

PRICING SUPPLEMENT



DIGI TELECOMMUNICATIONS SDN. BHD. (Company No. 201283-M)

Issue of RM900.0 Million of Sukuk Murabahah Islamic Medium Term Notes (“**Sukuk Murabahah IMTN**”) pursuant to a Sukuk Murabahah IMTN Programme, which together with a Sukuk Murabahah Islamic Commercial Papers Programme of up to RM1.0 Billion in nominal value, have a combined limit of up to RM5.0 Billion in nominal value

Sole Principal Adviser / Sole Lead Arranger



CIMB Investment Bank Berhad
(Company No. 18417-M)

Joint Lead Managers



AmInvestment Bank Berhad
(Company No. 23742-V)



CIMB Investment Bank Berhad
(Company No. 18417-M)



RHB Investment Bank Berhad

RHB Investment Bank Berhad
(Company No. 19663-P)

The date of this Pricing Supplement is 27 August 2019

This document (“**Pricing Supplement**”) is issued to give details of an issue of the Sukuk Murabahah IMTN by **DIGI TELECOMMUNICATIONS SDN. BHD. (Company No. 201283-M)** (the “**Issuer**”) under its Sukuk Murabahah IMTN programme of up to the Programme Limit.

This Pricing Supplement is to be read in conjunction with the terms and conditions of the Sukuk Murabahah IMTN (the “**Conditions**”) set out in the IMTN Trust Deed dated 4 April 2017 made between the Issuer and Malaysian Trustees Berhad (the “**Sukuk Trustee**”) which is made a part hereof as if set forth herein and all documents incorporated by reference therein (collectively the “**IMTN Trust Deed**”). Unless otherwise defined in this Pricing Supplement, capitalised terms used herein have the same meaning as in the Conditions.

The establishment of the Sukuk Murabahah IMTN Programme and the issuance of the Sukuk Murabahah IMTN under the Sukuk Murabahah IMTN Programme has been duly authorised by a resolution of the Board of Directors of the Issuer dated 23 January 2017.

This Pricing Supplement does not constitute and may not be used for the purposes of an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation and no action is being taken to permit an offering of the Sukuk Murabahah IMTN or the distribution of this Pricing Supplement in any jurisdiction where such action is required.

This Pricing Supplement and its contents are strictly confidential and are made strictly on the basis that the recipient shall ensure that they will remain confidential. Accordingly, this Pricing Supplement and its contents or any information which is made available in connection with any further enquiries must be held in complete confidence.

This Pricing Supplement is sent to selected persons who fall within the ambit of the Selling Restrictions. Any person who receives this Pricing Supplement who does not fall within the ambit of the Selling Restrictions must immediately notify the Joint Lead Managers and return this Pricing Supplement to the Joint Lead Managers or the Issuer.

In the event that there is any contravention of this confidentiality undertaking or there is reasonable likelihood that this confidentiality undertaking may be contravened, the Issuer may at its discretion apply for any remedy available to the Issuer whether at law, equity, including without limitation injunctions. The Issuer is entitled to fully recover from the contravening party all costs, expenses and losses incurred and/or suffered, in this regard. For the avoidance of doubt, the recipient, the recipient’s professional advisers, directors, employees and any other persons who may receive this Pricing Supplement or any part of it from the recipient shall be deemed to have agreed to abide by this confidentiality undertaking.

The recipient must return this Pricing Supplement and any other information in connection therewith to the Joint Lead Managers promptly upon the Joint Lead Managers’ request.



THE DISTRIBUTION OF THIS PRICING SUPPLEMENT AND THE OFFERING OR SALE OF THE SUKUK MURABAHAH IMTN IN JURISDICTIONS OTHER THAN MALAYSIA IS RESTRICTED. PERSONS INTO WHOSE POSSESSION THIS PRICING SUPPLEMENT COMES INTO ARE REQUIRED BY THE ISSUER, THE SOLE LEAD ARRANGER AND THE JOINT LEAD MANAGERS TO INFORM THEMSELVES ABOUT AND TO OBSERVE SUCH RESTRICTION. FOR A DESCRIPTION OF CERTAIN RESTRICTIONS ON OFFERS AND SALES OF THE SUKUK MURABAHAH IMTN AND ON THE DISTRIBUTION OF THIS PRICING SUPPLEMENT, SEE “SELLING RESTRICTIONS” IN THE IMTN TRUST DEED.

