

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other appropriate independent professional adviser immediately.

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DiGi.COM BERHAD

(Company No: 425190-X)
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE

- (I) PROPOSED SUBDIVISION OF EVERY 1 EXISTING ORDINARY SHARE OF RM0.10 EACH HELD IN DiGi.COM BERHAD ("DiGi") INTO 10 ORDINARY SHARES OF RM0.01 EACH IN DiGi; AND**
- (II) PROPOSED AMENDMENT TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF DiGi**

AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

Adviser



Hong Leong Investment Bank Berhad (43526-P)

A Member of the Hong Leong Group

(A Participating Organisation of Bursa Malaysia Securities Berhad)

The Notice of Extraordinary General Meeting ("EGM") to be held at Ballroom B, Level 6, Hilton Kuala Lumpur, No. 3 Jalan Stesen Sentral, 50470 Kuala Lumpur on Wednesday, 9 November 2011 at 2.00 p.m., is enclosed together with the Form of Proxy in this Circular.

The Form of Proxy should be lodged at the Company's Share Registrar Office at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur at least forty-eight (48) hours before the time of the EGM. The lodging of the Form of Proxy will not preclude you from attending and voting at the EGM should you subsequently decide to do so.

The last day and time for lodging the Form of Proxy is on 7 November 2011 at 2.00 p.m..

This Circular is dated 10 October 2011

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular:

| | |
|-------------------------|---|
| “Act” | : Companies Act, 1965, and any amendments made thereto from time to time |
| “Board” | : Board of Directors of DiGi |
| “Bursa Securities” | : Bursa Malaysia Securities Berhad |
| “Circular” | : This circular to shareholders dated 10 October 2011 in relation to the Proposals |
| “DiGi” or the “Company” | : DiGi.Com Berhad |
| “DiGi Share(s)” | : Ordinary share(s) of RM0.10 each in DiGi |
| “EGM” | : Extraordinary General Meeting |
| “Entitlement Date” | : The date to be determined and announced later by the Board, for the purpose of determining the entitlement of the shareholders of DiGi to the Proposed Subdivision |
| “FYE” | : Financial year ended |
| “HLIB” | : Hong Leong Investment Bank Berhad |
| “LPD” | : 30 September 2011, being the latest practicable date prior to the date of this Circular |
| “M&A” | : The Company’s Memorandum and Articles of Association |
| “Market Day” | : A day on which Bursa Securities is open for trading in securities |
| “NA” | : Net assets |
| “Proposals” | : Proposed Subdivision and Proposed Amendment, collectively |
| “Proposed Amendment” | : Proposed amendment to the M&A to facilitate the Proposed Subdivision |
| “Proposed Subdivision” | : Proposed subdivision of every 1 existing ordinary share of RM0.10 each held in DiGi into 10 ordinary shares of RM0.01 each in DiGi, to be credited as fully paid-up |
| “RM” and “sen” | : Ringgit Malaysia and sen, respectively |
| “Subdivided Share(s)” | : Ordinary share(s) of RM0.01 each in DiGi, after the Proposed Subdivision |

DEFINITIONS (Cont'd)

Words importing the singular only shall include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. References to persons shall include corporations.

All references to the time of day in this Circular are references to Malaysian time.

All references to "our Company" in this Circular are to DiGi, references to "our Group" are to our Company and subsidiaries and references to "we", "us", "our" and "ourselves" are to our Company, and save where the context requires, shall include our subsidiaries.

All references to "you" in this Circular are to the shareholders of the Company.

