
Issuer & Securities

Issuer/ Manager

SINGAPORE TELECOMMUNICATIONS LIMITED

Securities

SINGTEL - SG1T75931496 - Z74

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No

Announcement Details

Announcement Title

Annual Reports and Related Documents

ANNUAL REPORTS AND RELATED DOCUMENTS::

30-Jun-2022 07:55:44

Status

New

Report Type

Annual Report

Announcement Reference

SG220630OTHRLV4C

Submitted By (Co./ Ind. Name)

Lim Li Ching (Ms)

Designation

Assistant Company Secretary

Description (Please provide a detailed description of the event in the box below - Refer to the Online help for the format)

Please see the attached Annual Report 2022, Letter to Shareholders and related documents.

Additional Details

Period Ended

31/03/2022

Attachments

[Singtel Annual Report 2022.pdf](#)

[Letter to Shareholders 2022.pdf](#)

[Proxy Form 2022.pdf](#)

[SDS Voting Form 2022.pdf](#)

EMPOWER EVERY GENERATION

ANNUAL REPORT 2022



EMPOWER EVERY GENERATION

Since our founding, we've been enablers of change, constantly innovating in both our networks and services to empower our consumers, enterprises, people and communities. Our new Group purpose – **Empower Every Generation** – encapsulates our conviction, hopes and ambition and also serves as our guiding light as we focus on driving new growth and value in the 5G era. With 5G's potential to transform business models and deliver enhanced products and services on a scale like never before, we seek to harness its transformative power to open up new opportunities and help create a better world that is more sustainable and inclusive for everyone.

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[View Online](#)

Scan QR code to
view the Singtel
Annual Report
2022 online.



CONSUMERS



ENTERPRISES



PEOPLE



COMMUNITIES

OUR BUSINESS FOOTPRINT

ASIA'S LEADING COMMUNICATIONS TECHNOLOGY GROUP

We operate in a dynamic region that is leading the way in digital transformation. Together with our regional associates Airtel, AIS, Globe and Telkomsel, we provide an extensive range of telecommunication and digital services across 21 countries.

Our diverse workforce across the globe allows us to tap on a rich breadth of experiences to drive innovation. With our strong 5G leadership, we are well positioned to harness the power of new technologies to empower every generation to flourish in this increasingly digital world.



79%

Underlying net profit from operations outside Singapore



52

Enterprise offices in 17 countries globally



44%

of our people are based out of Singapore



Deep customer relationships and insights, with

>770m

mobile customers in

21 countries

**INDIA
 SOUTH ASIA
 AFRICA**



Effective interest 31.7%

Mobile customers
 India: 326m
 South Asia: 2.9m
 Africa: 128.4m

Broadband customers
 India: 4.5m

THAILAND



Ordinary shares 23.3%⁽¹⁾

Mobile customers 44.6m

Broadband customers 1.9m



Ordinary shares 21.2%

An investor in telcos, media and technology

PHILIPPINES



Voting shares 21.4%⁽²⁾

Mobile customers 87.4m

Broadband customers 3.5m

SINGAPORE



Mobile customers 4.1m

Broadband customers 0.7m

INDONESIA



Effective interest 35%

Mobile customers 175m

AUSTRALIA



Mobile customers 10m

Broadband customers 1.3m

Notes:

- ⁽¹⁾ Based on direct equity interest only.
- ⁽²⁾ Singtel has an economic interest of 46.9% in Globe.

All figures at 31 March 2022 unless otherwise stated.

FINANCIAL HIGHLIGHTS

	FY2022	FY2021
Operating Revenue (S\$m)	15,339	15,644
Share of Associates' Pre-tax Profits (S\$m)	2,136	1,798
EBIT (S\$m)	3,181	2,945
Underlying Net Profit (S\$m)	1,923	1,733
Net Profit (S\$m)	1,949	554
Dividend Per Share (S cents)	9.30	7.50
Return on Invested Capital (%) ⁽¹⁾	5.4	5.0
Return on Equity (%)	7.3	2.1

Note:

⁽¹⁾ Return on invested capital is defined as EBIT (post-tax) divided by average capital.

SUSTAINABILITY HIGHLIGHTS



Creating value for customers and uplifting communities

>770m

mobile customers connected across the Group

>27,000

people in Singapore and Australia benefited from Donate Your Data programme since 2018

7,000

seniors engaged through Digital Silvers initiative in Singapore



Minimising environmental impact

1st telco

in Asia Pacific to establish sustainability-linked bond framework

69%

of financing raised since 2021 is sustainability-linked

7%

reduction in Scope 1 and 2 absolute greenhouse gas emissions from FY2021



Advancing diversity, equity and inclusion

100

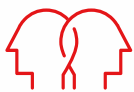
nationalities across the Group

>30%

of staff, management and board are women

82%

of our people feel their mental well-being is supported at work



Building a future-ready workforce

>S\$19m

spent on training for Singapore and Australia-based employees

43

average training hours per employee in FY2022

>1,700

employees trained in 5G-related skills

CHAIRMAN AND GCEO MESSAGE

“ The progress we’ve made so far is the result of keen execution discipline... More than a business transformation, we needed a performance transformation to achieve our intended outcomes and build momentum for the longer term. ”

Yuen Kuan Moon
Group Chief Executive Officer



Dear Shareholders,

The worst of the pandemic is in the rear-view mirror, but the past year has been no less challenging than when COVID first appeared. In that time, we’ve made and undergone profound changes within our Group. We tackled the pandemic head on, mitigated the pressures it put on our business, and also exploited this catalyst of digitalisation to prime and position our company for the eventual resumption and recovery of the economy. Against this backdrop, the Group put in a resilient performance, with net profit jumping two and a half times to S\$1.95 billion on the back of a net exceptional gain that included gains from the divestment of the Group’s 70% equity stake in Australia Tower Network. Optus and Airtel also staged strong turnarounds.

Emerging from COVID

Amid the throes of the pandemic, it was patently clear we couldn’t afford to take a defensive approach to the global health and economic crisis. With the pandemic in its second year and still no clear end in sight, we had to move well beyond disaster recovery, business continuity planning and day-to-day remediations. The unprecedented digitalisation we were witnessing meant that the business environment waiting for us after this crisis would be vastly different from the one we had known prior. With no playbook for a disruption of this magnitude and urgency, we went on the offensive and shifted our resources and focus to building a new pathway that would ensure our relevance.

Our strategic reset – one year on

A year on, we have successfully recast NCS as a new growth engine and taken it regional in Australia and China with scaled operations. We have grown our digital bank venture: our digibank with Grab is slated to launch in Singapore this year; we won another full digital banking licence in Malaysia with a consortium of partners; and acquired a minority stake in Bank Fama in

Indonesia. From data centre to tower assets, we have leveraged our quality infrastructure to unlock value, recycle capital and drive growth. Building on our Singapore data centre operations, we’ve created a regional data centre business that’s riding on the ubiquity of cloud adoption. Our longtime business associates, Telkom in Indonesia and Gulf and AIS in Thailand are among our first partners in this new venture. We’ve also divested 70% of our tower assets in Australia, teaming with AustralianSuper, the country’s largest superannuation and pension fund, to build a stronger tower business worth some A\$5.8 billion. The returns and funds raised by these actions will be reinvested in strategic projects such as our 5G infrastructure buildout that serves as the backbone of our business, underpinning both our core and digital offerings. On this front, we’ve established 5G leadership, enabling some of the fastest speeds in Singapore and Australia’s biggest cities. Our 5G coverage in Singapore now spans more than three-quarters of the country and we expect nationwide coverage before year end.

Empowering every generation

The progress we’ve made so far is the result of keen execution discipline. We knew this was critical when we reset our strategy. More than a business transformation, we needed a performance transformation to achieve our intended outcomes and build momentum for the longer term. This meant convincing everyone, not just senior leaders, of the need for the reset and a new way of working that would carry us forward. We reached out across the Group, rethinking our business and vision, identifying our strengths and challenges. Collectively, we arrived at Singtel’s first ever purpose statement – Empower Every Generation – a pledge to harness the power of technology to empower and benefit all our stakeholders: from our people to customers, shareholders and the wider community. Our people being our greatest asset, we started empowering our workforce to bring the strategy to life and deliver

“ The future belongs to businesses with a strong purpose, those that want to create positive impact for people and society. We’ve taken a critical step to align our business with the social and commercial needs of tomorrow, and this will keep us relevant and allow us to make a true difference for generations to come. ”

Lee Theng Kiat
Chairman



sustained outcomes for business. We did this by refreshing our set of core values to address desired shifts in behaviour and culture that would underpin the sustainability of our reset: cultivating a growth mindset, operating with integrity, taking ownership, and constantly challenging ourselves to serve our customers and stakeholders better.

Minimising our environmental footprint

Armed with our new purpose, we have championed sustainability and our communities with renewed vigour. As part of efforts to mitigate the risks of climate change and integrate ESG into our investment decisions, we’ve completed our first full climate-related financial risk assessment for our Australia and Singapore operations and published our inaugural Task Force on Climate-related Financial Disclosures report. We’ve also aligned the Group’s funding with broader sustainability goals, creating a new financing programme Olives that also diversifies our funding sources. We’re encouraged that Optus’ A\$300 million sustainability-linked bond and Singtel’s US\$100 million digital sustainability-linked bond – first steps in this endeavour – were both oversubscribed.

Sustainable ways of working

COVID provided a once-in-a-generation push to reimagine how work gets done. We’ve retained hybrid ways of working and continue to champion our peoples’ general well-being with programmes that support their physical, mental and emotional health. Looking to the future, we’ve partnered global real estate developer Lendlease to redevelop Singtel Concentre, our corporate headquarters since 1979, into a next-generation office development that will house our new headquarters besides offering progressive workplaces to other tenants. This smart building of the future will incorporate the latest sustainable designs and digital technologies and add to the rejuvenation of Singapore’s Orchard Road belt.

Supporting our communities

The pandemic made us acutely aware of our responsibilities to our communities as an essential services provider and that has not changed. We’ve continued to support our broader communities in Singapore and Australia through our donate your data and device programmes. These provide seniors, youth and the vulnerable in our society with free devices and data to access the internet to stay connected with friends and family. Our Digital Silvers programme where staff volunteers teach seniors how to navigate the internet and use technology remains a key feature of our community-driven projects.

We’d like to extend our thanks to the Board and management for charting the way forward at one of the most disruptive junctures in the Group’s journey. Change requires exceptional commitment – our people have had to reshape the business while running it from day to day. This would not have been possible without a dedicated top leadership and our resilient and agile teams who have equally owned our transformation. The future belongs to businesses with a strong purpose, those that want to create positive impact for people and society. We’ve taken a critical step to align our business with the social and commercial needs of tomorrow, and this will keep us relevant and allow us to make a true difference for generations to come.

Yours sincerely,

Lee Theng Kiat
Chairman

Yuen Kuan Moon
Group Chief Executive Officer

OUR STRATEGY

PURPOSE

Empower Every Generation – Harnessing technology to empower people and businesses and create a more sustainable future

VISION

To be a leading communications and digital services provider

OUR DIFFERENTIATORS



5G leadership



Extensive scale and reach



Our brand



Our people



Data insights



Infrastructure

OUR PRIORITIES



Reinvigorating the core

Grow 5G market share

Deepen digitalisation of operations



Developing new growth engines

Turn NCS into a regional tech services powerhouse

Build ASEAN digital ecosystem

Leverage quality infrastructure assets to unlock value and drive growth

MACROTRENDS SHAPING OUR INDUSTRY



Rise of digital economy





Technology and platform proliferation


It has been a year since we embarked on a new strategy to refocus and set the Group on an accelerated path of growth in the 5G era. We have made good progress in our strategic pillars: reinvigorating our core consumer and enterprise businesses with 5G, developing new growth engines through NCS, digital banking and data centre businesses, and are progressively unlocking the value of our portfolio of assets. Pages 10 to 11 detail the progress

against each of these areas. It all starts with our people to drive this growth, and we are doubling down on efforts to foster a more diverse, purpose-driven and future-ready workforce. We've moved to embed sustainability more widely and deeply across the organisation, and enhanced efforts to protect the environment and bring the benefits of digitalisation to the communities we operate in.


OUR STRATEGIC PILLARS

 <p style="color: #e91e63; font-weight: bold; margin: 10px 0;">Active capital management</p> <p style="margin: 5px 0;">Disciplined capital allocation</p> <hr style="border: 0.5px solid #ccc;"/> <p style="margin: 5px 0;">Active asset recycling</p> <hr style="border: 0.5px solid #ccc;"/> <p style="margin: 5px 0;">Partner digital natives and strategic partners</p> <hr style="border: 0.5px solid #ccc;"/> <p style="margin: 5px 0;">Diversify funding sources</p>	 <p style="color: #e91e63; font-weight: bold; margin: 10px 0;">Championing sustainability and people</p> <p style="margin: 5px 0;">Minimise environmental impact</p> <hr style="border: 0.5px solid #ccc;"/> <p style="margin: 5px 0;">Drive digital access, literacy and inclusion</p> <hr style="border: 0.5px solid #ccc;"/> <p style="margin: 5px 0;">Build future-ready workforce</p> <hr style="border: 0.5px solid #ccc;"/> <p style="margin: 5px 0;">Foster diverse and inclusive workplace</p>
--	--


OUR STAKEHOLDERS




Customers




Investors




Communities



Employees



Regulators and governments



Increased dependence on critical infrastructure



Global ESG action



Regulators and governments

OUR PROGRESS

REINVIGORATING THE CORE



Differentiating enterprise 5G with Paragon

Launched Paragon, the industry's first all-in-one orchestration platform for 5G, edge computing and cloud services, making it easier and faster for enterprises to enhance their digital transformation by developing new applications and deploying 5G use cases.

Driving consumer adoption of 5G

- More than 450,000 customers in Singapore enjoying the Singtel network and 2.3 million 5G devices connected to the Optus network in Australia.
- Singtel and Optus have been rated 5G speed leaders in independent tests and benchmarks in Singapore and Australia.

Accelerating 5G adoption in public sector

Launched a 5G@Sentosa testbed in partnership with the Government Technology Agency and the Sentosa Development Corporation to catalyse the public sector's adoption of 5G.

Redefining telco services with Optus Living Network

Introduced the Optus Living Network designed to put customers in control of how they use Optus' network. Features like Optus Pause allow customers to temporarily pause connectivity on all, or some Optus devices simultaneously, helping them optimise their connected time.

DEVELOPING NEW GROWTH ENGINES



Turning NCS into a regional tech services powerhouse

Expanded into APAC, particularly Australia, with four IT and digital investments that boost NCS' capabilities and ramp up its presence in a market that is critical to its regional expansion.

Expanding digibank footprint in Asia

Grew footprint beyond Singapore to advance financial inclusion in the region through a full digital banking licence win in Malaysia and the acquisition of Bank Fama in Indonesia – both in partnership with Grab.

Creating regional data centre business

Established regional data centre business to capture opportunities from ASEAN's rapid digitalisation, starting with partnerships in Thailand with Gulf Energy and AIS as well as in Indonesia with Telkom.

ACTIVE CAPITAL MANAGEMENT



Unlocking value through asset-right approach

- Raised over S\$1.9 billion from the divestments of partial stakes in both Australia Tower Network, which operates Optus' passive telecommunications tower infrastructure, as well as Airtel Africa.
- Appointed Lendlease to jointly redevelop Comcentre headquarters into a S\$3 billion net zero energy development. Singtel will hold 51% after a joint venture company is formed with Lendlease.

Diversifying funding sources

Created sustainable financing programme Olives to align the Group's funding with broader sustainability goals and improve financial flexibility. 69% of financing raised since 2021 is sustainability-linked.

CHAMPIONING SUSTAINABILITY AND PEOPLE



Advancing digital inclusion – Donate Your Data and Donate Your Device

- Extended Optus' successful Donate Your Data programme in Australia to Donate Your Device which invites customers to donate their unused phones to people who need it most.
- Donate Your Data has also been launched in Singapore to provide seniors with free data to access the internet and stay connected with loved ones.

Minimising environmental footprint

- Completed first full Task Force on Climate-related Financial Disclosures (TCFD) climate scenario analysis for both physical and transition risks in Singapore and Australia, and published the Group's inaugural TCFD report in 2022.
- Achieved 7% Scope 1 and Scope 2 absolute greenhouse gas emissions reduction from FY2021 through energy efficiency initiatives and purchase of Renewable Energy Certificates.
- Developed full Scope 3 indirect greenhouse gas emissions inventory and baseline for Singapore and Australia operations.

Fostering a diverse, purpose-driven and future-ready workforce

- Developed purpose statement – Empower Every Generation – and refreshed company values to empower and galvanise our people to deliver on strategy, make a difference for customers and communities, and care for the environment.
- Made 2,000 hires in tech-related roles, and accelerated staff training in 5G-related skills with the goal of training more than 2,500 of our people over the next two years.
- Women hold 29% of tech-related roles in areas such as IT and networks across the Singtel Group.

empower every generation

“

Empowering every generation means **leaving no one behind**. It means enabling everyone to live full lives connected to the things that matter to them.”

Sheryl Ng
Director
High Value Segment, Consumer

empower

every

generation

“

Digital-first products for a digital-first generation. **We give millennials freedom and choice**, putting the power back in their hands.”

Ryan Lim
GOMO Product Marketing Manager, Consumer

make

customers

“

Technology may change, needs may change, but at Singtel, one thing never changes. **We always make customers first.**”

Donna Chiu
Senior Manager
Customer Insights, Consumer

first

operate

with

integrity

“

Operating with integrity is not just thinking with your head, but also your heart. **It's about doing the right thing, personally and professionally.**”

Gail Chai
Manager
Group Sustainability

empower

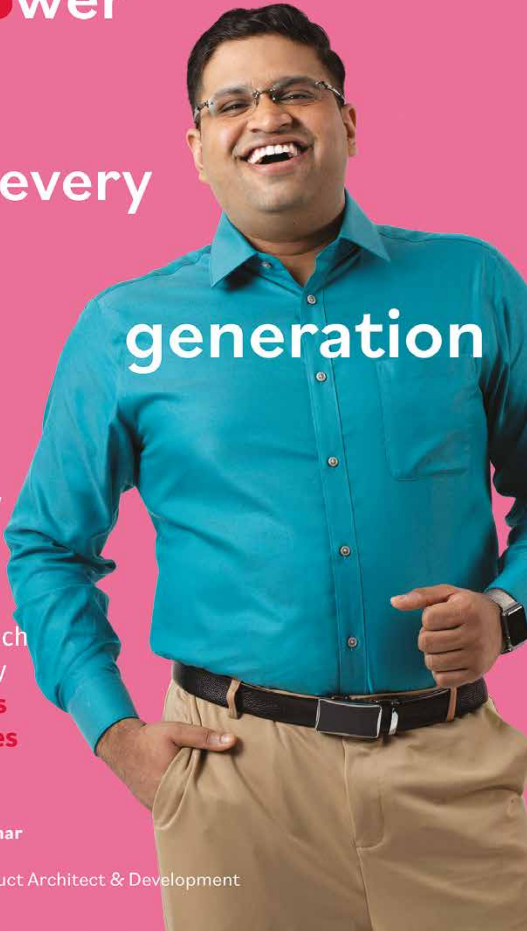
every

generation

“

With Singtel, I'm in the best position to empower every generation. I get the freedom to try, select and launch new technology that **transforms lives and shapes the future.**”

Manoj Prasanna Kumar
Head
Technology, 5G Product Architect & Development



innovate

with a

challenger

“

Challenging the status quo is a core part of innovation. We need to challenge the way people think, and even the boundaries of available innovations and technologies to stay ahead.”

Umar Masagos
Product Innovator
Transformation Office, NCS



spirit

OUR PEOPLE AND PURPOSE

Our people across our businesses are bringing our purpose and values to life. They help to bridge gaps, solve problems and challenge what's possible, using technology and their expertise to improve the lives of our customers and stakeholders, and create a brighter digital future for all.

OUR CORE VALUES



C

CULTIVATE A GROWTH MINDSET

Stay curious, learn, grow and innovate the next big idea.



O

OPERATE WITH INTEGRITY

Do what's right and not what's easy.



M

MAKE CUSTOMERS FIRST

Every interaction counts.



M

MAXIMISE TEAMWORK

Great things happen when we work together.



I

INNOVATE WITH A CHALLENGER SPIRIT

Do things differently and push boundaries.



T

TAKE OWNERSHIP

Follow up on commitments to deliver impact.

BOARD OF DIRECTORS

We're committed to building a culture of diversity, equity and inclusion – from our workforce, senior management to board.

Having a board that's diverse across various aspects such as skills, background and gender brings a well-rounded approach to decision making, thus supporting the long-term success of the Singtel Group. Over 30% of our board are women and all our board members are business leaders from various fields such as banking, technology and legal.



Lee Theng Kiat
69

Chairman,
Non-independent and
Non-executive Director

Committee(s)
Chairman, Finance and Investment
Committee
Member, Corporate Governance
and Nominations Committee
Member, Executive Resource and
Compensation Committee
Member, Optus Advisory
Committee

Date of Appointment
Director on 15 January 2020
Chairman on 30 July 2020

Last Re-elected
30 July 2020

**Number of Directorships in Listed
Companies (including Singtel)**
1



Yuen Kuan Moon
55

Group Chief Executive Officer,
Non-independent and
Executive Director

Committee(s)
Member, Optus Advisory Committee

Date of Appointment
Director and Group Chief Executive
Officer on 1 January 2021

Last Re-elected
30 July 2021

**Number of Directorships in Listed
Companies (including Singtel)**
1



John Arthur

67

Independent
Non-executive Director

Committee(s)

Member, Audit Committee
Member, Optus Advisory Committee
Member, Risk Committee

Date of Appointment

1 January 2022

Last Re-elected

–

Number of Directorships in Listed Companies (including Singtel)

1



Gautam Banerjee

67

Lead Independent and
Non-executive Director

Committee(s)

Chairman, Audit Committee
Chairman, Corporate Governance
and Nominations Committee
Member, Risk Committee

Date of Appointment

Director on 1 March 2018
Lead Independent Director on
30 July 2021

Last Re-elected

30 July 2021

Number of Directorships in Listed Companies (including Singtel)

2



Venky Ganesan

49

Independent
Non-executive Director

Committee(s)

Chairman, Technology Advisory Panel
Member, Finance and Investment
Committee

Date of Appointment

2 February 2015

Last Re-elected

30 July 2021

Number of Directorships in Listed Companies (including Singtel)

1

BOARD OF DIRECTORS



Bradley Horowitz

57

Independent
Non-executive Director

Committee(s)

Member, Finance and Investment
Committee
Member, Technology Advisory Panel

Date of Appointment

26 December 2018

Last Re-elected

23 July 2019

Number of Directorships in Listed Companies (including Singtel)

1



Gail Kelly

66

Independent
Non-executive Director

Committee(s)

Chairman, Executive Resource and
Compensation Committee
Chairman, Optus Advisory
Committee
Member, Audit Committee
Member, Corporate Governance
and Nominations Committee

Date of Appointment

26 December 2018

Last Re-elected

23 July 2019

Number of Directorships in Listed Companies (including Singtel)

1



Lim Swee Say

67

Independent
Non-executive Director

Committee(s)

Member, Finance and Investment
Committee

Date of Appointment

1 June 2021

Last Re-elected

30 July 2021

Number of Directorships in Listed Companies (including Singtel)

4



Christina Ong

70

Independent
Non-executive Director

Committee(s)

Member, Audit Committee
Member, Corporate Governance
and Nominations Committee
Member, Risk Committee

Date of Appointment

7 April 2014

Last Re-elected

23 July 2019

Number of Directorships in Listed Companies (including Singtel)

4



Rajeev Suri

54

Independent
Non-executive Director

Committee(s)

Member, Executive Resource and
Compensation Committee

Date of Appointment

1 January 2021

Last Re-elected

30 July 2021

Number of Directorships in Listed Companies (including Singtel)

2



Teo Swee Lian

62

Independent
Non-executive Director

Committee(s)

Chairman, Risk Committee
Member, Corporate Governance
and Nominations Committee
Member, Executive Resource and
Compensation Committee

Date of Appointment

13 April 2015

Last Re-elected

30 July 2021

Number of Directorships in Listed Companies (including Singtel)

3

BOARD OF DIRECTORS



Wee Siew Kim

61

Independent
Non-executive Director

Committee(s)
Member, Finance and Investment
Committee

Date of Appointment
1 October 2020

Last Re-elected
30 July 2021

**Number of Directorships in Listed
Companies (including Singtel)**
3



Yong Hsin Yue

50

Independent
Non-executive Director

Committee(s)
Member, Finance and Investment
Committee

Date of Appointment
1 January 2022

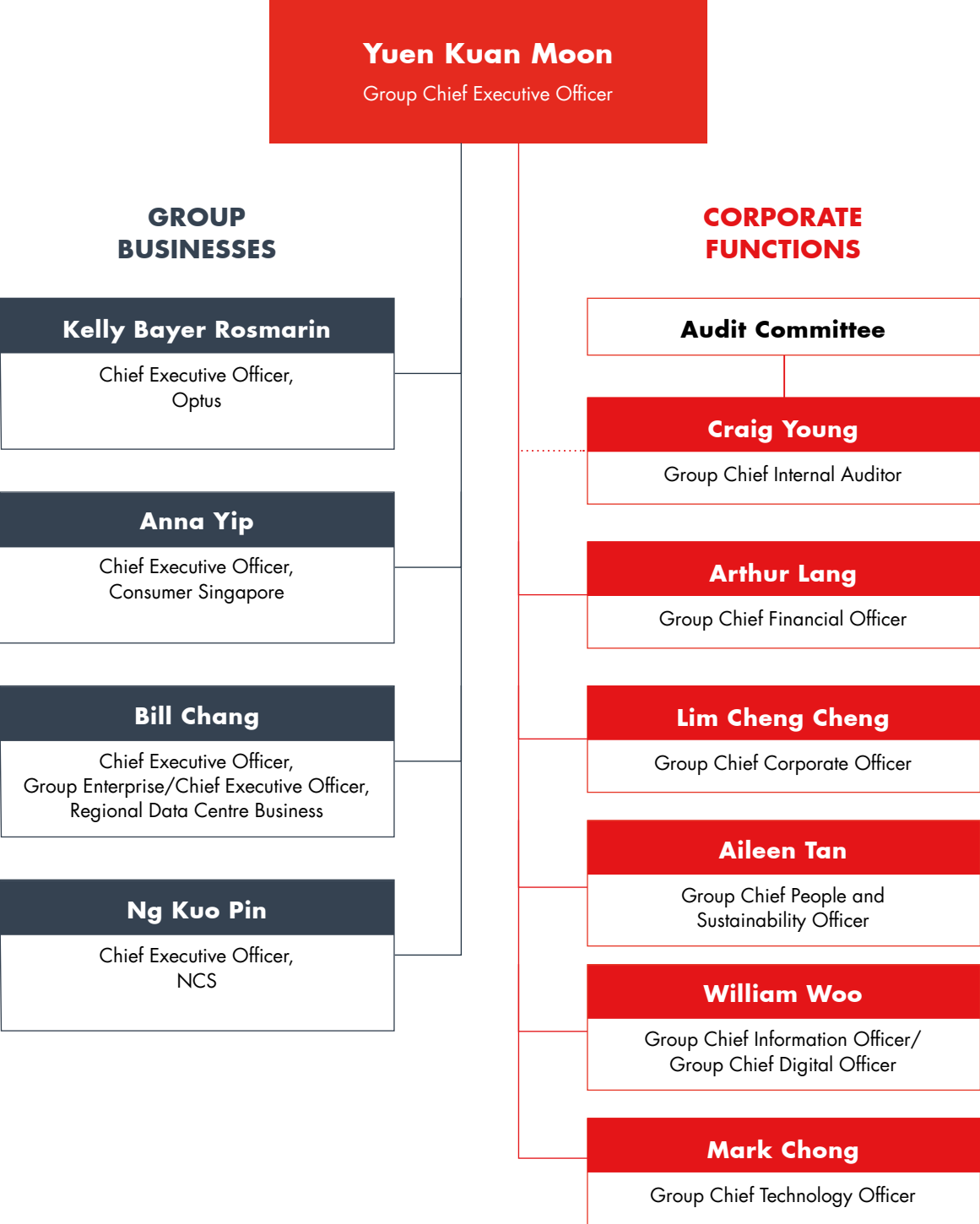
Last Re-elected
–

**Number of Directorships in Listed
Companies (including Singtel)**
1

Refer to pages 217 to 219 for biographies.

ORGANISATION STRUCTURE

As of 1 July 2022



- OVERVIEW
- BUSINESS REVIEWS
- GOVERNANCE AND SUSTAINABILITY
- PERFORMANCE
- FINANCIALS
- ADDITIONAL INFORMATION

MANAGEMENT COMMITTEE



1 William Woo, 58
Group Chief Information Officer/
Group Chief Digital Officer

2 Kelly Bayer Rosmarin, 45
Chief Executive Officer, Optus

3 Ng Kuo Pin, 52
Chief Executive Officer, NCS

4 Aileen Tan, 55
Group Chief People and
Sustainability Officer

5 Yuen Kuan Moon, 55
Group Chief Executive Officer

Our Management Committee comprises members with leadership experience and extensive knowledge in various fields such as technology, engineering, finance and consulting. Four out of ten of our Management Committee members are female.



6 Arthur Lang, 50
Group Chief Financial Officer

7 Anna Yip, 52
Chief Executive Officer,
Consumer Singapore

8 Lim Cheng Cheng, 50
Group Chief Corporate Officer

9 Mark Chong, 58
Group Chief Technology Officer

10 Bill Chang, 55
Chief Executive Officer,
Group Enterprise/Chief Executive
Officer, Regional Data Centre Business

Refer to pages 234 to 236 for biographies.



BUSINESS REVIEWS

We have sharpened our business positioning and refined our implementation roadmaps since resetting our strategy to capture untapped digital growth in the 5G era. This has meant innovating and working far more nimbly amid the relentless digitalisation altering customers' lives and the way industries operate. We've developed industry-first platforms, such as Paragon which offers an all-in-one solution for 5G edge computing and cloud services and expanded our range of solutions and services to help enterprises navigate the change and be more agile. We're also enriching the lives of consumers through exciting digital services and ever faster connections. While we are focused on meeting the needs of customers today, we continue to invest in and shape the future, reaping the full benefits that new technologies offer.



Minister for Communications & Information Mrs Josephine Teo was Guest of Honour at Singtel's Powering Up Singapore With 5G event.

IN SUPPORT OF



OFFICIAL 5G PARTNER



See Tigers come to life

islandwide with Singtel 5G.



Watch tigers come to life via augmented reality.



make extraordinary happen

autonomous vehicles for a smarter nation

Discover how the future of delivery has arrived early.

make extraordinary happen ncs.co/extraordinary



POWER ON

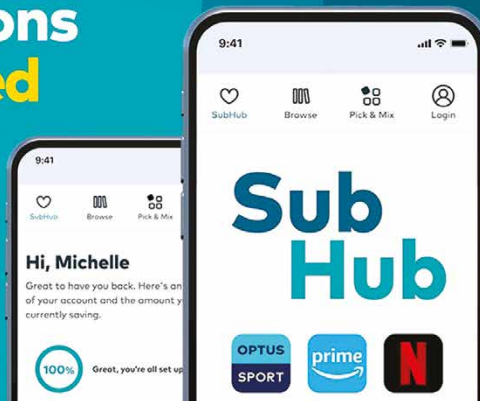
WITH SINGAPORE'S MOST TRUSTED BROADBAND.



Dylan counts on Singtel Broadband to power his live online marketplace. Because with Singtel, you can.

Your subscriptions streamlined

Simplify, save and discover with Optus SubHub



OPTUS

OVERVIEW

BUSINESS REVIEWS

GOVERNANCE AND SUSTAINABILITY

PERFORMANCE

FINANCIALS

ADDITIONAL INFORMATION

GROUP CFO REVIEW

Focusing on sustainable dividends, growth and returns

We delivered a resilient performance in FY2022 despite new waves of the pandemic, persistent structural headwinds and rising geopolitical tensions weighing on general market sentiment. This is a testament to our financial discipline and flexibility in the face of evolving market conditions. Achieving better capital efficiency with a proactive capital management approach has been my priority since I became Group CFO. We're making good progress on this goal as we deliver on our strategy: transforming our core businesses with 5G, creating new growth engines, and unlocking the value of existing assets to reallocate funds to businesses with higher growth opportunities. Going forward, we intend to sustain this trend to improve returns on capital and increase value for our stakeholders.

Gaining momentum

In my message last year, I'd said we needed to transform our businesses and cost base by leveraging digital technologies and Group scale. Reinvigorating the core is critical to generating the returns and cash we need. This work is well underway and the positive trends we're seeing, especially with Airtel's solid turnaround in India and significant improvements in its African business bode well for growth. We're also confident that our new strategic partner Gulf Energy will strengthen AIS' business in Thailand. Looking ahead, we intend to continue to focus on a smart, well-paced 5G rollout and differentiated customer experiences to generate the right returns.

Capturing digital opportunities

Leveraging on the digitalisation trend we are seeing across Asia, we've developed new regional businesses that build on our expertise and partnerships.

Our ICT arm NCS is focusing on integrating its IT and digital investments in Australia into its core business. We expect NCS to scale even more quickly as it unlocks greater synergies to support

the growing digital transformation needs of government and enterprise clients in the region.

The fast-growing ASEAN digital infrastructure market is another area we're investing in. With demand for high-quality data centres continuing to outpace supply in the region, we plan to grow our regional data centre platform anchored by our Singapore data centre business. A standalone entity, led by a strong management team with deep industry experience, is being established to accelerate our regional push. Besides developing the growth pipeline in Singapore, we're forming a joint venture with AIS and Gulf Energy in Thailand, and looking for further regional opportunities, including in Indonesia where we recently signed an MOU with Telkom.

Our digital bank with Grab is on track to launch in Singapore this year and we aim to redefine what banking should be by bringing our extensive ecosystems, technology expertise and fintech experience to serve consumers and small businesses better. With our acquisition of a minority stake in Bank Fama in Indonesia and the successful application for a full digital banking licence in Malaysia with a Grab consortium, we'll also be able to drive greater financial inclusion in the region where the low penetration of banking services and increasing digital adoption offers huge untapped potential.

Our regional associates have also incorporated local digicos and begun building customer engagement. In Indonesia for example, Telkomsel's new apps in edu-tech and fitness health tech are already hitting high monthly active users. Such digital services will augment customer experience as we continue to develop these digicos while looking out for monetisation opportunities.

Unlocking value

Capital recycling is an integral part of our asset-right strategy to fund future growth while we set aside operational cash flows for regular operations and dividends. Together with our regional associates, we have monetised a part of our stakes in assets and companies such as wholly-owned subsidiary Australian Tower Network, regional associate Airtel Africa, Globe's digital financial services subsidiary Mynt and Telkomsel's towers. These moves will support the rollout of 5G and other growth initiatives, including NCS' regional expansion.

Our plans to redevelop our corporate headquarters Comcentre and maximise its site potential is another way we are optimising the capital we can unlock to fund our growth initiatives. Comcentre will be divested to a joint venture company formed with the appointed developer, Lendlease, and we'll hold a majority stake.

Active capital management

In anticipation of the rising interest rate environment, we've locked a significant majority of our debt into fixed rates coupled with strong interest rate cover. We've also been diversifying our funding sources which is an important pillar of our capital



“ We’ll continue to build up our growth engines and actively explore crystallising the value of other infrastructure assets that sit on our balance sheet. As the Group’s financial performance continues to improve, supported by these growth engines, we’re confident that we can deliver better returns for shareholders in the coming years. ”

management approach. Our first digital sustainability-linked bond launched under our sustainable financing programme Olives this April, reaffirms our commitment to sustainability and to bringing the benefits of digitalisation to everyone. This is important not only in ensuring a more diverse group of investors can participate in Singtel’s growth, but also in accelerating the adoption of new technologies in our financial ecosystem while taking care of our earth for future generations.

Reducing our environmental impact remains a business imperative even as we pursue growth. We’re engaging with our investor base to help them understand our goals and the progress made as ESG considerations are fast becoming an important investment criteria. We’re also studying the broader financial implications of climate risks – both physical and transitional – such as the Singapore government’s carbon taxes announced in February.

Emerging stronger

While we’ve accomplished a lot in the last 12 months, there is still much work to be done to improve our return on invested capital,

which underpins profitable growth and sustainable dividends, in the medium to long term. We’ll continue to build up our growth engines and actively explore crystallising the value of other infrastructure assets that sit on our balance sheet. As the Group’s financial performance continues to improve, supported by these growth engines, we’re confident that we can deliver better returns for shareholders in the coming years.

Arthur Lang

Group Chief Financial Officer

CONSUMER SINGAPORE CEO REVIEW

**Delivering the best
digital experience
anytime,
anywhere**



As Singapore's leading communications technology and digital services provider, we seek to deliver excellent connectivity to our customers regardless of where they are – be it on the go or at home as the digital way of life becomes the new normal.

To help our customers thrive in this digital-first world, we've strengthened our operations to provide a superior network and launched new services that enrich our customers' digital experiences. We'll continue to solidify our leading market position, improve our customer experience and foster greater digital inclusion.

Bringing enhanced 5G services directly to customers

Our differentiated 5G proposition continues to drive our dominance in the local 5G space. In 2021, Ookla, a global leader in network intelligence and connectivity insights, recognised Singtel for having the fastest 5G mobile network with download speeds of up to 1.2Gbps in Singapore. We were also the first to launch a 5G Standalone network and provide indoor 5G coverage at over

“ To help our customers thrive in this digital-first world, we've strengthened our operations to provide a superior network and launched new services that enrich our customers' digital experiences. We'll continue to solidify our leading market position, improve our customer experience and foster greater digital inclusion. ”

300 locations, even on underground train lines. Our 5G network currently covers over 75% of Singapore – making us the most extensive indoor and outdoor 5G network provider nationwide. With the new spectrum we secured last year, we're developing smart digital solutions to deliver powerful 5G immersive experiences for both consumers and enterprises.

We've successfully demonstrated 5G's benefits of lower latency and faster speeds with showcases including Singapore's first 5G-powered remote racing in Sentosa and a collaboration with National Gallery Singapore for The People's Gallery, an exhibition that uses augmented reality to transform more than 25 void decks across eight neighbourhoods into art galleries, bringing art closer to daily lives.

Our 5G plans, bundled with 5G-enabled devices and our work with 5G ecosystem partners, have also contributed to rising 5G adoption. As of end March 2022, Singtel has over 450,000 5G customers and we're expecting to see further growth from those seeking smoother 5G roaming experiences as overseas travel resumes. Since the launch of 5G roaming last year, we've expanded our roaming network to cover more than 30 destinations including Australia and South Korea to cater to this demand.

Deepening customer engagement

We've also been enhancing our digital touch points to ensure our customers enjoy the best possible experience when engaging with us – especially for the many who stayed home during the pandemic and had to connect and transact digitally.

A significant reflection of this shift was the way they transact with us. Online sales transactions continue to grow and now make up about half of all our sales transactions in 2021. Accordingly, we revamped our MySingtel App to allow our customers to manage their Singtel services more securely and with greater ease.

We also introduced new 2Gbps home fibre broadband plans bundled with premium equipment. Household members can enjoy activities such as on-demand entertainment on CAST, our video streaming platform, with high speed and lag-free connectivity simultaneously, including those living in larger or multi-storied spaces. We've been broadening our global network of content partners and modularising our packages to make them more customisable and accessible to a wider audience. What's more, we introduced an unlimited 24-hour data pass, so our customers can binge watch their favourite shows without worrying about data while on the go.

We also collaborated with our extensive network of partners to launch a membership loyalty programme – Singtel Red, to provide greater value to our customers. The programme offers attractive discounts on mobile devices, lifestyle rewards and priority services to reward and engage our customers.

Beyond our telco offerings, we launched inclusive financial services on Singtel Dash with strategic partners so our customers have

convenient access to savings, insurance, investment and credit. Dash achieved another year of double-digit revenue growth, driven by its popular mobile remittance which serves customers in seven key regional corridors and embedded finance services. In 2021, we partnered UOB Asset Management to offer UOB Robo-Invest that helps our customers manage their wealth on the Dash app and earlier this year, we enhanced our personal protection offerings with the launch of Dash PET Plus.

Empowering all communities

While technology offers many advantages, it does come with some dangers in the form of rising online scams. The safety of our customers is our top priority and we've been ramping up measures to protect them from malicious actors. We leverage technology including artificial intelligence to bolster our network security and minimise the number of fraudulent messages our customers receive. We're also running ongoing online and offline education campaigns on how to spot common scams, and provide add-on security services so that our customers can work, learn and play safely.

We continue to keep an eye out for our underserved communities to ensure that they are not left behind in this digital age. To support seniors who may not have internet access but are keen to use digital solutions, we launched our Donate Your Data programme, starting with mobile brand GOMO, where our customers can donate their data to seniors via the app. These efforts complement our weekly Digital Silvers workshops conducted at our shops and various senior activity centres islandwide designed to help senior customers go digital easily and safely.

Charging forward

The domestic consumer market remains highly competitive with many players offering similar services but we strive to stay nimble in our approach to ensure we continue to lead across all business streams. We also expect an uptick in business as we emerge from the pandemic and travel returns.

Our customers remain our top priority and we stand ready to empower them to transform digitally through our range of products and services. We'll continue to invest in the right infrastructure and systems to drive operational efficiency and resilience while delivering the best network and digital experience to our customers.

Anna Yip

Chief Executive Officer,
Consumer Singapore

OPTUS CEO REVIEW

Bold ambition

Over the last two years, Optus has been on a transformational journey to deliver more than basic connectivity.

Instead of merely keeping pace with rapidly evolving customer needs, Optus has a bold ambition: to completely change what customers expect of their telco and redefine what a modern telco should be.

A solid foundation

At Optus, we're still doing everything customers expect of a traditional telco – and we're also raising the bar and doing more innovative things as well.

Over the past 30 years, we've invested more than A\$40 billion into building critical infrastructure, resulting in our mobile network covering 98.5% of Australia's population. We're swiftly advancing our rollout of 5G, but doing so in a way that ensures we deliver on the true benefits of 5G technology – like speed. We've achieved speed leadership for 5G in Australia, and even turbo-charged our 5G by demonstrating our 5G Max (utilising mmWave) with speeds of more than 4Gbps, quite an achievement for a challenger brand.

We're providing more digital options for customer service, enhanced AI techniques to assist customers and a new dedicated Team of Experts approach to ensure a customer's needs are met first time, all of which combine to provide unparalleled levels of customer service. And, of course, as we're in a very competitive market, we're providing subscription plans that deliver value for both new and existing customers. By adding lots of great value for customers, we're also able to lift average revenue per user and deliver strong financial results that guarantee we can continue to invest in our network and our customer experiences.

Creating the future of technology

As the challenger brand, Optus is at the forefront of innovation and differentiation in our industry. In fact, we're creating the future of technology that all telco customers will come to expect.

We're moving away from being a business where customers only engage with us in a transactional way, to providing our customers with genuinely positive, engaging experiences.

How?

By placing customers in control of solutions that enrich and improve their lives, we're going far beyond traditional telco services and providing customers with options which allow them to customise their experience to precisely what their individual needs are. Delivered to customers via a telco in an app that leverages technology in a way that transforms how customers use and think about their connectivity. We call this new way of controlling the network at an individual customer level, the Living Network.

The Optus Living Network is a collection of on-demand features that adapts to customers' changing needs by offering them flexibility and control of their connectivity.

The Living Network is a seismic shift for the industry and is our blueprint for what a future-focused, modern telco should be. We've organised our network to support complicated technology in a way that it is simple for our customers to access features that allow them to make their lives better – all through a few taps in the My Optus App.

The Living Network is proof that Optus is embracing a 'start up' technology mentality that continues to differentiate us and drive lasting customer relationships. Given this, it's no wonder that we've been able to drive a sustainable lift in our average revenue per user over the past year.

Big moves

Optus is looking beyond connectivity services at opportunities that diversify our offerings, but which also align to and satisfy the needs of our customers. As we first did with Optus Sport, we're entering new areas where we can create great experiences for our customers.

With the growing world of content subscriptions, customers tell us it's difficult to stay on top of their household's many memberships. To solve this, we've launched SubHub, which allows customers to easily manage the multiple subscriptions they have, and we provide discounts for bundling the subscriptions customers love, as well as special promotions, to save customers money and help them discover and use the content that is right for them.

We're also entering another huge growth market that aligns to our tech credentials and has great synergy with our traditional business: Smart Spaces.

Optus now offers the latest Smart Home and Smart Business devices, from WiFi-connected stereos to home lighting systems to



“ Instead of merely keeping pace with rapidly evolving customer needs, Optus has a bold ambition: to completely change what customers expect of their telco and redefine what a modern telco should be. ”

digital gadgets like doorbells and security cameras. We'll also offer customers options to install and service these devices, from self-install to full professional installation through our new O-Team.

We've been clear that our ambition is to be Australia's most loved everyday brand with lasting customer relationships, and that means the onus is on us to truly add value to our customers' lives in the moments that matter. Excitingly, SubHub and Smart Spaces open up additional revenue streams for us, providing us with additional opportunities to invest back into service, new offerings and innovation.

Looking ahead

In January, Optus celebrated its 30th anniversary, which gives us a moment to reflect on what we've achieved, what we've been offering customers: creating new choices, challenging the status quo, and creating better outcomes. But what we're truly focused on lies ahead, as we look to create the Living Network of the

future, with the best service across any industry, empowering our customers to be optimistic about the future with personalised options.

As we seek to become Australia's most loved everyday brand with lasting customer relationships, focusing on our customers is the key to our future success.

Kelly Bayer Rosmarin

Chief Executive Officer,
Optus

GROUP ENTERPRISE CEO REVIEW

Unlocking enterprise success in a digital economy

The pandemic has underscored the importance for enterprises to advance their digital transformation and scale their businesses more cost effectively. Singtel is working closely with enterprises to understand their challenges and needs and is committed to helping them capitalise on a whole host of new technologies to bring their digital transformation ambitions to life.

Accelerating 5G enterprise adoption

If there is one thing we've learnt after working with enterprises for years, it is that more and more, they want unparalleled flexibility and scalability to operate more efficiently and productively – all in a simple to use, cost-effective and secure platform. This is why we developed and patented the Paragon solution which is the industry's first all-in-one orchestration platform that helps companies seamlessly manage their 5G network and edge cloud resources. It is designed to facilitate use cases like autonomous systems from robotics, automated guided vehicles and drones, to immersive augmented reality/virtual reality, digital twin, metaverse applications, which require a secure, high bandwidth and low latency environment to operate. The platform enables developers and partners to build their applications and solutions over our high speed, low latency 5G network with edge cloud for enterprises in the region.

The 5G@Sentosa testbed, launched last year in close collaboration with multiple public sector agencies including the Government Technology Agency and the Sentosa Development Corporation, hosts a plethora of 5G use cases for the built environment, transport and tourism industries. 15 live trials had been launched by end-2021, and we're on track to have at least 30 trials running by the first half of 2023.

We're making good progress in commercialising 5G as well. Leveraging our 5G MEC and Paragon capabilities, security company AETOS recently launched their next-generation 5G-enabled Integrated Command Centre – the first of its kind

in Singapore, enabling the company's digital transformation by driving operational efficiencies and unlocking further growth and innovation. This Command Centre demonstrates the transformative power of 5G and MEC to address more than just security needs. It's able to track water and energy consumption and provide full operational visibility of AETOS' various sites across Singapore on a single dashboard.

At the same time, our Paragon platform is being exported to Optus in Australia and our regional associate, AIS, in Thailand, where its being leveraged to differentiate their enterprise solutions and offerings. We're encouraging ecosystem partners like app developers, chipset and IoT providers, and system integrators to work with us on the platform to bring more solutions and use cases to enterprises in Singapore and the region. With this industry leading and award-winning orchestration platform, we're enabling transformation and unlocking endless possibilities across industries – from advanced manufacturing, smart logistics and transportation to public safety and tourism.

Enhancing network leadership

A smart, reliable and agile network is key to digitalisation. As the leading regional technology and digital services provider, we support regional and global enterprises with network-based services and solutions like unified communications, security, cloud-centric connectivity and expansion in the region.

We're the first operator in Singapore to offer Unified Communications Direct Connect services for Microsoft Teams, or workflow integration via application programming interfaces which help businesses digitally connect with their employees and customers anytime and anywhere, especially as remote work continues.

For businesses looking to reduce network complexity and achieve faster deployment, our software-defined wide area network (SD-WAN) offers enterprises better visibility and control over their network performance. By converging our capabilities under one single customer service platform, we're able to better engage our customers to combat localised threats within their networks, be it in the cloud, SD-WAN or any other connectivity mediums.

We also leverage our network leadership to offer network-centric cyber security services, while tapping Trustwave's global capabilities to offer a complete suite of secured and trusted world-class services for our customers.

Developing a sustainable digital economy

The rise of digital economies and accelerated cloud adoption has had significant implications for the physical infrastructure that supports the overwhelming demand for data centres. As a leading communications technology group and one of the largest data centre operators in the region, we've a responsibility to be sustainable while meeting the demands of enterprises and hyperscalers as they expand their data centre hosting and

“ If there is one thing we’ve learnt after working with enterprises for years, it is that more and more, they want unparalleled flexibility and scalability to operate more efficiently and productively – all in a simple to use, cost-effective and secure platform. ”



connectivity needs, balanced with their priority to reduce their carbon footprint.

That’s why we’re building the greenest and most sustainable, new state-of-the-art data centre in the region. Located at Tuas, this integrated cable landing and data centre will build on our existing high-quality assets which meet the BCA Green Mark Platinum certification with one of the highest efficiencies and lowest carbon footprints in the region. Similarly, as part of our strategy to capture market share in the ASEAN region, we’ve formed a joint venture with our Thai partners, Gulf Energy and AIS, with a common vision – to be the leading operator to not only build high-quality data centres in Thailand, but next-generation green data centres and connectivity focused on sustainability. We’ve also signed a memorandum of understanding with Telkom to jointly explore building data centres in Indonesia and the region together. These are important steps in our data centre regional leadership strategy – to expand our platform’s footprint to cover the three fast-growing digital economies – Singapore, Thailand and Indonesia.

Looking ahead

As businesses continue moving to a digital-first or in some cases, digital-only way of working and operations, Singtel, with our talent, experience, expertise and capabilities stands ready to help our customers, of any size, take their business to the next level.

Bill Chang

Chief Executive Officer,
Group Enterprise

NCS CEO REVIEW

Building a regional tech services powerhouse

It's been an extraordinary year for NCS. Since we launched the new NCS on 7 July 2021, we've redefined our purpose, rebranded and repositioned ourselves to better serve our clients, provide more growth opportunities for our people and create greater impact in the communities we're in.

Expanding beyond Singapore

Over the last 18 months, we've extended our footprint in Australia, a market strategic to NCS' regionalisation plans. Besides setting up NCS NEXT Cloud Centre of Excellence in Melbourne to support governments and enterprises in their cloud initiatives and facilitate the exchange of expertise, a series of strategic investments were made to ramp up NCS' presence in Australia.

This includes the acquisition of The Dialog Group, Australia's largest privately-owned IT services company following two earlier investments in 2021, cloud consultancy Riley and a majority investment in cloud transformation specialist, Eighty20 Solutions. NCS' fourth investment of the ARQ Group in March 2022, a fast-growing digital services firm, further brings to scale NCS NEXT in Australia and the region.

“ Our next chapter of growth and transformation is underway. We're committed to our long-term vision of being a regional tech services powerhouse in Asia Pacific and look forward to forging more partnerships with governments and enterprises to harness technology to advance communities. ”



Combined with Dialog's core IT capabilities and extensive reach, ARQ brings onboard key digital competencies that help create a highly compelling end-to-end digital transformation value proposition for our clients. The four investments bring together 2,000 tech specialists in Australia, boosting our scale, capabilities and credibility to compete as a regional digital powerhouse and help governments and enterprises achieve their digital transformation goals.

Accelerating government sector growth

As a dedicated partner of the Singapore government, NCS has more than four decades of proven success in supporting public sector needs. We're doubling down on the government sector with Gov+, a strategic business group focusing on building NCS' digital government portfolio and strengthening our position as the leading digital catalyst for governments and smart cities across Asia Pacific.

As a testament to NCS' contributions in mission-critical projects, we've received accolades like the Defence Technology Prize 2021 Team Award for our collaboration with the Defence Science and Technology Agency and the Singapore Armed Forces. NCS has been instrumental in developing and managing the systems used by the multi-ministry task force to make critical decisions and execute pandemic management measures.

Supporting enterprise transformations

We're also expediting our growth in the enterprise sector, especially in the telco business segment. Our second strategic business group, Telco+, is helping telcos across the region in their digital transformation by improving their operational efficiencies and delivering enhanced customer experiences via 5G and digital technologies.

In June this year, Telco+ partnered with AIS, Thailand's leading provider of mobile services and mobile network operator, to drive transformation and joint projects that will enable enterprises in Thailand to benefit from the combined strengths of AIS' market leadership and NCS' digital capabilities.

Growing our partnership ecosystem

In line with driving impactful change in communities and the industry, in April this year, we forged a multi-pronged strategic partnership with UiPath, a leading enterprise automation software company, to jointly drive an automation-first approach and enhance delivery capabilities for clients across Asia Pacific. In that same month, we partnered with Grab to pilot food delivery in Sentosa, where orders are delivered by an autonomous vehicle robot managed by NCS robotmanager – operationalising the food delivery process and enabling robot fleet operations to be efficiently scaled up. Partnerships like these are key to growing our innovation ecosystem and co-creating the future.

On the ESG front, NCS has been working with leading industry players to reduce energy consumption and carbon footprint. One

such innovative partner is home-grown Ecoline Solar – NCS is one of the first organisations in Singapore to leverage its green solar thermal air-conditioning to improve energy efficiency. NCS' data centre is also one of the largest single-roof solar-powered data centres in Southeast Asia. Today, it generates enough solar energy to power 503 four-room HDB flats for a month and reduces 914 tonnes of carbon emissions a year.

Advancing our people

Our success is only possible through the dedication and commitment of our 12,000-strong team. NCS remains committed to building a place for talent to grow and thrive professionally and has been rolling out different people initiatives to achieve five outcomes of providing our people with Exciting and Impactful Work; Career Discovery and Choice; Personal Growth and Mastery; Inspiring Teams and Caring Workplace.

The breadth and scale of our operations across multiple countries, industries and clients, offer our people opportunities to be involved in exciting and impactful work. Our people have a choice to explore 13 career tracks, 61 specialisations and five industry domains as well as gain access to training programmes that are purposefully designed by our newly launched learning organisation, NCS Dojo, to help them achieve personal growth and mastery.

In our commitment to nurture young tech talents with future-ready skills for the tech industry, NCS and Republic Polytechnic recently signed a Memorandum of Understanding to expand our collaboration to groom young talents through enhanced internship programmes, special curriculums, and industry attachments for lecturers with NCS.

We also firmly believe that diversity in tech leads to stronger teams and innovation. In line with that view, NCS is proud to support the Cross-Polytechnic Girls in Tech Committee in Singapore to nurture female students' interest in IT through workshops, hackathons and mentorships. This year, we also launched our inaugural Women Make IT Happen community event to promote female diversity in tech, shining the spotlight on female role models who are leading new waves in innovation and tech trends.

More extraordinary things to come

Our next chapter of growth and transformation is underway. We're committed to our long-term vision of being a regional tech services powerhouse in Asia Pacific and look forward to forging more partnerships with governments and enterprises to harness technology to advance communities.

Ng Kuo Pin

Chief Executive Officer,
NCS

GOVERNANCE AND SUSTAINABILITY

We are committed to creating long-term value for our people, customers, shareholders and the larger community, guided by our purpose of empowering every generation. Driving growth through responsible, sustainable practices across our business is critical for our future success and we constantly refine our approach to better serve our stakeholders. At the same time, we are taking steps to create a more inclusive workplace, as this allows our people to be their best knowing that they're valued and heard. We are also equipping everyone with the right digital tools and resources to advance our mission of bringing the benefits of technology to the community.

build platforms that make everyday life better for millions

We're looking for talent to help us build the solutions and systems that will power Singapore forward into the future.



nCS //



Photo credit SNOC

Yes OPTUS

OVERVIEW

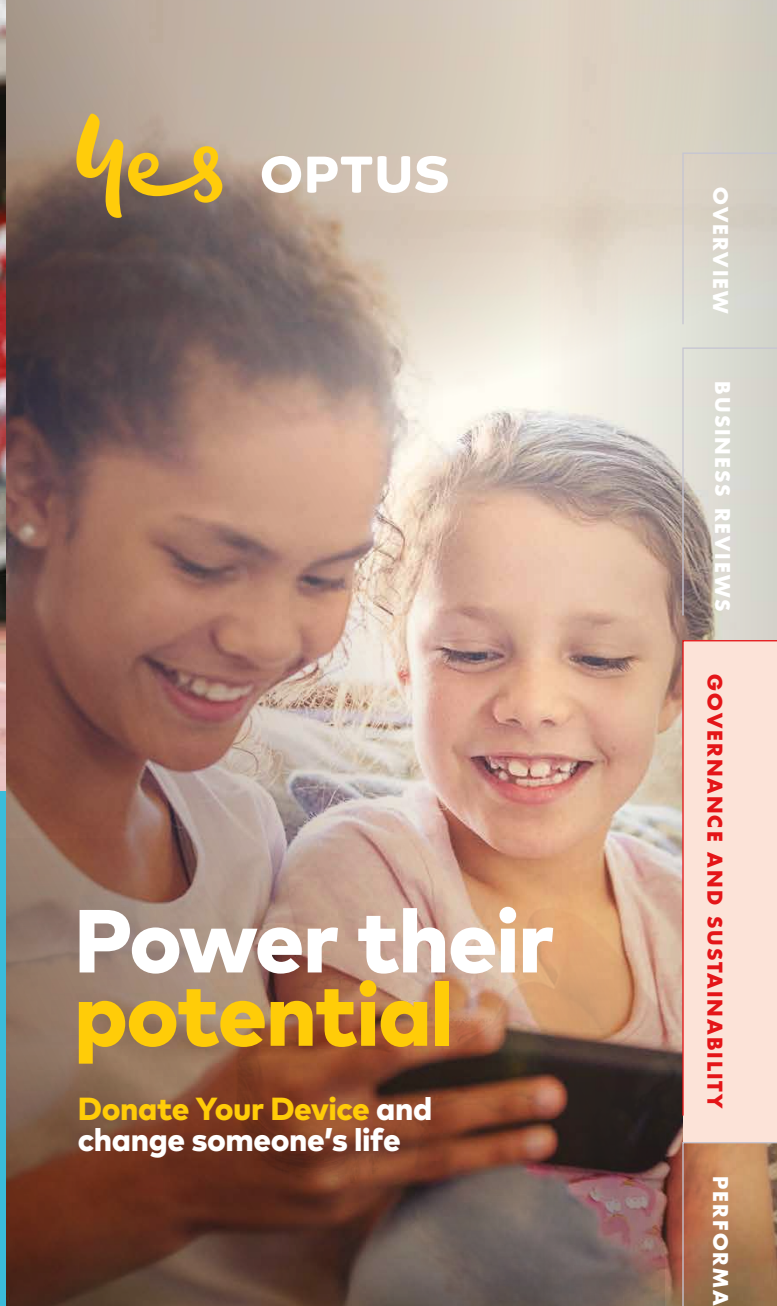
BUSINESS REVIEWS

GOVERNANCE AND SUSTAINABILITY

PERFORMANCE

FINANCIALS

ADDITIONAL INFORMATION



Power their potential

Donate Your Device and change someone's life

Supporting Safer Internet Day 2022

See how your family and Bathurst Champion Chaz Mostert plays it fair online



Optus Digital Thumbprint

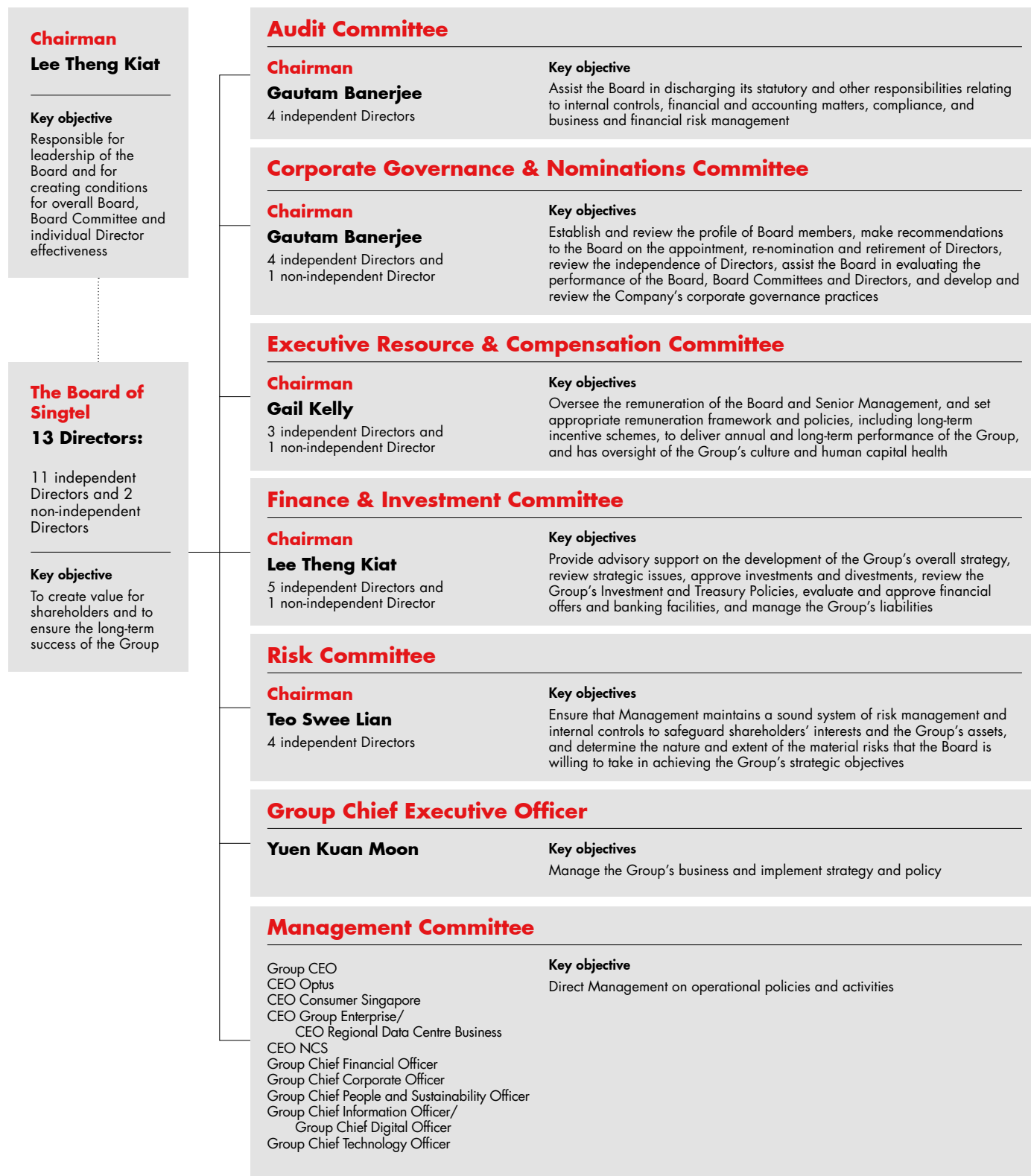


PUSH A BUTTON FOR THE ONES THAT MATTER



CORPORATE GOVERNANCE

Our governance framework



Introduction

Singtel aspires to the highest standards of corporate governance as we believe that good governance supports long-term value creation. To this end, Singtel has a set of well-defined policies and processes in place to enhance corporate performance and accountability, as well as protect the interests of stakeholders. The Board of Directors is responsible for Singtel's corporate governance standards and policies, and stresses their importance across the Group. Singtel

is listed on the Singapore Exchange Securities Trading Limited (SGX) and has complied in all material respects with the principles and provisions in the Singapore Code of Corporate Governance 2018 (2018 Code). This report sets out Singtel's key corporate governance practices with reference to the 2018 Code. We provide a summary of our compliance with the express disclosure requirements in the 2018 Code on pages 67 to 68.

Directors' attendance at Board/general meetings during the financial year ended 31 March 2022⁽¹⁾

Name of Director	Scheduled Board Meetings		Ad Hoc Board Meetings		Independent Directors' Meeting	Annual General Meeting
	Number of Meetings Held	Number of Meetings Attended	Number of Meetings Held	Number of Meetings Attended		
Lee Theng Kiat	4	4	4	4	–	✓
Yuen Kuan Moon	4	4	4	4	–	✓
John Arthur ⁽²⁾	1	1	1	1	–	–
Gautam Banerjee	4	4	4	4	✓	✓
Venkataraman (Venky) Ganesan	4	4	4	3	✓	✓
Bradley Horowitz	4	4	4	4	✓	✓
Gail Kelly	4	4	4	4	✓	✓
Lim Swee Say ⁽³⁾	3	3	3	3	✓	✓
Christina Ong ⁽⁴⁾	4	4	4	3	✓	✓
Rajeev Suri	4	4	4	4	✓	✓
Teo Swee Lian	4	4	4	3	✓	✓
Wee Siew Kim	4	4	4	3	✓	✓
Yong Hsin Yue ⁽⁵⁾	1	1	1	1	–	–
Low Check Kian ⁽⁶⁾	1	1	1	1	✓	✓

Notes:

- ⁽¹⁾ Refers to meetings held/attended while each Director was in office.
⁽²⁾ Mr John Arthur was appointed to the Board on 1 January 2022.
⁽³⁾ Mr Lim Swee Say was appointed to the Board on 1 June 2021.
⁽⁴⁾ Mrs Christina Ong recused herself and did not participate at an ad hoc Board Meeting due to a conflict of interest.
⁽⁵⁾ Ms Yong Hsin Yue was appointed to the Board on 1 January 2022.
⁽⁶⁾ Mr Low Check Kian stepped down from the Board following the conclusion of the AGM on 30 July 2021.

CORPORATE GOVERNANCE

Board matters

The Board's conduct of affairs

The Board aims to create value for shareholders and ensure the long-term success of the Group by focusing on the development of the right strategy, business model, risk appetite, management, succession plan and compensation framework. It also seeks to align the interests of the Board and Management with that of shareholders and balance the interests of all stakeholders. In addition, the Board sets the tone for the entire organisation where ethics and values are concerned.

The Board oversees the business affairs of the Singtel Group. It assumes responsibility for the Group's overall strategic plans and performance objectives, financial plans and annual budget, key operational initiatives, major funding and investment proposals, financial performance reviews, compliance and accountability systems, and corporate governance practices. The Board also appoints the Group CEO, approves policies and guidelines on remuneration as well as the remuneration for the Board and the Management Committee, and approves the appointment of Directors. In line with best practices in corporate governance, the Board also oversees the long-term succession planning for the Management Committee.

Singtel has established financial authorisation and approval limits for operating and capital expenditure, the procurement of goods and services, and the acquisition and disposal of investments. The Board approves transactions exceeding certain threshold limits, while delegating authority for transactions below those limits to the Board Committees and the Management Committee to optimise operational efficiency.

Material items that require Board approval

- The Group's strategic plans
- The Group's annual operating plan and budget
- Full-year and half-year financial results
- Dividend policy and payout
- Issue of shares
- Board succession plans
- Succession plans for Management Committee positions, including appointment of, and compensation for, Management Committee members
- Underlying principles of long-term incentive schemes for employees
- The Group's risk appetite and risk tolerance for different categories of risk, as well as risk strategy and the policies for management of material risks
- Acquisitions and disposals of investments exceeding certain material limits
- Capital expenditure exceeding certain material limits

Board meetings

The Board and Board Committees meet regularly to discuss strategy, operational matters and governance issues. All Board and Board Committee meetings are scheduled well in advance of each year in consultation with the Directors. At every scheduled meeting, the Board sets aside time for discussion without the presence of Management (except the executive Director). The Board also sets aside time for the non-executive Directors to meet without any executives present. The Board holds four scheduled meetings each year and may also hold ad hoc meetings as and when warranted by circumstances. A total of eight Board meetings (including ad hoc Board meetings) were held in the financial year ended 31 March 2022.

Attendance at Board or Board Committee meetings via telephone or video conference is permitted by Singtel's Constitution.

A record of the Directors' attendance at Board meetings during the financial year ended 31 March 2022 is set out on page 37. Directors who are unable to attend a Board meeting are provided with the briefing materials and can discuss issues relating to the matters to be discussed at the Board meeting with the Chairman or the Group CEO.

Director development/training

The Board values ongoing professional development and recognises that it is important that all Directors receive regular training so as to be able to serve effectively on, and contribute to, the Board. The Board has therefore adopted a policy on continuous professional development for Directors.

All new Directors appointed to the Board are briefed by the Chairman, as well as the chairmen of the Board Committees, on issues relevant to the Board and Board Committees. They are also briefed by Senior Management on the Group's business activities, strategic direction and policies, key business risks, the regulatory environment in which the Group operates and governance practices, as well as their statutory and other duties and responsibilities as Directors.

Directors who have no prior experience as a director of an issuer listed on the SGX are provided with training on the roles and responsibilities of a listed issuer in accordance with the listing rules of the SGX. The training costs are borne by Singtel.

Upon appointment to the Board, each Director receives a Directors' Manual, which sets out the Director's duties and responsibilities and the Board's governance policies and practices. The Directors' Manual is maintained by the Company Secretary. In line with best practices in corporate governance, new Directors also sign a letter of appointment from the Company stating clearly the role of the Board and non-executive Directors, the time commitment that the Director would be expected to allocate and other relevant matters.

To ensure Directors can fulfil their obligations and to continually improve the performance of the Board, all Directors are encouraged to undergo continual professional development during the term of their appointment. Professional development may relate to a particular subject area, committee membership, or

key developments in Singtel's environment, market or operations. Directors are encouraged to consult the Chairman if they consider that they personally, or the Board as a whole, would benefit from specific education or training regarding matters that fall within the responsibility of the Board or relate to the business of Singtel.

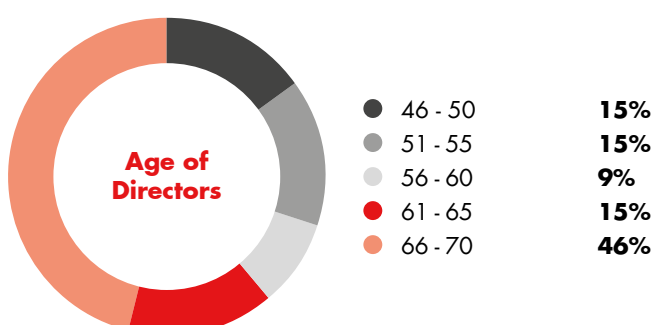
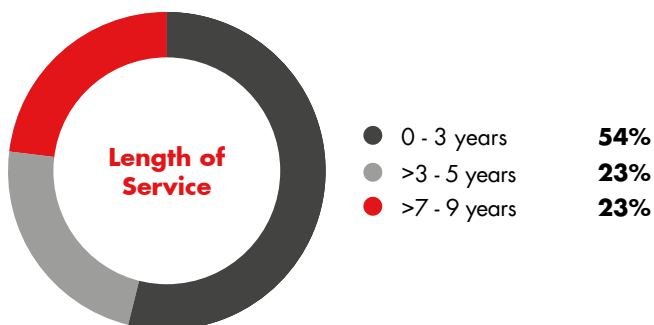
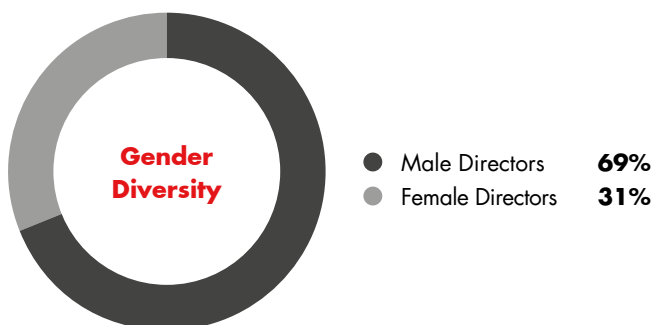
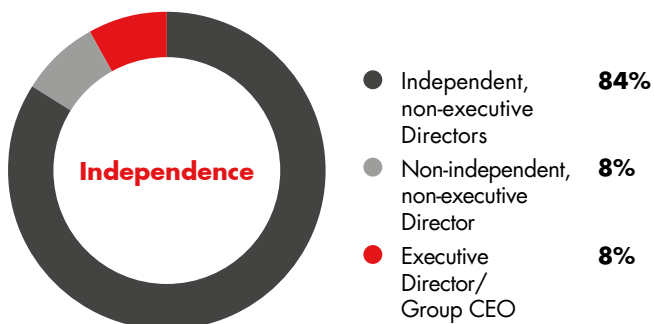
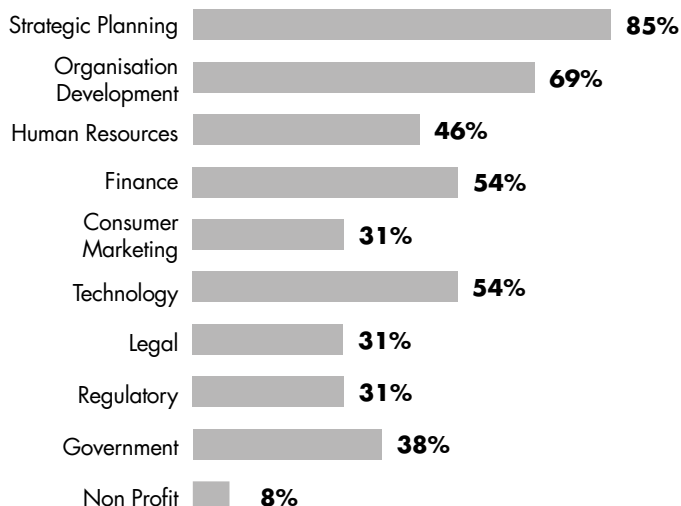
Board composition, diversity and balance

The Singtel Board has a strong independent element. There are 13 Directors on the Board, comprising 11 independent non-executive Directors, one non-independent non-executive Director and one executive Director. The Board has appointed a Lead Independent Director. A description of the role of the Lead Independent Director is set out on page 43. The profiles of the Directors are set out on pages 14 to 18 and pages 217 to 219.

