

**CONFIDENTIAL**

**MINUTES OF THE 28TH ANNUAL GENERAL MEETING OF  
SINGAPORE TELECOMMUNICATIONS LIMITED  
HELD BY ELECTRONIC MEANS ON  
30TH JULY 2020 AT 10.00 A.M.**

**PRESENT***In person:*

Simon Israel	Chairman of the Board and Chairman of the Finance & Investment Committee
Lee Theng Kiat	Chairman-designate
Chua Sock Koong	Director

*Via live webcast:*

Gautam Banerjee	Director and Chairman of the Audit Committee
Venky Ganesan	Director and Chairman of the Technology Advisory Panel
Bradley Horowitz	Director
Gail Kelly	Director and Chairman of the Executive Resource and Compensation Committee and Chairman of the Optus Advisory Committee
Low Check Kian	Lead Independent Director and Chairman of the Corporate Governance & Nominations Committee
Christina Ong	Director
Teo Swee Lian	Director and Chairman of the Risk Committee

**IN ATTENDANCE***In person:*

Lim Li Ching	Assistant Company Secretary
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*Via live webcast:*

Kelly Bayer Rosmarin	Chief Executive Officer, Consumer Australia /
Bill Chang	Chief Executive Officer, Optus
Mark Chong	Chief Executive Officer, Group Enterprise /
Arthur Lang	Country Chief Officer Singapore
	Group Chief Technology Officer
	Chief Executive Officer, International

Allen Lew	Chief Executive Officer, Group Strategy and Business Development / Country Chief Officer Thailand
Lim Cheng Cheng	Group Chief Financial Officer
Jeann Low	Group Chief Corporate Officer
Samba Natarajan	Chief Executive Officer, Group Digital Life
Aileen Tan	Group Chief Human Resources Officer
William Woo	Group Chief Information Officer
Yuen Kuan Moon	Chief Executive Officer, Consumer Singapore / Group Chief Digital Officer

## **BY INVITATION**

Via live webcast:

Yap Lune Teng	Partner, Allen & Gledhill LLP
Ong Pang Thye	Managing Partner, 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, noting 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 Lee Theng Kiat, Chairman-designate of the Board and Ms Chua Sock Koong, Group Chief Executive Officer ("GCEO"), 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 1 July 2020 ("AGM Notice") convening the Meeting had been issued and published on the SGXNET as well as on the Company's website. 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 would address some of the key questions that were submitted by shareholders in her presentation at the Meeting.

## **5. PRESENTATION BY GCEO**

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

### **(i) RESPONSE TO COVID-19**

GCEO began her presentation with an overview of Singtel's response to the COVID-19 pandemic. She shared how Singtel provides critical infrastructure to enable seamless connectivity and digital solutions. Singtel also took steps to boost network capacity and strengthened its operational resilience, to ensure limited disruption for customers. GCEO then emphasised how the crisis has accelerated digitalisation amongst its customers and how Singtel is positioned to seize these opportunities. This was followed by a look at the business impact of COVID-19 and how Singtel is accelerating its own transformation to reflect the new operating environment and positioning for a digital-led recover. Wrapping up her overview of COVID-19, she touched on how Singtel is supporting its staff, customers and the community through the crisis.

### **(ii) REVIEW OF 2019**

GCEO outlined the challenges Singtel faced in the financial year ended March 2020 ("FY20"), as it faced economic uncertainty, bushfires in Australia, COVID-19, as well as structural shifts in its markets. Despite these challenges, Singtel maintained its market leadership in Singapore and made further progress with its digital businesses. NCS recorded strong growth, while Trustwave deepened its cyber security capabilities. Progress was also made in transforming its operating model, with over S\$440 million of cost savings. Airtel also regained operating momentum although its performance was weighed down by adverse regulatory outcomes in India.

### **(iii) 5G OPPORTUNITY**

5G is set to be a game changer for smart cities and living, with GCEO iterating the Group's commitment to leading in 5G developments. She highlighted how the different members within the Singtel Group are advancing 5G strategies in their respective markets, moving beyond connectivity to enable platforms, applications and new services. While the returns to the Group will not be in the short term, Singtel expects to unlock new revenue streams from new applications and services over time.

### **(iv) FINANCIAL HIGHLIGHTS**

GCEO shared how softer economic conditions, intense competition, ongoing carriage erosion had impacted financial results of the Group. These were exacerbated by adverse regulatory outcomes in India and the onset of COVID-19 in the fourth quarter. The need to conserve financial headroom to cope with uncertainties in the current COVID-19 operating environment and the capacity to invest in 5G had led the Board's decision to recommend a lower final ordinary dividend of 5.45 cents per share, bringing total dividends to 12.25 cents. She also touched on Singtel's share performance and how we remain focused on executing to our strategy to create long term value for shareholder.

## (v) BUSINESS UNITS

GCEO then moved on to highlights for each of the business units.

### Singapore Consumer

Singapore Consumer's focus remains on offering the most comprehensive set of mobile offerings, an unrivalled network experience and unique customer experiences. It is looking to empower consumers digitally through the increased use of digital channels, as well as innovative products that will deepen digital engagement.

