

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

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MAXIS BERHAD

(Company No.: 867573-A)

(Incorporated in Malaysia under the Companies Act, 1965)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE:

- (I) PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE; AND**
- (II) PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

Prepared by



CIMB Investment Bank Berhad (18417-M)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

The Notice of Extraordinary General Meeting ("EGM") and the Form of Proxy are set out in this Circular. The EGM will be held as follows:

- | | | |
|---|----------|--|
| Date and time of EGM | : | Wednesday, 7 May 2014 at 4.00 p.m. or immediately after the conclusion or the adjournment of our Fifth Annual General Meeting which will be held at the same venue and on the same day at 2.15 p.m. or any adjournment of the EGM, whichever is later. |
| Venue of EGM | : | Ballroom 1, Level 3, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur |
| Last date and time for lodging the Form of Proxy | : | Monday, 5 May 2014 at 3.59 p.m. |

If you are entitled to attend and vote at the EGM, you may appoint a proxy or proxies to attend and vote on your behalf. If you wish to do so, you must deposit the Form of Proxy at the office of our Company's Share Registrar, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor, Malaysia, not less than 48 hours before the time appointed for the EGM. The lodging of the Form of Proxy will not preclude you from attending and voting in person at the EGM should you subsequently wish to do so.

This Circular is dated 9 April 2014

DEFINITIONS

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

Act	:	Companies Act, 1965, as amended, supplemented or modified from time to time
AD5SB	:	Astro Digital 5 Sdn Bhd (488331-D), a wholly-owned subsidiary of AMH, which in turn is a 42.4%-owned company of AHSB which is a Person Connected to Major Shareholders of our Company
AESB	:	Astro Entertainment Sdn Bhd (418101-U), a wholly-owned subsidiary of AMH, which in turn is a 42.4%-owned company of AHSB which is a Person Connected to Major Shareholders of our Company
AGM	:	Annual General Meeting
AHSB	:	Astro Holdings Sdn Bhd (893349-M), a Person Connected to Major Shareholders of our Company
AHSB Group	:	AHSB and any body corporate where AHSB has equity interests of 10% or more
ARSB	:	Astro Radio Sdn Bhd (403472-D), a wholly-owned subsidiary of AMH, which in turn is a 42.4%-owned company of AHSB which is a Person Connected to Major Shareholders of our Company
Audit Committee	:	Our audit committee, presently comprising Robert William Boyle, Dato' Mokhzani bin Mahathir, Hamidah Naziadin, Dr. Fahad Hussain S. Mushayt and Chan Chee Beng
Board	:	Board of Directors of our Company
Bursa Securities	:	Bursa Malaysia Securities Berhad (635998-W)
CIMB	:	CIMB Investment Bank Berhad (18417-M)
CMSA	:	Capital Markets and Services Act 2007, as amended, supplemented or modified from time to time
Director	:	Shall have the same meaning given in Section 2(1) of the CMSA and for the purpose of the Proposed Mandate, includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a director or a chief executive of our Company, our subsidiary or holding company, in accordance with the definition in Chapter 10 of the Listing Requirements
EGM	:	Extraordinary General Meeting
Excorp	:	Excorp Holdings N.V. (76431), a Major Shareholder of our Company
KASB	:	Kristal-Astro Sdn Bhd (AGO/RC/4927), an associated company of AMH, which in turn is a 42.4%-owned company of AHSB which is a Person Connected to Major Shareholders of our Company
Listing Requirements	:	Main Market Listing Requirements of Bursa Securities, as amended from time to time
LPD	:	14 March 2014, being the latest practicable date prior to the printing of this Circular

DEFINITIONS *(cont'd)*

Major Shareholder	:	A person who has an interest or interests in one or more voting shares in a corporation and the nominal amount of that share, or the aggregate of the nominal amounts of those shares, is: (a) 10% or more of the aggregate of the nominal amounts of all the voting shares in the corporation; or (b) 5% or more of the aggregate of the nominal amounts of all the voting shares in the corporation where such person is the largest shareholder of the corporation. For the purpose of this definition, "interests in shares" has the meaning given in Section 6A of the Act. For the purpose of the Proposed Mandate, Major Shareholder (as defined above) includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a Major Shareholder of our Company or any other corporation which is our Company's subsidiary or holding company, in accordance with the definition in Chapter 10 of the Listing Requirements
Maxis or our Company	:	Maxis Berhad (867573-A)
Maxis Group or our Group	:	Maxis and its subsidiaries
MBNS	:	MEASAT Broadcast Network Systems Sdn Bhd (240064-A), a wholly-owned subsidiary of AMH, which in turn is a 42.4%-owned company of AHSB which is a Person Connected to Major Shareholders of our Company
MBSB	:	Maxis Broadband Sdn Bhd (234053-D), our wholly-owned subsidiary
MCB	:	Maxis Communications Berhad (158400-V), our penultimate holding company and a Major Shareholder of our Company
MGB	:	MEASAT Global Berhad (2866-T), a Person Connected to Major Shareholders of our Company
MGB Group	:	MGB and any body corporate where MGB has equity interests of 10% or more
MISB	:	Maxis International Sdn Bhd (240071-T), our wholly-owned subsidiary
MMSB	:	Maxis Mobile Sdn Bhd (229892-M), our wholly-owned subsidiary
MMSSB	:	Maxis Mobile Services Sdn Bhd (73315-V), our wholly-owned subsidiary
MSS	:	MEASAT Satellite Systems Sdn Bhd (247846-X), a wholly-owned subsidiary of MGB which is a Person Connected to Major Shareholders of our Company
PanOcean	:	PanOcean Management Limited (70421), a Major Shareholder of our Company
Person(s) Connected	:	Shall have the same meaning given in Paragraph 1.01, Chapter 1 of the Listing Requirements

DEFINITIONS *(cont'd)*

Proposed Mandate	:	Collectively, the Proposed Renewal of Mandate and the Proposed New Mandate
Proposed New Mandate	:	Proposed new shareholders' mandate to be obtained for additional RRPTs to be entered into, as set out in Part B of Appendix I of this Circular
Proposed Renewal of Mandate	:	Proposed renewal of the existing shareholders' mandate for RRPTs obtained on 9 May 2013, as set out in Part A of Appendix I of this Circular
PSIL	:	Pacific States Investment Limited (39120), a Major Shareholder of our Company
Related Party(ies)	:	Our Directors, Major Shareholders and/or Person(s) Connected to any of our Directors and/or Major Shareholders
RRPTs	:	Transactions entered into or proposed to be entered into by our Group which involve the interest, direct or indirect, of our Related Parties and which are recurrent, of a revenue or trading nature and which are necessary for the day-to-day operations of our Group
Shares	:	Ordinary shares of RM0.10 each in our Company
SRGAP	:	SRG Asia Pacific Sdn Bhd (385851-P), a wholly-owned subsidiary of UTSB which is a Person Connected to Major Shareholders of our Company
STC	:	Saudi Telecom Company (1010150269), a Major Shareholder of our Company
STC Group	:	STC and any body corporate where STC has equity interests of 10% or more
Tanjong	:	Tanjong Public Limited Company, a Person Connected to Major Shareholders of our Company and a company incorporated in England (210874) and registered as a foreign company in Malaysia (990903-V)
Tanjong Group	:	Tanjong and any body corporate where Tanjong has equity interests of 10% or more
TCCPM	:	Tanjong City Centre Property Management Sdn Bhd (357133-T), a wholly-owned subsidiary of Tanjong Property Management Sdn Bhd (357136-K) which in turn is a wholly-owned subsidiary of Tanjong through Tanjong Asset Holdings Sdn Bhd (359779-A) which is a Person Connected to Major Shareholders of our Company
TGV	:	TGV Cinemas Sdn Bhd (305598-W), a wholly-owned subsidiary of Tanjong Entertainment Sdn Bhd (220571-U) which in turn is a wholly-owned subsidiary of Tanjong which is a Person Connected to Major Shareholders of our Company
Transacting Party	:	A party with which our Company or any of our subsidiaries has entered, or may or intend to enter, into a RRPT under the Proposed Mandate
UMTS	:	UMTS (Malaysia) Sdn Bhd (520422-D), a wholly-owned subsidiary of Advanced Wireless Technologies Sdn Bhd which in turn is a 75%-owned subsidiary of our Company
UT Group	:	UTSB and any body corporate where UTSB has equity interests of 10% or more

DEFINITIONS *(cont'd)*

UTES	:	Usaha Tegas Equity Sdn Bhd (209844-K), a wholly-owned subsidiary of UTSB which is a Person Connected to Major Shareholders of our Company
UTHSB	:	UT Hospitality Services Sdn Bhd (664278-P), a wholly-owned subsidiary of UTSBM which is a Person Connected to Major Shareholders of our Company
UTSB	:	Usaha Tegas Sdn Bhd (121062-M), a Major Shareholder of our Company
UTSBM	:	UTSB Management Sdn Bhd (192357-M), a wholly-owned subsidiary of UTSB which is a Person Connected to Major Shareholders of our Company

CURRENCY

RM and sen : Ringgit Malaysia and sen, the lawful currency of Malaysia

Unless otherwise stated, the information set out above in relation to the Major Shareholders, Directors and Persons Connected is as at the LPD.

All references to "our Company" in this Circular means Maxis, references to "our Group" and "Maxis Group" mean our Company and our subsidiaries. References to "we", "us", "our" and "ourselves" mean our Company, or where the context otherwise requires, our Group. All references to "you" in this Circular mean the shareholders of our Company, unless the context otherwise requires.

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

Any reference to any enactment in this Circular is a reference to that enactment as for the time being amended or re-enacted.

Any discrepancies in the tables included in this Circular between the amounts listed, actual figures and the totals thereof are due to rounding.

Any reference to time of day in this Circular is a reference to Malaysian time, unless otherwise stated.

GLOSSARY OF TECHNICAL TERMS

2G	:	Second generation or 2G refers to the digital wireless communications system which uses circuit switching technology. GSM is one of the most widely used 2G mobile systems
3G	:	Third generation digital wireless communications system which uses both circuit and packet switching technology and offers higher speed data transmission rates (between 64kbps to 384kbps) than those available under 2G. Wideband Code Division Multiple Access and Code Division Multiple Access 2000 are 2 of the leading 3G technologies
bandwidth	:	The information carrying capacity of a communications channel expressed in the form of rate of data transfer (bits per second or multiples of it)
base station	:	A transceiver station located within a cell used for communication between mobile devices and a base station controller or mobile switching centre
broadband	:	Transmission capacity having a bandwidth greater than 256kbps; capable of high-speed data transmission
BTS	:	Base Transceiver Station; radio equipment contained in a base station that is used for transmitting and receiving signals to and from a mobile device within a single cell
CRT	:	Caller Ringtone
DIA	:	Dedicated internet access (service provided to offices)
e-	:	Electronic
GSM	:	Global System for Mobile communications; one of the most widely used standards for mobile communications, initially developed to standardise the use of mobile technology in Europe
ICT	:	Information and communications technology
internet	:	The interconnection of servers worldwide that provides communications and application services to an international base of business, consumers, education, research, government and other organisations
IP	:	Internet Protocol; a standard that keeps track of network addresses for different nodes, routes outgoing messages, and recognises incoming messages
IPLC	:	International Private Leased Circuits; a point-to-point private line used for internet access, business data exchange, video conferencing and any other form of telecommunications to communicate inter-offices internationally
IPTV	:	Internet Protocol Television
IT	:	Information Technology
kbps	:	1 thousand bits per second
LAN	:	Local Area Network; a short distance data communications network (usually within a building)
leased circuit	:	Point-to-point leased line between offices
leased line	:	A permanent fiber optic or telephone connection between two points set up by a telecommunications carrier. It can be used for telephone, data or internet services

GLOSSARY OF TECHNICAL TERMS *(cont'd)*

Mbps	:	1 million bits per second
Metro-E	:	Metro-Ethernet (which provides data connection between offices)
MMS	:	Multimedia Messaging Services
MPLS	:	Multi Protocol Label Switching; a mechanism in high-performance telecommunications networks which directs and carries data from one network node to the next
network	:	A group of 2 or more computer systems or telecommunications elements linked together
roaming	:	When mobile subscribers leave their own mobile carrier's home network and move on to other mobile operators' networks
server	:	A shared computer on a LAN that provides services to other computers in the network
SMS	:	Short Message Service; a service whereby mobile telephone users may send text messages.
VSAT	:	Very Small Aperture Terminal; a small earth station for transmission and reception of data via satellite
VSAT service	:	Satellite service providing data and telephony services
WAP	:	Wireless Application Protocol; an open, global protocol that is designed to send web pages to wireless devices and allow users to access information instantly

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Maxis Berhad
(Company No.: 867573-A)
(Incorporated in Malaysia under the Companies Act, 1965)

Registered Office:
Level 18, Menara Maxis
Kuala Lumpur City Centre
Off Jalan Ampang
50088 Kuala Lumpur
Malaysia

9 April 2014

Board:

Raja Tan Sri Dato' Seri Arshad bin Raja Tun Uda (Chairman/Independent Non-Executive Director)
Robert William Boyle (Independent Non-Executive Director)
Dato' Mokhzani bin Mahathir (Independent Non-Executive Director)
Hamidah bt Naziadin (Independent Non-Executive Director)
Krishnan Ravi Kumar (Non-Executive Director)
Dr. Fahad Hussain S. Mushayt (Non-Executive Director)
Dr. Ibrahim Abdulrahman H. Kadi (Non-Executive Director)
Augustus Ralph Marshall (Non-Executive Director)
Chan Chee Beng (Non-Executive Director)
Alvin Michael Hew Thai Kheam (Non-Executive Director)
Morten Lundal (Executive Director/Chief Executive Officer)

To: Our Shareholders

Dear Sir/Madam

- (I) **PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE; AND**
- (II) **PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

1. INTRODUCTION

On 9 May 2013, we obtained a mandate from you in respect of, amongst others, the RRPTs set out in Part A of Appendix I of this Circular.

In accordance with the Listing Requirements, the mandate referred to above shall lapse at the conclusion of our forthcoming AGM, unless authority for its renewal is obtained from you at our forthcoming EGM.

In addition to the Proposed Renewal of Mandate, our Company will also be seeking a new shareholders' mandate for our Group to enter into additional RRPTs.