The size and composition of the Board are reviewed from time to time by the Corporate Governance and Nominations Committee (CGNC). The CGNC seeks to ensure that the size of the Board is conducive for effective discussion and decision making, and that the Board has an appropriate number of independent Directors. The CGNC also aims to maintain a diversity of expertise, skills and attributes among the Directors. Any potential conflicts of interest are taken into consideration.

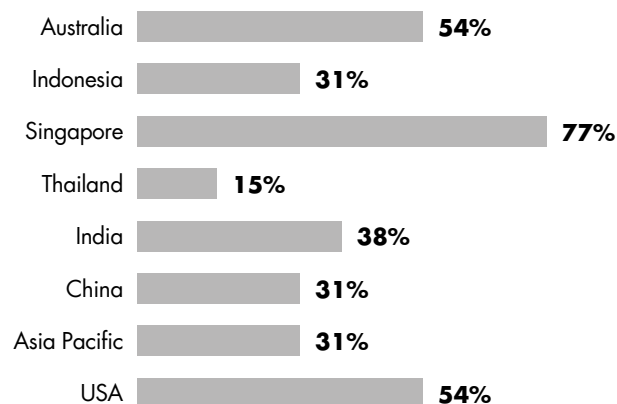
In order to ensure that Singtel continues to be able to meet the challenges and demands of the markets in which Singtel operates, the Board is focused on enhancing the diversity of skills, expertise and perspectives on the Board in a structured way, by proactively mapping out Singtel's Board composition needs over the short and medium term.

Expertise and Experience Matrix



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Expertise and Experience by Geography



Board diversity

Singtel is committed to building a diverse, inclusive and collaborative culture. Singtel recognises and embraces the benefits of diversity on the Board, and views diversity at the Board level as essential to supporting the attainment of its strategic objectives and its sustainable development.

The Board's Diversity Policy provides that, in reviewing Board composition and succession planning, the CGNC will consider the benefits of all aspects of diversity, including diversity of skills, experience, background, gender, age, ethnicity and other relevant factors. These differences will be considered in determining the optimum composition of the Board and, when possible, should be balanced appropriately. All Board appointments are made based on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective. Diversity is a key criterion in the instructions to external search consultants.

The current Board comprises 13 members who are business leaders and professionals with diverse expertise, experience and backgrounds including engineering, technology, investment, banking, finance, legal, accounting, regulatory/government and general management. Reflecting the focus of the Group's business in the region, five of Singtel's 13 Directors are from, and have extensive experience in, jurisdictions outside Singapore, namely, the non-executive Directors, Mr John Arthur, Mr Venky Ganesan, Mr Bradley Horowitz, Mrs Gail Kelly and Mr Rajeev Suri. In relation to gender diversity, 31% of the Singtel Board, or four out of the 13 Board members, are female. Other than the Group CEO, none of the Directors is a former or current employee of the Company or its subsidiaries.

The Board is of the view that gender is an important aspect of diversity and will strive to ensure that (a) any brief to external search consultants to identify candidates for appointment to the Board will include a requirement to present female candidates, (b) female candidates are included for consideration by the CGNC whenever it seeks to identify a new Director for appointment to the Board, (c) the Board appoints at least one female Director to the CGNC, and (d) there is significant and appropriate female representation on the Board, recognising that the Board's needs

will change over time taking into account the skills and experience of the Board.

Independence

The Board, taking into account the views of the CGNC, assesses the independence of each Director annually, and as and when circumstances require, in accordance with the 2018 Code. A Director is considered independent if he has no relationship with the company, its related corporations, substantial shareholders or its officers that could interfere or be reasonably perceived to interfere, with the exercise of the director's independent business judgement in the best interests of the company.

The Board considers the existence of relationships or circumstances, including those identified by the listing rules of SGX (SGX Listing Manual) and the Practice Guidance to the 2018 Code (Practice Guidance), that are relevant in its determination as to whether a Director is independent. Such relationships or circumstances include the employment of a Director by the Company or any of its related corporations during the financial year in question or in any of the previous three financial years; a Director being on the Board for an aggregate period of more than nine years; the acceptance by a Director of any significant compensation from the Company or any of its subsidiaries for the provision of services during the financial year in question or the previous financial year, other than compensation for board service; and a Director being related to any organisation to which the Company or any of its subsidiaries made, or from which the Company or any of its subsidiaries received, significant payments or material services during the financial year in question or the previous financial year.

The CGNC and the Board have assessed the independence of each of the Directors in 2022. A summary of the outcome of that assessment is set out below.

Based on the declarations of independence provided by the Directors and taking into consideration the guidance in the 2018 Code, the SGX Listing Manual and (where relevant) the Practice Guidance, the Board has determined that Mr Lee Theng Kiat, Chairman of the Singtel Board and Mr Yuen Kuan Moon, Singtel's Group CEO are the only non-independent Directors. All other members of the Board are considered to be independent Directors. In line with the Board's Code of Conduct and Ethics, each of the members of the CGNC and the Board abstained in respect of the confirmation of his/her independent status.

Mr Lee Theng Kiat is deemed non-independent given his previous role as Executive Director of Temasek Holdings (Private) Limited (Temasek) between April 2019 and September 2021 and his current roles as a non-executive director of Temasek and the Chairman of Temasek International Pte. Ltd. He is not a nominee of Temasek on the Singtel Board and does not act for Temasek in respect of his board role at Singtel.

Mr John Arthur, Mrs Gail Kelly, Mr Lim Swee Say, Mr Rajeev Suri, Mr Wee Siew Kim and Ms Yong Hsin Yue each does not have any of the relationships and is not faced with any of the circumstances identified in the 2018 Code, the SGX Listing Manual and the Practice Guidance that could interfere, or be reasonably

perceived to interfere, with the exercise of his/her independent business judgement in the best interests of Singtel. The CGNC and the Board are of the view that each of these Directors has demonstrated independence in the discharge of his/her duties and responsibilities as a Director and is therefore an independent Director.

Mr Gautam Banerjee

Mr Gautam Banerjee is an independent non-executive director of Defence Science & Technology Agency and GIC Private Limited, each of which purchased services and/or equipment from the Singtel Group in the ordinary course of business, on arm's length basis and based on normal commercial terms and/or market rates. Mr Banerjee's role in those organisations is non-executive in nature and he is not involved in the day-to-day conduct of the business of those organisations. He is not involved in the process or approval of the engagement of the Singtel Group by those organisations for the provision of telecommunication services.

The Board has considered the conduct of Mr Banerjee in the discharge of his duties and responsibilities as a Director and is of the view that the relationships set out above did not impair his ability to act with independent judgement in the discharge of his duties and responsibilities as a Director. Apart from the relationships stated above, Mr Banerjee does not have any other relationships and is not faced with any of the circumstances identified in the 2018 Code, the SGX Listing Manual and the Practice Guidance that may affect his independent judgement. The Board is of the view that Mr Banerjee has demonstrated independence in the discharge of his duties and responsibilities as a Director and is therefore an independent Director.

Mr Venky Ganesan

Mr Venky Ganesan is a director of BitSight Technologies, Inc (BitSight). Singtel's subsidiary, Singtel Innov8 Pte Ltd, has an interest of less than 2% in BitSight. The investment in BitSight by Singtel Innov8 Pte Ltd was made independent of Mr Ganesan's association with Singtel. BitSight provided services and equipment to the Singtel Group during the financial year in the ordinary course of business, on arm's length basis and based on normal commercial terms and/or market rates. The services provided to, and payments received from, the Singtel Group are not material or significant in the context of BitSight or the Singtel Group for the relevant period. Mr Ganesan's role in BitSight is non-executive in nature and he is not involved in the process or approval of the engagement of BitSight by the Singtel Group for the provision of services.

The Board has considered the conduct of Mr Ganesan in the discharge of his duties and responsibilities as a Director and is of the view that the relationships set out above did not impair his ability to act with independent judgement in the discharge of his duties and responsibilities as a Director. Apart from the relationships stated above, Mr Ganesan does not have any other relationships and is not faced with any of the circumstances identified in the 2018 Code, the SGX Listing Manual and the Practice Guidance that may affect his independent judgement. The Board is of the view that Mr Ganesan has demonstrated independence in the discharge of his duties and responsibilities as a Director and is therefore an independent Director.

Mr Bradley Horowitz

Mr Bradley Horowitz is Vice President of Product Management of, and an Adviser to, Google Inc. The Google Inc. group (Google) and the Singtel Group collaborate from time to time in the ordinary course of business to offer services to customers. Google provided services to, and received payments from, the Singtel Group during the relevant period in the ordinary course of business, on arm's length basis and based on normal commercial terms and/or market rates. The services provided to, and payments received from, the Singtel Group are not material or significant in the context of Google or the Singtel Group for the relevant period. Mr Horowitz is not involved in the process or approval of the engagement of Google by the Singtel Group for the provision of services.

The Board has considered the conduct of Mr Horowitz in the discharge of his duties and responsibilities as a Director and is of the view that the relationships set out above did not impair his ability to act with independent judgement in the discharge of his duties and responsibilities as a Director. Apart from the relationships stated above, Mr Horowitz does not have any other relationships and is not faced with any of the circumstances identified in the 2018 Code, the SGX Listing Manual and the Practice Guidance that may affect his independent judgement. The Board is of the view that Mr Horowitz has demonstrated independence in the discharge of his duties and responsibilities as a Director and is therefore an independent Director.

Mrs Christina Ong

Mrs Christina Ong is a partner of Allen & Gledhill LLP (A&G). She does not hold 5% or more interest in A&G. A&G provides legal services to, and receives fees from, the Singtel Group. The fees received by A&G from the Singtel Group are not material or significant in the context of A&G or the Singtel Group for the relevant period.

Mrs Ong is an independent non-executive director of Oversea-Chinese Banking Corporation Limited (OCBC). OCBC, in the normal course of business, obtained telecommunications and related services from, and made payments to, the Singtel Group not unlike many organisations in Singapore. The services provided to, and payments received by the Singtel Group from, OCBC are not material or significant in the context of the Singtel Group or OCBC for the relevant period. OCBC also provides banking services to the Singtel Group and receives payments from the Singtel Group for these services. The banking services provided by OCBC and payments made by the Singtel Group to OCBC are not material or significant in the context of the Singtel Group for the relevant period. Mrs Ong is not involved in the process or approval of (i) the engagement of the Singtel Group by OCBC for the provision of telecommunications and related services; and (ii) the engagement of OCBC by the Singtel Group for the provision of banking services.

Mrs Ong is an independent non-executive director of SIA Engineering Company Limited (SIAEC). SIAEC is a subsidiary of Temasek, which also holds a majority interest in Singtel. Mrs Ong's role in SIAEC is non-executive in nature and she is not involved in the day-to-day conduct of the business of SIAEC. She does not represent Temasek on the Singtel Board and she is not accustomed nor is she under any obligation, whether formal or informal, to act

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in accordance with the directions, instructions or wishes of Temasek in relation to the corporate affairs of Singtel.

The Board has considered the conduct of Mrs Ong in the discharge of her duties and responsibilities as a Director and is of the view that the relationships set out above did not impair her ability to act with independent judgement in the discharge of her duties and responsibilities as a Director. Apart from the relationships stated above, Mrs Ong does not have any other relationships and is not faced with any of the circumstances identified in the 2018 Code, the SGX Listing Manual and the Practice Guidance that may affect her independent judgement. The Board is of the view that Mrs Ong has demonstrated independence in the discharge of her duties and responsibilities as a Director and is therefore an independent Director.

Ms Teo Swee Lian

Ms Teo is the non-executive Chairman of CapitaLand Integrated Commercial Trust Management Limited (manager of CapitaLand Integrated Commercial Trust) (CICT). The Singtel Group provides telecommunication services to CICT and its subsidiaries (CICT Group) and CapitaLand Investment Limited (CLI) and its subsidiaries (CLI Group). CLI owns a substantial stake in CICT. Singtel is also a tenant in some of the malls in CICT's and CLI's portfolios. Ms Teo is not involved in the process or approval of (i) the engagement of the Singtel Group by the CICT Group and the CLI Group for the provision of telecommunication services; and (ii) the tenancy leases between Singtel and CICT Group/CLI Group. The abovementioned transactions are conducted in the ordinary course of business, on arm's length basis and based on normal commercial terms and/or market rates.

Ms Teo is an independent non-executive director of AIA Group Ltd (AIA). The Singtel Group provides telecommunications services to the AIA group, and the AIA group provides insurance services to the Singtel Group. Ms Teo is not involved in the process or approval of (i) the engagement of the Singtel Group by the AIA group for the provision of telecommunication services; and (ii) the engagement of the AIA group by Singtel Group for the provision of insurance services. The transactions between the Singtel Group and the AIA group are conducted in the ordinary course of business, on arm's length basis and based on normal commercial terms and/or market rates.

Ms Teo is also a non-executive director of Clifford Capital Holdings Pte. Ltd. (CCHPL), which is substantially owned by Temasek. Temasek is also the holding company of CLI. Ms Teo's roles in CCHPL and CICT are non-executive in nature and she is not involved in the day-to-day conduct of the business of those companies. She does not represent Temasek on the Singtel Board and she is not accustomed nor is she under any obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of Temasek in relation to the corporate affairs of Singtel.

The Board has considered the conduct of Ms Teo in the discharge of her duties and responsibilities as a Director and is of the view that the relationships set out above did not impair her ability to act with independent judgement in the discharge of her duties and responsibilities as a Director. Apart from the relationships stated

above, Ms Teo does not have any other relationships and is not faced with any of the circumstances identified in the 2018 Code, the SGX Listing Manual and the Practice Guidance that may affect her independent judgement. The Board is of the view that Ms Teo has demonstrated independence in the discharge of her duties and responsibilities as a Director and is therefore an independent Director.

Mr Wee Siew Kim

Mr Wee is an independent non-executive director of SIAEC. SIAEC is a subsidiary of Temasek, which also holds a majority interest in Singtel. Mr Wee's role in SIAEC is non-executive in nature and he is not involved in the day-to-day conduct of the business of SIAEC. He does not represent Temasek on the Singtel Board and he is not accustomed nor is he under any obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of Temasek in relation to the corporate affairs of Singtel.

The Board has considered the conduct of Mr Wee in the discharge of his duties and responsibilities as a Director and is of the view that the relationship set out above did not impair his ability to act with independent judgement in the discharge of his duties and responsibilities as a Director. Apart from the relationship stated above, Mr Wee does not have any other relationships and is not faced with any of the circumstances identified in the 2018 Code, the SGX Listing Manual and the Practice Guidance that may affect his independent judgement. The Board is of the view that Mr Wee has demonstrated independence in the discharge of his duties and responsibilities as a Director and is therefore an independent Director.

Conflicts of interest

Under the Board's Code of Business Conduct and Ethics, Directors must avoid situations in which their own personal or business interests directly or indirectly conflict, or appear to conflict, with the interests of Singtel. The Code of Business Conduct and Ethics provides that where a Director has a conflict of interest, or it appears that he might have a conflict of interest, in relation to any matter, he should immediately declare his interest at a meeting of the Directors or send a written notice to the Company containing details of his interest and the conflict, and recuse himself from participating in any discussion and decision on the matter. Where relevant, the Directors have complied with the provisions of the Code of Business Conduct and Ethics, and such compliance has been duly recorded in the minutes of meeting.

The Chairman and the Group CEO

The Chairman of the Board is a non-executive appointment and is separate from the office of the Group CEO. The Chairman leads the Board and is responsible for ensuring the effectiveness of the Board and its governance processes, while the Group CEO is responsible for implementing the Group's strategies and policies, and for conducting the Group's business. The Chairman and the Group CEO are not related.

Role of the Chairman

The Chairman is responsible for leadership of the Board and is pivotal in creating the conditions for overall Board, Board Committee and individual Director effectiveness, both inside and outside the boardroom. This includes setting the agenda of the Board in consultation with the Directors and the Group CEO, and promoting

active engagement and an open dialogue among the Directors, as well as between the Board and the Group CEO.

The Chairman ensures that the performance of the Board is evaluated regularly, and guides the development needs of the Board. The Chairman leads the evaluation of the Group CEO's performance and works with the Group CEO in overseeing talent management to ensure that robust succession plans are in place for the senior leadership team.

The Chairman works with the Board, the relevant Board Committees and Management to establish the boundaries of risk undertaken by the Group and ensure that governance systems and processes are in place and regularly evaluated.

The Chairman plays a significant leadership role by providing clear oversight, advice and guidance to the Group CEO and Management on strategy and the drive to transform Singtel's businesses. This involves developing a keen understanding of the Group's diverse and complex businesses, the industry, partners, regulators and competitors.

The Chairman provides support and advice to, and acts as a sounding board for, the Group CEO, while respecting executive responsibility. He engages with other members of the senior leadership regularly.

The Chairman also maintains effective communications with large shareholders and supports the Group CEO in engaging with a wide range of other stakeholders such as partners, governments and regulators where the Group operates.

Role of the Lead Independent Director

The Lead Independent Director is appointed by the Board to serve in a lead capacity to coordinate the activities of the non-executive Directors in circumstances where it would be inappropriate for the Chairman to serve in such capacity. He also assists the Chairman and the Board to assure effective corporate governance in managing the affairs of the Board and the Company.

The Lead Independent Director serves as chairman of the CGNC. The role of the Lead Independent Director includes meeting with the independent Directors at least annually. He provides feedback on the meeting(s) to the Board and/or the Chairman as appropriate. He will also be available to shareholders if they have concerns relating to matters that contact through the Chairman, Group CEO or Group CFO has failed to resolve, or where such contact is inappropriate.

Board membership

The CGNC establishes and reviews the profile required of Board members and makes recommendations to the Board on the appointment, re-nomination and retirement of Directors.

When an existing Director chooses to retire or is required to retire from office by rotation, or the need for a new Director arises, the CGNC reviews the range of expertise, skills and attributes of the Board and the composition of the Board. The CGNC then identifies Singtel's needs and prepares a shortlist of candidates with the appropriate profile for nomination or re-nomination.

The CGNC takes factors such as attendance, preparedness, participation and candour into consideration when evaluating the past performance and contributions of a Director when making its recommendations to the Board. However, the re-nomination or replacement of a Director does not necessarily reflect the Director's performance or contributions to the Board. The CGNC may have to consider the need to position and shape the Board in line with the evolving needs of Singtel and the business.

When deciding on the appointment of new Directors to the Board, the CGNC and the Board consider a variety of factors, including the core competencies, skills and experience that are required on the Board and Board Committees, diversity, independence, conflicts of interest and time commitments.

In order to ensure Board renewal, the Board has in place guidelines on the tenure of the Chairman and Directors. The guidelines provide that Directors are appointed for an initial term of three years, and this may be extended to a second three-year term. As a general rule, a Director shall step down from the Board no later than at the Annual General Meeting (AGM) to be held in his sixth year of service. Where a Director is not appointed at an AGM, the Director's term will be deemed to have commenced on the date of the AGM immediately following the date on which the Director was appointed. The CGNC may, in appropriate circumstances, recommend to the Board that a Director's term be extended beyond the second three-year term. For the Chairman, the same principles apply except that the term is determined from the point he became the Chairman.

Directors must ensure that they are able to give sufficient time and attention to the affairs of Singtel and, as part of its review process, the CGNC decides whether or not a Director is able to do so and whether he has been adequately carrying out his duties as a Director of Singtel. The Board has also adopted an internal guideline that seeks to address the competing time commitments that may be faced when a Director holds multiple board appointments. The guideline provides that, as a general rule, each Director should hold no more than five directorships in public listed companies. However, the Board recognises that the individual circumstances and capacity of each Director are different and there may be circumstances in which a different limit on board appointments is appropriate. The guideline also provides that (a) in support of their candidature for directorship or re-election, Directors are to provide the CGNC with details of other commitments and an indication of the time involved, and (b) non-executive Directors should consult the Chairman or chairman of the CGNC before accepting any new appointments as Directors. There are no alternate Directors on the Board.

The Company's Constitution provides that a Director must retire from office at the third AGM after the Director was elected or last re-elected.

A retiring Director is eligible for re-election by Singtel shareholders at the AGM. In addition, a Director appointed by the Board to fill a casual vacancy or appointed as an additional Director may only hold office until the next AGM, at which time he will be eligible for re-election by shareholders. If at any AGM, fewer than three Directors would retire pursuant to the requirements set out above, the additional Directors to retire at that AGM shall be those who have been longest in office since their last re-election.

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or appointment. The Group CEO, as a Director, is subject to the same retirement by rotation, resignation and removal provisions as the other Directors, and such provisions will not be subject to any contractual terms that may have been entered into with the Company. Shareholders are provided with relevant information in the Annual Report on the candidates for election or re-election.

Board performance

Each year, the Board, with the assistance of the CGNC, undertakes a process to assess the effectiveness of the Board, the Board Committees, the Chairman and individual Directors. For the financial year ended 31 March 2022, as in previous years, an independent external consultant (2022: Aon Solutions Singapore Pte. Ltd.) was appointed to facilitate this process. The process enables the Board to identify key strengths and areas for improvement, as well as provide insights on the Board's culture. As part of the process, the Directors and Senior Management are requested to complete evaluation questionnaires. The evaluation results are aggregated and analysed and then reported to the CGNC and thereafter to the Board. The results are considered by the Board and follow up actions taken where necessary with a view to enhancing the effectiveness of the Board, the Board Committees, the Chairman and individual Directors in the discharge of their duties and responsibilities.

For the Board and Board Committees, the evaluation categories include Board composition, Board processes, the relationship between the Board and Management, representation of shareholders and ESG issues, development and monitoring of strategy and priorities, Board Committee effectiveness, CEO performance management and succession, director development and management, and risk management. For the Chairman, the evaluation categories include the management of Board and shareholder meetings, interaction between members of the Board as well as between the Board and Management and overall leadership of the Board. For individual Directors, the evaluation categories include the Director's contribution, knowledge and abilities, teaming and integrity.

For the financial year ended 31 March 2022, the outcome of the evaluation was satisfactory and the Board as a whole, each of the Board Committees, the Chairman and each of the individual Directors received affirmative ratings across all of the evaluation categories.

In addition to the appraisal exercise, the contributions and performance of each Director are assessed by the CGNC as part of its periodic reviews of the composition of the Board and the various Board Committees. In the process, the CGNC is able to identify areas for improving the effectiveness of the Board and Board Committees. The Board is also able to assess the Board Committees through their regular reports to the Board on their activities.

Access to information

Prior to each Board meeting, Singtel's Management provides the Board with information relevant to matters on the agenda for

the meeting. In general, such information is provided a week in advance of the Board meeting. The Board also receives regular reports pertaining to the operational and financial performance of the Group, as well as regular updates, which include information on the Group's competitors, and industry and technological developments. Such reports enable the Directors to keep abreast of key issues and developments in the industry, as well as challenges and opportunities for the Group.

The Board has separate and independent access to Senior Management and the Company Secretary at all times. Procedures are in place for Directors and Board Committees, where necessary, to seek independent professional advice, paid for by Singtel.

Role of the Company Secretary

The Company Secretary attends all Board meetings and is accountable directly to the Board, through the Chairman, on all matters to do with the proper functioning of the Board, including advising the Board on corporate and administrative matters, as well as facilitating orientation and assisting with professional development as required. She assists the Board in implementing and strengthening corporate governance policies and processes. The Company Secretary is the primary point of contact between the Company and the SGX. The Company Secretary is legally trained, with experience in legal matters and company secretarial practices. The appointment and removal of the Company Secretary is subject to the approval of the Board.

Board and Management Committees

The following Board Committees assist the Board in executing its duties:

- Audit Committee (AC)
- Corporate Governance and Nominations Committee (CGNC)
- Executive Resource and Compensation Committee (ERCC)
- Finance and Investment Committee (FIC)
- Risk Committee (RC)

Each Board Committee may make decisions on matters within its terms of reference and applicable limits of authority. The terms of reference of each Committee are reviewed from time to time, as are the committee structure and membership.

The selection of Board Committee members requires careful management to ensure that each Committee comprises Directors with appropriate qualifications and skills, and that there is an equitable distribution of responsibilities among Board members. The need to maximise the effectiveness of the Board, and encourage active participation and contribution from Board members, is also taken into consideration.

A record of each Director's Board Committee memberships and attendance at Board Committee meetings during the financial year ended 31 March 2022 is set out on page 49.

Audit Committee

Membership

Gautam Banerjee, committee chairman and independent non-executive Director

John Arthur, independent non-executive Director

Gail Kelly, independent non-executive Director

Christina Ong, independent non-executive Director

Key Objective

- Assist the Board objectively in discharging its statutory and other responsibilities relating to internal controls, financial and accounting matters, compliance, and business and financial risk management

The terms of reference of the AC provide that the AC shall comprise at least three Directors, all of whom are non-executive Directors and the majority, including the chairman, are independent Directors. At least two members of the AC, including the AC chairman, must have recent and relevant accounting or related financial management expertise or experience. The chairman of the AC is not the Chairman of the Singtel Board.

The AC has explicit authority to investigate any matter within its terms of reference, and has full cooperation and access to Management. It has direct access to the internal and external auditors, and full discretion to invite any Director or executive officer to attend its meetings, and reasonable resources to enable it to discharge its functions. It also has the authority to review its terms of reference and its own effectiveness annually and recommend necessary changes to the Board.

The main responsibilities of the AC are to assist the Board objectively in discharging its statutory and other responsibilities relating to internal controls, financial and accounting matters, compliance, and business and financial risk management.

The AC reports to the Board on the results of the audits undertaken by the internal and external auditors, the adequacy of disclosure of information, and the adequacy and effectiveness of the system of risk management and internal controls. It reviews the half-yearly and annual financial statements with Management and the external auditors, reviews and approves the annual audit plans for the internal and external auditors, and reviews the internal and external auditors' evaluation of the Group's system of internal controls.

The AC is responsible for evaluating the cost effectiveness of external audits, the independence and objectivity of the external auditors, and the nature and extent of the non-audit services provided by the external auditors to ensure that the

independence of the external auditors is not compromised. It also makes recommendations to the Board on the appointment or re-appointment, remuneration and terms of engagement of the external auditors. In addition, the AC approves the Singtel Internal Audit Charter and reviews the internal audit function for independence and effectiveness, adequacy of resourcing, including staff qualifications and experience, and its standing within Singtel. The AC also reviews the performance of Internal Audit (IA), including approving decisions relating to appointment or removal of the Group Chief Internal Auditor and approving the performance and compensation of the Group Chief Internal Auditor. Based on this, the AC is satisfied that the internal audit function is independent, effective and adequately resourced.

During the financial year, the AC reviewed the Management's and Singtel IA's assessment of fraud risk and held discussions with the external auditors to obtain reasonable assurance that adequate measures were put in place to mitigate fraud risk exposure in the Group. On a yearly basis, the AC also reviews the adequacy of the whistleblower arrangements instituted by the Group through which staff and external parties can, in confidence, raise concerns about possible improprieties in matters of financial reporting or other matters. All whistleblower complaints were reviewed half-yearly by the AC to ensure independent and thorough investigation and adequate follow-up.

The AC met six times during the financial year. At these meetings, the Group CEO, Group Chief Corporate Officer, Group CFO, Group Financial Controller, Vice President (Group Finance), Group Chief Internal Auditor and the respective CEOs of the businesses were also in attendance. During the financial year, the AC reviewed the results of audits performed by IA based on the approved audit plan, significant litigation and fraud investigations, register of interested person transactions and non-audit services rendered by the external auditors. The AC also met with the internal and external auditors, without the presence of Management, during the financial year.

The external auditors provided regular updates and periodic briefings to the AC on changes or amendments to accounting standards to enable the members of the AC to keep abreast of such changes and its corresponding impact on the financial statements, if any. Directors are also invited to attend relevant seminars on changes to accounting standards and issues by leading accounting firms.

Financial matters

Following the amendments to Rule 705 of the Singapore Exchange Securities Trading Limited Listing Rules on 7 February 2020, the Group adopted half-yearly announcements of its financial results with effect from 1 April 2020. The AC reviewed the half-year and full-year financial statements of the Group before the announcement of the Group's results. In the process, the AC reviewed the key areas of Management's estimates and judgement applied for key financial issues including revenue recognition,

CORPORATE GOVERNANCE

taxation, goodwill impairment, and the joint ventures' and associates' contingent liabilities, critical accounting policies and any other significant matters that might affect the integrity of the financial statements. The AC also considered the report from the external auditors, including their findings on the key areas of audit focus. Significant matters that were discussed with Management, internal and external auditors have been included as key audit matters (KAMs) in the Independent Auditors' Report for the financial year ended 31 March 2022. Refer to pages 110 to 115 of this Annual Report.

The AC took into consideration the approach and methodology applied in the valuation of acquired businesses, as well as the reasonableness of the estimates and key assumptions used. In addition to the views from the external auditors, subject matter experts including external tax specialists and legal experts, were consulted. The AC concluded that Management's accounting treatment and estimates in each of the KAMs were appropriate.

The information included in the Annual Report, excluding the Financial Statements and Independent Auditors' Report, was provided to the external auditors after the Independent Auditors' Report date. The external auditors have provided a written confirmation to the AC that they have completed the work in accordance with SSA 720 (Revised), *The Auditor's Responsibilities Relating to Other Information*, and they have noted no exception. A copy of the charter of the AC is available on the corporate governance page on the Company's website at www.singtel.com/about-us/company/corporate-governance.

Corporate Governance and Nominations Committee

Membership

Gautam Banerjee, committee chairman and independent non-executive Director
Lee Theng Kiat, non-executive Chairman of the Singtel Board
Gail Kelly, independent non-executive Director
Christina Ong, independent non-executive Director
Teo Swee Lian, independent non-executive Director

Key Objectives

- Establish and review the profile of Board members
- Make recommendations to the Board on the appointment, re-nomination and retirement of Directors
- Review the independence of Directors
- Assist the Board in evaluating the performance of the Board, Board Committees and Directors
- Develop and review the Company's corporate governance practices, taking into account relevant local and international developments in the area of corporate governance

The terms of reference of the CGNC provide that the CGNC shall comprise at least three Directors, the majority of whom, including the chairman, shall be independent. As part of its commitment to gender diversity, the Board will appoint at least one female Director to the CGNC.

The main activities of the CGNC are described in the commentaries on "Board Composition, Diversity and Balance", "Board Membership" and "Board Performance" from pages 39 to 44.

The CGNC met twice during the financial year ended 31 March 2022, and also approved various matters by written resolution.

Executive Resource and Compensation Committee

Membership

Gail Kelly, committee chairman and independent non-executive Director
Lee Theng Kiat, non-executive Chairman of the Singtel Board
Rajeev Suri, independent non-executive Director
Teo Swee Lian, independent non-executive Director

Key Objectives

The ERCC will ensure that competitive and effective compensation, and progressive policies are in place to attract, motivate and retain a pool of talented executives to meet the current and future growth of the Group. This includes an oversight of the Group's culture and human capital health, ensuring:

- Appropriate recruitment, development, retention and succession planning programs are in place
- An appropriate Corporate Culture (incorporating inclusion, diversity and ethical health), underpinned by the Singtel core values, is fostered within the Group

The ERCC plays an important role in helping to ensure that the Group is able to attract, motivate and retain the best talents through competitive and effective remuneration, as well as progressive and robust policies to achieve the Group's goals and deliver sustainable shareholder value.

The terms of reference of the ERCC provide that the ERCC shall comprise at least three Directors, all of whom shall be non-executive and the majority of whom shall be independent. The ERCC is chaired by an independent non-executive Director.

The main responsibilities of the ERCC, as delegated by the Board, are to oversee the remuneration of the Board and Senior Management. It sets appropriate remuneration framework and policies, including long-term incentive schemes, to deliver annual and long-term performance of the Group.

The ERCC has been tasked by the Board to approve or recommend to the Board the appointment, promotion and remuneration of Senior Management. The ERCC reviews the targets of Senior Management across five broad categories of Breakthrough, Financial, Operational, People and Environment, Social and Governance (ESG) at the beginning of the financial year and assesses the performance against these targets at the end of the financial year. The ERCC also recommends the Directors' compensation for the Board's endorsement. Directors' compensation is subject to the approval of shareholders at the AGM. The ERCC's recommendations cover all aspects of remuneration for Directors and Senior Management, including but not limited to Directors' fees, salaries, allowances, bonuses, options, share-based incentives, management awards, and benefits-in-kind.

The ERCC seeks expert advice and views on remuneration and governance matters from both within and outside the Group as appropriate. The ERCC draws on a pool of independent consultants for diversified views and specific expertise. The ERCC will ensure that existing relationships, if any, between the Group and its appointed remuneration consultants will not affect the independence and objectivity of the remuneration consultants.

The ERCC approves or recommends termination payments, retirement payments, gratuities, ex-gratia payments, severance payments and other similar payments to Senior Management. The ERCC ensures that contracts of service for Senior Management contain fair and reasonable termination clauses.

The ERCC reviews and ensures appropriate recruitment, development and succession planning programmes are in place for key executive roles, with the objective of building strong and sound leadership bench strength for long-term sustainability of the business. The ERCC conducts, on an annual basis, a succession planning review of Senior Management. In addition, the ERCC oversees the Group's culture and human capital health through the following:

- Reviews effectiveness of talent management programmes, including for emerging and niche capabilities;
- Reviews policies, actions and progress made to promote the Group's diversity and inclusion objectives;
- Reviews results, trends and actions taken to address issues raised from employee engagement and culture surveys; and
- Reviews the sufficiency of the ongoing measures being adopted to improve employee engagement and instil the appropriate culture within the Group.

The Group CEO, who is not a member of the ERCC, may attend meetings of the ERCC but does not attend discussions relating to his own performance and remuneration. Singtel's remuneration policy and remuneration for Directors and Senior Management are discussed in this report from pages 54 to 66.

The ERCC met five times during the financial year ended 31 March 2022.

Finance and Investment Committee

Membership

Lee Theng Kiat, non-executive Chairman of the Singtel Board
Venky Ganesan, independent non-executive Director
Bradley Horowitz, independent non-executive Director
Lim Swee Say, independent non-executive Director
Wee Siew Kim, independent non-executive Director
Yong Hsin Yue, independent non-executive Director

Key Objectives

- Provide advisory support on the development of the Singtel Group's overall strategy and on strategic issues for the Singapore and international businesses
- Consider and approve investments and divestments
- Review and approve changes in the Singtel Group's investment and treasury policies
- Evaluate and approve any financing offers and banking facilities and manage the Singtel Group's liabilities in line with the Singtel Board's policies and directives
- Oversee any on-market share repurchases pursuant to Singtel's share purchase mandate

The terms of reference of the FIC provide that the FIC shall comprise at least three Directors, the majority of whom shall be independent Directors. Membership of the AC and the FIC is mutually exclusive.

The FIC met seven times during the financial year ended 31 March 2022.

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Risk Committee

Membership

Teo Swee Lian, committee chairman and independent non-executive Director

John Arthur, independent non-executive Director

Gautam Banerjee, independent non-executive Director

Christina Ong, independent non-executive Director

Key Objectives

- Assist the Board in fulfilling its responsibilities in relation to governance of material risks in the Group's business, which include ensuring that Management maintains a sound system of risk management and internal controls to safeguard shareholders' interests and the Group's assets, and determining the nature and extent of the material risks that the Board is willing to take in achieving the Group's strategic objectives

The terms of reference of the RC provide that the RC shall comprise at least three members, the majority of whom, including the chairman, shall be independent. Members of the RC are appointed by the Board, on the recommendation of the CGNC. There is at least one common member between the RC and the AC.

The RC reviews the Group's strategy, policies, framework, processes and procedures for the identification, measurement, reporting and mitigation of material risks in the Group's business and reports any significant matters, findings and recommendations in this regard to the Board.

The RC meets at least three times a year, with additional meetings to be convened as deemed necessary by the chairman of the RC. The RC met four times during the financial year ended 31 March 2022.

Advisory Committee/Panel

Singtel has two advisory bodies, the Optus Advisory Committee (OAC) and the Technology Advisory Panel (TAP).

The OAC reviews strategic business issues relating to the Australian businesses. The OAC comprises both Board and non-Board members, namely Mrs Gail Kelly (committee chairman), Mr Lee Theng Kiat, Mr Yuen Kuan Moon, Mr John Arthur, Ms Chua Sock Koong, Mr David Gonski, Mr John Morschel and Mr Paul O'Sullivan.

The TAP advises the Board on developments, issues and emerging trends in the technology space. The TAP comprises both Board and non-Board members, namely Mr Venky Ganesan (chairman), Mr Bradley Horowitz and Mr Koh Boon Hwee.

Management Committee

Singtel has a Management Committee that comprises the Group CEO, CEO Optus, CEO Consumer Singapore, CEO Group Enterprise/CEO Regional Data Centre Business, CEO NCS, Group CFO, Group Chief Corporate Officer, Group Chief People and Sustainability Officer, Group Chief Information Officer/Group Chief Digital Officer and Group Chief Technology Officer.

The Management Committee meets every week to review and direct Management on operational policies and activities.

Directors' Board Committee memberships and attendance at Board Committee meetings during the financial year ended 31 March 2022⁽¹⁾

Name of Director	Audit Committee		Corporate Governance and Nominations Committee		Executive Resource and Compensation Committee		Finance and Investment Committee		Risk Committee	
	Number of Meetings Held	Number of Meetings Attended	Number of Meetings Held	Number of Meetings Attended	Number of Meetings Held	Number of Meetings Attended	Number of Meetings Held	Number of Meetings Attended	Number of Meetings Held	Number of Meetings Attended
Lee Theng Kiat	-	-	2	2	5	5	7	7	-	-
Yuen Kuan Moon ⁽²⁾					see Note ⁽²⁾ below					
John Arthur ⁽³⁾	-	-	-	-	-	-	-	-	1	1
Gautam Banerjee ⁽⁴⁾	6	6	1	1	-	-	-	-	4	4
Venky Ganesan	-	-	-	-	-	-	7	7	-	-
Bradley Horowitz	-	-	-	-	-	-	7	7	-	-
Gail Kelly	6	6	2	2	5	5	-	-	-	-
Lim Swee Say ⁽⁵⁾	-	-	-	-	-	-	5	5	-	-
Christina Ong	6	6	2	2	-	-	-	-	4	4
Rajeev Suri ⁽⁶⁾	-	-	-	-	5	4	-	-	-	-
Teo Swee Lian	-	-	2	2	5	5	-	-	4	4
Wee Siew Kim ⁽⁷⁾	-	-	-	-	-	-	7	7	-	-
Yong Hsin Yue ⁽⁸⁾	-	-	-	-	-	-	-	-	-	-
Low Check Kian ⁽⁹⁾	-	-	1	1	2	2	2	2	-	-

Notes:

- ⁽¹⁾ Refers to meetings held/attended while each Director was in office.
- ⁽²⁾ Yuen Kuan Moon is not a member of the Board Committees, although he attended meetings of the Committees as appropriate.
- ⁽³⁾ Mr John Arthur was appointed to the Board on 1 January 2022. He was appointed a member of the Audit Committee and the Risk Committee on 1 March 2022.
- ⁽⁴⁾ Mr Gautam Banerjee was appointed chairman of the Corporate Governance and Nominations Committee on 30 July 2021.
- ⁽⁵⁾ Mr Lim Swee Say was appointed to the Board on 1 June 2021. He was appointed a member of the Finance and Investment Committee on 14 September 2021.
- ⁽⁶⁾ Mr Rajeev Suri was appointed a member of the Executive Resource and Compensation Committee on 12 April 2021.
- ⁽⁷⁾ Mr Wee Siew Kim was appointed a member of the Finance and Investment Committee on 12 April 2021.
- ⁽⁸⁾ Ms Yong Hsin Yue was appointed to the Board on 1 January 2022. She was appointed a member of the Finance and Investment Committee on 26 May 2022.
- ⁽⁹⁾ Mr Low Check Kian stepped down from the Board following the conclusion of the AGM on 30 July 2021.

CORPORATE GOVERNANCE

Accountability and audit

Risk management and internal control

The Board has overall responsibility for the governance of risk and exercises oversight of the material risks in the Group's business. During the financial year ended 31 March 2022, the RC assisted the Board in the oversight of the Group's risk profile and policies, adequacy and effectiveness of the Group's risk management system including the framework and process for the identification and management of significant risks, and reports to the Board on material matters, findings and recommendations pertaining to risk management. The AC provides oversight of the financial reporting risk and the adequacy and effectiveness of the Group's internal control and compliance systems.

The Board has approved a Group Risk Management Framework for the identification of key risks within the business. This framework defines 30 categories of risks ranging from environmental to operational and management decision-making risks. The Group Risk Management Framework is aligned with the ISO 31000:2018 Risk Management framework and the Committee of Sponsoring Organisations of the Treadway Commission (COSO) Internal Controls Integrated Framework. Major incidents and violations, if any, are reported to the Board to facilitate the Board's oversight of the effectiveness of crisis management and the adequacy of mitigating measures taken by Management to address the underlying risks.

The identification and day-to-day management of risks rest with Management. Management is responsible for the effective implementation of risk management strategies, policies and processes to facilitate the achievement of business plans and goals within the risk tolerance established by the Board. Key business risks are proactively identified, addressed and reviewed on an ongoing basis.

The Risk Management Committee, including relevant members from the Senior Management team, is responsible for setting the direction of corporate risk management and monitoring the implementation of risk management policies and procedures including the adequacy of the Group's insurance programme. The Risk Management Committee reports to the RC.

The Board has established a Risk Appetite Statement and Risk Tolerance Framework to provide guidance to the Management on key risk parameters. The significant risks in the Group's business, including mitigating measures, were also reviewed by the RC on a regular basis and reported to the Board. Risk registers are maintained by the business and operational units which identify the key risks facing the Group's business and the internal controls in place to manage those risks. The RC had reviewed the Group's risk management framework during the reporting period and was satisfied that it continued to be sound.

Internal and external auditors conduct audits that involve testing the effectiveness of the material internal control systems within the Singtel Group, relating to financial, operational, compliance and information technology risks. Any material non-compliance or lapses in internal controls are reported to the AC, including the remedial

measures recommended to address the risks identified. The AC also reviews the adequacy and timeliness of the actions taken by Management in response to the recommendations made by the internal and external auditors. Control self-assessments in key areas of the Group's operations are conducted by Management on a periodic basis to evaluate the adequacy and effectiveness of the risk management and internal control systems, including half-yearly and annual certifications by Management to the AC and the Board respectively on the integrity of financial reporting and the adequacy and effectiveness of the risk management, internal control and compliance systems.

The Group has put in place a Board Escalation Process where major incidents and violations including major/material operational loss events and potential breaches of laws and regulations by the Company and/or its key officers, are required to be reported by Management and/or IA to the Board immediately to facilitate the Board's oversight of crisis management and adequacy and effectiveness of follow-up actions taken by Management. Through this process, the Board has been kept informed promptly of any incidents with potential material financial, operational, compliance and information technology risk impact.

In last year's report, it was updated that a major incident that was reported to the Board under the Board Escalation Process in 2021 was a breach of the Accellion standalone file sharing system used by Singtel to share information internally as well as with external stakeholders. The Personal Data Protection Commission reviewed the incident and is satisfied that Singtel had met its Protection Obligation under Section 24 of the Personal Data Protection Act and cannot be held liable for zero-day vulnerabilities on a third party system.

The Board has received assurance from the Group CEO and Group CFO that, as at 31 March 2022, the Group's financial records have been properly maintained, the financial statements give a true and fair view of the Group's financial position, operations and performance, and that they are prepared in accordance with accounting standards.

The Board has also received assurance from the Group CEO, Group CFO and Management Committee members that the Group's internal controls and risk management systems were adequate and effective as at 31 March 2022 to address financial, operational, compliance and information technology risks. Where relevant and as far as can be assessed, sanctions-related risks were considered.

Based on the internal controls established and maintained by the Group, work performed by internal and external auditors, reviews performed by Management and the various Board Committees as well as assurances from members of the Management Committee, the Board, with the concurrence of the AC, is of the opinion that the Group's internal controls and risk management systems were adequate and effective as at 31 March 2022 to address financial, operational, compliance and information technology risks, which the Group considers relevant and material to its operations. Where relevant and as far as can be assessed, sanctions-related risks were considered.

The systems of risk management and internal control established by Management provide reasonable, but not absolute, assurance that Singtel will not be adversely affected by any event that can be reasonably foreseen as it strives to achieve its business objectives. However, the Board also notes that no system of risk management and internal control can provide absolute assurance in this regard, or absolute assurance against poor judgement in decision-making, human error, losses, fraud or other irregularities.

Further details of the Group's Risk Management Philosophy and Approach can be found on pages 70 to 78.

External auditor

The Board is responsible for the initial appointment of the external auditor. Shareholders then approve the appointment at Singtel's AGM. The external auditor holds office until its removal or resignation. The AC assesses the external auditor based on factors such as the performance and quality of its audit and the independence and objectivity of the auditor, and recommends its appointment to the Board.

Pursuant to the requirements of the SGX, an audit partner may only be in charge of a maximum of five consecutive annual audits and may then return after two years. KPMG has met this requirement. Singtel has complied with Rule 712 and Rule 715 of the SGX Listing Manual in relation to the appointment of its external auditor.

In order to maintain the independence of the external auditor, Singtel has developed policies and approval processes regarding the types of non-audit services that the external auditor can provide to the Singtel Group. The AC reviewed the non-audit services provided by the external auditor during the financial year and the associated fees. The AC is satisfied that the independence and objectivity of the external auditor has not been impaired by the provision of those services. The external auditor has also provided confirmation of its independence to the AC.

Fees for KPMG services for the financial year ended 31 March 2022	(S\$ Mil)
Audit services	5.3
Non-audit services (including audit-related services)	0.9

Internal Audit (IA)

Singtel IA comprises a team of 64 staff members, including the Group Chief Internal Auditor. Singtel IA reports to the AC functionally and to the Group CEO administratively. Singtel IA has unfettered access to all the records, documents, property and personnel, including access to the AC, when carrying out the internal audit reviews and has appropriate standing within Singtel. Singtel IA is a member of the Singapore chapter of the Institute of

Internal Auditors (IIA) and adopts the International Standards for the Professional Practice of Internal Auditing (the IIA Standards) laid down in the International Professional Practices Framework issued by the IIA.

Singtel IA has a Quality Assurance programme to ensure that its audit activities conform to the IIA Standards. As part of the programme, internal Quality Assurance Reviews are conducted quarterly, and external Quality Assurance Reviews are carried out at least once every five years by qualified professionals from an external organisation. The last external Quality Assurance Review was successfully completed in 2018 and continues to meet or exceed the IIA Standards in all key aspects.

Singtel IA adopts a risk-based approach in formulating the annual audit plan that aligns its activities to the key strategies and risks across the Group's business. This plan is reviewed and approved by the AC. The reviews performed by Singtel IA are aimed at assisting the Board in promoting sound risk management, robust internal controls and good corporate governance, through assessing the design and operating effectiveness of controls that govern key business processes and risks identified in the overall risk framework of the Group. Singtel IA's reviews also focus on compliance with Singtel's policies, procedures and regulatory responsibilities, performed in the context of financial and operational, revenue assurance and information systems reviews.

All significant findings and corresponding management's mitigation plans from completed audit reviews are reported to Senior Management and the AC. Singtel IA monitors the status of implementation of the audit recommendations, and past due items are reported to the Senior Management and the AC.

In line with leading practices, a dedicated Data Analytics and Robotics function had been established since 2020 within Singtel IA. During the year, the function further increased the deployment of data analytics across the auditing process increasing the speed of risks identification and audit execution. The function also facilitates the data analytics training programme for the audit function to increase capabilities.

Singtel IA works closely with Management in its internal consulting and control advisory role to promote effective risk management, robust internal control and good governance practices in the development of new products/services, and implementation of new/enhanced systems and processes. Singtel IA also collaborates with the internal audit functions of Singtel's regional associates to promote joint reviews and the sharing of knowledge and/or best practices.

To ensure that the internal audits are performed effectively, Singtel IA recruits and employs suitably qualified professional staff with the requisite skill sets and experience. Singtel IA provides training and development opportunities for its staff to ensure their technical knowledge and skill sets remain current and relevant.

CORPORATE GOVERNANCE

Shareholder rights and engagement

Communication with shareholders

Singtel proactively engages shareholders and the investment community through virtual and in-person meetings and conference calls. These include group and one-on-one meetings, investor conferences and global roadshows. Please refer to the Investor Relations section on page 69 for more details on shareholder engagement.

To enable investors to keep abreast of strategic and operational developments, Singtel makes timely and accurate disclosure of material information to the SGX. A market disclosure policy sets out how material information should be managed and disseminated as appropriate to the market.

Shareholder meetings

In view of the COVID-19 pandemic, the 29th Annual General Meeting (AGM 2021) was held via electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (Temporary Measures). Shareholders of Singtel participated in the AGM 2021 by attending the live audio-visual webcast or live audio-only stream, submitting questions in advance of the AGM 2021 and/or appointing the Chairman of the AGM 2021 as proxy to attend, speak and vote on their behalf at the AGM 2021. Singtel answered all substantial and relevant questions submitted by shareholders prior to the AGM 2021 as well as those received live at the AGM 2021. Minutes of the AGM 2021, which included the responses to substantial and relevant questions from shareholders addressed during the AGM 2021, were published on Singtel's website.

Due to the ongoing COVID-19 situation in Singapore, the 30th Annual General Meeting (AGM 2022) to be held in July 2022 will continue to be held via electronic means pursuant to the Temporary Measures. Alternative arrangements relating to attendance at the AGM 2022 via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions in advance of the AGM 2022, addressing of substantial and relevant questions at the AGM 2022 and voting via live electronic polling or by appointing the Chairman of the meeting as proxy at the AGM 2022, are set out in Singtel's announcement dated 30 June 2022. Due to the constantly evolving COVID-19 situation in Singapore, the arrangements for the AGM 2022 may be changed at short notice and shareholders are advised to check Singtel's corporate website and the SGX website regularly for any updates concerning the AGM 2022.

Singtel strongly encourages and supports shareholder participation at general meetings. Singtel gives sufficient time to shareholders to review the Notice of AGM and appoint a proxy to attend the AGM, if they wish. The Notice of AGM is also advertised in The Straits Times for the benefit of shareholders.

There are separate resolutions at general meetings on each substantially separate issue and Singtel provides the necessary information on each resolution to enable shareholders to exercise their vote on an informed basis. At each AGM, the Group CEO delivers a presentation to update shareholders on Singtel's progress over the past year. Directors and Senior Management are in attendance to address queries and concerns about Singtel. Singtel's external auditor and counsel also attend to help address shareholders' queries relating to the conduct of the audit and the auditor's reports, as well as clarify any points of law, regulation or meeting procedure that may arise. Shareholders are informed of the voting procedures and rules governing the meeting. The minutes of all general meetings are posted on Singtel's website. The minutes disclose the names of the Directors, Senior Management and, where relevant, the external auditor and advisors who attended the meetings, as well as details of the proceedings, including the questions raised by shareholders and the answers given by the Board/Management.

Managing stakeholder relationships

Singtel seeks to engage all relevant stakeholders in an open two-way dialogue and our interactions take place on a regular basis. By understanding our stakeholders' needs and interests, as well as concerns, we ensure the relevance of our sustainability strategy and programmes to deliver the intended outcome and impact.

Singtel undertakes a formal stakeholder engagement exercise, which is facilitated by a third party at least once every three to five years to determine the environmental, social and governance issues that are important to the stakeholders. These issues form the materiality matrix upon which targets, metrics, programmes and progress are reviewed by and approved by the Board, before they are published annually in Singtel's sustainability report. Singtel's executives are also involved in ongoing engagements with these same stakeholders through various other channels.

Singtel's approach to stakeholder engagement and materiality assessment can be found on pages 6 to 7 of the Sustainability Report 2022.

Other matters

Securities transactions

Singtel has in place a Securities Transactions Policy, which provides that Directors and top management members and persons who are in attendance at Board and top management meetings (Key Officers) should not deal in Singtel securities during the period commencing one month before the announcement of the financial statements for the half-year and full financial year, and ending on the date of the announcement of the relevant results, and also during the period commencing two weeks before the announcement of any business updates for each of the first and third quarters of the financial year, and ending on the date of the announcement of the business updates. In addition, employees who are involved

in the preparation of the Group's financial statements should not deal in Singtel securities during the period commencing six weeks before the announcement of financial results for the half-year and full financial year and any business updates for the first and third quarters of the financial year, and ending on the date of the announcement of the relevant results/business updates. The policy also provides that any of the above persons who is privy to any material unpublished price-sensitive information relating to the Singtel Group should not trade in Singtel securities until the information is appropriately disseminated to the market, regardless of whether it is during the abovementioned "closed" periods for trading in Singtel securities. The Company Secretary sends regular reminders of the requirements under the policy and the relevant laws and regulations to the Directors and Management.

A Director is required to notify Singtel of his interest in Singtel securities within two business days after (a) the date on which he becomes a Director or (b) the date on which he acquires an interest in Singtel securities. A Director is also required to notify Singtel of any change in his interests in Singtel securities within two business days after he becomes aware of such change. Singtel will file such disclosure with SGX within one business day of receiving notification from the Director.

The Securities Transactions Policy also discourages trading on short-term considerations and reminds Directors and officers of their obligations under insider trading laws. Directors and officers of the Group wishing to deal in Singtel securities during a closed period must secure prior written approval of the Chairman (in the case of Directors of Singtel), the Lead Independent Director (in the case of the Chairman) or the Group CEO (in the case of directors of Singtel subsidiaries and Key Officers). Requests for written approval must contain a full explanation of the exceptional circumstances and proposed dealing. If approval is granted, trading must be undertaken in accordance with the limits set out in the written approval. Directors are to inform the Company Secretary before trading in Singtel securities. The Board is kept informed when a Director trades in Singtel securities. A summary of Singtel's Securities Transactions Policy is available in the Corporate Governance section of the Singtel corporate website.

Pursuant to the SGX Listing Manual, the Singtel Group has put in place a policy relating to the maintenance of a list(s) of persons who are privy to price-sensitive information relating to Singtel. Under the policy, persons who are to be included in the privy persons list will be reminded not to trade in Singtel securities while in possession of unpublished price-sensitive information.

In relation to the shares of other companies, Directors are prohibited from trading in shares of Singtel's listed associates when in possession of material price-sensitive information relating to such associates. Directors are also to refrain from having any direct or indirect financial interest in Singtel's competitors that might or might appear to create a conflict of interest or affect the decisions Directors make on behalf of Singtel.

Continuous disclosure

There are formal policies and procedures to ensure that Singtel complies with its disclosure obligations under the listing rules of the SGX Listing Manual. A Market Disclosure Committee is responsible for Singtel's Market Disclosure Policy. The policy contains guidelines and procedures for internal reporting and decision-making with regard to the disclosure of material information.

No material contracts

Since the end of the previous financial year ended 31 March 2021, no material contracts involving the interest of the Group CEO, any Director, or the controlling shareholder, Temasek Holdings (Private) Limited, has been entered into by Singtel or any of its subsidiaries, and no such contract subsisted as at 31 March 2022, save as may be disclosed on SGXNet or herein.

Interested person transactions

As required by the SGX Listing Manual, details of interested person transactions (IPT) entered into by the Group are disclosed in this Annual Report on page 216. Singtel IA regularly reviews the IPT entered into by the Singtel Group to verify the accuracy and completeness of the IPT disclosure and ensure compliance with the SGX reporting requirements under Chapter 9 of the SGX Listing Manual. The report is submitted to the Audit Committee for review. Under the SGX Listing Manual, where any IPT requires shareholders' approval, the interested person will abstain from voting and the decision will be made by disinterested shareholders.

The Board has adopted a policy that there should be no loans to Directors, except for loans to fund expenditure to defend Directors in legal or regulatory proceedings, as permitted under the Companies Act 1967. As at 31 March 2022, there were no loans granted to Directors.

Codes of conduct and practice

The Board has adopted a Code of Business Conduct and Ethics as a means to guide the Directors on the areas of ethical risk, and help nurture an environment where integrity and accountability are key. The Code of Business Conduct and Ethics sets out the Board's principles on dealing with conflicts of interest, maintaining confidentiality, compliance with laws and regulations and fair dealing. The Board also has a Directors' Manual, which sets out specific Board governance policies and practices and the Directors' duties and responsibilities. In addition, Singtel has a code of internal corporate governance practices, policy statements and standards (Singtel Code), and makes this code available to Board members as well as employees of the Group. The principles, policies, standards and practices in the Code of Business Conduct and Ethics, the Directors' Manual and the Singtel Code are intended to enhance investor confidence and rapport, and to ensure that decision-making is properly carried out in the best interests of the Group. The Code of Business Conduct and Ethics, the Directors' Manual and the Singtel Code are maintained by the Company Secretary and are provided to Directors when they are appointed to the Board.

CORPORATE GOVERNANCE

Singtel also has a strict code of conduct that applies to all employees. The code sets out principles to guide employees in carrying out their duties and responsibilities to the highest standards of personal and corporate integrity when dealing with Singtel, its competitors, customers, suppliers and the community. The code covers areas such as equal opportunity employment practices, workplace health and safety, conduct in the workplace, business conduct, protection of Singtel's assets, proprietary information and intellectual property, data protection, confidentiality, conflict of interest, and non-solicitation of customers and employees.

Singtel adopts a zero tolerance approach to bribery and corruption in any form and this is set out in the code as well as the Singtel Anti-Bribery and Corruption Policy (ABC Policy). The code and the ABC Policy are posted on Singtel's internal website and a summarised version of the code, as well as the ABC Policy, are accessible from the Singtel corporate website. Policies and standards are clearly stipulated to guide employees in carrying out their daily tasks.

Singtel has established an escalation process so that the Board of Directors, Senior Management, and internal and external auditors are kept informed of corporate crises in a timely manner, according to their severity. Such crises may include violations of the code of conduct and/or applicable laws and regulations, as well as loss events that have or are expected to have a significant impact, financial or otherwise, on the Group's business and operations.

Whistleblower policy

Singtel undertakes to investigate all complaints of suspected misconduct or wrongdoing in an objective manner. Singtel has a whistleblower policy that clearly sets out the channels that employees and external parties can use for reporting such concerns. The policy identifies the parties authorised to receive complaints, including details of a direct channel to Singtel IA and whistleblower hotline services independently managed by an external service provider. The policy provides mechanisms for reporting suspected misconduct or wrongdoing which may cause financial loss to the Group or damage the Group's reputation.

Whistleblowers should report their concerns if they have reasonable grounds of suspicion. The policy sets out that employees and other persons making such reports will be treated fairly and, to the extent possible, protected from detrimental conduct. The whistleblower policy makes provision for a whistleblower to report matters anonymously. In the event that the whistleblower chooses to disclose their identity, there are provisions in place to keep the identity of the whistleblower confidential.

All whistleblower complaints are independently investigated by an appropriately skilled and knowledgeable investigation team. The outcome of each whistleblower investigation is reported to the AC. The AC also reviews the adequacy of the whistleblower arrangements on a yearly basis, which includes comparison against best practices and compliance with any regulatory requirements.

The whistleblower policy is promoted during staff training and through periodic communication to all staff as part of the Group's efforts to promote strong ethical values and fraud and control awareness.

Remuneration

The broad principles that guide the ERCC in its administration of fees, benefits, remuneration and incentives for the Board of Directors and Senior Management are set out below.

Remuneration of non-executive Directors

Singtel's Group CEO is an executive Director and is, therefore, remunerated as part of Senior Management. He does not receive Director's fees.

The ERCC recommends the non-executive Directors' fees for the Board's endorsement and approval by shareholders. As Singtel has diverse and complex operations and investments internationally and is not just a Singapore-based company, the fees are benchmarked each year against fees paid by comparable companies in Singapore and other countries.

Singtel seeks shareholders' approval at the AGM for Directors' fees on a current year basis. The fees are paid on a half-yearly basis in arrears. No Director can decide his or her own fees. Directors are reimbursed for out-of-pocket travelling and accommodation expenses should they need to travel out of their country or city of residence to attend Board and Board committee meetings and other Board events.

Save as mentioned below, there are no retirement benefit schemes or share-based compensation schemes in place for non-executive Directors.

Directors are encouraged, but not required, to acquire Singtel shares each year from the open market until they hold the equivalent of one year's fees in shares, and to continue to hold the equivalent of one year's fees in shares while they remain on the Board.

Financial year ended 31 March 2022

For the financial year ended 31 March 2022 (FY2022), the fees for non-executive Directors comprised a basic retainer fee, additional fees for appointment to Board Committees, attendance fees for ad hoc Board meetings and a travel allowance for Directors who were required to travel out of their country or city of residence to attend Board meetings and Board Committee meetings that did not coincide with Board meetings. The framework for determining non-executive Directors' fees for FY2022 was the same as the framework for the previous financial year and is set out on page 57.

At his request, the Chairman, Mr Lee Theng Kiat, was not paid any fees for FY2022.

Directors' fees paid for the financial year ended 31 March 2022

The aggregate Directors' fees paid to non-executive Directors for FY2022 was S\$1,934,175 (details are set out in the table below).

Name of Director	Director's Fees (S\$)
Lee Theng Kiat ⁽¹⁾	–
John Arthur ⁽²⁾	46,750
Gautam Banerjee	226,521
Venky Ganesan ⁽³⁾	253,382
Bradley Horowitz ⁽⁴⁾	221,255
Gail Kelly ⁽⁵⁾	264,000
Lim Swee Say ⁽⁶⁾	116,820
Christina Ong	201,000
Rajeev Suri ⁽⁷⁾	154,236
Teo Swee Lian	201,000
Wee Siew Kim ⁽⁸⁾	149,930
Yong Hsin Yue ⁽⁹⁾	29,500
Low Check Kian ⁽¹⁰⁾	69,781
Total	1,934,175

Notes:

- ⁽¹⁾ Mr Lee Theng Kiat requested that he not be paid any Director's fees for the financial year ended 31 March 2022. Mr Lee received car-related benefits (S\$13,904).
- ⁽²⁾ Includes fees of S\$6,250 paid to Mr John Arthur in his capacity as a member of the Optus Advisory Committee from 1 January 2022 to 31 March 2022. Mr Arthur was appointed to the Board on 1 January 2022 and as a member of the Audit Committee and the Risk Committee on 1 March 2022.
- ⁽³⁾ Includes fees of US\$75,000 (S\$102,382) paid to Mr Venky Ganesan in his capacity as the chairman of the Technology Advisory Panel. In addition to the Director's fees set out above, Mr Ganesan received fees of US\$100,000 for the financial year ended 31 March 2022 in his capacity as a director of Amobee, Inc.
- ⁽⁴⁾ Includes fees of US\$50,000 (S\$68,255) paid to Mr Bradley Horowitz in his capacity as a member of the Technology Advisory Panel.
- ⁽⁵⁾ Includes fees of S\$35,000 paid to Mrs Gail Kelly in her capacity as the chairman of the Optus Advisory Committee.
- ⁽⁶⁾ Mr Lim Swee Say was appointed to the Board on 1 June 2021 and as a member of the Finance and Investment Committee on 14 September 2021.
- ⁽⁷⁾ Mr Rajeev Suri was appointed to the Executive Resource and Compensation Committee on 12 April 2021.
- ⁽⁸⁾ Mr Wee Siew Kim was appointed to the Finance and Investment Committee on 12 April 2021.
- ⁽⁹⁾ Ms Yong Hsin Yue was appointed to the Board on 1 January 2022 and as a member of the Finance and Investment Committee on 26 May 2022.
- ⁽¹⁰⁾ Mr Low Check Kian stepped down from the Board following the conclusion of the AGM on 30 July 2021. In addition to the Director's fees set out above, Mr Low received fees of S\$35,000 for the financial year ended 31 March 2022 in his capacity as a director of Singtel Innov8 Pte. Ltd.

CORPORATE GOVERNANCE

There is no employee of the Group who is an immediate family member of a Director or the Group CEO, and whose remuneration exceeded S\$100,000 during FY2022. No employee of the Group is a substantial shareholder of the Company.

Financial year ending 31 March 2023

For the financial year ending 31 March 2023 (FY2023), it is proposed that aggregate fees of up to S\$4,020,000 (FY2022: up to S\$2,350,000) be paid to Directors. The increase in the Directors' fees for FY2023 is due to the proposed all-in Chairman's fee of S\$960,000 (save for car-related benefits) and the revisions to the remuneration framework for the other non-executive Directors.

For FY2023, Singtel engaged an external independent consultant, Willis Towers Watson (Singapore) to undertake a benchmarking review for non-executive Directors' fees. The review encompassed comparable benchmarks from Singapore listed companies of similar size across all industries, regional and global listed telecommunications companies of similar size, and Asia Pacific listed companies of similar size. Pursuant to that review, it is proposed to revise the remuneration framework for the non-executive Directors to bring the Directors' fees in line with market norms, and to ensure that the Company is able to attract and retain the right calibre of Directors necessary to contribute effectively to the Board in an ever-increasingly competitive market. The remuneration framework for the non-executive Directors (save for the Chairman) has not been revised since 2013.

The key changes to the remuneration framework for the non-executive Directors (including for the Chairman) are set out in the table on page 57 below. In relation to the all-in Chairman's fee, notwithstanding that there is a proposed increase in the all-in Chairman's fee from S\$960,000 to S\$1,150,000, Mr Lee Theng Kiat who, at his request, was not paid any Directors' fees for FY2021 and FY2022, has requested to receive the lower amount of S\$960,000 in Chairman's fees for FY2023. The previous Chairman received an all-in fee of S\$960,000 (save for car-related benefits) per year.

In arriving at the proposed all-in Chairman's fee, the Company took into account:

- (a) the significant leadership role played by the Chairman of the Board, and in providing clear oversight and guidance to management;
- (b) the amount of time the Chairman spends on Singtel matters, including providing input and guidance on strategy and supporting Management in engaging with a wide range of other stakeholders such as partners, governments and regulators, as well as travelling to visit the Group's key associates in the region. In this regard, the Board has agreed with the Chairman that he will commit a significant proportion of his time to his role as Chairman of the Singtel Board and will manage his other time commitments accordingly; and
- (c) comparable benchmarks from Singapore listed companies of similar size across all industries, regional and global listed telecommunications companies of similar size, and Asia Pacific listed companies of similar size.

The proposed all-in Chairman's fee will be paid approximately two-thirds in cash and approximately one-third in Singtel shares to be delivered in the form of a share award to be granted under the Singtel Performance Share Plan 2012. The actual number of shares to be awarded will be determined by reference to the volume-weighted average price of a share on the SGX over the 10 trading days immediately following the date of the 30th Annual General Meeting, rounded down to the nearest share. The award will consist of fully paid shares, with no performance conditions attached and no vesting periods imposed, but it is currently intended that there will be a moratorium on the sale of such shares for a period of up to two years after the grant of the award. No separate retainer fees, committee fees or attendance fees will be paid to the Chairman.

The quantum of Directors' fees for the non-executive Directors for FY2023 is calculated based on, among other things, the number of expected Board and Committee meetings and the number of Directors expected to hold office during the course of that year.

Shareholders' approval is required for the Directors' fees pursuant to the Companies Act 1967 and the Constitution of the Company.

Directors' fee structure for the financial year ended 31 March 2022 and the proposed structure for the financial year ending 31 March 2023

	FY2022 (S\$ per annum)	FY2023 (proposed) (S\$ per annum)
Basic Retainer Fee		
Board Chairman (all-in fees)	960,000 ⁽¹⁾	1,150,000 ⁽²⁾
Lead Independent Director	110,000	144,000
Director	110,000	120,000
Fees for appointment to Audit Committee		
Committee chairman	60,000	70,000
Committee member	35,000	45,000
Fees for appointment to Corporate Governance and Nominations Committee		
Committee chairman	35,000	45,000
Committee member	25,000	30,000
Fees for appointment to Executive Resource and Compensation Committee		
Committee chairman	45,000	70,000
Committee member	25,000	45,000
Fees for appointment to Finance and Investment Committee		
Committee chairman	60,000	70,000
Committee member	35,000	45,000
Fees for appointment to Risk Committee		
Committee chairman	35,000	70,000
Committee member	25,000	45,000
Fees for appointment to Optus Advisory Committee		
Committee chairman	35,000	45,000
Committee member	25,000	30,000
Fee for appointment to Technology Advisory Panel		
Panel chairman	US\$75,000	US\$75,000
Panel member	US\$50,000	US\$50,000
Fees for appointment to other Committee/Panel		
Committee/Panel chairman	–	45,000
Committee/Panel member	–	30,000
Travel allowance for Board meetings and Board Committee meetings that do not coincide with Board meetings (per day of travel required to attend meeting)	3,000 per day Technology Advisory Panel: US\$2,400 per day	– Technology Advisory Panel: US\$2,400 per day (no attendance fees)

Notes:

- (1) Mr Lee Theng Kiat was not paid any fees for FY2022 and FY2021 at his request.
- (2) Notwithstanding the proposed increase in the all-in Chairman's fees from S\$960,000 to S\$1,150,000, Mr Lee Theng Kiat has requested to receive the lower amount of S\$960,000 for FY2023.

CORPORATE GOVERNANCE

Attendance fees per meeting	FY2022	FY2023 (proposed)	
	(\$)	Board (\$)	Board Committee/ Panel (\$)
Ad hoc meeting	2,000	-	-
Teleconference	-	1,000	500
Home city	-	2,500	1,250
In-region	-	6,000	3,000
Out-region	-	12,000	6,000
Same trip as Board meeting	-	-	1,250

Remuneration strategy and principles

Our remuneration strategy is designed to attract, motivate and retain employees to drive the current and future growth of the Company. The following are our guiding principles for remuneration of Senior Management.

Alignment with shareholders' interests

- Align interests between management and shareholders
- Select appropriate performance metrics for annual and long-term incentive plans to support business strategies and ongoing enhancement of shareholder value
- Allow for performance-related clawback if long-term sustained performance targets are not met
- Establish sound and structured funding to ensure affordability

Fair and appropriate

- Offer competitive packages to attract and retain highly experienced and talented individuals
- Link a significant proportion of remuneration to performance, both on an annual and long-term basis
- Structure a significant but appropriate proportion of remuneration to be at risk with symmetric upside and downside

Pay-for-performance

- Measure performance based on a holistic balanced scorecard approach, comprising both financial and non-financial metrics
- Ensure targets are appropriately set for threshold, target, stretch and exceptional performance levels

Effective implementation

- Ensure the link between performance and remuneration is clear and the framework is simple for employees to understand
- Meet rigorous corporate governance requirements

Remuneration governance

The effectiveness of our remuneration strategy is underpinned by robust governance. The ERCC reviews remuneration of Senior Management through a process that considers Group, business unit and individual performance as well as relevant comparative remuneration in the market. On an annual basis, the ERCC proposes the compensation of the Senior Management for the Board's approval. For the role of Group Chief Internal Auditor, the chairman of the Audit Committee approves his compensation annually.

Last year, a comprehensive review of the overall remuneration framework was made to ensure continued relevance to our strategic business objectives and alignment with market practice. As a recap, the Value Sharing Bonus (VSB) scheme for Senior Management has been suspended with effect from FY2022. A One-Off Long-Term Incentive (LTI) Award with a five-year performance period was introduced to support Singtel's transformation agenda, enhance alignment with long-term shareholder value creation, and to retain and motivate the senior executive team. In view of the One-Off LTI Award granted last year, the Senior Management would not be awarded the 2022 Performance Share Award (PSA).

During the year, the ERCC engaged Willis Towers Watson (Singapore) to conduct Executive Remuneration Benchmarking for Senior Management and valuation of the One-Off LTI Award.

As for the valuation and vesting computation for the Restricted Share Award and Performance Share Award grants under the Singtel Performance Share Plan 2012, the ERCC has engaged Aon Hewitt Singapore Pte Ltd (Aon Hewitt) for the services. Willis Towers Watson, Aon Hewitt and their consultants are independent and not related to the Group or any of its Directors.

Singtel may, under special circumstances, compensate Senior Management for their past contributions when their services are no longer needed, in line with market practice; for example, due to redundancies arising from reorganisation or restructuring of the Group.

If an executive is involved in misconduct or fraud, resulting in financial loss to the company, the ERCC has the discretion not to award and to forfeit incentive components of the executive's remuneration, to the extent that such award or incentive has not been released or disbursed.

Remuneration framework

Our remuneration framework is designed to incentivise executives to deliver the Group's strategic priorities and enhance shareholder value over the short, medium and long term.