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DiGi.COM BERHAD

(Company No: 425190-X)
(Incorporated in Malaysia)

Registered office:

Lot 6.05, Level 6
KPMG Tower
8 First Avenue
Bandar Utama
47800 Petaling Jaya
Selangor Darul Ehsan

10 October 2011

Board of Directors:

| | |
|------------------------------------|---|
| Mr Sigve Brekke | <i>(Chairman/Non-Independent Non-Executive Director)</i> |
| YBhg Tan Sri Leo Moggie | <i>(Senior Independent Non-Executive Director)</i> |
| YBhg Dato' Ab. Halim Bin Mohyiddin | <i>(Independent Non-Executive Director)</i> |
| YBhg Dato' Saw Choo Boon | <i>(Independent Non-Executive Director)</i> |
| Mr Jan Edvard Thygesen | <i>(Non-Independent Non-Executive Director and also Alternate Director to Sigve Brekke)</i> |
| Mr Hakon Bruaset Kjol | <i>(Non-Independent Non-Executive Director)</i> |
| Mr Lars Erik Tellmann | <i>(Non-Independent Non-Executive Director)</i> |

To: Our Shareholders

Dear Sir/Madam,

- (I) PROPOSED SUBDIVISION; AND**
- (II) PROPOSED AMENDMENT**

1. INTRODUCTION

On 8 September 2011, HLIB had on behalf of our Board announced that our Company proposed to implement the following:

- (i) proposed subdivision of every 1 existing ordinary share of RM0.10 each held in DiGi into 10 ordinary shares of RM0.01 each in DiGi; and
- (ii) proposed amendment to the M&A to facilitate the Proposed Subdivision.

The approval of Bursa Securities for the Proposed Subdivision and the listing of and quotation for the Subdivided Shares was obtained via its letter dated 21 September 2011.

The purpose of this Circular is to provide you with the information pertaining to the Proposals and to seek your approval for the Proposals as set out in the resolutions to be tabled at the forthcoming EGM to be held at Ballroom B, Level 6, Hilton Kuala Lumpur, No. 3 Jalan Stesen Sentral, 50470 Kuala Lumpur on Wednesday, 9 November 2011 at 2.00 p.m.. The notice of EGM and the Form of Proxy are enclosed in this Circular.

YOU ARE ADVISED TO READ AND CONSIDER THE CONTENTS OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE RESOLUTIONS PERTAINING TO THE PROPOSALS TO BE TABLED AT THE FORTHCOMING EGM.

2. DETAILS OF THE PROPOSALS

2.1 Proposed Subdivision

The Proposed Subdivision entails the subdivision of every 1 existing ordinary share of RM0.10 each in DiGi into 10 ordinary shares of RM0.01 each held by the shareholders of DiGi whose names appear in the Record of Depositors of our Company on an Entitlement Date to be determined and announced later.

As at the LPD, DiGi has an issued and paid-up share capital of RM77,750,000 comprising 777,500,000 Shares. For illustrative purposes, the resultant issued and paid-up share capital of DiGi after the Proposed Subdivision shall be RM77,750,000 comprising 7,775,000,000 Subdivided Shares.

The actual number of Subdivided Shares to be issued under the Proposed Subdivision will be determined based on the issued and paid-up share capital of DiGi on the Entitlement Date.

The Subdivided Shares shall, pursuant to the Proposed Subdivision, rank pari passu in all respects with each other.

For illustrative purposes, the theoretical adjusted market price of the Subdivided Shares after the completion of the Proposed Subdivision is set out as follows:

| | Assumed number of ordinary shares held | Par value RM | Market price per share RM | Total value RM |
|--------------------------------|---|-------------------------|--|---------------------------|
| As at the LPD | 100 | 0.10 | 30.42 | 3,042 |
| After the Proposed Subdivision | 1,000 | 0.01 | 3.042 | 3,042 |

Based on the above illustration, the Proposed Subdivision is not expected to have any impact on the total value of ordinary shares held by shareholders in DiGi.

There will not be any suspension in trading of shares of DiGi on Bursa Securities for the purpose of implementing the Proposed Subdivision.

The Subdivided Shares will be listed and quoted on Bursa Securities on the next Market Day after the Entitlement Date. The notices of allotment will be issued and despatched to the shareholders within 4 Market Days after the date of listing of and quotation for the Subdivided Shares.