Accordingly, on 17 March 2014, CIMB on behalf of our Company announced to Bursa Securities that our Company intends to seek your approval for the Proposed Mandate at our forthcoming EGM.

The purpose of this Circular is to provide you with the relevant information pertaining to the Proposed Mandate and to seek your approval for the resolutions in connection with the Proposed Mandate to be tabled at our forthcoming EGM. The notice of the EGM and the Form of Proxy are enclosed in this Circular.

YOU ARE ADVISED TO READ THE CONTENTS OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE RESOLUTIONS PERTAINING TO THE PROPOSED MANDATE TO BE TABLED AT OUR FORTHCOMING EGM.

2. BACKGROUND INFORMATION IN RESPECT OF THE PROPOSED MANDATE

Paragraph 10.09 of the Listing Requirements provides that a listed issuer may seek its shareholders' mandate for related party transactions which are recurrent, of a revenue or trading nature and which are necessary for the day-to-day operations of a listed issuer or its subsidiaries, subject to the following:

- (a) the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;
- (b) the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year (based on the type of transactions, names of related parties involved in each type of transaction made and their relationship with the listed issuer), where the aggregated value is equal to or more than the following thresholds in relation to a listed issuer with an issued and paid-up share capital of RM60 million and above:
 - (i) the consideration, value of the assets, capital outlay or costs of the aggregated transactions is RM1 million or more; or
 - (ii) the percentage ratio of such aggregated transactions is 1% or more,whichever is the higher;
- (c) in a meeting to obtain shareholders' mandate, the interested director, interested major shareholder or interested person connected with a director or major shareholder; and where it involves the interest of an interested person connected with a director or major shareholder, such director or major shareholder, must not vote on the resolution to approve the transactions. An interested director or interested major shareholder must ensure that persons connected with him abstain from voting on the resolution approving the transactions; and
- (d) the listed issuer immediately announces to Bursa Securities when the actual value of a recurrent related party transaction entered into by the listed issuer exceeds the estimated value of such recurrent related party transaction disclosed in the circular by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

Where a listed issuer has procured a shareholders' mandate pursuant to Paragraph 10.09(2) of the Listing Requirements, the provisions of Paragraph 10.08 of the Listing Requirements will not apply.

3. DETAILS OF THE PROPOSED MANDATE

3.1 Terms of RRPTs

The RRPTs under the Proposed Mandate have been or will be entered into (as the case may be) on normal commercial terms, at arm's length, in the best interests of our Group, on terms that are not more favourable to our Related Parties than those generally available to the public, and will not be detrimental to our non-interested shareholders.

3.2 The Related Parties to which the Proposed Mandate is applicable

The Proposed Mandate will be applicable to those Related Parties comprising our Directors, Major Shareholders and Persons Connected to them, who are more particularly described in Section 7 and Appendices I and III of this Circular.

3.3 Categories of RRPTs

Our principal activity is that of investment holding whilst the principal activities of our Group include the provision of mobile, fixed line and international gateway telecommunications services as well as internet and broadband services, and corporate support functions for our Group.

The categories of RRPTs under the Proposed Mandate relate principally to the purchase and supply of telecommunications related services, rental of assets/premises and its related services/charges and promotional and marketing activities in the ordinary course of business of the members of our Group, details of which are as follows:

(a) Purchase of telecommunications related services

The RRPTs that may or will be entered into with the relevant Transacting Parties under this category include, without limitation:

- the use of Related Parties' systems to offer electronic information and transaction based services and contents and to deliver online information based services;
- the provision of fiber optic cables; and
- the provision of call handling and other tele-marketing services.

(b) Supply of telecommunications related services

The RRPTs that may or will be entered into with the relevant Transacting Parties under this category include, without limitation:

- the provision of fixed voice, data and broadband services;
- the provision of mobile office related services, managed communication services, short messaging services and 3G services;
- the provision of VSAT, voice and data services;
- the provision of leased lines and circuits;
- the provision of call centre services; and
- the provision of ICT solutions.

(c) Rental of assets/premises and its related charges/services

The RRPTs that may or will be entered into with the relevant Transacting Parties under this category include, without limitation:

- the lease of transponders and satellite bandwidth;
- the rental of BTS sites;
- the rental of other premises for operations, briefings and promotions; and
- the payment of other service charges for the rented premises.

(d) Promotional and marketing activities

The RRPTs that may or will be entered into with the relevant Transacting Parties under this category relate to promotional and marketing activities such as sponsorship of events, promotional devices offers, subsidising of movie tickets and strategic partnerships for co-marketing and sales of fiber and IPTV services.

(e) Service activities

The RRPTs that may or will be entered into with the relevant Transacting Parties under this category relate to services for business facilities and amenities which comprise rental of auditorium, event/dining/training areas and its facilities, provision of third party contract staffs and corporate management services.

3.4 Nature of the RRPTs

Details of the RRPTs for which the Proposed Mandate is being sought, as well as the Transacting Parties, the interested Related Parties and the nature of their relationships with our Group, are set out in Appendix I of this Circular.

RRPTs that do not fall within the ambit of the Proposed Mandate will be subject to other applicable provisions of the Listing Requirements, the Act and/or any applicable law.

3.5 Amounts due and owing to our Group by related parties pursuant to RRPT (“Outstanding RRPT Receivables”)

The aggregate principal amount of Outstanding RRPT Receivables from our Group’s Related Parties which have exceeded the credit term as at 31 December 2013 is approximately RM14.2 million, the details of which are as set out in Appendix II of this Circular.

In relation to the Outstanding RRPT Receivables, no late payment charges are imposed. This is due to, amongst others, our Group’s domestic industry practices whereby no late payment charges are imposed. The same basis is applied towards our related and non-related parties.

Our Group has taken action in respect of recovering the above amounts due to our Group, which includes sending reminder letters to the customers and following up closely with calls. Given the courses of action taken, our Board is of the view that the Outstanding RRPT Receivables will be recoverable.

3.6 Basis of estimated value of RRPTs

The estimated transaction values of the RRPTs, for which the Proposed Mandate is being sought, as set out in Appendix I of this Circular are based on estimated prevailing prices which are or will be formalised in agreements/contracts to be entered into by relevant members of our Group with the Transacting Parties based on our Group's usual levels of transaction and on the projected business volume from the date of our forthcoming EGM to our next AGM. The actual value of transactions may, however, vary from the estimated value disclosed in Appendix I of this Circular if there should occur any changes in the business, economic and/or competitive environment.

Nevertheless, if the Proposed Mandate is approved, disclosure will be made in accordance with the Listing Requirements in the annual report of our Company for the financial year which will end on 31 December 2014 of the aggregate value of transactions conducted pursuant to the Proposed Mandate as approved during the financial year.

3.7 Benefits to our Group

The supply of telecommunications and other services disclosed in Appendix I of this Circular is to be provided by the relevant members of our Group in their ordinary course of business, and on our Group's normal commercial terms and on terms which will be no more favourable to the Transacting Parties than those generally available to the public. These transactions are beneficial to our Group as they represent an additional source of income for our Group.

The services, which include content, the rental of assets/premises (including transponders) and the promotional and marketing activities to be received by relevant members of our Group from the Transacting Parties, as set out in Appendix I of this Circular, are to be provided on terms which will be no more favourable to the Transacting Parties than those generally available to the public. Further, the services to be received by our Group as set out in Appendix I of this Circular such as the call handling services and the development of entertainment services will enhance the services provided to our Group's mobile subscribers and thereby contribute to the generation of revenue for our Group. Further, our operations are efficiently managed through the utilisation of our Related Parties' expertise and resources.

Your Board is of the view that the close working relationships and co-operation with the Transacting Parties will allow our Group to be more competitive in the provision of telecommunications and other business related services.

3.8 Review procedures for the RRPTs

Our Group has established the following procedures and guidelines and internal controls to ensure that RRPTs have been or will be entered into on normal commercial terms and on terms which are or will not be more favourable to the Transacting Parties than those generally available to third parties dealing at arm's length and are not or will not be to the detriment of our Company's non-interested shareholders:

- (a) To support and supplement the internal control systems, our Company has adopted the following additional review and approval procedures for RRPTs which are within the Proposed Mandate:
 - (i) Individual RRPTs below RM60 million each in value will be reviewed and approved in accordance with our Company's Manual of Limits of Authority ("LOA") with limits of approval levels varying with the value and nature of the transactions. For example, a transaction of a technological or IT in nature with a value of between RM1 million and RM15 million will require the joint approval of the Chief Financial and Strategy Officer and the Chief Technology Officer of our Company. A transaction above RM15 million up to RM60 million will require the approval of the Chief Executive Officer of our Company;

- (ii) Individual RRPTs exceeding RM60 million each in value will be reviewed and considered by the Audit Committee and thereafter, if the Audit Committee shall deem fit, will be recommended to your Board for approval;
 - (iii) Variations to the terms and conditions of the individual RRPTs will be reviewed and approved in accordance with our Company's LOA; and
 - (iv) A quarterly report on all RRPTs transacted in that quarter will be produced to the Audit Committee for its reference;
- (b) All operating divisions and our subsidiaries are required to review their existing information systems on an on-going basis to ensure that features are incorporated into the systems for capturing information on RRPTs at source;
 - (c) Information on Related Parties and review procedures applicable to all RRPTs which involve the interest, direct or indirect, of such Related Parties have been disseminated to all operating divisions and our subsidiaries and will continue to be disseminated from time to time, for their reference in ensuring that all transactions with such Related Parties are undertaken on arm's length basis and on normal commercial terms which are not or will not be more favourable to the Related Parties than those generally available to the public;
 - (d) RRPTs will only be undertaken by our Company and subsidiaries after our Company or the relevant subsidiaries has ascertained that the transaction prices, rentals, terms and conditions, quality of products/services will be comparable with those prevailing in the market and will meet industry standards. The transaction prices will be based on the prevailing market rates/prices of the service or product and will allow for the usual margin given to or given by any unrelated third parties or will otherwise accord with the normal commercial terms and applicable industry norms. The interests of non-interested shareholders will also be taken into account when entering into RRPTs to ensure that their rights and interests are upheld;
 - (e) All RRPTs to be entered into shall be on normal commercial terms and on terms that will be consistent with our Group's usual business practices and policies;
 - (f) In the event that a member of the Audit Committee or Board has an interest and/or deemed interest in any particular RRPT, he or she shall declare his or her interest in the RRPT and will have to refrain from any deliberation and also abstain from voting on the matter at the Audit Committee meeting or Board meeting in respect of that RRPT;
 - (g) Proper records shall be maintained to record all RRPTs entered or to be entered into pursuant to the Proposed Mandate to ensure accurate disclosure thereof. In accordance with Paragraph 10.09(2)(b) of the Listing Requirements, the aggregate value of the RRPTs transacted pursuant to the Proposed Mandate during the financial year shall be disclosed in the annual report of our Company where the aggregated value is equal to or more than the following thresholds:
 - (i) the consideration, value of the assets, capital outlay or costs of the aggregated RRPTs is RM1 million or more; or
 - (ii) the percentage ratio of such aggregated RRPTs is 1% or more;

whichever is the higher.

Such disclosures will include the type of RRPTs entered into and the names of the Related Parties involved in each type of RRPT entered into and their relationships with our Company. When the aggregated actual value of the RRPTs entered into with parties within the same related party group exceeds the aggregated estimated value of such RRPTs as disclosed in this Circular by 10% or more, our Company will make an immediate announcement, which will include the information as may be prescribed, to Bursa Securities;

- (h) All RRPTs entered into pursuant to the Proposed Mandate shall be (or have been, as the case may be) reviewed under the annual internal audit plan to ensure that all relevant shareholders' approvals have been obtained where necessary, and the review procedures in respect of such RRPTs are complied with;
- (i) The Audit Committee shall review the Internal Audit Reports on a quarterly basis to ascertain that the guidelines and the procedures established to monitor RRPTs are complied with;
- (j) Periodical review of the relevant RRPTs and the existing procedures in relation to related party transactions shall be carried out by the Audit Committee to ascertain that they have been complied with in accordance with the Proposed Mandate;
- (k) At least 2 other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as comparison, wherever possible, to determine whether the price and terms offered to/by the Related Parties are fair and reasonable and comparable to those offered to/by other unrelated third parties for the same or substantially similar type of products/services and/or quantities.

In the event that quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be based on prevailing market rates or prices that are agreed upon under similar commercial terms for transactions with third parties, business practices and policies and on terms which are generally in line with industry norms in order to ensure that the RRPT is not detrimental to our Company or our Group; and

- (l) If the Audit Committee is of the view that the abovementioned procedures are insufficient to ensure that RRPTs are undertaken on an arm's length basis and on normal commercial terms and on terms that are not more favourable to the Transacting Party than those generally available to third parties dealing at arm's length during their periodic review of the procedures, the Audit Committee has the discretion to request for additional procedures to be imposed on all RRPTs.

It is our Company's policy to ensure that all of our transactions regardless of whether they are RRPTs or not, must comply with our Company's Procurement Manual ("PM") and the LOA. The purpose of the PM and LOA is to ensure that all transactions are carried out in the best interests of our Company.

The LOA sets out the levels of authority and guides internal management in their control over our Group's capital and operating expenditure. The purpose of the PM is to ensure that competitive bidding principles and transparent procedures are observed in the procurement of goods and services.

Our Company's Code of Business Practice lays down the policy that all of our Company's Directors and employees must act in good faith and without any conflict of interest at all times and must act in the best interests of our Group.

3.9 Statement by Audit Committee

The Audit Committee is of the view that the review procedures and processes for the RRPTs as set out in Section 3.8 above are:

- (a) adequate and sufficient to monitor, track and identify RRPTs in a timely and orderly manner and, if necessary, may request internal audit to review these systems and procedures; and

- (b) sufficient to ensure that the RRPTs will be entered into on normal commercial terms and on terms which will not be more favourable to the Transacting Parties than those generally available to third parties dealing at arm's length and will not be to the detriment of our Company's non-interested shareholders.

All reviews by the Audit Committee will be reported to our Board for its further action.