Balanced scorecard

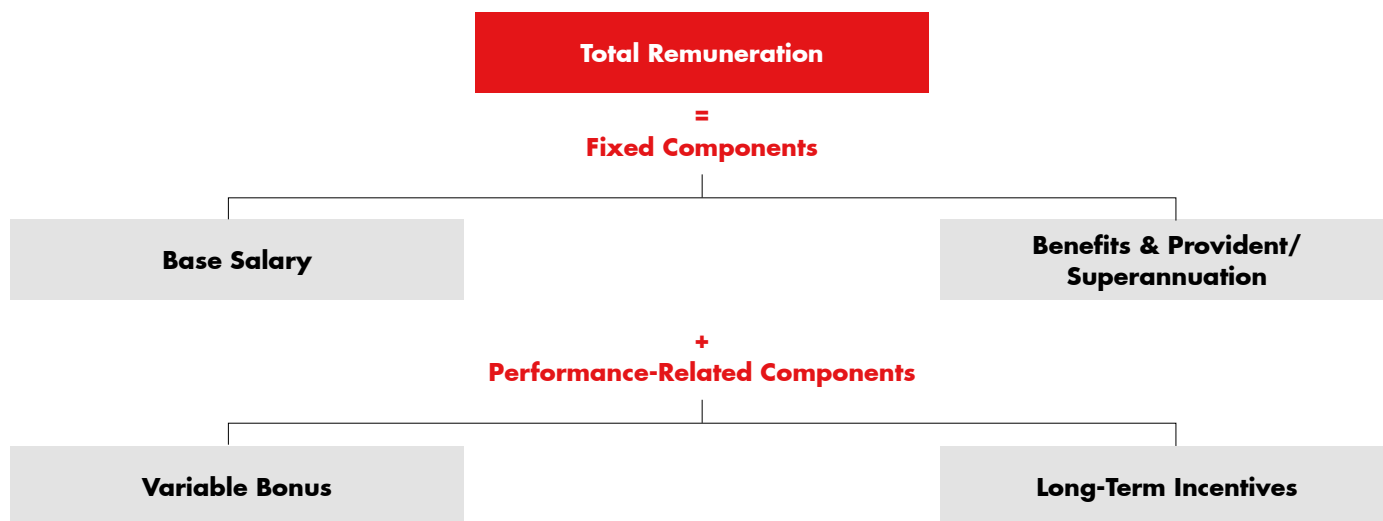
We use a balanced scorecard approach to measure how successful we are in serving stakeholders and executing our long-term strategy. Our scorecard comprises key performance indicators (KPIs) in five broad categories: Breakthrough, Financial, Operational, People

and Environmental, Social and Governance (ESG). These KPIs are aligned to the objectives of our Annual Operating Plan and longer-term strategic plan, to motivate performance for the short, medium and long term. ESG KPIs have been introduced to reinforce our commitment to thrive and advance our sustainability goals across the Group's businesses. For more details on our sustainability goals and initiatives, please refer to the Singtel Group Sustainability Report 2022.

Weightings are allocated to KPIs for each Senior Management to ensure a balanced approach in assessing individual's performance and determining the appropriate remuneration. At the start of each financial year, KPIs for the Senior Management are endorsed by the ERCC and approved by the Board. At the end of the financial year, the ERCC reviews the performance of each Senior Management member based on a mix of financial and non-financial outcomes, including progress towards the Group's strategic priorities and alignment of behaviours to our values, to recommend the appropriate performance level and remuneration for the Board's approval.

Remuneration components

Our total remuneration provides an appropriate balance between fixed and performance-related components. The remuneration structure is such that the percentage of the performance-related components increases for the more senior levels to reflect their greater accountabilities and impact on business performance. The key remuneration components for Senior Management are indicated in the following diagram and tables.



CORPORATE GOVERNANCE

Fixed components

Base Salary	
Purpose and Linkage to Performance	Reflects the market worth of the job and considers the responsibilities, competencies and experience of the individual. Linked to each executive's sustained long-term performance.
Policy	<p>Approved by the Board based on ERCC's recommendation and reviewed annually against:</p> <ul style="list-style-type: none"> • Peers of similar financial size and complexity to the Group • Pay and conditions across the Group • Executive's contribution and experience <p>In Australia, consistent with local market practice, executives may opt for a portion of their salaries to be received in benefits-in-kind, such as superannuation contributions and motor vehicles, while maintaining the same overall cost to the company.</p>

Benefits & Provident/Superannuation Fund	
Purpose and Linkage to Performance	Provisions are in line with local market practices and legislative requirements, and not directly linked to performance.
Policy	<p>Singtel contributes towards the Singapore Central Provident Fund or the Optus Superannuation Fund or any other chosen fund, as applicable. Singtel also provides in-company medical scheme, club membership, employee discounts and other benefits that may incur Australian Fringe Benefits Tax, where applicable.</p> <p>Participation in benefits is dependent on the country in which the executive is located. For expatriates located away from home, additional benefits such as accommodation, children's education and tax equalisation may be provided.</p>

Performance-related components

Variable bonus

Variable bonuses comprise Performance Bonus. In determining the final variable bonus payments, the ERCC considers the overall Group, business unit and individual performance as well as relevant market remuneration benchmarks.

Performance Bonus (PB)	
Purpose	Reward short-term performance against annual targets set in the balanced scorecard for each executive.
Award Type	Cash bonus
Linkage to Performance	Annual payout that will vary based on actual achievement against Group, business unit and individual performance targets.
Participants	All employees

Long-term incentives

Long-term incentives comprise Restricted Share Award (RSA) and Performance Share Award (PSA). These are equity awards provisionally granted to employees based on performance at the end of each financial year at the discretion of the ERCC. A significant portion of the remuneration for our Senior Management is delivered in Singtel shares to ensure that their interests are aligned with shareholders. In particular, the long-term incentives mix is more heavily weighted towards PSA for more senior executives to increase focus on shareholder returns.

Long-Term Incentives (LTI)		
Purpose	Reinforce the delivery of long-term growth and shareholder value to drive an ownership culture and retain key talent.	
Award Type	2022 Restricted Share Award (RSA)	2022 Performance Share Award (PSA)
Linkage to Performance	Individual Performance	Group and Individual Performance PSA performance conditions are key drivers of shareholder value creation and aligned to the Group's business objectives
Participants	Top Executives	Top Executives
Vesting Mechanism and Schedule	Time-based schedule, with equal vesting over three years, subject to continued employment with the Singtel Group at the point of vesting	Over a three-year performance period. <ul style="list-style-type: none"> • Singtel Group's Absolute Total Shareholder Return (TSR) achieved against predetermined targets (60%) • Singtel Group's Reported Net Profit After Tax (NPAT) achieved against predetermined targets (20%) • Environmental, Social and Governance (ESG) measures against predetermined targets (20%)

Figure A: Performance Share Award (PSA) Vesting Schedule

Absolute TSR (60%)		Reported Group NPAT (20%)		ESG Measures (20%)	
Performance	Vesting Level ⁽¹⁾	Performance	Vesting Level ⁽¹⁾	Performance	Vesting Level ⁽¹⁾
Superior	150%	Exceptional	150%	Superior	150%
Target	100%	Superior	130%	Target	100%
Threshold	50%	Target	100%	Threshold	50%
Below Threshold	0%	Partially Met	50%	Below Threshold	0%
		Threshold	30%		
		Below Threshold	0%		

Note:

⁽¹⁾ For achievement between these performance levels, the percentage of shares that will vest would vary accordingly.

CORPORATE GOVERNANCE

Policy and governance

The number of shares awarded under RSA and PSA is determined using the valuation of the shares based on a Monte-Carlo simulation. The RSA have a service condition, while the PSA are conditional upon the achievement of predetermined performance targets over the performance period. The PSA performance conditions and targets are approved by the ERCC at the beginning of the performance period.

Minimum shareholding requirement

To further strengthen alignment with shareholders, the Senior Management are required to build up and retain at least the equivalent of two times their annual base salary in shares. The Group CEO is expected to hold at least the equivalent of three times his annual base salary as shareholding.

Treatment of awards on cessation of employment

Special provisions for vesting and lapsing of awards apply for events such as the termination of employment, misconduct, retirement and any other events approved by the ERCC. Upon occurrence of any of the events, the ERCC will consider, at its discretion, whether or not to release any award, and will take into account circumstances on a case-by-case basis, including (but not limited to) the contributions made by the employee.

Singtel employees are prohibited from entering into transactions in associated products which limit the economic risk of participating in unvested awards under Singtel's equity-based remuneration schemes.

Long-term incentives vesting outcomes for the year

For the financial year ended 31 March 2022, the overall vesting outcome for 2019 PSA is 0% as the performance hurdles were not met. Details of the 2019 PSA vesting conditions and outcomes are outlined in the table below.

2019 PSA

Performance Period: 1 April 2019 to 31 March 2022

KPI Vesting Conditions	Weighting	Vesting Outcome %
Singtel Group's Absolute Total Shareholder Return achieved against predetermined targets	60%	0%
Singtel Group's Reported NPAT achieved against predetermined targets	40%	0%
Overall outcome:		0%

One-Off Long-Term Incentive (LTI) Award to Drive Transformation

Arising from the review of the overall remuneration framework, a separate long-term incentive (LTI) award with five-year performance period was introduced in 2021. This is a One-Off LTI Award designed to support Singtel's transformation agenda, enhance alignment with long-term shareholder value creation, and to retain and motivate the senior executive team.

In view of the One-Off LTI Award, the Senior Management was not awarded the 2022 PSA. The key features of the One-Off LTI Award are outlined below.

Award Type	One-Off LTI Award
Linkage to Performance	<ul style="list-style-type: none"> Singtel Group's five-year Absolute Total Shareholder Return (TSR) achieved against predetermined targets (80%) Environmental, Social and Governance measures against predetermined targets (20%)
Participants	Senior Management and Selected Key Executives
Vesting Mechanism and Schedule	The One-Off LTI Award has a five-year performance period. In order to incentivise Management towards earlier achievement of the five-year targets, this LTI plan has a milestone vesting feature, where 15% would vest after Year 3 or Year 4 if the five-year Absolute TSR performance threshold is achieved by then, and another 15% would vest 12 months later, subject to ERCC's approval. The milestone vesting is also subject to Singtel's Absolute TSR exceeding the combination of the median TSR of the Straits Times Index (50%) and the MSCI Asia (excluding Japan) Telco Index (50%). The remaining 70% would then be subject to final performance testing after Year 5 if the milestone vesting has been achieved.
Policy and Governance	Similar to the RSA and PSA, the number of shares awarded is determined using the valuation of the shares based on a Monte-Carlo Simulation. The performance conditions and targets are approved by the ERCC. The prevailing treatment of awards on cessation of employment will continue to apply for this one-off share award.

Figure B: One-Off LTI Award Vesting Schedule

Absolute TSR (80%)		ESG Measures (20%)	
Performance	Vesting Level ⁽¹⁾	Performance	Vesting Level ⁽¹⁾
Superior	150%	Superior	150%
Target	100%	Target	100%
Threshold	50%	Threshold	–
Below Threshold	0%		

Note:

⁽¹⁾ For achievements between these performance levels, the percentage of shares that will vest would vary accordingly.

CORPORATE GOVERNANCE

Remuneration of key management

For the financial year ended 31 March 2022, there were no termination, retirement and post-employment benefits granted to Directors and Key Management.

Remuneration of executive director

Summary compensation table for Group CEO for the financial year ended 31 March 2022:

Name	Salary (S\$) ⁽¹⁾	Variable Bonus (S\$) ⁽²⁾	Benefits (S\$) ⁽³⁾	Total Cash & Benefits (S\$) ⁽⁴⁾
Yuen Kuan Moon	1,217,160	2,100,000	126,620	3,443,780

Performance shares granted, vested and lapsed for Mr Yuen as at 31 March 2022 are as follows:

	Restricted Share Award (RSA) ⁽⁵⁾			
	Granted (no. of shares)	Vested (no. of shares)	Lapsed (no. of shares)	Released Date (no. of shares)
2019 Awards	121,533	121,533	-	1-Jun-21 60,767
				1-Jun-22 60,766
2020 Awards ⁽⁶⁾	148,216	74,108		1-Jun-22 74,108
				1-Jun-23
2021 Awards ⁽⁷⁾	170,659	56,887		1-Jun-22 56,887
				1-Jun-23
				3-Jun-24
2022 Awards ^{(7),(8)}	908,698			1-Jun-23
				3-Jun-24
				2-Jun-25

	Performance Share Award (PSA) ⁽⁵⁾			
	Granted (no. of shares)	Vested (no. of shares)	Lapsed (no. of shares)	Released Date (no. of shares)
2019 Awards ⁽⁷⁾	516,279	-	516,279	1-Jun-22
2020 Awards ⁽⁷⁾	526,429			1-Jun-23

	One-Off Long Term Incentive Award ⁽⁵⁾			
	Granted (no. of shares)	Vested (no. of shares)	Lapsed (no. of shares)	Released Date (no. of shares)
2021 Awards ⁽⁷⁾	4,188,482			1-Jun-26

Notes:

- ⁽¹⁾ Salary includes the Provident Fund earned for financial year ended 31 March 2022.
- ⁽²⁾ The Variable Bonus comprises Performance Bonus (PB) which varies according to the actual achievement against Group, business unit and individual performance objectives for the financial year ended 31 March 2022.
- ⁽³⁾ Benefits are stated on the basis of direct costs to the company and include car benefits, flexible benefits and other non-cash benefits such as medical cover and club membership.
- ⁽⁴⁾ Total Cash & Benefits is the sum of Fixed Remuneration, Provident Fund, Benefits and Variable Bonus awarded for the financial year ended 31 March 2022.
- ⁽⁵⁾ Long-term Incentives are awarded in the form of Restricted Share Award (RSA), Performance Share Award (PSA) and One-Off Long Term Incentive Award under the Singtel Performance Share Plan 2012.
- ⁽⁶⁾ The second tranche of the RSA granted in 2020 will vest and be released in June 2023, subject to continued employment and meeting of performance conditions.
- ⁽⁷⁾ The vesting of the RSA, PSA and One-Off Long-Term Incentive Award are conditional upon the achievement of predetermined performance targets or vesting conditions over the respective performance period.
- ⁽⁸⁾ The 2022 RSA grant made in June 2022 is for performance for the financial year ended 31 March 2022. The per unit fair value of the RSA is S\$2.311.

Remuneration of other key management

Due to the confidentiality and sensitivity on remuneration matters, the Board is of the view that the Group's key management remuneration shall be disclosed as bands, as indicated in the following table. The Board has considered the recommendations set out in Provision 8.1 of the Corporate Governance Code carefully, and believes that, taken as a whole, the disclosures provided are meaningful and sufficiently transparent in giving an understanding of remuneration of its key management, the Company's remuneration policies, level and mix of remuneration, the procedure for determining remuneration and the linkages between remuneration, performance and value creation. For the financial year ended 31 March 2022, the key management (who are not Directors or the Group CEO) are Aileen Tan, Anna Yip, Arthur Lang, Bill Chang, Kelly Bayer Rosmarin, Lim Cheng Cheng, Mark Chong, Ng Kuo Pin and William Woo.

Summary compensation table for all the key management for the financial year ended 31 March 2022:

Remuneration Band (\$\$) ⁽¹⁾	No. of Employees	Salary (\$\$)(%) ⁽²⁾	Variable Bonus (\$\$)(%) ⁽³⁾	Benefits (\$\$)(%) ⁽⁴⁾	Total Cash & Benefits (\$\$)(%) ⁽⁵⁾
\$1,000,001 - \$1,250,000	2	56%	39%	5%	100%
\$1,250,001 - \$1,500,000	2	48%	48%	4%	100%
\$1,500,001 - \$1,750,000	4	52%	43%	5%	100%
\$2,500,001 - \$2,750,000	1	52%	48%	0%	100%
Total Aggregate Compensation					13,851,976

CORPORATE GOVERNANCE

Performance shares granted, vested and lapsed for the above executives as at 31 March 2022 are as follows:

	Restricted Share Award (RSA) ⁽⁶⁾				
	Granted (no. of shares)	Vested (no. of shares)	Lapsed (no. of shares)	Released Date	Released (no. of shares)
2018 Awards	110,538	110,538	–	1-Feb-21	55,269
				1-Feb-22	55,269
2019 Awards	600,420	600,420	–	1-Jun-21	300,212
				1-Jun-22 ⁽¹¹⁾	300,208
2020 Awards ⁽⁷⁾	742,521	371,263		1-Jun-22 ⁽¹¹⁾	371,263
				1-Jun-23	
2021 Awards ⁽⁸⁾	911,996	304,002		1-Jun-22 ⁽¹¹⁾	304,002
				1-Jun-23	
2022 Awards ^{(8),(9)}	2,680,763			3-Jun-24	
				1-Jun-23	
				2-Jun-25	

	Performance Share Award (PSA) ⁽⁶⁾				
	Granted (no. of shares)	Vested (no. of shares)	Lapsed (no. of shares)	Released Date	Released (no. of shares)
2019 Awards	1,436,394	–	1,436,394	1-Jun-22	–
2020 Awards ⁽⁸⁾	1,441,283			1-Jun-23	

	One-Off Long Term Incentive Award ⁽⁶⁾				
	Granted (no. of shares)	Vested (no. of shares)	Lapsed (no. of shares)	Released Date	Released (no. of shares)
2021 Awards ⁽⁸⁾	11,575,263			1-Jun-26	
2022 Awards ^{(8),(10)}	754,596			1-Jun-26	

Notes:

⁽¹⁾ Remuneration Bands as indicated do not include the value of awards granted under Singtel Performance Share Plan 2012.

⁽²⁾ Salary includes the Provident Fund earned for financial year ended 31 March 2022.

⁽³⁾ The Variable Bonus comprises Performance Bonus (PB) which varies according to the actual achievement against Group, business unit and individual performance objectives for the financial year ended 31 March 2022.

⁽⁴⁾ Benefits are stated on the basis of direct costs to the company and include car benefits, flexible benefits and other non-cash benefits such as medical cover and club membership.

⁽⁵⁾ Total Cash & Benefits is the sum of Fixed Remuneration, Provident Fund, Benefits and Variable Bonus awarded for the financial year ended 31 March 2022.

⁽⁶⁾ Long-term Incentives are awarded in the form of Restricted Share Award (RSA), Performance Share Award (PSA) and One-Off Long Term Incentive Award under the Singtel Performance Share Plan 2012.

⁽⁷⁾ The second tranche of the RSA granted in 2020 will vest and be released in June 2023, subject to continued employment and meeting of performance conditions.

⁽⁸⁾ The vesting of the RSA, PSA and One-Off Long-Term Incentive Award are conditional upon the achievement of predetermined performance targets or vesting conditions over the respective performance period.

⁽⁹⁾ The 2022 RSA grant made in June 2022 is for performance for the financial year ended 31 March 2022. The per unit fair value of the RSA is S\$2.311.

⁽¹⁰⁾ Granted to selected key management executives. The per unit fair value of the One-Off Long-Term Incentive Award is S\$1.016.

⁽¹¹⁾ For employees in Optus, the shares vesting is on 1 July 2022.

Summary of disclosures – corporate governance

Rule 710 of the SGX Listing Manual requires Singapore listed companies to describe their corporate governance practices with specific reference to the 2018 Code in their annual reports. This summary of disclosures describes our corporate governance practices with specific reference to the express disclosure requirements in the principles and provisions of the 2018 Code.

Key information on each Director in this Annual Report:

- Pages 14 to 18 – Directors' independence status, appointment dates and length of directorship
- Pages 37 and 49 – Directors' meeting attendance
- Pages 54 to 58 – Directors' remuneration
- Pages 217 to 219 – Further Information on Board of Directors
- Pages 220 to 233 – Additional Information on Directors seeking re-election at the Annual General Meeting to be held on 29 July 2022

Principles and provisions of the 2018 Code – Express disclosure requirements	Page reference in Singtel Annual Report 2022
Provision 1.2 The induction, training and development provided to new and existing Directors.	Pages 38 to 39
Provision 1.3 Matters that require Board approval.	Page 38
Provision 1.4 Names of the members of the Board committees, the terms of reference of the Board Committees, any delegation of the Board's authority to make decisions, and a summary of each Board Committee's activities.	Pages 44 to 48
Provision 1.5 The number of meetings of the Board and Board Committees held in the year, as well as the attendance of every Board member at these meetings.	Pages 37 and 49
Provision 2.4 The board diversity policy and progress made towards implementing the board diversity policy, including objectives.	Pages 39 to 40
Provision 4.3 Process for the selection, appointment and re-appointment of Directors to the Board, including the criteria used to identify and evaluate potential new directors and channels used in searching for appropriate candidate.	Pages 43 to 44
Provision 4.4 Where the Board considers a Director to be independent in spite of the existence of a relationship which may affect his or her independence, the nature of the Director's relationship and the reasons for considering him or her as independent should be disclosed.	Pages 40 to 42
Provision 4.5 The listed company directorships and principal commitments of each director, and where a director holds a significant number of such directorships and commitments, the NC's and Board's reasoned assessment of the ability of the director to diligently discharge his or her duties are disclosed.	Pages 14 to 18 Pages 217 to 219
Provision 5.2 How the assessments of the Board, its Board committees and each Director have been conducted, including the identity of any facilitator and its connection, if any, with the Company or any of its Directors.	Page 44
Provision 6.4 The engagement of any remuneration consultants and their independence.	Pages 56 and 59
Provision 8 Clear disclosure of remuneration policies, level and mix of remuneration, and procedure for setting remuneration, and the relationship between remuneration, performance and value creation.	Pages 58 to 63

CORPORATE GOVERNANCE

Principles and provisions of the 2018 Code – Express disclosure requirements	Page reference in Singtel Annual Report 2022
<p>Provision 8.1 The policy and criteria for setting remuneration, as well as names, amounts and breakdown of remuneration of (a) each individual director and the CEO; and (b) at least the top five key management personnel (who are not Directors or the CEO) in bands no wider than S\$250,000 and in aggregate the total remuneration paid to these key management personnel.</p>	<p>For the CEO and Management: Pages 58 to 66 For non-executive Directors: Pages 54 to 58</p>
<p>Provision 8.2 Names and remuneration of employees who are substantial shareholders of the Company, or are immediate family members of a Director, the CEO or a substantial shareholder of the Company, and whose remuneration exceeds S\$100,000 during the year, in bands no wider than S\$100,000. The disclosure states clearly the employee’s relationship with the relevant director or the CEO or substantial shareholder.</p>	<p>Page 56</p>
<p>Provision 8.3 All forms of remuneration and other payments and benefits, paid by the Company and its subsidiaries to directors and key management personnel of the Company, and also discloses details of employee share schemes.</p>	<p>For non-executive Directors: Pages 54 to 58 For Key Management personnel: Pages 64 to 66 For employee share schemes: Pages 58 to 66</p>
<p>Provision 9.2 Whether the Board has received assurance from (a) the CEO and the CFO that the financial records have been properly maintained and the financial statements give true and fair view of the Company’s operations and finances; and (b) the CEO and the other key management personnel who are responsible, regarding the adequacy and effectiveness of the Company’s risk management and internal control systems.</p>	<p>Page 50</p>
<p>Provision 10.1 The Company publicly discloses, and clearly communicates to employees, the existence of a whistleblowing policy and procedures for raising such concerns.</p>	<p>Page 54</p>
<p>Provision 11.3 Directors’ attendance at general meetings of shareholders held during the financial year.</p>	<p>Page 37</p>
<p>Provision 12.1 The steps taken to solicit and understand the views of shareholders.</p>	<p>Pages 52 and 69</p>
<p>Provision 13.2 The strategy and key areas of focus in relation to the management of stakeholder relationships during the reporting period.</p>	<p>Page 52 and Pages 79 to 84</p>

INVESTOR RELATIONS

Effective and open communication channels with the investment community

Singtel proactively engages shareholders and the investment community. This year, Singtel engaged almost 900 investors in more than 100 virtual and in-person meetings and conference calls, including group and one-on-one meetings, investor conferences and global roadshows.

A key focus of the year's investor communications programme was to help investors understand and keep abreast of the progress made in our strategic reset, which comprises four pillars – reinvigorate the core, develop new engines of growth, unlock value and actively manage capital, and champion sustainability and people. The key topics of discussion included how we would drive 5G adoption for enterprises and consumers, develop our growth engines of NCS, data centres and digibank, sustain growth at Optus, and recycle capital.

With Environment, Social and Governance (ESG) considerations becoming an increasingly important investment criteria for investors, we also engaged with them to communicate our sustainability goals, policies and progress. These sessions helped us understand their views on sustainability and how it influences their investment decisions. Some of the material issues identified by investors include what we are doing to address environmental impact and climate change, data protection, sustainable supply chain management and support digital inclusion for underserved communities.

We continue to nurture and maintain strong links with sell-side research analysts and are well-covered by close to 20 analysts based in Singapore, Malaysia, India and the UK, who issue regular reports. We monitor analyst, industry and media reports closely, as part of our efforts to gather feedback and improve disclosures and IR practices.

Retail investors form an important part of our outreach efforts. They are welcome to contact us directly through email or telephone to submit their feedback or ask questions. We have been a long-term sponsor of the Securities Investors Association (Singapore) (SIAS) Investor Education Programme and the annual SIAS-Singtel dialogue provides a regular platform for us to communicate our strategy and performance with retail

shareholders. Singtel's shareholders are entitled to SIAS complimentary associate membership as part of the sponsorship. To sign up, they can visit our IR website or <https://sias.org.sg/membership/>.

Maintained lead in corporate governance, transparency and investor relations

Good corporate governance plays a vital role in shaping investor perception of a company's integrity, transparency, accountability and efficiency. We keep abreast of the latest developments and benchmark ourselves against best practices in key areas such as financial reporting and disclosure, board structure, shareholder rights and remuneration.

Singtel strongly encourages and supports shareholder participation at general meetings. Our 29th Annual General Meeting (AGM 2021) was held virtually due to the prevailing COVID-19 restrictions. More details can be found in the Corporate Governance section on pages 36 to 68.

The Singtel IR website is the primary source of corporate information, financial data and significant business developments for both bond and equity investors. It contains a wealth of investor-related information on Singtel, including announcements to SGX, investor presentations, financial results, annual reports, dividend policy and information for bond investors. Contact

details of the IR department are also listed on the website for investor queries. All material announcements are made available on the IR website immediately after they are released to SGX to ensure fair, equal and prompt dissemination of information. In addition, we constantly review the level of disclosure, to align it with global best practices and reflect new business developments.

During our half yearly earnings announcements, we provide extensive information, including detailed financial statements, management discussion and analyses and presentation slides. Our management responds to questions from investors and analysts over a video-conference call on the day of the results announcement and a transcript of the video-conference call is posted on the Singtel IR website on the next workday. Apart from half year financial results announcements, Singtel publishes business updates, which include key operating and financial metrics, to keep investors informed about the performance of different business segments and regional associates.

Shareholder information

As at 31 March 2022, Temasek Holdings (Private) Limited remained our largest shareholder, with 52% of issued share capital. Other Singapore shareholders held approximately 12%. In terms of geographical distribution, the US/Canada and Europe accounted for approximately 10% and 8% of issued shares respectively.

IR Calendar of Virtual Events

Apr 2021

- Macquarie ESG Analytics Series - Telecoms sector

May 2021

- Investor briefing: Strategic review of Amobee & Trustwave
- Non-deal Equity Roadshows, Singapore, Hong Kong and Malaysia

Jun 2021

- Non-deal Equity Roadshows, United Kingdom, Europe and North America
- Citi Pan-Asia Regional Investor Conference

Jul 2021

- 29th Annual General Meeting, Singapore

Sep 2021

- SGX-UOB Kay Hian Singapore Corporate Day, Canada

Oct 2021

- Investor briefing: Singtel advances digital infrastructure growth strategy

Nov 2021

- Non-deal Equity Roadshows, Singapore, Hong Kong, Malaysia, Europe and North America

Jan 2022

- DBS Vickers Pulse of Asia Conference, Singapore
- Citi ASEAN Disruptive Growth Conference, Singapore

RISK MANAGEMENT PHILOSOPHY AND APPROACH

We identify and manage risks to reduce the uncertainty associated with executing our business strategies and maximise opportunities that may arise. Risks can take various forms and can have material adverse impact on our reputation, operations, human resources and financial performance.

We have established a comprehensive risk management framework approved by our Risk Committee. The risk management framework sets out the governance structure for managing risks, our risk philosophy, risk appetite and tolerance levels, our risk management approach as well as risk factors.

In addition, our risk assessment and mitigation strategy is aligned with our Group strategy and is an integral part of the annual business planning and budgeting process.

Governance structure for managing risks

The Board

- Instils culture and approach for risk governance
- Provides oversight of risk management systems and internal controls
- Reviews key risks and mitigation plans
- Determines risk appetite and tolerance
- Monitors exposure

Risk Committee

- Reviews and recommends risk strategy and policies
- Oversees design, implementation and monitoring of internal controls
- Reviews adequacy and effectiveness of the Group's risk framework
- Monitors the implementation of risk mitigation plans

Audit Committee

- Reviews adequacy and effectiveness of the Group's internal control framework
- Oversees financial reporting risk for the Group
- Oversees internal and external audit processes
- Monitors exposure

Management Committee

- Implements risk management strategies and practices within all business units and functions

Risk Management Committee

- Supports the Board Committee and Risk Committee in terms of risk governance and oversight
- Sets the direction and strategies to align risk management and monitoring with the Group's risk appetite and tolerance
- Reviews the risk assessments carried out by the business units
- Reviews and assesses risk management systems and tools

Cyber Security Resiliency Committee

- Supports the Risk Management Committee on matters related to cyber security risk assessment and mitigations
- Provides direction and strategy in strengthening defence against cyber security threats
- Provides oversight of all cyber security risks
- Reviews the adequacy of cyber security measures and risk management

Our risk philosophy

Our risk philosophy and risk management approach are based on three key principles:

Risk-centric culture

- Set the appropriate tone at the top
- Promote awareness, ownership and proactive management of key risks
- Promote accountability

Strong corporate governance structure

- Promote good corporate governance
- Provide proper segregation of duties
- Clearly define risk-taking responsibility and authority
- Promote ownership and accountability for risk-taking

Proactive risk management process

- Robust processes and systems to identify, quantify, monitor, mitigate and manage risks
- Benchmark against global best practices

Risk appetite

The Board has approved the following risk appetite statement:

- The Group is committed to delivering value to our shareholders achieved through sustained profitable growth. However, we shall not compromise our integrity, values and reputation by risking brand damage, service delivery standards, severe network disruption or regulatory non-compliance.
- The Group will defend our market leadership position in Singapore and strengthen our market position in Australia and in the Pacific through our regional associates. We will continue to pursue business expansion in the emerging markets, including acquiring controlling stakes in the associates, and actively managing the risks.
- The Group is prepared to take measured risks to seek new growth in the digital space by providing global platforms and enablers, targeted at a global footprint, while leveraging our current scale and core strengths.
- The Group targets an investment grade credit rating and dividend payout policy consistent with our stated dividend policy and guidance.

Risk management

We have established a rigorous and systematic risk review process to identify, monitor, manage and report risks throughout the organisation based on our risk philosophy and appetite set. Management has the primary responsibility for identifying, managing and reporting to the Board the key risks faced by the Group. Management is also responsible for ensuring that the risk management

framework is effectively implemented within the business units. The business units are supported by specialised functions such as Regulatory, Legal, Tax, Cyber Resilience, Environment and Sustainability, Insurance, Treasury and Credit Management in the management of risks. In addition, through stakeholder engagement and materiality assessments, we regularly review and assess the ESG risks that exist or emerge in our broader value chain, and we address them with various corporate sustainability

initiatives. Our corporate sustainability initiatives are discussed further on pages 79 to 84 and in our Group Sustainability Report 2022.

Our key risk management activities also include scenario planning, business continuity/disaster recovery management and crisis planning and management. Close monitoring and control processes, including the use of appropriate key risk and key performance indicators, are implemented to

RISK MANAGEMENT PHILOSOPHY AND APPROACH

ensure the risk profiles are managed within policy limits.

The effectiveness of our risk management policies and processes is reviewed on a regular basis and, where necessary, improved. Independent reviews are also conducted by third-party consultants regularly to ensure the appropriateness of the risk management framework. Overall, the risk management processes facilitate alignment of our strategy and annual operating plan with the management of key risks.

Singtel's Internal Audit (IA) carries out reviews and internal control advisory activities aligned to the key risks in our businesses. This provides independent assurance to the Audit Committee (AC) on the adequacy and effectiveness of our risk management, financial reporting processes, and internal control and compliance systems.

In order to provide assurance to the Board, the CEOs of our business units submit an annual report on the key risks and mitigation strategies for their respective businesses to the Risk Committee. Our Group CEO and Group CFO, with assurance from the Management Committee members, provide an annual written certification to the Board confirming the integrity of financial reporting, and the efficiency and effectiveness of the risk management, internal control and compliance systems.

In the course of their statutory audit, external auditors review our material internal controls to the extent of the scope laid out in their audit plans. Any material non-compliance and internal control weaknesses, together with their recommendations to address them, are reported to the AC. Our Management, with the assistance of Singtel IA, follows up on the auditors' recommendations as part of their role in reviewing our system of internal controls.

The systems that are in place are intended to provide reasonable but not absolute assurance against material misstatements or loss, as well as to ensure the safeguarding of assets, the maintenance of proper accounting records, the reliability of financial information, compliance with applicable legislation, regulations and

best practices, and the identification and management of business risks.

Risk factors

Our financial performance and operations are influenced by a vast range of risk factors. These risks vary widely, and we aim to mitigate the exposure through appropriate risk management strategies and internal controls.

The section below sets out the principal risk types, which are not listed in order of significance.

- Macro risks
- Pandemic risks
- Economic risks
- Regulatory and litigation risks
- Competition risks
- New business risks
- Expansion risks
- Project risks
- Technology risks
- Supply chain risks
- Information technology risks
- Data protection and privacy risks
- Cyber security risks
- Network failure and catastrophic risks
- Financial risks
- Talent management risks
- Electromagnetic energy risks
- Climate change risks

Macro risks

International security issues and adverse developments such as the political tension between Russia, Ukraine and potentially Western security alliances could dampen economic activity and affect global trade. In late February 2022, Russia launched a large-scale military attack on Ukraine. In response to Russia's military action, various countries, including the U.S., the United Kingdom, and countries in the European Union issued broad-ranging economic sanctions against Russia. The ramifications

of the hostilities and sanctions may not be limited to Russia and Russian companies but may spill over to and negatively impact other regional and global economic markets, companies in other countries (particularly those that have done or are doing business with Russia) and various sectors, industries and markets for securities and commodities globally, such as oil and natural gas. While there has been no material change in the risk of the Group being subject to any sanction laws, the Group continues to monitor developments associated with sanction laws and will disclose any violation to SGX and relevant authorities as required timely and accurately.

The consequences of any of these armed conflicts or other security events, including terrorist attacks, are unpredictable and the Group may not be able to foresee events that could have a material adverse impact on its business, financial condition, operations and prospects.

Pandemic risks

Since its emergence, the COVID-19 pandemic has caused major disruption to economies, businesses and societies around the world. While most countries have begun to transition towards treating the virus as endemic and are cautiously easing control measures on the back of high vaccination rates, the risk of the emergence of new variants and/or other infectious diseases remains a concern.

As economies and businesses emerge and recover from the effects of the pandemic, a resilient culture will become the key to sustainable and inclusive growth. Since the onset of the pandemic, the Group has prioritised the safety of its employees and implemented workforce separation aligned with social distancing and business continuity measures. We continue to adapt our safety and health protocols in response to the evolving situation and government regulations. We have also leveraged technology and collaborative digital tools to maintain employee engagement during periods of remote working and launched mental, physical and emotional wellness programmes to ensure our employees' well-being. As employees' transition from remote work to a hybrid work model, we continue to take steps to strengthen our measures associated with health and safety, data protection and cyber security.

We continue to adjust our strategies and address our customers' and employees' needs post-COVID as digitalisation and telecommunications infrastructure becomes even more critical.

Economic risks

Changes in domestic, regional and global economic conditions may have a material adverse effect on the demand for telecommunications, information technology (IT) and related services, digital services, and impact our financial performance and operations. Global headwinds such as geopolitical conflicts, economic sanctions and trade tensions have resulted in significant uncertainty in the macroeconomic environment. Growing stagflation fears due to higher global inflation and interest rates as well as slowing economic growth could also have an adverse effect on our overall Group strategy and growth.

The global credit and equity markets have experienced substantial dislocations, liquidity disruptions and market corrections. These and other related events have had a significant impact on economic growth as a whole and consequently, on consumer and business demand for telecommunications, IT and related services, and digital services.

Our planning and management review processes involve keeping abreast of the economic and market developments and periodic monitoring of budgets and expenditures to optimise the allocation of capital among the various businesses in our Group. Each of these business units has continuing cost management and transformation programmes to drive improvements in their cost structures and/or changes in the business model.

Regulatory and litigation risks

Regulatory risks

Our businesses depend on licences issued by government authorities. Failure to meet regulatory requirements could result in fines or other sanctions including, ultimately, the revocation of licences. Our operations are also subject to various laws and regulations such as those relating to customer data privacy and protection, payment services

and anti-money laundering, anti-bribery and corruption, workplace safety and health, public order and safety, cyber security, online falsehoods, national security, environmental, and human and labour rights. The regulatory landscape for the media and telecommunications industry has seen changes with developments applicable to cyber security, data privacy and consumer protection. These changes, together with increasing scrutiny and regulators inclined to strong enforcement actions, may lead to additional compliance costs to the business.

Our overseas investments are also subject to the risk of imposition of laws and regulations restricting the level, percentage and manner of foreign ownership and investment, as well as the risk of nationalisation. Furthermore, developments in various jurisdictions can be unpredictable. Any of these factors can adversely affect our overseas investments.

Consumer Singapore, Consumer Australia and Group Enterprise are impacted by the implementation of national broadband networks in both Singapore and Australia. In Singapore, the Infocomm Media Development Authority (IMDA) has, in its implementation of the Next Generation Nationwide Broadband Network (Next Gen NBN), designed a structure to level the playing field to make the benefits of the Next Gen NBN available to all industry players. This has increased the level of competition in the broadband market.

In Australia, the government has implemented a significant reform of the fixed line telecommunications sector, including the rollout of a national broadband network by the government-owned entity, NBN Co, operated on a wholesale-only open access basis. It is possible that the Australian government's policy decisions relating to the national broadband network or commercial decisions taken by NBN Co could lead to a sub-optimal or negative outcome for Optus. The government has also adopted security legislation to exclude equipment vendors from countries with certain legal structures or power from participating in the supply of equipment for 5G infrastructure.

In both Singapore and Australia, the governments have introduced or will

be introducing legislation to establish regulatory regimes for critical infrastructure (CI), which may adversely affect the way we manage and operate our network when our equipment is classified as CI.

We have access to regulatory expertise and staffing resources in Singapore and Australia and we work closely with the various stakeholders and our partners in the countries we operate in. We monitor new developments, participate in discussions and consult with regulatory authorities on regulatory reforms and developments in the telecommunications and media industry. In addition, we conduct training and refresher sessions for staff and Management to stay abreast.

Access to spectrum

Access to spectrum is critically important for supporting our business of providing mobile voice, data and other connectivity services. The use of spectrum in most countries where we operate is regulated by government authorities and requires licences. Failure to acquire access to spectrum, or new or additional spectrum, on reasonable commercial terms, or at all, could have a material adverse effect on our core communications business, financial performance and growth plans.

Taxation risks

Our Group has operations across a large number of jurisdictions, and we are subject to the tax regulations in the respective jurisdictions. These regulations may include changes and reforms arising from global tax developments which we proactively monitor. The tax legislations or changes in regulations may increase our compliance obligations and business costs. Notwithstanding, we are committed to comply with the applicable tax laws in the countries where we operate.

The management and tolerance of tax risks are guided by our tax risk management framework (TRM Framework). The TRM Framework formalises our tax governance practices, sets a co-ordinated approach in identifying, managing and mitigating tax risks, and promotes responsible tax management. Material tax risks and disputes are monitored and reported in a timely manner in accordance with the TRM Framework, and appropriate disclosures are made in our financial statements.

RISK MANAGEMENT PHILOSOPHY AND APPROACH

Litigation risks

We are exposed to the risk of regulatory and litigation actions by regulators and other parties. Such actions may have a material effect on our financial condition and earnings. Examples of such litigation are disclosed in the Notes to the Financial Statements under "Contingent Liabilities".

We have put in place master supply agreements with key vendors, master services agreements with key customers, and implemented contract policies to manage contractual arrangements with our vendors and customers. The policies also set out the necessary framework and principles for the Management Committee, CEOs, and Management to approve deviations from the standard terms.

Competition risks

We face competition risks in all markets and business segments in which we operate.

Group Consumer

The telecommunications market in Singapore is highly competitive. As competition intensifies among mobile network operators and mobile virtual network operators (MVNOs), industry revenue may decrease further, and our market share may decline. Singapore's Next Gen NBN allows Retail Service Providers (RSPs) equal and open access to Netlink Trust's fibre network and in turn, has increased competitive pressure in fixed broadband and home services.

In the Australian mobile market, in addition to the incumbent operator, a number of participants are subsidiaries of international groups and operators and have made large investments which are now sunk costs. We are, therefore, exposed to the risk of irrational pricing being introduced by such competitors. Competition has further intensified with recent movements in the industry such as mergers and network sharing agreements between operators. Our market share may also be at risk due to rapid growth by industry competitors who may have a competitive cost or network coverage advantage. With the deployment of the Australian national broadband network, competition is expected to increase further.

The operations of our regional associates' businesses are also subject to highly competitive market conditions. Their growth depends in part on the adoption of mobile data services in their markets. Some of these markets have and could continue to experience intensifying price competition for mobile data services from new and existing competitors and/or smaller scale competitors.

Our business models and profits are also challenged by disintermediation in the telecommunications industry by handset providers and other digital service providers and non-traditional telecommunications service providers, including social media networks and over-the-top players which provide multimedia and video content, applications and services directly on demand.

We continue to invest in our networks to ensure that they have the coverage, capacity and speed that will provide our customers with the best network and connectivity experience. Group Consumer is focused on driving efficiencies and innovation via new technologies, products, services, processes and business models to meet evolving customer needs and enhance customer experiences.

Group Enterprise

Business customers enjoy a wide range of choices for many of our services, including fixed, mobile, cloud, managed services and hosting, IT services and consulting. Competitors include multinational IT and telecommunications companies, technology companies that introduce new communication services, as well as other non-traditional players. The quality and prices of these services can influence a potential business customer's decision. Prices for some of these services have declined significantly in recent years as a result of capacity additions, technology innovations and price competition.

We continue to focus on offering companies comprehensive and integrated information and communications technology (ICT) and IT solutions and initiatives to strengthen customer engagement. This includes broadening our solution portfolio to cover new areas of customer needs, such as cloud computing, multi-access edge computing, software-defined network and digital

solutions for our government and business customers.

The dominance of cloud infrastructure by hyperscalers and increasing adoption of cloud-based solutions by government and enterprise customers, has posed disruptive risks to our businesses. We continue to enhance our cloud and digital service offerings, leveraging partnerships and collaboration with the hyperscalers and other cloud and digital technology service providers.

NCS

With the acceleration of digital transformation needs among enterprises, it is imperative that IT service providers continuously innovate and improve their offerings to clients. The global shortage of digital talent is also driving organisations to invest in their differentiators for talent attraction, development, and retention. NCS faces competition from new and existing local or global IT service providers. We will continue to focus on serving our clients through differentiated offerings by strengthening our end-to-end capabilities with core and digital services, and attracting the best talent in the industry.

Trustwave

The increased sophistication of advanced cyberattacks, the accelerated migration to complex cloud and hybrid IT environments, and heightened regulatory pressure on data privacy are driving the rapid growth of the global cyber security market. As new and existing cyber security providers scale up their product and service portfolios, we face intense competition in the cyber security business. In response, we continue to invest in innovative automation technologies, talent, and world-class threat intelligence and response capabilities to differentiate our security offerings, while leveraging the unique intellectual property we have and through our SpiderLabs Fusion Center, a leading-edge cyber command centre.

New business risks

5G risks

In Singapore, Singtel Mobile Singapore Pte Ltd was one of the winners of IMDA's 5G Call-For-Proposal and we were allocated radio frequency spectrum to deploy

nationwide 5G networks. In Australia, Optus was allocated new licences for the 26GHz spectrum band and the low band 900MHz spectrum through two separate auctions. Our regional associates are similarly in various stages of rolling out 5G services. The business case for investment in 5G network and related systems has risks of uncertainty and may be earnings dilutive. There may also be a long payback period as 5G use cases and revenue and monetisation opportunities are not yet fully developed. The existing high quality 4G networks may also limit the perceived value of 5G and impact its monetisation potential.

In addition, the Australian government has implemented security legislation to restrict vendors from certain countries from participating in the supply of 5G network equipment to mobile network operators. This limits the available vendor sources and may lead to higher investment costs.

With 5G, as with the deployment of our various networks, we will continue to monitor health and safety concerns around exposure to electromagnetic energy emissions (EME), ensure full compliance with government mandated standards and institute the necessary precautionary measures to safeguard the health and safety of the public and our customers.

Digital banking risks

In December 2020, the Monetary Authority of Singapore selected the consortium formed by Singtel and Grab Holdings Inc. (Grab) for the award of a Digital Full Bank (DFB) licence and subsequently awarded the DFB licence to the consortium in November 2021. In January 2022, Singtel also invested in Indonesian bank PT Bank Fama International to pursue digital banking opportunities in Indonesia.

The DFB licence will allow the digital bank to take deposits from and provide a wide range of financial services to retail and non-retail customer segments in Singapore, while the venture into Indonesia's banking sector allows us to serve a vast unbanked and underbanked population.

The digital bank requires substantial capital outlay and could be subjected to investment losses arising from failure to scale and acquire customers and/or the failure to manage the various risk

exposures related to the digital banking business. The business is also exposed to the regulatory risks associated with the banking industry, including compliance with existing and/or new laws and regulations, and associated increased cost of compliance. The digital bank may not be able to attract, integrate and retain the right talent with the appropriate skillsets and expertise to develop and/or execute the bank's business strategies and plans, or effectively manage risks arising from the bank's activities. The digital bank may lose its licence to continue operations if its financial performance does not meet expectations or deteriorates. There could also be a misalignment of interests, goals and cultures between the members of the consortium, and/or with the management of the digital bank, resulting in an inability to resolve disputes in an effective and timely manner.

Respective board and risks committees have been established to provide the oversight on the respective operational risks and to ensure good governance and compliance. We have board representation and shareholders' agreement to ensure governance and rights protection and oversee the establishment of sound risk management principles, policies and procedures and sustainable business practices.

Expansion risks

Given the size of the Singapore and Australia markets, our future growth depends, to a large extent, on our ability to grow our overseas operations in both core communications and new digital services. This comes with considerable risks.

Partnership risks

The success of our strategic investments depends, to a large extent, on our relationships with, and the strength of our partners. There is no guarantee that we will be able to maintain these relationships or that our partners will remain committed to the partnerships.

Merger & Acquisition Risks

We continually look for investment opportunities that can contribute to our expansion strategy and develop new revenue streams. Our efforts are challenged by the availability of opportunities,

competition from other potential investors, foreign ownership restrictions, government and regulatory policies, political considerations and the specific preferences of sellers. We face challenges arising from integrating newly acquired businesses with our own operations, managing these businesses and talent in markets where we have limited experience and/or resources, and financing these acquisitions. We also risk not being able to generate synergies from these acquisitions, and the acquisitions becoming a drain on our management and capital resources.

The business strategies of some of our regional associates may involve expanding operations outside their home countries, as well as in-country mergers and acquisitions. These associates may enter into joint ventures and other arrangements with other parties. Such joint ventures and other arrangements involve risks and may have economic or business interests or goals that are not consistent with those of the associates. There is no guarantee that the regional associates can generate synergies and successfully build a competitive regional footprint.

We adopt a disciplined approach in our investment evaluation and decision-making process. Members of our management team are also directors on the boards of our associates and joint ventures.

Project risks

We continue to invest substantial capital in enhancing and maintaining our networks and technology systems infrastructure. As such, these projects are subjected to risks related to the construction, supply, installation and operation of equipment and systems.

In the enterprise business, our 5G-related projects and product development require significant financial investments. These projects require partnership with key vendors and other technology providers, to deliver next-generation 5G services for commercial customers. Such projects may be subjected to project risks that may exceed project budgets, result in disputes and unexpected implementation delays, any of which can result in an inability to meet projected completion dates or service levels. The projects are also vulnerable

RISK MANAGEMENT PHILOSOPHY AND APPROACH

to supply chain disruptions arising from COVID-19 pandemic, lockdowns and geopolitical conflicts.

We have put in place a quality assurance management framework for risk profiling and systematic risk assessment of projects.

Technology risks

The telecommunications industry is transforming rapidly with the aggressive digitisation of services in the last two years. While there is new potential to use 5G technology to deliver disruptive services and innovative products, the progressive adoption of these new technologies may introduce new financial, technology and legal risks to our businesses.

We have accelerated our efforts to embrace these rapid advancements in wireless communications and new digital technologies such as 5G, edge computing, artificial intelligence, application programming interfaces, cloud and blockchain through a multi-year plan to upgrade and refresh our infrastructure to support these developments. It may take some time to see sustained returns from these investments, as we incur capital expenditure to transform our infrastructure over the coming years. The shortage of talent in the technology space continues to impact some project deadlines. The costs of acquiring new talent have also increased significantly as the same technology talent is being sought after.

Our business units continue to face challenges from disruptive technology, new market entrants and price-competitive products as part of the new global digitisation landscape. We may also incur substantial development expenditure to adopt new or enabling technologies to pursue new growth areas beyond the traditional telecommunication space. Our approach is to refresh and scale our infrastructure, integrate it with new innovative technology to generate new business revenues and growth beyond the traditional telecommunication services. All while keeping within our risk appetite and meeting our regulatory obligations.

We will continue to invest in new technology, hire the best talent, develop

strategic technology partnerships, and deliver innovative products and services to serve our customers.

Supply chain risks

We rely on third-party vendors and service providers and their extended supply chain in many aspects of our business to serve our customers and support our business operations, including, but not limited to, the design and construction, operations and maintenance of our products, infrastructure, applications, customer service operations, content provision and customer acquisition. Accordingly, our business operations and reputation may be impacted by third-party vendors or their supply chain if they fail to operate in line with the heightened expectations of key stakeholders such as government, regulators and/or customers on a broadening set of ESG issues. These may include corporate governance and business ethics, human rights and modern slavery, as well as climate change and environmental management.

Given the risks brought about by the COVID-19 pandemic, computing chip shortages and geopolitical events could potentially affect our ability to deliver on our projects and/or support our customer needs. We are working closely with our vendors to procure our equipment early and gradually increase our inventory levels to manage this risk.

We monitor new legislation introduced such as the Australian Modern Slavery Act, as well as the developments and restrictions by governments and regulators on various vendors to ensure our key vendors comply with the relevant laws and regulations. In September 2021, Optus published its second Modern Slavery Statement, which outlines the actions taken to address modern slavery risks in its operations and supply chain. We monitor supply chain risks closely and, where required, develop new vendor relationships to mitigate supply risks. We have in place a Sustainable Supply Chain Management strategy and approach, including a Supplier Code of Conduct to manage risks that may exist in our supply chain. Refer to our Group Sustainability Report 2022 for more details on how we address these risks and issues.

Information technology risks

Our businesses and operations rely heavily on IT and cloud-based services. As new trends constantly emerge, staying on top of new technologies are essential for driving innovation, accomplishing business goals and remaining competitive. Our traditional IT infrastructure is undergoing technology refresh and upgrades and we are also moving more of our services to the cloud. We have embarked on a multi-year technology refresh strategy, selecting appropriate replacements for aging infrastructure to support our new business plans. Using cloud-based services will increasingly move our cost model from capital expenditure to operating expenditure, even as we drive greater cost efficiency and operational resiliency of our services. In addition, we have to ensure that the data hosted on cloud-based services are adequately protected and comply with our regulatory obligations.

We will continue to strive for a good mix of on premise and cloud-based technology investments in alignment with our business strategies, optimise the allocation of our capital to bring the best technology to support our business operations and customers. We have implemented controls and mitigations to manage our technology assets and have taken steps to ensure that the technology risks associated with the use of these assets and/or services are within our risk appetite. We enforce a project management methodology to ensure that new systems are developed with appropriate security controls embedded.

Data protection and privacy risks

We value the privacy of our customer data stored within our networks and systems as they may be harmed if their data is compromised or misused. We have in place appropriate safeguards and controls to ensure the security and protection of our customer data. As we deliver more on-demand services to meet our customer needs, more applications and data will increasingly be hosted on cloud-based technology services managed by third-party vendors. Some applications may be exposed to more cyber and/or third-party

risks due to the inherent risks associated with these outsourced services.

Amidst the growing incidences of data breaches globally, governments and regulators continue to introduce and tighten privacy laws to address this rising threat. In Singapore, regulators have introduced higher financial penalties for data breaches under the Personal Data Protection Act. As we continue to digitalise our processes and share data with business partners, we may be subjected to more onerous regulatory obligations and fines in the event of data breaches.

Cyber security risks

Cyber security risks have increased exponentially due to the rapid digitisation of applications and the increasing prevalence of remote working, accelerated by the COVID-19 pandemic. Many industries, including the telecommunications industry, have seen an increase in financially motivated ransomware attacks, distributed denial of service attacks and nation state related espionage cyber activities. As our business is heavily dependent on the resiliency of our network infrastructure and critical supporting systems, disruptive cyber-attacks could affect our ability to serve our customers.

We are also exposed to cyber security risks arising from security vulnerabilities in third-party products and services which are used to support our business operations or serve our customers. Security breaches from these third-party products and services could adversely affect our reputation, result in regulatory fines and/or litigation actions from customers who are impacted.

As we continue to grow our cyber security business, failure to keep up with and counteract increasing cyber security threats can materially and adversely affect our reputation, business and growth strategy. We have been building our capabilities organically, as well as through partnerships with best-of-breed technology partners. We have a pool of cyber security professionals, global security operations and engineering centres, and a specialised team of ethical hackers and forensic experts assisting businesses to manage vulnerabilities and threats, achieve

regulatory compliance and implement secure solutions. The Group's Cyber Security Institute conducts regular training programmes to enhance the cyber security skills and preparedness of our staff as well as our customers, including businesses and governments in the Asia Pacific.

Due to the dynamic and complex nature of cyber security management, we have formed close partnerships with our vendors and our regulators to detect and stay ahead of cyber threats. The evolving nature of cyber threats require us to constantly review our security posture and implement advanced cyber technology to mitigate emerging cyber threats. With the heightened cyber risk globally, our business units are working with relevant government bodies to adopt an enhanced cyber security posture and increase monitoring for threats.

We have a third-party security assurance programme to assess and report security risks associated with the use of third-party services, to ensure they comply with our security requirements and regulatory obligations.

Network failure and catastrophic risks

The telecommunications industry faces the constant challenge of providing fast, secure and reliable networks in an increasingly digital and connected world. The provision of our services depends on the quality, stability, resilience and robustness of our networks and systems. We face the risk of malfunction of, loss of, or damage to, network infrastructure from natural or other uncontrollable events such as acts of terrorism.

Some of the countries in which we operate have experienced a number of major natural catastrophes over the years, including typhoons, droughts, floods, bushfires and earthquakes. Some of these catastrophes have also increased in intensity and frequency due to climate change factors, causing prolonged and exacerbated impact on our infrastructure and operations.

In addition, other events that are not within our control, such as deliberate acts of sabotage, terrorist attacks or large-

scale cyber-attacks on our network and systems, could damage, cause operational interruptions or otherwise adversely affect any of the facilities and activities, as well as potentially cause injury or death to personnel. Such losses or damage may significantly disrupt our operations, which may have a materially adverse effect on our ability to deliver services to customers.

We continue to make our networks robust and resilient, and continually review our processes and network infrastructure to prevent any network disruptions and to have an effective communication process for timely updates to our stakeholders and customers during any incident or crisis. There is a defined crisis management and escalation process for our CEOs and senior management to respond to emergencies and catastrophic events. In addition to key network infrastructure diversity and redundancy measures, we have business continuity plans and insurance programmes and policies in place.

Financial risks

The main risks arising from our financial assets and liabilities are foreign exchange, interest rate, market, liquidity, access to financing sources and increased credit risks. Financial markets continue to be volatile and may heighten execution risk for funding activities and increase credit risk premiums for market participants.

We are exposed to foreign exchange fluctuations from our operations and through subsidiaries as well as associates and joint ventures operating in foreign countries. These relate to our dividend receipts and the translation of the foreign currency earnings and carrying values of our overseas operations. Additionally, a significant portion of associates and joint venture purchases and liabilities are denominated in foreign currencies, versus the local currency of the respective operations. This gives rise to changes in cost structures and fair value gains or losses when marked to market.

We have established policies, guidelines and control procedures to manage and report exposure to such risks. Our financial risk management is discussed further on page 197 in Note 39 to the Financial Statements.

RISK MANAGEMENT PHILOSOPHY AND APPROACH

Talent management risks

As we seek new avenues of growth, it is pertinent to be able to attract, develop and retain talent with new skills and capabilities. The recovery of the labour market post COVID-19 has intensified the war for talent. The loss of key leaders or the inability to attract and groom successors, can adversely impact our business. We continue to focus on ensuring that we have the best people and continuously identify, develop and build a sustainable pipeline of leaders for current and future roles. We do this by leveraging internal and external talent pools to ensure talent bench strength and provide confidence in our succession pipelines.

We continue to invest in upskilling our existing workforce and building up our current and emerging capabilities through external professional hires and targeted recruitment. In order to develop and retain talent, we conduct regular skills assessment in critical business areas and set out structured developmental roadmaps to fill new and emerging skills gaps. We have also doubled down on initiatives to ensure diversity, equity and inclusion, and this aligns with our purpose to “empower every generation”.

Succession management is key to ensuring that the Group effectively manages the short-term and long-term risks associated with critical roles. We invest in a targeted development approach to build an agile and resilient workforce. For leaders, we organise formal learning activities, coaching and mentoring as well as provide valuable learning experiences such as international assignments, job rotations and special projects. To mitigate succession risks, a robust annual succession planning review is conducted by the business units and Management, with the involvement of the Board for senior leadership roles, ensuring that leadership succession plans are current and future ready.

Electromagnetic energy risks

Health concerns have been raised globally about the potential exposure to EME emissions from using mobile handsets or being exposed to mobile transmission equipment. While there is no substantiated evidence of public health risks from exposure to the levels of EME

typically emitted from mobile phones, perceived health risks can be a concern for our customers, the community, and regulators. Perceived health risks in terms of environmental exposure from mobile base station equipment can impact and cause concern for the local communities on the implementation of new or upgrading of existing mobile base stations and micro cells. This may impact the mobile coverage at that locality and also, our mobile business. In addition, governments may introduce regulations to address this perceived risk and affect our ability to deploy the mobile communications infrastructure. These perceived health risks could result in reduced demand for mobile communications services or litigation actions against us.

We design and deploy our network to comply with the relevant government-mandated standards for exposure to EME. Our standards are based on the recommendation of the International Commission on Non-ionizing Radiation Protection (ICNIRP), which is a related agency of the World Health Organisation. The ICNIRP standards are adopted by many countries around the world and are considered best practices. We continue to monitor research findings on EME, health risks and their implications on relevant standards and regulations. Periodic tests and routine auditing are performed on EME emission levels to ensure we continue to comply with the standards and standards are being adhered to.

Climate change risks

Climate change is one of the key long-term global risks that has the potential to impact our operations, infrastructure and supply chain. Some of the countries in which we operate have experienced several extreme weather events, including typhoons, droughts, floods and bushfires, which have increased in intensity and frequency due to climate change factors. Apart from physical risks such as damage to our networks and disruptions to our operations, there are also other transitional risks that we have to consider as we transition to a low-carbon economy. These include energy security risks, loss of business due to lagging climate initiatives, regulatory risks associated with climate change which can be in the form of stricter greenhouse gas emission standards,

carbon taxes, or changes in energy prices or accompanying infrastructure investments for adaptation or mitigation. There is also growing expectations from our customers who want to ensure our services are transitioning to low emissions and resilient to natural disasters.

To address these concerns and risks, we have adopted a multi-pronged approach. We have set absolute carbon reduction targets approved by the Science Based Target initiative in 2017 to address the continued impact of carbon and increasing temperatures. This approach progressively aligns our 2030 carbon contribution and reduction target with the agreements originally made at Paris COP 21 and updated at subsequent Intergovernmental Panel on Climate Change reports and COP events. Our aspiration is to meet the more aggressive 1.5°C target and net-zero by 2050. To achieve our targets, we are focusing on improving our energy efficiency, acquiring renewables including renewable energy certificates, and offering lower carbon products to our customers. We are progressively adapting our infrastructure design and standards to long-term scenarios related to climate change, such as increased risk of inundation and stronger cyclonic activities, rising temperatures and higher frequency and severity of bush fires in Australia. We have also supported a global agreement for the ICT industry through our active participation at the GSM Association to align the efforts of this sector. At the same time, we are working with our stakeholders to disclose our climate-related risks in accordance to the recommendations of the Task Force on Climate-Related Financial Disclosures.

SUSTAINABILITY

Our Group purpose, Empower Every Generation, reflects our intention to create purpose-driven impact as we journey towards a sustainable and inclusive digital future. Together with our six refreshed core values – Cultivate a growth mindset; Operate with integrity; Make customers first; Maximise teamwork; Innovate with a challenger spirit; and Take ownership, it guides our actions and forms the foundation of how we do business and work with each other.

We continued to advance our sustainability agenda and strengthen our four sustainability pillars: Climate Change and Environment, People and Future of Work, Community Impact, and Sustainable Value Creation. We're doing this by harnessing the power of technology to enrich the

lives of our customers and the broader community, help our people develop and grow with the company in the new economy, and surpass our stakeholders' expectations as a responsible corporate citizen and sustainability steward.

These efforts have energised our people with overall staff engagement⁽¹⁾ rising to 67% in 2021, a credible eight and six percentage points higher than the average for Singapore companies and Australian companies respectively. We were also acknowledged globally in areas such as diversity and governance. The accolades include being the only Singaporean and Southeast Asian company to be recognised as one of the World's Most Ethical Companies by Ethisphere, our inclusion in the 2022 Bloomberg Gender-

Equality Index for four years running, and many more. In Australia, Optus' Donate Your Data programme received the 2021 ACOMM Awards for Innovation for helping families and people experiencing crisis during the pandemic.

The following pages feature selected sustainability highlights. For a detailed review of our sustainability strategy, efforts and disclosures, please refer to our Singtel Group Sustainability Report 2022.



[View Online](#)

Scan this QR code to read the Sustainability Report.



Singtel's Management Committee launching our Group purpose – Empower Every Generation.

⁽¹⁾ Your Voice Survey, conducted at end-2021

SUSTAINABILITY

Climate Change and Environment

Empowering sustainable change



Achieved improvement in greenhouse gas intensity of

0.035 tCO₂e/TB

from 0.045 tCO₂e/TB in FY2021.



Achieved

7%

reduction in Scope 1 and 2 absolute greenhouse gas emissions from FY2021.

We continued our efforts to minimise our environmental footprint and mitigate the impacts of climate change during the year, integrating our sustainability efforts across our businesses, financing strategy and many other aspects.

Understanding our climate impact and aligning incentives

In March 2022, we completed our first comprehensive Task Force on Climate-related Financial Disclosures (TCFD) climate scenario analysis for our Singapore and Australian operations. We then built on this climate scenario analysis to develop and publish our inaugural TCFD report. Singtel is one of a handful of progressive Singapore companies to issue a comprehensive TCFD report, which details our physical and transition risks and their financial impact on our business. The report is available online at www.singtel.com/tcfreport2022.

During the year, we also completed our first full Scope 3 assessment of our greenhouse gas (GHG) emissions, helping us identify the source of our emissions. Collectively, our top three categories of purchased goods and services, capital goods and investments comprise approximately 94% of our Scope 3 indirect GHG emissions. The TCFD and Scope 3 assessments allow us to understand the climate risks and source of emissions, and will form the foundation for planning

our roadmap to achieve net zero emissions by 2050.

We launched our new sustainable financing programme, Olives, in April 2021 with our first sustainability-linked revolving credit facility of S\$750 million, which was the largest Singapore-dollar denominated sustainability loan in Singapore at that time. Under Olives, we subsequently published the Singtel Group Sustainability-Linked Bond Framework in October last year to further align our financing approach with our sustainability strategy. This framework, which was a first for a telecommunications company in Asia Pacific, outlines individual Key Performance Indicators and Sustainability Performance Targets that

are core to our business and links to our previously approved 2030 SBTi targets to achieve net zero emissions by 2050. Sustainability-linked financing, such as our A\$300 million Optus sustainability-linked bond, provides investors with the opportunity to participate in our sustainability journey.

Increasing the use of renewable energy

In line with our decarbonisation strategy, we continued to increase our use of renewable energy during the year, deploying offsite renewable energy and offsetting our electricity usage with the purchase of Renewable Energy Credits.

In the area of renewable energy, we awarded a contract for onsite solar photovoltaic deployment at up to eight of our Singapore facilities. The sites, which will be operational by end-2022, will bring our renewable energy in Singapore to 5GWh per annum. In Australia, we are working on a national tender to have 100% of our electricity requirements backed by renewable energy sources by end-2025.

As part of our efforts to reduce emissions from our operations and factor in externalities such as carbon taxes, we piloted an internal carbon price at S\$50 per tonne of carbon dioxide. Placing a value on GHG emissions helps us to better prepare for a transition to a low-carbon economy, and this exercise was applied to selected energy-intensive projects and business case analyses for our Singapore operations.



People and Future of Work

Empowering our people for the digital future



Invested

S\$19 million

in staff training for Singapore and Australia, compared to S\$17 million in FY2021.



with higher average training hours of

43 hours/person

up from 33 hours in FY2021.

Together with our new purpose and refreshed values, we are transforming the way we work. Our workplace culture is also evolving, with more emphasis placed on employee engagement, health and well-being, as well as diversity and inclusion.

Promoting health and well-being

During the year, we introduced Blended Ways of Working to give our people more flexibility to work from home and balance their professional and family lives. We regularly engage our people through pulse surveys and polls to better understand their needs so we can support their well-being during the pandemic period and beyond. These efforts culminated in the launch of our comprehensive iCare programme in October 2021 to support our people's health and mental well-being.

Additionally, we introduced a digital mental well-being app as a virtual buddy for our people, providing them with access to personalised support from a behavioural life coach to build self-awareness, learn how to manage stress and work on personal goals. In a survey, 82% of them said they were satisfied with our support for their well-being, in line with the responses achieved by top international employers.

Strengthening workplace safety and health

Besides supporting the mental and physical health of our people, we continue to prioritise safety in the workplace and have put in place comprehensive Workplace Safety and Health (WSH) measures. For instance, our iConnect tool allows our people to report any potential safety hazards that our WSH team will investigate and rectify to prevent any accident from occurring. To increase WSH awareness and reinforce a strong safety culture, we publish quarterly bulletins on our staff portal Espresso on topics like slip, trip and fall prevention, and fire prevention.

Diversity, equity and inclusion

Embracing diversity, equity and inclusion allows us to better understand the perspectives and needs of our stakeholders, and inspires creativity and innovation. We have close to 100 different nationalities within our 20,000-strong workforce. Female employees account for a third of our total workforce and 40% of our management. Over 30% of our Board of Directors are women, compared to an average of 12% in most companies, according to McKinsey's Women in the Workplace 2021 report. For our efforts to advance gender equity, we were one of five companies in Singapore to be

recognised in the 2022 Bloomberg Gender-Equality Index for the fourth year running.

To foster an even more inclusive work environment, we formed employee networks, such as Women in Networks Club led by our people, to provide support for one another and lead discussions on topics such as women's roles in the new hybrid ways of working.

Continually training and developing our talent

We are taking a proactive approach to equip our people with the relevant skills to navigate a fast-changing digital landscape and support our growth initiatives. The Group's investment in training rose to more than S\$19 million, up from approximately S\$17 million a year ago. Average training hours grew by 31% year-on-year to 43 hours per employee with the expansion of our popular annual Singtel Group Learning Fiesta to two months instead of the usual one month. Our efforts to encourage continuous learning among our people across the Group is showing steady results. The number of learning places increased by 30% compared to the previous year as more than 9,000 people participated in webinars and development sessions.

Since setting out our roadmap last year to train 2,500 of our people in 5G-related skills, more than 1,700 of them have undergone structured training and courses as we build up our workforce with the expertise and competencies needed to deliver innovative products and services and drive digital transformation across industries. We also actively engage our people in professional conversion. Through the Professional Conversion Accelerator programme, we successfully reskilled some 1,200 of our people during the year to take on new roles, including 5G-related ones.

At NCS, an immersive learning academy and platform called NCS Dojo was set up with a focus on providing leadership programmes and building the company into a learning organisation. In Australia, our Optus U programme in partnership with leading universities has seen 300 of our people graduate with micro-credentials in relevant and future skills such as data analytics.

SUSTAINABILITY

Community Impact

Empowering digital enablement for communities



Digital enablement programmes in Singapore and Australia have supported

>740,000
beneficiaries

since 2015.



Singtel Touching Lives Fund has raised

>\$50 million

in support of special needs education since it was set up in 2002.

programme, Optus launched Donate Your Device in November 2021 to encourage customers to provide preloved or new devices to people who do not have access to smartphones. Beyond helping Australians in need, the programme also has a positive environmental impact as it keeps unused devices out of the landfill by giving them a new lease of life.

We subsequently expanded the Donate Your Data programme to Singapore in February 2022 to enable our GOMO customers to donate their unused data to vulnerable seniors. This programme complements our Digital Silvers initiative and is part of our continued efforts to bridge the digital divide for seniors in Singapore and empower them to benefit from digital technology. We aim to scale up this programme to benefit 10,000 seniors.

We are committed to driving sustainable change by empowering communities and providing equal opportunities for all, so that no one is left behind. Digital enablement is at the core of our community impact strategy, and we also focus on supporting the vulnerable in our society – children, youth and seniors, disadvantaged families and persons with disabilities.

Bridging the digital divide

Optus' Donate Your Data programme, which has helped more than 27,000 people with free data and connectivity, received the 2021 Australian Communications Industry Awards for Innovation by a large company in recognition of its meaningful impact. Building on the success of this

Our commitment to advancing digital inclusion through programmes including Singtel Digital Silvers and Donate Your Data that make digital technologies more widely available, affordable and accessible was recognised by the World Benchmarking Alliance's Digital Inclusion Benchmark 2021. We ranked 20 out of



Group Chief People and Sustainability Officer, Aileen Tan, with students from special education schools at our Singtel Carnival in 2021.

150 tech companies, and are the second-best performing company headquartered in Southeast Asia.

Promoting cyber wellness

The rise in screen time as children turned to devices for learning, entertainment and interacting with friends during the pandemic has led to challenges such as increased instances of cyber bullying, access to inappropriate content and addiction to mobile devices and gaming. Optus expanded our Digital Thumbprint programme to primary school children, providing them the tools needed for positive, responsible and authentic online experiences. The programme introduced new interactive workshops to promote safe gaming and cyber security.

In Singapore, we strengthened our support for TOUCH Community Services' integrated cyber wellness and digital parenting platform Help123, by integrating a chatbot to provide real-time support for parents. This helped the hotline better cater to the website traffic which was one and a half times higher compared to the previous year.

Supporting social enterprises and vulnerable groups

Through our Singtel Group Future Makers programme, we have been supporting social enterprises' efforts to create bigger and more meaningful social impact across the region. The 2021 programme supported regional start-ups that addressed key issues relating to economic growth, health and well-being. In recognition of our significant contributions in helping social enterprises build capacity in Singapore, we were named Social Enterprise Champion of the Year at the biennial President's Challenge Social Enterprise Awards 2021.

The Singtel Touching Lives Fund, our flagship corporate philanthropy programme, has been supporting disadvantaged children and youth in Singapore, in particular those with special needs by equipping them with the skills needed to lead independent and meaningful lives. Since its inception in 2002, we have raised more than S\$50 million to provide customised learning curriculum for our beneficiaries, and also bring fun activities to them, such

as the Singtel Carnival for the younger children in our beneficiary schools.

In Australia, Optus works closely with the Australian Business and Community Network and KARI Foundation to support high-needs schools by providing skills training for students to grow their confidence and set career goals. Two hundred and fifty mentors supported more than 2,000 students across five states during the year, providing one-on-one coaching as well as a range of workshops aimed at improving their confidence, skills and employability.

Through the yes4good programme, Optus matches our people's donations and fundraising efforts to support causes close to their hearts. We raised more than A\$300,000 for 288 charities in 2021.



Group CEO Yuen Kuan Moon and our staff volunteers guiding seniors on using digital devices at a weekly Singtel Digital Silvers workshop.

SUSTAINABILITY

Sustainable Value Creation

Empowering responsible business practices



Stakeholder trust and confidence is important to us, and we aim to instill responsible business practices across our operations and supply chains, to drive positive business, environmental and societal impact. We are also committed to protecting the human rights of all individuals to continue building a culture of respect, trust and inclusion.

Upholding human rights

In November 2021, we published our first Singtel Group Human Rights Statement, which reaffirms our commitment to upholding the human rights of all individuals in our organisation and supply chains. The Statement also spells out our expectations of our people and business partners linked to our operations, products and services.

At the same time, we revised our Supplier Code of Conduct in tandem with the publication of this Statement, with improved clarity on our corporate governance policies and requirements of our suppliers in the areas of human rights, business ethics and data privacy.

Data privacy and governance

We have been strengthening our data governance processes and capabilities to ensure that all our customer data is safe and secure with us. Singtel's Data Protection Policy and Optus' Privacy Policy provide transparency on how we collect, use, share and protect our customers' personal data. We strictly adhere to all relevant data protection laws such as the Personal Data Protection Act

in Singapore and the Privacy Act and Telecommunications Act in Australia.