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2.2 Proposed Amendment

Clause 5 and Article 3 in the M&A will be amended in order to reflect the Proposed Subdivision:

| Existing | Proposed Amendment |
|---|--|
| <p><u>Clause 5</u></p> <p>The capital of the Company is Ringgit Malaysia One Billion (RM1,000,000,000/=) only divided into 10,000,000,000 ordinary shares of RM0.10 each. The shares in the original or any increased capital may be divided into several classes and there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividends, capital, voting or otherwise.</p> | <p><u>Clause 5</u></p> <p>The capital of the Company is Ringgit Malaysia One Billion (RM1,000,000,000/=) only divided into 100,000,000,000 ordinary shares of RM0.01 each. The shares in the original or any increased capital may be divided into several classes and there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividends, capital, voting or otherwise.</p> |
| <p><u>Article 3</u></p> <p>The capital of the Company is RM1,000,000,000/= only divided into 10,000,000,000 ordinary shares of RM0.10 each.</p> | <p><u>Article 3</u></p> <p>The capital of the Company is Ringgit Malaysia One Billion (RM1,000,000,000/=) only divided into 100,000,000,000 ordinary shares of RM0.01 each.</p> |

3. RATIONALE FOR THE PROPOSALS

The Proposed Subdivision is intended to adjust the market price of shares of DiGi, resulting in the Subdivided Shares being more affordable to a wider reach of investors. Further, the Proposed Subdivision will increase the number of shares in issue and this is expected to improve the liquidity of the shares of DiGi traded on the Main Market of Bursa Securities.

The Proposed Amendment is to facilitate the Proposed Subdivision.

4. EFFECTS OF THE PROPOSALS

The Proposed Amendment will not have any effect on the share capital, substantial shareholders' shareholdings, NA and earnings of DiGi.

The Proposed Subdivision will not have any effect on the percentage shareholdings of the substantial shareholders of DiGi but will result in a proportionate increase in the number of ordinary shares held.

4.1 Share capital

For illustrative purposes, the proforma effect of the Proposed Subdivision on the issued and paid-up share capital of DiGi is set out below:

| | No. of ordinary shares '000 | Par value | RM'000 |
|--|--|------------------|---------------|
| Issued and paid-up share capital as at the LPD | 777,500 | 0.10 | 77,750 |
| Resultant share capital after the Proposed Subdivision | 7,775,000 | 0.01 | 77,750 |

4.2 NA

Save for the expenses to be incurred in relation to the Proposals estimated at RM200,000, the Proposed Subdivision is not expected to have any material impact on the consolidated NA of DiGi for the financial year ending 31 December 2011. However, the Proposed Subdivision will result in a corresponding dilution of the NA per share of DiGi due to the increase in the number of ordinary shares pursuant to the Proposed Subdivision.

Based on our latest available audited consolidated financial statements as at 31 December 2010, the proforma effects of the Proposed Subdivision on the NA and NA per share are as follows:

| | Audited as at 31 December 2010 RM'000 | After the Proposed Subdivision RM'000 |
|-------------------------|--|--|
| Share capital | 77,750 | 77,750 |
| Share premium | 691,905 | 691,905 |
| Retained earnings | 576,967 | 576,767 ⁽¹⁾ |
| NA | <u>1,346,622</u> | <u>1,346,422</u> |
| Number of shares ('000) | 777,500 | 7,775,000 |
| NA per share (RM) | 1.73 | 0.17 |

Note:

(1) After netting off estimated expenses in relation to the Proposals amounting to RM200,000

4.3 Earnings and earnings per share

The Proposed Subdivision is not expected to have any material impact on the consolidated earnings of DiGi for the financial year ending 31 December 2011. However, the Proposed Subdivision will result in a corresponding dilution of the earnings per share of DiGi due to the increase in the number of ordinary shares pursuant to the Proposed Subdivision.