3.10 Disclosure of RRPTs

If the Proposed Mandate is approved, disclosure will be made in the annual report of our Company of, among others, the aggregate value of RRPTs conducted pursuant to the Proposed Mandate during the financial year where:

- (a) the consideration, value of the assets, capital outlay or costs of the aggregated RRPTs is RM1 million or more; or
- (b) the percentage ratio of such aggregated RRPTs is 1% or more,

whichever is the higher.

In making the aforementioned disclosure in the annual report of our Company, we shall include a breakdown of the aggregate value of the RRPTs based on the type of transactions, the names of the Related Parties involved and their relationships with our Group.

Disclosure will also be made in our annual report for each of the subsequent financial years during which the Proposed Mandate shall remain in force. When the aggregated actual value of the RRPTs entered into with parties within the same related party group exceeds the aggregated estimated value of such RRPTs as disclosed in this Circular by 10% or more, our Company will make an immediate announcement, which will include the information as may be prescribed, to Bursa Securities.

3.11 Validity period of the Proposed Mandate

The Proposed Mandate, if approved at our forthcoming EGM, shall take effect from the date of the passing of the ordinary resolutions proposed at our EGM to approve the Proposed Mandate and is subject to annual renewal. In this respect, the authority conferred by the Proposed Mandate shall only continue to be in force until:

- (a) the conclusion of our next AGM following our forthcoming EGM at which the Proposed Mandate is approved, at which time it will lapse, unless by a resolution passed at such general meeting, the authority is renewed; or
- (b) the expiration of the period within which our next AGM after that date is required to be held pursuant to Section 143(1) of the Act (excluding however such extension as may be allowed pursuant to Section 143(2) of the Act); or
- (c) the Proposed Mandate is revoked or varied by resolution passed by you in a general meeting,

whichever is the earliest.

Thereafter, your approval will be sought for the renewal of the Proposed Mandate at each subsequent AGM or at an EGM that may be held on the same day as the AGM, subject to a satisfactory review by our Audit Committee.

4. RATIONALE FOR THE PROPOSED MANDATE

The Proposed Mandate, subject to annual review, will enable members of our Group to carry out RRPTs necessary for their day-to-day operations and will eliminate the need to frequently make announcements to Bursa Securities, convene separate general meetings and/or seek your approval from time to time as and when RRPTs which are comprised within the Proposed Mandate shall arise. In this respect, the Proposed Mandate is intended to save administrative time and expenses which could be better utilised by our Group to pursue its corporate objectives and realise business opportunities in a more timely and effective way.

5. EFFECTS OF THE PROPOSED MANDATE

The Proposed Mandate is not expected to have any effect on our issued and paid-up share capital and our Major Shareholders' shareholdings in our Company, and is not expected to have any material effect on the earnings, net assets and gearing of our Group.

However, the Proposed Mandate is in relation to transactions which are of a revenue or trading nature and which form an integral part of our Group's day-to-day operations and hence, they contribute to our financial performance.

6. APPROVAL REQUIRED

The Proposed Mandate is subject to your approval being obtained at our forthcoming EGM.

7. INTERESTS OF DIRECTORS AND MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED

Details of the direct and indirect shareholdings of our interested Directors, interested Major Shareholders and interested Persons Connected to them in relation to the Proposed Mandate are set out in Appendix III of this Circular. All information in relation to the equity interests, both direct and indirect, as stated in Appendix III of this Circular of each of our interested Directors and Major Shareholders are extracted from the Register of Directors and Register of Substantial Shareholders of our Company respectively as at the LPD. Save as disclosed in Appendix III of this Circular, there are no Directors, Major Shareholders and Persons Connected to them who have any interests, direct or indirect, in the Proposed Mandate.

Our interested Directors in relation to the Proposed Mandate, as set out in Appendix III of this Circular, have abstained and will continue to abstain from deliberating and voting in respect of the relevant RRPTs under the Proposed Mandate involving their interests and/or interests of Persons Connected to them, at our relevant Board meetings. In addition, our interested Directors will abstain from voting in respect of their direct and/or indirect shareholdings in our Company at our forthcoming EGM on the relevant resolutions to approve RRPTs involving their interests and/or interests of Persons Connected to them.

Our interested Major Shareholders in relation to the Proposed Mandate, as set out in Appendix III of this Circular, will abstain from voting in respect of their direct and/or indirect shareholdings in our Company at our forthcoming EGM on the relevant resolutions to approve RRPTs involving their interests and/or interests of Persons Connected to them.

Further, our interested Directors and interested Major Shareholders have undertaken to ensure that Persons Connected to them will abstain from voting on the relevant resolutions in respect of the Proposed Mandate at our forthcoming EGM, in which they and/or Persons Connected to them have interests.

8. DIRECTORS' RECOMMENDATION

Having considered all aspects of the Proposed Mandate, your Board (save for the interested Directors in respect of the relevant resolutions to approve RRPTs involving their interests as set out in Section 7 above who hence expressed no opinion thereon), is of the opinion that the Proposed Mandate is in the best interests of our Company.

Accordingly, your Board (save for the interested Directors in respect of the relevant resolutions to approve RRPTs involving their interests as set out in Section 7 above) recommends that you vote in favour of the ordinary resolutions pertaining to the Proposed Mandate to be tabled at our forthcoming EGM.

9. EGM

Our EGM will be held on Wednesday, 7 May 2014 at 4.00 p.m. at Ballroom 1, Level 3, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur or immediately after the conclusion or the adjournment of our Fifth AGM which will be held at the same venue and on the same day at 2.15 p.m. or any adjournment of the EGM, whichever is later, for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice of our EGM herein to approve and give effect to the Proposed Mandate.

You may appoint a proxy or proxies to attend and vote on your behalf. If you wish to do so, you must deposit the original signed Form of Proxy with our Company's Share Registrar, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor, Malaysia not less than 48 hours before the time appointed for the EGM.

However, the lodging of the Form of Proxy will not preclude you from attending and voting in person at the EGM should you subsequently wish to do so.

10. FURTHER INFORMATION

You are requested to refer to the relevant appendices for further information.

Yours faithfully
For and on behalf of the Board of
Maxis Berhad

Raja Tan Sri Dato' Seri Arshad bin Raja Tun Uda
Chairman/Independent Non-Executive Director

NATURE OF THE RRPTS

(A) CATEGORIES OF RRPTS WHICH MAY OR WILL BE ENTERED INTO UNDER THE PROPOSED RENEWAL OF MANDATE

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
(i) The estimated aggregate value of transactions between Maxis Group and AHSB Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM189.904 million, consisting of the following transactions:							
1. MMSSB	AD5SB	Provision of services and content to MMSSB to provide premium SMS/WAP/MMS content to Maxis subscribers	4,000	1,164	4,000	<p>Major Shareholders UTSB, PSIL, Excorp, PanOcean, Ananda Krishnan Tatparanandam ("TAK"), Tun Haji Mohammed Hanif bin Omar ("THO"), Dato' Haji Badri bin Haji Masri ("Dato' Badri") and Mohamad Shahrin bin Merican ("MSM")</p> <p>Director Augustus Ralph Marshall ("ARM")</p>	Please refer to Note 1

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
2.	MMSSB	AD5SB	Provision of services as MMSSB's (i) exclusive content aggregator, publishing and advertising agency services provider across Maxis' internet properties (other than mobile properties and IPTV services); (ii) exclusive advertising agency services provider for IPTV services; and (iii) non-exclusive content aggregator, publishing and advertising agency services provider across Maxis' mobile properties	18,000	2,927	9,600	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
3.	MBSB	MBNS	Provision of 1300 inbound telephony solutions by MBSB	8,500	7,264	8,500	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
4.	MBSB	MBNS	Provision of managed communication services by MBSB	30,000	22,975	30,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1

	Company in the Maxis Group Involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
5.	MBSSB	MBNS, AD5SB and AHSB's affiliates	Provision of VSAT services by MBSB	300	Nil	300	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
6.	MBSB	MBNS and AHSB's affiliates	Provision of secured location and internet bandwidth by MBSB for MBNS' online business and solution needs	4,000	Nil	4,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
7.	MMSSB	MBNS	Provision of external content provider aggregator services to MBNS to provide premium SMS/WAP/MMS/CRT/3G content to Maxis subscribers	2,154	207	2,154	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
8.	MMSSB	MBNS	Sponsorship of events (including golf tournament) organised by MMSSB	100	Nil	100	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
9.	MBSB	MBNS, AHSB and/or its affiliates	Provision of Maxis IP contact centre services by MBSB	15,000	Nil	15,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
10.	MBSB	MBNS, AD5SB, ARSB and AHSB's affiliates	Provision of leased circuits/DIA/Metro-E by MBSB	9,500	2,704	9,500	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
11.	MBSB	MBNS, AHSB and/or its affiliates	Provision of bandwidth solutions by MBSB	7,000	1,478	7,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
12.	MBSB	MBNS	Strategic partnership on co-marketing and sales of Maxis fiber services, wireless services, broadband services and Astro IPTV services and On-The-Go Services.	117,418	33,709	83,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
13.	MMSSB	Getit Infoservices Private Limited ("Getit") and/or its affiliates	Provision of premium local search, classifieds, deals and communities contents to Maxis subscribers by Getit and/or its affiliates.	15,000	Nil	15,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
14.	MMSSB	AESB	Provision of services and contents to MMSSB to provide premium SMS/WAP/MMS content to Maxis subscribers	1,500	1,445	1,500	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
15.	MBSB	KASB	Provision of IPLC solutions by MBSB	250	59	250	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
(ii) The estimated aggregate value of transactions between Maxis Group and Tanjong Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM47.923 million, consisting of the following transactions:							
16. MMSB and/or its affiliates	TCCPM and/or its affiliates	Rental of signage space and other related expenses at both sides of the facade of Menara Maxis by MMSB and Maxis' naming rights to the building payable on monthly basis	1,200	681	951	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and Chan Chee Beng ("CCB")	Please refer to Note 2
17. MMSB and/or its affiliates	TCCPM and/or its affiliates	Rental, service charge, property building expenses and other related expenses payable on monthly basis by MMSB at Menara Maxis for:- (i) approximately 16,000 sq ft. at Levels 24 and 25 (ii) approximately 190,000 sq ft. at Levels 8 and 10 to 23 (iii) approximately 8,000 sq ft. at Ground Floor (iv) for additional office space/floor and storage space at the basement	4,100 34,200 2,400 2,030	1,263 23,862 1,840 16	2,500 40,800 2,550 22	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 2

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
18.	MMSSB	TGV	Purchase of movie tickets by MMSSB – for high value postpaid and prepaid customers (including Maxis One Club customers)	1,000	97	1,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 2
19.	MBSB	Tanjong and/or its affiliates	Provision of leased line services/DIA/Metro-E/ MPLS by MBSB	500	10	100	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 2

(iii) The estimated aggregate value of transactions between Maxis Group and MGB Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM54.430 million, consisting of the following transactions:

20.	MBSB	MSS	Transponder lease rentals payable on quarterly basis by MBSB	17,422	12,242	18,931	Major Shareholders TAK and THO Directors ARM and CCB	Please refer to Note 3
21.	MBSB	MSS	Rental payable on monthly basis by MBSB for BTS site	47	23	53	Major Shareholders TAK and THO Directors ARM and CCB	Please refer to Note 3

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
22.	MBSB	MSS	Lease rentals of MSS' teleport facility payable on quarterly basis by MBSB	1,410	876	1,300	<u>Major Shareholders</u> TAK and THO <u>Directors</u> ARM and CCB	Please refer to Note 3
23.	MBSB	MSS	Participation in IP Transit Project between MBSB and MSS where MBSB provides internet bandwidth pipe to MSS for MSS' customers	1,500	79	1,500	<u>Major Shareholders</u> TAK and THO <u>Directors</u> ARM and CCB	Please refer to Note 3
24.	MBSB	MSS	Provision of bandwidth solutions by MBSB	1,500	561	1,500	<u>Major Shareholders</u> TAK and THO <u>Directors</u> ARM and CCB	Please refer to Note 3
25.	MBSB	MSS	Provision of leased line services/DIA/Metro-E or any related IP solutions by MBSB	600	Nil	600	<u>Major Shareholders</u> TAK and THO <u>Directors</u> ARM and CCB	Please refer to Note 3
26.	MBSB	MGB and/or its affiliates	Provision of leased circuits by MBSB	50	Nil	50	<u>Major Shareholders</u> TAK and THO <u>Directors</u> ARM and CCB	Please refer to Note 3

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
27.	MBSB	Measat Broadband (International) Ltd ("MBI"), an affiliate of MEASAT Network Limited	Transponder (IP-star) lease rentals payable on quarterly basis by MBSB	21,140	11,239	24,496	Major Shareholders TAK and THO Directors ARM and CCB	Please refer to Note 3
28.	MBSB	MBI	Revenue share from MBI for the leasing of satellite bandwidth on the Measat-5 satellite to other customers	3,500	4,514	6,000	Major Shareholders TAK and THO Directors ARM and CCB	Please refer to Note 3
(iv)	The estimated aggregate value of transactions between Maxis Group and UT Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM79.287 million, consisting of the following transactions:							
29.	MMSB and/or its affiliates	UTHSB and/or its affiliates	Provision of food and beverage services at Level 24 to MMSB and/or its affiliates and rental of space at Level 24 and auditorium at Level 25, Menara Maxis for internal and external briefings and promotions by MMSB and/or its affiliates	280	39	280	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
30. MBSB	UTSB, UTSBM, UT Projects Sdn Bhd ("UTP"), UT Energy Services Sdn Bhd ("UTESB") and/or its affiliates	Provision of business voice services by MBSB	1,800	228	1,800	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
31. MMSB and/or its affiliates	UTHSB and/or its affiliates	Provision of facilities and amenities at Levels 24 and 25, Menara Maxis to MMSB	840	Nil	900	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
32. MBSB	UTSB and/or its affiliates	Provision of managed services	500	Nil	600	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
33. MMSSB	UTSB and/or its affiliates	Promotional devices offer by MMSSB to UTSB and its affiliates	175	Nil	175	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
34.	MMSB	UTSBM and/or its affiliates	Engagement of UTSBM and/or its affiliates to provide corporate management services	30,917	22,511	30,917	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
35.	MBSB	UTSBM and/or its affiliates	Provision of leased circuits/DIA and Metro-E by MBSB	800	292	800	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
36.	MMSSB	SRGAP	Purchase of services – the provision of call handling and other tele-marketing services to MMSSB	45,000	24,382	30,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
37.	MBSB	SRGAP	Provision of leased line services/DIA and Metro-E by MBSB	600	296	600	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
38.	Maxis and/or its affiliates	SRGAP	Provision of mobility services - SMS/Enterprise SMS by Maxis and/or its affiliates	200	Nil	200	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
39.	MBSB	SRGAP	Provision of 1300 toll-free and call centre project by MBSB	500	10	500	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
40.	MBSB	SRGAP	Provision of Maxis IP contact centre services by MBSB	6,000	464	100	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
41.	MMSSB	SRGAP	Supply of third party contract staff by SRGAP	4,695	Nil	4,695	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
42.	Maxis and/or its affiliates	Bumi Armada Berhad ("BAB")	Provision by Maxis and/or its affiliates of: <ul style="list-style-type: none"> • VSAT services • Internet and email infrastructure • 8Mbps Metro-E 	2,500 200 400	Nil Nil Nil	2,500 200 400	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK Directors CCB	Please refer to Note 5