To identify and mitigate data protection risks, we conduct regular data protection compliance assessments and checks on our business processes, and we limit staff access to information residing on our systems and vendor systems. There are also strict verification processes in place to prevent unauthorised information access.

As part of our internal controls and governance process, all application systems are subjected to regular testing and security reviews before they are rolled out. We also engage the services of a third-party security and data protection specialist to review our vendors' cyber security practices to ensure adherence to Singtel's cyber security requirements and regulations.

GROUP FIVE-YEAR FINANCIAL SUMMARY

	Financial Year ended 31 March				
	2022 ⁽¹⁾	2021 ⁽¹⁾	2020 ⁽¹⁾	2019	2018
Income Statement (\$ million)					
Operating revenue	15,339	15,644	16,542	17,372	17,268
EBITDA	3,767	3,832	4,541	4,692	5,051
EBIT (before associates)	1,045	1,147	1,961	2,470	2,801
Share of associates' pre-tax profits ⁽²⁾	2,136	1,798	1,743	1,536	2,461
EBITDA and share of associates' pre-tax profits ⁽²⁾	5,903	5,630	6,284	6,228	7,511
Underlying net profit ⁽³⁾	1,923	1,733	2,457	2,825	3,593
Net profit	1,949	554	1,075	3,095	5,473
Exchange rate (A\$ against S\$) ⁽⁴⁾	0.997	0.981	0.935	0.990	1.049
Cash Flow (\$ million)					
Free cash flow ⁽⁵⁾	3,081	3,395	3,781	3,650	3,606
Optus	767	780	1,285	1,006	989
Optus (A\$ million)	776	778	1,396	1,028	947
Singtel and other subsidiaries	858	1,324	1,202	1,242	1,126
Associates' dividends (net of withholding tax)	1,456	1,290	1,294	1,402	1,492
Cash capital expenditure	2,217	2,214	2,037	1,718	2,349
Balance Sheet (\$ million)					
Total assets	49,131	47,998	48,955	48,915	48,496
Shareholders' funds	27,112	26,486	26,789	29,838	29,737
Perpetual securities	1,013	–	–	–	–
Total equity	28,109	26,511	26,814	29,810	29,712
Net debt	10,080	12,365	12,499	9,883	9,877

"Associate" refers to an associate and/or a joint venture under Singapore Financial Reporting Standards (International) (SFRS(I)).

Notes:

- (1) Included the effects from adoption of SFRS(I) 16, *Leases*, from 1 April 2019 on a prospective basis.
- (2) Excluded the Group's share of the associates' significant one-off items which have been classified as exceptional items of the Group.
- (3) Underlying net profit is defined as net profit before exceptional items.
- (4) Average A\$ rate for translation of Optus' operating revenue.
- (5) Free cash flow refers to cash flow from operating activities, including dividends from associates, less cash capital expenditure.

GROUP FIVE-YEAR FINANCIAL SUMMARY

	Financial Year ended 31 March				
	2022 ⁽¹⁾	2021 ⁽¹⁾	2020 ⁽¹⁾	2019	2018
Key Ratios					
Proportionate EBITDA from outside Singapore (%)	81	78	79	76	76
Return on invested capital (%) ⁽²⁾	5.4	5.0	6.4	7.7	9.6
Return on equity (%)	7.3	2.1	3.8	10.4	18.9
Return on total assets (%)	4.0	1.2	2.1	6.3	11.2
Net debt to EBITDA and share of associates' pre-tax profits (number of times)	1.7	2.2	2.0	1.6	1.3
EBITDA and share of associates' pre-tax profits to net interest expense (number of times)	14.8	14.3	13.8	16.2	20.1
Per Share Information (S cents)					
Earnings per share - underlying net profit	11.65	10.59	15.05	17.31	22.01
Earnings per share - basic	11.80	3.38	6.58	18.96	33.53
Net assets per share	170	160	164	183	182
Dividend per share - ordinary	9.30	7.50	12.25	17.50	17.50
Dividend per share - special	-	-	-	-	3.0

Notes:

⁽¹⁾ Included the effects from adoption of SFRS(I) 16, *Leases*, from 1 April 2019 on a prospective basis.

⁽²⁾ Return on invested capital is defined as EBIT (post-tax) divided by average capital.

Five-year Financial Review

FY2022

The Group delivered resilient earnings despite challenges from the COVID-19 pandemic and the uncertain macro environment. Operating revenue was S\$15.34 billion, 1.9% lower than FY2021, reflecting declines in equipment sales, prepaid mobile, as well as lower NBN migration revenue in Australia. Excluding NBN migration revenue and Jobs Support Scheme credits, operating revenue was stable while EBITDA rose 8.1% driven by strong growth in mobile service in Australia.

The associates' post-tax contributions grew 19%, lifted by Airtel's robust turnaround marked by sturdy recovery in India and sustained growth in Africa, partly offset by profit decline in AIS due to higher depreciation and 5G spectrum amortisation charges.

Underlying net profit grew 11% to S\$1.92 billion. Including net exceptional gains of S\$25 million mainly from the Group's divestment of its 70% equity stake in Australia Tower Network Pty Ltd compared to net exceptional loss last year, net profit grew two and a half times to S\$1.95 billion.

FY2021

The Group's results were adversely impacted by unprecedented headwinds from the COVID-19 pandemic and ongoing structural challenges in the industry. Operating revenue dipped 5.4% to S\$15.64 billion driven by declines in mobile roaming, prepaid, equipment sales and digital advertising, as well as lower NBN migration revenue in Australia. However, ICT revenue rose strongly led by NCS, as enterprises rushed to digitalise and transform their businesses. EBITDA was down 16% to S\$3.83 billion due to the decline in revenue, and lower retail fixed margins in Australia.

The associates' post-tax contribution was stable as a strong recovery in Airtel offset profit declines from Telkomsel, AIS and Globe which were impacted by COVID-19 lockdowns.

Consequently, underlying net profit fell 30% to S\$1.73 billion. Including net exceptional charges of S\$1.18 billion mainly from non-cash impairment charges of carrying values in Amobee and Trustwave, as well as network assets, net profit declined 49% to S\$554 million.

FY2020

This has been a challenging year, given structural shifts in the industry, soft economic conditions, adverse regulatory outcomes in India and the onset of COVID-19 in the fourth quarter. With a 6% depreciation in the Australian Dollar, operating revenue declined 4.8% to S\$16.54 billion and EBITDA fell 3.2% to S\$4.54 billion. In constant currency terms, operating revenue dipped 2.0% mainly from lower mobile service revenue and equipment sales while EBITDA remained stable on reduction in operating lease expenses under the new lease accounting standard. EBIT (before associates) reduced 19% after including depreciation of right-of-use assets.

Underlying net profit fell 13% to S\$2.46 billion, with increased net losses at Airtel and weakness at Australia Consumer due to continuing data price competition, lower equipment sales and margins, and low NBN resale margins.

Net profit declined 65% to S\$1.08 billion due to net exceptional losses of S\$1.38 billion mainly arising from the share of Airtel's exceptional charges for regulatory costs, including the adjusted gross revenue matter and a one-time spectrum charge.

GROUP FIVE-YEAR FINANCIAL SUMMARY

FY2019

The Group executed well on its strategy amid challenging conditions and gained market share in mobile across both Singapore and Australia. Operating revenue was stable at S\$17.37 billion while EBITDA declined 7.1% to S\$4.69 billion due partly to a 6% depreciation in the Australian Dollar. In constant currency terms, operating revenue grew 3.7% driven mainly by increases in ICT, digital services and equipment sales. However, EBITDA was down 3.9% due mainly to lower legacy carriage services especially voice, and price erosion.

The associates' pre-tax contributions declined a steep 38% to S\$1.54 billion mainly caused by operating losses at Airtel and a lower contribution from Telkomsel amid aggressive price competition in India and Indonesia respectively. The decline was partly mitigated by double-digit profit growth at Globe in the Philippines with robust revenue growth in mobile and broadband.

With lower contributions from the associates, underlying net profit declined 21%. Net profit was S\$3.10 billion, down 44% from FY2018⁽¹⁾.

FY2018

The Group delivered record earnings for FY2018 with net profit of S\$5.45 billion bolstered by an exceptional gain of S\$2.03 billion from the divestment of units in NetLink Trust and a strong core performance. Operating revenue was S\$17.53 billion, 4.9% higher than FY2017, while EBITDA rose 1.8% to S\$5.09 billion reflecting strong customer gains in Australia and the first-time contribution from Turn, which was acquired by Amobee in April 2017. In constant currency terms, operating revenue and EBITDA increased by 4.7% and 1.5% respectively.

The associates' pre-tax contributions declined 15% to S\$2.46 billion. This was a result of weaker earnings from Airtel India and Telkomsel due to intense competition and the mandated reduction in

mobile termination charges in India, as well as lower contribution from NetLink NBN Trust following the reduction in economic interest of 75.2% in July 2017. The decline was partly mitigated by higher contribution from Intouch which was acquired in November 2016.

With lower associates' contributions, higher depreciation and amortisation charges on network investments and spectrum, as well as increased net finance expense, underlying net profit declined 8.4%.

⁽¹⁾ Included gain on disposal of economic interest in NetLink Trust of S\$2.03 billion.

GROUP VALUE ADDED STATEMENTS

Group Value Added Statements

	FY2022 S\$ million	FY2021 S\$ million
Value added from:		
Operating revenue	15,339	15,644
Less: Purchases of goods and services	(8,951)	(9,488)
	6,388	6,157
Other income	153	142
Interest and investment income (net)	91	3
Share of associates' post-tax results ⁽¹⁾	1,653	607
Exceptional items (pre-tax)	236	(604)
	2,133	147
Total value added	8,521	6,303
Distribution of total value added		
To employees in wages, salaries and benefits	2,774	2,466
To government in income and other taxes	662	194
To providers of capital on:		
- Interest on borrowings	404	398
- Distribution to perpetual securities holders	29	-
- Dividends to shareholders	1,139	1,722
	5,007	4,781
Retained in business		
Depreciation and amortisation	2,723	2,685
Retained profits/(losses)	780	(1,169)
Non-controlling interests	11	6
	3,514	1,523
Total value added	8,521	6,303
Average number of employees	22,543	22,892

Note:

⁽¹⁾ Included the Group's share of the associates' significant one-off items.

Productivity Data

Value added (S\$ million)

2022	8,521	+2,218
2021	6,303	

Value added per employee (S\$'000)

2022	378	+103
2021	275	

Value added per dollar of employee costs (S\$)

2022	3.07	+0.51
2021	2.56	

Value added per dollar of turnover (S\$)

2022	0.56	+0.16
2021	0.40	

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Group

	Financial Year ended 31 March			Change in constant currency ⁽¹⁾ %
	2022 S\$ million	2021 S\$ million	Change %	
Operating revenue	15,339	15,644	-1.9	-2.7
EBITDA	3,767	3,832	-1.7	-2.7
EBITDA margin	24.6%	24.5%		
Share of associates' pre-tax profits⁽²⁾	2,136	1,798	18.8	21.4
EBIT	3,181	2,945	8.0	9.3
<i>(before associates' contributions⁽²⁾)</i>	1,045	1,147	-8.9	-9.6
Underlying net profit⁽³⁾	1,923	1,733	11.0	12.7
<i>Underlying earnings per share (S cents)⁽³⁾</i>	11.7	10.6	10.0	11.7
Exceptional items (post-tax) ⁽⁴⁾	25	(1,179)	nm	nm
Net profit	1,949	554	251.9	258.1
<i>Basic earnings per share (S cents)</i>	11.8	3.4	249.1	255.3
Share of associates' post-tax profits⁽²⁾	1,525	1,277	19.4	22.1
Excluding Optus' NBN migration revenue and Jobs Support Scheme credits⁽⁵⁾				
Operating revenue	15,269	15,336	-0.4	-1.2
EBITDA	3,693	3,417	8.1	7.1
EBIT (before associates' contributions ⁽²⁾)	971	732	32.7	32.1

"Associate" refers to an associate and/or a joint venture under SFRS(I).

"nm" denotes not meaningful.

Notes:

⁽¹⁾ Assuming constant exchange rates for the Australian Dollar, United States Dollar and/or regional currencies (Indian Rupee, Indonesian Rupiah, Philippine Peso and Thai Baht) from the previous year ended 31 March 2021 (FY2021).

⁽²⁾ Excluded the Group's share of the associates' significant one-off items which have been classified as exceptional items of the Group.

⁽³⁾ Underlying net profit refers to net profit before exceptional items.

⁽⁴⁾ Included the Group's share of associates' net exceptional gains of S\$110 million in FY2022 (FY2021: S\$670 million of net losses).

⁽⁵⁾ Excluded Optus' NBN migration revenue of A\$69 million (FY2021: A\$317 million) and Jobs Support Scheme credits from the Singapore government of S\$4 million in FY2022 (FY2021: S\$107 million).

The Group's net profit for FY2022 grew two and a half times to S\$1.95 billion primarily due to a net exceptional gain from the divestment of its 70% equity stake in Australia Tower Network Pty Ltd ("ATN") compared to a net exceptional loss in FY2021. Underlying net profit improved 11% to S\$1.92 billion, mainly lifted by Airtel's resilient turnaround. Operating revenue fell 1.9% to S\$15.34 billion while EBITDA was down 1.7% to S\$3.77 billion, reflecting lower National Broadband Network ("NBN") migration revenue, the continued impact of COVID-19 and challenges in the carriage business. Excluding NBN migration revenue and Jobs Support Scheme ("JSS") credits, operating revenue was stable, with EBITDA and EBIT (before associates) growing 8.1% and 33% respectively, driven by strong growth in mobile service in Australia. This improved set of results underscored the Group's resilience despite the pandemic's challenges and the uncertain macro environment.

The associates' post-tax profit contributions grew a strong 19%. This was driven by Airtel's double-digit increases in operating revenue and EBITDA as it staged a sturdy recovery in India and saw sustained growth in its African operations. Both Telkomsel and Globe delivered stable post-tax profit contributions with revenue growth from data and digital services which were partly offset by higher depreciation charges. AIS' earnings declined on higher depreciation and amortisation charges from network and spectrum investments.

The Group has successfully diversified its earnings base through its expansion and investments in overseas markets. On a proportionate basis if the associates are consolidated line-by-line, operations outside Singapore accounted for 77% (FY2021: 77%) and 81% (FY2021: 78%) of the Group's proportionate revenue and EBITDA respectively.

The Group's combined mobile customer base reached 779 million, up 35 million from a year ago across Optus and the regional associates.

The Group's financial position remains solid. In FY2022, the Group raised more than S\$2 billion from capital recycling mainly from the partial divestment of ATN. With an increase in cash and bank balances boosted by cash inflows from divestments, net debt reduced to S\$10.1 billion from S\$12.4 billion a year ago. Free cash flow for FY2022 declined 9.2% to S\$3.08 billion on lower operating cash flow attributable to working capital movements and higher tax payments, partially offset by higher dividends from associates.

MANAGEMENT DISCUSSION AND ANALYSIS

Business Segment

	Financial Year ended 31 March			Change in constant currency ⁽²⁾ %
	2022 S\$ million	2021 ⁽¹⁾ S\$ million	Change %	
Operating revenue				
Australia Consumer	6,608	6,957	-5.0	-6.5
Singapore Consumer	1,764	1,833	-3.8	-3.8
Group Enterprise ⁽³⁾	3,728	3,770	-1.1	-1.6
NCS-originated	2,320	2,126	9.1	9.1
Singtel-originated ⁽⁴⁾	41	159	-74.1	-74.1
NCS ⁽³⁾	2,361	2,285	3.3	3.3
Trustwave ⁽³⁾	368	410	-10.1	-10.0
Amobee ⁽⁵⁾	922	906	1.8	3.2
Less: Intercompany eliminations ⁽⁶⁾	(412)	(517)	-20.2	-20.7
Group	15,339	15,644	-1.9	-2.7
EBITDA				
Australia Consumer	1,927	1,850	4.2	2.6
Singapore Consumer	582	602	-3.3	-3.3
Group Enterprise ⁽³⁾	1,225	1,259	-2.7	-2.9
NCS ⁽³⁾	302	351	-14.0	-14.0
Trustwave ⁽³⁾	(116)	(108)	7.1	8.7
Amobee ⁽⁵⁾	(4)	5	nm	nm
Corporate ⁽⁷⁾	(141)	(126)	11.2	11.1
Less: Intercompany eliminations ⁽⁶⁾	(8)	*	nm	nm
Group	3,767	3,832	-1.7	-2.7
EBIT (before associates' contributions)				
Australia Consumer	284	292	-2.9	-3.8
Singapore Consumer	281	320	-12.3	-12.3
Group Enterprise ⁽³⁾	654	660	-1.0	-0.8
NCS ⁽³⁾	214	258	-16.9	-16.9
Trustwave ⁽³⁾⁽⁸⁾	(145)	(166)	-12.4	-11.3
Amobee ⁽⁵⁾⁽⁸⁾	(70)	(82)	-14.3	-15.8
Corporate ⁽⁷⁾	(161)	(134)	20.3	20.2
Less: Intercompany eliminations ⁽⁶⁾	(11)	(2)	366.7	370.8
Group	1,045	1,147	-8.9	-9.6

"nm" denotes not meaningful and "*" denotes less than +/-S\$0.5 million.

Business Segment (Cont'd)

Notes:

- ⁽¹⁾ Segment results have been restated to be consistent with Singtel's new organisation structure in FY2022.
- ⁽²⁾ Assuming constant exchange rates for the Australian Dollar and United States Dollar from FY2021.
- ⁽³⁾ Based on statutory view, which included intercompany transactions within the Singtel Group.
- ⁽⁴⁾ Singtel-originated business ceased from 1 October 2021.
- ⁽⁵⁾ Amobee has been classified as a 'subsidiary held for sale' as of 31 March 2022 and an exceptional non-cash impairment charge of S\$310 million was recognised in FY2022 (FY2021: S\$589 million).
- ⁽⁶⁾ Comprised eliminations of intercompany transactions between Group Enterprise, NCS and Trustwave.
- ⁽⁷⁾ Excluding Jobs Support Scheme credits, EBITDA loss would be S\$141 million (FY2021: S\$139 million) and EBIT loss would be S\$161 million (FY2021: S\$146 million).
- ⁽⁸⁾ With impairment provisions made for acquired intangibles in FY2021, Trustwave's amortisation of acquired intangibles was nil (FY2021: S\$22 million) and Amobee's amortisation of acquired intangibles was nil (FY2021: S\$25 million).

Australia Consumer

Australia Consumer continued to make significant progress in delivering its strategy despite COVID-19 disruptions, equipment shortages and slow recovery of international travel. NBN migration revenue of A\$69 million was significantly lower than A\$317 million in FY2021 as migrations neared completion. Excluding NBN migration revenue, operating revenue declined 3.1% primarily from cessation of handset leasing and lower equipment sales amid continued global supply shortages and the impact of lockdowns on retail footfall. However, EBITDA grew 19% while EBIT rose strongly due to growth in mobile service revenue. Mobile service revenue grew 6.7%, driven by higher postpaid revenue from increased penetration of Optus Choice plans and a full year's contribution from amaysim which was acquired in February 2021. The postpaid customer base⁽¹⁾ grew by 165,000 or 2.9%, and prepaid customer base increased by 109,000 or 3.7%, from a year ago.

Singapore Consumer

Mobile service revenue was up 1.3% as the mobile segment saw signs of a nascent recovery with the easing of travel restrictions and increase in 5G adoption. The growth was despite a decline in prepaid mobile revenue due to a smaller population of foreign workers and intense market competition. Fixed broadband revenue was up 4.9% from increased take-up of higher

speed fibre plans driven by flexi-work arrangements. The increases were offset by the reduction in mobile equipment sales, TV and fixed voice revenues. Consequently, operating revenue slipped 3.8% from FY2021. The number of postpaid customers⁽¹⁾ grew by 63,000 or 2.3%, while the prepaid customer base shrank by 62,000 or 4.6%, from a year ago. Excluding JSS credits which fell steeply to S\$2 million from S\$28 million in FY2021, EBITDA grew 1.1% while EBIT fell 4.6% after including higher depreciation charges from investments in 5G mobile network expansion and IT systems.

Group Enterprise

ICT revenue grew a strong 5.0%, led by robust demand for data centre and cyber security services despite the global chip shortage and COVID-19 restrictions. Carriage revenue, however, fell 3.4% mainly due to lower voice, as well as decline in equipment sales from continued supply shortages of certain premium handsets and increased popularity of SIM-only plans. Data and internet revenue also slipped due to competitive pricing pressure and lower volumes as businesses consolidated their networks but this was partly offset by higher demand for unified communications and software defined wide area network. As a result, overall operating revenue fell 1.1%. With lower operating revenue and higher mix of lower margin products and services, EBITDA declined 2.7%. EBIT was stable on lower depreciation charges.

NCS

NCS saw greater demand for digital services as both the public and enterprise sectors accelerated their digital transformation. NCS-originated revenue was up a record 9.1% and EBITDA increased 4.2%, excluding JSS credits. Overall operating revenue was up 3.3% and EBITDA rose 1.3%, excluding JSS credits. NCS also successfully diversified its revenue streams, with Digital, Cloud, Platforms and Cyber revenue now contributing 49% of total operating revenue, up from 41% last year. With its global business revenue exceeding S\$100 million and bookings for the year of S\$2.5 billion, NCS will continue to execute on strengthening its digital government and NEXT capabilities, expediting enterprise sector growth, and expanding beyond Singapore.

⁽¹⁾ Included Enterprise mobile customers.

MANAGEMENT DISCUSSION AND ANALYSIS

Associates⁽¹⁾

	Financial Year ended 31 March			Change in constant currency ⁽²⁾ %
	2022 S\$ million	2021 S\$ million	Change %	
Group's share of associates' pre-tax profits⁽³⁾	2,136	1,798	18.8	21.4
Share of post-tax profits				
Telkomse ⁽³⁾	707	708	-0.1	0.1
AIS	256	280	-8.7	-2.7
Intouch ⁽⁴⁾				
- operating results	93	101	-7.9	-1.9
- amortisation of acquired intangibles	(17)	(22)	-23.8	-18.9
	76	79	-3.4	3.0
Globe ⁽³⁾	233	235	-1.0	2.4
Airtel ⁽³⁾				
- ordinary results (India and South Asia)	60	(117)	nm	nm
- ordinary results (Africa)	144	72	100.3	78.3
- associates	(1)	(25)	-98.0	-98.0
	203	(70)	nm	nm
Bharti Telecom Limited (BTL)	(6)	(28)	-80.6	-82.2
	198	(98)	nm	nm
Regional associates	1,470	1,204	22.0	24.9
Other associates ⁽⁵⁾	55	73	-23.7	-23.7
Group's share of associates' post-tax profits⁽³⁾	1,525	1,277	19.4	22.1

"Associate" refers to an associate and/or a joint venture under SFRS(I).

"nm" denotes not meaningful.

Notes:

⁽¹⁾ Based on Singapore Financial Reporting Standards (International).

⁽²⁾ Assuming constant exchange rates for the regional currencies (Indian Rupee, Indonesian Rupiah, Philippine Peso and Thai Baht) from FY2021.

⁽³⁾ Excluded the share of the associates' exceptional items which have been classified as exceptional items of the Group.

⁽⁴⁾ Singtel held an equity interest of 21.2% in Intouch as at 31 March 2022, which has an equity interest of 40.4% in AIS.

⁽⁵⁾ Included the share of results of Singapore Post Limited, NetLink NBN Trust, APT Satellite International Company Limited, Australia Tower Network Pty Ltd and GXS Bank Pte. Ltd.

	Telkomsel	AIS	Globe	Airtel ⁽¹⁾
Market share, 31 March 2022 ⁽²⁾	53.6%	46.0%	55.4%	31.6%
Market share, 31 March 2021 ⁽²⁾	58.7% ⁽³⁾	46.0%	52.6%	29.8%
Market position ⁽²⁾	#1	#1	#1	#2
Mobile customers ('000)				
- Aggregate	174,956	44,623	87,428	457,399
- Proportionate	61,234	10,404	40,990	132,269
Growth in mobile customers (%) ⁽⁴⁾	6.2%	4.3%	9.6%	3.4%

Notes:

- (1) Market share and market position pertained to India market only.
(2) Based on number of mobile customers.
(3) Excluded Hutchison 3 Indonesia's mobile customer base in the calculation of market share.
(4) Compared against 31 March 2021 and based on aggregate mobile customers.

Telkomsel's operating revenue rose 2% despite dampened consumer spending, intense data price competition and mobile data traffic being offloaded to WiFi as a result of COVID-related lockdowns. The increase in data and digital services was partly offset by accelerated declines in legacy voice and SMS services. EBITDA was stable as operating expenses increased to support digital services growth. Including higher depreciation charges arising from a sale and leaseback of telecommunication towers and equity accounted losses from its fintech associate, the Group's share of Telkomsel's underlying post-tax profit was flat from FY2021.

AIS' service revenue (excluding interconnect and equipment) increased 3% on the back of strong demand for fixed broadband and enterprise services (excluding mobile) driven by the growing adoption of digital solutions such as Cloud and ICT. Mobile revenue, however, was stable due to weak consumer spending amid a resurgence of COVID-19 and aggressive market competition. EBITDA improved 2% on growth in service revenue which was partly offset by higher network and operating costs. Overall, AIS' post-tax profit contribution was down 8.7% due to higher amortisation charges mainly from its new 5G spectrum and expiry of some tax incentives.

Intouch's post-tax profit contribution declined 3.4% mainly on lower contribution from AIS and a weaker Thai Baht. The decline was partially offset by lower amortisation of acquired intangibles as certain intangibles were fully amortised during the year.

Globe's service revenue grew 4%, reflecting the increase in data revenue from higher demand for mobile and enterprise services, as well as robust growth in non-telco revenue streams with Globe's strategic shift to becoming a digital service platform. EBITDA was up 7% with the improved revenue. Including higher depreciation and finance charges which were partly mitigated by equity accounted profit of its associates compared to a loss in FY2021, Globe's pre-tax profit was lower. With the reduction in corporate tax rate from 30% to 25% from March 2021, the Group's share of Globe's post-tax profit for the year was stable.

Airtel delivered double-digit increases in operating revenue and EBITDA as it staged a sturdy recovery in India and saw sustained growth in its African operations. Airtel's mobile revenue in India jumped 14% led by tariff revisions, increase in data usage and strong 4G customer additions during the year. The number of 4G customers was up 12% from a year ago, crossing the 200 million mark as of end March 2022. Both the business and home segments continued

their strong sales momentum and recorded double-digit growth in operating revenues. Overall operating revenue from India and South Asia surged 13% and EBITDA rose a strong 25%. Including higher depreciation and amortisation charges, the Group's share of Airtel's net profit was S\$60 million, compared to net loss of S\$117 million in FY2021.

Airtel Africa continued its growth momentum and delivered strong double-digit increases in underlying operating revenue⁽²⁾ and EBITDA⁽²⁾ of 21% and 29% respectively, driven by improvement across all regions and key services. Voice revenue was higher due to customer and ARPU growth, while data revenue grew with increased penetration and usage, particularly in 4G. Revenue from Airtel Money also increased despite being affected by the additional levies imposed in Tanzania. Including higher depreciation and amortisation charges from increased investments in mobile network, the Group's share of Airtel Africa's net profit doubled to S\$144 million.

With improved performances across India and Africa, as well as a lower net loss of S\$6 million (FY2021: S\$28 million) from BTL, the Group's share of underlying net profit of Airtel group and BTL amounted to S\$198 million, marking a strong turnaround from the S\$98 million share of net loss in FY2021.

⁽²⁾ Excluded one-time revenue of US\$20 million relating to a settlement in Niger last year.

MANAGEMENT DISCUSSION AND ANALYSIS

Cash Flow

	Financial Year ended 31 March		Change %
	2022 S\$ million	2021 S\$ million	
Net cash inflow from operating activities	5,298	5,609	-5.5
Net cash outflow for investing activities	(644)	(2,666)	-75.8
Net cash outflow for financing activities	(3,266)	(3,190)	2.4
Net change in cash balance	1,387	(247)	nm
Exchange effects on cash balance	21	(2)	nm
Cash balance at beginning of year	741	990	-25.2
Cash balance at end of year	2,149	741	190.2
Optus	1,578	1,458	8.2
Singtel and other subsidiaries	640	756	-15.4
Group cash capital expenditure	2,217	2,214	0.1
<i>Optus (A\$ million)</i>	<i>1,568</i>	<i>1,495</i>	<i>4.9</i>
Optus	767	780	-1.7
Singtel and other subsidiaries	858	1,324	-35.2
Associates (net dividends after withholding tax)	1,456	1,290	12.8
Group free cash flow	3,081	3,395	-9.2
<i>Optus (A\$ million)</i>	<i>776</i>	<i>778</i>	<i>-0.1</i>
<i>Cash capital expenditure as a percentage of operating revenue</i>	14%	14%	

"nm" denotes not meaningful".

Net cash inflow from operating activities declined 5.5% to S\$5.30 billion due to working capital movements and higher tax payments, partially mitigated by higher dividends from the associates mainly from Telkomsel.

The Group's free cash flow declined 9.2% to S\$3.08 billion on lower operating cash flow and stable capital expenditure.

The investing cash outflow was S\$644 million. Cash received from divestments comprised mainly S\$1.85 billion from the sale of the Group's 70% stake in ATN, S\$149 million from the sale of the Group's 1.6% stake in Airtel Africa and S\$79 million as partial payment from the sale of Trustwave's payment card industry compliance business. Other investing cash

outflows comprised mainly payments for the following:

- (a) Capital expenditure of S\$2.22 billion, comprising S\$1.58 billion (A\$1.57 billion) for Optus and S\$640 million for the rest of the Group. In Optus, capital investments in mobile including 5G network amounted to A\$981 million, with the balance in fixed and other expenditure. The other major capital investments for the rest of the Group included S\$197 million for mobile including 5G network, and the balance for fixed and other expenditure.
- (b) First instalment for the subscription of Airtel's rights issue of S\$138 million.
- (c) NCS' acquisition of 100% stake in ClayOPs Pte. Ltd., Riley Solutions Pty Limited and Velocity Business Solutions

Limited, and 60% equity stake in Eighty20 Solutions Pty Ltd, for aggregate consideration of S\$70 million.

- (d) Acquisition of 16% stake in Indonesian Bank, PT Bank Fama International, for S\$48 million.
- (e) Acquisition of spectrum in Singapore and Australia of S\$65 million and S\$79 million (A\$77 million) respectively.

Net cash outflow for financing activities amounted to S\$3.27 billion. Major cash outflows included net decrease in borrowings of S\$2.71 billion, net interest payments of S\$393 million, as well as payments of S\$396 million for final dividends relating to FY2021 and S\$743 million for interim dividends relating to FY2022. The cash outflows were partially offset by proceeds from the issuance of perpetual securities (net of costs) of S\$997 million.

Summary Statements of Financial Position

	As at 31 March	
	2022 S\$ million	2021 S\$ million
Current assets	8,130	6,532
Non-current assets	41,001	41,466
Total assets	49,131	47,998
Current liabilities	9,055	9,137
Non-current liabilities	11,967	12,350
Total liabilities	21,022	21,487
Net assets	28,109	26,511
Share capital	4,573	4,574
Retained earnings	25,076	24,252
Currency translation reserve ⁽¹⁾	(2,151)	(1,689)
Other reserves	(386)	(651)
Equity attributable to shareholders	27,112	26,486
Perpetual securities	1,013	-
Non-controlling interests and other reserve	(15)	26
Total equity	28,109	26,511

Note:

⁽¹⁾ 'Currency translation reserve' relates mainly to the translation of the net assets of foreign subsidiaries, associates and joint ventures of the Group denominated mainly in Australian Dollar, Indian Rupee, Indonesian Rupiah, Philippine Peso, Thai Baht and United States Dollar.

The Group's financial position remains solid.

Total assets increased from a year ago as cash and bank balances were boosted by cash inflows from divestments (see pg 96). Total liabilities decreased mainly on reduction in borrowings.

Currency translation losses increased mainly due to the weaker Australian Dollar, Indian Rupee and Thai Baht against the Singapore

Dollar from a year ago when translating the Group's investments in Optus, Airtel, AIS and Intouch.

The Group issued S\$1.0 billion of subordinated perpetual securities at 3.30% per annum in April 2021.

MANAGEMENT DISCUSSION AND ANALYSIS

Capital Management And Dividend Policy

	Financial Year ended 31 March	
	2022	2021
Gross debt (S\$ million)	12,210	13,119
Net debt ⁽¹⁾ (S\$ million)	10,080	12,365
Net debt gearing ratio ⁽²⁾	26.4	31.8
Net debt to EBITDA and share of associates' pre-tax profits (number of times)	1.71	2.20
Interest cover ⁽³⁾ (number of times)	14.8	14.3

Notes:

⁽¹⁾ Net debt is defined as gross debt adjusted for related hedging balances less cash and bank balances.

⁽²⁾ Net debt gearing ratio is defined as the ratio of net debt to net capitalisation. Net capitalisation is the aggregate of net debt, shareholders' funds and non-controlling interests.

⁽³⁾ Interest cover refers to the ratio of EBITDA and share of associates' pre-tax profits to net interest expense.

As at 31 March 2022, the Group's net debt was S\$10.1 billion, a decline of S\$2.3 billion from a year ago. The decline was largely driven by cash inflows from divestments (refer to page 96). The Group also issued S\$1.0 billion subordinated perpetual securities in April 2021, which is classified and presented as equity. Correspondingly, net debt gearing ratio fell to 26.4% from 31.8% a year ago.

The Group has one of the strongest credit ratings among telecommunication companies in the Asia Pacific region and continues to maintain a healthy capital structure. Singtel is currently rated A1 by Moody's and A by S&P Global Ratings.

In April 2022, the Group obtained a A\$1.4 billion sustainability-linked revolving credit facility for general corporate purposes and refinancing of existing facilities.

For the financial year ended 31 March 2022, the total ordinary dividend payout is 9.3 cents per share or 80% of underlying net profit. This comprises interim dividend of 4.5 cents and, subject to shareholders' approval, a final dividend of 4.8 cents.

Singtel is committed to a sustainable dividend policy in line with earnings and cash flow generation. Barring unforeseen circumstances, it plans to pay dividends at between 60% and 80% of underlying net profit. This policy will be reviewed regularly to reflect the progress of the Group's transformation. Singtel is also committed to an optimal capital structure, which enables investments for growth, while maintaining financial flexibility and investment-grade credit ratings.

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DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

The Directors present their statement to the members together with the audited financial statements of the Company ("Singtel") and its subsidiaries (the "Group") for the financial year ended 31 March 2022.

In the opinion of the Directors,

- (a) the consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company as set out on pages 116 to 215 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2022, and the financial performance, changes in equity and cash flows of the Group and changes in equity of the Company for the financial year ended on that date; and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

1. DIRECTORS

The Directors of the Company in office at the date of this statement are –

Lee Theng Kiat (Chairman)
Yuen Kuan Moon (Group Chief Executive Officer)
John Lindsay Arthur (appointed on 1 January 2022)
Gautam Banerjee
Venkataraman Vishnampet Ganesan
Bradley Joseph Horowitz
Gail Patricia Kelly
Lim Swee Say (appointed on 1 June 2021)
Christina Hon Kwee Fong (Christina Ong)
Rajeev Suri
Teo Swee Lian
Wee Siew Kim
Yong Hsin Yue (appointed on 1 January 2022)

Low Check Kian, who served during the financial year, stepped down as a Director of the Company following the conclusion of the Annual General Meeting on 30 July 2021.

2. ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE BENEFITS BY MEANS OF THE ACQUISITION OF SHARES AND DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object is to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, except for performance shares granted under the Singtel Performance Share Plan 2012 (the "Singtel PSP 2012") and share options granted by Amobee Group Pte. Ltd. ("Amobee").

DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

3. DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

The interests of the Directors holding office at the end of the financial year in the share capital of the Company and related corporations according to the register of Directors' shareholdings kept by the Company under Section 164 of the Companies Act 1967 were as follows –

	Holdings registered in the name of Director or nominee		Holdings in which Director is deemed to have an interest	
	At 31 March 2022	At 1 April 2021 or date of appointment, if later	At 31 March 2022	At 1 April 2021 or date of appointment, if later
<i>The Company</i>				
<u>Singapore Telecommunications Limited</u>				
(Ordinary shares)				
Lee Theng Kiat	–	–	–	–
Yuen Kuan Moon	1,344,390	1,188,137	5,617,191 ⁽¹⁾	1,719,443
John Lindsay Arthur	–	–	–	–
Gautam Banerjee	–	–	–	–
Bradley Joseph Horowitz	–	–	–	–
Gail Patricia Kelly	–	–	–	–
Lim Swee Say	1,490	1,490	–	1,360
Christina Ong	–	–	–	–
Rajeev Suri	–	–	–	–
Teo Swee Lian	1,550	1,550	–	–
Wee Siew Kim	532,378 ⁽³⁾	501,838	190 ⁽²⁾	190
Yong Hsin Yue	1,360	1,360	–	–
(American Depositary Shares)				
Venkataraman Vishnampet Ganesan	3,341.45 ⁽⁴⁾	3,341.45	–	–
<i>Subsidiary Corporations</i>				
<u>Amobee Group Pte. Ltd.</u>				
(Options to subscribe for ordinary shares)				
Venkataraman Vishnampet Ganesan	3,904,242	831,087	–	–
<i>Related Corporations</i>				
<u>Ascendas Funds Management (S) Limited</u>				
(Unit holdings in Ascendas Real Estate Investment Trust)				
Yuen Kuan Moon	2,600 ⁽⁵⁾	2,600	–	–
Gautam Banerjee	20,000	20,000	–	–
Lim Swee Say	16,000	–	–	–
Wee Siew Kim	75,300	10,480	–	–
<u>Ascendas Property Fund Trustee Pte. Ltd.</u>				
(Unit holdings in Ascendas India Trust)				
Gautam Banerjee	120,000	120,000	–	–

DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

3. DIRECTORS' INTERESTS IN SHARES AND DEBENTURES (Cont'd)

	Holdings registered in the name of Director or nominee		Holdings in which Director is deemed to have an interest	
	At 31 March 2022	At 1 April 2021 or date of appointment, if later	At 31 March 2022	At 1 April 2021 or date of appointment, if later
Ascott Residence Trust Management Limited				
(Unit holdings in Ascott Residence Trust)				
Yuen Kuan Moon	14,042 ⁽⁵⁾	14,042	–	–
Lim Swee Say	2,500	2,500	–	–
CapitaLand China Trust Management Limited				
(Unit holdings in CapitaLand China Trust)				
Wee Siew Kim	170,000	–	–	–
CapitaLand Integrated Commercial Trust Management Limited				
(Unit holdings in CapitaLand Integrated Commercial Trust)				
Yuen Kuan Moon	70,992 ⁽⁵⁾	70,992	–	–
Gautam Banerjee	120,000	120,000	–	–
Lim Swee Say	24,000	–	–	–
Teo Swee Lian	20,152	9,352	–	–
Mapletree Commercial Trust Management Ltd.				
(Unit holdings in Mapletree Commercial Trust)				
Wee Siew Kim	45,312	45,312	–	–
Mapletree Industrial Trust Management Ltd.				
(Unit holdings in Mapletree Industrial Trust)				
Yuen Kuan Moon	10,000 ⁽⁵⁾	10,000	–	–
Lim Swee Say	16,000	–	–	–
Christina Ong	37,700	–	–	–
Wee Siew Kim	75,433	–	–	–
Mapletree Logistics Trust Management Ltd.				
(Unit holdings in Mapletree Logistics Trust)				
Christina Ong	125,100	–	–	–
Mapletree North Asia Commercial Trust Management Ltd.				
(Unit holdings in Mapletree North Asia Commercial Trust)				
Lim Swee Say	25,000	–	–	–

DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

3. DIRECTORS' INTERESTS IN SHARES AND DEBENTURES (Cont'd)

	Holdings registered in the name of Director or nominee		Holdings in which Director is deemed to have an interest	
	At 31 March 2022	At 1 April 2021 or date of appointment, if later	At 31 March 2022	At 1 April 2021 or date of appointment, if later
Mapletree Real Estate Advisors Pte. Ltd.				
(Unit holdings in Mapletree Europe Income Trust)				
Christina Ong	394 ⁽⁶⁾	394	-	-
(Unit holdings in Mapletree US & EU Logistics Private Trust)				
Christina Ong	185 (USD)	185 (USD)	-	-
	185 (EUR)	185 (EUR)	-	-
(Unit holdings in Mapletree US Income Commercial Trust)				
Christina Ong	453	-	-	-
(Unit holdings in Mapletree US Logistics Private Trust)				
Christina Ong	179	-	-	-
Singapore Airlines Limited				
(Ordinary shares)				
Gautam Banerjee	44,850	36,550	-	-
Lim Swee Say	10,000	10,000	-	-
Singapore Technologies Engineering Limited				
(Ordinary shares)				
Christina Ong	1	1	-	-
StarHub Ltd				
(Ordinary shares)				
Wee Siew Kim	72,600	72,600	-	-

Notes:

- (1) Mr Yuen Kuan Moon's deemed interest of 5,617,191 shares included:
- 6,360 ordinary shares held by Mr Yuen's spouse; and
 - An aggregate of up to 5,610,831 ordinary shares in Singtel awarded to Mr Yuen pursuant to the Singtel PSP 2012, subject to certain performance criteria being met and other terms and conditions. Depending on the extent of the satisfaction of the relevant minimum performance criteria, up to an aggregate of 8,226,427 ordinary shares may be released pursuant to the conditional awards granted.
- (2) Held by Director's spouse.
- (3) 228,278 ordinary shares held in the name of UBS AG and 304,100 ordinary shares held in the name of Bank of Singapore.
- (4) 1 American Depositary Share represents 10 ordinary shares in Singtel.
- (5) Held in the name of DBS Nominees (Private) Limited.
- (6) Each stapled security comprises one unit in Mapletree Windsor Trust and one unit in Mapletree Matterhorn Trust.

According to the register of Directors' shareholdings, there were no changes to any of the above-mentioned interests between the end of the financial year or date of appointment, if later, and 21 April 2022.

DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

4. PERFORMANCE SHARES

The Executive Resource and Compensation Committee ("ERCC") is responsible for administering the Singtel PSP 2012. At the date of this statement, the members of the ERCC are Gail Kelly (Chairman of the ERCC), Lee Theng Kiat, Rajeev Suri and Teo Swee Lian.

At the Extraordinary General Meeting held on 27 July 2012, the shareholders approved the adoption of the Singtel PSP 2012. The duration of the Singtel PSP 2012 is 10 years from 27 July 2012. This plan gives the flexibility to either allot and issue and deliver new Singtel shares or purchase and deliver existing Singtel shares upon the vesting of awards.

At the 29th Annual General Meeting held on 30 July 2021, the shareholders approved the extension of the duration of the Singtel PSP 2012 for a further period of 10 years from 27 July 2022 up to 26 July 2032 (both dates inclusive).

The participants of the Singtel PSP 2012 will receive fully paid Singtel shares free of charge, provided that certain prescribed performance targets or vesting conditions are met within a prescribed performance period. The performance period for the awards granted is three years, except for Restricted Share Awards which have a performance period of two to three years. The number of Singtel shares that will vest for each participant or category of participants will be determined at the end of the performance period based on the level of attainment of the performance targets or vesting conditions.

From 2021 Restricted Share Award, vesting would be on time-based schedule, with equal vesting over three years. A separate One-Off Long-Term Incentive Award with 5-year performance period was granted to the Management Committee in 2021.

Awards comprising an aggregate of 152.0 million shares have been granted under the Singtel PSP 2012 from its commencement to 31 March 2022.

Performance share awards granted, vested and cancelled during the financial year, and share awards outstanding at the end of the financial year, were as follows –

Date of grant	Balance as at 1 April 2021 ('000)	Share awards granted ('000)	Share awards vested ('000)	Share awards cancelled ('000)	Balance as at 31 March 2022 ('000)
Performance shares					
(Restricted Share Awards)					
For Group Chief Executive Officer					
(Yuen Kuan Moon)					
19.06.18	96	–	(96)	–	–
20.06.19	122	–	(61)	–	61
23.06.20	148	–	–	–	148
23.06.21	–	171	–	–	171
	366	171	(157)	–	380
For former Group Chief Executive Officer					
(Chua Sock Koong)					
19.06.18	198	–	(198)	–	–
20.06.19	202	–	(101)	–	101
23.06.20	230	–	–	–	230
23.06.21	–	199	–	–	199
	630	199	(299)	–	530

DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

4. PERFORMANCE SHARES (Cont'd)

Date of grant	Balance as at 1 April 2021 ('000)	Share awards granted ('000)	Share awards vested ('000)	Share awards cancelled ('000)	Balance as at 31 March 2022 ('000)
For other staff					
19.06.18	3,442	–	(3,412)	(30)	–
21.09.18	23	–	(23)	–	–
18.12.18	38	–	(38)	–	–
21.03.19	65	–	(65)	–	–
20.06.19	6,941	–	(3,518)	(278)	3,145
23.09.19	53	–	(26)	(10)	17
03.01.20	129	–	(60)	(10)	59
30.03.20	25	–	(12)	–	13
23.06.20	9,074	–	(106)	(954)	8,014
21.09.20	31	–	–	(11)	20
21.12.20	123	–	–	(25)	98
23.03.21	34	–	–	–	34
23.06.21	–	12,072	(43)	(1,171)	10,858
29.09.21	–	268	–	–	268
07.01.22	–	79	–	–	79
23.03.22	–	78	–	(45)	33
	19,978	12,497	(7,303)	(2,534)	22,638
<i>Sub-total</i>	20,974	12,867	(7,759)	(2,534)	23,548
Performance shares					
(Performance Share Awards)					
For Group Chief Executive Officer					
(Yuen Kuan Moon)					
19.06.18	305	–	–	(305)	–
20.06.19	516	–	–	–	516
23.06.20	527	–	–	–	527
	1,348	–	–	(305)	1,043
For former Group Chief Executive Officer					
(Chua Sock Koong)					
19.06.18	634	–	–	(634)	–
20.06.19	860	–	–	–	860
23.06.20	819	–	–	–	819
23.06.21	–	677	–	–	677
	2,313	677	–	(634)	2,356

DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

4. PERFORMANCE SHARES (Cont'd)

Date of grant	Balance as at 1 April 2021 ('000)	Share awards granted ('000)	Share awards vested ('000)	Share awards cancelled ('000)	Balance as at 31 March 2022 ('000)
For other staff					
19.06.18	2,848	–	–	(2,848)	–
21.09.18	8	–	–	(8)	–
18.12.18	12	–	–	(12)	–
20.06.19	4,475	–	–	(218)	4,257
23.09.19	18	–	–	(7)	11
03.01.20	101	–	–	–	101
30.03.20	10	–	–	–	10
23.06.20	4,461	–	(3)	(207)	4,251
21.12.20	26	–	–	–	26
23.03.21	19	–	–	–	19
23.06.21	–	3,843	(2)	(123)	3,718
29.09.21	–	224	–	–	224
23.03.22	–	26	–	(26)	–
	11,978	4,093	(5)	(3,449)	12,617
<i>Sub-total</i>	15,639	4,770	(5)	(4,388)	16,016
Performance shares					
(One-Off Long-Term Incentive Award)					
For Group Chief Executive Officer					
(Yuen Kuan Moon)					
23.06.21	–	4,188	–	–	4,188
	–	4,188	–	–	4,188
For other staff					
23.03.21	–	12,622	–	(1,047)	11,575
	–	12,622	–	(1,047)	11,575
<i>Sub-total</i>	–	16,810	–	(1,047)	15,763
Total	36,613	34,447	(7,764)	(7,969)	55,327

During the financial year, awards in respect of an aggregate of 7.8 million shares granted under the Singtel PSP 2012 were vested. The awards were satisfied by the delivery of existing shares purchased from the market as permitted under the Singtel PSP 2012.

As at 31 March 2022, no participant (other than Ms. Chua Sock Koong) has received shares pursuant to the vesting of awards granted under the Singtel PSP 2012 which, in aggregate, represents five per cent or more of the aggregate of –

- (i) the total number of new shares available under the Singtel PSP 2012; and
- (ii) the total number of existing shares purchased for delivery of awards released under the Singtel PSP 2012.

DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

5. SHARE OPTION PLANS

During the financial year, there were:

- (a) no options granted by the Company to any person to take up unissued shares of the Company; and
- (b) no shares issued by virtue of any exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company under option at the end of the financial year.

The particulars of the share option plans of subsidiary corporations of the Company are as follows:

Amobee Group Pte. Ltd.

In April 2015, Amobee, a wholly-owned subsidiary corporation of the Company, implemented the 2015 Long-Term Incentive Plan ("**Amobee LTI Plan**"). Under the terms of Amobee LTI Plan, options to purchase ordinary shares of Amobee may be granted to employees (including executive directors) and non-executive directors of Amobee and/or any of its subsidiaries.

Options are exercisable at a price no less than 100% of the fair value of the ordinary shares of Amobee on the date of grant.

From 1 April 2021 to 31 March 2022, options in respect of an aggregate of 295.5 million of ordinary shares in Amobee have been granted to the employees and non-executive directors of Amobee and/or its subsidiaries. As at 31 March 2022, options in respect of an aggregate of 278.9 million of ordinary shares in Amobee are outstanding.

The grant dates and exercise prices of the share options are as follows –

<u>Date of grant</u>	<u>Exercise price</u>
<u>For employees</u>	
13 April 2015, 14 October 2015	US\$0.54 to US\$0.79
20 January 2016, 10 May 2016, 23 June 2016, 24 August 2016, 19 July 2017, 18 August 2017, 12 September 2017, 25 January 2018	US\$0.54
21 August 2018, 25 March 2019	US\$0.55 to US\$0.58
15 August 2019, 29 October 2019	US\$0.58
6 August 2021	US\$0.046
<u>For non-executive directors</u>	
21 August 2018	US\$0.55
1 October 2019	US\$0.58
6 August 2021	US\$0.046
22 October 2021	US\$0.046

The options granted to employees and non-executive directors expire 10 years and 5 years from the date of grant respectively.

During the financial year, 449,737 ordinary shares of Amobee were issued pursuant to the exercise of options granted under the Amobee LTI Plan. The persons to whom the options have been granted do not have the right to participate, by virtue of the options, in any share issue of any other company.

Singtel Enterprise Security Pte. Ltd.

In August 2020, Singtel Enterprise Security Pte. Ltd. ("**SES**"), a wholly-owned subsidiary corporation of the Company, implemented the Singtel Enterprise Security Pte. Ltd. 2020 Long-Term Incentive Plan ("**SES LTI Plan**"). Under the terms of SES LTI Plan, options to purchase ordinary shares of SES may be granted to employees (including executive directors) and non-executive directors of SES and/or any of its subsidiaries, including those of Trustwave Holdings, Inc.

Options are exercisable at a price no less than 100% of the fair value of the ordinary shares of SES on the date of grant.

DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

5. SHARE OPTION PLANS *(Cont'd)*

From 1 April 2021 to 31 March 2022, no options in respect of ordinary shares in SES have been granted to the employees and non-executive directors of SES and/or its subsidiaries. As at 31 March 2022, options in respect of an aggregate of 2.1 million of ordinary shares in SES are outstanding.

The grant date and exercise price of the stock options are as follows –

<u>Date of grant</u>	<u>Exercise price</u>
1 August 2020	US\$7.39

The options granted expire 10 years from the date of grant.

No ordinary shares of SES were issued during the financial year pursuant to the exercise of options granted under the SES LTI Plan. The persons to whom the options have been granted do not have the right to participate, by virtue of the options, in any share issue of any other company.

6. AUDIT COMMITTEE

At the date of this statement, the Audit Committee comprises the following members, all of whom are non-executive and independent –

Gautam Banerjee (Chairman of the Audit Committee)
John Lindsay Arthur (Appointed on 1 March 2022)
Christina Hon Kwee Fong (Christina Ong)
Gail Patricia Kelly

The Audit Committee carried out its functions in accordance with Section 201B of the Companies Act 1967.

In performing its functions, the Committee reviewed the overall scope and results of both internal and external audits and the assistance given by the Company's officers to the auditors. It met with the Company's internal auditors to discuss the results of the respective examinations and their evaluation of the Company's system of internal accounting controls. The Committee also held discussions with the internal and external auditors and is satisfied that the processes put in place by management provide reasonable assurance on mitigation of fraud risk exposure to the Group.

The Committee also reviewed the financial statements of the Company and the Group, as well as the Independent Auditors' Report thereon. In the review of the financial statements of the Company and the Group, the Committee had discussed with management the accounting principles that were applied and their judgement of items that might affect the integrity of the financial statements.

In addition, the Committee had, with the assistance of the internal auditors, reviewed the procedures set up by the Company and the Group to identify and report, and where necessary, sought appropriate approval for interested person transactions.

The Committee has full access to and has the co-operation of management and has been given the resources required for it to discharge its function properly. It also has full discretion to invite any executive officer to attend its meetings. The external and internal auditors have unrestricted access to the Audit Committee.

The Committee has nominated KPMG LLP for re-appointment as auditors of the Company at the forthcoming Annual General Meeting.

DIRECTORS' STATEMENT

For the financial year ended 31 March 2022

7. AUDITORS

The auditors, KPMG LLP, have expressed their willingness to accept re-appointment.

On behalf of the Directors



Lee Theng Kiat
Chairman



Yuen Kuan Moon
Director

Singapore
26 May 2022

INDEPENDENT AUDITORS' REPORT

Members of Singapore Telecommunications Limited

For the financial year ended 31 March 2022

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Singapore Telecommunications Limited ('the Company') and its subsidiaries ('the Group'), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 March 2022 and the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group, and the statement of changes in equity of the Company for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 116 to 215.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 ('the Act') and Singapore Financial Reporting Standards (International) ('SFRS(I)s') so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 March 2022 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group and the changes in equity of the Company for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with Singapore Standards on Auditing ('SSAs'). Our responsibilities under those standards are further described in the 'Auditors' responsibilities for the audit of the financial statements' section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ('ACRA Code') together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue recognition

<i>The key audit matter</i>	<i>How the matter was addressed in our audit</i>
<p>For the main Operating Revenues – Mobile Service, Data and Internet and Sale of Equipment, there is an inherent risk around the accuracy and timing of revenue recognition given the complexity of systems and the large volume of data processed, which are also impacted by changing pricing models and the introduction of new products and tariff arrangements.</p>	<p>We obtained an understanding of the nature of the various revenue streams and the related revenue recording processes, systems and controls. We have also ascertained that revenue was recognised in accordance with the adopted accounting policies.</p> <p>Our audit approach included controls testing as well as substantive procedures. For our procedures on the design and operating effectiveness of controls over significant IT systems, we involved our IT specialists.</p>

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For the financial year ended 31 March 2022

Revenue recognition (Cont'd)

The key audit matter	How the matter was addressed in our audit
<p>Significant management judgements and estimates are required when accounting for revenue from long-term contracts with respect to the Group's Infocomm Technology ("ICT") Operating Revenues. For some of these ICT contracts, estimates are required in determining the completeness and valuation of provisions against contracts that are expected to be loss-making and the recoverability of the contract assets.</p>	<p>In particular, our procedures included:</p> <ul style="list-style-type: none"> • <i>IT systems:</i> Testing of the design and implementation, and the operating effectiveness of automated controls over the capture of data at the network switches and interfaces between relevant IT applications, measurement and billing of revenue, and the recording of entries in the general ledger. • <i>Manual controls:</i> Testing of the design and implementation, and the operating effectiveness of manual controls over the initiation, authorisation, recording, and processing of revenue transactions. This included evaluating process controls over authorising new price plans and rate changes and the adjustments to the relevant billing systems. We had also tested the access controls and change management controls over the relevant billing systems. • Testing of contracts in the ICT business for appropriate revenue recognition and provisioning for contracts that were expected to be loss-making. We challenged management's underlying assumptions in making their judgements on the provisions required, including those relating to the recoverability of contract assets. • Assessing the appropriateness of the revenue recognition policies for the products and services offered by the Group in applying SFRS(I) 15 <i>Revenue from Contracts with Customers</i>, which included but was not limited to: <ul style="list-style-type: none"> – Assessing the appropriateness of the transaction price and its allocation to performance obligations identified within bundled contracts based on stand-alone selling prices; and – Inspection of customer contracts to evaluate whether performance obligations were satisfied over time or at a point in time, and assessed the reasonableness of estimates used in respect to revenue recognition and deferral of revenue. • Testing of manual journal entries recorded in the general ledger relating to revenue recognition.

Findings

We found that the processes and controls to account for revenue were operating effectively.

We found that the key assumptions used and estimates made in regard to revenue recognition were reasonable.

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Impairment assessment of goodwill

The key audit matter	How the matter was addressed in our audit
<p>Goodwill is subject to an annual impairment test or more frequently if there are indications of impairment.</p> <p>At 31 March 2022, the Group's statement of financial position includes goodwill amounting to S\$9.7 billion, primarily related to the following cash generating units ("CGUs"):</p> <p>Singtel Optus Pty Limited: S\$8.9 billion Global Cyber Security: S\$0.6 billion</p> <p>The Group performed impairment assessments for each of the CGUs by estimating the recoverable amounts. The recoverable amount is the discounted sum of individually forecasted cash flows for each year over a period of 7 or 10 years and the value of the cash flows for the years thereafter using a long-term growth rate.</p> <p>As the recoverable amounts for the CGUs were assessed to be in excess of the respective carrying amounts, no impairment was determined.</p> <p>Forecasting of future cash flows is a highly judgmental process which requires estimation of revenue growth rates, profit margins, discount rates and future economic conditions.</p> <p>Refer to Note 26 to the financial statements for the impairment assessments.</p>	<p>We evaluated whether CGUs were appropriately identified by management based on our understanding of the current business structure of the Group.</p> <p>We involved our valuation specialists in the overall assessment of the recoverable amounts of the respective CGUs.</p> <p>In particular, our procedures included:</p> <p>We assessed the reasonableness of the key assumptions used by management in developing the cash flow forecasts and the discount rates used in computing the recoverable amounts, which included but are not limited to:</p> <ul style="list-style-type: none"> • Agreeing the cash flow forecasts used in the impairment model to Board approved forecasts and budgets; • Considering management's expectations of the future business developments and corroborated certain information with market data; we also considered planned operational improvements to the businesses and how these plans would impact future cash flows and whether these were appropriately reflected in the cash flow forecasts used; • Challenging the appropriateness of cash flow forecasts used by comparing against historical performance and industry trends. Where relevant, assessing whether budgeted cash flows for prior years were achieved to assess forecasting accuracy; • Comparing the discount rates and terminal growth rates to observable market data; and • Performing a sensitivity analysis of the key assumptions used to determine which reasonable changes to assumptions would change the outcome of the impairment assessment.

Findings

We found the identification of CGUs to be appropriate.

We found the key assumptions and estimates used in determining the recoverable amounts to be within an acceptable range. The recoverable amounts are highly sensitive to interest rate changes.

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Share of joint ventures' reported contingent liabilities and provision for losses relating to regulatory litigations and tax disputes

The key audit matter	How the matter was addressed in our audit
<p>The Group's significant joint ventures have a number of on-going disputes and litigations with their local regulators and tax authorities. The Group may be exposed to significant losses as a result of the unfavourable outcome of such disputes.</p> <p>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 and whether the matter is considered a contingent liability to be disclosed. Where the risk of loss is probable, management is required to estimate the provision amount based on the expected economic outflow resulting from the disputes and litigations.</p> <p>Please refer to Note 45 to the financial statements for 'Significant Contingent Liabilities of Associates and Joint Ventures'.</p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"> Inquiring with management and legal counsel of the joint ventures to understand the process and internal controls relating to the identification and assessment of the disputes and litigations, and recognition of the related liabilities, where appropriate. Reviewing the audit working papers of the auditors of the joint ventures ('Component Auditors'), in particular their assessment on the regulatory litigations and tax disputes that may have a material impact to the financial statements. Discussing with the Component Auditors on their evaluation of the probability and magnitude of losses relating to the disputes and litigations, and their conclusions reached in accordance with SFRS(I) 1-37 Provisions, Contingent Liabilities and Contingent Assets.

Findings

We found management's assessment of the regulatory litigations and tax disputes to be reasonable, and the disclosure of contingent liabilities to be appropriate. The Group's share of losses relating to the joint ventures' litigations and disputes were also found to be appropriately recorded.

Taxation

The key audit matter	How the matter was addressed in our audit
<p>The Group is exposed to tax disputes with local tax authorities in the jurisdiction it operates in on a regular basis. The assessment of the outcome of such disputes requires significant judgement and could have a material impact on the financial statements.</p> <p>Please refer to Note 12 to the financial statements.</p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"> Inquiring with management on the tax issues raised by the tax authorities and assessing their impact to the financial statements; Involving our tax specialists in assessing the appropriateness of the accounting treatments of significant tax issues adopted by the Group; and Assessing the reasonableness of management's position and the accounting impact to the financial statements.

Findings

We found the position of management and the basis for it to be appropriate.

We found the disclosures to the consolidated financial statements to be adequate and appropriate in accordance to SFRS(I) 1-37 Provisions, Contingent Liabilities and Contingent Assets.

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Members of Singapore Telecommunications Limited

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Other information

Management is responsible for the other information contained in the annual report. Other information is defined as all information in the annual report other than the financial statements and our auditors' report thereon. We have not obtained any other information prior to the date of this auditors' report. The other information is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions in accordance with SSAs.

Responsibilities of management and directors for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and SFRS(I)s, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

INDEPENDENT AUDITORS' REPORT

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Auditors' responsibilities for the audit of the financial statements (Cont'd)

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless the law or regulations preclude public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditors' report is Mr Ong Pang Thye.



KPMG LLP
*Public Accountants and
Chartered Accountants*

Singapore
26 May 2022

CONSOLIDATED INCOME STATEMENT

For the financial year ended 31 March 2022

	Notes	2022 S\$ Mil	2021 S\$ Mil
Operating revenue	4	15,339.1	15,644.0
Operating expenses	5	(11,724.8)	(11,953.9)
Other income	6	153.0	141.5
		3,767.3	3,831.6
Depreciation and amortisation	7	(2,722.5)	(2,684.8)
		1,044.8	1,146.8
Exceptional items	8	236.4	(604.3)
Profit on operating activities		1,281.2	542.5
Share of results of associates and joint ventures	9	1,652.8	606.7
Profit before interest, investment income (net), and tax		2,934.0	1,149.2
Interest and investment income (net)	10	90.9	2.9
Finance costs	11	(403.7)	(398.1)
Profit before tax		2,621.2	754.0
Tax expense	12	(661.9)	(194.1)
Profit after tax		1,959.3	559.9
Attributable to:			
Shareholders of the Company		1,948.5	553.7
Non-controlling interests		10.8	6.2
		1,959.3	559.9
Earnings per share attributable to shareholders of the Company			
– basic (cents)	13	11.80	3.38
– diluted (cents)	13	11.76	3.38

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.
Independent Auditors' Report – pages 110 to 115.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the financial year ended 31 March 2022

	2022 S\$ Mil	2021 S\$ Mil
Profit after tax	1,959.3	559.9
Other comprehensive (loss)/ income		
Items that may be reclassified subsequently to income statement:		
Exchange differences arising from translation of foreign operations and other currency translation differences	(512.7)	705.0
Reclassification of translation loss to income statement on disposal of subsidiary	50.2	–
Reclassification of translation loss to income statement on dilution of interest in joint ventures	–	50.3
Cash flow hedges		
– Fair value changes	29.1	(716.3)
– Tax effects	3.6	95.5
	32.7	(620.8)
– Fair value changes transferred to income statement	(4.1)	555.0
– Tax effects	(7.3)	(88.0)
	(11.4)	467.0
	21.3	(153.8)
Share of other comprehensive loss of associates and joint ventures	(18.4)	(283.8)
Reclassification of share of other comprehensive gain of joint ventures to income statement on dilution of interest in joint ventures	–	(55.2)
Items that will not be reclassified subsequently to income statement:		
Fair value changes on Fair Value through Other Comprehensive Income ("FVOCI") investments	278.5	132.9
Other comprehensive (loss)/ income, net of tax	(181.1)	395.4
Total comprehensive income	1,778.2	955.3
Attributable to:		
Shareholders of the Company	1,767.6	949.1
Non-controlling interests	10.6	6.2
	1,778.2	955.3

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.
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As at 31 March 2022

	Notes	Group		Company	
		31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Current assets					
Cash and cash equivalents	15	2,130.1	754.7	62.4	126.2
Trade and other receivables	16	5,245.2	5,443.7	2,529.4	2,163.5
Inventories	17	269.7	271.6	41.5	35.6
Derivative financial instruments	18	35.6	62.2	3.5	1.2
Subsidiary held for sale	19	449.8	–	–	–
		8,130.4	6,532.2	2,636.8	2,326.5
Non-current assets					
Property, plant and equipment	20	10,892.4	11,534.1	1,745.1	2,282.7
Right-Of-Use assets	21	3,358.0	2,055.7	507.3	569.1
Intangible assets	22	11,977.2	13,129.1	–	–
Subsidiaries	23	–	–	19,631.3	19,399.9
Joint ventures	24	10,907.8	11,027.9	22.8	22.8
Associates	25	2,131.7	2,055.8	24.7	24.7
Fair value through other comprehensive income ("FVOCI") investments	27	807.9	650.9	5.1	3.3
Derivative financial instruments	18	81.6	23.9	0.2	3.7
Deferred tax assets	12	309.4	302.1	–	–
Other assets	28	534.6	686.7	93.3	88.3
		41,000.6	41,466.2	22,029.8	22,394.5
Total assets		49,131.0	47,998.4	24,666.6	24,721.0
Current liabilities					
Trade and other payables	29	5,595.8	5,976.8	2,282.2	2,388.7
Advance billings		805.7	808.0	84.0	80.3
Current tax liabilities		768.9	267.8	96.2	77.8
Borrowings (unsecured)	30	1,071.8	1,612.3	–	–
Borrowings (secured)	31	542.4	421.6	55.8	60.6
Derivative financial instruments	18	16.5	29.5	1.9	4.1
Net deferred gain	33	20.8	20.8	–	–
Subsidiary held for sale	19	233.2	–	–	–
		9,055.1	9,136.8	2,520.1	2,611.5

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.

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STATEMENTS OF FINANCIAL POSITION

As at 31 March 2022

	Notes	Group		Company	
		31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Non-current liabilities					
Advance billings		113.6	147.8	70.2	96.9
Borrowings (unsecured)	30	7,204.3	9,042.4	757.6	799.4
Borrowings (secured)	31	3,050.1	1,783.2	426.0	524.0
Derivative financial instruments	18	434.4	338.5	102.6	76.7
Net deferred gain	33	357.3	367.4	-	-
Deferred tax liabilities	12	498.8	498.9	236.7	301.0
Other non-current liabilities	34	308.1	172.0	34.5	22.6
		11,966.6	12,350.2	1,627.6	1,820.6
Total liabilities		21,021.7	21,487.0	4,147.7	4,432.1
Net assets		28,109.3	26,511.4	20,518.9	20,288.9
Share capital and reserves					
Share capital	35	4,573.1	4,573.5	4,573.1	4,573.5
Reserves		22,538.5	21,912.3	15,945.8	15,715.4
Equity attributable to shareholders of the Company					
Perpetual securities	36	27,111.6	26,485.8	20,518.9	20,288.9
		1,012.6	-	-	-
		28,124.2	26,485.8	20,518.9	20,288.9
Non-controlling interests		16.6	25.6	-	-
Other reserve		(31.5)	-	-	-
Total equity		28,109.3	26,511.4	20,518.9	20,288.9

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.

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STATEMENTS OF CHANGES IN EQUITY

For the financial year ended 31 March 2022

Group – 2022	Attributable to shareholders of the Company														
	Share Capital S\$ Mil	Treasury Shares ⁽¹⁾ S\$ Mil	Capital Reserve S\$ Mil	Currency Translation Reserve ⁽²⁾			Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Other Reserves ⁽³⁾ S\$ Mil	Total S\$ Mil	Non-controlling Interests		Other Reserve ⁽⁴⁾ S\$ Mil	Total Equity S\$ Mil
				Reserve S\$ Mil	Reserve S\$ Mil	Reserve S\$ Mil						Total S\$ Mil	Reserve ⁽⁴⁾ S\$ Mil		
Balance as at 1 April 2021	4,573.5	(22.5)	(52.0)	(1,688.6)	(79.9)	(75.8)	24,252.0	(420.9)	26,485.8	–	26,485.8	25.6	–	26,511.4	
Changes in equity for the year	–	–	–	–	–	–	–	–	–	–	–	–	–	–	
Issuance of perpetual securities (net of costs) (see Note 36)	–	–	–	–	–	–	–	–	–	–	997.4	–	–	997.4	
Distribution paid on perpetual securities (see Note 36)	–	–	–	–	–	–	2.8	–	2.8	–	(16.6)	–	–	(13.8)	
Accrued perpetual securities distribution (see Note 36)	–	–	–	–	–	–	(31.8)	–	(31.8)	–	31.8	–	–	–	
Performance shares purchased by the Company	–	(16.4)	–	–	–	–	–	–	(16.4)	–	–	–	–	(16.4)	
Performance shares purchased by the Company on behalf of subsidiaries	–	(1.0)	–	–	–	–	–	–	(1.0)	–	–	–	–	(1.0)	
Performance shares purchased by Trust ⁽⁵⁾	–	(2.3)	–	–	–	–	–	–	(2.3)	–	–	–	–	(2.3)	
Performance shares vested	–	16.7	(16.7)	–	–	–	–	–	–	–	–	–	–	–	
Equity-settled share-based payment	–	–	36.1	–	–	–	–	–	36.1	–	–	–	–	36.1	
Transfer of liability to equity	–	–	14.3	–	–	–	–	–	14.3	–	–	–	–	14.3	
Cash paid to employees under performance share plans	–	–	(0.3)	–	–	–	–	–	(0.3)	–	–	–	–	(0.3)	
Performance shares purchased by Singtel Optus Pty Limited ("Optus") and vested	–	–	(3.7)	–	–	–	–	–	(3.7)	–	–	–	–	(3.7)	
Final dividend paid (see Note 37)	–	–	–	–	–	–	(396.2)	–	(396.2)	–	–	–	–	(396.2)	
Interim dividend paid (see Note 37)	–	–	–	–	–	–	(742.9)	–	(742.9)	–	–	–	–	(742.9)	
Dividend paid to non-controlling interests	–	–	–	–	–	–	–	–	–	–	–	(7.0)	–	(7.0)	
Capital reduction by subsidiary with non-controlling interests	–	–	–	–	–	–	–	–	–	–	–	–	(17.2)	(17.2)	
Acquisition of a subsidiary	–	–	–	–	–	–	–	–	–	–	–	–	4.6	(26.9)	
Reclassification due to disposal of FVOCI investments	–	–	–	–	–	(43.1)	43.1	–	–	–	–	–	–	–	
Others	(0.4)	–	–	–	–	–	–	–	(0.4)	–	–	–	–	(0.4)	
	(0.4)	(3.0)	29.7	–	–	(43.1)	(1,125.0)	–	(1,141.8)	–	1,012.6	(19.6)	(31.5)	(180.3)	
Total comprehensive (loss)/ income for the year	–	–	–	(462.3)	21.3	278.5	1,948.5	(18.4)	1,767.6	–	1,767.6	10.6	–	1,778.2	
Balance as at 31 March 2022	4,573.1	(25.5)	(22.3)	(2,150.9)	(58.6)	159.6	25,075.5	(439.3)	27,111.6	1,012.6	28,124.2	16.6	(31.5)	28,109.3	

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.
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STATEMENTS OF CHANGES IN EQUITY

For the financial year ended 31 March 2022

	Attributable to shareholders of the Company										Non-controlling Interests	Total Equity
	Share Capital	Treasury Shares ⁽¹⁾	Capital Reserve	Currency Translation Reserve ⁽²⁾	Hedging Reserve	Fair Value Reserve	Retained Earnings	Other Reserves ⁽³⁾	Total	Non-controlling Interests		
Group – 2021	\$ Mil	\$ Mil	\$ Mil	\$ Mil	\$ Mil	\$ Mil	\$ Mil	\$ Mil	\$ Mil	\$ Mil	\$ Mil	\$ Mil
Balance as at 1 April 2020	4,127.3	(31.0)	(67.0)	(2,443.9)	73.9	(214.2)	25,448.3	(104.2)	26,789.2	24.8	26,814.0	
Changes in equity for the year												
Performance shares purchased by the Company	–	(1.4)	–	–	–	–	–	–	(1.4)	–	(1.4)	
Performance shares purchased by the Company on behalf of subsidiaries	–	(1.4)	–	–	–	–	–	–	(1.4)	–	(1.4)	
Performance shares purchased by Trust ⁽⁵⁾	–	(9.5)	–	–	–	–	–	–	(9.5)	–	(9.5)	
Performance shares vested	–	20.8	(20.8)	–	–	–	–	–	–	–	–	
Equity-settled share-based payment	–	–	34.1	–	–	–	–	–	34.1	–	34.1	
Transfer of liability to equity	–	–	5.1	–	–	–	–	–	5.1	–	5.1	
Performance shares purchased by Optus and vested	–	–	(3.4)	–	–	–	–	–	(3.4)	–	(3.4)	
Goodwill reclassified on dilution of equity interest in joint venture	–	–	–	–	–	–	(22.3)	22.3	–	–	–	
Final dividend paid (see Note 37)	–	–	–	–	–	–	(889.7)	–	(889.7)	–	(889.7)	
Interim dividend paid (see Note 37)	–	–	–	–	–	–	(832.5)	–	(832.5)	–	(832.5)	
Shares issued under the Singtel Scrip Dividend Scheme for interim dividend (see Note 35)	446.2	–	–	–	–	–	–	–	446.2	–	446.2	
Dividend paid to non-controlling interests	–	–	–	–	–	–	–	–	–	(5.4)	(5.4)	
Reclassification due to disposal of FVOCI investments	–	–	–	–	–	5.5	(5.5)	–	–	–	–	
	446.2	8.5	15.0	–	–	5.5	(1,750.0)	22.3	(1,252.5)	(5.4)	(1,257.9)	
Total comprehensive income/ (loss) for the year	–	–	–	755.3	(153.8)	132.9	553.7	(339.0)	949.1	6.2	955.3	
Balance as at 31 March 2021	4,573.5	(22.5)	(52.0)	(1,688.6)	(79.9)	(75.8)	24,252.0	(420.9)	26,485.8	25.6	26,511.4	

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.
Independent Auditors' Report – pages 110 to 115.