Based on our latest available audited consolidated financial statements as at 31 December 2010, the proforma effects of the Proposed Subdivision on the earnings and earnings per share are as follows:

| | Audited as at 31 December 2010 | After the Proposed Subdivision |
|--------------------------------|---|---|
| Profit after taxation (RM'000) | 1,178,004 | 1,177,804 ⁽¹⁾ |
| Number of shares ('000) | 777,500 | 7,775,000 |
| Earnings per share (RM) | 1.51 | 0.15 |

Note:

(1) After netting off estimated expenses in relation to the Proposals amounting to RM200,000

4.4 Convertible securities

As at the LPD, DiGi does not have any outstanding convertible securities.

5. HISTORICAL SHARE PRICES OF DiGi

The monthly high and low share prices of DiGi as traded on Bursa Securities for the last 12 months preceding the date of this Circular are as follows:

| | High RM | Low RM |
|-------------|------------|-----------|
| 2010 | | |
| October | 25.40 | 21.00 |
| November | 25.60 | 23.88 |
| December | 25.90 | 24.38 |
| 2011 | | |
| January | 25.80 | 24.68 |
| February | 26.78 | 25.30 |
| March | 28.62 | 26.68 |
| April | 30.66 | 28.46 |
| May | 30.00 | 27.82 |
| June | 29.60 | 28.24 |
| July | 30.48 | 28.80 |
| August | 30.50 | 28.60 |
| September | 33.58 | 29.28 |

(Source: Bloomberg)

The last transacted price of the shares of DiGi as at 7 September 2011, being the last full Market Day prior to the date of announcement of the Proposals was RM31.12.

The last transacted price of the shares of DiGi as at the LPD was RM30.42.

6. CONDITIONS OF THE PROPOSALS

The Proposals are conditional upon the following:

- (a) the approval from Bursa Securities for the listing of and quotation for the Subdivided Shares, which was obtained via its letter dated 21 September 2011;
- (b) your approval at the forthcoming EGM; and
- (c) any other relevant authorities/parties, if required.

The Proposed Subdivision and Proposed Amendment are conditional upon each other. The completion of the Proposals is not conditional upon any other corporate proposals of our Company.

7. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDER(S) AND/OR PERSONS CONNECTED TO THEM

Save for their respective entitlements under the Proposed Subdivision which are also available to the other shareholders of our Company, none of our Directors, major shareholders and/or persons connected to them have any interest, direct or indirect, in the Proposals.

8. DIRECTORS' RECOMMENDATION

Our Board, having considered and deliberated on the Proposals, is of the opinion that the Proposals are in the best interest of our Company in light of the rationale for the Proposals as set out in Section 3 of this Circular. Accordingly, our Board recommends that you vote in favour of the resolutions pertaining to the Proposals to be tabled at our forthcoming EGM.

9. EXPECTED TIMEFRAME FOR COMPLETION

Barring any unforeseen circumstances, the Proposals are expected to be completed by the fourth quarter of 2011. The tentative timetable in relation to the Proposals is as follows:

| Event | Tentative timing |
|--|-------------------------|
| EGM for the Proposals | 9 November 2011 |
| Entitlement Date | End November 2011 |
| Listing of and quotation for the Subdivided Shares | End November 2011 |
| Completion of the Proposals | End November 2011 |

10. OTHER INTENDED CORPORATE EXERCISE/SCHEME WHICH HAVE BEEN ANNOUNCED BUT NOT YET COMPLETED

On 8 September 2011, HLIB had on behalf of our Board announced that DiGi Telecommunications Sdn Bhd ("**DiGiTel**"), our wholly-owned subsidiary, proposed to undertake a capital management initiative whereby DiGiTel will undertake a capital distribution of approximately RM509 million to DiGi ("**Proposed Capital Distribution**").

The Proposed Capital Distribution entails the issuance of 100,000 redeemable preference shares at a par value of RM0.01 each ("**RPS**") from DiGiTel to DiGi. The cash proceeds of approximately RM509 million will be paid to DiGi upon redemption of the RPS and this is expected to be completed by the first half of 2012.