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the AGM (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
43.	MBSB	BAB	Provision of secured location and internet bandwidth by MBSB.	600	Nil	600	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK Director CCB	Please refer to Note 5
44.	MBSB	BAB and/or its affiliates	Provision of leased line services/DIA/Metro-E by MBSB	1,500	114	1,500	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK Director CCB	Please refer to Note 5
45.	MISB	Mobitel (Private) Limited ("Mobitel")	<ul style="list-style-type: none"> Interconnect revenue to MISB Interconnect expenses paid by MISB 	100 5,400	7 99	50 300	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK Director CCB	Please refer to Note 6
46.	MMSSB	Mobitel	<ul style="list-style-type: none"> Roaming partner revenue to MMSSB Roaming partner expenses paid by MMSSB 	70 150	41 123	70 150	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK Director CCB	Please refer to Note 6

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the AGM (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
47. MISB	Sri Lanka Telecom PLC ("SLT")	<ul style="list-style-type: none"> Interconnect revenue to MISB Interconnect expenses paid by MISB 	1,300 1,600	274 1,396	350 1,600	Major Shareholders UTSSB, PSIL, Excorp, PanOcean and TAK Director CCB	Please refer to Note 6
(v) The estimated aggregate value of transactions between Maxis Group and UMTS, a 75%-owned subsidiary of Maxis, from the date of our forthcoming EGM to the date of our next AGM amounts to RM83.700 million, consisting of the following transactions:							
48. MMSB	UMTS	Provision of corporate support services by MMSB. Corporate support services include services such as support functions for accounting, regulatory and human resources matters, rental of office space, stationery & printing costs, repair & maintenance of office furniture & fittings, cleaning services for office buildings and rental of IT equipment	2,700	980	2,700	Major Shareholders UTSSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director Dr. Fahad Hussain S. Mushayt ("Dr. Fahad"), ARM, CCB, Nasution bin Mohamed ("NM") and Morten Lundal ("ML")	Please refer to Note 7

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the AGM (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
49. MBSB	UMTS	Provision of designated 3G Spectrum by UMTS for MBSB's authorised usage, provision of 3G wholesale services and the appointment of MBSB to rollout the 3G network as per the existing service level agreement between MBSB and UMTS	55,770	48,735	81,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Directors Dr. Fahad, ARM, CCB, NM and ML	Please refer to Note 7
(vi) The estimated aggregate value of transactions between Maxis Group and MCB Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM20.420 million, consisting of the following transactions:							
50. MMSB	MCB	Provision of corporate services by MMSB. Corporate support services include services such as support functions for accounting, regulatory, taxation and human resources matters, rental of office space, stationery & printing costs, repair & maintenance of office furniture & fittings, cleaning services for office buildings and rental of IT equipment	3,500	2,548	3,500	Major Shareholders All Major Shareholders as set out in Section (c) of Appendix III of this Circular Directors Krishnan Ravi Kumar ("KRK"), Dr. Fahad, Dr. Ibrahim Abdulrahman H. Kadi ("Dr. Ibrahim"), ARM and CCB	Please refer to Note 8

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the AGM (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
51.	MISB	Dishnet Wireless Limited ("DWL") and/or Aircel Limited ("Aircel Group")	<ul style="list-style-type: none"> Interconnect revenue to MISB Interconnect expenses paid by MISB 	13,300 3,400	1,050 5,925	1,500 11,000	Major Shareholders All Major Shareholders as set out in Section (c) of Appendix III of this Circular	Please refer to Note 9
52.	MMSSB	DWL	<ul style="list-style-type: none"> Roaming partner revenue to MMSSB Roaming partner expenses paid by MMSSB 	60 102	1 5	60 102	Major Shareholders All Major Shareholders as set out in Section (c) of Appendix III of this Circular	Please refer to Note 9
53.	MMSSB	Aircel Limited and/or its affiliates	<ul style="list-style-type: none"> Roaming partner revenue to MMSSB Roaming partner expenses paid by MMSSB 	300 1,258	69 105	300 1,258	Major Shareholders All Major Shareholders as set out in Section (c) of Appendix III of this Circular	Please refer to Note 9
54.	MMSSB	Bridge Mobile Pte Ltd ("Bridge Mobile")	<ul style="list-style-type: none"> Traffic steering services to MMSSB Membership fee Preferred roaming services to MMSSB 	500 1,000 1,200	283 Nil 691	500 1,000 1,200	Major Shareholders All Major Shareholders as set out in Section (c) of Appendix III of this Circular	Please refer to Note 10

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
(vii) The estimated aggregate value of transactions between Maxis Group and STC Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM33.262 million, consisting of the following transactions:							
55. MMSSB	STC	<ul style="list-style-type: none"> Roaming partner income to MMSSB Roaming partner expenses paid by MMSSB 	7,000	5,092	7,000	Major Shareholder STC	Please refer to Note 11
56. MISB	STC and/or its affiliates	<ul style="list-style-type: none"> Interconnect revenue to MISB Interconnect expenses paid by MISB 	5,600	12,020	11,000	Major Shareholder STC	Please refer to Note 11
57. MMSSB	Cell C (Pty) Ltd ("Cell C")	<ul style="list-style-type: none"> Roaming partner income to MMSSB Roaming partner expenses paid by MMSSB 	2,100	1,107	1,300	Directors KRRK and Dr. Ibrahim	Please refer to Note 12
58. MMSSB	Kuwait Telecom Company ("KTC")	<ul style="list-style-type: none"> Roaming partner income to MMSSB Roaming partner expenses paid by MMSSB 	101	8	145	Major Shareholder STC	Please refer to Note 13
59. MMSSB	AVEA İletişim Hizmetleri A.Ş. ("AVEA")	<ul style="list-style-type: none"> Roaming partner income to MMSSB Roaming partner expenses paid by MMSSB 	148	29	148	Major Shareholder STC	Please refer to Note 14

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
60. MMSSB, MMSB and/or its affiliates	SEBIT Egitim ve Bilgi Teknolojileri Anonim Sirketi ("SEBIT")	<ul style="list-style-type: none"> Licence fee payable to SEBIT for provision of online education service to MMSSB Revenue share entitlement payable to SEBIT Provision of dalabase support by SEBIT 	4,500	22	7,125	Major Shareholder STC Director Dr. Ibrahim	Please refer to Note 15
61. MMSSB	Viva Bahrain BSC (C) ("Viva")	<ul style="list-style-type: none"> Roaming partner income to MMSSB Roaming partner expenses paid by MMSSB 	150	20	150	Major Shareholder STC	Please refer to Note 16
(viii) The estimated aggregate value of transactions between Maxis Group and PT AXIS Telekom Indonesia ("AXIS") a company of which STC and MCB, both of them Major Shareholders, have 80.1% and 14.9% equity interests respectively, from the date of our forthcoming EGM to the date of our next AGM amounts to RM2.706 million, consisting of the following transaction:							
62. MMSSB	AXIS	<ul style="list-style-type: none"> Roaming partner income to MMSSB Roaming partner expenses paid by MMSSB 	500	119	500	Major Shareholders All Major Shareholders as set out in Section (c) of Appendix III of this Circular Directors KRK, Dr. Fahad and CCB	Please refer to Note 17

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD the (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
(ix) The estimated aggregate value of transactions between Maxis Group and a company directly or indirectly controlled by or associated with TAK in which he is deemed to have an interest, is deemed a Major Shareholder, from the date of our forthcoming EGM to the date of our next AGM amounts to RM0.070 million, consisting of the following transaction:							
63. MBSB	Malaysian Jet Services Sdn Bhd ("MJS")	Provision of business voice services by MBSB	70	6	70	Major Shareholder TAK	Please refer to Note 18
(x) The estimated aggregate value of transactions between Maxis Group and companies related to certain Major Shareholders, from the date of our forthcoming EGM to the date of our next AGM amounts to RM0.053 million, consisting of the following transaction:							
64. MBSB	Malaysian Landed Property Sdn Bhd ("MLP")	BTS rental and electricity charges payable on monthly basis by MBSB	49	24	53	Major Shareholders TAK and MSM	Please refer to Note 19

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 11 April 2013 (RM000)	Actual value transacted from 9 May 2013 up to the LPD (RM000)	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
(xi) The estimated aggregate value of transactions between Maxis Group and companies related to certain Directors, from the date of our forthcoming EGM to the date of our next AGM amounts to RM1.000 million, consisting of the following transactions:							
65. MBSB	OPCOM Cables Sdn Bhd ("OCSB")	Supply and delivery of fiber optic cables by OCSB	5,665	689	1,000	Director Dato Mokhzani	OCSB is a 70% subsidiary of Opcom Holdings Berhad ("Opcom"). Dato' Mokhzani is the Chairman of Opcom and Chairman/Managing Director of OCSB. Datuk Seri Mukhriz bin Mahathir who is a brother of Dato' Mokhzani, is a substantial shareholder of Opcom holding 23.5% of the total issued and paid-up capital of Opcom. Dato' Mokhzani does not hold any shares in Opcom and OCSB.
Total estimated transaction value/actual value transacted			547,561	264,742	512,755		

(B) ADDITIONAL CATEGORIES OF RRPTS WHICH MAY OR WILL BE ENTERED INTO UNDER THE PROPOSED NEW MANDATE

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value from 7 May 2014 to the next AGM (RM000)	Interested Related Parties	Nature of Relationships
(i) The estimated aggregate value of transactions between Maxis Group and AHSB Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM5.500 million consisting of the following transactions:					
1	MBNS	Provision of network service known as Amazon Direct Connect	3,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
2	MBNS, AHSB and/or its affiliates	Provision of ICT Solutions	1,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1
3.	MMSSB Getit and/or its affiliates	Sales commission to MMSSB for sales of local search service to corporations	1,500	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director ARM	Please refer to Note 1

Company in the Maxis Group involved	Transacting Parties	Nature of transaction	Estimated value from 7 May 2014 to the next AGM (RM'000)	Interested Related Parties	Nature of Relationships
(ii) The estimated aggregate value of transactions between Maxis Group and Tanjong Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM4.100 million, consisting of the following transactions:					
4. MMSB and/or its affiliates	TCCPM and/or its affiliates	Proposal for new tenancy of office space to be secured at Menara Maxis. The proposed tenancy is expected to be entered into for at least 3 years, and rental payments will be on a monthly basis.	4,100	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 2
(iii) The estimated aggregate value of transactions between Maxis Group and UT Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM1,000 million, consisting of the following transactions:					
5. MBSB	UTSB and/or its affiliates	Provision of ICT solutions	500	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Directors ARM and CCB	Please refer to Note 4
6. MBSB	BAB	Provision of ICT solutions	500	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK Directors CCB	Please refer to Note 5
Total estimated transaction value			10,600		

Notes:

⁽ⁱ⁾ All information in relation to equity interests as set out in this Appendix I are as at the LPD.

⁽ⁱⁱ⁾ The transacting parties within the Maxis Group as set out in the table above are merely an indication and the actual transacting parties may vary upon conclusion of these deals.

* Certain acronyms or technical terms used herein are defined in the "Glossary of Technical Terms" appearing on pages (v) to (vi) of this Circular.

AHSB Group

AD5SB, MBNS, ARSB and AESB are wholly-owned subsidiaries of Astro Malaysia Holdings Berhad ("AMH") whilst KASB is a 48.9%-owned associated company of AMH. AMH is a 42.40%-owned by Astro Networks (Malaysia) Sdn Bhd ("ANM") which in turn is wholly-owned by AHSB. Getit is a 76.03%-owned indirect subsidiary of ASTRO Overseas Limited ("AOL") which in turn is wholly-owned by Astro Ali Asia Networks Limited ("AAAN"), a wholly-owned subsidiary of AHSB.

Each of UTSSB, PSIL, Excorp and PanOcean is a Major Shareholder with a deemed interest over 4,875,000,000 Shares representing 64.96% equity interest in Maxis by virtue of its deemed interest in Binaniang GSM Sdn Bhd ("BGSM") which holds 100% equity interest in Maxis Communications Berhad ("MCB") which in turn holds 100% equity interest in BGSM Management Sdn Bhd ("BGSM Management"). BGSM Management holds 100% equity interest in BGSM Equity Holdings Sdn Bhd ("BGSM Equity") which in turn holds 64.96% equity interest in Maxis. UTSSB's deemed interest in such Shares arises through its wholly owned subsidiaries, namely, Wilayah Resources Sdn Bhd, Tegas Puri Sdn Bhd, Besitang Barat Sdn Bhd and Besitang Selatan Sdn Bhd, which hold in aggregate 37% equity interest in BGSM. Each of UTSSB, PSIL, Excorp and PanOcean is also a major shareholder of AHSB with a deemed interest over 479,619,973 ordinary shares of RM0.10 each in AHSB ("AHSB Shares") representing 34.01% equity interest in AHSB.

PanOcean holds 100% equity interest in Excorp which in turn holds 100% equity interest in PSIL. PSIL holds 99.999% equity interest in UTSSB. PanOcean is the trustee of a discretionary trust, the beneficiaries of which are members of the family of TAK and foundations, including those for charitable purposes.