### Australia Consumer

GCEO explained the structural headwinds facing the Australia Consumer business and how Optus is differentiating with its unique customer connections. Its strategy of introducing personalised experiences and plans, stable of premium sports content and a strong nationwide network, was recognised by the market - Optus was named Australia's strongest brand.

### Group Enterprise

In the Enterprise business, GCEO highlighted Singtel's role as a key enabler of smart cities and digital enterprises. Group Enterprise has built competencies in digital technologies and scaled its digital offerings, which complements Singtel's network of data centres and extensive submarine cable systems. She also shared how Singtel is co-creating 5G solutions with various partners to enable enterprises' digital transformation.

### Group Digital Life

Amobee faces intense competition as marketing budgets and ad spend are cut in light of COVID-19. It is looking to tap opportunities from the digital TV and platform business to counter declines in its matured managed media businesses. Dataspark, our analytics arm, will focus on data and mobility analytics for a wide range of industries, while Innov8, our technology venture capital, made investments in the digital health and fintech space.

### Associates

Our associates held their ground amid intense competition but expect to see more pronounced effects from COVID-19 in the June quarter. GCEO then outlined a host of innovative products and services that our associates have launched to deliver a better digital experience to customers.

### International Group

GCEO talked about how we are building a regional financial services platform. Our mobile wallet, Dash, has evolved beyond enabling payments to provision of lifestyle services, like travel insurance and savings deposits. She also touched on the Group's plans to scale the regional digital ecosystem through key partnerships, including a joint application for a digital full bank licence in Singapore, together with Grab.

## (vi) OUTLOOK

GCEO concluded with an overview of how Singtel is positioning its business for the longer term. We will focus on leading in 5G to create new revenue opportunities, drive digital and enterprise growth with associates, scale our ICT and cyber security businesses and transform our operating model for greater efficiencies, better customer experiences and a leaner cost structure.

## **6. CONDUCT OF VOTING**

After the presentation, 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 was 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.

## **7. 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 2020**

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 2020 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: 12,010,031,694 votes or 99.99 per cent.

Votes AGAINST the resolution: 717,086 votes or 0.01 per cent.

The Chairman declared the resolution carried.

**(ii) AGENDA ITEM 2, RESOLUTION 2**

**TO APPROVE A FINAL DIVIDEND OF 5.45 CENTS PER SHARE**

The Chairman informed the Meeting that Resolution 2 was to declare a final dividend of 5.45 cents per share for the financial year ended 31 March 2020 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: 11,994,069,602 votes or 99.67 per cent.

Votes AGAINST the resolution: 40,009,329 votes or 0.33 per cent.

The Chairman declared the resolution carried.

(iii) **AGENDA ITEM 3(a), RESOLUTION 3  
RETIREMENT AND RE-ELECTION OF MS CHUA SOCK KOONG AS DIRECTOR  
UNDER ARTICLE 100**

The Chairman informed the Meeting that Resolutions 3 to 4 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 Ms Chua Sock Koong and Mr Low Check Kian.

Resolution 3 on the retirement and re-election of Ms Chua Sock Koong 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: 11,913,081,506 votes or 99.05 per cent.

Votes AGAINST the resolution: 114,676,704 votes or 0.95 per cent.

The Chairman declared the resolution carried.

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

Resolution 4 on the retirement and re-election of Mr Low Check Kian 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: 11,909,285,802 votes or 98.96 per cent.

Votes AGAINST the resolution: 124,791,639 votes or 1.04 per cent.

The Chairman declared the resolution carried.

(v) **AGENDA ITEM 4, RESOLUTION 5  
RE-ELECTION OF MR LEE THENG KIAT AS DIRECTOR**

The Chairman informed the Meeting that Resolution 5 was to re-elect a Director who ceased to hold office in accordance with Article 106 of the Company's Constitution and who, being eligible, offered himself for re-election. The Director who was to cease to hold office at the Meeting and who had offered himself for re-election was Mr Lee Theng Kiat.

The motion was proposed and put to vote by poll. The results of the votes cast for Resolution 5 were as follows:

Votes FOR the resolution: 11,701,202,735 votes or 97.44 per cent.

Votes AGAINST the resolution: 307,332,424 votes or 2.56 per cent.

The Chairman declared the resolution carried.

**(vi) AGENDA ITEM 5, RESOLUTION 6  
DIRECTORS' FEES FOR THE YEAR ENDING 31 MARCH 2021**

The Chairman informed the Meeting that Resolution 6 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 2021. There was a decrease as compared to the fees approved by shareholders for the last financial year, which was largely because Mr Lee Theng Kiat had requested that he not be paid any Directors' fees. The proposed Directors' remuneration framework for this financial year was the same as that for the last financial year.

The Chairman informed that in solidarity with the Company and its wider community of stakeholders, the Directors had volunteered to take a 10% cut in the basic retainer fees for the financial year ending 31 March 2021. The 10% voluntary cut had not been factored in the sum of S\$2,350,000 being tabled for shareholders' approval but would be applied when determining the actual amount of fees payable.