1. Issuer:	Digi Telecommunications Sdn. Bhd.
2. Series:	002
3. Issue Size:	Tranche 004: RM450,000,000 Tranche 005: RM450,000,000
4. Issue Date:	20 September 2019
5. Tenure of the Sukuk Murabahah IMTN to be issued:	Tranche 004: 7 years Tranche 005: 10 years
6. Profit Rate:	Tranche 004: 3.50% p.a. Tranche 005: 3.60% p.a.
7. Rating:	The Sukuk Murabahah IMTN to be issued have been rated AAA by RAM Rating Services Berhad.
8. Utilisation of Proceeds:	For purposes of financing the capital expenditure, working capital requirements, other general funding requirements and/or general corporate purposes of the Issuer and/or its subsidiaries which shall be Shariah-compliant.
9. Call Option:	<p>This proposed issuance under the Sukuk Murabahah IMTN Programme will have a call option (“Call Option”). Under the Call Option, the Issuer shall have the option to redeem that Series of Sukuk Murabahah IMTN, in whole or in part, prior to maturity on the relevant call date(s) (“Call Date”). The terms of the Call Option (including the relevant Call Date(s) and the redemption amount (“Early Redemption Sum”)) are as set out in this Pricing Supplement.</p> <p>The Issuer may early redeem the Sukuk Murabahah IMTN in relation to any Series, in whole or in part, in the inverse order of maturity, prior to their maturity at the Early Redemption Sum plus any accrued but unpaid Periodic Profit Payments up to the Call Date, subject to the Issuer providing a notice of its intention of not less than twenty one (21) days and not more than sixty (60) days to the Sukuk Trustee.</p> <p>The Early Redemption Sum for each Series shall be calculated by the Facility Agent based on the following formula and the calculation of the Facility Agent (in the absence of manifest error)</p>

shall be final and binding on the Sukukholders:

Early Redemption Sum for each Series shall be equivalent to the sum of Early Redemption Sum for each tranche with the same Series number (“ERS”).

$$ERS = \frac{(NV \times ERP)}{100}$$

where:

NV = Aggregate nominal value of the outstanding Sukuk Murabahah IMTN

ERP = Early Redemption price per RM100 (rounded to two (2) decimal places), calculated as follows:

$$ERP = \left[\frac{100}{[1 + (YTM/2)]^{(N-1)+(T/E)}} \right] + \left[\sum_{k=1}^N \frac{[100 \times (\text{Profit}/2)]}{[1 + (YTM/2)]^{(N-1)+(T/E)}} \right] - \left[\frac{S}{365} \times \text{Profit} \times 100 \right]$$

To calculate ERP, the following variables shall be used:

Profit = original Profit Rate of the relevant Tranche

YTM = the lower of:

- (a) the original Profit Rate of each Tranche of fixed rate Sukuk Murabahah IMTN; or
- (b) Reference Malaysian Government Securities (“MGS”) + 0.15% (if the remaining tenure of the relevant tranche is five (5) years or less as at the Call Date) or Reference MGS + 0.30% (if the remaining tenure of the relevant tranche is more than five (5) years as at the relevant Call Date).

Reference MGS shall be the MGS rate for the tenure which is equal to the remaining tenure of each Tranche of Sukuk Murabahah with fixed Profit Rate and shall be determined from:

- (1) the latest consolidated Government Securities Rates (Conventional) published by BNM weekly, two (2) business days prior to the Early Redemption notice date; or
- (2) if (1) above is unavailable, the arithmetic average of the mid-

rates quoted by any five (5) principal dealers, two (2) business days prior to the Early Redemption notice date.

In the event if the remaining tenure is not an integer, the Reference MGS shall be interpolated on a linear basis using the rates of the two (2) nearest tenures derived from (1) or (2) above.

N = number of Periodic Profit Payment Dates between the Call Date and the Scheduled Dissolution Date, inclusive of both the Call Date and Scheduled Dissolution Date.

T = number of days from the Call Date to the date of the immediate next Periodic Profit Payment Date.

E = number of days between the Periodic Profit Payment Date immediately preceding the Call Date to the date of the next Periodic Profit Payment Date immediately following the Call Date.

S = number of days from the Periodic Profit Payment Date immediately preceding the Call Date, to the Call Date.

PURPOSE OF THE PRICING SUPPLEMENT

This Pricing Supplement comprises the final terms required for the issue of the Series of the Sukuk Murabahah IMTN described herein pursuant to the Sukuk Murabahah IMTN Programme.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Pricing Supplement. The Issuer confirms that having made all enquiries as were reasonable, the information contained in this Pricing Supplement is in accordance with the facts and is not false, misleading or contain any material omission.

For and on behalf of

DIGI TELECOMMUNICATIONS SDN. BHD. (Company No. 201283-M)


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INGER GLOEERSEN FOLKESON
Director
27 August 2019


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ALBERN MURTY
Director
27 August 2019

 