11. EGM

The EGM, the notice of which is enclosed in this Circular, will be held at Ballroom B, Level 6, Hilton Kuala Lumpur, No. 3 Jalan Stesen Sentral, 50470 Kuala Lumpur on Wednesday, 9 November 2011 at 2.00 p.m., to consider and, if thought fit, to pass with or without modifications, the resolutions to give effect to the Proposals.

The Form of Proxy for this forthcoming EGM is enclosed in this Circular. If you are unable to attend and vote in person at the EGM, you are requested to complete and return the Form of Proxy in accordance with the instructions printed thereon as soon as possible and in any event, to reach our Share Registrar Office at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur at least forty-eight (48) hours before the time of the EGM or any adjournment thereof. The lodging of the Form of Proxy does not preclude you from attending and voting in person at the EGM should you subsequently wish to do so.

12. FURTHER INFORMATION

You are requested to refer to Appendix I for further information.

Yours faithfully,
For and on behalf of the Board of
DiGi.COM BERHAD

YBhg Dato' Ab. Halim Bin Mohyiddin
Independent Non-Executive Director

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FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

Our Board has seen and approved this Circular and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement in this Circular misleading.

Where information in this Circular has been extracted from published reports or other publicly available sources, the sole responsibility of our Board is limited to ensuring that such information has been accurately extracted and/or reproduced in this Circular.

2. CONSENT

HLIB has given and has not subsequently withdrawn its written consent to the inclusion in this Circular of its name and all references in the form and context in which it appears.

3. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents will be available for inspection during normal office hours (except for public holidays) from the date of this Circular up to and including the date of the forthcoming EGM, at our Registered Office at Lot 6.05, Level 6, KPMG Tower, 8 First Avenue, Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan:

- (i) our M&A;
- (ii) our latest audited consolidated financial statements for the past two (2) FYE 31 December 2009 and 31 December 2010 and the latest consolidated financial statements for the 6 months financial period ended 30 June 2011; and
- (iii) the letter of consent referred to in Section 2 of this Appendix.

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DiGi.COM BERHAD

(Company No: 425190-X)

(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of DiGi.Com Berhad (“**DiGi**” or “**the Company**”) will be held at Ballroom B, Level 6, Hilton Kuala Lumpur, No. 3 Jalan Stesen Sentral, 50470 Kuala Lumpur on Wednesday, 9 November 2011 at 2.00 p.m., for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED SUBDIVISION OF EACH EXISTING ORDINARY SHARE OF RM0.10 EACH IN DiGi.COM BERHAD (“DiGi” OR “THE COMPANY”) INTO 10 ORDINARY SHARES OF RM0.01 EACH IN DiGi (“PROPOSED SUBDIVISION”)

“**THAT**, subject to the passing of Special Resolution 1 and all relevant regulatory and other approvals being obtained, approval be and is hereby given for the Company to subdivide each existing ordinary share of RM0.10 each in DiGi (whether forming part of its issued or unissued share capital) into 10 ordinary shares of RM0.01 each in DiGi (“**Subdivided Shares**”), as at, and on, such entitlement date to be determined and announced in due course by the Board of Directors of the Company;

THAT, pursuant to the Proposed Subdivision, all the issued Subdivided Shares shall rank pari passu among themselves;

AND THAT the Board of Directors of the Company be and are hereby authorised to do all such deeds, acts and things and execute, sign and deliver all documents, and to take all such steps for and on behalf of the Company as they may consider necessary or expedient or relevant to finalise, give effect to, and implement, the Proposed Subdivision with full power to assent to any conditions, modifications, variations and/or amendments as they may deem fit or as may be imposed or permitted by the relevant authorities.”