STATEMENTS OF CHANGES IN EQUITY

For the financial year ended 31 March 2022

Company – 2022	Share Capital S\$ Mil	Treasury Shares⁽¹⁾ S\$ Mil	Capital Reserve S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Total Equity S\$ Mil
Balance as at 1 April 2021	4,573.5	(1.6)	56.4	1.1	–	15,659.5	20,288.9
Changes in equity for the year							
Performance shares purchased by the Company	–	(16.4)	–	–	–	–	(16.4)
Performance shares vested	–	1.1	(1.1)	–	–	–	–
Equity-settled share-based payment	–	–	18.7	–	–	–	18.7
Transfer of liability to equity	–	–	14.3	–	–	–	14.3
Cash paid to employees under performance share plans	–	–	(0.3)	–	–	–	(0.3)
Contribution to Trust ⁽⁵⁾	–	–	(1.1)	–	–	–	(1.1)
Final dividend paid (see Note 37)	–	–	–	–	–	(396.3)	(396.3)
Interim dividend paid (see Note 37)	–	–	–	–	–	(743.0)	(743.0)
Others	(0.4)	–	–	–	–	–	(0.4)
	(0.4)	(15.3)	30.5	–	–	(1,139.3)	(1,124.5)
Total comprehensive income for the year	–	–	–	18.4	1.8	1,334.3	1,354.5
Balance as at 31 March 2022	4,573.1	(16.9)	86.9	19.5	1.8	15,854.5	20,518.9

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.
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STATEMENTS OF CHANGES IN EQUITY

For the financial year ended 31 March 2022

Company – 2021	Share Capital S\$ Mil	Treasury Shares ⁽¹⁾ S\$ Mil	Capital Reserve S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Total Equity S\$ Mil
Balance as at 1 April 2020	4,127.3	(1.6)	49.1	30.2	0.7	16,161.0	20,366.7
Changes in equity for the year							
Performance shares purchased by the Company	–	(1.4)	–	–	–	–	(1.4)
Performance shares vested	–	1.4	(1.4)	–	–	–	–
Equity-settled share-based payment	–	–	11.0	–	–	–	11.0
Transfer of liability to equity	–	–	5.1	–	–	–	5.1
Contribution to Trust ⁽⁵⁾	–	–	(7.4)	–	–	–	(7.4)
Final dividend paid (see Note 37)	–	–	–	–	–	(889.9)	(889.9)
Interim dividend paid (see Note 37)	–	–	–	–	–	(832.8)	(832.8)
Shares issued under the Singtel Scrip Dividend Scheme for interim dividend (see Note 35)	446.2	–	–	–	–	–	446.2
	446.2	–	7.3	–	–	(1,722.7)	(1,269.2)
Total comprehensive (loss)/ income for the year	–	–	–	(29.1)	(0.7)	1,221.2	1,191.4
Balance as at 31 March 2021	4,573.5	(1.6)	56.4	1.1	–	15,659.5	20,288.9

Notes:

- ⁽¹⁾ 'Treasury Shares' are accounted for in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)") 1-32, *Financial Instruments: Presentation*.
- ⁽²⁾ 'Currency Translation Reserve' relates mainly to the translation of the net assets of foreign subsidiaries, associates and joint ventures of the Group denominated mainly in Australian Dollar, Indian Rupee, Indonesian Rupiah, Philippine Peso, Thai Baht and United States Dollar.
- ⁽³⁾ 'Other Reserves' relate mainly to goodwill on acquisitions completed prior to 1 April 2001 and the share of other comprehensive income or loss of the associates and joint ventures.
- ⁽⁴⁾ This amount relates to a reserve for an obligation arising from a put option written with the non-controlling shareholder of a subsidiary.
- ⁽⁵⁾ DBS Trustee Limited (the "Trust") is the trustee of a trust established to administer the performance share plans.

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.
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CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial year ended 31 March 2022

	2022 S\$ Mil	2021 S\$ Mil
Cash Flows From Operating Activities		
Profit before tax	2,621.2	754.0
Adjustments for –		
Depreciation and amortisation	2,722.5	2,684.8
Share of results of associates and joint ventures	(1,652.8)	(606.7)
Exceptional items (non-cash)	(290.0)	484.5
Interest and investment income (net)	(90.9)	(2.9)
Finance costs	403.7	398.1
Other non-cash items	43.5	43.9
	1,136.0	3,001.7
Operating cash flow before working capital changes	3,757.2	3,755.7
Changes in operating assets and liabilities		
Trade and other receivables	74.7	537.9
Trade and other payables	194.4	8.3
Inventories	1.0	37.6
Cash generated from operations	4,027.3	4,339.5
Dividends received from associates and joint ventures	1,622.4	1,433.5
Income tax and withholding tax paid	(351.6)	(164.0)
Payment to employees in cash under performance share plans	(0.3)	–
Net cash from operating activities	5,297.8	5,609.0
Cash Flows From Investing Activities		
Payment for purchase of property, plant and equipment	(2,217.1)	(2,214.4)
Proceeds from disposal of subsidiaries, net of cash balances (Note 1)	1,853.7	–
Purchase of intangible assets	(277.5)	(214.0)
Investment in joint ventures/ associates (Note 2)	(206.8)	(4.2)
Proceeds from sale of FVOCI investments (Note 3)	193.1	12.8
Proceeds from sale of business (Note 4)	79.2	–
Payment for acquisition of FVOCI investments (Note 5)	(66.4)	(20.4)
Payment/ Deferred payment for acquisition of subsidiaries, net of cash acquired (Note 6)	(60.4)	(261.1)
Proceeds from sale of property, plant and equipment	21.7	31.3
Investment income received from FVOCI investments (net of withholding tax paid)	12.8	13.0
Withholding tax paid on intra-group interest income	(9.6)	(14.9)
Interest received	1.7	2.2
Proceeds/ Deferred proceeds from disposal of associate and joint venture	0.1	3.5
Others	31.1	–
Net cash used in investing activities	(644.4)	(2,666.2)

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.
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CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial year ended 31 March 2022

	Note	2022 S\$ Mil	2021 S\$ Mil
Cash Flows From Financing Activities			
Proceeds from term loans		3,006.8	4,868.3
Repayment of term loans		(4,657.1)	(5,935.6)
Proceeds from bond issue		296.7	1,864.2
Repayment of bonds		(957.6)	(2,060.4)
Proceeds from other borrowings		18.6	–
Repayment of other borrowings		(6.8)	–
Lease payments		(410.9)	(429.3)
Net repayment of borrowings		(2,710.3)	(1,692.8)
Final dividend paid to shareholders of the Company		(396.2)	(889.7)
Interim dividend paid to shareholders of the Company		(742.9)	(383.2)
Net interest paid on borrowings and swaps		(392.9)	(392.5)
Proceeds from issuance of perpetual securities (net of issuance costs)		997.4	–
Distribution paid on perpetual securities		(16.6)	–
Settlement of swaps for bonds repaid		43.5	196.8
Purchase of performance shares		(23.4)	(15.7)
Capital reduction of subsidiary with non-controlling interests		(17.2)	–
Dividend paid to non-controlling interests		(7.0)	(5.4)
Others		(0.8)	(7.5)
Net cash used in financing activities		(3,266.4)	(3,190.0)
Net change in cash and cash equivalents		1,387.0	(247.2)
Exchange effects on cash and cash equivalents		21.2	(2.1)
Cash and cash equivalents at beginning of year		740.5	989.8
Cash and cash equivalents at end of year	15	2,148.7	740.5

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.
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CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial year ended 31 March 2022

Note 1: Proceeds from disposal of subsidiaries

In the current financial year, the Group sold its 70% stake in Australia Tower Network Pty Ltd ("ATN") for S\$1.85 billion.

Note 2: Investment in joint venture

In the current financial year, the Group subscribed to Bharti Airtel Limited's rights issue for its direct stake of 14% and additional rights share beyond entitlement. An amount of S\$138 million was paid while the remaining will be paid over a period of up to three years.

Note 3: Proceeds from sale of FVOCI investments

In the current financial year, the Group sold 1.6% stake in Airtel Africa plc for S\$149 million.

Note 4: Proceeds from sale of business

In the current financial year, Singtel's wholly-owned subsidiary, Trustwave Holdings, Inc. sold its payment card industry compliance business for S\$110 million, of which S\$79 million was received.

Note 5: Payment for acquisition of FVOCI investments

In the current financial year, the Group acquired 16% stake in an Indonesian Bank, PT Bank Fama International, for S\$48 million.

Note 6: Payment for acquisition of subsidiaries

(a) In the current financial year, the Group completed the acquisitions of 100% stake in ClayOPs Pte. Ltd., Riley Solutions Pty Limited and Velocity Business Solutions Limited, and 60% stake in Eighty20 Solutions Pty Ltd for a total consideration of S\$70 million.

The fair values of identifiable net assets and the cash outflow on the acquisitions were as follows –

	31 March 2022 S\$ Mil
Identifiable intangible assets (provisional)	17.3
Other non-current assets	0.2
Cash and cash equivalents	8.6
Current assets (excluding cash and cash equivalents)	14.7
Total liabilities	(22.0)
Non-controlling interests	(4.6)
Net assets acquired	14.2
Call option arising from acquisition	5.0
Goodwill (provisional)	50.3
Total consideration	69.5
Less: Consideration unpaid as at 31 March 2022	(0.8)
Less: Cash and cash equivalents acquired	(8.6)
Net outflow of cash	60.1

(b) During the financial year, deferred payment of S\$0.3 million was made in respect of the acquisition of 2359 Media Pte. Ltd.

(c) In the previous financial year, the Group made payments in respect of the acquisition of the mobile business of amaysim Australia Limited, 2359 Media Pte. Ltd. and Hivint Pty Limited for S\$254 million, S\$2.2 million and S\$4.6 million respectively.

The accompanying notes on pages 127 to 215 form an integral part of these financial statements.
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NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. GENERAL

Singtel is domiciled and incorporated in Singapore and is publicly traded on the Singapore Exchange Limited. The address of its registered office is 31 Exeter Road, Comcentre, Singapore 239732.

The principal activities of the Company consist of the operation and provision of telecommunications systems and services, and investment holding. The principal activities of the significant subsidiaries are disclosed in **Note 48**.

In Singapore, the Group has the rights to provide fixed national and international telecommunications services to 31 March 2037, and public cellular mobile telephone services to 31 March 2032. In addition, the Group is licensed to offer Internet services and has also obtained frequency spectrum and licence rights to install, operate and maintain mobile communication systems and services including wireless broadband systems and services. The Group also holds the requisite licence to provide nationwide subscription television services.

In Australia, Optus is granted telecommunication licences under the Telecommunications Act 1991. Pursuant to the Telecommunications (Transitional Provisions and Consequential Amendments) Act 1997, the licences continued to have effect after the deregulation of telecommunications in Australia in 1997. The licences do not have finite terms, but are of continuing operation until cancelled under the Telecommunications Act 1997.

These financial statements were authorised and approved for issue in accordance with a Directors' resolution dated 26 May 2022.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Accounting

The financial statements are prepared in accordance with Singapore Financial Reporting Standards (International) ("**SFRS(I)**") including related interpretations, and the provisions of the Singapore Companies Act. They have been prepared under the historical cost basis, except as disclosed in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The preparation of financial statements in conformity with SFRS(I) requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Critical accounting estimates and assumptions used that are significant to the financial statements, and areas involving a higher degree of judgement are disclosed in **Note 3**.

The accounting policies have been consistently applied by the Group and are consistent with those used in the previous financial year. The adoption of the new or revised SFRS(I)s and related interpretations which were mandatory from 1 April 2021 had no significant impact on the financial statements of the Group or the Company in the current financial year.

2.2 Foreign Currencies

2.2.1 Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates (the "**functional currency**"). The statement of financial position and statement of changes in equity of the Company and consolidated financial statements of the Group are presented in Singapore Dollar, which is the functional and presentation currency of the Company and the presentation currency of the Group.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.2.2 Translation of goodwill and fair value adjustments

Goodwill and fair value adjustments arising on the acquisition of foreign entities completed on or after 1 April 2005 are treated as assets and liabilities of the foreign entities and are recorded in the functional currencies of the foreign entities and translated at the exchange rates prevailing at the end of the reporting period. However, for acquisitions of foreign entities completed prior to 1 April 2005, goodwill and fair value adjustments continue to be recorded at the exchange rates at the respective dates of the acquisitions.

2.3 Cash and Cash Equivalents

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand, balances with banks and fixed deposits with original maturity of mainly three months or less, net of bank overdrafts which are repayable on demand and which form an integral part of the Group's cash management. Bank overdrafts are included under borrowings in the statement of financial position.

2.4 Contract Assets

Where revenue recognised for a customer contract exceeds the amount received or receivable from a customer, a contract asset is recognised. Contract assets arise from bundled telecommunications contracts where equipment delivered at a point in time are bundled with services delivered over time. Contract assets also arise from information technology contracts where performance obligations are delivered over time. Contract assets are transferred to trade receivables when the consideration for performance obligations are billed. Contract assets are included in 'Trade and other receivables' under current assets as they are expected to be realised in the normal operating cycle. Contract assets are subject to impairment review for credit risk in accordance with the expected loss model.

2.5 Trade and Other Receivables

Trade and other receivables, including contract assets and receivables from subsidiaries, associates and joint ventures, are initially recognised at fair values and subsequently measured at amortised cost using the effective interest method, less an allowance for expected credit loss ("ECL").

The Group applied the 'simplified approach' for determining the allowance for ECL for trade receivables and contract assets, where lifetime ECL are recognised in the income statement at initial recognition of receivables and updated at each reporting date. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of the receivable. When determining the allowance for ECL, the Group considers reasonable and supportable information that is relevant and available for customer types. This includes both qualitative and quantitative information based on the Group's historical experience and forward looking information such as general economic factors as applicable. Loss events include financial difficulty or bankruptcy of the debtor, significant delay in payments and breaches of contracts.

Trade and other receivables are written off against the allowance for ECL when there is no reasonable expectation of recovery. Subsequent recoveries of amounts previously written off are recognised in the income statement.

2.6 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses.

2.7 Contract Liabilities

Where the amounts received or receivable from customers exceed the revenues recognised for contracts, contract liabilities or advance billings are recognised in the statement of financial position. Contract liabilities or advance billings are recognised as revenues when services are provided to customers.

2.8 Trade and Other Payables

Trade and other payables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.9 Borrowings

Borrowings are initially recognised at fair value of the consideration received less directly attributable transaction costs. After initial recognition, borrowings are subsequently stated at amortised cost using the effective interest method.

2.10 Associates

In the consolidated statement of financial position, investments in associates include goodwill on acquisition identified on acquisitions completed on or after 1 April 2001, net of accumulated impairment losses. Goodwill is assessed for impairment as part of the investment in associates.

Unrealised gains resulting from transactions with associates are eliminated to the extent of the Group's interest in the associate. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

If the share of the unrealised gain exceeds its interest in the associate, the unrealised gain is presented net of the Group's carrying amount of the associate.

2.11 Joint ventures

In the consolidated statement of financial position, investments in joint ventures include goodwill on acquisition identified on acquisitions completed on or after 1 April 2001, net of accumulated impairment losses. Goodwill is assessed for impairment as part of the investment in joint ventures.

2.12 Business combinations

Business combinations are accounted for using the acquisition method on and after 1 April 2010. The consideration for each acquisition is measured at the aggregate of the fair values of assets given, liabilities incurred and equity interests issued by the Group and any contingent consideration arrangement at acquisition date. Acquisition-related costs, other than those associated with the issue of debt or equity, are expensed as incurred.

Any contingent consideration payable is recognised at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not re-measured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in the consolidated income statement.

For business combinations that are achieved in stages, any existing equity interests in the acquiree entity are re-measured to their fair values at acquisition date and any changes are taken to the consolidated income statement.

Non-controlling interests in subsidiaries represent the equity in subsidiaries which are not attributable, directly or indirectly, to the shareholders of the Company, and are presented separately in the consolidated statement of comprehensive income, consolidated statement of changes in equity and within equity in the consolidated statement of financial position. The Group elects for each individual business combination whether non-controlling interests in the acquiree entity are recognised at fair value, or at the non-controlling interests' proportionate share of the fair value of the acquiree entity's identifiable net assets, at the acquisition date.

Total comprehensive income is attributed to non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a debit balance.

Changes in the Group's interest in subsidiaries that do not result in loss of control are accounted for as equity transactions.

When the Group loses control of a subsidiary, any interest retained in the former subsidiary is recorded at fair value with the re-measurement gain or loss recognised in the consolidated income statement.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.13 Fair Value Through Other Comprehensive Income ("FVOCI") Investments

On initial recognition, the Group has made an irrevocable election to designate all equity investments (other than investments in subsidiaries, associates or joint ventures) as FVOCI investments as these are strategic investments held for the long term. They are initially recognised at fair value plus directly attributable transaction costs, with subsequent changes in fair value and translation differences recognised in 'Other Comprehensive Income' and accumulated within 'Fair Value Reserve' in equity. Upon disposal, the gain or loss accumulated in equity is transferred to retained earnings and is not reclassified to the income statement. Dividends are recognised in the income statement when the Group's right to receive payments is established.

Purchases and sales of investments are recognised on trade date, which is the date that the Group commits to purchase or sell the investment.

2.14 Derivative Financial Instruments and Hedging Activities

2.14.1 The Group enters into the following derivative financial instruments to hedge its risks, namely –

Cross currency swaps and interest rate swaps as fair value hedges for interest rate risk and cash flow hedges for currency risk arising from the Group's issued bonds. The swaps involve the exchange of principal and floating or fixed interest receipts in the foreign currency in which the issued bonds are denominated, for principal and floating or fixed interest payments in the entities' functional currencies.

Forward foreign exchange contracts as cash flow hedges for the Group's exposure to foreign currency exchange risks arising from forecasted or committed expenditure.

Derivative financial instruments are initially recognised at fair value on the date the derivative contract is entered into and are subsequently re-measured at their fair values at the end of each reporting period.

A derivative financial instrument is carried as an asset when the fair value is positive and as a liability when the fair value is negative.

Any gains or losses arising from changes in fair value are recognised immediately in the income statement, unless they qualify for hedge accounting.

2.14.2 Hedge accounting

At the inception of the hedge relationship, the Group documents the relationship between the hedging instrument and the hedged item, along with the risk management objectives and strategy for undertaking various hedge transactions. At inception and on an ongoing basis, the Group documents whether the hedging instrument is effective in offsetting the changes in fair values or cash flows of the hedged item attributable to the hedged risk. To be effective, the hedging relationships are to meet all of the following requirements:

- (i) there is an economic relationship between the hedged item and the hedging instrument;
- (ii) the effect of credit risk does not dominate the fair value changes that result from that economic relationship; and
- (iii) the hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Group hedges and the quantity of the hedging instrument that the Group uses to hedge that quantity of the hedged item.

If a hedging relationship ceases to meet the hedge effectiveness requirement relating to the hedge ratio but the risk management objective for that designated hedging relationship remains the same, the Group adjusts the hedge ratio of the hedging relationship (i.e. rebalances the hedge) so that it meets the qualifying criteria again.

The Group designates the full change in the fair value of a forward currency contract (i.e. including the forwards elements) as the hedged risk for all its hedging relationships involving forward currency contracts.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.14.2 Hedge accounting (Cont'd)

Fair value hedge

Designated derivative financial instruments that qualify for fair value hedge accounting are initially recognised at fair value on the date that the contract is entered into. Changes in fair value of derivatives are recorded in the income statement together with any changes in the fair value of the hedged items that are attributable to the hedged risks.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. The adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised in the income statement from that date.

Cash flow hedge

The effective portion of changes in the fair value of the designated derivative financial instruments that qualify as cash flow hedges are recognised in 'Other Comprehensive Income'. The gain or loss relating to the ineffective portion is recognised immediately in the income statement. Amounts accumulated in the 'Hedging Reserve' within equity are transferred to the income statement in the periods when the hedged items affect the income statement.

However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, the gain or loss previously recognised in 'Other Comprehensive Income' and accumulated in equity are removed from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability. This transfer does not affect 'Other Comprehensive Income'. Furthermore, if the Group expects some or all the loss accumulated in 'Other Comprehensive Income' will not be recovered in the future, that amount is immediately reclassified to the income statement.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. Any cumulative gain or loss deferred in equity at that time remains in equity and is transferred to the income statement when the forecast transaction is recognised in the income statement. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was deferred in equity is recognised immediately in the income statement.

Hedges directly affected by interest rate benchmark reform

A fundamental reform of major interest rate benchmarks is being undertaken globally to replace some of the interbank offered rates ("IBORs") with alternative risk-free rates. In Singapore, the Group has exposure to IBORs on its loans and derivatives that will be replaced or reformed. The Group's main IBOR exposure was indexed to Swap Offered Rate ("SOR"), which will discontinue by June 2023 with the use of Singapore Overnight Rate Average ("SORA") as the alternative interest rate benchmark. The Group has started to engage the existing lenders to plan the transition of the affected loans and derivatives.

Phase 1: Prior to interest rate benchmark reform

The Group's exposure to SOR and London Interbank Offered Rate ("LIBOR") designated in hedging relationships that will be affected by the interest rate benchmark reform approximates S\$3.10 billion and nil as at 31 March 2022 (31 March 2021: S\$5.29 billion and US\$600 million) respectively, representing the notional amount of the hedging interest rate and cross currency swaps maturing in 2025 to 2030.

For the purpose of evaluating whether there is an economic relationship between the hedged item(s) and the hedging instrument(s), the Group assumes that the benchmark interest rate is not altered as a result of interest rate benchmark reform.

Phase 2 amendments: Replacement of benchmark interest rate

The Group applied the practical expedient that any change arising from the renegotiation with the lenders and hedging banks for a new alternative reference rate on an 'economically equivalent' basis, will be accounted for by updating the effective interest rate.

As at 31 March 2022, the notional amount of hedging cross currency swaps maturing in 2031 where the interest rate benchmark has been replaced with SORA amounted to S\$653 million.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.15 Fair Value Estimation of Financial Instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability which market participants would take into account when pricing the asset or liability at the measurement date.

The following methods and assumptions are used to estimate the fair value of each class of financial instrument –

Bank balances, receivables and payables, current borrowings

The carrying amounts approximate fair values due to the relatively short maturity of these instruments.

Quoted and unquoted investments

The fair values of investments traded in active markets are based on the market quoted price or the price quoted by the market maker at the close of business at the end of the reporting period.

The fair values of unquoted investments are determined primarily using recent arm's length transactions.

Cross currency and interest rate swaps

The fair value of a cross currency or an interest rate swap is the estimated amount that the swap contract can be exchanged for or settled with under normal market conditions. This fair value can be estimated using the discounted cash flow method where the future cash flows of the swap contract are discounted at the prevailing market foreign exchange rates and interest rates. Market interest rates are actively quoted interest rates or interest rates computed by applying techniques to these actively quoted interest rates.

Forward foreign currency contracts

The fair value of forward foreign exchange contracts is determined using forward exchange market rates for contracts with similar maturity profiles at the end of the reporting period.

Non-current borrowings

For disclosure purposes, the fair values of non-current borrowings which are traded in active markets are based on the quoted market ask price. For other non-current borrowings, the fair values are based on valuations provided by service providers or estimated by discounting the future contractual cash flows using discount rates based on the borrowing rates which the Group expects would be available at the end of the reporting period.

2.16 Financial Guarantee Contracts

Financial guarantees issued by the Company prior to 1 April 2010 are recorded initially at fair values plus transaction costs and amortised in the income statement over the period of the guarantee. Financial guarantees issued by the Company on or after 1 April 2010 are directly charged to the subsidiary as guarantee fees based on fair values.

2.17 Property, Plant and Equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, where applicable. The cost of self-constructed assets includes the cost of material, direct labour, capitalised borrowing costs and an appropriate proportion of production overheads.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.17 Property, Plant and Equipment (Cont'd)

Depreciation is calculated on a straight-line basis to write off the cost of the property, plant and equipment over its expected useful life. The estimated useful lives are as follows –

	No. of years
Buildings	5 – 48
Transmission plant and equipment	2 – 25
Switching equipment	2 – 15
Other plant and equipment	2 – 25

Other plant and equipment consist mainly of motor vehicles, office equipment, and furniture and fittings.

No depreciation is provided on freehold land and capital work-in-progress.

In respect of capital work-in-progress, assets are depreciated from the month the asset is completed and ready for use.

2.18 Intangible Assets

2.18.1 Goodwill

Goodwill on acquisition of subsidiaries on and after 1 April 2010 represents the excess of the consideration transferred, the recognised amount of any non-controlling interest in the acquiree entity and the fair value of any previous equity interest in the acquiree entity over the fair value of the net identifiable assets acquired, including contingent liabilities, at the acquisition date. Such goodwill is recognised separately as intangible asset and stated at cost less accumulated impairment losses.

Acquisitions completed prior to 1 April 2001

Goodwill on acquisitions of subsidiaries, associates and joint ventures completed prior to 1 April 2001 had been adjusted in full against 'Other Reserves' within equity. Such goodwill has not been retrospectively capitalised and amortised.

The Group also had acquisitions where the costs of acquisition were less than the fair value of identifiable net assets acquired. Such differences (negative goodwill) were adjusted against 'Other Reserves' in the year of acquisition.

Goodwill which has been previously taken to 'Other Reserves', is not taken to the consolidated income statement when the entity is disposed of or when the goodwill is impaired.

Acquisitions completed on or after 1 April 2001

Prior to 1 April 2004, goodwill on acquisitions of subsidiaries, associates and joint ventures completed on or after 1 April 2001 was capitalised and amortised on a straight-line basis in the consolidated income statement over its estimated useful life of up to 20 years. In addition, goodwill was assessed for indications of impairment at the end of each reporting period.

Since 1 April 2004, goodwill is no longer amortised but is tested annually for impairment or whenever there is an indication of impairment. The accumulated amortisation for goodwill as at 1 April 2004 had been eliminated with a corresponding decrease in the capitalised goodwill.

When there is negative goodwill, a bargain purchase gain is recognised directly in the consolidated income statement.

Gains or losses on disposal of subsidiaries, associates and joint ventures include the carrying amount of capitalised goodwill relating to the entity sold.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.18.2 Other intangible assets

Expenditure on telecommunication and spectrum licences are capitalised and amortised using the straight-line method over their estimated useful lives of 11 to 16 years.

Other intangible assets which are acquired in business combinations are carried at fair values at the date of acquisition, and amortised on a straight-line basis over the period of the expected benefits. Customer relationships or customer contracts, brand, and technology have estimated useful lives of 2 to 10 years. Other intangible assets are stated at cost less accumulated amortisation and accumulated impairment losses.

2.19 Impairment of Non-Financial Assets

Goodwill on acquisition of subsidiaries is subject to an annual impairment test or is more frequently tested for impairment if events or changes in circumstances indicate that it might be impaired. Goodwill is not amortised.

Other intangible assets of the Group, which have finite useful lives and are subject to amortisation, as well as property, plant and equipment and investments in subsidiaries, associates and joint ventures, are reviewed at the end of each reporting period to determine whether there is any indicator for impairment, or whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If any such indication exists, the assets' recoverable amounts are estimated.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of the asset's fair value less costs of disposal and its value-in-use.

An impairment loss for an asset, other than goodwill on acquisition of subsidiaries, is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. Impairment loss on goodwill on acquisition of subsidiaries is not reversed.

2.20 Non-current Assets (or Disposal Groups) Held For Sale

Non-current assets (or disposal groups) are classified as assets held for sale and stated at the lower of their carrying amounts and fair value less costs to sell if their carrying amounts are recovered principally through sale transactions rather than through continuing use.

2.21 Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new equity shares are taken to equity as a deduction, net of tax, from the proceeds.

When the Company purchases its own equity share capital, the consideration paid, including any directly attributable costs, is recognised as 'Treasury Shares' within equity. When the shares are subsequently disposed, the realised gains or losses on disposal of the treasury shares are included in 'Other Reserves' of the Company.

DBS Trustee Limited (the "Trust") is the trustee of a trust established to administer the performance shares plans. The Trust acquires shares in the Company from the open market for delivery to employees upon vesting of performance shares awarded under Singtel performance share plans. Such shares are designated as 'Treasury Shares'. In the consolidated financial statements, the cost of unvested shares, including directly attributable costs, is recognised as 'Treasury Shares' within equity.

Upon vesting of the performance shares, the weighted average costs of the shares delivered to employees, whether held by the Company or the Trust, are transferred to 'Capital Reserve' within equity in the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.22 Perpetual Securities

The perpetual securities issued by the Group do not have a maturity date and the Group may elect to defer making a distribution, subject to the terms and conditions of the securities issue. Accordingly, the Group is not considered to have a contractual obligation to make principal repayments or distributions in respect of its perpetual securities issue and the perpetual securities are classified and presented as equity.

Distributions are treated as dividends which will be directly debited from equity. Incremental costs directly attributable to the issuance of perpetual securities are deducted against the proceeds from the issue.

2.23 Revenue Recognition

Revenue is recognised when the Group satisfies a performance obligation by transferring control of a promised good or service to the customer. It is measured based on the amount of the transaction price allocated to the satisfied performance obligation, and are net of goods and services tax, rebates, discounts and sales within the Group.

Revenue from service contracts are recognised ratably over the contract periods as control over the services passes to the customers as services are provided. Service revenue is also recognised based on usage (e.g. minutes of traffic/ bytes of data).

For prepaid cards which have been sold, revenue is recognised based on usage. A contract liability is recognised for advance payments received from customers where services have not been rendered as at the end of the reporting period. Expenses directly attributable to the unearned revenue are deferred until the revenue is recognised.

Revenue from the sale of equipment (e.g. handsets and accessories) is recognised upon the transfer of control to the customer or third party dealer which generally coincides with delivery and acceptance of the equipment sold.

Goods and services deliverable under bundled telecommunication contracts are identified as separate performance obligations to the extent that the customer can benefit from the goods or services on their own. The transaction price is allocated between goods and services based on their relative standalone selling prices. Standalone selling prices are determined by assessing prices paid for standalone equipment and for service-only contracts. Where standalone selling prices are not directly observable, estimation techniques are used.

Contracts with customers generally do not include a material right. In cases where material rights are granted such as the award of mobile price plan discount vouchers, a portion of the transaction price is deferred as a contract liability and is not recognised as revenue until this additional performance obligation has been satisfied or has lapsed.

Incentives given to customers are recognised as a reduction from revenue in accordance with the specific terms and conditions of each contract.

Non-refundable, upfront service activation and setup fees associated with service arrangements are deferred and recognised over the associated service contract period or customer life.

The Group may exchange network capacity with other capacity or service providers. The exchange is regarded as a transaction which generates revenue unless the transaction lacks commercial substance or the fair value of neither the capacity received nor the capacity given up is reliably measurable.

When the Group has control of goods or services prior to delivery to a customer, the Group is the principal in the sale to the customer. If another party has control of goods and services prior to transfer to a customer, then the Group is acting as an agent for the other party and revenue is recognised net of any related payments. The Group typically acts as an agent for digital mobile content such as music and video.

For information technology projects, revenue is recognised over time based on the cost-to-cost method, i.e. based on the proportion of contract costs incurred for work performed to date relative to the estimated total contract costs, while invoicing is typically based on milestones. A contract asset is recognised for work performed. Any amount previously recognised as a contract asset is transferred to trade receivable upon invoicing to the customer. If the milestone payment exceeds the revenue recognised to date, then the Group recognises a contract liability for the difference.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.23 Revenue Recognition (Cont'd)

Revenues from sale of perpetual software licences and the related hardware are recognised when title passes to the customer, generally upon delivery.

Revenues from digital advertising services and solutions are recognised when advertising services are delivered, and when digital advertising impressions are delivered or click-throughs occur. Revenue from sale of advertising space is recognised when the advertising space is filled and sold to customers.

Dividend income is recorded gross in the income statement when the right to receive payment is established.

Interest income is recognised on a time proportion basis using the effective interest method.

Revenue recognition for leases is described in **Note 2.24.1**.

2.24 Leases

2.24.1 Lessor accounting

The Group is a lessor mainly for data centres, ducts and fibres.

Operating leases are leases where the Group retains substantially all the risks and rewards of ownership of the assets. Income from operating leases are recognised on a straight-line basis over the lease terms as the entitlement to the fees accrues. The leased assets are included in the statement of financial position as property, plant and equipment.

Finance leases are leases of assets where substantially all the risks and rewards incidental to ownership of the assets are transferred by the Group to the lessees. Receivables under finance leases are presented in the statement of financial position at an amount equal to the net investment in the leases and the leased assets are de-recognised. Finance income is allocated using a constant periodic rate of return on the net investment over the lease term.

2.24.2 Sales of network capacity

Sales of network capacity are accounted as finance leases where –

- (i) the purchaser's right of use is exclusive and irrevocable;
- (ii) the asset is specific and separable;
- (iii) the terms of the contract are for the major part of the asset's economic useful life;
- (iv) the attributable costs or carrying value can be measured reliably; and
- (v) no significant risks are retained by the Group.

Sales of network capacity that do not meet the above criteria are accounted for as operating leases.

2.24.3 Lessee accounting

The Group is a lessee mainly for central offices, data centres, corporate offices, retail stores, ducts and manholes.

The Group implements a single accounting model where lessees recognise right-of-use assets and liabilities for all leases. The Group accounts for short term leases, i.e. leases with terms of 12 months or less, as well as low-valued assets as operating expenses in the income statement over the lease term.

A right-of-use asset and a lease liability are recognised at commencement date of the contract for all leases conveying the right to control the use of identified assets for a period of time. The commencement date is the date on which a lessor makes an underlying asset available for use by a lessee.

Renewal and termination options exercisable by the Group are included in lease terms across the Group if the Group is reasonably certain that they are to be extended (or not terminated).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

2.24.3 Lessee accounting (Cont'd)

After the commencement date, the right-of-use assets are measured at cost less any accumulated depreciation and any accumulated impairment losses and adjusted for any re-measurement of the lease liability.

Depreciation is calculated using the straight-line method over the shorter of the asset's useful life or the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the Group's incremental borrowing rate or the rate implicit in the lease.

After the commencement date, the Group measures the lease liability by:

- increasing the carrying amount to reflect interest on the lease liability,
- reducing the carrying amount to reflect lease payments made, and
- re-measuring the carrying amount to reflect any reassessment or lease modifications.

2.25 Contract Costs

Sales commission and the costs of customer premise equipment directly attributable to obtaining and fulfilling a customer's contract are capitalised in the statement of financial position and amortised as operating expenses over the contract period or expected customer relationship period.

Costs to obtain contracts in the form of handset subsidies given to mobile customers via indirect channels are also capitalised in the statement of financial position but are amortised as a reduction of mobile service revenue over the contract period or expected customer relationship period. The contract period or expected customer relationship period typically ranges from 1 year to 5 years.

Capitalised contract costs are included in 'Other Assets' under non-current assets.

2.26 Share-based compensation

The performance share plans of the Group are accounted for either as equity-settled share-based payments or cash-settled share-based payments. With effect from 8 November 2021, awards are to be settled by Singtel shares only (ie. equity-settled share-based payments). The share option plans of the subsidiaries are accounted for as equity-settled share-based payments.

Equity-settled share-based payments are measured at fair value at the date of grant, whereas cash-settled share-based payments are measured at current fair value at the end of each reporting period. The share-based payment expense is amortised and recognised in the income statement on a straight-line basis over the vesting period.

At the end of each reporting period, the Group revises its estimates of the number of equity instruments that the participants are expected to receive based on non-market vesting conditions. The difference is charged or credited to the income statement, with a corresponding adjustment to equity or liability for equity-settled and cash-settled share-based payments respectively.

The dilutive effects of the Singtel performance share plans are reflected as additional share dilution in the computation of diluted earnings per share.

2.27 Dividends

Interim and special dividends are recorded in the financial year in which they are declared payable. Final dividends are recorded in the financial year in which the dividends are approved by the shareholders.

2.28 Exceptional Items

Exceptional items refer to items of income or expense within the income statement from ordinary activities that are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance for the financial year.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom be equal to the future actual results. As accounting standards are principles-based, professional judgement is required under certain circumstances. The estimates, assumptions and judgements that bear a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are discussed below.

3.1 Impairment Reviews

The accounting policies for impairment of non-financial assets are stated in **Note 2.19**.

During an impairment review, the Group assesses whether the carrying amount of an asset or cash-generating unit exceeds its recoverable amount. Recoverable amount is defined as the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value-in-use. In making this judgement, the Group evaluates the fair value less costs of disposal or value-in-use which is supported by the net present value of future cash flows derived from such assets or cash-generating units using cash flow projections which have been discounted at an appropriate rate. Forecasts of future cash flows are based on the Group's estimates using historical, sector and industry trends, general market and economic conditions, changes in technology and other available information.

The assumptions used by management to determine the fair value less costs of disposal of subsidiary held for sale are disclosed in **Note 19** and the assumptions for the value-in-use calculations of goodwill on acquisition of subsidiaries are disclosed in **Note 26**.

Goodwill recorded by associates and joint ventures is required to be tested for impairment at least annually. The impairment assessment requires the exercise of significant judgement about future market conditions, including growth rates and discount rates applicable in a number of markets where the associates and joint ventures operate. The carrying values of joint ventures and associates including goodwill capitalised are stated in **Note 24** and **Note 25** respectively.

3.2 Expected Credit Loss ("ECL") of Receivables

At each reporting date, the Group assesses whether trade and other receivables are credit-impaired. The allowance for ECL is based on management's assessment of the collectability of individual customer accounts taking into consideration the credit worthiness and financial condition of those customers. The Group also records an allowance for all other receivables based on management's collective assessment of their collectability taking into consideration multiple factors including historical experience of credit losses, forward looking information as applicable and the aging of the receivables with allowances generally increasing as the receivable ages. If there is a deterioration of customers' financial condition or if future default rates in general differ from those currently anticipated, the Group may have to adjust the allowance for credit losses, which would affect earnings in the period that adjustments are made.

The exposure to credit risk for receivables is disclosed in **Note 16**.

3.3 Estimated Useful Lives of Property, Plant and Equipment

Property, plant and equipment balances represent a significant component of the Group's assets. Property, plant and equipment are recorded at cost and depreciated on a straight-line basis over the estimated useful lives of the assets. The Group reviews the estimated useful lives of property, plant and equipment on an annual basis based on factors such as business plans and strategies, expected level of usage and future technological developments. It is possible that future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction in the estimated useful lives would increase the recorded depreciation and decrease the carrying value of property, plant and equipment.

3.4 Taxation

3.4.1 Deferred tax asset

The Group reviews the carrying amount of deferred tax assets at each reporting date. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. This involves judgement regarding the future financial performance of the particular legal entity or tax group for which the deferred tax asset has been recognised.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (Cont'd)

3.4.2 Income taxes

The Group is subject to income taxes in numerous jurisdictions. Judgement is involved in determining the group-wide provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

3.5 Fair values of derivative financial instruments

The Group uses valuation techniques to determine the fair values of financial instruments. The valuation techniques used for different financial instruments are selected to reflect how the market would be expected to price the instruments, using inputs that reasonably reflect the risk-return factors inherent in the instruments. Depending on the characteristics of the financial instruments, observable market factors are available for use in most valuations, while others involve a greater degree of judgement and estimation.

3.6 Share-based Payments

Equity-settled share-based payments are measured at fair value at the date of grant. In addition, the Group revises the estimated number of equity instruments that participants are expected to receive based on non-market vesting conditions at the end of each reporting period.

The Group uses expert valuation services to determine the fair values. The assumptions of the valuation model used to determine the fair values are set out in **Note 5.3**.

3.7 Contingent Liabilities

The Group consults with its legal counsel on matters related to litigation, and other experts both within and outside the Group with respect to matters in the ordinary course of business. As at 31 March 2022, the Group was involved in various legal proceedings where it has been vigorously defending its claims as disclosed in **Note 44**. Assessment on whether the risk of loss is remote, possible or probable requires significant judgement given the complexities involved.

The Group's associates and joint ventures also report significant contingent liabilities. The significant contingent liabilities of the Group's associates and joint ventures are disclosed in **Note 45**.

3.8 Revenue Recognition

The accounting policies for revenue recognition are stated in **Note 2.23**.

The application of SFRS(I) 15 requires the Group to exercise judgement in identifying distinct or non-distinct performance obligations. For bundled telecommunications contracts, the Group is required to estimate the standalone selling prices of performance obligations, which materially impacts the allocation of revenue between performance obligations. Where the Group does not sell equivalent goods or services in similar circumstances on a standalone basis, it is necessary to estimate the standalone selling price. Changes in estimates of standalone selling prices can significantly influence the allocation of the transaction price between performance obligations. When estimating the standalone selling price, the Group maximises the use of observable inputs.

The assessment of whether the Group presents operating revenue as the principal, or net after deduction of costs as an agent, is a matter of judgement which requires an analysis of both the legal form and the substance of contracts. Depending on the conclusion reached, there may be material differences in the amounts of revenues and expenses, though there is no impact on profit.

3.9 Leases

The application of SFRS(I) 16 requires the Group to exercise judgement and estimates in the determination of key assumptions used in measuring the lease liabilities. Key assumptions include lease terms and discount rates on the lease payments.

In determining the lease term, the Group considers all relevant facts and circumstances that create an economic incentive for the Group to exercise an extension option, or not to exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the Group is reasonably certain to exercise an option to extend the lease, or not to exercise an option to terminate the lease.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (Cont'd)

3.9 Leases (Cont'd)

The lease payments are discounted using the rate implicit in the lease or the Group's incremental borrowing rate. This requires the Group to estimate the rate of interest that it would have to pay to borrow the funds to obtain a similar asset over a similar term.

Changes in these assumptions may significantly impact the measurement of the lease liabilities.

The accounting policies for leases are stated in **Note 2.24**.

4. OPERATING REVENUE

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Mobile service ⁽¹⁾	4,963.3	4,657.6
Sale of equipment	2,024.2	2,360.5
Handset operating lease income ⁽²⁾	18.5	133.9
Mobile	7,006.0	7,152.0
Infocomm Technology ("ICT") ⁽³⁾	3,425.2	3,269.0
Data and Internet	3,181.3	3,404.9
Digital businesses ⁽⁴⁾	948.7	928.1
Fixed voice	442.1	546.6
Pay television	273.9	285.6
Others ⁽⁵⁾	61.9	57.8
Operating revenue	15,339.1	15,644.0
Operating revenue	15,339.1	15,644.0
Other income	153.0	141.5
Interest and investment income (see Note 10)	90.9	2.9
Total	15,583.0	15,788.4

Notes:

- ⁽¹⁾ Included revenues from subscription (prepaid/postpaid), interconnect, outbound and inbound roaming, wholesale revenue from MVNOs (Mobile Virtual Network Operators) and mobile content services such as music and video.
- ⁽²⁾ Comprised revenue from lease of handsets to mobile customers. Handset leasing plans in Australia ceased from July 2019.
- ⁽³⁾ Included equipment sales related to ICT services.
- ⁽⁴⁾ Mainly from provisions of digital marketing and advertising services.
- ⁽⁵⁾ Included energy reselling fees.

As at 31 March 2022, the transaction price attributable to unsatisfied performance obligations for ICT services rendered by NCS Pte. Ltd. was approximately S\$3 billion (31 March 2021: S\$3 billion) which would substantially be recognised as operating revenue over the next 5 years.

Service contracts with consumers typically range from a month to 3 years, and contracts with enterprises typically range from 1 to 3 years.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Cost of equipment sold ⁽¹⁾	2,580.4	2,942.4
Staff costs	2,773.7	2,466.4
Other cost of sales	2,283.6	2,414.9
Selling and administrative costs ⁽²⁾	1,941.1	2,013.8
Traffic expenses	1,659.8	1,679.4
Repair and maintenance	486.2	437.0
	11,724.8	11,953.9

Notes:

⁽¹⁾ Included equipment costs related to ICT services.

⁽²⁾ Included supplies and services.

5.1 Staff Costs

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Staff costs included the following –		
Contributions to defined contribution plans	235.6	215.7
Jobs Support Scheme credits from Singapore government	(4.2)	(107.1)
Performance share and share option expenses		
– equity-settled arrangements	36.1	34.1
– cash-settled arrangements	0.9	6.3

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.2 Key Management Personnel Compensation

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Key management personnel compensation ⁽¹⁾		
Executive director ⁽²⁾	3.4	3.2
Other key management personnel ⁽³⁾	13.9	17.8
	17.3	21.0
Directors' remuneration ⁽⁴⁾	2.1	2.0
	19.4	23.0

Notes:

- ⁽¹⁾ Comprise base salary, bonus, contributions to defined contribution plans and other benefits, but exclude performance share and share option expenses disclosed below.
- ⁽²⁾ Yuen Kuan Moon, the Group Chief Executive Officer, was the only Executive director of the Company in the current financial year ended 31 March 2022. For the previous financial year ended 31 March 2021, the compensation of the Executive director comprised the compensation of the former Group Chief Executive Officer, Chua Sock Koong, as well as the compensation of Yuen Kuan Moon from the date of his appointment as a Director from 1 January 2021. The Directors were awarded up to 4,359,141 (2021: 1,723,680) ordinary shares of Singtel pursuant to Singtel performance share plans, subject to certain performance criteria including other terms and conditions being met. The performance share expense computed in accordance with SFRS(I) 2, *Share-based Payment*, was S\$1.6 million (2021: S\$1.7 million).
- ⁽³⁾ The other key management personnel of the Group comprise the Chief Executive Officers of Optus, Consumer Singapore, Group Enterprise and Regional Data Centre Business, and NCS, Group Chief Corporate Officer, Group Chief Financial Officer, Group Chief People and Sustainability Officer, Group Chief Information Officer/ Chief Digital Officer, and Group Chief Technology Officer. In addition to the above, the other key management personnel in the previous financial year also included the former Chief Executive Officer of Group Strategy and Business Development, former Chief Executive Officer of Strategic Portfolio and former Group Chief Corporate Officer. The other key management personnel were awarded up to 12,487,259 (2021: 3,395,484) ordinary shares of Singtel pursuant to Singtel performance share plans, subject to certain performance criteria including other terms and conditions being met. The performance share expense computed in accordance with SFRS(I) 2 was S\$5.6 million (2021: S\$6.2 million).
- ⁽⁴⁾ Directors' remuneration comprised the following:
- (i) Directors' fees of S\$2.1 million (2021: S\$2.0 million), including fees paid to certain directors in their capacities as members of the Optus Advisory Committee and the Technology Advisory Panel, and as directors of Singtel Innov8 Pte. Ltd. and Amobee, Inc.
- (ii) Car-related benefits of the Chairman of S\$13,904 (2021: S\$9,537).
- In addition to the Directors' remuneration, Venkataraman Vishnampet Ganesan, a non-executive director of Singtel, was awarded 3,073,155 (2021: Nil) of share options pursuant to the Amobee Long-Term Incentive Plan during the financial year. The share option expense computed in accordance with SFRS(I) 2 was S\$37,224 (2021: S\$30,743).

5.3 Share-based Payments

5.3.1 Performance share plans

With effect from 1 April 2012, Restricted Share Awards and Performance Share Awards are granted to selected employees of Singtel and its subsidiaries. The awards are conditional upon the achievement of predetermined performance targets or vesting conditions over the performance period, which is two and three years for the Restricted Share Awards, and three years for the Performance Share Awards.

From 2021 Restricted Share Award, vesting would be on time-based schedule, with equal vesting over three years. A separate One-Off Long-Term Incentive Award with 5-year performance period was granted to the Management Committee in June 2021.

Awards for selected executives were previously settled by Singtel shares or cash, at the option of the recipient. With effect from 8 November 2021, awards are to be settled by Singtel shares only.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.3.1 Performance share plans (Cont'd)

Early vesting of the performance shares can also occur under special circumstances as approved by the Executive Resource and Compensation Committee such as retirement, redundancy, illness and death while in employment.

Though the performance shares are awarded by Singtel, the respective subsidiaries bear all costs and expenses in any way arising out of, or connected with, the grant and vesting of the awards to their employees.

The fair values of the performance shares are estimated using a Monte-Carlo simulation methodology at the measurement dates, which are the grant value dates for equity-settled awards, and at the end of the reporting period for cash-settled awards.

Restricted Share Awards

The movements of the number of performance shares for the Restricted Share Awards during the financial year were as follows –

Group and Company 2022	Outstanding as at 1 April 2021 '000	Granted '000	Vested '000	Cancelled '000	Outstanding as at 31 March 2022 '000
Date of grant					
FY2019 ⁽¹⁾					
19 June 2018	3,736	–	(3,706)	(30)	–
September 2018 to March 2019	126	–	(126)	–	–
FY2020					
20 June 2019	7,265	–	(3,680)	(278)	3,307
September 2019 to March 2020	207	–	(98)	(20)	89
FY2021					
23 June 2020	9,452	–	(106)	(954)	8,392
September 2020 to March 2021	188	–	–	(36)	152
FY2022					
23 June 2021	–	12,442	(43)	(1,171)	11,228
September 2021 to March 2022	–	425	–	(45)	380
	20,974	12,867	(7,759)	(2,534)	23,548

Note:

⁽¹⁾ "FY2019" denotes financial year ended 31 March 2019.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.3.1 Performance share plans (Cont'd)

Group and Company 2021	Outstanding as at 1 April 2020 '000	Granted '000	Vested '000	Cancelled '000	Outstanding as at 31 March 2021 '000
Date of grant					
<u>FY2018</u>					
19 June 2017	3,563	–	(3,548)	(15)	–
September 2017 to March 2018	43	–	(43)	–	–
<u>FY2019</u>					
19 June 2018	7,841	–	(3,886)	(219)	3,736
September 2018 to March 2019	288	–	(144)	(18)	126
<u>FY2020</u>					
20 June 2019	7,778	–	(17)	(496)	7,265
September 2019 to March 2020	223	–	–	(16)	207
<u>FY2021</u>					
23 June 2020	–	10,005	–	(553)	9,452
September 2020 to March 2021	–	188	–	–	188
	19,736	10,193	(7,638)	(1,317)	20,974

The fair values of the Restricted Share Awards and the assumptions of the fair value model for the grants were as follows –

Equity-settled	Date of grant		
	20 June 2019	23 June 2020	23 June 2021
Fair value at grant date	S\$2.85	S\$2.27	S\$2.09
Assumptions under Monte-Carlo Model			
Expected volatility			
Singtel	11.8%	19.6%	21.8%
	36 months historical volatility preceding valuation date		
Risk free interest rates			
Yield of Singapore Government Securities on	6 June 2019	17 June 2020	16 June 2021

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.3.1 Performance share plans (Cont'd)

Modification (from cash-settled to equity-settled) 2022	Date of grant		
	20 June 2019	23 June 2020	23 June 2021
Fair value at 8 November 2021 ⁽¹⁾	S\$2.53	S\$2.47	S\$2.40
Assumptions under Monte-Carlo Model			
Expected volatility			
Singtel	22.2%	22.2%	22.2%
	36 months historical volatility preceding valuation date		
Risk free interest rates			
Yield of Singapore Government Securities on	8 November 2021	8 November 2021	8 November 2021
Note:			
⁽¹⁾ With effect from 8 November 2021, awards have been modified from cash-settled to equity-settled.			
Cash-settled 2021	Date of grant		
	19 June 2018	20 June 2019	23 June 2020
Fair value at 31 March 2021	S\$2.42	S\$2.37	S\$2.26
Assumptions under Monte-Carlo Model			
Expected volatility			
Singtel	22.3%	22.3%	22.3%
	36 months historical volatility preceding March 2021		
Risk free interest rates			
Yield of Singapore Government Securities on	31 March 2021	31 March 2021	31 March 2021

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.3.1 Performance share plans (Cont'd)

Performance Share Awards

The movements of the number of performance shares for the Performance Share Awards during the financial year were as follows –

Group and Company 2022	Outstanding as at 1 April 2021 '000	Granted '000	Vested '000	Cancelled '000	Outstanding as at 31 March 2022 '000
Date of grant					
<u>FY2019</u>					
19 June 2018	3,787	–	–	(3,787)	–
September 2018 to March 2019	20	–	–	(20)	–
<u>FY2020</u>					
20 June 2019	5,851	–	–	(218)	5,633
September 2019 to March 2020	129	–	–	(7)	122
<u>FY2021</u>					
23 June 2020	5,807	–	(3)	(207)	5,597
September 2020 to March 2021	45	–	–	–	45
<u>FY2022</u>					
23 June 2021	–	4,520	(2)	(123)	4,395
September 2021 to March 2022	–	250	–	(26)	224
	15,639	4,770	(5)	(4,388)	16,016

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.3.1 Performance share plans (Cont'd)

Group and Company 2021	Outstanding as at 1 April 2020 '000	Granted '000	Vested '000	Cancelled '000	Outstanding as at 31 March 2021 '000
Date of grant					
FY2018					
19 June 2017	4,486	–	(7)	(4,479)	–
September 2017 to March 2018	17	–	–	(17)	–
FY2019					
19 June 2018	3,845	–	(6)	(52)	3,787
September 2018 to March 2019	36	–	–	(16)	20
FY2020					
20 June 2019	5,969	–	(5)	(113)	5,851
September 2019 to March 2020	129	–	–	–	129
FY2021					
23 June 2020	–	5,873	–	(66)	5,807
September 2020 to March 2021	–	45	–	–	45
	14,482	5,918	(18)	(4,743)	15,639

The fair values of the Performance Share Awards and the assumptions of the fair value model for the grants were as follows –

Equity-settled	Date of grant		
	20 June 2019	23 June 2020	23 June 2021
Fair value at grant date	S\$1.77	S\$1.36	S\$1.50
Assumptions under Monte-Carlo Model			
Expected volatility			
Singtel	11.8%	19.6%	21.8%
	36 months historical volatility preceding valuation date		
Risk free interest rates			
Yield of Singapore Government Securities on	6 June 2019	17 June 2020	16 June 2021

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.3.1 Performance share plans (Cont'd)

Modification (from cash-settled to equity-settled) 2022	Date of grant		
	20 June 2019	23 June 2020	23 June 2021
Fair value at 8 November 2021 ⁽¹⁾	S\$1.05	S\$1.20	S\$1.74
Assumptions under Monte-Carlo Model			
Expected volatility			
Singtel	22.2%	22.2%	22.2%
	36 months historical volatility preceding valuation date		
Risk free interest rates			
Yield of Singapore Government Securities on	8 November 2021	8 November 2021	8 November 2021

Note:

⁽¹⁾ With effect from 8 November 2021, awards have been modified from cash-settled to equity-settled.

Cash-settled 2021	Date of grant		
	19 June 2018	20 June 2019	23 June 2020
Fair value at 31 March 2021	S\$0.97	S\$1.11	S\$1.19
Assumptions under Monte-Carlo Model			
Expected volatility			
Singtel	22.3%	22.3%	22.3%
	36 months historical volatility preceding March 2021		
Risk free interest rates			
Yield of Singapore Government Securities on	31 March 2021	31 March 2021	31 March 2021

One-Off Long-Term Incentive Award

The movements of the number of performance shares for the One-Off Long-Term Incentive Award during the financial year were as follows –

Group and Company 2022	Outstanding as at 1 April 2021 '000	Granted '000	Vested '000	Cancelled '000	Outstanding as at 31 March 2022 '000
Date of grant					
FY2022					
23 June 2021	–	16,810	–	(1,047)	15,763
	–	16,810	–	(1,047)	15,763

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.3.1 Performance share plans (Cont'd)

The fair value of the One-Off Long-Term Incentive Award and the assumptions of the fair value model for the grant were as follows –

Equity-settled	Date of grant 23 June 2021
Fair value at grant date	S\$0.89
Assumptions under Monte-Carlo Model	
Expected volatility	18.6%
Singtel	1300 days historical volatility preceding valuation date
Risk free interest rates	
Yield of Singapore Government Securities on	16 June 2021

5.3.2 Amobee's share options – equity-settled arrangement

In April 2015, Amobee Group Pte. Ltd. ("Amobee"), a wholly-owned subsidiary of the Company, implemented the 2015 Long-Term Incentive Plan ("Amobee LTI Plan"). Selected employees (including executive directors) and non-executive directors of Amobee and/or its subsidiaries are granted options to purchase ordinary shares of Amobee.

Options are exercisable at a price no less than 100% of the fair value of the ordinary shares of Amobee on the date of grant. Options for employees are scheduled to be fully vested in either 3 years or 3.5 years from the vesting commencement date.

The grant dates, exercise prices and fair values of the share options were as follows –

Equity-settled	Exercise price US\$	Fair value at grant/ repriced date US\$
For employees		
13 April 2015	0.79	0.224 to 0.261
14 October 2015	0.54 to 0.79	0.217 to 0.287
20 January 2016, 10 May 2016, 24 August 2016	0.54	0.287
23 June 2016	0.54	0.273 to 0.287
19 July 2017, 18 August 2017, 12 September 2017, 25 January 2018	0.54	0.260 to 0.268
21 August 2018, 25 March 2019	0.55 to 0.58	0.259 to 0.266
15 August 2019, 29 October 2019	0.58	0.248 to 0.287
6 August 2021	0.046	0.020 to 0.022
For non-executive directors		
21 August 2018	0.55	0.181
1 October 2019	0.58	0.215
6 August 2021	0.046	0.017
22 October 2021	0.046	0.017 to 0.019

The terms of the options granted to employees and non-executive directors are 10 years and 5 years from the date of grant respectively.

The fair values for the share options granted were estimated using the Black-Scholes pricing model.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.3.2 Amobee's share options – equity-settled arrangement (Cont'd)

From 1 April 2021 to 31 March 2022,

- (a) options in respect of an aggregate of 295.5 million of ordinary shares in Amobee have been granted to the employees and non-executive directors of Amobee and/or its subsidiaries.
- (b) 449,737 ordinary shares of Amobee were issued pursuant to the exercise of options granted under the Amobee LTI Plan.

As at 31 March 2022, options in respect of an aggregate of 278.9 million of ordinary shares in Amobee are outstanding.

5.3.3 Singtel Enterprise Security's share options – equity-settled arrangement

In August 2020, Singtel Enterprise Security Pte. Ltd. ("SES"), a wholly-owned subsidiary of the Company, implemented the Singtel Enterprise Security Pte. Ltd. 2020 Long-Term Incentive Plan ("SES LTI Plan"). Under the terms of SES LTI Plan, options to purchase ordinary shares of SES may be granted to employees (including executive directors) and non-executive directors of SES and/or any of its subsidiaries, including those of Trustwave Holdings, Inc.

Options are exercisable at a price no less than 100% of the fair value of the ordinary shares of SES on the date of grant, and are scheduled to be fully vested 4 years from the vesting commencement date.

The grant date, exercise price and fair value of the stock options were as follows –

Equity-settled		
Date of grant	Exercise price US\$	Fair value at grant date US\$
1 August 2020	7.39	2.84

The term of each option granted is 10 years from the date of grant.

The fair value for the stock options granted was estimated using the Black-Scholes pricing model.

From 1 April 2021 to 31 March 2022,

- (a) no options in respect of ordinary shares in SES have been granted to the employees and non-executive directors of SES and/or its subsidiaries.
- (b) no ordinary shares of SES were issued during the financial year pursuant to the exercise of options granted under the SES LTI Plan.

As at 31 March 2022, options in respect of an aggregate of 2.1 million of ordinary shares in SES are outstanding.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

5. OPERATING EXPENSES (Cont'd)

5.4 Structured Entity

The Trust's purpose is to purchase the Company's shares from the open market for delivery to the recipients upon vesting of the share-based payments awards.

As at the end of the reporting period, the Trust held the following assets –

	Group		Company	
	2022 S\$ Mil	2021 S\$ Mil	2022 S\$ Mil	2021 S\$ Mil
Cost of Singtel shares, net of vesting	6.0	18.3	5.6	16.8
Cash at bank	0.2	0.3	0.2	0.3
	6.2	18.6	5.8	17.1

The details of Singtel shares held by the Trust were as follows –

Group	Number of shares		Amount	
	2022 '000	2021 '000	2022 S\$ Mil	2021 S\$ Mil
Balance as at 1 April	6,491	8,001	18.3	26.8
Purchase of Singtel shares	948	3,941	2.3	9.5
Vesting of shares	(5,241)	(5,451)	(14.6)	(18.0)
Balance as at 31 March	2,198	6,491	6.0	18.3

Upon consolidation of the Trust in the consolidated financial statements, the weighted average cost of vested Singtel shares is taken to 'Capital Reserve' whereas the weighted average cost of unvested shares is taken to 'Treasury Shares' within equity. See **Note 2.21**.

5.5 Other Operating Expense Items

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Operating expenses included the following –		
Auditors' remuneration		
– KPMG LLP, Singapore	2.4	2.3
– KPMG, Australia	1.7	1.3
– Other KPMG offices	1.2	1.2
Non-audit fees paid to		
– KPMG LLP, Singapore	0.7	0.6
– KPMG, Australia	0.2	0.1
– Other KPMG offices	*	0.1
Impairment of trade receivables	94.8	155.3
Allowance for inventory obsolescence	1.8	12.2
Lease expenses for short term leases	19.7	16.8

"*" denotes amount of less than S\$0.05 million.

The Audit Committee had undertaken a review of the non-audit services provided by the auditors, KPMG LLP, and in the opinion of the Audit Committee, these services did not affect the independence of the auditors.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

6. OTHER INCOME

Other income included the following items –

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Rental income	3.5	3.1
Net losses on disposal of property, plant and equipment	(6.5)	(6.1)
Net foreign exchange losses	(1.8)	(4.8)

7. DEPRECIATION AND AMORTISATION

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Depreciation of property, plant and equipment	1,944.9	1,896.9
Depreciation of right-of-use assets	433.2	427.4
Amortisation of intangible assets	344.4	360.5
	2,722.5	2,684.8

8. EXCEPTIONAL ITEMS

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Exceptional gains		
Gain on disposal of subsidiary (see Note 8.1)	755.9	–
Gain on dilution of interest in joint ventures	1.3	647.6
Gain on disposal of property	–	5.8
Other gains ⁽¹⁾	61.0	–
	818.2	653.4
Exceptional losses		
Impairment of subsidiary held for sale ⁽²⁾	(310.0)	–
Impairment of goodwill ⁽³⁾	–	(840.5)
Impairment of other intangibles ⁽³⁾	–	(84.0)
Provision for interest and penalties ⁽⁴⁾	(177.2)	–
Impairment of property, plant and equipment	(1.4)	(166.9)
Write-off of property, plant and equipment	–	(44.5)
Payroll review programme and other charges ⁽⁵⁾	–	(102.0)
Staff restructuring costs	(35.1)	(17.8)
Impairment of investment in an associate	–	(2.0)
Release of goodwill in a joint venture	(17.5)	–
Others ⁽⁶⁾	(40.6)	–
	(581.8)	(1,257.7)
	236.4	(604.3)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

8. EXCEPTIONAL ITEMS (Cont'd)

Notes:

- (1) Included a reversal of provision for contingent claims.
- (2) In the current financial year, the Group recorded an impairment charge to Amobee, Inc. and reclassified it as subsidiary held for sale.
- (3) In the previous financial year, the Group recorded impairment charges to the goodwill and other intangibles of Amobee, Inc. and Global Cyber Security Business.
- (4) Comprised provision for interest and penalties on primary tax arising from an unfavourable judgement from the Federal Court of Australia for a tax dispute in connection with the acquisition financing of Optus.
- (5) Comprised staff payroll adjustments, professional fees as well as remediation of systems and processes by Optus in the previous financial year.
- (6) Included stamp duty and other fees relating to the restructuring of tower infrastructure assets in Australia, and other provisions.

8.1. Gain on disposal of subsidiary

On 17 November 2021, the Group's wholly-owned subsidiary, Singtel ATN Pte. Ltd. ("Singtel ATN"), completed the sale of 70% of the shares in Australia Tower Network Pty Ltd ("ATN").

The net consideration was A\$1.85 billion (S\$1.85 billion), comprising the following payments made on completion:

- (a) A\$0.87 billion (S\$0.87 billion) for the sale of 70% shares in ATN;
- (b) A\$0.50 billion (S\$0.50 billion) as a return of capital by ATN to Singtel ATN; and
- (c) A\$0.49 billion (S\$0.49 billion) as the full repayment of outstanding loans by ATN to Optus Mobile Pty Limited, a wholly-owned subsidiary of the Group.

Following the completion, ATN ceased to be a subsidiary of Singtel ATN. The Group retained a 30% shareholding in ATN and accounted for it as an associate. The effect of disposal to the Group is set out below:

	Group 2022 S\$ Mil
Intangible assets	149.2
Property, plant and equipment	456.1
Right-of-use and other assets	161.9
Lease liabilities	(141.5)
Trade and other liabilities	(59.7)
Net assets and liabilities derecognised	566.0
Consideration (net)	
Net cash inflows on disposal of subsidiary during the year	1,850.9
Non-cash item	
Investment in associate	388.1
Gain on disposal of subsidiary	1,673.0
<i>Less: Deferral of gain on disposal of subsidiary ⁽¹⁾</i>	<i>(269.6)</i>
	1,403.4
Proportionate release of goodwill	(597.3)
Release of translation loss	(50.2)
Gain on disposal of 70% shareholding in a subsidiary (see Note 8)	755.9

Note:

- (1) Included the Group's 30% retained interest on gain arising from disposal of network assets from the Group to ATN. The gain was deferred in the Group's statement of financial position and amortised over the useful life of the network assets.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

9. SHARE OF RESULTS OF ASSOCIATES AND JOINT VENTURES

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Share of ordinary results		
– joint ventures	1,981.7	1,628.1
– associates	154.3	170.0
	2,136.0	1,798.1
Share of net exceptional losses of joint ventures (post-tax) ⁽¹⁾	127.6	(670.2)
Share of tax of ordinary results		
– joint ventures	(581.1)	(497.4)
– associates	(29.7)	(23.8)
	(610.8)	(521.2)
	1,652.8	606.7

Notes:

- ⁽¹⁾ Comprised share of exceptional items from Bharti Airtel Limited (“Airtel”), PT Telekomunikasi Selular (“Telkomsel”) and Globe Telecom, Inc. (“Globe”).
- (a) Airtel’s exceptional items in the current financial year included fair value loss on revaluation of its foreign currency convertible bonds, asset impairment charges and a one-time cost from commercial settlement with a customer, partly mitigated by a gain on settlement of disputes with a strategic vendor, gains on sale of various tower assets in Africa and 800 MHz spectrum, and recognition of a deferred tax asset on account of carried forward losses of a subsidiary. Airtel’s exceptional items in the previous financial year included additional provisions made for licence, spectrum usage and interest charges in relation to its adjusted gross revenue matter, tax charges, asset impairments as well as other provisions, partly mitigated by a gain on deemed disposal of a subsidiary.
- (b) Telkomsel’s exceptional items in the current and previous financial years included gains from the sale of telecommunication towers.
- (c) Globe’s exceptional items in the current financial year included gains on disposal of its stake in data centre business and deemed disposal of a joint venture, partly offset by asset impairment charges.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

10. INTEREST AND INVESTMENT INCOME (NET)

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Interest income from		
– bank deposits	2.0	2.2
– others	1.5	1.2
	3.5	3.4
Gross dividends and other investment income	83.5	13.6
	87.0	17.0
Other foreign exchange losses	(2.1)	(6.8)
Other fair value gains/ (losses)	4.6	(5.4)
Fair value gains/ (losses) on fair value hedges		
– hedged items	76.6	140.2
– hedging instruments	(75.2)	(142.1)
	1.4	(1.9)
Fair value (losses)/ gains on cash flow hedges		
– hedged items	(4.1)	555.0
– hedging instruments	4.1	(555.0)
	–	–
	90.9	2.9

11. FINANCE COSTS

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Interest expense on		
– bonds	263.4	289.9
– bank loans	11.7	22.5
– lease liabilities	131.7	77.9
	406.8	390.3
Less: Amounts capitalised	(1.2)	(0.4)
	405.6	389.9
Financing related costs	19.4	24.4
Effects of hedging using interest rate swaps	(21.3)	(16.2)
	403.7	398.1

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

12. TAXATION

12.1 Tax Expense

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Current income tax		
– Singapore	180.2	142.9
– Overseas ⁽¹⁾	339.2	(48.5)
	519.4	94.4
Deferred tax credit	(20.5)	(49.7)
Tax expense attributable to current year's profit	498.9	44.7
Adjustments in respect of prior years –		
Current income tax	(39.8)	(24.6)
Deferred income tax	36.9	28.3
Withholding taxes on dividend income from associates and joint ventures	165.9	145.7
	661.9	194.1

Note:

⁽¹⁾ Included provision for primary tax arising from an unfavourable judgement from the Federal Court of Australia in the current financial year.

The tax expense on profits was different from the amount that would arise using the Singapore standard rate of income tax due to the following –

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Profit before tax	2,621.2	754.0
Less: Share of results of associates and joint ventures	(1,652.8)	(606.7)
	968.4	147.3
Tax calculated at tax rate of 17 per cent (2021: 17 per cent)	164.7	25.0
Effects of –		
Different tax rates of other countries	47.6	(106.0)
Income not subject to tax	(22.0)	(140.0)
Expenses not deductible for tax purposes	103.5	216.3
Deferred tax asset not recognised	49.2	59.4
Others ⁽¹⁾	155.9	(10.0)
Tax expense attributable to current year's profit	498.9	44.7

Note:

⁽¹⁾ Included provision for primary tax arising from an unfavourable judgement from the Federal Court of Australia in the current financial year.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

12. TAXATION (Cont'd)

12.2 Deferred Taxes

The movements of the deferred tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) during the financial year were as follows –

Group – 2022 Deferred tax assets	Provisions S\$ Mil	TWDV ⁽¹⁾ in excess of NBV ⁽²⁾ of depreciable assets S\$ Mil	Others S\$ Mil	Total S\$ Mil
Balance as at 1 April 2021	46.5	(8.7)	395.0	432.8
(Charged)/ Credited to income statement	(12.5)	(52.9)	10.2	(55.2)
Charged to other comprehensive income	–	–	(3.7)	(3.7)
Transfer from/ (to) current tax	41.1	–	(5.5)	35.6
Disposal of a subsidiary	–	–	(7.6)	(7.6)
Reclassified to subsidiary held for sale	–	–	(1.8)	(1.8)
Translation differences	(1.4)	(4.8)	(1.5)	(7.7)
Balance as at 31 March 2022	73.7	(66.4)	385.1	392.4

Group – 2022 Deferred tax liabilities	Accelerated tax depreciation S\$ Mil	Offshore interest and dividend not remitted S\$ Mil	Others S\$ Mil	Total S\$ Mil
Balance as at 1 April 2021	(508.4)	(5.4)	(115.8)	(629.6)
Acquisition of a subsidiary	–	–	(4.3)	(4.3)
Credited to income statement	26.1	*	9.7	35.8
Transfer to current tax	–	–	31.8	31.8
Disposal of subsidiary	–	–	(0.3)	(0.3)
Adjustment ⁽¹⁾	–	–	(16.8)	(16.8)
Translation differences	(0.1)	–	1.7	1.6
Balance as at 31 March 2022	(482.4)	(5.4)	(94.0)	(581.8)

"*" denotes amount of less than S\$0.05 million.

Note:

⁽¹⁾ This arose from the finalisation of the purchase price allocation from acquisition of the mobile business of amaysim Australia Limited in the previous financial year.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

12. TAXATION (Cont'd)

12.2 Deferred Taxes (Cont'd)

Group – 2021	Provisions	TWDV ⁽¹⁾ in excess of NBV ⁽²⁾ of depreciable assets	Others	Total
Deferred tax assets	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Balance as at 1 April 2020	30.2	21.9	301.2	353.3
(Charged)/ Credited to income statement	(19.0)	(34.3)	73.1	19.8
Credited to other comprehensive income	–	–	7.5	7.5
Transfer from/ (to) current tax	31.0	–	(2.1)	28.9
Translation differences	4.3	3.7	15.3	23.3
Balance as at 31 March 2021	46.5	(8.7)	395.0	432.8

Group – 2021	Accelerated tax depreciation	Offshore interest and dividend not remitted	Others	Total
Deferred tax liabilities	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Balance as at 1 April 2020	(485.3)	(5.3)	(154.0)	(644.6)
(Charged)/ Credited to income statement	(23.6)	(0.1)	22.3	(1.4)
Transfer to current tax	–	–	10.5	10.5
Translation differences	0.5	–	5.4	5.9
Balance as at 31 March 2021	(508.4)	(5.4)	(115.8)	(629.6)

Company – 2022	Provisions	Others	Total
Deferred tax assets	S\$ Mil	S\$ Mil	S\$ Mil
Balance as at 1 April 2021	0.6	110.3	110.9
Charged to income statement	(0.3)	(0.7)	(1.0)
Balance as at 31 March 2022	0.3	109.6	109.9

Company – 2022	Accelerated tax depreciation	Others	Total
Deferred tax liabilities	S\$ Mil	S\$ Mil	S\$ Mil
Balance as at 1 April 2021	(332.3)	(79.6)	(411.9)
Credited/ (Charged) to income statement	68.8	(3.5)	65.3
Balance as at 31 March 2022	(263.5)	(83.1)	(346.6)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

12. TAXATION (Cont'd)

12.2 Deferred Taxes (Cont'd)

Company – 2021 Deferred tax assets	Provisions S\$ Mil	Others S\$ Mil	Total S\$ Mil
Balance as at 1 April 2020	0.4	122.1	122.5
Credited/ (Charged) to income statement	0.2	(11.8)	(11.6)
Balance as at 31 March 2021	0.6	110.3	110.9

Company – 2021 Deferred tax liabilities	Accelerated tax depreciation S\$ Mil	Others S\$ Mil	Total S\$ Mil
Balance as at 1 April 2020	(309.4)	(88.6)	(398.0)
(Charged)/ Credited to income statement	(22.9)	9.0	(13.9)
Balance as at 31 March 2021	(332.3)	(79.6)	(411.9)

Notes:

⁽¹⁾ TWDV – Tax written down value

⁽²⁾ NBV – Net book value

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set-off current tax assets against current tax liabilities, and when deferred income taxes relate to the same fiscal authority.