TAK who is a Major Shareholder with a deemed interest over 4,875,000,000 Shares representing 64.96% equity interest in Maxis, is also a major shareholder of AHSB with a deemed interest over 819,082,908 AHSB shares representing 58.08% equity interest in AHSB. In addition, TAK is also a director of PanOcean, Excorp, PSIL and UTSSB. Although TAK and PanOcean are deemed to have an interest in the shares and the AHSB shares as described in the foregoing, they do not have any economic or beneficial interest over these shares as such interest is held subject to the terms of the discretionary trust.

ARM who is a Director of Maxis, is also a director of PanOcean, Excorp, PSIL and an executive director of UTSSB. He does not have any equity interest in UTSSB, in PanOcean, in Excorp or in PSIL. In addition, ARM is also a director and group chief executive officer of AHSB, a director and non-executive deputy chairman of AMH as well as a director of AOL, AAAN, ANM, MBNS, ARSB, AESB, Getit and other companies within the AHSB Group. ARM has a direct equity interest over 750,000 Shares representing 0.01% equity interest in Maxis and 8,500,000 AMH shares representing 0.16% equity interest in AMH. ARM does not have any equity interests in MMSSB, MBSSB, MMSB nor in the AHSB Group other than in AMH.

Each of THO, Dato' Badri and MSM is a Major Shareholder with a deemed interest over 4,875,000,000 Shares representing 64.96% of the equity interest in Maxis by virtue of his 25% direct equity interest in Harapan Nusantara Sdn Bhd ("HNSB"). HNSB's deemed interest in such Shares arises through its wholly owned subsidiaries, namely, Mujur Anggun Sdn Bhd, Cabaran Mujur Sdn Bhd, Anak Samudra Sdn Bhd, Dumai Maju Sdn Bhd, Nusantara Makmur Sdn Bhd, Usaha Kenanga Sdn Bhd and Tegas Sari Sdn Bhd (collectively, "HNSB Subsidiaries"), which hold in aggregate 30% equity interest in BGSM. The HNSB Subsidiaries hold their deemed interest in such Shares under discretionary trusts for Bumiputera objects. As such, none of THO, Dato' Badri, MSM and HNSB have any economic interest in such Shares as such interest is held subject to the terms of such discretionary trusts.

Each of THO, Dato' Badri and MSM is also a major shareholder of AHSB with a deemed interest over 177,446,535 AHSB shares representing 12.58% equity interest in AHSB by virtue of his 25% direct equity interest in Harapan Terus Sdn Bhd ("HTSB"). HTSB's deemed interest in such AHSB shares arises through its wholly-owned subsidiaries, namely, Berkat Nusantara Sdn Bhd, Nusantara Cempaka Sdn Bhd, Nusantara Delima Sdn Bhd, Mujur Nusantara Sdn Bhd, Gerak Nusantara Sdn Bhd and Sanjung Nusantara Sdn Bhd (collectively, "HTSB Subsidiaries"). Further, HTSB Subsidiaries also hold 184,849,779 AMH shares representing 3.56% equity interest in AMH. The HTSB Subsidiaries hold such shares under discretionary trusts for Bumiputera objects. As such, none of THO, Dato' Badri, MSM and HTSB have any economic interest in such shares as such interest is held subject to the terms of such discretionary trusts.

Dato' Badri who is a director of AHSB, ANM and AOL, is also a director of MBNS, KASB and several other subsidiaries of AHSB. Dato' Badri has a deemed interest over 1,000,000 AMH shares representing 0.02% equity interest in AMH arises by virtue of his 99% equity interest in Casa Saga Sdn Bhd.

MSM has a direct equity interest over 11,000 Shares representing 0.0001% equity interest in Maxis. He also has a direct equity interest over 200,000 AMH shares representing 0.004% equity interest in AMH. Please refer to Note 4 for MSM's interests in the UT Group.

Dato' Mohamed Khadar bin Merican, a director of AMH and AOL is a person connected to MSM.

(2)

Tanjong Group

TCCPM and TGV are wholly-owned subsidiaries of Tanjong. Tanjong in turn is a wholly-owned subsidiary of Tanjong Capital Sdn Bhd ("TCSB").

UTSB holds an aggregate of 124,688,000 ordinary shares of RM1.00 each in TCSB ("TCSB Shares") representing 65.84% equity interest in TCSB, of which 71,000,000 TCSB shares representing 37.49% equity interest in TCSB is held directly, while 53,688,000 TCSB shares representing 28.35% equity interest in TCSB is held indirectly, via its wholly-owned subsidiary, Usaha Tegas Resources Sdn Bhd ("UTRSB"). Each of PSIL, Excorp and PanOcean has a deemed interest over 124,688,000 TCSB shares representing 65.84% equity interest in TCSB through UTSB.

TAK has a deemed interest over 155,219,320 TCSB shares representing 81.96% equity interest in TCSB through UTSB, Wangi Terang Sdn Bhd ("WTSB") and Ultimate Corporation Sdn Bhd ("UCSB"). WTSB and UCSB are the wholly-owned subsidiaries of MAI Sdn Berhad in which he has a 99.999% direct equity interest. Each of WTSB and UCSB holds 175,000 and 30,356,320 TCSB shares representing 0.09% and 16.03% equity interest in TCSB respectively.

Although TAK and PanOcean are deemed to have an interest in the 124,688,000 TCSB shares held through UTSB, they do not have any economic or beneficial interest over such shares, as such interest is held subject to the terms of a discretionary trust.

TCCPM and TGV are persons connected to UCSB, UTRS, UTSB, PSIL, Excorp, PanOcean and TAK by virtue of their interest in TCSB as set out above. Please refer to Note 1 above for interests of UTSB, PSIL, Excorp, PanOcean and TAK in Maxis.

CCB who is a Director of Maxis, is also an executive director of UTSB and a director of TCSB, MMSSB, MBSB, MMSB and certain subsidiaries of Maxis and Tanjong. ARM who is a Director, is an executive director of Tanjong. ARM and CCB do not have any equity interest in UTSB, UTRS, TCSB, Tanjong, TCCPM and TGV. Please refer to Note 1 above for ARM's interests in Maxis. CCB has a direct equity interest over 750,000 Shares representing 0.01% equity interest in Maxis.

MMSM also has a deemed interest over 8,596,000 TCSB shares representing 4.54% equity interest in TCSB through Macroniaga Sdn Bhd. Please refer to Note 1 above for MMSM's interests in Maxis.

MGB Group

(3)

TAK is also a major shareholder of MGB with a deemed interest over 389,933,155 ordinary shares of RM0.78 each representing 100% equity interest in MGB held via MEASAT Global Network Systems Sdn Bhd ("MGNS"), a wholly-owned subsidiary of MAI Holdings Sdn Bhd ("MAIH"), in which he has a 99.999% direct equity interest. MSS and MBI are wholly-owned subsidiaries of MGB. Hence, TAK also has deemed interest over MSS and MBI. Please refer to Note 1 above for TAK's interests in Maxis.

THO is also a director of MSS. Please refer to Note 1 above for THO's interests in Maxis. THO does not have any equity interest in the shares of MGB, MSS or MBI.

ARM and CCB who are Directors of Maxis, are also directors of MGB whilst CCB is also a director of MSS. ARM and CCB do not have any equity interest in the shares of MGB, MSS or MBI. Please refer to Notes 1 and 2 above for ARM's and CCB's interests in Maxis respectively.

(4)

UT Group

UTHSB is a wholly-owned subsidiary of UTSBM. UTSBM, UTP, UTESSB and SRGAP are wholly-owned subsidiaries of UTSB.

UTSB, PSIL, Excorp, PanOcean and TAK who are Major Shareholders, are also major shareholders of UTSBM, UTHSB, UTP, UTESSB and SRGAP (collectively, "UT Group"). Please refer to Note 1 above for their respective interests in Maxis.

ARM and CCB who are Directors of Maxis, are also executive directors of UTSB. ARM and CCB are also directors of UTSBM. ARM and CCB do not have any equity interest in the shares of UTSB or UT Group. Please refer to Notes 1 and 2 above for ARM's and CCB's interests in Maxis respectively.

MSM is also a director of certain subsidiaries of UTSB and an employee of the UT Group. MSM does not have any equity interest in the shares of the UT Group. Please refer to Note 1 above for MSM's interests in Maxis.

(5)

BAB

BAB is a 42.26%-owned associated company of UTSB.

UTSB, PSIL, Excorp, PanOcean and TAK who are Major Shareholders, are also major shareholders of BAB and its subsidiaries with each having a deemed interest of 42.26% in BAB. Please refer to Note 1 above for their respective interests in Maxis.

CCB who is a Director of Maxis, is also a director of BAB and certain subsidiaries of BAB. CCB has a direct equity interest over 750,000 ordinary shares of RM0.20 each representing 0.03% equity interest in BAB. Please refer to Notes 2 and 4 for CCB's interests in Maxis and UTSB.

(6)

SLT and Mobitel

Mobitel is a wholly-owned subsidiary of SLT which is a 44.98% owned associated company of UTSB.

UTSB, PSIL, Excorp, PanOcean and TAK who are Major Shareholders, are also major shareholders of SLT with each having a deemed interest of 44.98% in SLT. Please refer to Note 1 above for their respective interests in Maxis.

CCB who is a Director of Maxis is also a director of MMSSB, MISB and certain subsidiaries of Maxis, as well as of SLT and Mobitel. CCB does not have any equity interests in the shares of SLT or Mobitel. Please refer to Notes 2 and 4 for CCB's interests in Maxis and UTSB.

(7)

UMTS

UMTS is a wholly-owned subsidiary of Advanced Wireless Technologies Sdn Bhd ("AWT") which in turn is a 75%-owned subsidiary of Maxis. The remaining 25% equity interest in AWT is held by MBNS Multimedia Technologies Sdn Bhd ("MMT"), which in turn is wholly-owned by AMH.

UTSB, PSIL, Excorp, PanOcean and TAK who are Major Shareholders, are also major shareholders of UMTS with each having a deemed interest of 100% in UMTS, whilst THO, Dato' Badri and MSM each having a deemed interest of 75% in UMTS. Please refer to Note 1 above for their respective interests in Maxis and AMH.

Dr. Fahad, CCB and ML are Directors of Maxis, MMSB and other several subsidiaries of Maxis. Dr Fahad and ML are also Directors of AWT and UMTS. Dr. Fahad does not have any equity interest in Maxis. ML has an indirect equity interest over 687,175 Shares representing 0.009% equity interest in Maxis which is held by CIMB Commerce Trustee Berhad or its nominees as trustee for ML pursuant to the terms and conditions of a share-based incentive arrangement which ML has entered into with Maxis and subject thereto, will vest in him on the expiry of his employment contract with Maxis. Additionally, ML is also deemed interested over such additional number of Shares in Maxis which shall only be determinable in the future, in accordance with the terms and conditions of the said share-based incentive arrangement. Please refer to Notes 2 and 4 for CCB's interests in Maxis and UTSB.

NM who is a director of AWT and UMTS, is also a director of MBSB, MMSB and several subsidiaries of Maxis. NM has a direct equity interest over 80,100 Shares representing 0.0006% equity interest in Maxis but does not have any equity interest in the shares in MBSB, MMSB, AWT or in UMTS.

(8)

MCB

MCB is our penultimate holding company and a Major Shareholder of our Company.

All Major Shareholders as set out in Section (c) of Appendix III of this Circular are also major shareholders of MCB. Please refer to the notes as set out in Section (c) of Appendix III of this Circular for the interests of the interested Major Shareholders.

KRK, Dr. Fahad, Dr. Ibrahim, ARM and CCB are also directors of MCB. KRK, Dr. Fahad and Dr. Ibrahim do not have any equity interests in the Shares of Maxis. KRK, Dr. Fahad, Dr. Ibrahim, ARM and CCB do not have any equity interest in the shares of MCB. Please refer to Notes 1, 2, 4 and 6 above for interests in Maxis of ARM and CCB respectively.

(9)

Aircel Group

MCB holds 74% effective equity interest in Aircel Limited and DWL.

All Major Shareholders as set out in Section (c) of Appendix III of this Circular are also major shareholders of Aircel Group. Please refer to the notes as set out in Section (c) of Appendix III of this Circular for the interests of the interested Major Shareholders.

CCB who is a Director of Maxis is also a director of MCB. CCB does not have any equity interest in the shares of MCB, Aircel Limited or DWL. Please refer to Note 2 above for CCB's interests in Maxis.

(10)

Bridge Mobile

MCB holds a 10% direct equity interest in Bridge Mobile.

All Major Shareholders as set out in Section (c) of Appendix III of this Circular are also major shareholders of Bridge Mobile. Please refer to the notes as set out in Section (c) of Appendix III of this Circular for the interests of the interested Major Shareholders.

NM who is a Director of certain subsidiaries of Maxis is also a director of Bridge Mobile and he does not have any equity interest in the shares of Bridge Mobile. Please refer to Note 7 above for NM's interests in Maxis.

(11)

STC

STC is a Major Shareholder by virtue of its deemed interest of 25% in BGSMS which in turn wholly-owns MCB.

KRK and Dr. Fahad are employees of STC. KRK is the Group Chief Financial Officer of STC. Dr. Fahad is also a director of MMSSB, MMSB, MISB and several other subsidiaries of Maxis and the Senior Executive Officer, Strategic Projects Development of STC. Dr. Ibrahim has a direct equity interest over 1,000 shares in STC representing 0.0000005% equity interest in STC. KRK and Dr. Fahad do not have any equity interests in the shares of STC. Please refer to Note 8 above for interests in Maxis of KRK, Dr. Fahad and Dr. Ibrahim respectively.

(12)

Cell C

STC is a Major Shareholder by virtue of its deemed interest of 25% in BGSMS which in turn wholly-owns MCB.

STC through STC Turkey Holding Ltd ("STC Turkey") holds 35% equity interest in Oger Telecom Limited ("Oger"). Oger holds 75% equity interest in 3C Telecommunications (Proprietary) Limited ("3C"), which in turn holds 100% equity interest in Cell C.

Dr. Ibrahim who is a Director of Maxis, is a director of Oger. Dr. Ibrahim does not have any equity interest in the shares of STC Turkey, Oger, 3C or in Cell C. Please refer to Notes 8 and 11 above for interests in Maxis and STC of Dr. Ibrahim.