SPECIAL RESOLUTION 1

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF DiGi (“PROPOSED AMENDMENT”)

“**THAT**, subject to the passing of Ordinary Resolution 1, approval be and is hereby given for Clause 5 of the Company’s Memorandum of Association and Article 3 of its Articles of Association to be respectively amended to the following for purposes of giving effect to the Proposed Subdivision:

- (i) Clause 5

The capital of the Company is Ringgit Malaysia One Billion (RM1,000,000,000/=) only divided into 100,000,000,000 ordinary shares of RM0.01 each. The shares in the original or any increased capital may be divided into several classes and there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividends, capital, voting or otherwise;

- (ii) Article 3

The capital of the Company is Ringgit Malaysia One Billion (RM1,000,000,000/=) only divided into 100,000,000,000 ordinary shares of RM0.01 each.

AND THAT the Board of Directors of the Company be and are hereby authorised to do all such deeds, acts and things and execute, sign and deliver all documents, and to take all such steps for and on behalf of the Company as they may consider necessary or expedient or relevant to finalise, give effect to, and implement, the Proposed Amendment with full power to assent to any conditions, modifications, variations and/or amendments as they may deem fit or as may be imposed or permitted by the relevant authorities.”

By Order of the Board

Hee Chew Yun (MAICSA 7006609)
Tai Yit Chan (MAICSA 7009143)
Liew Irene (MAICSA 7022609)
Company Secretaries

Selangor Darul Ehsan
10 October 2011

NOTES:

1. *A member entitled to attend and vote at the meeting of the Company is entitled to appoint one (1) proxy only to attend and vote in his stead. A proxy may but need not be a member of the Company. The provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply.*
2. *A member of the Company who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint at least one (1) proxy in respect of each securities account.*
3. *A power of attorney or certified copy thereof or the instrument appointing a proxy, shall be in writing under the hand of the appointer or his attorney duly authorised in writing, and in the case of a corporation, either under seal or under hand of an officer or attorney duly authorised.*
4. *The instrument appointing a proxy or power of attorney or a certified copy thereof, must be deposited at the Company's Share Registrar Office at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur at least forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.*



DiGi.COM BERHAD
 (Company No: 425190-X)
 (Incorporated in Malaysia)

FORM OF PROXY

I/We, NRIC No. or company No.
 (Name in full)

CDS Account No. of
 (Address)

Telephone No. being a member of DiGi.Com Berhad, hereby appoint:
 (Name in full) NRIC No.
 (New and Old NRIC Nos.)

of
 (Address)

or failing him/her, the *Chairman of the meeting as my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held at Ballroom B, Level 6, Hilton Kuala Lumpur, No. 3 Jalan Stesen Sentral, 50470 Kuala Lumpur on Wednesday, 9 November 2011 at 2.00 p.m. or any adjournment thereof.

This proxy is to vote on the resolutions set out in the Notice of Meeting, as indicated with an "X" in the appropriate spaces below. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

*Please delete the words "Chairman of the meeting" if you wish to appoint some other person to be your proxy.

| RESOLUTIONS | FOR | AGAINST |
|---|-----|---------|
| ORDINARY RESOLUTION 1 PROPOSED SUBDIVISION | | |
| SPECIAL RESOLUTION 1 PROPOSED AMENDMENT | | |

Number of shares held _____

Signed this _____ day of _____ 2011

Signature of Shareholder(s) or Common Seal _____

NOTES:

1. A member entitled to attend and vote at the meeting of the Company is entitled to appoint one (1) proxy only to attend and vote in his stead. A proxy may but need not be a member of the Company. The provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply.
2. A member of the Company who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint at least one (1) proxy in respect of each securities account.
3. A power of attorney or certified copy thereof or the instrument appointing a proxy, shall be in writing under the hand of the appointer or his attorney duly authorised in writing, and in the case of a corporation, either under seal or under hand of an officer or attorney duly authorised.
4. The instrument appointing a proxy or power of attorney or a certified copy thereof, must be deposited at the Company's Share Registrar Office at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur at least forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.



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AFFIX
STAMP

Share Registrars
TRICOR INVESTOR SERVICES SDN BHD
Level 17, The Gardens,
North Tower, Mid Valley City,
Lingkaran Syed Putra,
59200 Kuala Lumpur,
Malaysia

1st fold here