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 6 were as follows:

Votes FOR the resolution: 12,025,186,784 votes or 99.98 per cent.  
Votes AGAINST the resolution: 2,568,386 votes or 0.02 per cent.

The Chairman declared the resolution carried.

**(vii) AGENDA ITEM 6, RESOLUTION 7  
APPOINTMENT OF AUDITORS**

The Chairman informed the Meeting that Resolution 7 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.

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: 12,027,927,814 votes or 99.96 per cent.  
Votes AGAINST the resolution: 4,269,190 votes or 0.04 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.

## 7. SPECIAL BUSINESS

### (i) AGENDA ITEM 7(a), RESOLUTION 8 SHARE ISSUE MANDATE

The Chairman inform the Meeting that Resolution 8 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 8 were as follows:

Votes FOR the resolution: 11,724,612,834 votes or 97.43 per cent.  
Votes AGAINST the resolution: 309,837,297 votes or 2.57 per cent.

The Chairman declared the resolution carried.

### (ii) AGENDA ITEM 7(b), RESOLUTION 9 GRANT, ALLOTMENT AND ISSUE OF SHARES UNDER THE SINGTEL PERFORMANCE SHARE PLAN 2012

The Chairman inform the Meeting that Resolution 9 on the agenda under special business was to 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 9 were as follows:

Votes FOR the resolution: 11,749,845,411 votes or 97.72 per cent.  
Votes AGAINST the resolution: 274,057,204 votes or 2.28 per cent.

The Chairman declared the resolution carried.

### (iii) AGENDA ITEM 7(c), RESOLUTION 10 SHARE PURCHASE MANDATE

The Chairman informed the Meeting that Resolution 10 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 10 were as follows:

Votes FOR the resolution: 11,999,664,048 votes or 99.73 per cent.  
Votes AGAINST the resolution: 33,071,956 votes or 0.27 per cent.

The Chairman declared the resolution carried.

**(iv) AGENDA ITEM 7(d), RESOLUTION 11  
ALTERATIONS TO THE CONSTITUTION OF THE COMPANY**

The Chairman informed the Meeting that Resolution 11 on the agenda under special business was to seek the approval of shareholders for alterations to the Constitution of the Company to: (a) include a new article which would facilitate, if and when desired, the implementation of a scrip dividend scheme enabling shareholders to elect to receive scrip in lieu of the cash amount of a qualifying dividend; (b) take into account certain changes to the Companies Act which were introduced by the Companies (Amendment) Act 2017, and (c) streamline and rationalise certain other provisions.

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: 11,906,827,459 votes or 98.95 per cent.  
Votes AGAINST the resolution: 126,662,485 votes or 1.05 per cent.

The Chairman declared the resolution carried.

**8. CLOSURE**

The Chairman informed the Meeting that he would step down as a Director and as Chairman of the Company, and Mr Lee Theng Kiat would assume the chairmanship, following the conclusion of the Meeting. The Chairman thanked the past and present Directors of the Company for their valuable guidance and support, and Management for their tireless commitment to the business over many years. The Chairman also thanked the shareholders for their support these past years.

The Chairman welcomed Mr Lee Theng Kiat as the incoming Chairman of the Company and invited him to say a few words to the Shareholders. On behalf of the Company's Board of Directors, Management and shareholders, Mr Lee thanked the Chairman for his able leadership and 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 10.40 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: 6 August 2020

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

**28<sup>TH</sup> ANNUAL GENERAL MEETING TO BE HELD ON 30 JULY 2020  
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 Thursday, 30 July 2020 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:

- COVID-19
- Dividend
- Strategy & Business outlook
- 5G
- Associates
- Investments
- Others

We have received a number of questions on the impact of COVID-19, dividend, strategy and business outlook, 5G, as well as the operating landscape in India & prospects of Bharti Airtel. Ms Chua Sock Koong, Group CEO, will cover these topics in greater depth in her presentation during the AGM. The presentation slides will be made available on Singtel’s website at <https://www.singtel.com/about-us/investor-relations/stock-exchange-announcements>, and will also be made available on the SGX website at <https://www.sgx.com/securities/company-announcements> on 30 July 2020.

Issued by Singapore Telecommunications Limited on 29 July 2020

## COVID-19

### 1. How has COVID-19 affected the business? How long do you think the business will be back to normal?

Broadly, COVID-19 has affected the Group in 3 main areas:

- Changes in customers' demand for our products and services,
- Disruption to our workforce and supply chains, and
- Acceleration in the use of digital channels and technology by customers

Each of these areas are covered in more details below.

The COVID-19 health and economic crises are unprecedented and will continue to unfold in the coming months. Given the uncertainties, it is difficult to predict when our business will be back to normal.

#### **Changes in customers' demand for our products and services**

The pandemic has dramatically changed the way we live, interact and conduct businesses. Connectivity has become more important. Our services support customers' remote working, online learning, entertainment and underpin the continued running of our economies. Enterprise customers also leverage our suite of business and productivity tools for video conferencing, e-commerce and cyber security protection.