(13)

KTC

STC is a Major Shareholder by virtue of its deemed interest of 25% in BGSM which in turn wholly-owns MCB. STC holds 26% equity interest in KTC.

(14)

AVEA

STC is a Major Shareholder by virtue of its deemed interest of 25% in BGSM which in turn wholly-owns MCB.

STC through STC Turkey holds 35% equity interest in Oger, which in turn holds 99% equity interest in Oger Telekomunikasyon A.S. ("OTAS"). OTAS holds 55% equity interest in Turk Telekomunikasyon A.S. ("Turk Telekom"), which in turn holds 90% equity interest in AVEA.

Dr. Ibrahim is a director of Oger. Dr. Ibrahim does not have any equity interest in the shares of STC Turkey, OTAS, Turk Telekom or in AVEA. Please refer to Notes 8 and 11 above for the interests in Maxis and STC of Dr. Ibrahim.

(15)

SEBIT

STC is a Major Shareholder by virtue of its deemed interest of 25% in BGSM which in turn wholly-owns MCB.

STC through STC Turkey holds 35% equity interest in Oger, which in turn holds 99% equity interest in OTAS. OTAS holds 55% equity interest in Turk Telekom, which in turn owns 100% equity interest in SEBIT.

Dr. Ibrahim is a director of Oger. Dr. Ibrahim does not have any equity interest in the shares of STC Turkey, OTAS, Turk Telekom or in SEBIT. Please refer to Notes 8 and 11 above for the interests in Maxis and STC of Dr. Ibrahim.

(16)

Viva

Major Shareholder being STC owns 99% equity interest of Viva Bahrain BSC (C) and the remaining 1% equity interest of Viva is owned by STC Gulf Investment Holding 1 SPC. STC Gulf Investment Holding 1 SPC is wholly-owned by STC Gulf Investment Holding SPC, which in turn is wholly-owned by STC.

(17)

AXIS

STC and MCB which are Major Shareholders, have a 80.1% and 14.9% equity interest in AXIS, respectively.

All Major Shareholders as set out in Section (c) of Appendix III of this Circular are also major shareholders of AXIS. Please refer to the notes as set out in Section (c) of Appendix III of this Circular for the interests of the interested Major Shareholders.

KRK is the President Commissioner of AXIS while Dr. Fahad and CCB are Commissioners of AXIS. Dr. Fahad and CCB are also directors of MMSSB and MISB. KRK, Dr. Fahad and CCB do not have any equity interests in the shares of MMSSB, MISB or AXIS. Please refer to Notes 2 and 8 above for interests in Maxis of CCB and Dr. Fahad and Note 11 above for interests in STC of KRK and Dr. Fahad respectively.

(18)

MJS

Maya Krishnan Taiparanandam ("TMK"), a major shareholder of Merbau Cekal Sdn Bhd, the ultimate holding company of MJS, is a Person Connected to TAK. TMK is not a director of MJS. Please refer to Note 1 above for TAK's interests in Maxis.

(19)

MLP

TAK who is a Major Shareholder, is also a major shareholder of MLP with a deemed interest of 100% in MLP. Please refer to Note 1 above for TAK's interest in Maxis. MSM is a director of MLP and does not have any equity interest in the shares of MLP. Please refer to Note 1 above for MSM's interests in Maxis.

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DETAILS OF THE OUTSTANDING RRPT RECEIVABLES

No.	Company in the Maxis Group involved	Transacting Party(ies)	Nature of transaction	Outstanding RRPT Receivables as at 31 December 2013 (RM)	Outstanding RRPT Receivables as at 31 December 2013 which exceed normal credit period of			
					1 year or less (RM)	More than 1 to 3 years (RM)	More than 3 to 5 years (RM)	More than 5 years (RM)
1.	MBSB	MBNS	Provision of 1300 inbound telephony solutions by MBSB	722,695	-	-	-	-
2.	MBSB	MBNS	Provision of managed communication services by MBSB	2,523,900 ⁽¹⁾	-	-	-	-
3.	MBSB	MBNS, AD5SB, ARSB and AHSB's affiliates	Provision of leased circuits/DIA/Metro-E by MBSB	63,190 ⁽²⁾	-	-	-	-
4.	MBSB	KASB	Provision of IPLC solution by MBSB	5,750 ⁽¹⁾	-	-	-	-
5.	MBSB	MBNS, AHSB and/or its affiliates	Provision of bandwidth solutions by MBSB	111,721 ⁽¹⁾	-	-	-	-
6.	MBSB	MBNS	Strategic partnership on co-marketing and sales of Maxis fiber services, wireless services, broadband services and Astro IPTV services and On-The-Go Services	2,892,785	-	-	-	-
7.	MBSB	Tanjong and/or its affiliates	Provision of leased line services/DIA/Metro-E/ MPLS by MBSB	4,085 ⁽¹⁾	-	-	-	-
8.	MBSB	MSS	Provision of bandwidth solutions by MBSB	110,085 ⁽¹⁾	-	-	-	-
9.	MBSB	UTSBM	Provision of leased circuits/DIA and Metro-E by MBSB	28,631 ⁽¹⁾	-	-	-	-
10.	MBSB	BAB and/or its affiliates	Provision of leased line services/DIA/Metro-E by MBSB	28,190 ⁽¹⁾	-	-	-	-
11.	MISB	STC and/or its affiliates	Interconnect revenue to MISB	7,678,901 ⁽³⁾	-	-	-	-
Total Outstanding RRPT Receivables				14,169,933	-	-	-	-

Notes:

⁽¹⁾ As at LPD, these outstanding amounts have been fully received.

⁽²⁾ As at LPD, RM34,534 of the outstanding amount has been received.

⁽³⁾ As at LPD, RM6,990,777 of the outstanding amount has been received.

DETAILS OF THE SHAREHOLDINGS OF THE DIRECTORS AND MAJOR SHAREHOLDERS IN OUR COMPANY AND PERSONS CONNECTED TO THEM WHO ARE INTERESTED IN THE PROPOSED MANDATE

(a) Information on the interested Directors

Our Directors who are interested in the Proposed Mandate and their respective shareholding interests in our Company as at the LPD are set out below:

Interested Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Dato' Mokhzani	750,000 ⁽¹⁾	0.01	-	-
KRK	-	-	-	-
Dr. Fahad	-	-	-	-
Dr. Ibrahim	-	-	-	-
ARM	750,000 ⁽²⁾	0.01	-	-
CCB	750,000 ⁽²⁾	0.01	-	-
ML	-	-	687,175 ⁽³⁾	0.009

Notes:

- ⁽¹⁾ As at the LPD, in addition, his spouse holds 1,000 Shares. This disclosure is made pursuant to Section 134(12)(c) of the Act.
- ⁽²⁾ Held through a nominee, namely, CIMSEC Nominees (Tempatan) Sdn Bhd.
- ⁽³⁾ Held by CIMB Commerce Trustee Berhad or its nominee as trustee for ML pursuant to the terms and conditions of a share-based incentive arrangement which ML has entered into with Maxis and subject thereto, these Shares will vest in ML on the expiry of his employment contract with Maxis. Additionally, ML is also deemed interested over such additional number of Shares in Maxis which shall only be determinable in the future, in accordance with the terms and conditions of the said share-based incentive arrangement.

(b) Information on the interested Directors of Maxis' subsidiaries

The Directors of Maxis' subsidiaries who are deemed interested in the Proposed Mandate and their respective shareholding interests in Maxis as at the LPD are set out below:

Interested Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
CCB	750,000 ⁽¹⁾	0.01	-	-
NM	80,100	*	-	-
ML	-	-	687,175 ⁽²⁾	0.009

Notes:

- * Less than 0.01%.
- ⁽¹⁾ Held through a nominee, namely, CIMSEC Nominees (Tempatan) Sdn Bhd.
- ⁽²⁾ Held by CIMB Commerce Trustee Berhad or its nominee as trustee for ML pursuant to the terms and conditions of a share-based incentive arrangement which ML has entered into with Maxis and subject thereto, these Shares will vest in ML on the expiry of his employment contract with Maxis. Additionally, ML is also deemed interested over such additional number of Shares in Maxis which shall only be determinable in the future, in accordance with the terms and conditions of the said share-based incentive arrangement.

(c) **Information on the interested Major Shareholders of Maxis**

Our Major Shareholders who are deemed interested in the Proposed Mandate and their respective shareholding interests in our Company as at the LPD are set out below:

Interested Major Shareholder	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
MCB ⁽¹⁾	-	-	4,875,000,000	64.96
BGSM ⁽²⁾	-	-	4,875,000,000	64.96
UTES ⁽³⁾	-	-	4,875,000,000	64.96
UTSB ⁽⁴⁾	-	-	4,875,000,000	64.96
PSIL ⁽⁵⁾	-	-	4,875,000,000	64.96
Excorp ⁽⁶⁾	-	-	4,875,000,000	64.96
PanOcean ⁽⁶⁾	-	-	4,875,000,000	64.96
TAK ⁽⁷⁾	-	-	4,875,000,000	64.96
HNSB ⁽⁸⁾	-	-	4,875,000,000	64.96
THO ⁽⁹⁾	-	-	4,875,000,000	64.96
Dato' Badri ⁽⁹⁾	-	-	4,875,000,000	64.96
MSM ⁽⁹⁾	11,000	*	4,875,000,000	64.96
STC Malaysia Holding Ltd ("STCM") ⁽¹⁰⁾	-	-	4,875,000,000	64.96
STC Asia Telecom Holding Ltd ("STCAT") ⁽¹¹⁾	-	-	4,875,000,000	64.96
STC ⁽¹²⁾	-	-	4,875,000,000	64.96
Public Investment Fund ("PIF") ⁽¹³⁾	-	-	4,875,000,000	64.96

Notes:

* Less than 0.01%.

- (1) MCB's deemed interest in the Shares arises by virtue of its direct equity interest of 100% in BGSM Management, which in turn holds 100% equity interest in BGSM Equity. BGSM Equity holds 64.96% equity interest in the Company.
- (2) BGSM's deemed interest in the Shares arises by virtue of BGSM holding 100% equity interest in MCB. See Note (1) above for MCB's deemed interest in the Shares.
- (3) UTES' deemed interest in the Shares arises by virtue of UTES holding 100% equity interest in each of Wilayah Bintang Sdn Bhd ("WBSB"), Tegas Mahsuri Sdn Bhd ("TMSB"), Besitang (M) Sdn Bhd ("BMSB") and Besitang Utara Sdn Bhd ("BUSB") which in turn wholly-own Wilayah Resources Sdn Bhd ("WRSB"), Tegas Puri Sdn Bhd ("TPSB"), Besitang Barat Sdn Bhd ("BBSB") and Besitang Selatan Sdn Bhd ("BSSB") (collectively, "UT Subsidiaries") respectively. The UT Subsidiaries hold in aggregate 37% direct equity interest in BGSM, and therefore via such aggregate interest, UTES has a deemed interest over all the Shares in which BGSM has an interest. See Note (2) above for BGSM's deemed interest in the Shares.
- (4) UTSB's deemed interest in the Shares arises by virtue of UTSB holding 100% equity interest in UTES. See Note (3) above for UTES' deemed interest in the Shares.
- (5) PSIL's deemed interest in the Shares arises by virtue of PSIL holding 99.999% equity interest in UTSB. See Note (4) above for UTSB's deemed interest in the Shares.
- (6) PanOcean holds 100% equity interest in Excorp which in turn holds 100% equity interest in PSIL. See Note (5) above for PSIL's deemed interest in the Shares. PanOcean is the trustee of a discretionary trust, the beneficiaries of which are members of the family of TAK and foundations including those for charitable purposes. Although PanOcean is deemed to have an interest in the Shares, it does not have any economic or beneficial interest over the Shares, as such interest is held subject to the terms of such discretionary trust.
- (7) TAK's deemed interest in the Shares arises by virtue of PanOcean's deemed interest in the Shares. See Note (6) above for PanOcean's deemed interest in the Shares. Although TAK is deemed to have an interest in the Shares, he does not have any economic or beneficial interest over the Shares, as such interest is held subject to the terms of a discretionary trust referred to in Note (6) above.

(8) HNSB's deemed interest in the Shares arises through the HNSB Subsidiaries (Mujur Anggun Sdn Bhd, Cabaran Mujur Sdn Bhd, Anak Samudra Sdn Bhd, Dumai Maju Sdn Bhd, Nusantara Makmur Sdn Bhd, Usaha Kenanga Sdn Bhd and Tegas Sari Sdn Bhd), which hold in aggregate 30% equity interest in BGSM. See Note (2) above for BGSM's deemed interest in the Shares.

The HNSB Subsidiaries hold their deemed interest in such Shares under discretionary trusts for Bumiputera objects. As such, HNSB does not have any economic interest in such Shares as such interest is held subject to the terms of such discretionary trusts.

(9) THO, Dato' Badri and MSM's deemed interest in the Shares arise by virtue of their respective 25% direct equity interest in HNSB. However, they do not have any economic interest in the Shares held via the HNSB Subsidiaries as such interest is held subject to the terms of the discretionary trusts for Bumiputera objects. See Note (8) above for HNSB's deemed interest in the Shares.

(10) STCM is deemed to have an interest in the Shares by virtue of its direct 25% equity interest in BGSM. See Note (2) above for BGSM's deemed interest in the Shares.

(11) STCAT is deemed to have an interest in all of the Shares in which STCM has an interest, by virtue of its direct 100% equity interest in STCM. See Note (10) above for STCM's deemed interest in the Shares.

(12) STC is deemed to have an interest in all of the Shares in which STCAT has an interest, by virtue of its direct 100% equity interest in STCAT. See Note (11) above for STCAT's deemed interest in the Shares.

(13) PIF is deemed to have an interest in all of the Shares in which STC has an interest, by virtue of its direct 70% equity interest in STC. See Note (12) above for STC's deemed interest in the Shares.

(d) Information on Persons Connected to the interested Directors

The Persons Connected to the interested Directors of our Group who have interests in the Shares, whether direct or indirect, and their respective shareholding interests in our Company as at the LPD are set out below:

Persons Connected to the interested Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Datin Mastisa Hani Binti Mohamed ⁽¹⁾	1,000	*	-	-

Notes:

* Less than 0.01%.

⁽¹⁾ A person connected to Dato' Mokhzani.

