularly given the current low interest rate environment.



## Associates

### 16. Can you update us on your overseas operations?

Our associates were not spared the effects of the pandemic, as sluggish economies and weak consumer spending impacted mobile revenues for the associates. Despite this, Airtel delivered strong revenue growth and narrowed its losses, on the back of market share gains in India and strong performances in Africa, offsetting profit declines from Telkomsel, AIS and Globe.

Competition remains intense in the regional markets. Our associates have taken proactive measures to digitalise their operations, create digital services to engage customers and grow new businesses. They have also kept up with strong investments in their people, systems and network to ensure they continue to meet customers' critical communication needs and position themselves for a rebound in the economy.

## Others

### 17. What are the steps taken to stem the continued share price slide in 2021 besides restructuring the firm?

We are focused on executing to our strategic reset, which will help us capture growth and unlock inherent value from our businesses, and believe that the market will acknowledge our efforts in time to come.

We will share more details about our strategic reset at the AGM.

### 18. Would you consider doing share buybacks given the current low share price level?

A share buyback is an option that we may consider if we have surplus cash. If we do pursue such a programme, it has to be a continued series of buybacks supported by efforts to grow the value of our business.

We will focus on executing our strategic reset, supported by an optimal capital structure which enables investments for growth to ensure we deliver a sustainable value for our shareholders.

### 19. Will the board consider clawing back payouts to previous CEO and management for mediocre performance under their leadership? If not, why not?

We do not have clawbacks for management remuneration. Our remuneration framework is designed to contain a high level of variability in management compensation, with schemes such as annual performance bonus and long-term incentives, to drive execution against the Group strategy and sustainable performance over different time horizons.

In the last five years, there has been zero vesting for the Performance Share Award, a form of Long-Term Incentive (LTI), which makes up a large proportion of management remuneration and contains targets on NPAT, Total Shareholder Return (TSR) and Environmental, Social and Governance (ESG) measures. This is a reflection of the extraordinarily challenging operating environment and underperformance against targets.

With an emphasis on variable compensation and through the setting of rigorous targets, our management remuneration framework ensures strong alignment with business performance and shareholders' interests.

**20. Can the board be more transparent with salaries of top management of the company?**

We are committed to providing timely and transparent information to aid shareholders in their investment decisions. The information on remuneration of our senior management can be found on pages 58-68 of the 2021 Annual Report.

There is full disclosure of the compensation for the Group CEO (Ms Chua Sock Koong and Mr Yuen Kuan Moon).

For the remaining 12 members of the Management Committee, we have also disclosed their remuneration in aggregate and in bands for the individual executives. Previously, we only disclosed the compensation for the top 5 members.

**21. Why it is necessary to have one-off Long-Term Incentive (LTI) award, on top of Restricted Share Award (RSA) and Performance Share Award (PSA)?**

The one-off LTI has been introduced in place of the annual PSA grants to enhance management focus on improving shareholder value and driving the sustainability agenda, which are key objectives of our strategic reset.

It has been designed to deliver value for key management executives only when targets on TSR and ESG KPIs are met over the five-year performance period.

The key management executives who were granted the one-off LTI are not expected to receive any PSA grant in June 2021, June 2022 and June 2023.