The amounts, determined after appropriate offsetting, were shown in the statements of financial position as follows –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Deferred tax assets	309.4	302.1	–	–
Deferred tax liabilities	(498.8)	(498.9)	(236.7)	(301.0)
	(189.4)	(196.8)	(236.7)	(301.0)

Deferred tax assets are recognised to the extent that realisation of the related tax benefits through future taxable profits is probable.

As at 31 March 2022, the subsidiaries of the Group had estimated unutilised income tax losses of approximately S\$1.92 billion (31 March 2021: S\$1.73 billion), of which S\$138 million (31 March 2021: S\$103 million) will expire in the next five years and S\$837 million (31 March 2021: S\$871 million) will expire from 2027 to 2037.

As at 31 March 2022, the subsidiaries of the Group also had estimated unutilised investment allowances of S\$13 million (31 March 2021: S\$41 million) and unutilised capital tax losses of S\$64 million (31 March 2021: S\$65 million).

These unutilised income tax losses and investment allowances are available for set-off against future taxable profits, subject to the agreement of the relevant tax authorities and compliance with certain provisions of the income tax regulations of the respective countries in which the subsidiaries operate. The unutilised capital tax losses are available for set-off against future capital gains of a similar nature subject to compliance with certain statutory tests in Australia.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

12. TAXATION (Cont'd)

12.2 Deferred Taxes (Cont'd)

As at the end of the reporting period, the potential tax benefits arising from the following items were not recognised in the financial statements due to uncertainty on their recoverability –

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Unutilised income tax losses and investment allowances	1,931.5	1,774.1
Unutilised capital tax losses	64.3	65.0

13. EARNINGS PER SHARE

	Group	
	2022 '000	2021 '000
Weighted average number of ordinary shares in issue for calculation of basic earnings per share ⁽¹⁾	16,508,218	16,361,860
Adjustment for dilutive effects of performance share plans	42,061	24,666
Weighted average number of ordinary shares for calculation of diluted earnings per share	16,550,279	16,386,526

Note:

⁽¹⁾ Adjusted to exclude the number of performance shares held by the Trust and the Company.

'Basic earnings per share' is calculated by dividing the Group's profit attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the financial year.

For 'Diluted earnings per share', the weighted average number of ordinary shares in issue includes the number of additional shares outstanding if the potential dilutive ordinary shares arising from the performance shares granted by the Group were issued. Adjustment is made to earnings for the dilutive effect arising from the associates and joint ventures' dilutive shares.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

14. RELATED PARTY TRANSACTIONS

In addition to the related party information disclosed elsewhere in the financial statements, the Group had the following significant transactions and balances with related parties –

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Income		
Subsidiaries of ultimate holding company		
Telecommunications	76.1	90.2
Associates		
Telecommunications	6.6	3.7
Joint ventures		
Telecommunications	17.2	11.4
Expenses		
Subsidiaries of ultimate holding company		
Telecommunications	25.7	40.9
Utilities	94.2	66.8
Depreciation of right-of-use assets	30.8	53.9
Interest expense on lease liabilities	7.8	9.0
Associates		
Telecommunications	126.1	130.6
Postal	8.0	10.0
Maintenance	7.3	7.6
Depreciation of right-of-use assets	27.5	–
Interest expense on lease liabilities	40.4	–
Joint ventures		
Telecommunications	4.3	7.3
Transmission capacity	19.5	22.7
Others		
Subsidiaries of ultimate holding company		
Right-of-use assets	142.5	148.0
Lease liabilities	205.7	242.9
Associates		
Investment in associate	30.1	6.3
Right-of-use assets	1,283.1	–
Lease liabilities	1,358.1	–
Joint ventures		
Investment in joint ventures	38.1	–
Due from subsidiaries of ultimate holding company	34.4	24.0
Due to subsidiaries of ultimate holding company	8.5	8.9

All the above transactions were on normal commercial terms and conditions and at market rates.

Please refer to **Note 5.2** for information on key management personnel compensation.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

15. CASH AND CASH EQUIVALENTS

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Fixed deposits	1,028.4	155.6	36.3	48.2
Cash and bank balances	1,101.7	599.1	26.1	78.0
Cash and cash equivalents in the Statement of Financial Position	2,130.1	754.7	62.4	126.2
Cash and cash equivalents included in subsidiary held for sale	33.2	-	-	-
Less: Restricted cash	(14.6)	(14.2)	(0.1)	(0.2)
Cash and cash equivalents in the Consolidated Statement of Cash Flows	2,148.7	740.5	62.3	126.0

Cash and cash equivalents in the Consolidated Statement of Financial Position included restricted cash relating to the provision of mobile money remittance and payment services in Singapore.

The carrying amounts of the cash and cash equivalents approximate their fair values.

Cash and cash equivalents denominated in currencies other than the respective functional currencies of the Group's entities were as follows –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
USD	130.0	138.5	45.9	67.1
EUR	43.0	37.4	1.3	9.6
SGD	35.8	5.2	NA	NA

"NA" denotes Not Applicable

The maturities of the fixed deposits were as follows –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Less than three months	977.8	136.3	36.3	48.2
Over three months	50.6	19.3	-	-
	1,028.4	155.6	36.3	48.2

As at 31 March 2022, the weighted average effective interest rate of the fixed deposits of the Group and the Company were 0.3% (31 March 2021: 0.2%) per annum and 0.23% (31 March 2021: 0.06%) per annum respectively.

The exposure of cash and cash equivalents to interest rate risks is disclosed in **Note 39.3**.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

16. TRADE AND OTHER RECEIVABLES

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Current				
Trade receivables	1,700.5	1,919.9	343.0	335.1
Contract assets	2,645.5	2,690.0	17.9	13.5
	4,346.0	4,609.9	360.9	348.6
Less: Allowance for ECL	(247.0)	(290.6)	(85.8)	(92.3)
	4,099.0	4,319.3	275.1	256.3
Other receivables	275.5	302.0	20.0	32.0
Loans to subsidiaries	–	–	113.1	112.6
Amount due from subsidiaries				
– trade	–	–	709.5	934.3
– non-trade	–	–	1,387.4	811.5
Less: Allowance for ECL	–	–	(43.3)	(46.2)
	–	–	2,053.6	1,699.6
Amount due from associates and joint ventures				
– trade	17.1	10.8	3.9	1.7
– non-trade	161.1	144.4	1.6	–
	178.2	155.2	5.5	1.7
Prepayments	642.4	610.1	45.5	44.8
Interest receivable	41.3	43.4	16.6	16.5
Others	8.8	13.7	–	–
	5,245.2	5,443.7	2,529.4	2,163.5

"ECL" denotes expected credit loss.

Trade receivables are non-interest bearing and are generally on 14-day or 30-day terms, while balances due from carriers are on 60-day terms. There was no significant change in contract assets during the year.

As at 31 March 2022, the effective interest rate of an amount due from a subsidiary of S\$948.9 million (31 March 2021: S\$216.2 million) was nil (31 March 2021: 0.0001% per annum). The loans to subsidiaries and amounts due from other subsidiaries, associates and joint ventures were unsecured, interest-free and repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

16. TRADE AND OTHER RECEIVABLES (Cont'd)

The age analysis of trade receivables and contract assets (before allowance for expected credit loss) was as follows –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Less than 60 days	4,042.3	4,214.7	265.5	232.8
61 to 120 days	79.9	134.9	27.7	29.8
More than 120 days	223.8	260.3	67.7	86.0
	4,346.0	4,609.9	360.9	348.6

The movements in the allowance for expected credit losses of trade receivables and contract assets were as follows –

	Group		Company	
	2022 S\$ Mil	2021 S\$ Mil	2022 S\$ Mil	2021 S\$ Mil
Balance as at 1 April	290.6	310.8	92.3	93.5
Acquisition of a subsidiary	–	0.3	–	–
Reclassified to subsidiary held for sale	(1.5)	–	–	–
Allowance	125.4	181.4	27.0	32.4
Utilisation of allowance	(135.8)	(212.4)	(23.5)	(26.8)
Write-back of allowance	(30.6)	(26.1)	(10.0)	(6.8)
Translation differences	(1.1)	36.6	–	–
Balance as at 31 March	247.0	290.6	85.8	92.3

The maximum exposure to credit risk for trade receivables and contract assets were as follows –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Individuals	2,246.7	2,289.6	82.2	93.6
Corporations and others	1,852.3	2,029.7	192.9	162.7
	4,099.0	4,319.3	275.1	256.3

The expected credit losses for debts which are collectively assessed are estimated based on a provision matrix by reference to historical credit loss experience of the different segments, adjusted as appropriate to reflect current conditions and estimates of future economic conditions as applicable. The expected credit losses for debts which are individually assessed are based on an analysis of the debtor's current financial position and are adjusted for factors that are specific to the debtors.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

17. INVENTORIES

	Group		Company	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Equipment held for resale	231.2	238.8	4.2	4.4
Maintenance and capital works' inventories	38.5	32.8	37.3	31.2
	269.7	271.6	41.5	35.6

18. DERIVATIVE FINANCIAL INSTRUMENTS

	Group		Company	
	2022	2021	2022	2021
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Balance as at 1 April	(281.9)	717.8	(75.9)	94.4
Fair value gains/ (losses)				
– included in income statement	21.7	(696.0)	(42.1)	(143.6)
– included in 'Hedging Reserve'	26.1	(163.7)	17.2	(26.7)
Acquisition of a subsidiary	5.0	–	–	–
Settlement of swaps for bonds repaid	(43.5)	(196.8)	–	–
Disposal of a subsidiary	(27.2)	–	–	–
Others	(40.0)	–	–	–
Translation differences	6.1	56.8	–	–
Balance as at 31 March	(333.7)	(281.9)	(100.8)	(75.9)

	Group		Company	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Disclosed as –				
Current asset	35.6	62.2	3.5	1.2
Non-current asset	81.6	23.9	0.2	3.7
Current liability	(16.5)	(29.5)	(1.9)	(4.1)
Non-current liability	(434.4)	(338.5)	(102.6)	(76.7)
	(333.7)	(281.9)	(100.8)	(75.9)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

18. DERIVATIVE FINANCIAL INSTRUMENTS (Cont'd)

18.1 Fair Values

The fair values of the currency and interest rate swap contracts excluded accrued interest of S\$5.3 million (31 March 2021: S\$6.0 million). The accrued interest is separately disclosed in **Note 16** and **Note 29**.

The fair values of the derivative financial instruments were as follows –

	Group		Company	
	Fair values		Fair values	
	Assets	Liabilities	Assets	Liabilities
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
2022				
Fair value and cash flow hedges				
Cross currency swaps	6.9	390.4	–	95.3
Interest rate swaps	66.4	9.0	–	9.0
Forward foreign exchange contracts	7.8	51.5	3.7	0.2
Derivatives that do not qualify for hedge accounting	36.1	–	–	–
	117.2	450.9	3.7	104.5
Disclosed as –				
Current	35.6	16.5	3.5	1.9
Non-current	81.6	434.4	0.2	102.6
	117.2	450.9	3.7	104.5
	Group		Company	
	Fair values		Fair values	
	Assets	Liabilities	Assets	Liabilities
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
2021				
Fair value and cash flow hedges				
Cross currency swaps	70.9	270.6	3.7	54.3
Interest rate swaps	5.9	41.6	–	22.2
Forward foreign exchange contracts	9.3	55.8	1.2	4.3
	86.1	368.0	4.9	80.8
Disclosed as –				
Current	62.2	29.5	1.2	4.1
Non-current	23.9	338.5	3.7	76.7
	86.1	368.0	4.9	80.8

The cash flow hedges are designated for foreign currency commitments and repayments of principal and interest of foreign currency denominated bonds.

The forecast transactions for the foreign currency commitments are expected to occur in the financial year ending 31 March 2023, while the forecast transactions for the repayment of principal and interest of the foreign currency denominated bonds will occur according to the timing disclosed in **Note 30**.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

18. DERIVATIVE FINANCIAL INSTRUMENTS (Cont'd)

18.1 Fair Values (Cont'd)

As at 31 March 2022, the details of the outstanding derivative financial instruments were as follows –

	Group		Company	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Interest rate swaps				
Notional principal (S\$ million equivalent)	2,350.7	3,220.1	703.4	703.4
Fixed interest rates	1.6% – 3.9%	1.6% – 5.4%	1.9% – 3.9%	1.9% – 3.9%
Floating interest rates	0.3%	0.1% – 1.1%	–	–
Cross currency swaps				
Notional principal (S\$ million equivalent)	5,038.4	6,977.2	676.9	672.1
Fixed interest rates	1.8% – 5.2%	1.8% – 5.2%	5.2%	5.2%
Floating interest rates	0.8% – 2.4%	0.7% – 2.2%	1.9% – 2.4%	1.7% – 2.2%
Forward foreign exchange				
Notional principal (S\$ million equivalent)	2,108.2	2,340.4	355.0	1,130.5

The interest rate swaps entered into by the Group are re-priced at intervals ranging from quarterly to six-monthly periods. The interest rate swaps entered into by the Company are re-priced every six months.

19. SUBSIDIARY HELD FOR SALE

	Group	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Assets directly associated with subsidiary held for sale		
Property, plant and equipment	19.0	–
Right-of-use assets	55.9	–
Goodwill ⁽¹⁾	101.0	–
Other intangible assets	63.2	–
Trade and other receivables	175.1	–
Cash and cash equivalents	33.2	–
Other assets	2.4	–
	449.8	–
Liabilities directly associated with subsidiary held for sale		
Trade and other payables	(173.9)	–
Lease liabilities	(59.3)	–
	(233.2)	–

Note:

⁽¹⁾ Net of impairment charge of S\$310 million recorded under exceptional items (see **Note 8**).

As at 31 March 2022, the assets and liabilities directly associated with subsidiary held for sale, were in relation to planned divestment in its wholly-owned subsidiary, Amobee, Inc. ("**Amobee**"). The fair value was determined based on indicative price ranges adjusted for certain undertakings. The sale is expected to be completed within the next one year.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

20. PROPERTY, PLANT AND EQUIPMENT

Group – 2022	Freehold land S\$ Mil	Buildings S\$ Mil	Transmission plant and equipment S\$ Mil	Switching equipment S\$ Mil	Other plant and equipment S\$ Mil	Capital work-in- progress S\$ Mil	Total S\$ Mil
Cost							
Balance as at 1 April 2021	23.0	908.8	22,065.1	3,285.7	6,785.0	1,615.5	34,683.1
Additions (net of rebates)	-	0.6	110.5	18.5	122.0	1,670.8	1,922.4
Disposals/ Write-offs	-	-	(63.3)	(34.7)	(114.3)	(21.0)	(233.3)
Acquisition of subsidiaries	-	-	-	-	0.4	-	0.4
Disposal of subsidiaries	-	-	(744.4)	(3.6)	(7.2)	-	(755.2)
Reclassified to subsidiary held for sale	-	-	-	-	(65.4)	-	(65.4)
Reclassifications/ Adjustments	-	24.9	841.8	589.4	288.5	(1,749.3)	(4.7)
Translation differences	(0.2)	(3.3)	(212.0)	(15.3)	(39.8)	(8.5)	(279.1)
Balance as at 31 March 2022	22.8	931.0	21,997.7	3,840.0	6,969.2	1,507.5	35,268.2
Accumulated depreciation							
Balance as at 1 April 2021	-	450.5	15,492.0	1,800.7	5,213.8	-	22,957.0
Depreciation charge for the year	-	43.9	1,035.7	123.2	742.1	-	1,944.9
Disposals/ Write-offs	-	-	(61.4)	(34.7)	(104.4)	-	(200.5)
Acquisition of subsidiaries	-	-	-	-	0.2	-	0.2
Disposal of subsidiaries	-	-	(291.4)	(0.5)	(7.0)	-	(298.9)
Reclassified to subsidiary held for sale	-	-	-	-	(44.2)	-	(44.2)
Reclassifications/ Adjustments	-	-	-	-	0.4	-	0.4
Translation differences	-	(0.3)	(138.1)	(6.8)	(26.7)	-	(171.9)
Balance as at 31 March 2022	-	494.1	16,036.8	1,881.9	5,774.2	-	24,187.0
Accumulated impairment							
Balance as at 1 April 2021	-	0.4	150.2	0.3	20.5	20.6	192.0
Impairment charge for the year	-	-	-	-	1.4	-	1.4
Disposals/ Write-offs	-	(0.4)	-	-	(0.2)	-	(0.6)
Reclassified to subsidiary held for sale	-	-	-	-	(2.2)	-	(2.2)
Translation differences	-	-	(1.6)	-	(0.2)	-	(1.8)
Balance as at 31 March 2022	-	-	148.6	0.3	19.3	20.6	188.8
Net Book Value as at 31 March 2022	22.8	436.9	5,812.3	1,957.8	1,175.7	1,486.9	10,892.4

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

20. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Group – 2021	Freehold land S\$ Mil	Buildings S\$ Mil	Transmission plant and equipment S\$ Mil	Switching equipment S\$ Mil	Other plant and equipment S\$ Mil	Capital work-in-progress S\$ Mil	Total S\$ Mil
Cost							
Balance as at 1 April 2020	19.7	883.5	19,733.0	2,676.1	6,516.7	1,561.9	31,390.9
Additions (net of rebates)	-	0.5	62.2	21.1	77.8	1,948.7	2,110.3
Disposals/ Write-offs	-	(21.5)	(1,270.9)	(244.4)	(717.0)	-	(2,253.8)
Acquisition of a subsidiary	-	-	-	-	2.6	-	2.6
Reclassifications/ Adjustments	-	*	989.0	609.6	392.4	(2,020.4)	(29.4)
Translation differences	3.3	46.3	2,551.8	223.3	512.5	125.3	3,462.5
Balance as at 31 March 2021	23.0	908.8	22,065.1	3,285.7	6,785.0	1,615.5	34,683.1
Accumulated depreciation							
Balance as at 1 April 2020	-	416.1	13,905.4	1,839.8	4,841.0	-	21,002.3
Depreciation charge for the year	-	54.3	1,035.7	112.7	694.2	-	1,896.9
Disposals/ Write-offs	-	(21.2)	(1,221.2)	(244.4)	(714.7)	-	(2,201.5)
Reclassifications/ Adjustments	-	(4.7)	-	-	(15.3)	-	(20.0)
Translation differences	-	6.0	1,772.1	92.6	408.6	-	2,279.3
Balance as at 31 March 2021	-	450.5	15,492.0	1,800.7	5,213.8	-	22,957.0
Accumulated impairment							
Balance as at 1 April 2020	-	0.4	5.4	0.3	18.7	-	24.8
Impairment charge for the year	-	-	146.3	-	-	20.6	166.9
Translation differences	-	-	(1.5)	-	1.8	-	0.3
Balance as at 31 March 2021	-	0.4	150.2	0.3	20.5	20.6	192.0
Net Book Value as at 31 March 2021	23.0	457.9	6,422.9	1,484.7	1,550.7	1,594.9	11,534.1

*** denotes amount of less than S\$0.05 million.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

20. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Company – 2022	Freehold land S\$ Mil	Buildings S\$ Mil	Transmission plant and equipment S\$ Mil	Switching equipment S\$ Mil	Other plant and equipment S\$ Mil	Capital work-in-progress S\$ Mil	Total S\$ Mil
Cost							
Balance as at 1 April 2021	0.4	522.3	3,173.6	607.0	2,374.3	595.6	7,273.2
Additions (net of rebates)	-	0.3	28.2	5.2	33.9	214.5	282.1
Disposals/ Write-offs	-	(116.7)	(40.0)	(66.2)	(624.7)	(58.2)	(905.8)
Reclassifications	-	6.4	33.0	29.6	210.7	(279.7)	-
Balance as at 31 March 2022	0.4	412.3	3,194.8	575.6	1,994.2	472.2	6,649.5
Accumulated depreciation							
Balance as at 1 April 2021	-	337.0	2,468.5	524.7	1,648.6	-	4,978.8
Depreciation charge for the year	-	16.5	96.4	39.7	184.9	-	337.5
Disposals/ Write-offs	-	(21.6)	(37.5)	(57.6)	(306.6)	-	(423.3)
Balance as at 31 March 2022	-	331.9	2,527.4	506.8	1,526.9	-	4,893.0
Accumulated impairment							
Balance as at 1 April 2021	-	0.3	11.4	-	-	-	11.7
Disposals/ Write-offs	-	(0.3)	-	-	-	-	(0.3)
Balance as at 31 March 2022	-	-	11.4	-	-	-	11.4
Net Book Value as at 31 March 2022	0.4	80.4	656.0	68.8	467.3	472.2	1,745.1

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

20. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Company – 2021	Freehold land S\$ Mil	Buildings S\$ Mil	Transmission plant and equipment S\$ Mil	Switching equipment S\$ Mil	Other plant and equipment S\$ Mil	Capital work-in-progress S\$ Mil	Total S\$ Mil
Cost							
Balance as at 1 April 2020	0.4	521.1	3,181.7	561.6	2,109.1	610.2	6,984.1
Additions (net of rebates)	-	0.1	35.4	4.3	21.0	370.1	430.9
Disposals/ Write-offs	-	(2.9)	(118.6)	(6.2)	(14.1)	-	(141.8)
Reclassifications	-	4.0	75.1	47.3	258.3	(384.7)	-
Balance as at 31 March 2021	0.4	522.3	3,173.6	607.0	2,374.3	595.6	7,273.2
Accumulated depreciation							
Balance as at 1 April 2020	-	323.1	2,478.9	496.1	1,475.8	-	4,773.9
Depreciation charge for the year	-	16.7	101.2	34.8	186.6	-	339.3
Disposals/ Write-offs	-	(2.8)	(111.6)	(6.2)	(13.8)	-	(134.4)
Balance as at 31 March 2021	-	337.0	2,468.5	524.7	1,648.6	-	4,978.8
Accumulated impairment							
Balance as at 1 April 2020	-	0.3	4.1	-	-	-	4.4
Impairment charge of the year	-	-	7.3	-	-	-	7.3
Balance as at 31 March 2021	-	0.3	11.4	-	-	-	11.7
Net Book Value as at 31 March 2021	0.4	185.0	693.7	82.3	725.7	595.6	2,282.7

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

20. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Property, plant and equipment included the following –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Net book value of property, plant and equipment				
Staff costs capitalised	229.1	210.3	40.6	36.2

During the previous financial year, the Group recorded impairment charges of S\$167 million mainly for legacy fixed access networks that will no longer be used in Australia.

21. RIGHT-OF-USE ASSETS

Group – 2022	Mobile base stations/ Central offices	Other properties	Equipment	Others	Total
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Cost					
Balance as at 1 April 2021	1,850.2	904.9	535.8	14.1	3,305.0
Additions (net of rebates)	1,922.2	66.8	12.1	1.9	2,003.0
Disposals/ Write-offs	(95.0)	(7.4)	(0.3)	(0.6)	(103.3)
Disposal of subsidiary	(240.0)	(1.8)	–	–	(241.8)
Reclassified to subsidiary held for sale	–	(80.8)	(47.3)	–	(128.1)
Reclassifications/ Adjustments	–	0.3	7.2	(0.3)	7.2
Translation differences	(67.2)	(2.2)	(0.1)	(0.1)	(69.6)
Balance as at 31 March 2022	3,370.2	879.8	507.4	15.0	4,772.4
Accumulated depreciation					
Balance as at 1 April 2021	563.9	446.7	229.6	9.1	1,249.3
Depreciation charge for the year	285.7	104.3	39.2	4.0	433.2
Disposals/ Write-offs	(95.0)	(6.3)	(0.3)	(0.6)	(102.2)
Disposal of subsidiary	(85.7)	(1.5)	–	–	(87.2)
Reclassified to subsidiary held for sale	–	(48.6)	(23.6)	–	(72.2)
Reclassifications/ Adjustments	4.8	0.1	(0.7)	(0.1)	4.1
Translation differences	(10.6)	(0.1)	0.1	*	(10.6)
Balance as at 31 March 2022	663.1	494.6	244.3	12.4	1,414.4
Net Book Value as at 31 March 2022	2,707.1	385.2	263.1	2.6	3,358.0

*** denotes amount of less than S\$0.05 million.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

21. RIGHT-OF-USE ASSETS (Cont'd)

Group – 2021	Mobile base stations/ Central offices S\$ Mil	Other properties S\$ Mil	Equipment S\$ Mil	Others S\$ Mil	Total S\$ Mil
Cost					
Balance as at 1 April 2020	1,496.1	798.7	528.4	10.4	2,833.6
Additions (net of rebates)	131.5	80.5	10.9	2.5	225.4
Disposals/ Write-offs	(23.4)	(5.0)	–	(0.4)	(28.8)
Acquisition of a subsidiary	–	0.2	–	–	0.2
Reclassifications/ Adjustments	–	22.4	–	–	22.4
Translation differences	246.0	8.1	(3.5)	1.6	252.2
Balance as at 31 March 2021	1,850.2	904.9	535.8	14.1	3,305.0
Accumulated depreciation					
Balance as at 1 April 2020	254.2	319.5	195.4	4.0	773.1
Depreciation charge for the year	279.8	107.8	35.2	4.6	427.4
Disposals/ Write-offs	(22.7)	(5.0)	–	(0.3)	(28.0)
Reclassifications/ Adjustments	–	19.6	–	–	19.6
Translation differences	52.6	4.8	(1.0)	0.8	57.2
Balance as at 31 March 2021	563.9	446.7	229.6	9.1	1,249.3
Net Book Value as at 31 March 2021	1,286.3	458.2	306.2	5.0	2,055.7
Company – 2022	Central offices S\$ Mil	Other properties S\$ Mil	Equipment S\$ Mil	Others S\$ Mil	Total S\$ Mil
Cost					
Balance as at 1 April 2021	22.7	571.5	466.4	0.5	1,061.1
Additions (net of rebates)	78.5	12.3	4.0	0.2	95.0
Disposals/ Write-offs	–	(205.9)	–	–	(205.9)
Balance as at 31 March 2022	101.2	377.9	470.4	0.7	950.2
Accumulated depreciation					
Balance as at 1 April 2021	15.8	276.2	199.7	0.3	492.0
Depreciation charge for the year	6.2	34.2	21.6	0.1	62.1
Adjustments	4.8	–	–	–	4.8
Disposals/ Write-offs	–	(116.0)	–	–	(116.0)
Balance as at 31 March 2022	26.8	194.4	221.3	0.4	442.9
Net book value as at 31 March 2022	74.4	183.5	249.1	0.3	507.3

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

21. RIGHT-OF-USE ASSETS (Cont'd)

Company – 2021	Central offices S\$ Mil	Other properties S\$ Mil	Equipment S\$ Mil	Others S\$ Mil	Total S\$ Mil
Cost					
Balance as at 1 April 2020	18.9	571.5	465.7	0.5	1,056.6
Additions (net of rebates)	3.8	–	0.7	–	4.5
Balance as at 31 March 2021	22.7	571.5	466.4	0.5	1,061.1
Accumulated depreciation					
Balance as at 1 April 2020	9.4	243.6	179.9	0.2	433.1
Depreciation charge for the year	6.4	32.6	19.8	0.1	58.9
Balance as at 31 March 2021	15.8	276.2	199.7	0.3	492.0
Net book value as at 31 March 2021	6.9	295.3	266.7	0.2	569.1

22. INTANGIBLE ASSETS

	Group	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Goodwill on acquisition of subsidiaries	9,660.7	10,767.2
Telecommunications and spectrum licences	2,188.6	2,220.0
Technology and brand	28.3	3.4
Customer relationships and others	99.6	138.5
	11,977.2	13,129.1

22.1 Goodwill on Acquisition of Subsidiaries

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Balance as at 1 April	10,767.2	11,429.9
Acquisition of subsidiaries	50.3	264.8
Adjustment to goodwill ⁽¹⁾	(42.3)	–
Impairment charge for the year	–	(840.5)
Reclassified to subsidiary held for sale	(411.0)	–
Disposal of a subsidiary/ business	(707.2)	–
Translation differences	3.7	(87.0)
Balance as at 31 March	9,660.7	10,767.2
Cost	9,971.8	11,798.5
Accumulated impairment	(311.1)	(1,031.3)
Net book value as at 31 March	9,660.7	10,767.2

Note:

⁽¹⁾ This arose from the finalisation of the purchase price allocation from acquisition of the mobile business of amaysim Australia Limited in the previous financial year.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

22. INTANGIBLE ASSETS (Cont'd)

22.2 Telecommunications and Spectrum Licences

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Balance as at 1 April	2,220.0	2,024.7
Additions	392.7	157.2
Amortisation for the year	(251.9)	(235.2)
Disposal of a subsidiary	(149.2)	-
Translation differences	(23.0)	273.3
Balance as at 31 March	2,188.6	2,220.0
Cost	4,483.5	4,281.1
Accumulated amortisation	(2,288.7)	(2,054.9)
Accumulated impairment	(6.2)	(6.2)
Net book value as at 31 March	2,188.6	2,220.0

22.3 Technology and Brand

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Balance as at 1 April	3.4	143.9
Acquisition of a subsidiary	3.3	3.7
Amortisation for the year	(1.4)	(47.3)
Impairment charge for the year	-	(84.0)
Adjustment ⁽¹⁾	22.6	-
Translation differences	0.4	(12.9)
Balance as at 31 March	28.3	3.4
Cost	212.1	611.0
Accumulated amortisation	(148.6)	(430.4)
Accumulated impairment	(35.2)	(177.2)
Net book value as at 31 March	28.3	3.4

Note:

⁽¹⁾ This arose from the finalisation of the purchase price allocation from acquisition of the mobile business of amaysim Australia Limited in the previous financial year.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

22. INTANGIBLE ASSETS (Cont'd)

22.4 Customer Relationships and Others

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Balance as at 1 April	138.5	137.4
Acquisition of subsidiaries	14.0	–
Additions	71.1	76.5
Amortisation for the year	(91.1)	(78.0)
Reclassified to subsidiary held for sale	(63.2)	–
Disposals	(5.5)	–
Reclassifications/ Adjustments ⁽¹⁾	34.1	4.3
Translation differences	1.7	(1.7)
Balance as at 31 March	99.6	138.5
Cost	297.4	579.4
Accumulated amortisation	(195.9)	(439.0)
Accumulated impairment	(1.9)	(1.9)
Net book value as at 31 March	99.6	138.5

Note:

⁽¹⁾ This arose from the finalisation of the purchase price allocation from acquisition of the mobile business of amaysim Australia Limited in the previous financial year.

23. SUBSIDIARIES

	Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
	Unquoted equity shares, at cost	16,820.2
Shareholders' advances	5,733.0	5,733.0
Deemed investment in a subsidiary	32.5	32.5
	22,585.7	21,991.0
Less: Allowance for impairment losses	(2,954.4)	(2,591.1)
	19,631.3	19,399.9

The advances given to subsidiaries were interest-free and unsecured with settlement neither planned nor likely to occur in the foreseeable future.

The deemed investment in a subsidiary, Singtel Group Treasury Pte. Ltd. ("SGT"), arose from financial guarantees provided by the Company for loans drawn down by SGT prior to 1 April 2010.

The significant subsidiaries of the Group are set out in **Note 48.1** to **Note 48.3**.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

24. JOINT VENTURES

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Quoted equity shares, at cost	3,671.8	3,533.4	-	-
Unquoted equity shares, at cost	5,833.5	5,791.5	22.8	22.8
	9,505.3	9,324.9	22.8	22.8
Goodwill on consolidation adjusted against shareholders' equity	(1,225.9)	(1,225.9)	-	-
Share of post-acquisition reserves (net of dividends, and accumulated amortisation of goodwill)	7,455.0	7,494.8	-	-
Translation differences	(4,796.6)	(4,535.9)	-	-
	1,432.5	1,733.0	-	-
Less: Allowance for impairment losses	(30.0)	(30.0)	-	-
	10,907.8	11,027.9	22.8	22.8

As at 31 March 2022,

- (i) The market value of the quoted equity shares in joint ventures held by the Group was S\$35.94 billion (31 March 2021: S\$24.97 billion).
- (ii) The Group's proportionate interest in the capital commitments of joint ventures was S\$3.27 billion (31 March 2021: S\$3.77 billion).

The details of joint ventures are set out in **Note 48.5**.

Optus has an interest in an unincorporated joint operation to share certain 4G network sites and radio infrastructure across Australia whereby it holds an interest of 50% (31 March 2021: 50%) in the assets, with access to the shared network and shares 50% (31 March 2021: 50%) of the cost of building and operating the network.

The Group's property, plant and equipment included the Group's interest in the property, plant and equipment employed in the unincorporated joint operation amounting to S\$0.97 billion (31 March 2021: S\$1.01 billion).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

24. JOINT VENTURES (Cont'd)

The summarised financial information of the Group's significant joint ventures namely Bharti Airtel Limited ("**Airtel**"), PT Telekomunikasi Selular ("**Telkomsel**"), Globe Telecom, Inc. ("**Globe**") and Advanced Info Service Public Company Limited ("**AIS**"), based on their financial statements and a reconciliation with the carrying amounts of the investments in the consolidated financial statements were as follows –

Group – 2022	Airtel S\$ Mil	Telkomsel S\$ Mil	Globe S\$ Mil	AIS S\$ Mil
Statement of comprehensive income				
Revenue	21,095.0	8,237.9	4,531.5	7,456.1
Depreciation and amortisation	(5,989.4)	(1,928.2)	(1,156.9)	(2,218.3)
Interest income	59.9	13.4	4.9	8.6
Interest expense	(3,035.9)	(195.0)	(249.9)	(229.6)
Income tax expense	(651.3)	(593.5)	(217.8)	(249.3)
Profit after tax from continuing operations	460.2	2,138.7	806.8	1,098.2
Other comprehensive (loss)/ income	(82.4)	112.5	18.4	14.6
Total comprehensive income	377.8	2,251.2	825.2	1,112.8
Statement of financial position				
Current assets	9,305.9	1,345.2	1,761.1	1,667.2
Non-current assets	55,901.1	8,141.2	10,845.7	12,794.1
Current liabilities	(20,474.2)	(3,231.0)	(3,099.5)	(4,149.5)
Non-current liabilities	(28,722.7)	(2,157.4)	(6,253.0)	(7,233.4)
Net assets	16,010.1	4,098.0	3,254.3	3,078.4
Less: Non-controlling interests	(4,534.4)	(4.2)	(8.1)	(5.1)
Net assets attributable to equity holders	11,475.7	4,093.8	3,246.2	3,073.3
Proportion of the Group's ownership	31.7%	35.0%	46.9%	23.3% ⁽¹⁾
Group's share of net assets	3,641.2	1,432.8	1,521.8	716.7
Goodwill capitalised	1,120.8	1,386.1	374.7	293.5
Others ⁽²⁾	677.2	–	(375.6)	(16.7)
Carrying amount of the investment	5,439.2	2,818.9	1,520.9	993.5
Other items				
Cash and cash equivalents	2,413.6	528.2	388.9	661.1
Non-current financial liabilities excluding trade and other payables	(27,636.1)	(1,681.0)	(5,786.1)	(4,541.5)
Current financial liabilities excluding trade and other payables	(4,862.6)	(1,130.8)	(539.6)	(980.2)
Group's share of market value	25,212.0	NA	4,165.7	6,566.6
Dividends received during the year	–	1,080.8	183.2	210.2

"NA" denotes Not Applicable.

Notes:

⁽¹⁾ The above is based on the Group's direct equity interest in AIS.

⁽²⁾ 'Others' include adjustments to align the respective local accounting standards to SFRS(I).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

24. JOINT VENTURES (Cont'd)

Group – 2021	Airtel S\$ Mil	Telkomsel S\$ Mil	Globe S\$ Mil	AIS S\$ Mil
Statement of comprehensive income				
Revenue	18,513.3	8,095.5	4,524.7	7,743.5
Depreciation and amortisation	(5,410.4)	(1,909.4)	(1,002.9)	(2,281.5)
Interest income	115.4	33.0	3.8	12.0
Interest expense	(2,939.6)	(173.2)	(204.5)	(254.2)
Income tax expense	(1,588.4)	(614.6)	(166.3)	(230.1)
(Loss)/ Profit after tax from continuing operations	(4,719.1)	2,402.8	540.3	1,202.4
Profit after tax from discontinued operations	1,942.4	–	–	–
Other comprehensive (loss)/ income	(103.3)	(172.9)	(42.3)	5.6
Total comprehensive (loss)/ income	(2,880.0)	2,229.9	498.0	1,208.0
Statement of financial position				
Current assets	10,049.4	2,359.4	1,670.0	1,820.0
Non-current assets	53,514.1	7,541.9	8,095.4	13,800.2
Current liabilities	(20,532.2)	(2,898.9)	(2,205.0)	(4,564.1)
Non-current liabilities	(28,263.1)	(2,076.2)	(5,127.9)	(7,978.9)
Net assets	14,768.2	4,926.2	2,432.5	3,077.2
Less: Non-controlling interests	(4,080.2)	*	(7.1)	(5.4)
Net assets attributable to equity holders	10,688.0	4,926.2	2,425.4	3,071.8
Proportion of the Group's ownership	31.7%	35.0%	47.0%	23.3% ⁽¹⁾
Group's share of net assets	3,390.2	1,724.2	1,138.7	716.4
Goodwill capitalised	1,148.6	1,403.6	379.7	309.9
Others ⁽²⁾	869.6	–	(137.9)	(16.9)
Carrying amount of the investment	5,408.4	3,127.8	1,380.5	1,009.4
Other items				
Cash and cash equivalents	2,471.6	1,504.4	400.8	762.3
Non-current financial liabilities excluding trade and other payables	(27,298.2)	(1,564.6)	(4,702.5)	(5,346.9)
Current financial liabilities excluding trade and other payables	(4,996.3)	(936.1)	(140.5)	(1,192.8)
Group's share of market value	16,540.2	NA	3,258.7	5,166.1
Dividends received during the year	28.4	859.1	187.0	208.5

"NA" denotes Not Applicable.

"*" denotes amount of less than S\$0.05 million.

Notes:

⁽¹⁾ The above is based on the Group's direct equity interest in AIS.

⁽²⁾ 'Others' include adjustments to align the respective local accounting standards to SFRS(I).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

24. JOINT VENTURES (Cont'd)

The aggregate information of the Group's investments in joint ventures which are not individually significant were as follows –

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Share of profit after tax	7.0	5.3
Share of other comprehensive income	0.6	1.0
Share of total comprehensive income	7.6	6.3
Aggregate carrying value	135.3	101.8

25. ASSOCIATES

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Quoted equity shares, at cost	1,750.4	1,739.7	24.7	24.7
Unquoted equity shares, at cost	472.6	87.9	–	–
	2,223.0	1,827.6	24.7	24.7
Goodwill on consolidation adjusted against shareholders' equity	29.4	29.4	–	–
Share of post-acquisition reserves (net of dividends, and accumulated amortisation of goodwill)	61.2	74.4	–	–
Unamortised deferred gain ⁽¹⁾	(233.7)	–	–	–
Translation differences	64.8	148.0	–	–
	(78.3)	251.8	–	–
Less: Allowance for impairment losses	(7.0)	(7.0)	–	–
Reclassification to 'Net deferred gain' (see Note 33)	(6.0)	(16.6)	–	–
	2,131.7	2,055.8	24.7	24.7

As at 31 March 2022,

- (i) The market values of the quoted equity shares in associates held by the Group and the Company were S\$3.43 billion (31 March 2021: S\$2.96 billion) and S\$321.1 million (31 March 2021: S\$345.8 million) respectively.
- (ii) The Group's proportionate interest in the capital commitments of the associates was S\$150.3 million (31 March 2021: S\$181.9 million).

The details of associates are set out in Note 48.4.

Note:

- ⁽¹⁾ Comprised the Group's 30% retained interest on gain arising from disposal of network assets from the Group to ATN.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

25. ASSOCIATES (Cont'd)

The summarised financial information of the Group's significant associate namely Intouch Holdings Public Company Limited ("Intouch"), based on its financial statements and a reconciliation with the carrying amount of the investment in the consolidated financial statements was as follows –

Group	2022 S\$ Mil	2021 S\$ Mil
Statement of comprehensive income		
Revenue	133.7	152.3
Profit after tax	439.6	482.0
Other comprehensive income/ (loss)	3.4	(0.5)
Total comprehensive income	443.0	481.5
Statement of financial position		
Current assets	687.1	757.0
Non-current assets	1,598.0	1,618.8
Current liabilities	(395.0)	(468.8)
Non-current liabilities	(101.9)	(81.5)
Net assets	1,788.2	1,825.5
Less: Non-controlling interests	(236.7)	(258.1)
Net assets attributable to equity holders	1,551.5	1,567.4
Proportion of the Group's ownership	21.2%	21.1%
Group's share of net assets	329.1	330.4
Goodwill and other identifiable intangible assets	1,386.3	1,455.4
Others ⁽¹⁾	(106.6)	(94.3)
Carrying amount of the investment	1,608.8	1,691.5
Other items		
Group's share of market value	2,149.5	1,683.4
Dividends received during the year	74.2	73.0

Note:

⁽¹⁾ Others include adjustments to align the respective local accounting standards to SFRS(I).

The aggregate information of the Group's investments in associates which are not individually significant were as follows –

	Group	
	2022 S\$ Mil	2021 S\$ Mil
Share of profit after tax	30.7	49.5
Share of other comprehensive income	12.3	4.3
Share of total comprehensive income	43.0	53.8

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

26. IMPAIRMENT REVIEWS

Goodwill arising on acquisition of subsidiaries

The carrying values of the Group's goodwill on acquisition of subsidiaries as at 31 March 2022 were assessed for impairment during the financial year.

Goodwill is allocated for impairment testing purposes to the individual entity which is also the cash-generating unit ("CGU").

Based on the relative fair value approach, the goodwill of Optus is fully allocated to Consumer Australia segment for the purpose of goodwill impairment testing.

The recoverable values of CGUs including goodwill are assessed based on discounted cash flow models using cash flow projections from financial budgets and forecasts approved by management. The Group has used cash flow projections of ten years for the Global Cyber Security Business, and 7 years for Optus to better reflect the longer time period for investment returns. Cash flows beyond the terminal year are extrapolated using the estimated growth rates stated in the table below. Key assumptions used in the discounted cash flow models are growth rates, operating margins, capital expenditure and discount rates.

The terminal growth rates used do not exceed the long term average growth rates of the respective industry and country in which the entity operates and are consistent with forecasts included in industry reports.

The discount rates applied to the cash flow projections are based on Weighted Average Cost of Capital (WACC) where the cost of a company's debt and equity capital are weighted to reflect its capital structure.

The details are shown in the table below:

Group	31 March	31 March	Terminal growth rate ⁽¹⁾		Pre-tax discount rate	
	2022	2021	31 March	31 March	31 March	31 March
	S\$ Mil	S\$ Mil	2022	2021	2022	2021
Carrying value of goodwill in –						
Optus Group	8,903.2	9,548.6	2.75%	2.5%	8.0%	5.9%
Global Cyber Security Business	623.3	728.5	3.5%	3.5%	12.4%	11.7%
SCS Computer Systems Pte. Ltd.	82.2	82.2	2.0%	2.0%	6.6%	6.1%

Note:

⁽¹⁾ Weighted average growth rate used to extrapolate cash flows beyond the terminal year.

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For the financial year ended 31 March 2022

27. FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME ("FVOCI") INVESTMENTS

	Group		Company	
	2022 S\$ Mil	2021 S\$ Mil	2022 S\$ Mil	2021 S\$ Mil
Balance as at 1 April	650.9	515.0	3.3	4.0
Additions	70.5	20.4	-	-
Disposals/ Write-offs	(196.5)	(12.5)	-	-
Net fair value gains/ (losses) included in 'Other Comprehensive Income'	278.5	132.9	1.8	(0.7)
Translation differences	4.5	(4.9)	-	-
Balance as at 31 March	807.9	650.9	5.1	3.3

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Cost	638.0	720.9	3.3	3.3
Cumulative fair value changes	169.9	(70.0)	1.8	*
	807.9	650.9	5.1	3.3

"*" denotes amount of less than S\$0.05 million.

FVOCI investments included the following –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Quoted equity securities				
– Africa	367.2	305.7	-	-
– Singapore	5.1	3.3	5.1	3.3
– United States of America	9.1	0.3	-	-
– Australia	2.6	-	-	-
– Israel	0.7	-	-	-
	384.7	309.3	5.1	3.3
Unquoted				
Equity securities	402.7	324.7	-	-
Others	20.5	16.9	-	-
	423.2	341.6	-	-
	807.9	650.9	5.1	3.3

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For the financial year ended 31 March 2022

28. OTHER ASSETS

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Non-current				
Capitalised contract costs (net)	396.8	372.6	20.0	*
Prepayments	119.3	125.5	73.3	88.3
Tax recoverable from ATO ⁽¹⁾	–	137.0	–	–
Other receivables	18.5	51.6	–	–
	534.6	686.7	93.3	88.3

“*” denotes amount of less than S\$0.05 million.

Note:

⁽¹⁾ In November 2016, the Group paid A\$134 million to the Australian Taxation Office (“ATO”) for amended tax assessments received in respect of the acquisition financing of Optus. This payment was recorded as a tax recoverable from the ATO pending outcome of its objections to the ATO.

In December 2021, Singapore Telecom Australia Investments Pty Ltd (“STAI”) received an unfavourable judgement from the Federal Court of Australia in respect of its action against the Commissioner of Taxation. STAI has lodged an appeal to the Full Federal Court of Australia in April 2022. Even though the ultimate tax determination is uncertain, the Group has made provisions for primary tax, interest and penalties, net of refund of withholding tax and tax credit on interest, in respect of the above-mentioned exposures totalling S\$317 million. Consequently, the tax recoverable was offset against the tax provision.

The movements in capitalised contract costs (net) were as follows –

	Group		Company	
	2022 S\$ Mil	2021 S\$ Mil	2022 S\$ Mil	2021 S\$ Mil
Balance as at 1 April	372.6	319.5	*	*
Contract costs incurred	278.9	322.0	20.1	–
Amortisation to operating expenses	(142.4)	(147.7)	(0.1)	*
Amortisation to mobile service revenue	(104.3)	(132.8)	–	–
Reclassification	(5.3)	–	–	–
Translation differences	(2.7)	11.6	–	–
Balance as at 31 March	396.8	372.6	20.0	*

“*” denotes amount of less than S\$0.05 million.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

29. TRADE AND OTHER PAYABLES

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Trade payables	4,389.5	4,731.2	710.3	600.0
Accruals	856.9	859.7	143.5	202.5
Interest payable on borrowings and swaps	93.2	93.7	28.5	28.3
Contract liabilities (handset sales)	37.3	48.3	–	–
Deferred income	36.3	32.8	1.2	4.9
Customers' deposits	21.0	23.6	12.5	12.8
Due to associates and joint ventures				
– trade	32.9	28.6	27.4	23.8
– non-trade	*	0.1	–	–
	32.9	28.7	27.4	23.8
Due to subsidiaries				
– trade	–	–	119.7	645.2
– non-trade	–	–	1,199.0	827.1
	–	–	1,318.7	1,472.3
Other payables	128.7	158.8	40.1	44.1
	5,595.8	5,976.8	2,282.2	2,388.7

"*" denotes amount of less than S\$0.05 million.

The trade payables are non-interest bearing and are generally settled on 30 or 60 days terms, with some payables relating to handset and network investments having payment terms of up to 364 days and suppliers have in place facilities from third parties so as to extend such longer credit terms to the Group.

The interest payable on borrowings and swaps are mainly settled on a quarterly or half-yearly basis.

The amounts due to subsidiaries are unsecured, repayable on demand and interest-free.

NOTES TO THE FINANCIAL STATEMENTS

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30. BORROWINGS (UNSECURED)

	Group		Company	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Current				
Bonds	1,057.4	956.2	-	-
Bank loans	-	656.1	-	-
Other borrowings	14.4	-	-	-
	1,071.8	1,612.3	-	-
Non-current				
Bonds	7,187.9	8,042.0	757.6	799.4
Bank loans	-	1,000.4	-	-
Other borrowings	16.4	-	-	-
	7,204.3	9,042.4	757.6	799.4
Total unsecured borrowings	8,276.1	10,654.7	757.6	799.4

30.1 Bonds

	Group		Company	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Principal amount				
US\$3,000 million ⁽¹⁾ (31 March 2021: US\$3,600 million)	4,039.4	4,813.0	-	-
US\$500 million ⁽¹⁾	757.6	799.4	757.6	799.4
€500 million ⁽¹⁾⁽²⁾	729.2	796.4	-	-
A\$2,000 million ⁽²⁾	2,017.5	2,039.5	-	-
A\$300 million ⁽²⁾	301.6	-	-	-
S\$250 million (31 March 2021: S\$400 million)	250.0	400.0	-	-
S\$150 million ⁽²⁾	150.0	149.9	-	-
	8,245.3	8,998.2	757.6	799.4
Classified as –				
Current	1,057.4	956.2	-	-
Non-current	7,187.9	8,042.0	757.6	799.4
	8,245.3	8,998.2	757.6	799.4

Notes:

⁽¹⁾ The bonds are listed on the Singapore Exchange Limited.

⁽²⁾ The bonds, issued by Optus Group, are subject to a negative pledge that limits the amount of secured indebtedness of certain subsidiaries of Optus.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

30. BORROWINGS (UNSECURED) (Cont'd)

30.2 Bank Loans

	Group	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Current	-	656.1
Non-current	-	1,000.4
	-	1,656.5

30.3 Other borrowings

	Group	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Current	14.4	-
Non-current	16.4	-
	30.8	-

Other borrowings of the Group comprised capital financing from a vendor.

30.4 Maturity

The maturity periods of the non-current unsecured borrowings at the end of the reporting period were as follows –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Between 1 and 5 years	2,222.8	3,600.7	-	-
Over 5 years	4,981.5	5,441.7	757.6	799.4
	7,204.3	9,042.4	757.6	799.4

30.5 Interest Rates

The weighted average effective interest rates at the end of the reporting period were as follows –

	Group		Company	
	31 March 2022 %	31 March 2021 %	31 March 2022 %	31 March 2021 %
Bonds (fixed rate)	3.0	3.1	7.4	7.4
Bank loans (floating rate)	-	0.7	-	-

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

30. BORROWINGS (UNSECURED) (Cont'd)

30.6 The tables below set out the maturity profile of borrowings and related swaps based on expected contractual undiscounted cash flows.

Group	Less than 1 year S\$ Mil	Between 1 and 5 years S\$ Mil	Over 5 years S\$ Mil
As at 31 March 2022			
Net-settled interest rate swaps	20.4	46.3	28.2
Cross currency interest rate swaps (gross-settled)			
– Inflow	(145.4)	(571.7)	(438.5)
– Outflow	121.3	524.0	337.2
	(3.7)	(1.4)	(73.1)
Borrowings	1,301.6	2,964.8	5,789.6
	1,297.9	2,963.4	5,716.5
As at 31 March 2021			
Net-settled interest rate swaps	33.1	83.5	56.8
Cross currency interest rate swaps (gross-settled)			
– Inflow	(148.9)	(566.8)	(578.8)
– Outflow	116.3	455.1	438.7
	0.5	(28.2)	(83.3)
Borrowings	1,820.5	4,386.4	6,319.9
	1,821.0	4,358.2	6,236.6
Company			
As at 31 March 2022			
Net-settled interest rate swaps	6.8	7.1	8.9
Cross currency interest rate swaps (gross-settled)			
– Inflow	(49.9)	(199.7)	(249.6)
– Outflow	24.0	96.0	119.9
	(19.1)	(96.6)	(120.8)
Borrowings	49.9	199.7	1,130.9
	30.8	103.1	1,010.1
As at 31 March 2021			
Net-settled interest rate swaps	13.0	13.0	11.2
Cross currency interest rate swaps (gross-settled)			
– Inflow	(49.6)	(198.3)	(297.4)
– Outflow	22.8	91.2	136.7
	(13.8)	(94.1)	(149.5)
Borrowings	49.6	198.3	1,178.7
	35.8	104.2	1,029.2

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

31. BORROWINGS (SECURED)

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Current				
Lease liabilities	542.4	421.6	55.8	60.6
Non-current				
Lease liabilities	3,050.1	1,783.2	426.0	524.0
Total secured borrowings	3,592.5	2,204.8	481.8	584.6

Secured borrowings were lease liabilities in respect of right-of-use assets.

31.1 Maturity

The maturity periods of the non-current secured borrowings at the end of the reporting period were as follows –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Between 1 and 5 years	1,243.8	975.6	163.6	210.9
Over 5 years	1,806.3	807.6	262.4	313.1
	3,050.1	1,783.2	426.0	524.0

31.2 The tables below set out the maturity profile of lease liabilities based on expected contractual undiscounted cash flows –

Group	Less than 1 year S\$ Mil	Between 1 and 5 years S\$ Mil	Over 5 years S\$ Mil
	As at 31 March 2022		
Lease liabilities	671.5	1,582.7	2,355.8
As at 31 March 2021			
Lease liabilities	485.3	1,148.7	879.8
Company			
As at 31 March 2022			
Lease liabilities	72.5	214.1	311.6
As at 31 March 2021			
Lease liabilities	82.4	277.2	329.6

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

32. RECONCILIATION OF LIABILITIES FROM FINANCING ACTIVITIES

Group – 2022	Bonds S\$ Mil	Bank loans S\$ Mil	Other borrowings S\$ Mil	Lease liabilities S\$ Mil	Interest payable S\$ Mil	Derivative financial instruments S\$ Mil
As at 1 April 2021	8,998.2	1,656.5	–	2,204.8	93.7	281.9
Financing cash flows ⁽¹⁾	(660.9)	(1,650.3)	11.8	(410.9)	(392.9)	43.5
Non-cash changes:						
Fair value adjustments	(76.6)	–	–	–	–	(47.6)
Amortisation of bond discount	5.8	–	–	–	–	–
Foreign exchange movements	(21.2)	(6.2)	(0.9)	(124.1)	(0.6)	(6.3)
Additions of lease liabilities	–	–	–	2,128.7	–	–
Interest expense	–	–	–	–	393.0	–
Acquisition of a subsidiary	–	–	–	–	–	(5.0)
Reclassified to subsidiary held for sale	–	–	–	(59.3)	–	–
Disposal of subsidiaries	–	–	–	(141.9)	–	27.2
Adjustments/ Reclassifications	–	–	19.9	(4.8)	–	40.0
	(92.0)	(6.2)	19.0	1,798.6	392.4	8.3
As at 31 March 2022	8,245.3	–	30.8	3,592.5	93.2	333.7

Group – 2021	Bonds S\$ Mil	Bank loans S\$ Mil	Lease liabilities S\$ Mil	Interest payable S\$ Mil	Derivative financial instruments S\$ Mil	
As at 1 April 2020		9,356.5	2,615.7	2,200.4	118.6	(717.8)
Financing cash flows ⁽¹⁾		(196.2)	(1,067.3)	(429.3)	(392.5)	196.8
Non-cash changes:						
Fair value adjustments		(139.9)	–	–	–	323.5
Amortisation of bond discount		10.2	–	–	–	–
Foreign exchange movements		(32.4)	108.1	199.5	8.3	479.4
Additions of lease liabilities		–	–	234.2	–	–
Interest expense		–	–	–	386.0	–
Adjustments/ Reclassification		–	–	–	(26.7)	–
		(162.1)	108.1	433.7	367.6	802.9
As at 31 March 2021		8,998.2	1,656.5	2,204.8	93.7	281.9

Note:

⁽¹⁾ The cash flows comprised the net amount of proceeds from borrowings and repayments of borrowings, net interest paid on borrowings and settlement of swaps for bonds repaid in the statement of cash flows.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

33. NET DEFERRED GAIN

	Group	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Unamortised deferred gain	384.1	404.8
Reclassification from 'Associates' (see Note 25)	(6.0)	(16.6)
Net deferred gain	378.1	388.2
Classified as –		
Current	20.8	20.8
Non-current	357.3	367.4
	378.1	388.2

NetLink Trust (“NLT”) is a business trust established as part of the Infocomm Media Development Authority of Singapore’s effective open access requirements under Singapore’s Next Generation Nationwide Broadband Network.

In prior years, Singtel had sold certain infrastructure assets, namely ducts, manholes and exchange buildings (“Assets”) to NLT. At the consolidated level, the gain on disposal of Assets recognised by Singtel is deferred in the Group’s statement of financial position and amortised over the useful lives of the Assets. The unamortised deferred gain is released to the Group’s income statement when NLT is partially or fully sold, based on the proportionate equity interest disposed.

Singtel sold its 100% interest in NLT to NetLink NBN Trust (the “Trust”) in July 2017 for cash as well as a 24.8% interest in the Trust. With the divestment, Singtel ceased to own units in NLT but holds an interest of 24.8% in the Trust which owns all the units in NLT.

34. OTHER NON-CURRENT LIABILITIES

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Performance share liability	–	6.4	–	6.4
Other payables	308.1	165.6	34.5	16.2
	308.1	172.0	34.5	22.6

Other payables mainly relate to spectrum investments, accruals of rental for certain network sites, long-term employee entitlements and asset retirement obligations.

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35. SHARE CAPITAL

Group and Company	Number of shares		Share capital	
	2022	2021	2022	2021
	Mil	Mil	S\$ Mil	S\$ Mil
Balance as at 1 April	16,514.6	16,329.1	4,573.5	4,127.3
Shares issued under the Singtel Scrip Dividend Scheme ⁽¹⁾	-	185.5	-	446.2
Others ⁽²⁾	-	-	(0.4)	-
Balance as at 31 March	16,514.6	16,514.6	4,573.1	4,573.5

Notes:

⁽¹⁾ Share capital amount is net of issuance costs.

⁽²⁾ Others pertained to transaction costs from the issuance of shares under the Singtel Scrip Dividend Scheme.

All issued shares are fully paid and have no par value. The issued shares carry one vote per share and a right to dividends as and when declared by the Company.

Capital Management

The Group is committed to an optimal capital structure, which enables investments for growth, while maintaining financial flexibility and investment-grade credit ratings. The Group monitors capital based on gross and net gearing ratios. In order to achieve an optimal capital structure, the Group may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or reduce its borrowings.

From time to time, the Group purchases its own shares from the market. The shares purchased are primarily for delivery to employees upon vesting of performance shares awarded under Singtel performance share plans. The Group can also cancel the shares which are repurchased from the market.

Singtel is committed to a sustainable dividend policy in line with earnings and cash flow generation. Barring unforeseen circumstances, it plans to pay dividends at between 60% and 80% of underlying net profit. Underlying net profit is defined as net profit before exceptional items. This dividend policy will be reviewed regularly to reflect the progress of the Group's transformation.

36. PERPETUAL SECURITIES

On 14 April 2021, the Group issued fixed rate subordinated perpetual securities (the "perpetual securities") with an aggregate principal amount of S\$1.0 billion. Incremental costs incurred of S\$2.6 million were recognised in equity as a deduction from the proceeds.

Such perpetual securities bear distribution at a rate of 3.3% per annum, payable semi-annually. Subject to relevant terms and conditions in the offering memorandum, the Group may elect to defer making distributions on the perpetual securities, and is not subject to any limit as to the number of times a distribution can be deferred.

As a result, the Group is considered to have no contractual obligations to repay its principal or to pay any distributions and the perpetual securities do not meet the definition for classification as a financial liability under SFRS(I) 1-32 *Financial Instruments: Presentation*. The whole instrument is presented within equity, and distributions are treated as dividends.

During the year, distributions to perpetual securities holders amounting to S\$31.8 million were accrued of which S\$16.6 million has been paid.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

37. DIVIDENDS

	Group		Company	
	2022 S\$ Mil	2021 S\$ Mil	2022 S\$ Mil	2021 S\$ Mil
Final dividend of 2.4 cents (2021: 5.45 cents) per share, paid	396.2	889.7	396.3	889.9
Interim dividend of 4.5 cents (2021: 5.1 cents) per share, paid	742.9	832.5	743.0	832.8
	1,139.1	1,722.2	1,139.3	1,722.7

During the financial year, a final one-tier tax exempt ordinary dividend of 2.4 cents per share, totalling S\$396 million was paid in respect of the previous financial year ended 31 March 2021. In addition, an interim one-tier tax exempt ordinary dividend of 4.5 cents per share totalling S\$743 million was paid in respect of the current financial year ended 31 March 2022.

The amount paid by the Group differed from that paid by the Company due to dividends on performance shares held by the Trust that were eliminated on consolidation of the Trust.

The Directors have proposed a final one-tier tax exempt ordinary dividend of 4.8 cents per share, totalling approximately S\$793 million in respect of the current financial year ended 31 March 2022 for approval at the forthcoming Annual General Meeting. The Singtel Scrip Dividend Scheme will not be applied to the final dividend.

These financial statements do not reflect the above final dividend payable which will be accounted for in the 'Shareholders' Equity' as an appropriation of 'Retained Earnings' in the next financial year ending 31 March 2023.

38. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES

The Group classifies fair value measurements using a fair value hierarchy which reflects the significance of the inputs used in determining the measurements. The fair value hierarchy has the following levels –

- quoted prices (unadjusted) in active markets for identical assets or liabilities (**Level 1**);
- inputs other than quoted prices included within Level 1 which are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (**Level 2**); and
- inputs for the asset or liability which are not based on observable market data (unobservable inputs) (**Level 3**).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

38. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES (Cont'd)

38.1 Financial assets and liabilities measured at fair value

Group 31 March 2022	Level 1 S\$ Mil	Level 2 S\$ Mil	Level 3 S\$ Mil	Total S\$ Mil
Financial assets				
FVOCI investments (Note 27)				
– Quoted equity securities	384.7	–	–	384.7
– Unquoted investments	–	–	423.2	423.2
	384.7	–	423.2	807.9
Subsidiary held for sale (Note 19)	–	449.8	–	449.8
Derivative financial instruments (Note 18)	–	117.2	–	117.2
	384.7	567.0	423.2	1,374.9
Financial liabilities				
Subsidiary held for sale (Note 19)	–	233.2	–	233.2
Derivative financial instruments (Note 18)	–	450.9	–	450.9
	–	684.1	–	684.1
Group 31 March 2021				
	Level 1 S\$ Mil	Level 2 S\$ Mil	Level 3 S\$ Mil	Total S\$ Mil
Financial assets				
FVOCI investments (Note 27)				
– Quoted equity securities	309.3	–	–	309.3
– Unquoted investments	–	–	341.6	341.6
	309.3	–	341.6	650.9
Derivative financial instruments (Note 18)	–	86.1	–	86.1
	309.3	86.1	341.6	737.0
Financial liabilities				
Derivative financial instruments (Note 18)	–	368.0	–	368.0
	–	368.0	–	368.0

NOTES TO THE FINANCIAL STATEMENTS

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38. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES (Cont'd)

38.1 Financial assets and liabilities measured at fair value (Cont'd)

Company 31 March 2022	Level 1 S\$ Mil	Level 2 S\$ Mil	Level 3 S\$ Mil	Total S\$ Mil
Financial assets				
FVOCI investments (Note 27)				
– Quoted equity securities	5.1	–	–	5.1
Derivative financial instruments (Note 18)	–	3.7	–	3.7
	<u>5.1</u>	<u>3.7</u>	<u>–</u>	<u>8.8</u>
Financial liabilities				
Derivative financial instruments (Note 18)	–	104.5	–	104.5
	<u>–</u>	<u>104.5</u>	<u>–</u>	<u>104.5</u>
Company 31 March 2021				
Financial assets				
FVOCI investments (Note 27)				
– Quoted equity securities	3.3	–	–	3.3
Derivative financial instruments (Note 18)	–	4.9	–	4.9
	<u>3.3</u>	<u>4.9</u>	<u>–</u>	<u>8.2</u>
Financial liabilities				
Derivative financial instruments (Note 18)	–	80.8	–	80.8
	<u>–</u>	<u>80.8</u>	<u>–</u>	<u>80.8</u>

See Note 2.15 for the policies on fair value estimation of the financial assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

38. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES (Cont'd)

38.1 Financial assets and liabilities measured at fair value (Cont'd)

The following table presents the reconciliation for the unquoted FVOCI investments measured at fair value based on unobservable inputs (Level 3) –

	Group	
	2022 S\$ Mil	2021 S\$ Mil
FVOCI investments – unquoted		
Balance as at 1 April	341.6	356.6
Total gains/ (losses) included in 'Fair Value Reserve'	63.1	(24.6)
Additions	66.3	20.1
Disposals	(47.5)	(5.6)
Transfer out from Level 3	(4.8)	–
Translation differences	4.5	(4.9)
Balance as at 31 March	423.2	341.6

38.2 Financial assets and liabilities not measured at fair value (but with fair value disclosed)

	Carrying Value	Fair value			Total S\$ Mil
	S\$ Mil	Level 1 S\$ Mil	Level 2 S\$ Mil	Level 3 S\$ Mil	
As at 31 March 2022					
Financial liabilities					
Group					
Bonds (Note 30.1)	8,245.3	5,559.4	2,599.7	–	8,159.1
Company					
Bonds (Note 30.1)	757.6	911.0	–	–	911.0
As at 31 March 2021					
Financial liabilities					
Group					
Bonds (Note 30.1)	8,998.2	6,753.0	2,690.3	–	9,443.3
Company					
Bonds (Note 30.1)	799.4	965.8	–	–	965.8

See **Note 2.15** on the basis of estimating the fair values and **Note 18** for information on the derivative financial instruments used for hedging the risks associated with the borrowings.

Except as disclosed in the above tables, the carrying values of other financial assets and liabilities approximate their fair values.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

39.1 Financial Risk Factors

The Group's activities are exposed to a variety of financial risks: foreign exchange risk, interest rate risk, credit risk, liquidity risk and market risk. The Group's overall risk management seeks to minimise the potential adverse effects of these risks on the financial performance of the Group.

The Group uses financial instruments such as currency forwards, cross currency and interest rate swaps, and foreign currency borrowings to hedge certain financial risk exposures. No financial derivatives are held or sold for speculative purposes.

The Directors assume responsibility for the overall financial risk management of the Group. For the financial year ended 31 March 2022, the Risk Committee and Finance and Investment Committee ("FIC"), which are committees of the Board, assisted the Directors in reviewing and establishing policies relating to financial risk management in accordance with the policies and directives of the Group.

39.2 Foreign Exchange Risk

The foreign exchange risk of the Group arises from subsidiaries, associates and joint ventures operating in foreign countries, mainly Australia, India, Indonesia, the Philippines, Thailand and the United States of America. Additionally, the Group's joint venture in India, Bharti Airtel Limited, is primarily exposed to foreign exchange risks from its operations in Sri Lanka and 14 countries across Africa. Translation risks of overseas net investments are not hedged unless approved by the FIC.

The Group has borrowings denominated in foreign currencies that have primarily been hedged into the functional currency of the respective borrowing entities using cross currency swaps in order to reduce the foreign currency exposure on these borrowings. As the hedges are intended to be perfect, any change in the fair value of the cross currency swaps has minimal impact on profit and equity.

The Group Treasury Policy, as approved by the FIC, is to substantially hedge all known transactional currency exposures. The Group generates revenue, receives foreign dividends and incurs costs in currencies which are other than the functional currencies of the operating units, thus giving rise to foreign exchange risk. The currency exposures are primarily for the Australian Dollar, Euro, Hong Kong Dollar, Indian Rupee, Indonesian Rupiah, Philippine Peso, Pound Sterling, Thai Baht, United States Dollar and Japanese Yen.

Foreign currency purchases and forward currency contracts are used to reduce the Group's transactional exposure to foreign currency exchange rate fluctuations. The foreign exchange difference on trade balances is disclosed in **Note 6** and the foreign exchange difference on non-trade balances is disclosed in **Note 10**.

The critical terms (i.e. the notional amount, maturity and underlying) of the derivative financial instruments and their corresponding hedged items are the same. The Group performs a qualitative assessment of effectiveness and it is expected that derivative financial instruments and the value of the corresponding hedged items will systematically change in opposite direction in response to movements in the underlying exchange rates.

The main source of hedge ineffectiveness in these hedging relationships is the effect of the counterparty and the Group's own credit risk on the fair value of the derivative financial instruments, which is not reflected in the fair value of the hedged items attributable to changes in foreign currency rates. No other source of ineffectiveness emerged from these hedging relationships.

All hedge relationships remain effective and there is no hedge relationship in which hedge accounting is no longer applied.

39.3 Interest Rate Risk

The Group has cash balances placed with reputable banks and financial institutions which generate interest income for the Group. The Group manages its interest rate risks on its interest income by placing the cash balances on varying maturities and interest rate terms.

The Group's borrowings include bank borrowings and bonds. The borrowings expose the Group to interest rate risk. The Group seeks to minimise its exposure to these risks by entering into interest rate swaps over the duration of its borrowings. Interest rate swaps entail the Group agreeing to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount. As at 31 March 2022, after taking into account the effect of interest rate swaps, approximately 95% (31 March 2021: 81%) of the Group's borrowings were at fixed rates of interest.

As at 31 March 2022, assuming that the market interest rate is 50 basis points higher or lower and with no change to the other variables, the annualised interest expense on borrowings would be higher or lower by S\$4.0 million (2021: S\$11.3 million).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Cont'd)

39.3 Interest Rate Risk (Cont'd)

The critical terms (i.e. the notional amount, maturity and underlying) of the derivative financial instruments and their corresponding hedged items are the same. The Group performs a qualitative assessment of effectiveness and it is expected that derivative financial instruments and the value of the corresponding hedged items will systematically change in opposite direction in response to movements in the underlying interest rates.

The main source of hedge ineffectiveness in these hedging relationships is the effect of the counterparty and the Group's own credit risk on the fair value of the interest rate swaps, which is not reflected in the fair value of the hedge items attributable to changes in interest rates. No other source of ineffectiveness emerged from these hedging relationships.

Interest rate swap contracts paying fixed rate interest amounts are designated and effective as cash flow hedges in reducing the Group's cash flow exposure resulting from variable interest rates on borrowings. The interest rate swaps and the interest payments on the borrowings occur simultaneously and the amount accumulated in equity is reclassified to the income statement over the period that the floating rate interest payments on borrowings affect the income statement.

Interest rate swap contracts paying floating rate interest amounts are designated and effective as fair value hedges of interest rate movements. During the year, the hedge was fully effective in hedging the fair value exposure to interest rate movements. The carrying amount of the bond decreased by S\$87.3 million (31 March 2021: S\$12.8 million) which was included in the income statement at the same time that the fair value of the interest rate swap was included in the income statement.

As at 31 March 2022, S\$1.5 billion (31 March 2021: S\$1.6 billion) of borrowings were designated in fair value hedge relationships. All hedge relationships remained effective and there was no hedge relationship in which hedge accounting could no longer be applied.

39.4 Credit Risk

Financial assets that potentially subject the Group to concentrations of credit risk consist primarily of trade receivables, contract assets, cash and cash equivalents and financial instruments used in hedging activities.

The Group has no significant concentration of credit risk from trade receivables and contract assets due to its diverse customer base. Credit risk is managed through the application of credit assessment and approvals, credit limits and monitoring procedures. Where appropriate, the Group obtains deposits or bank guarantees from customers or enters into credit insurance arrangements. The Group's exposure to credit risk and the measurement bases used to determine expected credit losses is disclosed in **Note 16**.

The Group places its cash and cash equivalents with a number of major commercial banks and other financial institutions with high credit ratings. Derivative counterparties are limited to high credit rating commercial banks and other financial institutions. The Group has policies that limit the financial exposure to any one financial institution.

39.5 Liquidity Risk

To manage liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows. Due to the dynamic nature of the underlying business, the Group maintains funding flexibility with adequate committed and uncommitted credit lines available to ensure that the Group is able to meet the short-term obligations of the Group as they fall due.

In April 2022, the Group obtained a A\$1.4 billion sustainability-linked revolving credit facility for general corporate purposes and refinancing of existing facilities.

The maturity profile of the Group's borrowings and related swaps based on expected contractual undiscounted cash flows is disclosed in **Note 30.6**.

39.6 Market Risk

The Group has investments in quoted equity shares. The market value of these investments will fluctuate with market conditions.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

40. SEGMENT INFORMATION

Segment information is presented based on the information reviewed by senior management for performance measurement and resource allocation.

From 1 April 2021, the Group's segment reporting has been changed to reflect the Group's new organisation structure. The results for the comparative periods have been restated on the same basis.

Both Singapore Consumer and Australia Consumer offer mobile, fixed broadband, voice, pay television, content and digital services, as well as equipment sales.

