

SALIENT TERMS AND CONDITIONS OF THE SUKUK PROGRAMMES	
Issuer	Celcom Networks Sdn Bhd
Joint Principal Advisers / Joint Lead Arrangers	CIMB Investment Bank Berhad HSBC Amanah Malaysia Berhad
Joint Shariah Advisers	CIMB Islamic Bank Berhad HSBC Amanah Malaysia Berhad
Facility Description	Sukuk Murabahah programme of up to RM5 billion in nominal value (" Sukuk Programme ")
Utilisation of Proceeds	All proceeds from the Sukuk Programme shall be utilized by the Issuers for the refinancing of existing debt, the payment of fees and expenses (if any) in connection with the refinancing of the existing debt, payment of fees and expenses in relation to the Sukuk Programme, funding of capital expenditure and working capital, and other corporate and funding purposes provided that any such utilization shall be in compliance with Shariah principles.
Islamic Principle	Murabahah (via a Tawarruq arrangement)
Tenure of the Sukuk Programme	Fifteen (15) years from the date of the first issuance of Sukuk under the Sukuk Programme.
Status	The Sukuk Murabahah shall constitute direct, unsecured and unconditional financing obligations of the Issuer ranking <i>pari passu</i> in all respects without discrimination, preference or priority among themselves and shall rank at least <i>pari passu</i> with all other present and future unsecured and unsubordinated obligations of the Issuer, subject to those preferred by law and the Transaction Documents.
Listing Status	The Sukuk Murabahah may be listed on Bursa Malaysia Securities Berhad (under an Exempt Regime) or any other stock exchange.
Issue Price	The Sukuk Murabahah shall be issued either at par, at a discount or at premium to the nominal value. The price payable for each Sukuk Murabahah purchased shall be calculated in accordance with the formula provided in the Code.
Redemption at Maturity	Unless previously purchased and cancelled, the Issuer shall redeem the Sukuk Murabahah at such redemption amount to be mutually agreed prior to each issuance of the Sukuk Murabahah on the relevant maturity date.
Governing Law	Laws of Malaysia

***Disclosure made only for outstanding Sukuk subsequent to the merger.**

In relation to the second issuance of Sukuk:

Facility Description	Sukuk Murabahah programme of up to RM5 billion in nominal value (" Sukuk Programme ")
Issue Amount (nominal value)	Series 008: RM350,000,000.00
Issue Price (cash raised)	Series 008: RM350,000,000.00
Issue Date	28 October 2016
Scheduled Dissolution Date	Series 008: 28 October 2026
Tenure	Series 008: 10 years
Yield to Maturity	Series 008: 5.27% p.a.
Frequency of Periodic Profit Payments	Semi-annual
Utilisation of Proceeds	The proceeds of the Relevant Sukuk Murabahah shall be utilised by the Issuer for the payment of fees and expenses in relation to the issuance of the Sukuk Murabahah, the funding of working capital and other corporate and funding purposes. Such utilisation shall be in compliance with the Shariah principles.
Mode of Issue	Bought deal basis
Call Option	No
Joint Lead Managers	CIMB Investment Bank Berhad HSBC Amanah Malaysia Berhad

In relation to the third issuance of Sukuk:

Facility Description	Sukuk Murabahah programme of up to RM5 billion in nominal value (" Sukuk Programme ")
Issue Amount (nominal value)	Series 010: RM350,000,000.00 Series 011: RM450,000,000.00
Issue Price (cash raised)	Series 010: RM350,000,000.00 Series 011: RM450,000,000.00
Issue Date	29 August 2017
Scheduled Dissolution Date	Series 010: 29 August 2024 Series 011: 27 August 2027
Tenure	Series 010: 7 years Series 011: 10 years
Yield to Maturity	Series 010: 5.05% p.a. Series 011: 5.20% p.a.
Frequency of Periodic Profit Payments	Semi-annual
Utilisation of Proceeds	The proceeds of the Relevant Sukuk Murabahah shall be utilised by the Issuer for the refinancing of existing debt, the payment of fees and expenses (if any) in connection with the refinancing of the existing debt, the payment of fees and expenses in relation to the issuance of the Sukuk Murabahah, funding of working capital, and other corporate and funding purposes. Such utilisation shall be in compliance with the Shariah principles.
Mode of Issue	Bought deal basis
Call Option	No
Joint Lead Managers	CIMB Investment Bank Berhad HSBC Amanah Malaysia Berhad