(e) Information on Persons Connected to our interested Major Shareholders

The Persons Connected to our interested Major Shareholders who have interests in the Shares, whether direct or indirect, and their respective shareholdings in our Company as at the LPD are set out below:

Persons Connected to the interested Major Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Mohd Din bin Merican ⁽¹⁾	2,000	*	-	-
BGSM Equity	4,875,000,000	64.96	-	-
BGSM Management	-	-	4,875,000,000	64.96

Notes:

* Less than 0.01%.

⁽¹⁾ A person connected to MSM.

⁽²⁾ BGSM Management's deemed interest in the Shares arises by virtue of BGSM Management holding 100% equity interest in BGSM Equity.

ABSTENTION FROM VOTING

Each of our Directors who is interested in any of the RRPTs covered under the Proposed Mandate has abstained and will continue to abstain from all Board deliberations and voting in relation to the Proposed Mandate concerning those RRPTs involving his interests and/or the interests of Persons Connected to him. Our interested Directors and interested Major Shareholders will abstain from voting at the forthcoming EGM in respect of their direct and/or indirect shareholdings on the relevant ordinary resolutions comprised in the Proposed Mandate in respect of the RRPTs with the transacting parties as set out in the table below. Our interested Directors and interested Major Shareholders have also undertaken to ensure that Persons Connected to them will abstain from voting on the relevant resolutions in respect of the Proposed Mandate at our forthcoming EGM in which they and/or Persons Connected to them have interests.

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected*
1.	<p>AHSB Group including but without limitation to:</p> <p>(a) AD5SB (b) MBNS (c) AESB (d) ARSB (e) KASB (f) Getit</p>	<ul style="list-style-type: none"> ARM 	<ul style="list-style-type: none"> UTSB PSIL Excorp PanOcean TAK THO Dato' Badri MSM 	<ul style="list-style-type: none"> HNSB (a), (b) & (c) UKSB (a), (b) & (c) ASSB (a), (b) & (c) DMSB (a), (b) & (c) NMSB (a), (b) & (c) CMSB (a), (b) & (c) MASB (a), (b) & (c) TSSB (a), (b) & (c) Angsana Kukuh Sdn Bhd ("AKSB") (a), (b) & (c) Desa Bidara Sdn Bhd ("DBSB") (a), (b) & (c) Indomurni Sdn Bhd ("Indomurni") (a), (b) & (c) Beduk Selatan Sdn Bhd ("Beduk Selatan") (a), (b) & (c) Badai Maju Sdn Bhd ("Badai Maju") (a), (b) & (c) Badai Jaya Sdn Bhd ("BJSB") (a), (b) & (c) Tenaga Tegap Sdn Bhd ("TTSB") (a), (b) & (c) Bagan Budiman Sdn Bhd ("Bagan Budiman") (a), (b) & (c) Samudra Capital Sdn Bhd ("SCSB") (a), (b) & (c) Alam Nakhoda Sdn Bhd ("ANSB") (a), (b) & (c) Nusantara Saga Sdn Bhd ("NSSB") (a), (b) & (c) Nusantara Tegas Sdn Bhd ("NTSB") (a), (b) & (c) Citra Cekal Sdn Bhd ("CCSB") (a), (b) & (c) MAIH (d) Pacific Fortune Sdn Bhd ("PFSB") (d) Ria Utama Sdn Bhd ("RUSB") (d) Tetap Emas Sdn Bhd ("TESB") (d) MAI Sdn Bhd ("MAI") (d) Terang Equity Sdn Bhd ("TEQSB") (d) WTSB (d) UTES (d) & (e) BGSM (a), (b), (c), (d) & (e) MCB (a), (b), (c), (d) & (e) BGSM Management (a), (b), (c), (d) & (e) BGSM Equity (a), (b), (c), (d) & (e) WRSB (d) & (e) TPSB (d) & (e) BBSB (d) & (e) BSSB (d) & (e) WBSB (d) & (e) TMSB (d) & (e)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected
				<ul style="list-style-type: none"> • BMSB ^{(d) & (e)} • BUSB ^{(d) & (a)} • Eridanes International N.V. ("EINV") ^(d) • East Asia Telecommunications Ltd ("EAT") ^(d) • Global Multimedia Technologies (BVI) Ltd ("GMT") ^(d) • Worldwide Communications Technologies Ltd ("WCT") ^(d) • Maxis Holdings Sdn Bhd ("MHSB") ^(d) • Shield Estate N.V. ("SENV") ^(d) • Mohd Din bin Merican ^(a)
2.	<p>Tanjong Group including but without limitation to:</p> <p>(a) TCCPM (b) TGV</p>	<ul style="list-style-type: none"> • ARM • CCB 	<ul style="list-style-type: none"> • UTSB • PSIL • Excorp • PanOcean • TAK • MSM 	<ul style="list-style-type: none"> • HNSB ^(a) • UKSB ^(a) • ASSB ^(a) • DMSB ^(a) • NMSB ^(a) • CMSB ^(a) • MASB ^(a) • TSSB ^(a) • AKSB ^(a) • DBSB ^(a) • Indomurni ^(a) • Beduk Selatan ^(a) • Badai Maju ^(a) • BJSB ^(a) • TTSB ^(a) • Bagan Budiman ^(a) • SCSB ^(a) • ANSB ^(a) • NSSB ^(a) • NTSB ^(a) • CCSB ^(a) • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • UTES ^{(d) & (a)} • WRSB ^{(d) & (e)} • TPSB ^{(d) & (e)} • BBSB ^{(d) & (e)} • BSSB ^{(d) & (e)} • WBSB ^{(d) & (e)} • TMSB ^{(d) & (e)} • BMSB ^{(d) & (e)} • BUSB ^{(d) & (a)} • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • BGSM ^{(a), (d) & (e)} • MCB ^{(a), (d) & (e)} • BGSM Management ^{(a), (d) & (e)} • BGSM Equity ^{(e), (d) & (a)} • Mohd Din bin Merican ^(a)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected
3	<p>MGB Group including but without limitation to:</p> <p>(a) MSS (b) MBI</p>	<ul style="list-style-type: none"> • ARM • CCB 	<ul style="list-style-type: none"> • TAK • THO 	<ul style="list-style-type: none"> • HNSB ^(b) • UKSB ^(b) • ASSB ^(b) • DMSB ^(b) • NMSB ^(b) • CMSB ^(b) • MASB ^(b) • TSSB ^(b) • AKSB ^(b) • DBSB ^(b) • Indomurni ^(b) • Beduk Selatan ^(b) • Badai Maju ^(b) • BJSB ^(b) • TTSB ^(b) • Bagan Budiman ^(b) • SCSB ^(b) • ANSB ^(b) • NSSB ^(b) • NTSB ^(b) • CCSB ^(b) • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MA1 ^(d) • TEQSB ^(d) • WTSB ^(d) • BGSM ^{(b) & (d)} • MCB ^{(b) & (d)} • BGSM Management ^{(b) & (d)} • BGSM Equity ^{(b) & (d)} • UTES ^(d) • UTSB ^(d) • PSIL ^(d) • Excorp ^(d) • PanOcean ^(d) • WRSB ^(d) • TPSB ^(d) • BBSB ^(d) • BSSB ^(d) • WBSB ^(d) • TMSB ^(d) • BMSB ^(d) • BUSB ^(d) • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected
4.	UT Group including but without limitation to: (a) UTHSB (b) UTP (c) UTESSB (d) UTSBM (e) SRGAP	<ul style="list-style-type: none"> • ARM • CCB 	<ul style="list-style-type: none"> • UTSB • PSIL • Excorp • PanOcean • TAK • MSM 	<ul style="list-style-type: none"> • HNSB ^(a) • UKSB ^(e) • ASSB ^(a) • DMSB ^(a) • NMSB ^(a) • CMSB ^(a) • MASB ^(a) • TSSB ^(a) • AKSB ^(e) • DBSB ^(e) • Indomurni ^(a) • Beduk Selatan ^(a) • Badai Maju ^(e) • BJSB ^(a) • TTSB ^(a) • Bagan Budiman ^(a) • SCSB ^(a) • ANSB ^(e) • NSSB ^(e) • NTSB ^(a) • CCSB ^(a) • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • UTES ^{(d) & (e)} • BGSM ^{(a), (d) & (e)} • MCB ^{(a), (d) & (e)} • BGSM Management ^{(a), (d) & (e)} • BGSM Equity ^{(a), (d) & (e)} • WRSB ^{(d) & (e)} • TPSB ^{(d) & (a)} • BBSB ^{(d) & (a)} • BSSB ^{(d) & (e)} • WBSB ^{(d) & (e)} • TMSB ^{(d) & (e)} • BMSB ^{(d) & (e)} • BUSB ^{(d) & (e)} • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • Mohd Din bin Merican ^(a)
	(f) BAB Group	<ul style="list-style-type: none"> • CCB 	<ul style="list-style-type: none"> • UTSB • PSIL • Excorp • PanOcean • TAK 	
	(g) SLT (h) Mobitel	<ul style="list-style-type: none"> • CCB 	<ul style="list-style-type: none"> • UTSB • PSIL • Excorp • PanOcean • TAK 	

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected
5.	UMTS	<ul style="list-style-type: none"> • Dr. Fahad • ARM • CCB • NM • ML 	<ul style="list-style-type: none"> • UTSB • PSIL • Excorp • PanOcean • TAK • THO • Dato' Badri • MSM 	<ul style="list-style-type: none"> • HNSB ^{(a), (b) & (c)} • UKSB ^{(a), (b) & (c)} • ASSB ^{(a), (b) & (c)} • DMSB ^{(a), (b) & (c)} • NMSB ^{(a), (b) & (c)} • CMSB ^{(a), (b) & (c)} • MASB ^{(a), (b) & (c)} • TSSB ^{(a), (b) & (c)} • AKSB ^{(a), (b) & (c)} • DBSB ^{(a), (b) & (c)} • Indomurni ^{(a), (b) & (c)} • Beduk Selatan ^{(a), (b) & (c)} • Badai Maju ^{(a), (b) & (c)} • BJSB ^{(a), (b) & (c)} • TTSB ^{(a), (b) & (c)} • Bagan Budiman ^{(a), (b) & (c)} • SCSB ^{(a), (b) & (c)} • ANSB ^{(a), (b) & (c)} • NSSB ^{(a), (b) & (c)} • NTSB ^{(a), (b) & (c)} • CCSB ^{(a), (b) & (c)} • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • BGSM ^{(a), (b), (c), (d) & (e)} • MCB ^{(a), (b), (c), (d) & (e)} • BGSM Management ^{(a), (b), (c), (d) & (e)} • BGSM Equity ^{(a), (b), (c), (d) & (e)} • UTES ^{(d) & (e)} • WRSB ^{(d) & (e)} • TPSB ^{(d) & (e)} • BBSB ^{(d) & (e)} • BSSB ^{(d) & (e)} • WBSB ^{(d) & (e)} • TMSB ^{(d) & (e)} • BMSB ^{(d) & (e)} • BUSB ^{(d) & (e)} • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • Mohd Din bin Merican ^(a)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected
6.	<p>MCB Group including but without limitation to:</p> <p>(a) Aircel Limited (b) DWL</p>	<ul style="list-style-type: none"> • KRK • Dr. Fahad • Dr. Ibrahim • ARM • CCB 	<ul style="list-style-type: none"> • MCB • BGSM • UTES • UTSB • PSIL • Excorp • PanOcean • TAK • HNSB • THO • Dato' Badri • MSM • STCM • STCAT • STC • PIF 	<ul style="list-style-type: none"> • UKSB ^{(a), (b), (c) & (f)} • ASSB ^{(a), (b), (c) & (f)} • DMSB ^{(a), (b), (c) & (f)} • NMSB ^{(a), (b), (c) & (f)} • CMSB ^{(a), (b), (c) & (f)} • MASB ^{(a), (b), (c) & (f)} • TSSB ^{(a), (b), (c) & (f)} • AKSB ^{(a), (b), (c) & (f)} • DBSB ^{(a), (b), (c) & (f)} • Indomurni ^{(a), (b), (c) & (f)} • Beduk Selatan ^{(a), (b), (c) & (f)} • Badai Maju ^{(a), (b), (c) & (f)} • BJSB ^{(a), (b), (c) & (f)} • TTSSB ^{(a), (b), (c) & (f)} • Bagan Budiman ^{(a), (b), (c) & (f)} • SCSB ^{(a), (b), (c) & (f)} • ANSB ^{(a), (b), (c) & (f)} • NSSB ^{(a), (b), (c) & (f)} • NTSB ^{(a), (b), (c) & (f)} • CCSB ^{(a), (b), (c) & (f)} • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • WRSB ^{(d), (e) & (f)} • TPSB ^{(d), (e) & (f)} • BBSB ^{(d), (e) & (f)} • BSSB ^{(d), (e) & (f)} • WBSB ^{(d), (e) & (f)} • TMSB ^{(d), (e) & (f)} • BMSB ^{(d), (e) & (f)} • BUSB ^{(d), (e) & (f)} • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENY ^(d) • Mohd Din bin Merican ^(a) • BGSM Management ^{(a), (b), (c), (d), (e), (f), (g), (f) & (j)} • BGSM Equity ^{(a), (b), (c), (d), (e), (f), (g), (f) & (j)}
	<p>(c) Bridge Mobile</p>			
7.	<p>STC Group including but not without limitation to:</p> <p>(a) Cell C (b) KTC (c) AVEA (d) SEBIT (e) Viva</p>	<ul style="list-style-type: none"> • KRK • Dr. Fahad • Dr. Ibrahim 	<ul style="list-style-type: none"> • STC 	<ul style="list-style-type: none"> • STCM ^(g) • STCAT ^(g) • PIF ^(g)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected
8.	AXIS	<ul style="list-style-type: none"> • KRK • Dr. Fahad • CCB 	<ul style="list-style-type: none"> • MCB • BGSM • UTES • UTSB • PSIL • Excorp • PanOcean • TAK • HNSB • THO • Dato' Badri • MSM • STCM • STCAT • STC • PIF 	<ul style="list-style-type: none"> • UKSB ^{(a), (b), (c) & (i)} • ASSB ^{(a), (b), (c) & (i)} • DMSB ^{(a), (b), (c) & (i)} • NMSB ^{(a), (b), (c) & (i)} • CMSB ^{(a), (b), (c) & (i)} • MASB ^{(a), (b), (c) & (i)} • TSSB ^{(a), (b), (c) & (i)} • AKSB ^{(a), (b), (c) & (i)} • DBSB ^{(a), (b), (c) & (i)} • Indomurni ^{(a), (b), (c) & (i)} • Beduk Selatan ^{(a), (b), (c) & (i)} • Badai Maju ^{(a), (b), (c) & (i)} • BJSB ^{(a), (b), (c) & (i)} • TTSB ^{(a), (b), (c) & (i)} • Bagan Budiman ^{(a), (b), (c) & (i)} • SCSB ^{(a), (b), (c) & (i)} • ANSB ^{(a), (b), (c) & (i)} • NSSB ^{(a), (b), (c) & (i)} • NTSB ^{(a), (b), (c) & (i)} • CCSB ^{(a), (b), (c) & (i)} • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • WRSB ^{(d), (e) & (f)} • TPSB ^{(d), (e) & (f)} • BBSB ^{(d), (e) & (f)} • BSSB ^{(d), (e) & (f)} • WBSB ^{(d), (e) & (f)} • TMSB ^{(d), (e) & (f)} • BMSB ^{(d), (e) & (f)} • BUSB ^{(d), (e) & (f)} • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • Mohd Din bin Merican ^(a) • BGSM Management ^{(a), (b), (c), (d), (e), (f), (g), (i) & (j)} • BGSM Equity ^{(a), (b), (c), (d), (e), (f), (g), (i) & (j)}