Group Enterprise, NCS and Trustwave provide comprehensive and integrated ICT solutions to enterprise customers in Singapore, Australia, United States of America, Europe and the region. In addition, Group Enterprise offers mobile, fixed voice and data services, as well as equipment sales.

Amobee, the digital marketing arm of the Group, offers digital media and advertising services.

Corporate comprises the costs of Group functions not allocated to the business segments. It also includes the Group's regional investments in AIS and Intouch (which has an equity interest of 40.4% in AIS in Thailand), Airtel in India, Africa and Sri Lanka, Globe in the Philippines, and Telkomsel in Indonesia.

The measurement of segment results which is before exceptional items, is in line with the basis of information presented to management for internal management reporting purposes.

The costs of shared and common infrastructure are allocated to the business segments using established methodologies.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

40. SEGMENT INFORMATION (Cont'd)

Group – 2022	Singapore Consumer	Australia Consumer	Group Enterprise	NCS	Trustwave	Intercompany Eliminations	Enterprise	Amobee	Corporate	Group Total
	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil
Operating revenue	1,763.5	6,608.3	3,728.2	2,360.9	368.4	(412.1)	6,045.4	921.9	-	15,339.1
Operating expenses	(1,200.3)	(4,789.4)	(2,525.4)	(2,064.9)	(484.5)	407.8	(4,667.0)	(925.8)	(142.3)	(11,724.8)
Other income/ (expense)	18.9	108.1	22.1	6.0	0.2	(4.2)	24.1	0.1	1.8	153.0
Earnings before interest, tax, depreciation and amortisation ("EBITDA")	582.1	1,927.0	1,224.9	302.0	(115.9)	(8.5)	1,402.5	(3.8)	(140.5)	3,767.3
Share of pre-tax results of associates and joint ventures	-	-	-	-	-	-	-	-	-	-
- Airtel	-	-	-	-	-	-	-	-	432.2	432.2
- Telkomsel	-	-	-	-	-	-	-	-	914.6	914.6
- Globe	-	-	-	-	-	-	-	-	311.1	311.1
- AIS	-	-	-	-	-	-	-	-	314.3	314.3
- Intouch	-	-	-	-	-	-	-	-	94.6	94.6
- Others	-	-	-	-	-	-	-	-	69.2	69.2
	-	-	-	-	-	-	-	-	2,136.0	2,136.0
EBITDA and share of pre-tax results of associates and joint ventures	582.1	1,927.0	1,224.9	302.0	(115.9)	(8.5)	1,402.5	(3.8)	1,995.5	5,903.3
Depreciation and amortisation	(301.3)	(1,643.1)	(571.3)	(88.1)	(29.4)	(2.8)	(691.6)	(66.4)	(20.1)	(2,722.5)
Earnings before interest and tax ("EBIT")	280.8	283.9	653.6	213.9	(145.3)	(11.3)	710.9	(70.2)	1,975.4	3,180.8

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

40. SEGMENT INFORMATION (Cont'd)

Group – 2022	Singapore Consumer	Australia Consumer	Group Enterprise	NCS	Trustwave	Intercompany Eliminations	Enterprise	Others ⁽¹⁾	Group Total
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Segment assets									
Investment in associates and joint ventures									
– Airtel	–	–	–	–	–	–	–	5,439.2	5,439.2
– Telkomsel	–	–	–	–	–	–	–	2,818.9	2,818.9
– Globe	–	–	–	–	–	–	–	1,520.9	1,520.9
– AIS	–	–	–	–	–	–	–	993.5	993.5
– Intouch	–	–	–	–	–	–	–	1,608.8	1,608.8
– Others	–	–	–	–	–	–	–	658.2	658.2
	–	–	–	–	–	–	–	13,039.5	13,039.5
Goodwill on acquisition of subsidiaries	–	8,816.6	86.6	134.2	623.3	–	844.1	–	9,660.7
Other assets	1,781.2	12,706.7	5,179.8	1,710.3	256.5	(221.9)	6,924.7	5,018.2	26,430.8
	1,781.2	21,523.3	5,266.4	1,844.5	879.8	(221.9)	7,768.8	18,057.7	49,131.0

Note:

⁽¹⁾ Included Corporate and Amobee, Inc. which has been reclassified as subsidiary held for sale (see Note 19) as at 31 March 2022.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

40. SEGMENT INFORMATION (Cont'd)

	Singapore Consumer	Australia Consumer	Group Enterprise	NCS	Trustwave	Intercompany Eliminations	Enterprise	Amobee	Corporate	Group Total
	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil	\$S Mil
Group – 2021										
Operating revenue	1,832.6	6,957.0	3,770.4	2,285.2	409.6	(516.7)	5,948.5	905.9	–	15,644.0
Operating expenses	(1,249.4)	(5,200.8)	(2,545.2)	(1,941.9)	(511.1)	525.4	(4,472.8)	(904.7)	(126.2)	(11,953.9)
Other income/ (expenses)	18.8	93.7	33.3	7.7	(6.7)	(8.8)	25.5	3.6	(0.1)	141.5
EBITDA	602.0	1,849.9	1,258.5	351.0	(108.2)	(0.1)	1,501.2	4.8	(126.3)	3,831.6
Share of pre-tax results of associates and joint ventures	–	–	–	–	–	–	–	–	–	–
– Airtel	–	–	–	–	–	–	–	–	23.2	23.2
– Telkomsel	–	–	–	–	–	–	–	–	915.0	915.0
– Globe	–	–	–	–	–	–	–	–	346.2	346.2
– AIS	–	–	–	–	–	–	–	–	334.1	334.1
– Intouch	–	–	–	–	–	–	–	–	93.5	93.5
– Others	–	–	–	–	–	–	–	–	86.1	86.1
EBITDA and share of pre-tax results of associates and joint ventures	602.0	1,849.9	1,258.5	351.0	(108.2)	(0.1)	1,501.2	4.8	1,671.8	5,629.7
Depreciation and amortisation	(281.7)	(1,557.5)	(598.2)	(93.5)	(57.7)	(2.3)	(751.7)	(86.7)	(7.2)	(2,684.8)
EBIT	320.3	292.4	660.3	257.5	(165.9)	(2.4)	749.5	(81.9)	1,664.6	2,944.9

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

40. SEGMENT INFORMATION (Cont'd)

	Singapore Consumer		Australia Consumer		Group Enterprise		NCS		Trustwave		Intercompany Eliminations		Enterprise		Amobee		Corporate		Group Total		
	S\$ Mil		S\$ Mil		S\$ Mil		S\$ Mil		S\$ Mil		S\$ Mil		S\$ Mil		S\$ Mil		S\$ Mil		S\$ Mil		
Group – 2021																					
Segment assets																					
Investment in associates and joint ventures	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
- Airtel	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
- Telkomsel	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
- Globe	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
- AIS	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
- Intouch	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
- Others	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Goodwill on acquisition of subsidiaries	-	-	9,460.9	-	87.7	-	82.2	-	728.5	-	-	-	-	898.4	407.9	-	-	-	-	-	10,767.2
Other assets	2,027.2	12,674.6	-	4,854.4	1,692.2	-	350.7	-	(437.3)	-	-	-	6,460.0	471.3	2,514.4	-	-	-	-	-	24,147.5
	2,027.2	22,135.5	-	4,942.1	1,774.4	-	1,079.2	-	(437.3)	-	-	-	7,358.4	879.2	15,598.1	-	-	-	-	-	47,998.4

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

40. SEGMENT INFORMATION (Cont'd)

A reconciliation of the total reportable segments' EBIT to the Group's profit before tax was as follows –

	Group	
	2022 S\$ Mil	2021 S\$ Mil
EBIT	3,180.8	2,944.9
Share of exceptional items of associates and joint ventures (post-tax)	127.6	(670.2)
Share of tax expense of associates and joint ventures	(610.8)	(521.2)
Exceptional items	236.4	(604.3)
Profit before interest, investment income (net) and tax	2,934.0	1,149.2
Interest and investment income (net)	90.9	2.9
Finance costs	(403.7)	(398.1)
Profit before tax	2,621.2	754.0

The Group's revenue from its major products and services are disclosed in **Note 4**.

The Group's revenue is mainly derived from Singapore and Australia which respectively accounted for approximately 40% (2021: 39%) and 51% (2021: 52%) of the consolidated revenue for the financial year ended 31 March 2022, with the remaining 9% (2021: 9%) from the United States of America and other countries where the Group operates in. The geographical information on the Group's non-current assets is not presented as it is not used for segmental reporting purposes.

The Group has a large and diversified customer base which consists of individuals and corporations. There was no single customer that contributed 10% or more of the Group's revenue for the financial years ended 31 March 2022 and 31 March 2021.

41. OPERATING LEASE COMMITMENTS (AS A LESSOR)

The following table sets out the maturity analysis of the undiscounted lease payments to be received after the reporting date –

	Group		Company	
	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil	31 March 2022 S\$ Mil	31 March 2021 S\$ Mil
Less than 1 year	143.2	84.9	140.4	84.2
Between 1 and 2 years	113.6	73.7	110.2	69.1
Between 2 and 3 years	91.5	67.4	88.1	63.9
Between 3 and 4 years	76.8	64.4	74.1	60.9
Between 4 and 5 years	74.3	61.3	74.3	58.7
Over 5 years	220.4	207.5	220.4	207.5
	719.8	559.2	707.5	544.3

42. LEASE COMMITMENTS (AS A LESSEE)

The lease commitments for short term leases (excluding contracts of one month or less) was S\$17.5 million as at 31 March 2022 (31 March 2021: S\$16.9 million). There were no lease commitments for lease contracts which have not commenced as at 31 March 2022 (31 March 2021: S\$450 million).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

43. COMMITMENTS

43.1 The commitments for capital expenditure and investments which had not been recognised in the financial statements, excluding the commitments shown under Note 43.2 to 43.4 were as follows –

	Group		Company	
	31 March	31 March	31 March	31 March
	2022	2021	2022	2021
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
Authorised and contracted for	2,745.3	989.3	179.0	185.1

The increase in Group's commitments from a year ago was mainly for spectrum investments in Australia.

43.2 As at 31 March 2022, the Group's commitments for the purchase of broadcasting programme rights were S\$822 million (31 March 2021: S\$330 million). The commitments included only the minimum guaranteed amounts payable under the respective contracts and did not include amounts that may be payable based on revenue share arrangement which cannot be reliably determined as at the end of the reporting period.

43.3 GXS Bank Pte. Ltd. ("GXS"), an associate in which the Group has an equity interest of 40%, holds a digital bank licence in Singapore and is required to have a minimum paid up capital of S\$1.5 billion when it achieves full bank status within four to six years after its expected launch in 2022. The Group's share of this capital is S\$600 million, of which S\$13 million has been contributed by 31 March 2022.

43.4 In October 2021, the Group subscribed to Airtel's rights issue for approximately S\$552 million. This represents the Group's full rights entitlement for its direct stake of 14% and additional rights share beyond entitlement. An amount of S\$138 million has been paid in October 2021 while the remaining will be paid over a period of up to three years.

44. CONTINGENT LIABILITIES OF SINGTEL AND ITS SUBSIDIARIES

(a) Guarantees

As at 31 March 2022, the Group and Company provided the following:

- (i) bankers' and other guarantees, and insurance bonds of S\$592.4 million and S\$40.4 million (31 March 2021: S\$337.2 million and S\$141.6 million) respectively.
- (ii) guarantees to Monetary Authority of Singapore in relation to 40% of all liabilities incurred by GXS for deposits placed by customers (excluding other banks). This obligation only arises in the event GXS is wound up or otherwise dissolved without satisfying these liabilities in full.

As at 31 March 2022, the Company provided the following guarantees to Singtel Group Treasury Pte. Ltd. ("SGT"), a wholly-owned subsidiary, in respect of the following:

- (i) notes issue of an aggregate equivalent amount of S\$4.38 billion (31 March 2021: S\$5.29 billion) due between March 2023 and June 2030.
- (ii) subordinated perpetual securities issue of S\$1.0 billion (31 March 2021: Nil) due in April 2031.

(b) The Group is contingently liable for claims arising in the ordinary course of business and from certain tax assessments which are being contested, the outcome of which are not presently determinable. The Group is vigorously defending all these claims.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

45. SIGNIFICANT CONTINGENT LIABILITIES OF ASSOCIATES AND JOINT VENTURES

- (a) Airtel, a joint venture of the Group, has disputes with various government authorities in the respective jurisdictions where its operations are based, as well as with third parties regarding certain transactions entered into in the ordinary course of business.

On 8 January 2013, Department of Telecommunications (“DOT”) issued a demand on Airtel Group for Rs. 52.01 billion (S\$930 million) towards levy of one time spectrum charge, which was further revised on 27 June 2018 to Rs. 84.14 billion (S\$1.51 billion), excluding related interest. In the opinion of Airtel, the above demand amounts to alteration of the terms of the licences issued in the past. Airtel had filed a petition with the Hon’ble High Court of Bombay, which has directed DOT not to take any coercive action until the next date of hearing. The matter is currently pending with the Hon’ble High Court of Bombay.

On 4 July 2019, the Telecom Disputes Settlement and Appellate Tribunal (“TDSAT”) in a similar matter of another unrelated telecom service provider, passed an order providing partial relief and confirming the basis for the balance of the one time spectrum charge. The said telecom service provider filed an appeal in the Hon’ble Supreme Court of India which was dismissed on 16 March 2020. With the ruling, Airtel Group has assessed and provided Rs. 18.08 billion (S\$323 million) of the principal demand as well as the related interest. Notwithstanding this, Airtel Group intends to continue to pursue its legal remedies.

Other taxes, custom duties and demands under adjudication, appeal or disputes and related interest for some disputes as at 31 March 2022 amounted to approximately Rs. 142.4 billion (S\$2.55 billion). In respect of some of the tax issues, pending final decisions, Airtel had deposited amounts with statutory authorities.

- (b) AIS, a joint venture of the Group, has various commercial disputes and significant litigations which are pending adjudication.

National Telecom Public Company Limited (“NT”) has demanded that AIS pay the following:

- (i) additional charges for porting of subscribers from 900MHz to 2100MHz network of THB 41.1 billion (S\$1.67 billion) plus interest.
- (ii) additional revenue share of THB 62.8 billion (S\$2.55 billion) arising from what NT claims to be an illegality of two amendments made to the Concession Agreement, namely, Amendment 6 (regarding reduction in prepaid revenue share rate) made in 2001 and Amendment 7 (regarding deduction of roaming expense from revenue share) made in 2002, which have resulted in lower revenue share. In January 2020, AIS received the award from the Arbitral Tribunal to pay THB 31.1 billion (S\$1.26 billion) and 1.25% interest per month after 30 November 2015. In April 2020, AIS filed a motion to the Central Administrative Court to set aside the award which was followed by NT’s appeal to the Central Administrative Court to increase the award to THB 62.8 billion (S\$2.55 billion).
- (iii) additional revenue share from disputes on roaming rates from 2013 to 2015 of THB 16.3 billion (S\$661 million).

As at 31 March 2022, other claims against AIS and its subsidiaries which are pending adjudication amounted to THB 10.1 billion (S\$413 million).

The above claims have not included potential interest and penalty.

AIS believes that the above claims will be settled in favour of AIS and will have no material impact to its financial statements.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

45. SIGNIFICANT CONTINGENT LIABILITIES OF ASSOCIATES AND JOINT VENTURES (Cont'd)

- (c) In October 2017, Intouch and its subsidiary, Thaicom Public Company Limited ("**Thaicom**"), received letters from the Ministry of Digital Economy and Society (the "**Ministry**") stating that Thaicom 7 and Thaicom 8 satellites (the "**Satellites**") are governed under the terms of a 1991 satellite operating agreement between Intouch and the Ministry ("**Agreement**") which entails the transfer of asset ownership, procurement of backup satellites, payment of revenue share, and procurement of property insurance. Intouch and Thaicom have obtained legal advice and are of the opinion that the Satellites are not covered under the Agreement but instead under the licence from the National Broadcasting and Telecommunications Commission ("**NBTC**"). This case is pending arbitration.

In November 2020, Intouch and Thaicom received notices from the Ministry requesting for replacement of the de-orbited Thaicom 5 satellite, or compensation equivalent to the value of satellite at THB 7.8 billion (S\$317 million) plus fines and interest. The cases are pending arbitration.

In June 2021, Thaicom received a letter from NBTC stating that Thaicom's rights to use the orbital slots of Thaicom 7 and Thaicom 8 satellites were up to 10 September 2021 only. Thaicom filed a complaint to the Central Administrative Court ("**CAC**") and the CAC has granted an injunction on 9 August 2021 protecting Thaicom's rights to use these orbital slots until the CAC issues the order.

- (d) Globe, a joint venture of the Group, is contingently liable for various claims arising in the ordinary conduct of business and certain tax assessments which are either pending decision by the Courts or are being contested, the outcome of which are not presently determinable. In the opinion of Globe's management and legal counsel, the eventual liability under these claims, if any, will not have a material or adverse effect on Globe's financial position and results of operations.

In June 2016, the Philippine Competition Commission ("**PCC**") claimed that the Joint Notice of Acquisition filed by Globe, PLDT Inc. ("**PLDT**") and San Miguel Corporation ("**SMC**") on the acquisition of SMC's telecommunications business was deficient and cannot be claimed to be deemed approved. In July 2016, Globe filed a petition with the Court of Appeals of the Philippines ("**CA**") to stop the PCC from reviewing the acquisition. In October 2017, the CA ruled in favour of Globe and PLDT, and declared the acquisition as valid and deemed approved. PCC subsequently elevated the case to the Supreme Court to review the CA's rulings.

- (e) As at 31 March 2022, Telkomsel, a joint venture of the Group, has filed appeals and cross-appeals amounting to approximately IDR 465 billion (S\$44 million) for various tax claims arising in certain tax assessments which are pending final decisions, the outcome of which is not presently determinable.

46. SUBSEQUENT EVENTS

- (a) The Group completed the acquisition of 100% of the equity shares of Dialog Pty. Ltd. and Row TopCo Pty Ltd, the group holding company of ARQ Group, for A\$325 million and A\$290 million (including earn-out) in April 2022 and May 2022 respectively.
- (b) In May 2022, the Group's effective shareholding interest in Australia Tower Network Pty Limited ("**ATN**") was reduced from 30% to 18% following the subscription of 90 million new ordinary shares in ATN at A\$1.278 per share.

47. EFFECTS OF SFRS(I) AND INT SFRS(I) ISSUED BUT NOT YET ADOPTED

Certain new or revised SFRS(I) and INT SFRS(I) are mandatory for adoption by the Group for the financial year beginning on or after 1 April 2022. The new or revised SFRS(I) and INT SFRS(I) are not expected to have a significant impact on the financial statements of the Group and the Company in the period of initial application.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

48. COMPANIES IN THE GROUP

The Company's immediate and ultimate holding company is Temasek Holdings (Private) Limited, a company incorporated in Singapore. The following were the significant subsidiaries as well as associates and joint ventures as at 31 March 2022 and 31 March 2021.

48.1 Significant subsidiaries incorporated in Singapore

	Name of subsidiary	Principal activities	Percentage of effective equity interest held by the Group	
			2022 %	2021 %
1.	Amobee Asia Pte. Ltd.	Provision of internet advertising solutions	100	100
2.	Consumer Journeys Pte. Ltd.	Provision of lifestyle services to end users	100	100
3.	Group Enterprise Pte. Ltd.	Telecommunications resellers and third party telecommunications providers	100	100
4.	NCS Communications Engineering Pte. Ltd.	Provision of facilities management and consultancy services, and distributor of specialised telecommunications and data communication products	100	100
5.	NCS Pte. Ltd.	Provision of information technology and consultancy services	100	100
6.	NCSI Solutions Pte. Ltd.	Provision of information technology services	100	100
7.	SCS Computer Systems Pte. Ltd.	Provision of information technology services	100	100
8.	SingCash Pte Ltd	Provision of money remittance and mobile financial services	100	100
9.	SingNet Pte Ltd	Provision of internet access and pay television services	100	100
10.	Singtel Cyber Security (Singapore) Pte. Ltd.	Provision of information security services and products	100	100
11.	Singtel Innov8 Ventures Pte. Ltd.	Provision of fund management services	100	100
12.	Singtel Mobile Singapore Pte. Ltd.	Operation and provision of cellular mobile telecommunications systems and services, and sale of telecommunications equipment	100	100
13.	ST-2 Satellite Ventures Private Limited	Provision of satellite capacity for telecommunications and video broadcasting services	61.9	61.9
14.	Sembawang Cable Depot Pte Ltd	Provision of storage facilities for submarine telecommunication cables and related equipment	60	60
15.	SingtelSat Pte Ltd	Provision of satellite capacity for telecommunications and video broadcasting services	100	100
16.	Telecom Equipment Pte Ltd	Engaged in the sale and maintenance of telecommunications equipment, and mobile finance services	100	100
17.	Trustwave Pte. Ltd.	Provision of information security services and products	100	100

All companies are audited by KPMG LLP.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

48. COMPANIES IN THE GROUP (Cont'd)

48.2 Significant subsidiaries incorporated in Australia

	Name of subsidiary	Principal activities	Percentage of effective equity interest held by the Group	
			2022 %	2021 %
1.	Amobee ANZ Pty Ltd	Provision of internet advertising solutions	100	100
2.	Alphawest Services Pty Ltd ⁽¹⁾	Provision of information technology services	100	100
3.	amaysim Mobile Pty Ltd	Provision of mobile phone services	100	100
4.	Ensys Pty Limited	Provision of cloud services	100	100
5.	Hivint Pty Limited	Provision of information security services and products	100	100
6.	NCSI (Australia) Pty Limited	Provision of information technology services	100	100
7.	Optus Administration Pty Limited ⁽¹⁾	Provision of management services to the Optus Group	100	100
8.	Optus ADSL Pty Limited ⁽¹⁾	Provision of carriage services	100	100
9.	Optus Billing Services Pty Limited ⁽¹⁾ ⁽¹⁾	Provision of billing services to the Optus Group	100	100
10.	Optus C1 Satellite Pty Limited ⁽¹⁾	C1 Satellite contracting party	100	100
11.	Optus Content Pty Limited ⁽¹⁾	Provision of digital content acquisition	100	100
12.	Optus Cyber Security Pty Limited	Supply of cyber security hardware and software services, professional consulting and managed security services	100	100
13.	Optus Data Centres Pty Limited ⁽¹⁾	Provision of data communication services	100	100
14.	Optus Fixed Infrastructure Pty Limited ⁽¹⁾	Provision of telecommunications services	100	100
15.	Optus Insurance Services Pty Limited	Provision of handset insurance and related services	100	100
16.	Optus Internet Pty Limited ⁽¹⁾	Provision of services over Hybrid Fibre Co-Axial network and National Broadband Network	100	100
17.	Optus Mobile Migrations Pty Limited ⁽¹⁾	Provision of mobile phone services	100	100
18.	Optus Mobile Pty Limited ⁽¹⁾	Provision of mobile phone services	100	100
19.	Optus Networks Pty Limited ⁽¹⁾	Provision of telecommunications services	100	100
20.	Optus Satellite Pty Limited ⁽¹⁾	Provision of satellite services	100	100

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

48. COMPANIES IN THE GROUP (Cont'd)

48.2 Significant subsidiaries incorporated in Australia (Cont'd)

	Name of subsidiary	Principal activities	Percentage of effective equity interest held by the Group	
			2022 %	2021 %
21.	Optus Smart Spaces Pty Limited ⁽¹⁾	Provision of smart home devices	100	100
22.	Optus Space Systems Pty Limited ⁽¹⁾	Satellite owner and operator	100	100
23.	Optus Systems Pty Limited ⁽¹⁾	Provision of information technology services to the Optus Group	100	100
24.	Optus Vision Media Pty Limited ^(*) ⁽²⁾	Provision of broadcasting related services	20	20
25.	Optus Vision Pty Limited ⁽¹⁾	Provision of telecommunications services	100	100
26.	Optus Wholesale Pty Limited ⁽¹⁾	Provision of services to wholesale customers	100	100
27.	Prepaid Services Pty Limited ⁽¹⁾	Distribution of prepaid mobile products	100	100
28.	Reef Networks Pty Ltd ⁽¹⁾	Operation and maintenance of fibre optic network between Brisbane and Cairns	100	100
29.	Singapore Telecom Australia Investments Pty Limited	Investment holding company	100	100
30.	Singtel Optus Pty Limited	Provision of telecommunications services	100	100
31.	TWH Australia Pty. Ltd.	Provision of information security services and products	100	100
32.	Uecomm Operations Pty Limited ⁽¹⁾	Provision of data communication services	100	100
33.	Vaya Pty Ltd ⁽¹⁾	Provision of mobile phone services	100	100
34.	Vaya Communication Pty Ltd ⁽¹⁾	Provision of mobile phone services	100	100
35.	Vividwireless Group Limited ⁽¹⁾	Provision of wireless broadband services	100	100

All companies are audited by KPMG, Australia, except for those companies denoted (*) where no statutory audit is required.

Notes:

⁽¹⁾ These entities are relieved from the Australian Corporations Act 2001 requirements for preparation, audit and lodgement of financial reports pursuant to ASIC Class Order 2016/785 (as amended) dated 30 March 2007.

⁽²⁾ Optus Vision Media Pty Limited is deemed to be a subsidiary by virtue of control.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

48. COMPANIES IN THE GROUP (Cont'd)

48.3 Significant subsidiaries incorporated outside Singapore and Australia

	Name of subsidiary	Principal activities	Country of incorporation/ operation	Percentage of effective equity interest held by the Group	
				2022 %	2021 %
1.	Amobee EMEA Limited	Provision of internet advertising solutions	United Kingdom	100	100
2.	Amobee, Inc.	Provision of internet advertising solutions	USA	100	100
3.	Amobee Ltd	Research and development centre	Israel	100	100
4.	Global Enterprise International Malaysia Sdn. Bhd. ⁽²⁾	Provision of data communication and value added network services	Malaysia	–	100
5.	Lanka Communication Services (Pvt) Limited	Provision of telecommunications services	Sri Lanka	82.9	82.9
6.	M86 Security International, Ltd.	Provision of information security services and products	United Kingdom	100	100
7.	NCS Information Technology (Suzhou) Co., Ltd. ⁽³⁾	Software development and provision of information technology services	People's Republic of China	100	100
8.	NCSI (Chengdu) Co., Ltd ⁽³⁾	Provision of information technology research and development, and other information technology related services	People's Republic of China	100	100
9.	NCSI (HK) Limited	Provision of information technology services	Hong Kong	100	100
10.	NCSI (Malaysia) Sdn Bhd	Provision of information technology services	Malaysia	100	100
11.	NCSI (Philippines) Inc.	Provision of information technology and communication engineering services	Philippines	100	100
12.	NCSI (Shanghai), Co. Ltd ⁽³⁾	Provision of system integration, software research and development and other information technology related services	People's Republic of China	100	100
13.	NCSI Technologies (India) Pvt. Ltd.	Provision of information technology services	India	100	100
14.	SCS Information Technology Sdn Bhd	Consultancy, sale of computer equipment and software including provision of marketing, maintenance and other related services	Brunei	100	100
15.	Singtel Australia Investment Ltd.	Investment holding company	British Virgin Islands	100	100

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

48. COMPANIES IN THE GROUP (Cont'd)

48.3 Significant subsidiaries incorporated outside Singapore and Australia (Cont'd)

	Name of subsidiary	Principal activities	Country of incorporation/ operation	Percentage of effective equity interest held by the Group	
				2022 %	2021 %
16.	Singtel Global Private Limited	Provision of infotainment products and services, and investment holding	Mauritius	100	100
17.	Singtel Global India Private Limited	Provision of telecommunications services and all related activities	India	100	100
18.	Singapore Telecom Hong Kong Limited	Provision of telecommunications services and all related activities	Hong Kong	100	100
19.	Singapore Telecom Japan Co Ltd	Provision of telecommunications services and all related activities	Japan	100	100
20.	Singapore Telecom Korea Limited	Provision of telecommunications services and all related activities	South Korea	100	100
21.	Singapore Telecom USA, Inc.	Provision of telecommunications, engineering and marketing services	USA	100	100
22.	Singtel (Europe) Limited	Provision of telecommunications services and all related activities	United Kingdom	100	100
23.	Singtel Taiwan Limited	Provision of telecommunications services and all related activities	Taiwan	100	100
24.	STI Solutions (Shanghai) Co., Ltd	Provision of technology development, technical consultation and technical services in the field of information technology	People's Republic of China	100	100
25.	Sudong Sdn. Bhd.	Management, provision and operations of a call centre for telecommunications services	Malaysia	100	100
26.	Trustwave Canada, Inc.	Provision of information security services and products	Canada	100	100
27.	Trustwave Holdings, Inc.	Provision of information security services and products	USA	100	100
28.	Trustwave Limited	Provision of information security services and products	United Kingdom	100	100

All companies are audited by a member firm of KPMG.

Notes:

- ⁽¹⁾ The place of business of the subsidiaries are the same as their country of incorporation.
- ⁽²⁾ The company has been disposed during the year.
- ⁽³⁾ Subsidiary's financial year-end is 31 December.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

48. COMPANIES IN THE GROUP (Cont'd)

48.4 Associates of the Group

	Name of associate	Principal activities	Country of incorporation/ operation	Percentage of effective equity interest held by the Group	
				2022 %	2021 %
1.	APT Satellite Holdings Limited ⁽²⁾	Investment holding	Bermuda	20.3	20.3
2.	APT Satellite International Company Limited ⁽²⁾	Investment holding	British Virgin Islands	28.6	28.6
3.	Australia Tower Network Pty Ltd	To own and operate the passive mobile tower infrastructure assets	Australia	30.0	–
4.	Digital Games International Pte. Ltd. ^{(3) (4)}	Operation of online community portal, game publishing, game advisory and consulting services	Singapore	–	33.3
5.	GXS Bank Pte. Ltd. (formerly known as A5-DB Operations (S) Pte. Ltd.)	Provision of financial services	Singapore	40.0	–
6.	HOPE Technik Pte Ltd	Provision of high performance unique engineering solutions	Singapore	21.3	21.3
7.	Intouch Holdings Public Company Limited ⁽⁵⁾	Investment holding	Thailand	21.2	21.1
8.	MassiveImpact International Ltd	Provision of performance based mobile advertising platform	British Virgin Islands	48.9	48.9
9.	NetLink Trust ⁽⁶⁾	To own, install, operate and maintain the passive infrastructure for Singapore's Next Generation Nationwide Broadband Network	Singapore	24.8	24.8
10.	NetLink NBN Trust ⁽⁶⁾	Investment holding	Singapore	24.8	24.8
11.	Singapore Post Limited ⁽⁶⁾	Operation and provision of post and parcel, eCommerce logistics and property	Singapore	21.7	21.7
12.	SESTO Robotics Pte Ltd ⁽⁴⁾	Provision of autonomous mobile robots	Singapore	–	22.8
13.	Viewers Choice Pte Ltd ⁽⁷⁾	Provision of services relating to motor vehicle rental and retail of general merchandise	Singapore	–	49.2

Notes:

⁽¹⁾ The place of business of the associates are the same as their country of incorporation.

⁽²⁾ The company has been equity accounted for in the consolidated financial statements based on results for the year ended, or as at, 31 December 2021, the financial year-end of the company.

⁽³⁾ This represents the Group's direct interest in Digital Games International Pte. Ltd.

⁽⁴⁾ The companies have been reclassified to FVOCI investments during the year.

⁽⁵⁾ Audited by Deloitte Touche Tohmatsu Jaiyos Audit Co. Ltd, Bangkok.

⁽⁶⁾ Audited by Deloitte & Touche LLP, Singapore.

⁽⁷⁾ The company has been disposed during the year.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

48. COMPANIES IN THE GROUP (Cont'd)

48.5 Joint ventures of the Group

	Name of joint venture	Principal activities	Country of incorporation/ operation	Percentage of effective equity interest held by the Group	
				2022 %	2021 %
1.	Acasia Communications Sdn Bhd ⁽³⁾	Provision of networking services to business customers operating within and outside Malaysia	Malaysia	14.3	14.3
2.	ACPL Marine Pte Ltd	To own, operate and manage maintenance-cum-laying cables	Singapore	16.7	16.7
3.	Advanced Info Service Public Company Limited ^{(4) (5)}	Provision of mobile, broadband, international telecommunications services, call centre and data transmission	Thailand	23.3	23.3
4.	ASEAN Cables Pte Ltd	Operation of cables for laying, repair and maintenance of submarine telecommunication cables	Singapore	16.7	16.7
5.	ASEAN Telecom Holdings Sdn Bhd ⁽³⁾	Investment holding	Malaysia	14.3	14.3
6.	Asiacom Philippines, Inc. ⁽³⁾	Investment holding	Philippines	40.0	40.0
7.	Bharti Airtel Limited ⁽⁶⁾	Provision of mobile, fixed line telecom services, national and international long distance connectivity, digital TV and integrated enterprise solutions	India	31.7	31.7
8.	Bharti Telecom Limited ⁽⁶⁾	Investment holding	India	49.4	49.4
9.	Bridge Mobile Pte. Ltd.	Provision of regional mobile services	Singapore	33.7	33.7
10.	Globe Telecom, Inc. ^{(7) (8)}	Provision of mobile, broadband, international and fixed line telecommunications services	Philippines	21.4	21.5
11.	Grid Communications Pte. Ltd. ⁽³⁾	Provision of public trunk radio services	Singapore	50.0	50.0
12.	Indian Ocean Cables Pte. Ltd.	Leasing, operating and managing of maintenance-cum-laying cables	Singapore	50.0	50.0
13.	International Cables Pte Ltd	Ownership and chartering of cables	Singapore	45.0	45.0
14.	Main Event Television Pty Limited	Provision of cable television programmes	Australia	33.3	33.3
15.	Pacific Bangladesh Telecom Limited	Provision of mobile telecommunications, broadband and data transmission services	Bangladesh	45.0	45.0

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2022

48. COMPANIES IN THE GROUP (Cont'd)

48.5 Joint ventures of the Group (Cont'd)

	Name of joint venture	Principal activities	Country of incorporation/ operation	Percentage of effective equity interest held by the Group	
				2022 %	2021 %
16.	Pacific Carriage Holdings Limited Inc. ^{(9) (11) (12)}	Operation and provision of telecommunications facilities and services utilising a network of submarine cable systems	Delaware	32.5	–
17.	Pacific Carriage Holdings Limited ^{(9) (11) (12)}	Operation and provision of telecommunications facilities and services utilising a network of submarine cable systems	Bermuda	–	29.99
18.	PT Telekomunikasi Selular ⁽¹⁰⁾	Provision of mobile telecommunications and related services	Indonesia	35.0	35.0
19.	Radiance Communications Pte Ltd ⁽³⁾	Sale, distribution, installation and maintenance of telecommunications equipment	Singapore	50.0	50.0
20.	Southern Cross Cables Holdings Limited ^{(9) (11)}	Operation and provision of telecommunications facilities and services utilising a network of submarine cable systems	Bermuda	32.5	27.9
21.	VA Dynamics Sdn. Bhd. ⁽³⁾	Distribution of networking cables and related products	Malaysia	49.0	49.0

Notes:

- (1) The place of business of the joint ventures are the same as their country of incorporation, unless otherwise specified.
- (2) The Group holds substantive participating rights over the significant financial and operating decisions of the above joint ventures, which enables the Group to exercise joint control with the other shareholders.
- (3) The company has been equity accounted for in the consolidated financial statements based on the results for the year ended, or as at, 31 December 2021, the financial year-end of the company.
- (4) Audited by Deloitte Touche Tohmatsu Jaiyos Audit Co. Ltd, Bangkok.
- (5) This represents the Group's direct interest in AIS.
- (6) Audited by Deloitte Haskins & Sells LLP, New Delhi. Bharti Airtel Limited has business operations in 18 countries representing India, Sri Lanka, 14 countries in Africa, and joint ventures in 2 countries.
- (7) Audited by Isla Lipana & Co./PwC Philippines.
- (8) The Group has a 46.9% effective economic interest in Globe.
- (9) The Southern Cross Cable Consortium operates through two separate companies. Southern Cross Cables Holdings Limited owns a cable network between Australia and the USA, with operations outside the USA. Pacific Carriage Holdings Limited Inc. has operations within the USA.
- (10) Audited by Purwanto, Sungkoro & Surja (a member firm of Ernst & Young).
- (11) Audited by KPMG, Bermuda.
- (12) Pacific Carriage Holdings Limited was restructured into Pacific Carriage Holdings Limited Inc.

INTERESTED PERSON TRANSACTIONS

The aggregate value of all interested person transactions during the financial year ended 31 March 2022 (excluding transactions less than S\$100,000) were as follows –

Name of interested person	Nature of Relationship	Aggregate value of all interested persons transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) S\$ mil	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000) ⁽¹⁾ S\$ mil
Aetos Security Management Pte. Ltd.	Each interested person is	0.7	–
Certis CISCO Protection Services Pte Ltd	an associate of Singapore	0.1	–
Certis Integrated Facilities Management Pte. Ltd.	Telecommunications	1.0	–
Ensign InfoSecurity (Systems) Pte Ltd	Limited's controlling	2.5	–
Ensign InfoSecurity (Smarttech) Pte Ltd	shareholder, Temasek	1.9	–
Fullerton Fund Management Company Ltd	Holdings (Private) Limited	0.2	–
Grid Communications Pte. Ltd.		3.7	–
Infosys Compaz Pte. Ltd.		0.1	–
Mediacorp Pte. Ltd.		0.1	–
Nexwave Technologies Pte Ltd		0.4	–
PSA Corporation Ltd		1.1	–
Radiance Communications Pte Ltd		1.5	–
SMRT Trains Ltd.		1.8	–
ST Electronics (Info-Security) Pte. Ltd.		2.0	–
ST Engineering Electronics Pte. Ltd.		3.3	–
ST Engineering Info-Security		0.1	–
Starhub Cable Vision Ltd.		1.3	–
StarHub Ltd		9.1	–
StarHub Mobile Pte Ltd		2.3	–
STT Global Data Centres India Private Limited		0.3	–
Surbana Jurong Consultants Pte. Ltd.		0.4	–
		33.9	–

Note:

⁽¹⁾ No shareholders' mandate pursuant to Listing Rule 920 has been obtained.

FURTHER INFORMATION ON BOARD OF DIRECTORS

Lee Theng Kiat

Mr Lee Theng Kiat, 69, is the Chairman of Temasek International Pte. Ltd. He is also a Director of Temasek Holdings (Private) Limited and SPH Media Trust.

Theng Kiat was an Executive Director of Temasek Holdings (Private) Limited between April 2019 and September 2021. Before joining Temasek, Theng Kiat was the President and Chief Executive Officer of Singapore Technologies Telemedia Pte Ltd and STT Communications Ltd. Prior to that, he held several senior level positions in the Singapore Technologies Group. Theng Kiat served in the Singapore Legal Service for over eight years before joining the Singapore Technologies Group.

Theng Kiat holds a Bachelor of Laws (Honours) from the National University of Singapore.

Yuen Kuan Moon

Mr Yuen Kuan Moon, 55, has been Group CEO of Singtel since 1 January 2021. That same year, he embarked on a strategic reset of the Group's businesses given the unrelenting pace of digitalisation, concurrently accelerated by the advent of the pandemic. Under his watch, Singtel has established 5G leadership and reinvigorated its core telecoms business; developed new growth engines by turning NCS into a B2B digital services champion and forming a regional data centre business; and unlocked the value of Singtel's quality infrastructure assets to recycle capital into higher growth areas. While pursuing business growth, Moon has championed sustainability and people with renewed vigour and hopes to build an inclusive digital future.

Moon began his career at Singtel in 1993 and has held several leadership roles in Marketing, Business Development and Sales. Prior to his appointment as Group CEO, Moon was CEO, Consumer Singapore, a post he has held since June 2012. He was also responsible for driving the Group's overall digital transformation as Group Chief Digital Officer from August 2018 to December 2020.

Moon sits on the boards of Singtel and its key subsidiaries, and has been serving on the Board of Commissioners of Telkomsel since 2009. In addition, Moon is a board member of GSMA and the Singapore Institute of Management. He is also a member of Singapore's Ministry of Communications and Information's Digital Readiness Council, the Monetary Authority of Singapore's Payments Council and the Ngee Ann Polytechnic Council. He is a former member of the Governing Council of Singapore Institute of Management Society and a former board member of SkillsFuture Singapore.

Moon holds a First Class Honours degree in Engineering from the University of Western Australia and a Master of Science in Management from Stanford University.

John Arthur

Mr John Arthur, 67, joined the board of Sydney Metro in January 2019 and became its Chairman in July 2019. He has also been a member of Singtel's Optus Advisory Committee since July 2019.

John is a lawyer by training, with experience as advisor, executive and director across a broad range of industries. He was a partner of the law firm Freehills, Group General Counsel of Lendlease Corporation, Chairman of the law firm Gilbert + Tobin, Chairman and CEO of Investa Property Group, Group Executive Counsel & Secretariat and then Chief Operating Officer of Westpac Banking Corporation, before retiring in late 2016. He was a Consultant to the Chief Executive of Westpac until late 2020. He is also a former board member of CSR Limited, Rinker Group Limited, Allianz Australia and ME Bank.

John holds a Bachelor of Laws (Honours) from the University of Sydney.

Gautam Banerjee

Mr Gautam Banerjee, 67, is Senior Managing Director of Blackstone Group and Chairman of Blackstone Singapore Pte Ltd. Gautam spent over 30 years with PricewaterhouseCoopers (PwC) and was a Senior Partner and Executive Chairman of PwC Singapore until he retired on 31 December 2012.

Gautam sits on the boards of Singapore Airlines Limited and GIC Private Limited. He also serves on the board of the Defence Science and Technology Agency. He is a former Chairman of the Listings Advisory Committee of the Singapore Exchange, a former Director of The Indian Hotels Company Limited, Piramal Enterprises Limited and EDBI Pte Ltd, and a former member of the Singapore Legal Service Commission and the Governing Board of Yale-NUS College.

Gautam holds a Bachelor of Science (Honours) and an Honorary Doctor of Laws (LLD) from Warwick University. He is a fellow member of the Institute of Chartered Accountants in England and Wales, the Institute of Singapore Chartered Accountants and the Singapore Institute of Directors.

FURTHER INFORMATION ON BOARD OF DIRECTORS

Venky Ganesan

Mr Venkataraman (Venky) Ganesan, 49, is one of the Managing Partners of Menlo Ventures, a top-tier Silicon Valley venture capital firm. He focuses on investments in the consumer and enterprise sectors. Venky sits on the boards of several portfolio companies of Menlo Ventures. He is also a board member of Amobee, Inc., a subsidiary of Singtel, and a trustee of Castilleja School.

Prior to joining Menlo Ventures, Venky was Managing Director at Globespan Capital Partners. Before Globespan, he was one of the founders of Trigo Technologies. He also worked at McKinsey & Company and Microsoft as a Program Manager. He is a former Chairman of the National Venture Capital Association and a former Director of Avi Networks Inc, Palo Alto Networks Inc, Poshmark and Virident Systems.

Venky holds a Bachelor of Arts in Economics-Mathematics from Reed College and a Bachelor of Science in Engineering and Applied Science (Honours) from the California Institute of Technology in the US.

Bradley Horowitz

Mr Bradley Horowitz, 57, is Vice President of Product Management of, and an Advisor to, Google, Inc. Over the past decade, Bradley has led product development for a wide array of consumer products at Google including Gmail, Google Drive & Docs, Blogger, Google Voice, Google News and Google Photos. Prior to joining Google, he was the Vice President of Advanced Development at Yahoo, Inc.

Bradley is an independent Director of Issuu, Inc., Lyst Ltd and NextSense, Inc. He is a former member of the Visiting Committee of Media Lab at the Massachusetts Institute of Technology.

Bradley holds a Bachelor in Computer Science from the University of Michigan and a Masters in Media Science from the Media Lab at the Massachusetts Institute of Technology.

Gail Kelly

Mrs Gail Kelly, 66, is a Board Director of the Bretton Woods Committee and Australian Philanthropic Services. She is also a Senior Global Adviser to UBS and a member of the Group of Thirty and the Australian American Leadership Dialogue Advisory Board.

Gail's executive banking career spanned 35 years. She was the Group CEO and Managing Director of two banks in Australia – St. George Bank from 2002 to 2007 and Westpac Banking Corporation from 2008 to 2015. She was previously a Director of Woolworths Holdings Limited, Country Road Group and David Jones.

Gail holds a Bachelor of Arts and Higher Diploma of Education from the University of Cape Town and an MBA (with Distinction) from the University of the Witwatersrand. She has been awarded three Honorary Doctorates of Business, by the University of New South Wales, Macquarie University and Charles Sturt University. She has also been conferred an Honorary Doctorate of Science in Economics by the University of Sydney.

Lim Swee Say

Mr Lim Swee Say, 67, is a trustee and Adviser of the National Trades Union Congress (NTUC), the Chairman of the NTUC-Administration & Research Unit Board of Trustees and NTUC LearningHub Pte. Ltd., a Director of and an Adviser to NTUC Enterprise Co-operative Limited and the Deputy Chairman of Singapore Labour Foundation. He is also a Director of Ho Bee Land Limited, PSC Corporation Ltd. and Tat Seng Packaging Group Ltd.

Swee Say joined the public sector in 1976. Before entering politics, he held leadership positions in Singapore's National Computer Board and the Economic Development Board. He joined the Labour Movement in 1996 and entered politics in 1997 to serve in various capacities including Minister of State for Trade and Industry, Minister of State for Communication and Information Technology, Minister for Environment, Second Minister for National Development and Minister in the Prime Minister's Office. He also served as the Secretary General of NTUC from 2007 to 2015 and was appointed Minister for Manpower in 2015. He stepped down from the Cabinet as Minister for Manpower in 2018 and retired from politics as a member of the Parliament of Singapore in 2020.

Swee Say holds a First Class Honours degree in Electronics, Computer and Systems Engineering from Loughborough University and a Master's degree in Management from Stanford University.

Christina Ong

Mrs Christina Ong, 70, is Chairman and Senior Partner of Allen & Gledhill LLP as well as Co-Head of its Financial Services Department. She is a Director of Hongkong Land Holdings Limited, Oversea-Chinese Banking Corporation Limited, SIA Engineering Company Limited and Epimetheus Ltd. Christina is a member of the Catalist Advisory Panel, the Civil Aviation Authority of Singapore and the Corporate Governance Advisory Committee, a trustee of The Stephen A. Schwarzman Scholars Trust and a member of the Supervisory Committee of the ABF Singapore Bond Index Fund. She also sits on the boards of companies and entities which are owned by Allen & Gledhill LLP. She is a former Director of the Singapore Tourism Board and Trailblazer Foundation Ltd.

Christina is a lawyer and she provides corporate and corporate regulatory and compliance advice, particularly to listed companies. Her areas of practice include banking and securities.

Christina holds a Bachelor of Laws (Second Upper Class Honours) from the University of Singapore. She is a member of the Law Society of Singapore and the International Bar Association.

FURTHER INFORMATION ON BOARD OF DIRECTORS

Rajeev Suri

Mr Rajeev Suri, 54, is the CEO of Inmarsat and Director of Connect Bidco Limited, the holding company for Inmarsat. Rajeev is a non-executive board member of Stryker Corporation, a board member of XOPA AI Pte. Ltd. and an Advisory Board member of Aalto University's School of Business.

Rajeev was President and CEO of Nokia for six years until July 2020. Prior to that, he was CEO of Nokia Siemens Networks for five years. He was previously Senior Advisor to Warburg Pincus, Operating Advisor to Apollo Global Management, Co-Chair of the digitalisation task force of B20, a member of several digital and healthcare committees of the World Economic Forum and Industrial Advisor to Evli Growth Partners.

Rajeev is a Commissioner of the United Nations Broadband Commission and Chairman of the Global Satellite Operators Association (GSOA).

Rajeev was a member of the Chinese Premier's Global CEO Council from 2014 to 2020. He is a recipient of China's Marco Polo award, the highest honour given to an international business person from the Chinese government.

Rajeev holds a Bachelor of Engineering (Electronics and Communications) from Manipal Institute of Technology and an Honorary Doctorate from Manipal University.

Teo Swee Lian

Ms Teo Swee Lian, 62, is the Chairman of CapitaLand Integrated Commercial Trust Management Limited (manager of CapitaLand Integrated Commercial Trust), a Director of AIA Group Ltd, Avanda Investment Management Pte Ltd, Clifford Capital Holdings Pte. Ltd. and Dubai Financial Services Authority, a member of the Governing Board of the Duke-NUS Medical School and a council member of the Asian Bureau of Finance & Economic Research of NUS Business School.

Swee Lian was Special Advisor in the Managing Director's Office at the Monetary Authority of Singapore (MAS) until she stepped down in early June 2015. Prior to that, she was the Deputy Managing Director in charge of Financial Supervision at the MAS, where she oversaw macroeconomic surveillance, regulation and supervision of the banking, insurance and capital markets industries.

Swee Lian holds a Bachelor of Science (First Class Honours) in Mathematics from Imperial College, London University and a Master of Science in Applied Statistics from Oxford University.

Wee Siew Kim

Mr Wee Siew Kim, 61, is Director and Group Chief Executive Officer of Nipsea Management Company Pte. Ltd. (Nipsea Group). He is concurrently a Director of Nippon Paint Holdings Co., Ltd. and its Representative Executive Officer & Co-President. He is also the Board Chairman of Jurong Port Pte Ltd, a board member of Jurong Town Corporation and a Director of SIA Engineering Company Limited. He is a former Chairman of ES Group (Holdings) Limited and a former Director of Mapletree Logistics Trust Management Ltd and SBS Transit Ltd.

Before joining Nipsea Group, Siew Kim was the Deputy CEO and President (Defence Business) of Singapore Technologies Engineering Ltd.

Siew Kim holds a Bachelor of Science (First Class Honours) in Aeronautical Engineering from the Imperial College of Science, Technology and Medicine and a Master of Business Administration from the Graduate School of Business, Stanford University. He is a Fellow of the City and Guilds Institute.

Yong Hsin Yue

Ms Yong Hsin Yue, 50, is the Managing Director of Kuok (Singapore) Limited (KSL), a member of the Kuok Group. Prior to joining KSL, Hsin Yue was the General Manager of Special Projects focusing on business development for Wilmar International Limited. Hsin Yue started her career in investment banking where she spent 19 years working at Goldman Sachs in Singapore and in London and her last role was as head of the Investment Banking Division for South East Asia.

Hsin Yue also sits on the board of 65 Equity Partners Pte. Ltd., and is a council member of the Singapore Business Federation. She was formerly a Non-executive Director of PACC Offshore Services Holdings Ltd.

Hsin Yue holds an MA in Politics, Philosophy and Economics from Worcester College, Oxford, and an MBA from INSEAD.

Notes:

⁽¹⁾ Information as at 9 June 2022.

⁽²⁾ Mr Low Check Kian stepped down from the Singtel Board following the conclusion of the Annual General Meeting on 30 July 2021.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Christina Hon Kwee Fong (Mrs Christina Ong)
Date of appointment	7 April 2014
Date of last re-appointment (if applicable)	23 July 2019
Age	70
Country of principal residence	Singapore
The Board's comments on this re-election/appointment	<p>After reviewing the recommendation of the Corporate Governance and Nominations Committee and Mrs Ong's qualifications and experience (as set out below), the Board has confirmed Mrs Ong's independence and approved that Mrs Ong stands for re-election as an independent non-executive Director.</p> <p>Mrs Ong will, upon re-election, continue to serve as a member of the Corporate Governance and Nominations Committee, the Audit Committee and the Risk Committee.</p>
Whether appointment is executive, and if so, the area of responsibility	Non-executive
Job title (e.g. Lead ID, AC Chairman, AC Member etc.)	<p>Independent non-executive Director</p> <p>Member of the Audit Committee</p> <p>Member of the Corporate Governance and Nominations Committee</p> <p>Member of the Risk Committee</p>
Professional qualifications	<p>Bachelor of Laws (Second Upper Class Honours) from the University of Singapore</p> <p>Member of the Law Society of Singapore and the International Bar Association</p>
Working experience and occupation(s) during the past 10 years	<p>Allen & Gledhill LLP 1987 to present</p> <p>Mrs Ong joined Allen & Gledhill LLP in 1987 as a Partner. She is now the Chairman and Senior Partner as well as Co-Head of the Financial Services Department.</p> <p>Mrs Ong currently also serves as a Director/Member/Trustee of various entities including those which are owned by Allen & Gledhill LLP. Please refer to her present directorships/principal commitments provided below for further information.</p>
Shareholding interest in the listed issuer and its subsidiaries	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Christina Hon Kwee Fong (Mrs Christina Ong)
Conflict of interests (including any competing business)	<p>No, save as described below.</p> <p>Mrs Ong is a Director of Oversea-Chinese Banking Corporation Limited. Singtel has a 40% interest in GXS Bank Pte. Ltd., a joint venture with Grab Holdings Inc. Mrs Ong has recused, and will recuse, herself from all of the Singtel Board's deliberations on GXS Bank Pte. Ltd.</p>
<p>Note: Under the Board's Code of Business Conduct and Ethics, Directors must avoid situations in which their own personal or business interests directly or indirectly conflict, or appear to conflict, with the interests of Singtel. The Code of Business Conduct and Ethics provides that where a Director has a conflict of interest, or it appears that he might have a conflict of interest, in relation to any matter, he should immediately declare his interest at a meeting of the Directors or send a written notice to the Company containing details of his interest and the conflict, and recuse himself from participating in any discussion and decision on the matter. Where relevant, the Directors have complied with the provisions of the Code of Business Conduct and Ethics, and such compliance has been duly recorded in the minutes of meeting</p>	
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes
<p>Other Principal Commitments* Including Directorships * "Principal Commitments" has the same meaning as defined in the Code of Corporate Governance 2018.</p>	
Past (for the last 5 years)	<p>Other principal commitments:</p> <ul style="list-style-type: none"> • Singapore Tourism Board, Director • Trailblazer Foundation Ltd, Director
Present	<p>Other listed companies:</p> <ul style="list-style-type: none"> • Hongkong Land Holdings Limited, Director • Oversea-Chinese Banking Corporation Limited, Director • SIA Engineering Company Limited, Director <p>Other principal commitments:</p> <ul style="list-style-type: none"> • ABF Singapore Bond Index Fund, Member of the Supervisory Committee • Allen & Gledhill LLP, Chairman & Senior Partner • Allen & Gledhill Regulatory & Compliance Pte. Ltd., Director • Catalist Advisory Panel, Member • Civil Aviation Authority of Singapore, Member • Corporate Governance Advisory Committee, Member • Eastern Development Holdings Pte. Ltd., Director • Eastern Development Private Limited, Director • Epimetheus Ltd, Director • OCBC Management Services Private Limited, Director • The Stephen A. Schwarzman Scholars Trust, Trustee

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ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Bradley Joseph Horowitz
Date of appointment	26 December 2018
Date of last re-appointment (if applicable)	23 July 2019
Age	57
Country of principal residence	United States of America
The Board's comments on this re-election/appointment	<p>After reviewing the recommendation of the Corporate Governance and Nominations Committee and Mr Horowitz's qualifications and experience (as set out below), the Board has confirmed Mr Horowitz's independence and approved that Mr Horowitz stands for re-election as an independent non-executive Director.</p> <p>Mr Horowitz will, upon re-election, continue to serve as a member of the Finance and Investment Committee and the Technology Advisory Panel.</p>
Whether appointment is executive, and if so, the area of responsibility	Non-executive
Job title (e.g. Lead ID, AC Chairman, AC Member etc.)	<p>Independent non-executive Director</p> <p>Member of the Finance and Investment Committee</p> <p>Member of the Technology Advisory Panel</p>
Professional qualifications	<p>Bachelor in Computer Science from the University of Michigan</p> <p>Masters in Media Science from the Media Lab at the Massachusetts Institute of Technology</p>
Working experience and occupation(s) during the past 10 years	<p>Google, Inc. 2008 to present Vice President of Product Management & Advisor</p>
Shareholding interest in the listed issuer and its subsidiaries	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Bradley Joseph Horowitz
Conflict of interests (including any competing business)	No
<p>Note: Under the Board's Code of Business Conduct and Ethics, Directors must avoid situations in which their own personal or business interests directly or indirectly conflict, or appear to conflict, with the interests of Singtel. The Code of Business Conduct and Ethics provides that where a Director has a conflict of interest, or it appears that he might have a conflict of interest, in relation to any matter, he should immediately declare his interest at a meeting of the Directors or send a written notice to the Company containing details of his interest and the conflict, and recuse himself from participating in any discussion and decision on the matter. Where relevant, the Directors have complied with the provisions of the Code of Business Conduct and Ethics, and such compliance has been duly recorded in the minutes of meeting</p>	
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes
<p>Other Principal Commitments* Including Directorships * "Principal Commitments" has the same meaning as defined in the Code of Corporate Governance 2018.</p>	
Past (for the last 5 years)	<p>Other principal commitment:</p> <ul style="list-style-type: none"> • Massachusetts Institute of Technology, Member of the Visiting Committee of Media Lab
Present	<p>Other principal commitments:</p> <ul style="list-style-type: none"> • Curious Learning – a Global Literacy Project, Director • Effortless Mastery Institute, Advisor • Issuu, Inc, Director • Lyst Ltd, Director • NextSense, Inc., Director • Scale AI, Inc., Advisor

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Gail Patricia Kelly
Date of appointment	26 December 2018
Date of last re-appointment (if applicable)	23 July 2019
Age	66
Country of principal residence	Australia
The Board's comments on this re-election/appointment	<p>After reviewing the recommendation of the Corporate Governance and Nominations Committee and Mrs Kelly's qualifications and experience (as set out below), the Board has confirmed Mrs Kelly's independence and approved that Mrs Kelly stands for re-election as an independent non-executive Director.</p> <p>Mrs Kelly will, upon re-election, continue to serve as Chairman of the Executive Resource and Compensation Committee and the Optus Advisory Committee, and a member of the Audit Committee and the Corporate Governance and Nominations Committee.</p>
Whether appointment is executive, and if so, the area of responsibility	Non-executive
Job title (e.g. Lead ID, AC Chairman, AC Member etc.)	<p>Independent non-executive Director</p> <p>Chairman of the Executive Resource and Compensation Committee</p> <p>Chairman of the Optus Advisory Committee</p> <p>Member of the Audit Committee</p> <p>Member of the Corporate Governance and Nominations Committee</p>
Professional qualifications	<p>Bachelor of Arts and Higher Diploma of Education from the University of Cape Town</p> <p>MBA (with Distinction) from the University of the Witwatersrand</p> <p>Three Honorary Doctorates of Business from the University of New South Wales, Macquarie University and Charles Sturt University</p> <p>Honorary Doctorate of Science in Economics from the University of Sydney</p>
Working experience and occupation(s) during the past 10 years	<p>Westpac Banking Corporation 2008 to 2015 Group Chief Executive Officer and Managing Director</p>
Shareholding interest in the listed issuer and its subsidiaries	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Gail Patricia Kelly
Conflict of interests (including any competing business)	No
<p>Note: Under the Board's Code of Business Conduct and Ethics, Directors must avoid situations in which their own personal or business interests directly or indirectly conflict, or appear to conflict, with the interests of Singtel. The Code of Business Conduct and Ethics provides that where a Director has a conflict of interest, or it appears that he might have a conflict of interest, in relation to any matter, he should immediately declare his interest at a meeting of the Directors or send a written notice to the Company containing details of his interest and the conflict, and recuse himself from participating in any discussion and decision on the matter. Where relevant, the Directors have complied with the provisions of the Code of Business Conduct and Ethics, and such compliance has been duly recorded in the minutes of meeting</p>	
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes
Other Principal Commitments* Including Directorships	
<p>* "Principal Commitments" has the same meaning as defined in the Code of Corporate Governance 2018.</p>	
Past (for the last 5 years)	<p>Other listed company:</p> <ul style="list-style-type: none"> • Woolworths Holdings Limited, South Africa, Director <p>Other principal commitments:</p> <ul style="list-style-type: none"> • Country Road Group, Director • David Jones, Director • McKinsey Advisory Council, Member • Osiris Holdings, Director • PLuS Alliance Advisory Board, Member • Territory Economic Reconstruction Commission, Member • Vela Investments, Director
Present	<p>Other principal commitments:</p> <ul style="list-style-type: none"> • Alliance of Girls' Schools Australasia, Patron • Australian American Leadership Dialogue Advisory Board, Member • Australian Philanthropic Services, Board Director • Bretton Woods Committee, Board Director • Business Council of Australia, Honorary Member • CARE Australia, Ambassador for Women's Empowerment • Group of Thirty, Member • Ravenswood School for Girls, Chair of Council • UBS AG and UBS Group AG, Senior Global Adviser • University of New South Wales, Adjunct Professor

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	John Lindsay Arthur
Date of appointment	1 January 2022
Date of last re-appointment (if applicable)	Not applicable
Age	67
Country of principal residence	Australia
The Board's comments on this re-election/appointment	<p>After reviewing the recommendation of the Corporate Governance and Nominations Committee and Mr Arthur's qualifications and experience (as set out below), the Board has confirmed Mr Arthur's independence and approved that Mr Arthur stands for re-election as an independent non-executive Director.</p> <p>Mr Arthur will, upon re-election, continue to serve as a member of the Audit Committee, the Risk Committee and the Optus Advisory Committee.</p>
Whether appointment is executive, and if so, the area of responsibility	Non-executive
Job title (e.g. Lead ID, AC Chairman, AC Member etc.)	<p>Independent non-executive Director</p> <p>Member of the Audit Committee</p> <p>Member of the Risk Committee</p> <p>Member of the Optus Advisory Committee</p>
Professional qualifications	Bachelor of Laws (Honours) from the University of Sydney
Working experience and occupation(s) during the past 10 years	<p>Sydney Metro July 2019 to present Chairman</p> <p>January 2019 to present Board Member</p> <p>Singapore Telecommunications Limited 2019 to present Member of the Optus Advisory Committee</p> <p>Westpac Banking Corporation 2016 to 2020 Consultant to Chief Executive 2011 to 2016 Chief Operating Officer</p>
Shareholding interest in the listed issuer and its subsidiaries	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	John Lindsay Arthur
Conflict of interests (including any competing business)	No
<p>Note: Under the Board's Code of Business Conduct and Ethics, Directors must avoid situations in which their own personal or business interests directly or indirectly conflict, or appear to conflict, with the interests of Singtel. The Code of Business Conduct and Ethics provides that where a Director has a conflict of interest, or it appears that he might have a conflict of interest, in relation to any matter, he should immediately declare his interest at a meeting of the Directors or send a written notice to the Company containing details of his interest and the conflict, and recuse himself from participating in any discussion and decision on the matter. Where relevant, the Directors have complied with the provisions of the Code of Business Conduct and Ethics, and such compliance has been duly recorded in the minutes of meeting</p>	
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes
<p>Other Principal Commitments* Including Directorships * "Principal Commitments" has the same meaning as defined in the Code of Corporate Governance 2018.</p>	
Past (for the last 5 years)	<p>Other listed company:</p> <ul style="list-style-type: none"> Allianz Australia, Board Member <p>Other principal commitment:</p> <ul style="list-style-type: none"> Members Equity Bank Limited, Board Member & Chair of the Audit and Governance Committee
Present	<p>Other principal commitment:</p> <ul style="list-style-type: none"> NCS Pte. Ltd., Director

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Yong Hsin Yue
Date of appointment	1 January 2022
Date of last re-appointment (if applicable)	Not applicable
Age	50
Country of principal residence	Singapore
The Board's comments on this re-election/appointment	<p>After reviewing the recommendation of the Corporate Governance and Nominations Committee and Ms Yong's qualifications and experience (as set out below), the Board has confirmed Ms Yong's independence and approved that Ms Yong stands for re-election as an independent non-executive Director.</p> <p>Ms Yong will, upon re-election, continue to serve as a member of the Finance and Investment Committee.</p>
Whether appointment is executive, and if so, the area of responsibility	Non-executive
Job title (e.g. Lead ID, AC Chairman, AC Member etc.)	<p>Independent non-executive Director</p> <p>Member of the Finance and Investment Committee</p>
Professional qualifications	<p>MA in Politics, Philosophy and Economics from Worcester College, Oxford</p> <p>MBA from INSEAD</p>
Working experience and occupation(s) during the past 10 years	<p>Kuok (Singapore) Limited 2017 to present Managing Director</p> <p>Wilmar International Limited 2015 to 2016 General Manager of Special Projects</p> <p>Goldman Sachs (Singapore) Pte. 2011 to 2015 Managing Director, Head of Investment Banking Division for South East Asia</p>
Shareholding interest in the listed issuer and its subsidiaries	<p>Yes</p> <p>1,360 ordinary shares in Singapore Telecommunications Limited (Direct interest)</p>
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Yong Hsin Yue
Conflict of interests (including any competing business)	No
<p>Note: Under the Board's Code of Business Conduct and Ethics, Directors must avoid situations in which their own personal or business interests directly or indirectly conflict, or appear to conflict, with the interests of Singtel. The Code of Business Conduct and Ethics provides that where a Director has a conflict of interest, or it appears that he might have a conflict of interest, in relation to any matter, he should immediately declare his interest at a meeting of the Directors or send a written notice to the Company containing details of his interest and the conflict, and recuse himself from participating in any discussion and decision on the matter. Where relevant, the Directors have complied with the provisions of the Code of Business Conduct and Ethics, and such compliance has been duly recorded in the minutes of meeting</p>	
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes
<p>Other Principal Commitments* Including Directorships * "Principal Commitments" has the same meaning as defined in the Code of Corporate Governance 2018.</p>	
Past (for the last 5 years)	Other principal commitment: • PACC Offshore Services Holdings Ltd., Non-executive Director
Present	Other principal commitments: • 65 Equity Partners Pte. Ltd., Board Member • Singapore Business Federation, Council Member

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Christina Hon Kwee Fong (Mrs Christina Ong)	Bradley Joseph Horowitz	Gail Patricia Kelly	John Lindsay Arthur	Yong Hsin Yue
Information required					
Disclose the following matters concerning an appointment of director.					
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No	No	No	No
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No	No	No	No
(c) Whether there is any unsatisfied judgment against him?	No	No	No	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No	No	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Christina Hon Kwee Fong (Mrs Christina Ong)	Bradley Joseph Horowitz	Gail Patricia Kelly	John Lindsay Arthur	Yong Hsin Yue
Information required					
Disclose the following matters concerning an appointment of director.					
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No	No	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No	No	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No	No	No	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No	No	No	No
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No	No	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Christina Hon Kwee Fong (Mrs Christina Ong)	Bradley Joseph Horowitz	Gail Patricia Kelly	John Lindsay Arthur	Yong Hsin Yue
Information required					
Disclose the following matters concerning an appointment of director.					
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:-					
(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No	No	No	Yes	No
				During Mr John Arthur's time as an executive at Westpac Banking Corporation (Westpac) ending September 2016 Westpac as a major Australian Bank was subject to the oversight and supervision of a range of regulators under a range of statutes and regulations. From time to time disagreements and disputes occurred between Westpac and regulators over Westpac's compliance with its statutory and regulatory obligations. While efforts were made to resolve disagreements and disputes by mutual agreement, sometimes this was not possible and litigation ensued. At all times appropriate market disclosures (including of any settlements, fines or penalties) were made by Westpac as required by law.	
(ii) any entity (not being a corporation) which has been investigated for a breach for any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No	No	No	No
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No	No	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Christina Hon Kwee Fong (Mrs Christina Ong)	Bradley Joseph Horowitz	Gail Patricia Kelly	John Lindsay Arthur	Yong Hsin Yue
Information required					
Disclose the following matters concerning an appointment of director.					
(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No	No	No	No
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	Yes An enquiry by the Law Society of Singapore in 1986/1987 of a complaint which was dismissed by the Law Society of Singapore.	No	No	No	No

Note:

Information as at 9 June 2022.

FURTHER INFORMATION ON MANAGEMENT COMMITTEE

Yuen Kuan Moon

Mr Yuen Kuan Moon, 55, has been Group CEO of Singtel since 1 January 2021. That same year, he embarked on a strategic reset of the Group's businesses given the unrelenting pace of digitalisation, concurrently accelerated by the advent of the pandemic. Under his watch, Singtel has established 5G leadership and reinvigorated its core telecoms business; developed new growth engines by turning NCS into a B2B digital services champion and forming a regional data centre business; and unlocked the value of Singtel's quality infrastructure assets to recycle capital into higher growth areas. While pursuing business growth, Moon has championed sustainability and people with renewed vigour and hopes to build an inclusive digital future.

Moon began his career at Singtel in 1993 and has held several leadership roles in Marketing, Business Development and Sales. Prior to his appointment as Group CEO, Moon was CEO, Consumer Singapore, a post he has held since June 2012. He was also responsible for driving the Group's overall digital transformation as Group Chief Digital Officer from August 2018 to December 2020.

Moon sits on the boards of Singtel and its key subsidiaries, serving on the Board of Commissioners in Telkomsel since 2009. In addition, Moon is a Board member of GSMA and the Singapore Institute of Management. He is also a member of Singapore's Ministry of Communications and Information's Digital Readiness Council, the Monetary Authority of Singapore's Payments Council and Ngee Ann Polytechnic Council.

Moon holds a First Class Honours degree in Engineering from the University of Western Australia and a Master of Science in Management from Stanford University.

Kelly Bayer Rosmarin

Ms Kelly Bayer Rosmarin, 45, was appointed CEO of Optus on 1 April 2020. Kelly joined Optus in March 2019, serving as Deputy CEO. From 1 July 2022, Kelly will also have direct oversight of Optus Enterprise.

Prior to joining Optus, Kelly held a variety of executive roles at the Commonwealth Bank of Australia, including Group Executive, Institutional Banking and Markets. She has also worked at Boston Consulting Group and Silicon Valley tech and start-up companies.

Kelly is currently a non-Executive Director of Airtel Africa plc, and REA Group and a member of Chief Executive Women. Kelly was previously a board member of Openpay, JCA, Football Australia and has served on the University of New South Wales Engineering Faculty Advisory Board, the Australian Government's FinTech Advisory Group and NSW Government Digital Advisory Panel.

Kelly obtained a Bachelor of Science in Industrial Engineering and a Master of Science in Management Science from Stanford University. She is a Fellow of Australian Academy of Technology and Engineering (ATSE).

Bill Chang

Mr Bill Chang, 55, was appointed CEO, Group Enterprise on 16 July 2012. He leads the infocomm and technology team, providing solutions to enterprise customers. From 1 July 2022, Bill will be the CEO of Singtel's new regional data centre business.

Bill joined Singtel in November 2005 as Executive Vice President of Corporate Business and subsequently as Managing Director, Business Group.

Bill is the Chairman of the Singapore Institute of Technology's Board of Trustees and a board member of the Urban Redevelopment Authority of Singapore. He is also a member of the Australian Institute of Company Directors' International Advisory Technology Governance and Innovations Panel. He co-chaired the Future Jobs and Skills Sub-committee of the Committee on the Future Economy of Singapore from 2016 to 2017.

For his contributions to Singapore, Bill was awarded the Public Service Star in 2017 and the Public Service Medal in 2007. He also received the Singapore Computer Society's IT Leader of the Year award in 2017 and the honorary Fellow of the Society in 2014.

Bill graduated with a Bachelor of Engineering (Honours) in Electrical and Computer Systems Engineering from Monash University, Australia and attended the Harvard Business School's Advanced Management Program.

Mark Chong

Mr Mark Chong, 58, was appointed Group Chief Technology Officer on 1 April 2017. He leads the Group's technology strategy and innovations in the transformation of its networks and businesses across Singapore and Australia. Prior to his appointment, Mark was CEO, International from January 2013 to March 2017.

Mark joined Singtel in 1997 and has held various executive positions in the company including the roles of Executive Vice President of Networks in Singapore and Chief Operating Officer of AIS, Singtel's associate in Thailand.

Mark has represented Singtel on the boards of public listed companies such as Globe Telecom, Bharti Infratel, CS Loxinfo and other non-listed companies such as OpenNet. He is currently Chairman of Bridge Mobile Alliance and an Authority member of the Civil Aviation Authority of Singapore.

Mark graduated with a Bachelor of Electronics Engineering and Master in Research in Electronic Systems from ENSERG, Grenoble, France, on a Singapore Government scholarship and obtained his MBA from the National University of Singapore. He is a Fellow with the Singapore Computer Society.

FURTHER INFORMATION ON MANAGEMENT COMMITTEE

Arthur Lang

Mr Arthur Lang, 50, was appointed Group Chief Financial Officer on 1 April 2021. He oversees the management of the Group's regional associates and its portfolio of strategic telecom investments. He also spearheads Singtel's efforts in GXS, the regional digital bank joint venture with Grab.

Arthur joined Singtel in January 2017 as CEO, International. Before joining Singtel, he was Group CFO of CapitaLand, where he also ran CapitaLand's real estate investment management business. He was awarded the Best CFO (Large Cap) at the 2015 Singapore Corporate Awards. Prior to CapitaLand, Arthur was at Morgan Stanley where he was Co-head of the Southeast Asia investment banking division and Chief Operating Officer of the Asia Pacific investment banking division.

Arthur was named Chairman of the National Kidney Foundation in November 2020. He is also a board member of Bharti Airtel, Intouch Holdings, AIS, GXS Bank, the Straits Times School Pocket Money Fund, Singapore Tourism Board, and sits on the Advisory Board of the Lee Kong Chian School of Business, Singapore Management University. In 2018, Arthur was awarded the Public Service Medal for his contributions.

Arthur has an MBA from the Harvard Business School and a BA in Economics (magna cum laude) from Harvard University.