Our foremost task when COVID-19 struck was to ensure our network remained strong and had the capacity to deal with the anticipated surge in traffic. We boosted capacity and kept up the high performance levels.

However, reflecting the broader weaker economic and demand conditions, a number of the Group's services have been impacted:

##### **• Consumer services**

Roaming traffic has plunged on the back of travel restrictions. In Singapore, prepaid sales and usage fell due to a significant decline in foreign employment and mandatory isolation of foreign workers in dormitory facilities. Sales of new handsets also slowed with reduced demand in Singapore and Australia.

##### **• Enterprise services**

With the drop in business activities, enterprises are reviewing their costs and purchase decisions. Our Enterprise business recorded declines in roaming and equipment sales. We experienced delays in ICT and infrastructure spending, while the rollout of projects have been disrupted by constraints on manpower & site access. Our digital marketing business saw significant cuts in advertising spend and delays in marketing campaigns.

##### **• Associates**

The associates have been impacted by the travel restrictions, lockdowns and social distancing measures implemented by their governments. In the emerging markets, which have large informal workforces, employment and income levels have also been affected. This has in turn led to a cut back on discretionary spending, which reduced prepaid usage and top ups.

#### **Disruption to our workforce and supply chains**

We had to overcome disruption to our own manpower deployment and supply chains. In Singapore, handset shipments were delayed during the early onset of COVID-19 but have since recovered. When our offshore service centres were impacted by lockdowns in Malaysia, India and the Philippines, we quickly mobilised additional resources in Singapore and Australia to ease the

labour crunch. Thanks to our investments in digitalisation, our staff are able to work seamlessly on and off premise.

Our proactive and decisive actions have kept our network and operations resilient. We remain committed to safeguard the continuity and quality of our service as the pandemic situation evolves.

#### **Acceleration in the use of digital channels and technology by customers**

The crisis has irrevocably accelerated the pace of digitalisation. More customers are using our digital channels for purchases, payments, remittances and customer care.

Business owners are looking for scalable, reliable and secure digital solutions to strengthen their operations and prepare for the upturn post-COVID.

COVID-19 has driven strong interest and openness towards technology amongst our customers. As a key enabler of communications and technology, we are strongly positioned to seize these opportunities and emerge stronger for the longer term.

- 2. Singtel and its associates have more than 700 million customers in total, and many of them are from developing countries. After the outbreak of Covid-19, the number of prepaid customers has reduced. For postpaid customers, what is the percentage of them who could not pay their bills on time? Is this problem more serious in recent months?**

In the regional associates' markets, COVID-driven lockdowns have reduced economic activities, disposable incomes and discretionary spending. Their large informal workforces, comprising the self-employed and daily wage earners, have been disproportionately impacted by the economic fallout from COVID-19. The global nature of the crisis has also hit the migrant diaspora and strained inward remittances, a vital source of income for the emerging economies. These factors have impacted our associates' mobile customer base, of which approximately 95% are prepaid users and only 5% are postpaid subscribers.

Prepaid usage and top ups have declined. Postpaid sales and collections have slowed with the closure of retail distribution outlets. Enterprise customers' work-from-home arrangements have also contributed to late payments. Provision for bad debts are expected to increase with the slowing economy. The necessary provisions are in line with the Singtel Group and associates' credit policies.

Our associates have stepped up on efforts to drive adoption of online channels for prepaid top ups and postpaid sales and collection. These alternatives have been well received by customers. The easing of lockdowns and pickup in economic activities in the regional markets will also help to alleviate some of the challenges.

The full impact of the pandemic will only become clearer as the economic consequences unfold. Meanwhile, our associates are pushing ahead with their digital transformation to navigate the uncertainties and position themselves for a digital-led recovery.

- 3. As the world heads into a recession, governments may start to look to corporations to support their weak economy either voluntarily or not. Has any analysis been done with regards to the likelihood of such an event?**

We are working closely with governments, business and community leaders to help our economies, our customers, our staff and our communities, as we ride through this crisis together.

We recognise the bigger role we play in our economies and communities. As a responsible corporate citizen, we fulfil our corporate taxes and regulatory fees obligations, create jobs, promote digital inclusivity through our products and services and drive give-back programs and other corporate social responsibility initiatives.

When COVID-19 first struck, we worked tirelessly to enhance connectivity, content and accessibility for our customers. We ensured that our network remained strong and had the capacity to deal with the surge in traffic. We maintained operational resilience, overcoming disruption to our own manpower deployment and off shore call centres.

Consumers made use of our free data and TV entertainment, while enterprises regained business productivity with our suite of communication and collaboration tools. As a technology company, we also helped to bridge the digital divide. Optus' Donate Your Data program saw customers donating generously to under privileged youth who may not otherwise have access to connectivity. In Singapore, we provided students from low income backgrounds with free laptops and mobile data to support their home-based learning.

Amid weaker hiring sentiments, we have also stepped up with employment opportunities and traineeships in Singapore, including under the SGUnited Traineeship programme.