Lim Cheng Cheng

Ms Lim Cheng Cheng, 50, was appointed Group Chief Corporate Officer on 1 April 2021. She is responsible for the Group's corporate functions including corporate transformation and shared services, group property, group legal, group strategic investments, group procurement, and group risk management and Innov8, Singtel's corporate venture capital fund.

Cheng Cheng joined Singtel in 2012 as Vice President, Group Strategic Investment and was appointed Deputy Group Chief Finance Officer in October 2014 and Group Chief Financial Officer in April 2015.

Before joining Singtel, Cheng Cheng was Executive Vice President and Chief Financial Officer at SMRT Corporation. She also worked at Singapore Power for 10 years in various corporate planning, investments and finance roles, the last being Head and Vice President (Financial Planning and Analysis).

Cheng Cheng is a non-executive, non-independent Director at SingPost and Australia Tower Network and was the winner of the Best CFO (Big Cap) title at the 2018 Singapore Corporate Awards.

Cheng Cheng holds an MBA from the University of Chicago Booth School of Business and a Bachelor of Accountancy from the Nanyang Technological University. She is a Chartered Accountant (Singapore) of the Institute of Singapore Chartered Accountants.

Ng Kuo Pin

Mr Ng Kuo Pin, 52, was appointed CEO, NCS on 1 August 2019. He leads NCS in executing its new vision, one that is committed to advancing communities by partnering with governments and enterprises to harness technology. Through its digital innovation and services arm NCS NEXT, NCS aims to build up a strategic presence in major markets for digital transformation and accelerate growth in the Asia Pacific region.

Kuo Pin joined NCS as Deputy CEO in February 2019. Prior to joining NCS, he had a 25-year career at Accenture and spent nine years living and working in Beijing and Sydney. He started as an analyst in 1994 and was made partner in 2006. Between 2006 to 2018, he held several senior leadership roles within its communications, media and technology (CMT) operating group, where his last appointment was Head of Consulting for CMT Asia Pacific, Africa and the Middle East.

Kuo Pin holds an Honours Degree in Engineering (Electrical and Electronics) from the Nanyang Technological University.

Aileen Tan

Ms Aileen Tan, 55, Group Chief People and Sustainability Officer, is responsible for Singtel Group's overall strategic people and sustainability agenda. She has over 30 years of experience in various leadership roles spanning multiple industries and geographies.

Aileen joined Singtel in 2008 and under her leadership, Singtel has won numerous accolades for its leading people and sustainability practices.

She is a member of the Institute for Human Resource Professionals (IHRP) Board, Singapore University of Social Sciences Board of Trustees, Health Sciences Authority Board, NTUC-U Care Fund Board of Trustees, Institute for Adult Learning Council, Ministry of Finance's VITAL's Advisory Panel and MOM's Workplace Safety & Health Council in Singapore.

Aileen holds a Bachelor of Arts from the National University of Singapore and a Master of Science in Organisational Behaviour from the California School of Professional Psychology, Alliant International University, USA. She is a pioneer IHRP Master Professional, for being a role model for the HR profession. She is also a Certified Professional Corporate Coach. Aileen received the Medal of Commendation (Gold) at the NTUC May Day Awards 2022 and the Public Service Medal in 2018 for her significant contributions to Singapore's workforce and human resources sector.

FURTHER INFORMATION ON MANAGEMENT COMMITTEE

William Woo

Mr William Woo, 58, was appointed Group Chief Information Officer on 1 August 2017. He also assumed the role of Group Chief Digital Officer from 1 January 2021.

William joined Singtel in May 2011 and held several leadership roles including Managing Director of Enterprise Data and Managed Services and Managing Director of Cyber Security at Group Enterprise. Prior to joining Singtel, William was Managing Director for the Southeast Asia region for Xchanging. He was also with EDS for 20 years and was in various senior management roles including Managing Director of Southeast Asia & India and Vice President, Global Service Delivery of Asia, responsible for leading the Information Technology Outsourcing, Business Process Outsourcing and Applications service delivery across the Asia region. He started his career with the National Computer Board.

William graduated with a Bachelor of Applied Science in Computing (Distinction) from the Queensland University of Technology, Australia, and holds an Executive MBA from the National University of Singapore.

Anna Yip

Ms Anna Yip, 52, was appointed CEO, Consumer Singapore on 1 April 2021. She leads the consumer business in Singapore and is positioning it to become a leading digital services provider as 5G goes mainstream. She joined Singtel as Deputy CEO, Consumer Singapore on 7 December 2020.

Before joining Singtel, Anna was the CEO and Executive Director of Smartone Telecommunications, driving its operations in Hong Kong and Macau since 2016. Under her leadership, Smartone was named Best Mobile Carrier by the Communication Association of Hong Kong in 2019.

Prior to Smartone, Anna headed up Mastercard's operations in Hong Kong and Macau. She was previously a partner with McKinsey & Company in Greater China where she led both the Financial Institutional Group and payments practice.

Anna was appointed to the Board of Commissioners of Telkomsel on 1 June 2021. She also sits on the Board of Advisors of Singapore Management University's Institute of Service Excellence and is an independent non-executive Director of BUPA (Asia) Limited. She is also a Court member of the Hong Kong Metropolitan University (previously Open University of Hong Kong).

Anna holds a Doctor of Philosophy and Master of Philosophy in Management Studies from Oxford University and a First Class Honours degree in Business Administration from the Chinese University of Hong Kong.

KEY AWARDS AND ACCOLADES

BUSINESS EXCELLENCE

Singtel

APAC Insider Business Awards

- Telecom Group of the Year 2021 – Asia

Asia Communication Awards 2021

- 5G Deployment Award – Singtel 5G Standalone powered by Ericsson
- Satellite Operator of the Year

Adam Smith Awards Asia 2021

- Best New Technology Solution for PayNow

Asian Telecom Awards 2022

- Technology Innovation of the Year (Singapore) – 5G Standalone
- B2B Client Initiative of the Year (Singapore) – 5G@Sentosa
- Cybersecurity Initiative of the Year (Singapore)
- Cloud Initiative of the Year (Singapore)

Channel Asia Innovation Awards 2021

- Tech Innovation (Emerging) – 5G

China Digital Transformation and Innovation Awards 2021

- Annual Digital Manufacturing Innovation Solution – 5G Genie

Frost & Sullivan Asia Pacific Best Practices Awards 2021

- Asia-Pacific Customer Value Leadership Award

Loyalty & Engagement Awards 2021

- Brand of the Year (Singtel)

Mob-Ex Awards 2021

- Most Innovative Use of Mobile – Gold (Singtel Dash)

Ookla Speedtest 2021

- Fastest 5G Mobile Network in Singapore

Optus

Australian Service Excellence Awards 2021

- Customer Service Project of the Year – Customer Impact (Service Champion)

Canstar 2021

- Customer Satisfaction, Small Business Mobile

CX Awards 2021

- Excellence in Customer Service – Elevating Customer Care
- Best Employee Experience Initiative

Opensignal Global Awards 2021

- Global leader for 5G Download Speeds
- Global leader for 5G Games experience

SportsPro OTT Awards 2021

- Best Social Media Strategy
- Platform of the Year: Silver

WhistleOut 2021 Awards

- Best Mobile Broadband Provider – Everyday Use and High Use

Regional Associates

AIS

MIKE Awards 2021

- Global MIKE Award
- MIKE Thailand Gold Award 2021

HR Asia Best Companies to Work for in Asia 2021

Stock Exchange of Thailand Awards 2021

- Outstanding Investor Relations
- Rising Star Sustainability

Airtel

GTI Awards 2022

- Innovative Mobile Service and Application award

Globe

Asia Corporate Excellence & Sustainability Awards 2021

- Industry Champion of the Year
- Asia's Best Workplace of the Year

Ethical Boardroom Corporate Governance Awards 2021

- Best Corporate Governance for Telecommunications in Asia

Frost & Sullivan Asia Pacific Best Practices Awards 2021

- Philippines Mobile Services Provider of the Year
- Philippines Mobile Data Service Provider of the Year
- Philippines Telecoms Service Provider of the Year

INSPIRE Tech Awards 2021

- Best Use of Data for Customer Experience Excellence
- Best Use of Cloud to Increase Productivity

International Finance Awards 2021

- Fastest Growing 5G Network Service Provider

Telkomsel

Frost & Sullivan Asia Pacific Best Practices Awards 2021

- Indonesia IoT Services Product Leadership Award

HR Asia Best Companies to Work 2021 (Indonesia Edition)

KEY AWARDS AND ACCOLADES

SUSTAINABILITY AND CORPORATE CITIZENSHIP

Singtel

2022 Bloomberg Gender-Equality Index

Asia Sustainability Reporting Awards 2021

- Asia's Best Community Impact Reporting: Silver
- Asia's Best Workplace Reporting: Bronze
- Asia's Best Diversity Reporting: Bronze

CDP 2021

- A- Leadership score in Climate Change
- A- Leadership score in Supplier Engagement Rating

Comchest Awards 2021

- Charity Platinum Award
- Volunteer Partner Award

Employee Experience Awards

- HR Digital Transformation Strategy: Gold

EuroCham Sustainability Award 2021

- Sustainable Workforce: Winner

FTSE4Good Index 2021

HRD Awards 2021

- Innovative HR Teams

President's Challenge Social Enterprise Awards 2021

- Social Enterprise Champion of the Year

Singapore Governance and Transparency Index 2021

- Ranked 2nd

Sustainable Business Awards Singapore 2021

- Workforce and UN Sustainable Development Goals
- Sustainability Strategy
- Climate Change and Emissions

World's Most Ethical Companies 2022

Optus

Acomm Awards 2021

- Innovation for Donate Your Data

Australian Packaging Covenant Organisation Awards 2021

- Industry Sector – Telecommunications: Winner

GoodCompany Best Workplaces to Give Back in 2021

- Ranked 6th

LinkedIn Top Companies in Australia 2021

- Ranked 2nd

SHAREHOLDER INFORMATION

As at 3 June 2022

ORDINARY SHARES

Number of ordinary shareholders	338,613
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Voting rights:

On a show of hands – every member present in person and each proxy shall have one vote

On a poll – every member present in person or by proxy shall have one vote for every share he holds or represents

(The Company cannot exercise any voting rights in respect of shares held by it as treasury shares or subsidiary holdings⁽¹⁾)

Note:

⁽¹⁾ “Subsidiary holdings” is defined in the Listing Manual to mean shares referred to in Sections 21(4), 21(4B), 21(6A) and 21(6C) of the Companies Act 1967.

SUBSTANTIAL SHAREHOLDERS

	No. of shares	
	Direct interest	Deemed interest
Temasek Holdings (Private) Limited	8,304,071,181	373,928,682 ⁽¹⁾

Note:

⁽¹⁾ Deemed through interests of subsidiaries and associated companies.

MAJOR SHAREHOLDERS LIST – TOP 20

No.	Name	No. of shares held	% of issued share capital ⁽¹⁾
1	Temasek Holdings (Private) Limited	8,304,071,181	50.29
2	Citibank Nominees Singapore Pte Ltd	1,923,100,959	11.65
3	Raffles Nominees (Pte) Limited	1,030,395,589	6.24
4	DBSN Services Pte Ltd	955,959,864	5.79
5	HSBC (Singapore) Nominees Pte Ltd	921,144,496	5.58
6	Central Provident Fund Board	791,612,104	4.79
7	DBS Nominees (Private) Limited	547,285,886 ⁽²⁾	3.32
8	Atrium Investments Pte Ltd	184,900,210	1.12
9	BPSS Nominees Singapore (Pte.) Ltd.	173,113,373	1.05
10	United Overseas Bank Nominees (Private) Limited	89,570,306	0.54
11	OCBC Nominees Singapore Private Limited	47,633,390	0.29
12	Phillip Securities Pte Ltd	35,209,185	0.21
13	Maybank Securities Pte Ltd	28,852,113	0.18
14	OCBC Securities Private Ltd	26,203,402	0.16
15	DB Nominees (Singapore) Pte Ltd	22,906,147	0.14
16	UOB Kay Hian Pte Ltd	21,701,091	0.13
17	Morgan Stanley Asia (Singapore) Securities Pte Ltd	21,091,355	0.13
18	Merrill Lynch (Singapore) Pte Ltd	20,593,981	0.12
19	BNP Paribas Nominees Singapore Pte Ltd	19,648,674	0.12
20	CGS-CIMB Securities (Singapore) Pte Ltd	18,522,117	0.11
		15,183,515,423	91.96

Notes:

⁽¹⁾ The percentage of issued ordinary shares is calculated based on the number of issued ordinary shares of the Company as at 3 June 2022, excluding 3,784,578 ordinary shares held as treasury shares as at that date.

⁽²⁾ Excludes 3,784,578 ordinary shares held by DBS Nominees (Private) Limited as treasury shares for the account of the Company.

SHAREHOLDER INFORMATION

As at 3 June 2022

ANALYSIS OF SHAREHOLDERS

Range of holdings	No. of holders	% of holders	No. of shares	% of issued share capital
1 – 99	4,504	1.33	189,610	0.00
100 – 1,000	231,977	68.51	60,401,010	0.37
1,001 – 10,000	80,210	23.69	299,637,295	1.81
10,001 – 1,000,000	21,848	6.45	826,794,376	5.01
1,000,001 and above	74	0.02	15,327,612,464	92.81
	338,613	100.00	16,514,634,755	100.00

Note:

As at 3 June 2022, the Company had 3,784,578 treasury shares and no subsidiary holdings. Based on information available to the Company as at 3 June 2022, approximately 47% of the issued ordinary shares of the Company is held by the public and, therefore, Rule 723 of the Listing Manual issued by the Singapore Exchange Securities Trading Limited is complied with. The percentage of issued ordinary shares held by the public is calculated based on the number of issued ordinary shares of the Company as at 3 June 2022, excluding 3,784,578 ordinary shares held as treasury shares as at that date. The percentage of such treasury shares against the total number of issued ordinary shares (excluding ordinary shares held as treasury shares) is 0.02%.

SHARE PURCHASE MANDATE

At the 29th Annual General Meeting of the Company held on 30 July 2021 (2021 AGM), the shareholders approved the renewal of a mandate to enable the Company to purchase or otherwise acquire not more than 5% of the issued ordinary share capital of the Company as at the date of the 2021 AGM. As at 3 June 2022, there is no current on-market buy-back of shares pursuant to the mandate.

CORPORATE INFORMATION⁽¹⁾

Board of Directors

Lee Theng Kiat (Chairman)
Yuen Kuan Moon (Group CEO)
John Arthur
Gautam Banerjee
Venkataraman (Venky) Ganesan
Bradley Horowitz
Gail Kelly
Lim Swee Say
Christina Ong
Rajeev Suri
Teo Swee Lian
Wee Siew Kim
Yong Hsin Yue

Audit Committee

Gautam Banerjee (Chairman)
John Arthur
Gail Kelly
Christina Ong

Corporate Governance and Nominations Committee

Gautam Banerjee (Chairman)
Lee Theng Kiat
Gail Kelly
Christina Ong
Teo Swee Lian

Executive Resource and Compensation Committee

Gail Kelly (Chairman)
Lee Theng Kiat
Rajeev Suri
Teo Swee Lian

Finance and Investment Committee

Lee Theng Kiat (Chairman)
Venky Ganesan
Bradley Horowitz
Lim Swee Say
Wee Siew Kim
Yong Hsin Yue

Risk Committee

Teo Swee Lian (Chairman)
John Arthur
Gautam Banerjee
Christina Ong

Lead Independent Director

Gautam Banerjee
Email: gautam@singtel.com

Optus Advisory Committee

Gail Kelly (Chairman)
Lee Theng Kiat
Yuen Kuan Moon
John Arthur
Chua Sock Koong
David Gonski AC⁽²⁾
John Morschel
Paul O'Sullivan

Technology Advisory Panel

Venky Ganesan (Chairman)
Bradley Horowitz
Koh Boon Hwee

Assistant Company Secretary

Lim Li Ching

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Website: www.citi.com/dr

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Notes:

⁽¹⁾ The information in this section is as at 9 June 2022.

⁽²⁾ Companion of the Order of Australia.

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OVERVIEW

BUSINESS REVIEWS

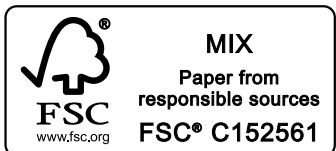
GOVERNANCE AND SUSTAINABILITY

PERFORMANCE

FINANCIALS

ADDITIONAL INFORMATION

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SINGAPORE TELECOMMUNICATIONS LIMITED

(Incorporated in the Republic of Singapore)
Company Registration Number: 199201624D

Letter to Shareholders

Directors:

Lee Theng Kiat (*Non-executive Chairman*)
Yuen Kuan Moon (*Group CEO*)
John Arthur (*Independent Director*)
Gautam Banerjee (*Independent Director*)
Venkataraman (Venky) Ganesan (*Independent Director*)
Bradley Horowitz (*Independent Director*)
Gail Kelly (*Independent Director*)
Lim Swee Say (*Independent Director*)
Christina Ong (*Independent Director*)
Rajeev Suri (*Independent Director*)
Teo Swee Lian (*Independent Director*)
Wee Siew Kim (*Independent Director*)
Yong Hsin Yue (*Independent Director*)

Registered Office:

31 Exeter Road
Comcentre
Singapore 239732

30 June 2022

To: The Shareholders of
Singapore Telecommunications Limited (the "**Company**")

Dear Sir/Madam

1. INTRODUCTION

1.1 **Notice of AGM.** We refer to:

- (a) the Notice of Annual General Meeting of the Company dated 30 June 2022 (the "**Notice**") convening the 30th Annual General Meeting of the Company to be held on 29 July 2022 (the "**2022 AGM**"); and
- (b) Resolution 12, being the Ordinary Resolution relating to the proposed renewal of the Share Purchase Mandate (as defined in paragraph 2.1 below), as proposed in the Notice.

1.2 **Letter to Shareholders.** The purpose of this Letter is to provide shareholders of the Company ("**Shareholders**") with information relating to Resolution 12 proposed in the Notice (the "**Proposal**").

1.3 **SGX-ST.** The Singapore Exchange Securities Trading Limited (the "**SGX-ST**") takes no responsibility for the accuracy of any statements or opinions made or reports contained in this Letter.

1.4 **Legal Adviser.** Allen & Gledhill LLP is the legal adviser to the Company in relation to the Proposal.

1.5 **Advice to Shareholders.** If a Shareholder is in any doubt as to the course of action he should take, he should consult his stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

2. THE PROPOSED RENEWAL OF THE SHARE PURCHASE MANDATE

2.1 **Background.** At the Annual General Meeting of the Company held on 30 July 2021 (the "**2021 AGM**"), Shareholders had approved, *inter alia*, the renewal of the mandate (the "**Share Purchase Mandate**") to enable the Company to purchase or otherwise acquire its issued ordinary shares ("**Shares**").

The rationale for, the authority and limits on, and the financial effects of, the Share Purchase Mandate were set out in the Letter to Shareholders dated 7 July 2021 (the "**2021 Letter**") and Resolution 14 set out in the Notice of the 2021 AGM.

The Share Purchase Mandate was expressed to take effect on the date of the passing of Resolution 14 at the 2021 AGM and will expire on the date of the forthcoming 2022 AGM. Accordingly, the Directors propose that the Share Purchase Mandate be renewed at the 2022 AGM.

Letter to Shareholders

2.2 **Rationale for the Share Purchase Mandate.** The rationale for the Company to undertake the purchase or acquisition of its Shares is as follows:

- (a) In managing the business of the Company and its subsidiaries (the “**Group**”), management strives to increase Shareholders’ value by improving, *inter alia*, the return on equity of the Group. Share purchases are one of the ways through which the return on equity of the Group may be enhanced.
- (b) The Share Purchase Mandate is an expedient, effective and cost-efficient way for the Company to return surplus cash which is in excess of the financial and possible investment needs of the Group to Shareholders.
- (c) In addition, the Share Purchase Mandate will allow the Company to have greater flexibility over, *inter alia*, the Company’s share capital structure and its dividend policy.
- (d) Repurchased Shares which are held in treasury may be transferred for the purposes of or pursuant to employees’ share schemes implemented by the Company.

The approval of the renewal of the Share Purchase Mandate authorising the Company to purchase or acquire its Shares would give the Company the flexibility to undertake Share purchases or acquisitions at any time, subject to market conditions, during the period when the Share Purchase Mandate is in force.

While the Share Purchase Mandate would authorise a purchase or acquisition of Shares up to the 5% limit described in paragraph 2.3.1 below, it should be noted that purchases or acquisitions of Shares pursuant to the Share Purchase Mandate may not be carried out to the full 5% limit as authorised, and no purchases or acquisitions of Shares would be made in circumstances which would have or may have a material adverse effect on the financial condition of the Company.

2.3 **Authority and Limits on the Share Purchase Mandate.** The authority and limits placed on purchases or acquisitions of Shares by the Company under the proposed Share Purchase Mandate, if renewed at the 2022 AGM, are substantially the same as were previously approved by Shareholders at the 2021 AGM, and are summarised below for the benefit of Shareholders:

2.3.1 **Maximum Number of Shares**

The total number of Shares which may be purchased or acquired by the Company pursuant to the Share Purchase Mandate is limited to that number of Shares representing not more than 5% of the total number of issued Shares of the Company as at the date of the 2022 AGM. Treasury shares and subsidiary holdings (as defined in the Listing Manual of the SGX-ST (the “**Listing Manual**”)⁽¹⁾) will be disregarded for purposes of computing the 5% limit.

As at 29 April 2022 (the “**Latest Practicable Date**”), the Company had 6,745,291 treasury shares and no subsidiary holdings. The maximum number of Shares which can be purchased or acquired by the Company, being 5% of the total number of issued Shares (disregarding treasury shares and subsidiary holdings), based on this and certain other assumptions, is illustrated in paragraph 2.7.1 below.

2.3.2 **Duration of Authority**

Purchases or acquisitions of Shares may be made, at any time and from time to time, on and from the date of the 2022 AGM, at which the renewal of the Share Purchase Mandate is approved, up to:

- (a) the date on which the next Annual General Meeting of the Company is held or required by law to be held;
- (b) the date on which the authority conferred by the Share Purchase Mandate is revoked or varied; or
- (c) the date on which purchases and acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated,

whichever is the earliest.

2.3.3 **Manner of Purchases or Acquisitions of Shares**

Purchases or acquisitions of Shares may be made by way of:

- (a) an on-market purchase of Shares by the Company (“**Market Purchase**”) effected on the SGX-ST, or on any other stock exchange on which the Shares may for the time being be listed and quoted, through one or more duly licensed dealers appointed by the Company for the purpose; and/or

⁽¹⁾ “Subsidiary holdings” is defined in the Listing Manual to mean shares referred to in Sections 21(4), 21(4B), 21(6A) and 21(6C) of the Companies Act 1967.

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- (b) an off-market purchase of Shares by the Company ("**Off-Market Purchase**") effected otherwise than on a stock exchange, in accordance with an equal access scheme pursuant to Section 76C of the Companies Act 1967 (the "**Companies Act**").

The Directors may impose such terms and conditions which are not inconsistent with the Share Purchase Mandate, the Listing Manual, the listing rules of any other stock exchange on which the Shares may for the time being be listed and quoted, and the Companies Act as they consider fit in the interests of the Company in connection with or in relation to any equal access scheme or schemes. An Off-Market Purchase must, however, satisfy all the following conditions:

- (i) offers for the purchase or acquisition of Shares shall be made to every person who holds Shares to purchase or acquire the same percentage of their Shares;
- (ii) all of those persons shall be given a reasonable opportunity to accept the offers made; and
- (iii) the terms of all the offers shall be the same, except that there shall be disregarded (1) differences in consideration attributable to the fact that offers may relate to Shares with different accrued dividend entitlements, and (2) differences in the offers introduced solely to ensure that each person is left with a whole number of Shares.

If the Company wishes to make an Off-Market Purchase in accordance with an equal access scheme, it will issue an offer document containing at least the following information:

- (1) terms and conditions of the offer;
- (2) period and procedures for acceptances;
- (3) reasons for the proposed Share purchases;
- (4) consequences, if any, of Share purchases by the Company that will arise under the Singapore Code on Take-overs and Mergers (the "**Take-over Code**") or other applicable take-over rules;
- (5) whether the Share purchases, if made, could affect the listing of the Shares on the SGX-ST;
- (6) details of any Share purchases made by the Company in the previous 12 months (whether Market Purchases or Off-Market Purchases), giving the total number of Shares purchased, the purchase price per Share or the highest and lowest prices paid for the purchases, where relevant, and the total consideration paid for the purchases; and
- (7) whether the Shares purchased by the Company will be cancelled or kept as treasury shares.

2.3.4 **Purchase Price**

The purchase price (excluding brokerage, commission, applicable goods and services tax and other related expenses) to be paid for a Share will be determined by the Directors. The maximum price to be paid for the Shares as determined by the Directors must not exceed, in the case of both a Market Purchase and an Off-Market Purchase, 105% of the Average Closing Price of the Shares, excluding related expenses of the purchase or acquisition (the "**Maximum Price**").

For the above purposes:

"**Average Closing Price**" means the average of the last dealt prices of a Share for the five consecutive market days on which the Shares are transacted on the SGX-ST or, as the case may be, such other stock exchange on which the Shares are listed and quoted, immediately preceding the date of the Market Purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted, in accordance with the listing rules of the SGX-ST, for any corporate action that occurs during the relevant five-day period and the date of the Market Purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase; and

"**date of the making of the offer**" means the date on which the Company makes an offer for the purchase or acquisition of Shares from Shareholders, stating therein the relevant terms of the equal access scheme for effecting the Off-Market Purchase.

- 2.4 **Source of Funds.** Under the Companies Act, the Company may purchase or acquire its Shares out of its distributable profits, as well as out of capital.

The Company intends to use internal and external sources of funds to finance its purchase or acquisition of Shares. The Directors do not propose to exercise the Share Purchase Mandate in a manner and to such extent that the financial condition of the Company would be materially adversely affected.

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2.5 **Status of Purchased Shares.** Shares purchased or acquired by the Company are deemed cancelled immediately on purchase or acquisition (and all rights and privileges attached to those Shares will expire on such cancellation) unless such Shares are held by the Company as treasury shares. The total number of issued Shares will be diminished by the number of Shares purchased or acquired by the Company and which are not held as treasury shares.

2.6 **Treasury Shares.** Under the Companies Act, Shares purchased or acquired by the Company may be held or dealt with as treasury shares. Some of the provisions on treasury shares under the Companies Act are summarised below:

2.6.1 **Maximum Holdings**

The number of Shares held as treasury shares⁽²⁾ cannot at any time exceed 10% of the total number of issued Shares.

2.6.2 **Voting and Other Rights**

The Company cannot exercise any right in respect of treasury shares. In particular, the Company cannot exercise any right to attend or vote at meetings and for the purposes of the Companies Act, the Company shall be treated as having no right to vote and the treasury shares shall be treated as having no voting rights.

In addition, no dividend may be paid, and no other distribution of the Company's assets may be made, to the Company in respect of treasury shares. However, the allotment of shares as fully paid bonus shares in respect of treasury shares is allowed. A subdivision or consolidation of any treasury share is also allowed so long as the total value of the treasury shares after the subdivision or consolidation is the same as before.

2.6.3 **Disposal and Cancellation**

Where Shares are held as treasury shares, the Company may at any time (but subject always to the Take-over Code):

- (a) sell the treasury shares for cash;
- (b) transfer the treasury shares for the purposes of or pursuant to any share scheme, whether for employees, directors or other persons;
- (c) transfer the treasury shares as consideration for the acquisition of shares in or assets of another company or assets of a person;
- (d) cancel the treasury shares; or
- (e) sell, transfer or otherwise use the treasury shares for such other purposes as may be prescribed by the Minister for Finance.

In addition, under Rule 704(28) of the Listing Manual, an immediate announcement must be made of any sale, transfer, cancellation and/or use of treasury shares. Such announcement must include details such as the date of the sale, transfer, cancellation and/or use of such treasury shares, the purpose of such sale, transfer, cancellation and/or use of such treasury shares, the number of treasury shares which have been sold, transferred, cancelled and/or used, the number of treasury shares before and after such sale, transfer, cancellation and/or use, the percentage of the number of treasury shares against the total number of issued shares (of the same class as the treasury shares) which are listed before and after such sale, transfer, cancellation and/or use and the value of the treasury shares if they are used for a sale or transfer, or cancelled.

2.7 **Financial Effects.** The financial effects on the Company and the Group arising from purchases or acquisitions of Shares which may be made pursuant to the proposed Share Purchase Mandate will depend on, *inter alia*, whether the Shares are purchased or acquired out of profits and/or capital of the Company, the number of Shares purchased or acquired, the price paid for such Shares and whether the Shares purchased or acquired are held in treasury or cancelled.

Under the Companies Act, purchases or acquisitions of Shares by the Company may be made out of the Company's profits and/or capital so long as the Company is solvent. Where the consideration paid by the Company for the purchase or acquisition of Shares is made out of profits, such consideration will correspondingly reduce the amount available for the distribution of cash dividends by the Company. Where the consideration paid by the Company for the purchase or acquisition of Shares is made out of capital, the amount available for the distribution of cash dividends by the Company will not be reduced.

⁽²⁾ For these purposes, "treasury shares" shall be read as including shares held by a subsidiary under Sections 21(4B) or 21(6C) of the Companies Act 1967.

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The financial effects on the Company and the Group, based on the audited financial statements of the Company and the Group for the financial year ended 31 March 2022, are based on the assumptions set out below.

2.7.1 *Number of Shares Purchased or Acquired*

Purely for illustrative purposes, on the basis of 16,514,634,755 Shares in issue as at the Latest Practicable Date and disregarding the 6,745,291 Shares held in treasury as at the Latest Practicable Date, and assuming that on or prior to the 2022 AGM (i) no further Shares are issued, (ii) no further Shares are purchased or acquired by the Company, or held as treasury shares, and (iii) no Shares are held as subsidiary holdings, the purchase or acquisition by the Company of 5% of its issued Shares will result in the purchase or acquisition of 825,394,473 Shares.

2.7.2 *Maximum Price Paid for Shares Purchased or Acquired*

In the case of both Market Purchases and Off-Market Purchases by the Company and assuming that the Company purchases or acquires the 825,394,473 Shares at the maximum price of S\$2.8749 for one Share (being the price equivalent to 5% above the Average Closing Price of the Shares for the five consecutive market days on which the Shares were traded on the SGX-ST immediately preceding the Latest Practicable Date), the maximum amount of funds required for the purchase or acquisition of the 825,394,473 Shares is S\$2,372,926,570.43.

2.7.3 *Illustrative Financial Effects*

For illustrative purposes only and on the basis of the assumptions set out in paragraphs 2.7.1 and 2.7.2 above, and further assuming that the purchase or acquisition of the 825,394,473 Shares by the Company pursuant to the Share Purchase Mandate by way of Market Purchases or Off-Market Purchases is made as to half out of profits and as to half out of capital and cancelled or held in treasury, the financial effects of the purchase or acquisition of Shares by the Company pursuant to the Share Purchase Mandate on the audited financial statements of the Group and the Company for the financial year ended 31 March 2022 are set out below.

Scenario A

Market Purchases or Off-Market Purchases of up to 5% made as to 2.5% out of profits and as to 2.5% out of capital and cancelled

	Group		Company	
	Before Market/ Off-Market Purchase S\$'million	After Market/ Off-Market Purchase S\$'million	Before Market/ Off-Market Purchase S\$'million	After Market/ Off-Market Purchase S\$'million
As at 31 March 2022				
Shareholders' Funds	27,134.5	24,761.6	20,535.8	18,162.9
Treasury Shares Held by Trust	(6.0)	(6.0)	-	-
Treasury Shares Held/Purchased by the Company	(16.9)	(16.9)	(16.9)	(16.9)
Total Shareholders' Funds	27,111.6	24,738.7	20,518.9	18,146.0
Perpetual Securities	1,012.6	1,012.6	-	-
	28,124.2	25,751.3	20,518.9	18,146.0
Net Assets	28,109.3	25,736.4	20,518.9	18,146.0
Current Assets	8,130.4	8,068.0	2,636.8	2,574.4
Current Liabilities	9,055.1	9,055.1	2,520.1	2,520.1
Total Borrowings	11,868.6	14,179.1	1,239.4	3,549.9
Cash and Cash Equivalents	2,130.1	2,067.7	62.4	-
Number of Shares ('000)	16,505,691.3	15,680,296.8	16,507,889.5	15,682,495.0
Financial Ratios				
Net Assets per Share (S\$)	1.70	1.64	1.24	1.16
Gearing* (%)	43.78	57.32	6.04	19.56
Current Ratio (times)	0.90	0.89	1.05	1.02

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Scenario B

Market Purchases or Off-Market Purchases of up to 5% made as to 2.5% out of profits and as to 2.5% out of capital and held in treasury

	Group		Company	
	Before Market/ Off-Market Purchase S\$'million	After Market/ Off-Market/ Purchase S\$'million	Before Market/ Off-Market/ Purchase S\$'million	After Market/ Off-Market/ Purchase S\$'million
As at 31 March 2022				
Shareholders' Funds	27,134.5	27,134.5	20,535.8	20,535.8
Treasury Shares Held by Trust	(6.0)	(6.0)	-	-
Treasury Shares Held/Purchased by the Company	(16.9)	(2,389.8)	(16.9)	(2,389.8)
Total Shareholders' Funds	27,111.6	24,738.7	20,518.9	18,146.0
Perpetual Securities	1,012.6	1,012.6	-	-
	28,124.2	25,751.3	20,518.9	18,146.0
Net Assets	28,109.3	25,736.4	20,518.9	18,146.0
Current Assets	8,130.4	8,068.0	2,636.8	2,574.4
Current Liabilities	9,055.1	9,055.1	2,520.1	2,520.1
Total Borrowings	11,868.6	14,179.1	1,239.4	3,549.9
Cash and Cash Equivalents	2,130.1	2,067.7	62.4	-
Number of Shares ('000)	16,505,691.3	15,680,296.8	16,507,889.5	15,682,495.0
Financial Ratios				
Net Assets per Share (S\$)	1.70	1.64	1.24	1.16
Gearing* (%)	43.78	57.32	6.04	19.56
Current Ratio (times)	0.90	0.89	1.05	1.02

* "Gearing" means total borrowings divided by total shareholders' funds.

SHAREHOLDERS SHOULD NOTE THAT THE FINANCIAL EFFECTS SET OUT ABOVE ARE FOR ILLUSTRATION PURPOSES ONLY (BASED ON THE ABOVEMENTIONED ASSUMPTIONS). Although the Share Purchase Mandate would authorise the Company to purchase or acquire up to 5% of the issued Shares (excluding treasury shares and subsidiary holdings), the Company may not necessarily purchase or acquire or be able to purchase or acquire the entire 5% of the issued Shares (excluding treasury shares and subsidiary holdings). In addition, the Company may cancel all or part of the Shares repurchased or hold all or part of the Shares repurchased in treasury.

- 2.8 **Reporting Requirements.** Rule 886(1) of the Listing Manual specifies that a listed company shall report all purchases or acquisitions of its shares to the SGX-ST not later than 9.00 a.m. (i) in the case of a Market Purchase, on the market day following the day of purchase or acquisition of any of its shares, and (ii) in the case of an Off-Market Purchase under an equal access scheme, on the second market day after the close of acceptances of the offer. Such announcement (which must be in the form of Appendix 8.3.1 to the Listing Manual) must include, *inter alia*, details of the date of the purchase, the total number of shares purchased, the number of shares cancelled, the number of shares held as treasury shares, the purchase price per share or the highest and lowest prices paid for such shares, as applicable, the total consideration (including stamp duties and clearing charges) paid or payable for the shares, the number of shares purchased as at the date of announcement (on a cumulative basis), the number of issued shares excluding treasury shares and subsidiary holdings after the purchase, the number of treasury shares held after the purchase and the number of subsidiary holdings after the purchase.
- 2.9 **No Purchases During Price or Trade Sensitive Developments.** While the Listing Manual does not expressly prohibit any purchase of shares by a listed company during any particular time or times, because the listed company would be regarded as an "insider" in relation to any proposed purchase or acquisition of its issued shares, the Company will not undertake any purchase or acquisition of Shares pursuant to the proposed Share Purchase Mandate at any time after a price or trade sensitive development has occurred or has been the subject of a decision until the price or trade sensitive information has been publicly announced. The Company will continue to comply with the best practices on dealings in securities set out in Rule 1207(19)(c) of the Listing Manual.

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- 2.10 **Listing Status of the Shares.** The Listing Manual requires a listed company to ensure that at least 10% of equity securities (excluding treasury shares, preference shares and convertible equity securities) in a class that is listed is at all times held by the public. As at the Latest Practicable Date, Temasek Holdings (Private) Limited had an interest (both direct and deemed) in 8,659,637,100 Shares representing approximately 52.5% of the issued Shares (excluding Shares held in treasury) as at that date. Approximately 47.5% of the issued Shares (excluding Shares held in treasury) were held by public Shareholders as at that date. Assuming the Company had purchased or acquired Shares from the public up to the full 5% limit pursuant to the proposed Share Purchase Mandate on the Latest Practicable Date, approximately 44.8% of the issued Shares (excluding Shares held in treasury) would have been held by public Shareholders as at that date.

The Company will ensure that there is a sufficient number of Shares in issue held by public Shareholders which would permit the Company to undertake purchases or acquisitions of its Shares through Market Purchases up to the full 5% limit pursuant to the proposed Share Purchase Mandate without affecting the listing status of the Shares on the SGX-ST, causing market illiquidity or affecting orderly trading.

- 2.11 **Shareholding Limits.** The Constitution of the Company prescribes a limit of 15% of the issued Shares (excluding treasury shares) in which any person or related group of persons (other than a person or persons approved by the Directors) may have an interest, whether directly or indirectly (the “**Individual Shareholding Limit**”). The Constitution also empowers the Directors to require the sale of Shares, if it shall come to their notice that the Individual Shareholding Limit is exceeded.

The Company holds various broadcasting and telecommunications licences, and is regulated under the Broadcasting Act 1994 (the “**Broadcasting Act**”) and the Telecommunications Act 1999 (the “**Telecommunications Act**”).

The Broadcasting Act provides that no person may become:

- (a) a substantial shareholder (as defined under the Companies Act);
- (b) a 12% controller (as defined under the Broadcasting Act); or
- (c) an indirect controller (as defined under the Broadcasting Act),

of a broadcasting company (as defined under the Broadcasting Act) without first obtaining the approval of the Minister for Communications and Information (the “**Minister**”).

In addition, under the Broadcasting Act, the Company shall not, unless the Minister otherwise approves, be granted or hold a relevant licence (as defined under the Broadcasting Act) if the Minister is satisfied that any foreign source (as defined under the Broadcasting Act), alone or together with one or more other foreign sources, holds not less than 49% of the Shares, or is in a position to control voting power of not less than 49%, in the Company or its holding company (as defined under the Companies Act).

The Telecommunications Act provides that:

- (a) no person shall, whether through a series of transactions over a period of time or otherwise, become a 12% controller (as defined under the Telecommunications Act) or a 30% controller (as defined under the Telecommunications Act) of a designated telecommunication licensee (as defined under the Telecommunications Act); and
- (b) no person shall obtain effective control (as defined under the Telecommunications Act) over a designated telecommunication licensee,

without obtaining the prior written approval of the Info-communications Media Development Authority of Singapore (the “**IMDA**”).

The Code of Practice for Competition in the Provision of Telecommunication Services 2022 (the “**Telecom Competition Code**”) provides that:

- (a) for the purposes of the Telecommunications Act:
 - (i) every Acquiring Party (as defined under the Telecom Competition Code) and the Designated Telecommunication Licensee (as defined under the Telecom Competition Code) must seek the IMDA’s approval in connection with such Acquiring Party acquiring Voting Shares (as defined under the Telecom Competition Code) or Voting Power (as defined under the Telecom Competition Code) in the Designated Telecommunication Licensee that would result in such Acquiring Party becoming a 12% Controller (as defined under the Telecom Competition Code) of the Designated Telecommunication Licensee; and

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- (ii) every Acquiring Party and the Designated Telecommunication Licensee must seek the IMDA's approval in connection with such Acquiring Party acquiring Voting Shares or Voting Power in the Designated Telecommunication Licensee that would result in such Acquiring Party becoming a 30% Controller (as defined under the Telecom Competition Code) of the Designated Telecommunication Licensee or entering into any other transaction that constitutes a Consolidation (as defined under the Telecom Competition Code) with the Designated Telecommunication Licensee;
- (b) the term "Consolidation" includes any transaction that results in a person:
 - (i) becoming a 30% Controller of a Designated Telecommunication Licensee; or
 - (ii) obtaining Effective Control (as defined under the Telecom Competition Code) over a Designated Telecommunication Licensee; and
- (c) every Acquiring Party and the Designated Telecommunication Licensee must *jointly* file a Consolidation Application (as defined under the Telecom Competition Code) in respect of such Acquiring Party becoming a 30% Controller of the Designated Telecommunication Licensee or otherwise entering into a Consolidation with the Designated Telecommunication Licensee.

If the Minister and/or the applicable regulatory authority, as the case may be, is satisfied that a person and/or his associates (as the case may be) have reached or exceeded the limits applicable in relation to the holding of or having an interest in Shares, or the controlling of voting power in the Company, in each case as defined in and as prescribed by the Broadcasting Act, the Telecommunications Act and/or any other legislation to which the Company is subject from time to time and/or any regulations, directives, guidelines, notices and/or codes of practice promulgated or issued thereunder from time to time, as the case may be (the "Prescribed Limits"), or in other specified circumstances, the Minister and/or the applicable regulatory authority, as the case may be, may make certain directions, including but not limited to requiring such person and/or his associates to transfer or dispose of all or part of the Shares which it may have acquired in the Company, or restricting the voting rights or dividend rights that such person and/or his associates has obtained through the acquisition of such Shares.

As a result of a purchase or acquisition of Shares by the Company, the shareholding percentage of a holder of Shares (whose Shares were not the subject of a share purchase or acquisition by the Company) in the issued Shares of the Company immediately following any purchase or acquisition of Shares by the Company may increase correspondingly.

The Company wishes to draw the attention of Shareholders to the following consequences of a purchase or acquisition of Shares by the Company pursuant to the Share Purchase Mandate, if the renewal of the Share Purchase Mandate is approved by Shareholders:

A PURCHASE OR ACQUISITION OF SHARES BY THE COMPANY MAY INADVERTENTLY CAUSE ANY PERSON TO REACH OR EXCEED THE PRESCRIBED LIMITS AND/OR THE INDIVIDUAL SHAREHOLDING LIMIT, AS THE CASE MAY BE (IN PARTICULAR, A PERSON WHO IS CURRENTLY CLOSE TO ANY OF THE PRESCRIBED LIMITS AND/OR THE INDIVIDUAL SHAREHOLDING LIMIT, AS THE CASE MAY BE).

IN RELATION TO THE PRESCRIBED LIMITS AND/OR THE INDIVIDUAL SHAREHOLDING LIMIT, THE DIRECTORS ARE EMPOWERED TO SERVE NOTICE ON SUCH PERSON REQUIRING A DISPOSAL OF THE INTEREST IN THE AFFECTED SHARES WITHIN 21 DAYS OF THE GIVING OF SUCH NOTICE OR SUCH SHORTER OR LONGER PERIOD AS THE DIRECTORS CONSIDER REASONABLE TO A PERSON QUALIFIED TO HAVE AN INTEREST IN THE AFFECTED SHARES. IF SUCH NOTICE IS NOT COMPLIED WITH TO THE SATISFACTION OF THE DIRECTORS, THE DIRECTORS MAY ARRANGE FOR THE COMPANY TO SELL THE AFFECTED SHARES.

IN RELATION TO THE PRESCRIBED LIMITS, PERSONS WHO (AT ANY TIME DURING THE PERIOD WHEN THE SHARE PURCHASE MANDATE IS IN FORCE) ARE CLOSE TO AND MAY REACH OR EXCEED ANY OF THE PRESCRIBED LIMITS BY REASON OF A PURCHASE OR ACQUISITION OF SHARES BY THE COMPANY, ARE ADVISED TO NOTIFY THE COMPANY AND TO CONSIDER SEEKING THE PRIOR APPROVAL OF THE MINISTER (OR, AS THE CASE MAY BE, THE APPLICABLE REGULATORY AUTHORITY) TO REACH OR EXCEED THE PRESCRIBED LIMITS, ON SUCH TERMS AS MAY BE IMPOSED BY THE MINISTER (OR, AS THE CASE MAY BE, THE APPLICABLE REGULATORY AUTHORITY), AS A CONSEQUENCE OF SUCH PURCHASE OR ACQUISITION.

THE COMPANY WILL, TO THE EXTENT REQUIRED, PRIOR TO A PURCHASE OR ACQUISITION OF SHARES PURSUANT TO THE SHARE PURCHASE MANDATE, CALCULATE THE INTERESTS OF EACH SHAREHOLDER TO DETERMINE WHETHER SUCH INTERESTS MAY, FOLLOWING SUCH PURCHASE OR ACQUISITION, REACH OR EXCEED THE PRESCRIBED LIMITS. IF, FOLLOWING SUCH CALCULATION, THE COMPANY BELIEVES THAT THE SHAREHOLDER MAY, FOLLOWING SUCH PURCHASE OR ACQUISITION, REACH OR EXCEED ANY OF THE PRESCRIBED LIMITS REQUIRING THE PRIOR APPROVAL OF THE MINISTER (OR, AS THE CASE MAY BE, THE APPLICABLE REGULATORY AUTHORITY), THE COMPANY WILL NOTIFY SUCH SHAREHOLDER AND SUCH SHAREHOLDER MAY BE ADVISED TO EITHER (1) ESTABLISH TO THE COMPANY'S SATISFACTION THAT SUCH SHAREHOLDER WILL NOT REACH OR EXCEED SUCH PRESCRIBED LIMITS, OR (2) SUBMIT AN APPLICATION

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FOR APPROVAL (TOGETHER WITH THE COMPANY, IF SO REQUIRED) TO THE MINISTER (OR, AS THE CASE MAY BE, THE APPLICABLE REGULATORY AUTHORITY), TO REACH OR EXCEED THE PRESCRIBED LIMITS, ON SUCH TERMS AS MAY BE IMPOSED BY THE MINISTER (OR, AS THE CASE MAY BE, THE APPLICABLE REGULATORY AUTHORITY), AS A CONSEQUENCE OF SUCH PURCHASE OR ACQUISITION.

2.12 **Take-over Implications.** Appendix 2 of the Take-over Code contains the Share Buy-Back Guidance Note. The take-over implications arising from any purchase or acquisition by the Company of its Shares are set out below.

2.12.1 **Obligation to make a Take-over Offer**

If, as a result of any purchase or acquisition by the Company of its Shares, the proportionate interest in the voting capital of the Company of a Shareholder and persons acting in concert with him increases, such increase will be treated as an acquisition for the purposes of Rule 14 of the Take-over Code. Consequently, a Shareholder or a group of Shareholders acting in concert with a Director could obtain or consolidate effective control of the Company and become obliged to make an offer under Rule 14 of the Take-over Code.

2.12.2 **Persons Acting in Concert**

Under the Take-over Code, persons acting in concert comprise individuals or companies who, pursuant to an agreement or understanding (whether formal or informal), co-operate, through the acquisition by any of them of shares in a company to obtain or consolidate effective control of that company.

Unless the contrary is established, the Take-over Code presumes, *inter alia*, the following individuals and companies to be persons acting in concert with each other:

- (a) the following companies:
 - (i) a company;
 - (ii) the parent company of (i);
 - (iii) the subsidiaries of (i);
 - (iv) the fellow subsidiaries of (i);
 - (v) the associated companies of any of (i), (ii), (iii) or (iv);
 - (vi) companies whose associated companies include any of (i), (ii), (iii), (iv) or (v); and
 - (vii) any person who has provided financial assistance (other than a bank in the ordinary course of business) to any of the companies referred to above for the purchase of voting rights; and
- (b) a company with any of its directors (together with their close relatives, related trusts as well as companies controlled by any of the directors, their close relatives and related trusts).

The circumstances under which Shareholders (including Directors) and persons acting in concert with them, will incur an obligation to make a take-over offer under Rule 14 of the Take-over Code after a purchase or acquisition of Shares by the Company are set out in Appendix 2 of the Take-over Code.

2.12.3 **Effect of Rule 14 and Appendix 2**

In general terms, the effect of Rule 14 and Appendix 2 of the Take-over Code is that, unless exempted, Directors and persons acting in concert with them will incur an obligation to make a take-over offer under Rule 14 if, as a result of the Company purchasing or acquiring Shares, the voting rights of such Directors and their concert parties would increase to 30% or more, or in the event that such Directors and their concert parties hold between 30% and 50% of the Company's voting rights, if the voting rights of such Directors and their concert parties would increase by more than 1% in any period of six months. In calculating the percentages of voting rights of such Directors and their concert parties, treasury shares shall be excluded.

Under Appendix 2 of the Take-over Code, a Shareholder not acting in concert with the Directors will not be required to make a take-over offer under Rule 14 if, as a result of the Company purchasing or acquiring its Shares, the voting rights of such Shareholder would increase to 30% or more, or, if such Shareholder holds between 30% and 50% of the Company's voting rights, the voting rights of such Shareholder would increase by more than 1% in any period of six months. Such Shareholder need not abstain from voting in respect of the resolution authorising the Share Purchase Mandate.

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Based on the interests of substantial Shareholders as recorded in the Register of Substantial Shareholders as at the Latest Practicable Date as set out in paragraph 3.2 below, the substantial Shareholder would not become obliged to make a take-over offer for the Company under Rule 14 of the Take-over Code as a result of the purchase or acquisition by the Company of the maximum limit of 5% of its issued Shares (excluding treasury shares) as at the Latest Practicable Date.

SHAREHOLDERS WHO ARE IN DOUBT AS TO THEIR OBLIGATIONS, IF ANY, TO MAKE A MANDATORY TAKE-OVER OFFER UNDER THE TAKE-OVER CODE AS A RESULT OF ANY PURCHASE OR ACQUISITION OF SHARES BY THE COMPANY SHOULD CONSULT THE SECURITIES INDUSTRY COUNCIL AND/OR THEIR PROFESSIONAL ADVISERS AT THE EARLIEST OPPORTUNITY.

- 2.13 **Previous Purchases.** The following are details of purchases or acquisitions of Shares made by the Company via Market Purchases during the period from 30 July 2021, being the date of the 2021 AGM, to 31 May 2022:

Date of purchase or acquisition	Number of Shares purchased or acquired	Highest price paid per Share	Lowest price paid per Share	Total consideration paid
13 Aug 2021	664,548	S\$2.39	S\$2.39	S\$1,589,459.34
16 Aug 2021	664,500	S\$2.42	S\$2.42	S\$1,609,294.47
17 Aug 2021	664,500	S\$2.41	S\$2.39	S\$1,595,861.51
12 Nov 2021	620,989	S\$2.58	S\$2.57	S\$1,601,611.55
15 Nov 2021	620,500	S\$2.57	S\$2.57	S\$1,595,879.42
16 Nov 2021	620,500	S\$2.56	S\$2.55	S\$1,588,179.45
16 Feb 2022	838,496	S\$2.56	S\$2.54	S\$2,144,633.21
17 Feb 2022	525,500	S\$2.57	S\$2.56	S\$1,350,231.82
18 Feb 2022	525,500	S\$2.57	S\$2.56	S\$1,350,547.36
27 May 2022	1,231,790	S\$2.71	S\$2.65	S\$3,313,901.32
30 May 2022	1,161,000	S\$2.68	S\$2.64	S\$3,091,734.98
31 May 2022	1,161,000	S\$2.65	S\$2.63	S\$3,064,779.61

As at 31 May 2022, the Company had not purchased or acquired any of its Shares by way of Off-Market Purchases pursuant to the Share Purchase Mandate approved by Shareholders at the 2021 AGM.

3. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

- 3.1 **Directors' Interests.** The interests of the Directors in Shares, as extracted from the Register of Directors' Shareholdings, as at 13 June 2022, are set out below:

	Number of Shares			Total Percentage Interest ⁽¹⁾	Number of Shares comprised in outstanding awards granted by the Company
	Direct Interest	Deemed Interest	Total Interest		
Ordinary Shares					
Lee Theng Kiat	-	-	-	-	-
Yuen Kuan Moon	1,536,151	6,360 ⁽²⁾	1,542,511	nm ⁽⁷⁾	4,902,791 ⁽³⁾
John Arthur	-	-	-	-	-
Gautam Banerjee	-	-	-	-	-
Bradley Horowitz	-	-	-	-	-
Gail Kelly	-	-	-	-	-
Lim Swee Say	1,490	-	1,490	nm ⁽⁷⁾	-
Christina Ong	-	-	-	-	-
Rajeev Suri	-	-	-	-	-
Teo Swee Lian	1,550	-	1,550	nm ⁽⁷⁾	-
Wee Siew Kim	533,438 ⁽⁴⁾	190 ⁽⁵⁾	533,628	nm ⁽⁷⁾	-
Yong Hsin Yue	1,360	-	1,360	nm ⁽⁷⁾	-
American Depositary Shares					
Venky Ganesan	3,341.45 ⁽⁶⁾	-	3,341.45	nm ⁽⁷⁾	-

Letter to Shareholders

Notes:

- ⁽¹⁾ Based on the total number of issued Shares as at 13 June 2022, less Shares held in treasury.
- ⁽²⁾ Held by spouse of Mr Yuen Kuan Moon.
- ⁽³⁾ As at 13 June 2022, Mr Yuen Kuan Moon has been granted awards in respect of 4,902,791 Shares pursuant to the Singtel Performance Share Plan 2012, subject to certain performance criteria being met and other terms and conditions. Depending on the extent of the satisfaction of the relevant performance criteria, up to an aggregate of 7,260,247 Shares may be released pursuant to the conditional awards granted.
- ⁽⁴⁾ 228,278 Shares held in the name of UBS AG and 305,160 Shares held in the name of Bank of Singapore.
- ⁽⁵⁾ Held by spouse of Mr Wee Siew Kim.
- ⁽⁶⁾ 1 American Depositary Share represents 10 Shares.
- ⁽⁷⁾ "nm" means not meaningful.

- 3.2 **Substantial Shareholders' Interests.** The interests of the substantial Shareholder in Shares, as extracted from the Register of Substantial Shareholders, as at the Latest Practicable Date, are set out below:

	Number of Shares		Total Percentage Interest ⁽¹⁾
	Direct Interest	Deemed Interest	
Temasek Holdings (Private) Limited	8,304,071,181	355,565,919 ⁽²⁾	52.46

Notes:

- ⁽¹⁾ Based on the total number of issued Shares as at the Latest Practicable Date, less Shares held in treasury.
- ⁽²⁾ Deemed through interests of subsidiaries and associated companies.

4. DIRECTORS' RECOMMENDATION

The Directors are of the opinion that the proposed renewal of the Share Purchase Mandate is in the best interests of the Company. Accordingly, they recommend that Shareholders vote in favour of Resolution 12, being the Ordinary Resolution relating to the proposed renewal of the Share Purchase Mandate to be proposed at the 2022 AGM.

5. INSPECTION OF DOCUMENTS

The following documents may be accessed at the URL <https://www.singtel.com/about-us/investor-relations/annual-reports>:

- (a) the Annual Report of the Company for the financial year ended 31 March 2022; and
- (b) the 2021 Letter.

6. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Letter and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Letter constitutes full and true disclosure of all material facts about the Proposal, and the Company and its subsidiaries which are relevant to the Proposal, and the Directors are not aware of any facts the omission of which would make any statement in this Letter misleading. Where information in this Letter has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Letter in its proper form and context.

Yours faithfully
for and on behalf of
the Board of Directors of
SINGAPORE TELECOMMUNICATIONS LIMITED

LEE THENG KIAT
Chairman



SINGAPORE TELECOMMUNICATIONS LIMITED

(Incorporated in the Republic of Singapore)

Company Registration Number: 199201624D

Annual General Meeting Proxy Form

IMPORTANT

- The Annual General Meeting is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of Annual General Meeting will not be sent to members. Instead, the Notice of Annual General Meeting will be sent to members by electronic means via publication on the Company's website at the URL <https://www.singtel.com/about-us/investor-relations/annual-reports> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- Alternative arrangements relating to:
 - attendance at the Annual General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via "live" audio-visual webcast or "live" audio-only stream);
 - submission of questions to the Chairman of the Meeting in advance of, or "live" at, the Annual General Meeting, and addressing of substantial and relevant questions in advance of, or "live" at, the Annual General Meeting; and
 - voting at the Annual General Meeting (i) "live" by the member or his/her/its duly appointed proxy(ies) (other than the Chairman of the Meeting) via electronic means; or (ii) by appointing the Chairman of the Meeting as proxy to vote on the member's behalf at the Annual General Meeting.
- To keep physical interactions and COVID-19 transmission risk to a minimum, the Company is not providing for physical attendance by members at the Annual General Meeting. A member who wishes to exercise his/her/its voting rights at the Annual General Meeting may:**
 - (where the member is an individual) vote "live" via electronic means at the Annual General Meeting, or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the Annual General Meeting on his/her/its behalf; or
 - (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Annual General Meeting.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).**
- This proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPFIS/SRS investors and investors who hold discounted Singtel shares offered under the Special Discounted Shares (SDS) Scheme in Singtel's initial public offering in 1993 and/or in Singtel's second offering in 1996 in their CPF ordinary accounts.
- CPFIS/SRS investors who hold Singtel shares through CPF Agent Banks/SRS Operators:
 - may vote "live" via electronic means at the Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies; or
 - may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should approach their respective CPF Agent Banks/SRS Operators to submit their votes by 5.00 p.m. on 19 July 2022.
- Investors who hold discounted Singtel shares offered under the SDS Scheme in Singtel's initial public offering in 1993 and/or in Singtel's second offering in 1996 in their CPF ordinary accounts:
 - may vote "live" via electronic means at the Annual General Meeting as proxies of the CPF Board; or
 - may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should complete and submit a separate SDS voting instruction form to the Company by 5.00 p.m. on 19 July 2022. The SDS voting instruction form may be accessed at the Company's website at the URL <https://www.singtel.com/about-us/investor-relations/agsm-2022> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 30 June 2022.

I/We _____ (Name) _____ (NRIC/Passport Number/Company Registration Number)

of _____ (Address), being a member/members of Singapore

Telecommunications Limited (the "Company" or "Singtel"), hereby appoint:

Name	Address	Email Address	NRIC/Passport Number	Proportion of Shareholdings (%)

and/or (please delete as appropriate)

Name	Address	Email Address	NRIC/Passport Number	Proportion of Shareholdings (%)

or if no proxy is named, the Chairman of the Annual General Meeting, as my/our proxy/proxies to attend, speak and vote for me/us on my/our behalf, at the 30th Annual General Meeting of the Company to be convened and held by way of electronic means on Friday, 29 July 2022 at 10.00 a.m. (Singapore time) and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against or to abstain from voting on the resolutions to be proposed at the Annual General Meeting as indicated hereunder.

(Voting will be conducted by poll. If you wish your proxy/proxies to vote all your shares "For" or "Against" the relevant resolution, please indicate with an "X" or a "✓" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please insert the relevant number of shares "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish your proxy/proxies to abstain from voting on a resolution, please indicate with an "X" or a "✓" in the "Abstain" box provided in respect of that resolution. Alternatively, please insert the relevant number of shares in the "Abstain" box provided in respect of that resolution. In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deem(s) fit on any of the below resolutions if no voting instruction is specified, and on any other matter arising at the Annual General Meeting.)

No.	Resolution	For	Against	Abstain
Routine Business				
1	To receive and adopt the Directors' Statement and audited Financial Statements and Auditors' Report thereon			
2	To declare a final dividend of 4.8 cents per share			
3	To re-elect Ms Christina Hon Kwee Fong (Mrs Christina Ong) as Director			
4	To re-elect Mr Bradley Joseph Horowitz as Director			
5	To re-elect Mrs Gail Patricia Kelly as Director			
6	To re-elect Mr John Lindsay Arthur as Director			
7	To re-elect Ms Yong Hsin Yue as Director			
8	To approve payment of Directors' fees by the Company for the financial year ending 31 March 2023			
9	To re-appoint the Auditors and authorise the Directors to fix their remuneration			
Special Business				
10	To approve the proposed share issue mandate			
11	To authorise the Directors to grant awards and allot/issue shares pursuant to the Singtel Performance Share Plan 2012			
12	To approve the proposed renewal of the share purchase mandate			

Dated this _____ day of _____ 2022

Total Number of Ordinary Shares Held	
---	--

Signature(s) of Member(s) or Common Seal

Contact Number / Email Address of Member(s)

IMPORTANT: PLEASE READ THE FOLLOWING NOTES.

Notes:

1. If you have ordinary shares in the Company entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of ordinary shares. If you have ordinary shares in the Company registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of ordinary shares. If you have ordinary shares entered against your name in the Depository Register and ordinary shares registered in your name in the Register of Members, you should insert the aggregate number of ordinary shares. If no number is inserted, this instrument of proxy shall be deemed to relate to all the ordinary shares held by you.
2. **To keep physical interactions and COVID-19 transmission risk to a minimum, the Company is not providing for physical attendance by members at the Annual General Meeting. A member who wishes to exercise his/her/its voting rights at the Annual General Meeting may:**
 - (a) (where the member is an individual) vote "live" via electronic means at the Annual General Meeting, or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the Annual General Meeting on his/her/its behalf; or
 - (b) (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Annual General Meeting.

This proxy form may be accessed at the Company's website at the URL <https://www.singtel.com/about-us/investor-relations/annual-reports> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. CPFIS/SRS investors who hold Singtel shares through CPF Agent Banks/SRS Operators:
 - (a) may vote "live" via electronic means at the Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies; or
 - (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should approach their respective CPF Agent Banks/SRS Operators to submit their votes by 5.00 p.m. on 19 July 2022.
4. Investors who hold discounted Singtel shares offered under the Special Discounted Shares (SDS) Scheme in Singtel's initial public offering in 1993 and/or in Singtel's second offering in 1996 in their CPF ordinary accounts:
 - (a) may vote "live" via electronic means at the Annual General Meeting as proxies of the CPF Board; or
 - (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should complete and submit a separate SDS voting instruction form to the Company by 5.00 p.m. on 19 July 2022. The SDS voting instruction form may be accessed at the Company's website at the URL <https://www.singtel.com/about-us/investor-relations/agm-2022> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

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Singapore Telecommunications Limited

c/o M & C Services Private Limited
112 Robinson Road
#05-01
Singapore 068902

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5. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Annual General Meeting. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.
(b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Annual General Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.
"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.
6. A proxy need not be a member of the Company.
7. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged at the office of the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or
 - (b) if submitted electronically, be submitted:
 - (i) via email to the Company's Share Registrar at GPE@mncsingapore.com; or
 - (ii) via the pre-registration website which is accessible from the URL <https://www.singtel.com/about-us/investor-relations/agm-2022>,in each case, not less than 72 hours before the time appointed for holding the Annual General Meeting.
A member who wishes to submit an instrument appointing a proxy(ies) must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and submitting it via email to the email address provided above or via the pre-registration website at the URL provided above.
Members are strongly encouraged to submit completed proxy forms electronically via email or via the pre-registration website.
8. The instrument appointing a proxy(ies) must be signed under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised.

General:

The Company shall be entitled to reject an instrument appointing a proxy(ies) if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy(ies) (including any related attachment). In addition, in the case of ordinary shares entered in the Depository Register, the Company may reject any instrument appointing a proxy(ies) lodged or submitted if the member, being the appointor, is not shown to have ordinary shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the Annual General Meeting, as certified by The Central Depository (Pte) Limited to the Company.

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SINGAPORE TELECOMMUNICATIONS LIMITED

(Incorporated in the Republic of Singapore)
Company Registration Number: 199201624D

Annual General Meeting Voting Instruction Form for SDS Investors*

* "SDS Investors" means investors who hold discounted Singtel shares offered under the Special Discounted Shares (SDS) Scheme in Singtel's initial public offering in 1993 and/or in Singtel's second offering in 1996 in their CPF ordinary accounts.

IMPORTANT

- The Annual General Meeting is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of Annual General Meeting will not be sent to members. Instead, the Notice of Annual General Meeting will be sent to members by electronic means via publication on the Company's website at the URL <https://www.singtel.com/about-us/investor-relations/annual-reports> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- Alternative arrangements relating to:
 - attendance at the Annual General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via "live" audio-visual webcast or "live" audio-only stream);
 - submission of questions to the Chairman of the Meeting in advance of, or "live" at, the Annual General Meeting, and addressing of substantial and relevant questions in advance of, or "live" at, the Annual General Meeting; and
 - voting at the Annual General Meeting (i) "live" by the member or his/her/its duly appointed proxy(ies) (other than the Chairman of the Meeting) via electronic means; or (ii) by appointing the Chairman of the Meeting as proxy to vote on the member's behalf at the Annual General Meeting.
- are set out in the accompanying Company's announcement dated 30 June 2022. This announcement may be accessed at the Company'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>.
- To keep physical interactions and COVID-19 transmission risk to a minimum, the Company is not providing for physical attendance by SDS Investors at the Annual General Meeting. SDS Investors:**
 - may vote "live" via electronic means at the Annual General Meeting as proxies of the CPF Board; or
 - may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should complete and submit this voting instruction form to the Company by 5.00 p.m. on 19 July 2022, in order to enable the CPF Board to in turn complete and submit a proxy form to the Company not less than 72 hours before the time appointed for holding the Annual General Meeting.
- SDS Investors who wish to vote "live" via electronic means at the Annual General Meeting should **not** submit this voting instruction form. Instead, they should pre-register themselves at the pre-registration website which is accessible from the URL <https://www.singtel.com/about-us/investor-relations/agm-2022>, by 10.00 a.m. on 26 July 2022. SDS Investors who wish to appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting should read the notes overleaf which contain instructions on, *inter alia*, the submission of this voting instruction form by an SDS Investor. This voting instruction form is for use only by SDS Investors and is **not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by any other person.**
- A member who holds Singtel shares via The Central Depository (Pte) Limited and/or has Singtel shares registered in his/her/its name in the Register of Members (maintained by or on behalf of the Company) and who wishes to exercise his/her/its voting rights at the Annual General Meeting may:
 - (where the member is an individual) vote "live" via electronic means at the Annual General Meeting, or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the Annual General Meeting on his/her/its behalf; or
 - (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Annual General Meeting.
 The proxy form accompanying the Notice of Annual General Meeting may be accessed at the Company's website at the URL <https://www.singtel.com/about-us/investor-relations/annual-reports> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- CPFIS/SRS investors who hold Singtel shares through CPF Agent Banks/SRS Operators:
 - may vote "live" via electronic means at the Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies; or
 - may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should approach their respective CPF Agent Banks/SRS Operators to submit their votes by 5.00 p.m. on 19 July 2022.

PERSONAL DATA PRIVACY

By submitting this voting instruction form, an SDS Investor consents to the collection, use and disclosure of the SDS Investor's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment by the CPF Board of the Chairman of the Meeting as proxy for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

I _____ (Name) _____ (NRIC/Passport Number) of _____ (Address), being a holder of discounted shares ("SDS Shares") in Singapore Telecommunications Limited (the "Company" or "Singtel") offered under the Special Discounted Shares (SDS) Scheme in Singtel's initial public offering in 1993 and/or in Singtel's second offering in 1996 in my CPF ordinary account, hereby request the CPF Board to appoint the Chairman of the Annual General Meeting as its proxy, in respect of the SDS Shares held by the CPF Board on my behalf, to attend, speak and vote on behalf of the CPF Board at the 30th Annual General Meeting of the Company to be convened and held by way of electronic means on Friday, 29 July 2022 at 10.00 a.m. (Singapore time) and at any adjournment thereof.

I hereby direct the CPF Board to appoint the Chairman of the Annual General Meeting as its proxy to vote for or against or to abstain from voting on the resolutions to be proposed at the Annual General Meeting as indicated hereunder.

(Voting will be conducted by poll. If you wish the Chairman of the Annual General Meeting as proxy of the CPF Board to vote all your SDS Shares "For" or "Against" the relevant resolution, please indicate with an "X" or a "✓" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please insert the relevant number of SDS Shares "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish the Chairman of the Annual General Meeting as proxy of the CPF Board to abstain from voting on a resolution, please indicate with an "X" or a "✓" in the "Abstain" box provided in respect of that resolution. Alternatively, please insert the relevant number of SDS Shares in the "Abstain" box provided in respect of that resolution. In any other case, the Chairman of the Annual General Meeting as proxy of the CPF Board may vote or abstain as the Chairman of the Annual General Meeting deems fit on any of the below resolutions if no voting instruction is specified, and on any other matter arising at the Annual General Meeting.)

No.	Resolution	For	Against	Abstain
Routine Business				
1	To receive and adopt the Directors' Statement and audited Financial Statements and Auditors' Report thereon			
2	To declare a final dividend of 4.8 cents per share			
3	To re-elect Ms Christina Hon Kwee Fong (Mrs Christina Ong) as Director			
4	To re-elect Mr Bradley Joseph Horowitz as Director			
5	To re-elect Mrs Gail Patricia Kelly as Director			
6	To re-elect Mr John Lindsay Arthur as Director			
7	To re-elect Ms Yong Hsin Yue as Director			
8	To approve payment of Directors' fees by the Company for the financial year ending 31 March 2023			
9	To re-appoint the Auditors and authorise the Directors to fix their remuneration			
Special Business				
10	To approve the proposed share issue mandate			
11	To authorise the Directors to grant awards and allot/issue shares pursuant to the Singtel Performance Share Plan 2012			
12	To approve the proposed renewal of the share purchase mandate			

Dated this _____ day of _____ 2022

Signature of SDS Investor

Total Number of SDS Shares Held	
--	--

Contact Number / Email Address of SDS Investor

IMPORTANT: PLEASE READ THE FOLLOWING NOTES.

Notes:

1. If no number of SDS Shares is inserted overleaf, this voting instruction form shall be deemed to relate to all the SDS Shares held by the CPF Board on your behalf.
2. **To keep physical interactions and COVID-19 transmission risk to a minimum, the Company is not providing for physical attendance by SDS Investors at the Annual General Meeting. SDS Investors:**
 - (a) may vote "live" via electronic means at the Annual General Meeting as proxies of the CPF Board; or
 - (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should complete and submit this voting instruction form to the Company by 5.00 p.m. on 19 July 2022.

SDS Investors who wish to request the CPF Board to appoint the Chairman of the Meeting as their proxy in respect of the SDS Shares held by the CPF Board on their behalf must complete and submit this voting instruction form to the Company by 5.00 p.m. on 19 July 2022 in the manner prescribed below, in order to enable the CPF Board to in turn complete and submit a proxy form to the Company not less than 72 hours before the time appointed for holding the Annual General Meeting.

This voting instruction form is for use only by SDS Investors and is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by any other person. This voting instruction form may be accessed at the Company's website at the URL <https://www.singtel.com/about-us/investor-relations/agsm-2022> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

3. SDS Investors who wish to vote "live" via electronic means at the Annual General Meeting should not submit this voting instruction form. Instead, they should pre-register themselves at the pre-registration website which is accessible from the URL <https://www.singtel.com/about-us/investor-relations/agsm2022>, by 10.00 a.m. on 26 July 2022.
4. A member who holds Singtel shares via The Central Depository (Pte) Limited and/or has Singtel shares registered in his/her/its name in the Register of Members (maintained by or on behalf of the Company) and who wishes to exercise his/her/its voting rights at the Annual General Meeting may:
 - (a) (where the member is an individual) vote "live" via electronic means at the Annual General Meeting, or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the Annual General Meeting on his/her/its behalf; or
 - (b) (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Annual General Meeting.

The proxy form accompanying the Notice of Annual General Meeting may be accessed at the Company's website at the URL <https://www.singtel.com/about-us/investor-relations/annual-reports> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

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Singapore Telecommunications Limited

c/o M & C Services Private Limited

112 Robinson Road

#05-01

Singapore 068902

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5. CPFIS/SRS investors who hold Singtel shares through CPF Agent Banks/SRS Operators:
 - (a) may vote "live" via electronic means at the Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies; or
 - (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should approach their respective CPF Agent Banks/SRS Operators to submit their votes by 5.00 p.m. on 19 July 2022.
6. The voting instruction form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged at the office of the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or
 - (b) if submitted electronically, be submitted:
 - (i) via email to the Company's Share Registrar at GPE@mncsingapore.com; or
 - (ii) via the pre-registration website which is accessible from the URL <https://www.singtel.com/about-us/investor-relations/agsm-2022>, in each case, by 5.00 p.m. on 19 July 2022.An SDS Investor who wishes to submit a voting instruction form must first download, complete and sign the voting instruction form, before submitting it by post to the address provided above, or before scanning and submitting it via email to the email address provided above or via the pre-registration website at the URL provided above.

SDS Investors are strongly encouraged to submit completed voting instruction forms electronically via email or via the pre-registration website.
7. The voting instruction form must be signed under the hand of the SDS Investor or of his/her attorney duly authorised in writing.

General:

The Company and/or the CPF Board shall be entitled to reject a voting instruction form if it is incomplete, improperly completed, illegible or where the true intentions of the SDS Investor are not ascertainable from the instructions of the SDS Investor specified in the voting instruction form (including any related attachment). In addition, the Company and/or the CPF Board may reject any voting instruction form lodged or submitted if the SDS Investor is not shown to have SDS Shares entered against his/her name in the CPF Board's records as at 72 hours before the time appointed for holding the Annual General Meeting, as certified by the CPF Board to the Company.

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