COVID-19 has illustrated the importance of connectivity and quickened the adoption of digital technology for work, communications and entertainment. 5G is set to receive a lot more attention as customers, in particular enterprises, seek to position themselves for a digital-led recovery. 5G will form the cornerstone of the digital era. We are embarking on a multi-year investment program, to leverage 5G to deliver earnings growth and value for our shareholders and innovation that will benefit the wider communities.

**4. Concerning Expected Credit Loss; who is the major contributor (and what is its share) of the Group's revenue and earnings?**

The Group has a large and diversified customer base comprising millions of individuals and thousands of corporations. Our mobile operations in Singapore, Australia and the emerging markets (through the regional associates) serve more than 700 million mobile customers. We also have an extensive enterprise business that serves MNCs, SMEs, governments and wholesale customers across Singapore, Australia, Asia, the US and EMEA. The Group does not have a disproportionate credit exposure to any particular customer or segment.

Credit risk is managed through stringent credit assessment and approvals, credit limits and monitoring procedures, adjusted as appropriate to reflect current conditions and estimates of future economic conditions.

During these challenging times, we have also stepped up on financial support for affected customers, including introducing more flexibility in our credit terms to individuals, SMEs as well as enterprise customers.

**5. In view of the declining economic outlook, are there plans to increase provisions arising from business partners' inability to fulfil contracts/pay for services rendered?**

We have long recognised the increased complexities and interdependencies in today's global supply chain. The COVID-19 pandemic has heightened our sensitivities to potential supply chain disruptions.

We rely on business partners and suppliers in many aspects of our business, including the construction and maintenance of our network, the supply of handsets and equipment and the provision of content.

We have rigorous and systematic risk review processes to identify, monitor and manage vendor and supply chain risks for the Group. We monitor applicable legislations, developments and restrictions by governments and regulators to ensure our key vendors comply with the relevant laws and regulations. We monitor our relationships with key vendors closely and develop new relationships to mitigate supply risks.

We have in place a Sustainable Supply Chain Management strategy and approach, including a Supplier Code of Conduct, which is regularly updated to manage risks that may exist in our supply chain (Refer to Singtel's website at <https://www.singtel.com/about-us/sustainability/sustainability-reports> for more details on how we address these risks and issues).

## Dividends

**6. Going forward, will dividends revert to pre COVID-19 levels? Will the capex required for 5G have a strain on cashflow, which in turn could impact dividends?**

Total ordinary dividends for FY 20 was 12.25 cents, lower than the 17.5 cents in the previous year. The reduction is prudent to conserve financial headroom to cope with uncertainties in the current COVID-19 operating environment and the capacity to invest in 5G.

Our 5G investment program will drive an increase in network capex over the next few years. It is an important and strategic long term investment, although it is not expected to drive returns in the short term. We will leverage 5G to extend our network leadership into the future, reposition and differentiate our service offerings and create new revenue streams for us in the mid to long term.

We are undertaking a review of our tower assets in Australia to explore strategic options and have engaged advisors to help with the review. We also conduct regular reviews of our non-core assets, as we look at capital allocation for the Group.

Fundamentally, we believe returns to shareholders should be sustainable and tied to the Group's financial performance.

Given the unprecedented disruption from COVID-19, we have not provided guidance on our outlook, capex and dividend for the current financial year. We will update the market when there are material developments and provide guidance when there is greater clarity in the operating environment.

At the upcoming AGM, we are proposing an amendment to our Constitution to allow for a scrip dividend scheme. If implemented, it would give shareholders the option to receive Singtel shares in lieu of cash dividends.

## Strategy & business outlook

### 7. What is your strategy to improve the company's financials? Where do you see Singtel 10 years down the road?

FY 20 had been a challenging year for the Group. Our results reflected the intense competition and ongoing carriage erosion in our markets. We also saw softer economic conditions, adverse regulatory outcomes in India and, in the fourth quarter, the onset of COVID-19.

We gained market share in mobile and fixed services in Singapore, while our enterprise business maintained its market leadership across the region.

In Australia, Optus' mobile customer growth moderated with the market adjusting to mobile price increases, while equipment sales contracted as customers are waiting longer before upgrading their devices.

Airtel has regained operating momentum, with increases in mobile revenue and market share. The Indian telco market also appears to be past its trough with price hikes introduced at the end of 2019.

We are focused on driving longer term growth, and ensuring we have the capacity and financial headroom to weather the industry and economic headwinds. These are our key areas of focus:

- Continue our multi-year 5G capex program to strengthen network and market leadership, and to create new revenue opportunities
- Work with our associates to grow their digital and enterprise businesses by leveraging the Group's scale and operating experience
- Enhance our capabilities and scale our ICT and cyber security businesses to better engage customers and set us apart from the competition
- Continue to transform our operating model for greater efficiencies, better customer experiences and a leaner cost structure

### 8. What is the updated impact assessment on profitability arising from TPG's commercial launch and the plans to retain market share amidst an increasingly competitive environment? Is GOMO operationally profitable?

Mobile competition in Singapore has escalated significantly, even ahead of the new operator's commercial launch. In the last two years, aggressive offers by both facilities-based operators and Mobile Virtual Network Operators (MVNOs) have driven down mobile prices and industry profitability.

Despite heightened competition, we gained market share in FY 20, as we executed to our strategy to provide customers the most comprehensive range of mobile offerings, a superior network experience and innovative digital services.

GOMO, our all-digital mobile plan, added 80,000 customers and registered an exceptional Net Promoter Score, which measures customer advocacy, in just a year. It complements the main Singtel brand by addressing an underserved segment and operates with a lower cost structure due to its all-digital service. We will continually enhance GOMO's proposition to attract customers who value large data bundles and the simplicity and immediacy of digital interactions.

As competition ramps up, our strategy is to stay ahead by focusing on delivering the best value, exceptional service and a high-quality network for customers. With our recently-awarded 5G licence, we are also looking forward to creating new and exciting products and services for our customers.

**9. Are the challenges in Australia still on-going?**

In Australia, increases in mobile market pricing and unbundling of handsets from mobile service plans have moderated customer additions and equipment sales. In November 2019, Optus launched Optus Choice plans. The plans have been performing well but the price repair will take time to pull through as the effects of previous discounts are still prevalent in the base.

As the NBN network approaches completion, the business model for fixed line operators, including Optus, changes to a reseller model with lower margins. In FY 20, Optus migrated a record number of customers from its HFC network onto the NBN. On an ongoing basis, the NBN resale business creates lower margins for Optus' fixed line business. This was partly compensated by NBN migration revenue, which peaked in FY 20 and is expected to decline in FY 21.

Optus is focused on gaining profitable revenue market share by:

- Creating unique customer connections and improving customer service through investments in My Optus App and dedicated support for NBN customers
- Continuing to expand and deepen our premium network across 4G where we now cover 98% of the population. We will build on this network advantage by leveraging 5G to provide compelling experiences for both mobile and fixed use cases
- Digitalising our business and ensuring simple and efficient processes for customers and staff, backed by advanced analytics and customer insights for better decision making
- Transforming our business model to drive business productivity and a competitive cost structure

**10. With the increasing trend of smart devices and worries about such devices being weak-links in a home's network, are there plans to capitalise on this and offer dedicated networks/plans for such devices?**

Our security solutions, such as ZoneAlarm Mobile Security and McAfee Security Suite plus, help customers detect and defend against online threats to their mobile devices and desktops. The solutions are affordably priced and easily downloadable from our apps and websites.

With the proliferation of smart home devices, there is a growing but still evolving market for services that seamlessly manage, integrate and protect these devices. As a leading Internet Service Provider (ISP) that operates the gateway to the home, we are looking closely into this space and evaluating the opportunities. We will also continue to work closely with other partners in the ecosystem, including providers of customer premise equipment, IoT technology and software, to improve and harden the security of connected homes.

**11. With the coming of 5G, and telecommuting being a way of business for the foreseeable future, cloud computing/storage, and hence Data Centres (DCs) seems to be the next Big Thing. Naver has also announced the shifting of some of their DCs requirements to Singapore. Equinix and Digital Realty are also starting to have DC presence in Singapore. What is the view of the board around DCs (both locally and internationally) and is there a consolidated strategy that Singtel employs around DCs (with JVs/associates as well)?**

We are one of the largest data centre operators in Singapore, with a network of 9 data centres that support co-location, managed hosting and other ICT services in Singapore, Australia and Hong Kong. For MNCs with regional requirements, we offer an integrated data centre proposition, leveraging our associates' data centre foot-print and our extensive connectivity in the region.

To meet customers' increasing demand for computing power, cooling, resiliency and security, our data centres are state-of-the art facilities built up to Tier 4 specifications under industry benchmarks set by the Telecommunications Industry Association (TIA). They have also been certified under

the BCA-IMDA Green Mark for Data Centres, a recognition of their energy-efficiency and environmental performance.

We take a long term view. We expect demand for data centre capacity to increase as data consumption grows, spurred by the rising adoption of cloud technologies, IoT services and the arrival of 5G, which will catalyse the development of innovative Enterprise applications with the Edge Cloud environments.

We are committed to invest in our data centre infrastructure to meet the needs of our enterprise customers and for our 5G needs. We have a strong track record in data centre operations and will critically review any opportunities in this space, with a view to optimise returns for shareholders.

**12. How do you plan to unlock the growth of Singtel's digital business in this challenging business environment? Any updates on the divestment plan of our digital assets?**

Amobee is amongst the world's leading independent advertising platform, combining strong capabilities in TV, programmatic and social advertising, with in-depth analytics to help marketers reach their target audience.

FY 20 was a challenging year for Amobee. It faced intense competition against new players and sharp declines in ad spend as marketing budgets were cut in light of COVID-19. Amobee is strong in the automotive, travel, hospitality and consumer packaged goods (CPG) sectors, which unfortunately were heavily impacted by the pandemic.

Amobee is focused in these areas:

- **Platform advertising** – where we are working more closely with the Agency Trading Desks to grow this business
- **Programmatic TV businesses** – where our investment in Videology has brought us strong capabilities in connected-TV advertising. We have seen early signs of success, inking deals from iTV, MediaCorp and Ampersand. Forrester has also endorsed Amobee as a leader in Omni-channel platform

We remain keen to unlock value in Amobee under the right conditions. We are focused on navigating the company through the economic and market uncertainties and have implemented cost optimisation measures, while keeping in mind that we have to be ready for a sustainable recovery when the market normalises.

## 5G

### 13. How can you improve service offerings using 5G technology? Can you elaborate how Singtel can make monies from the investment?

5G is a multi-year investment program for long term growth. With its unique capabilities, 5G will be game-changing for smart cities and living.

We are moving beyond connectivity to create new use cases with our enterprise customers and, for consumers, exciting new experiences. However, these new applications and use cases will need time to develop. Availability of chipsets and equipment and the ecosystems need time to mature.

In the short term, consumers will be able to benefit from new 5G handsets that deliver faster download speeds where 5G coverage is present. 5G, however, is not expected to be a key driver of returns in the immediate horizon.

In the mid to longer term, we expect new revenue opportunities from potential consumer applications, such as cloud gaming, and enterprise applications that leverage distinctive 5G capabilities, such as networks slicing and edge computing. In the long run, 5G is also a more cost-efficient technology, as customers embrace these innovation and opportunities.

In Singapore, our 5G rollout will be progressive, covering half of Singapore by end-2022 and nationwide by end of 2025. There are only two nationwide licences in Singapore, with the other licence granted to a consortium of Starhub & M1. We expect that the industry will see more rational pricing decisions to enable acceptable returns and continued network investments.

Australia is a much larger country with lower population density. There is no regulatory-driven rollout time line. Last year, we rolled out 5G fixed wireless access to provide home broadband services. We are also focused on 5G mobility, particularly in the metro areas. With our nationwide 4G network that covers 98% of the population, we are one of two premium networks in Australia. Our 5G rollout plan will ensure Optus maintains its competitive edge in the market and drives return on investment.

We have not provided any capex guidance for FY 21. 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 also plan to ride the cost curve downwards. As the ecosystem develops, suppliers expand production and gain scale, which will translate into lower equipment costs for telco buyers like us. We will be financially disciplined in our investments and will manage our 5G capex against other capital priorities, including re-prioritisation of 4G capex.

## Associates

- 14. Are challenges in India still on-going? Has the Board assessed the risks and likelihood of further potential exceptional items arising from Airtel in the near future (1 to 3 years)? When will India provide visible dividends to the Group?**

The Indian telco market appears to be past its trough, with price hikes introduced at the end of 2019. Airtel gained market share and recorded four straight quarters of growth in its mobile business. We believe Airtel is in a good position to ride the upturn, with a healthier industry structure, momentum in its mobile operations and a stronger balance sheet, having raised US\$8 billion through share placements and bond issues in the past year.

Airtel has constantly reinvested for growth, hence the low dividend payments. Since our initial investment in 2000, Airtel's market value has grown manifold. At the end of FY 20, the market value of our stake was worth S\$15 billion, above the book value of S\$6 billion. We are confident Airtel will continue to grow and create value for investors over the long term. We take a long-term view of the growth potential of the Indian digital economy and the value of this business to the Group.

In FY 20, the Group recorded its share of Airtel's net exceptional losses, which amounted to S\$1.8 billion, comprising mainly a provision for regulatory costs relating to licence fees, spectrum usage charges and associated accrued interests. To address challenges in the regulatory environment, Airtel continues to work closely with industry bodies, such as the Cellular Operators Association of India (COAI), to resolve issues and engage proactively with key stakeholders in the countries in which it operates.

The Group and its associates have a number of ongoing disputes and litigations with their local regulators and tax authorities. Significant judgement is required by management in assessing the likelihood of the outcome of each matter and whether the risk of loss is remote, possible or probable. Where appropriate, we have made provisions. If a matter is reasonably considered to be a contingent liability, these are disclosed in the relevant notes to the Group's financial statements for the year.

- 15. As a growth rather than a yield stock, Airtel does not contribute materially to Singtel's cash flow by way of dividends. Currently as the share price of Airtel is high, would Singtel consider selling some of its share to a third party if there is a chance? For example, on 4th June 2020, Reuters reported Amazon was in talks to buy a \$2 billion stake in Airtel.**

We regularly review the investments in our subsidiaries and associates. Any investment or divestment must be value accretive for shareholders.

As a long term strategic investor in Airtel, we understand the Indian market well and believe in its growth potential. In the 1990s, the introduction of mobile telephony had brought seamless connectivity to the masses. Today, telecommunication holds the key to the Indian government's Digital India vision, to use digital technology to spur innovation, bridge the digital divide and propel the Indian economy.

With growing smartphone penetration, a young population with an insatiable appetite for data and a burgeoning middle-class, the growth potential for the Indian telco sector is immense. Airtel is poised to tap the growth, leveraging its extensive network and customer base, as well as significant investments in digital platforms for consumer and enterprise uses.

**16. Any update on the investment in Thailand?**

Despite slow economic growth and continued competition, AIS grew its revenue and earnings in 2019. It continues to lead the market with a 45% subscriber market share.

In the quarter to March 2020, the Thai telco market bore the brunt of partial lockdown in the last week of March, forcing closure of shops, while tourist arrivals dropped significantly. AIS recorded a contraction in mobile customer base and mobile revenue, partly mitigated by strong growth in its fixed broadband services.

In FY 20, AIS is focused on maintaining its mobile leadership, through a superior network, competitive pricing and an enhanced retention program. It will also continue to build on the momentum in its fixed broadband business, leveraging its scale in mobile, to deliver strong service bundles and closer relationship with customers.

In February 2020, AIS reinforced its network leadership, capitalising on its unrivalled 5G spectrum holdings to become the first operator to roll out 5G services in Thailand. It is actively engaging enterprises, developers and technology partners to advance R&D for the development of future 5G services.

## Investments

**17. Going forward, are we expecting more impairment of investments?**

Our investments are primarily stakes in the regional associates and acquisition of digital capabilities and technologies, such as in cyber security and digital advertising.

The regional associates have continued to grow and contribute significantly to the Group's profits. Airtel's losses in FY 20 belie the operating momentum it has regained since the end of 2019 and the fact that its market value is significantly higher than its book value.

Our digital investments operate in rapidly changing markets. In FY 20, the Group recorded impairment charges on the goodwill of Amobee, our digital marketing business, and HOOQ, our OTT TV platform, was wound up.

Technologies in the ad-tech industry are evolving to meet changing customer demands. As Amobee realigned its business strategies in response to industry trends, some of the services and technologies from past acquisitions became outdated and are no longer offered by Amobee as part of its suite of advertising solutions. Impairment charges were made to reflect this change in technology portfolio.

HOOQ was shut down through a creditors' voluntary liquidation. The business model is no longer viable, as the cost of content remains high and consumers' willingness to pay remains low amid a wide array of choices.

Our investments are subject to annual reviews (unless there are triggering factors such as a permanent reduction in market value or an adverse change in regulation or general economic conditions). We will make appropriate impairments if and when required.

**18. Any acquisition plans this year?**

We continue to review investment opportunities that could add value to the business. We take a disciplined approach when looking at potential investments, with strict criteria on investment returns or synergies to the core. Post-acquisition, there are also measures in place to track the performance of these investments against the original investment business case.

## Others

- 19. What are the expected changes in interest expense (absolute and %) arising from the increase in borrowings? Are there plans to reduce interest expense by taking advantage of the current low interest environment?**

In FY 20, net interest expense for the Group was S\$454 million, an increase from S\$385 million in the previous year, due to the recognition of S\$77m in interest expense on lease liabilities under the new lease accounting standards.

The Group adopted SFRS(I) 16, Leases from 1 April 2019 on a prospective basis. Excluding the interest expense on lease liabilities, there was a slight decline in net interest expense, largely due to lower interest rates.

Given the low interest rate environment, we took the opportunity to issue some long tenor bonds. In June 2020, the Group issued bonds worth US\$750 million (10-year bond at 1.875%), while Optus issued A\$350 million (5-year bond at 1.60%) and A\$500 million (10-year bond at 2.50%). Funds raised from these bond issues were used for purpose of refinancing the Group's maturing bonds and general corporate purposes.

- 20. How do you propose to manage and mitigate risks due to the geopolitical tensions which has had an adverse impact on the global economy?**

The rising geopolitical tensions pose mounting risks for global trade and world economic growth. Singapore is an open economy, while Asia and Australia (where more than 65% of our earnings are derived) have larger domestic economies. We are watching developments in international trade closely.

Geopolitical tensions are amongst the many risks affecting the world right now. We adopt a holistic approach in evaluating all risks that could potentially affect our businesses and investments. This holistic approach calls for the diversification of risks and guides our decisions in various parts of our business, including choice of technology, supply chains, credit and vendor management.

- 21. With regards to Singtel's decision to use Ericsson's equipment solely for its upcoming 5G network, versus Huawei's superior technology or a combination of other vendors' equipment to spread out the risks, how do you weigh the pros and cons, and how significant were the trade-offs?**

We are vendor agnostic. In our tender, we have evaluated the technical and commercial aspects of the proposals from various vendors and their ability to support us in meeting our commitments under the IMDA Call for Proposals. We believe we have chosen the most optimal solution for Singtel.

- 22. How long will it take for share price to recover to above S\$3.70?**

The share price is a reflection of many long and short term factors. It is both financial market-driven and company-specific.

Our board and management are focused on driving long term growth in the business to deliver sustainable earnings growth and maximise shareholder value. We are executing to our strategy and believe that the market will acknowledge our efforts in time to come.

In recognition of the critical role that management plays, management remuneration has been designed to ensure alignment of interests with shareholders and the wider community. In particular, share awards under the Long Term Incentives (LTI) schemes are based on targets that reinforce the delivery of long term growth, shareholder value, as well as performance in Environmental, Social and Governance (ESG) factors.