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected
9.	MJS	-	TAK	<ul style="list-style-type: none"> • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • WRSB ^(d) • TPSB ^(d) • BBSB ^(d) • BSSB ^(d) • WBSB ^(d) • TMSB ^(d) • BMSB ^(d) • BUSB ^(d) • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • BGSM ^(d) • MCB ^(d) • BGSM Management ^(d) • BGSM Equity ^(d) • UTES ^(d) • UTSB ^(d) • PSIL ^(d) • Excorp ^(d) • PanOcean ^(d) • TMK ^(d)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected
10.	MLP	-	<ul style="list-style-type: none"> • TAK • MSM 	<ul style="list-style-type: none"> • HNSB ^(a) • UKSB ^(a) • ASSB ^(a) • DMSB ^(a) • NMSB ^(a) • CMSB ^(a) • MASB ^(a) • TSSB ^(a) • AKSB ^(a) • DBSB ^(a) • Indomurni ^(a) • Beduk Selatan ^(a) • Badai Maju ^(a) • BJSB ^(a) • TTSB ^(a) • Bagan Budiman ^(a) • SCSB ^(a) • ANSB ^(a) • NSSB ^(a) • NTSB ^(a) • CCSB ^(a) • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • BGSM ^{(a) & (d)} • MCB ^{(a) & (d)} • BGSM Management ^{(a) & (d)} • BGSM Equity ^{(a) & (d)} • UTES ^(d) • UTSB ^(d) • PSIL ^(d) • PanOcean ^(d) • Excorp ^(d) • WRSB ^(d) • TPSB ^(d) • BBSB ^(d) • BSSB ^(d) • WBSB ^(d) • TMSB ^(d) • BMSB ^(d) • BUSB ^(d) • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • Mohd Din bin Merican ^(a)
11.	<ul style="list-style-type: none"> • OCSB 	<ul style="list-style-type: none"> • Dato' Mokhzani 	-	<ul style="list-style-type: none"> • Datin Mastisa Hani Binti Mohamed ^(h)

Notes:

- * *The list may not be exhaustive. However as explained under Section 7 of this Circular, the interested Directors and interested Major Shareholders will undertake to ensure that Persons Connected to them will abstain from all deliberations and voting at the forthcoming EGM on the resolutions of the Proposed Mandate in which they have an interest.*
- (a) *A person connected to MSM.*
- (b) *A person connected to THO.*
- (c) *A person connected to Dato' Badri.*
- (d) *A person connected to TAK.*
- (e) *A person connected to UTSB, PSIL, Excorp and PanOcean.*
- (f) *A person connected to UTES.*
- (g) *A person connected to STC.*
- (h) *A person connected to Dato' Mokhzani.*
- (i) *A person connected to HNSB.*
- (j) *A person connected to MCB, BGSM, STCM, STCAT and PIF.*

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ADDITIONAL INFORMATION**1. Responsibility Statement**

This Circular has been seen and approved by our Directors who collectively and individually accept full responsibility for the accuracy of the information contained herein. Our Directors confirm that, after making all enquiries as were reasonable in the circumstances and to the best of their knowledge and belief, there is no other fact, the omission of which would make any statement herein misleading.

2. Written Consent and Declaration of Conflict of Interest

CIMB has prepared this Circular. However, CIMB was not involved in the formulation of nor did CIMB advise our Group on the terms of the Proposed Mandate. CIMB's role in the Proposed Mandate is merely to assist our Company in the preparation of this Circular.

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

3. Material Contracts

As at the LPD, neither our Company nor our subsidiaries have entered into any material contracts (not being contracts entered into in the ordinary course of business), within the 2 years immediately preceding the date of this Circular.

4. Material Litigation, Claims or Arbitration

As at the LPD, neither our Company nor our subsidiaries are involved in any material litigation, claims or arbitration, and our Company and our subsidiaries are not aware of any material litigation, claims or arbitration pending or threatened against our Company and our subsidiaries.

5. Documents Available for Inspection

Copies of the following documents are available for inspection at the registered office of our Company at Level 18, Menara Maxis, Kuala Lumpur City Centre, Off Jalan Ampang, 50088 Kuala Lumpur, Malaysia, between 9.00 a.m. to 5.30 p.m. on Monday to Friday (except public holidays) from the date of this Circular up to and including the date of our EGM:

- (a) Memorandum and Articles of Association of our Company;
- (b) Audited consolidated financial statements of our Company for the past 2 financial years ended 31 December 2012 and 31 December 2013; and
- (c) Letter of consent referred to in Section 2 of this Appendix.



(Company No.: 867573-A)
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Maxis Berhad (“Maxis” or “the Company”) will be held at the Ballroom 1, Level 3, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur on Wednesday, 7 May 2014 at 4.00 p.m. or immediately after the conclusion or adjournment (as the case may be) of the Fifth Annual General Meeting of the Company which will be held at the same venue and on the same day at 2.15 p.m. or any adjournment of the Extraordinary General Meeting, whichever is later, for the purpose of considering and, if thought fit, passing with or without modifications the following resolutions:

ORDINARY RESOLUTION 1

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Astro Holdings Sdn Bhd and/or its affiliates, including but not limited to Astro Digital 5 Sdn Bhd, MEASAT Broadcast Network Systems Sdn Bhd, Astro Radio Sdn Bhd, Astro Entertainment Sdn Bhd, Kristal-Astro Sdn Bhd and Getit Infoservices Private Limited

“**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Listing Requirements**”) for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Astro Holdings Sdn Bhd and/or its affiliates, including but not limited to Astro Digital 5 Sdn Bhd, MEASAT Broadcast Network Systems Sdn Bhd, Astro Radio Sdn Bhd, Astro Entertainment Sdn Bhd, Kristal-Astro Sdn Bhd and Getit Infoservices Private Limited as specified in Parts A and B of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution.”

ORDINARY RESOLUTION 2

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Tanjong Public Limited Company and/or its affiliates, including but not limited to Tanjong City Centre Property Management Sdn Bhd and TGV Cinemas Sdn Bhd

"**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Tanjong Public Limited Company and/or its affiliates, including but not limited to Tanjong City Centre Property Management Sdn Bhd and TGV Cinemas Sdn Bhd as specified in Parts A and B of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 3

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with MEASAT Global Berhad and/or its affiliates, including but not limited to MEASAT Satellite Systems Sdn Bhd and Measat Broadband (International) Ltd

"**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with MEASAT Global Berhad and/or its affiliates, including but not limited to MEASAT Satellite Systems Sdn Bhd and Measat Broadband (International) Ltd as specified in Part A of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 4

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Usaha Tegas Sdn Bhd and/or its affiliates, including but not limited to UT Hospitality Services Sdn Bhd, UT Projects Sdn Bhd, UT Energy Services Sdn Bhd, UTSB Management Sdn Bhd, SRG Asia Pacific Sdn Bhd, Bumi Armada Berhad, Mobitel (Private) Limited and Sri Lanka Telecom PLC

"**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Usaha Tegas Sdn Bhd and/or its affiliates, including but not limited to UT Hospitality Services Sdn Bhd, UT Projects Sdn Bhd, UT Energy Services Sdn Bhd, UTSB Management Sdn Bhd, SRG Asia Pacific Sdn Bhd, Bumi Armada Berhad, Mobitel (Private) Limited and Sri Lanka Telecom PLC as specified in Parts A and B of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 5

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with UMTS (Malaysia) Sdn Bhd

"**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with UMTS (Malaysia) Sdn Bhd as specified in Part A of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the party with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 6

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Maxis Communications Berhad and/or its affiliates, including but not limited to Dishnet Wireless Limited, Aircel Limited and Bridge Mobile Pte Ltd

"**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Maxis Communications Berhad and/or its affiliates, including but not limited to Dishnet Wireless Limited, Aircel Limited and Bridge Mobile Pte Ltd as specified in Part A of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution.”

ORDINARY RESOLUTION 7

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Saudi Telecom Company and/or its affiliates, including but not limited to Cell C (Pty) Ltd, Kuwait Telecom Company, AVEA İletişim Hizmetleri A.Ş., SEBIT Eğitim ve Bilgi Teknolojileri Anonim Şirketi and Viva Bahrain BSC (C)

“**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Saudi Telecom Company and/or its affiliates, including but not limited to Cell C (Pty) Ltd, Kuwait Telecom Company, AVEA İletişim Hizmetleri A.Ş., SEBIT Eğitim ve Bilgi Teknolojileri Anonim Şirketi and Viva Bahrain BSC (C) as specified in Part A of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution.”

ORDINARY RESOLUTION 8

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with PT AXIS Telekom Indonesia

“**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with PT AXIS Telekom Indonesia as specified in Part A of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the party with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 9

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Malaysian Jet Services Sdn Bhd

"**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Malaysian Jet Services Sdn Bhd as specified in Part A of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the party with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 10

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Malaysian Landed Property Sdn Bhd

"**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Malaysian Landed Property Sdn Bhd as specified in Part A of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the party with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 11

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with OPCOM Cables Sdn Bhd

"**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with OPCOM Cables Sdn Bhd as specified in Part A of Appendix I of the Company's Circular to shareholders dated 9 April 2014, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the party with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (b) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

BY ORDER OF THE BOARD

Dipak Kaur
Company Secretary
(LS5204)

9 April 2014

Notes:

1. *A member of the Company entitled to attend and vote at this meeting is entitled to appoint not more than two proxies to attend and vote for him/her except in the circumstances set out in Notes 2 and 3. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of a proxy and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*
2. *Where a member of the Company is also a substantial shareholder (within the meaning of the Companies Act, 1965) per the Record of Depositors, such member shall be entitled to appoint up to (but not more than) five proxies. For an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
3. *Where a member of the Company is an authorised nominee, it may appoint at least one proxy in respect of each securities account it holds to which ordinary shares in the Company are credited. Each appointment of proxy by an authorised nominee may be made separately or in one instrument of proxy and shall specify the securities account number and the name of the beneficial owner for whom the authorised nominee is acting.*
4. *The instrument appointing a proxy shall:*
 - (i) *in the case of an individual, be signed by the appointor or by his/her attorney; and*
 - (ii) *in the case of a corporation, be either under its common seal or under the hands of its duly authorised attorney or officer on behalf of the corporation.*
5. *Where a member appoints more than one proxy the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.*
6. *The instrument appointing a proxy must be deposited at the office of our Company's Share Registrar, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor, Malaysia not less than 48 hours before the time appointed for holding the meeting or adjourned meeting or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; otherwise the instrument of proxy shall not be treated as valid and the person so named shall not be entitled to vote in respect thereof. Fax copies of the duly executed form of proxy are not acceptable.*
7. *A proxy may vote on a show of hands and on a poll. If the form of proxy is returned without an indication as to how the proxy shall vote on any particular matter the proxy may exercise his discretion as to whether to vote on such matter and if so, how.*
8. *A proxy appointed to attend and vote at the meeting shall have the same rights as the member to speak at the meeting.*
9. *The lodging of a form of proxy does not preclude a member from attending and voting in person at the meeting should the member subsequently decide to do so.*

MEMBERS ENTITLED TO ATTEND

For purposes of determining the entitlement of a member to attend the Extraordinary General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Article 81(b) of the Company's Articles of Association and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 30 April 2014. Only a depositor whose name appears on the General Meeting Record of Depositors as at 30 April 2014 shall be entitled to attend the said meeting or appoint a proxy(ies) to attend and/or vote on such depositor's behalf.

TOLL-FREE LINE AND EMAIL ADDRESS

A toll-free line and an email account have been set-up to attend to all queries from shareholders pertaining to the Form of Proxy and all other matters relating to this forthcoming Extraordinary General Meeting. The toll-free number is 1800 828 001 and the email address is agm2014@maxis.com.my. These will be valid from 9 April 2014 to 8 May 2014.



MAXIS BERHAD

(Company No.: 867573-A)

(Incorporated in Malaysia under the Companies Act, 1965)

FORM OF PROXY

I/ We *NRIC (new and old)/*Passport /*Company No
 (FULL NAME OF A MEMBER IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT/*CERTIFICATE OF INCORPORATION) (COMPULSORY)

of
 (ADDRESS)

telephone no. being a member of Maxis Berhad (the "Company"), hereby appoint

..... *NRIC No/*Passport No
 (FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of
 (ADDRESS)

and/or..... *NRIC No/*Passport No
 (FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of
 (ADDRESS)

Only in the case of a member who is a substantial shareholder / exempt authorised nominee

and/or *NRIC No/*Passport No
 (FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of
 (ADDRESS)

and/or..... *NRIC No/*Passport No
 (FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of
 (ADDRESS)

and/or..... *NRIC No/*Passport No
 (FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of
 (ADDRESS)

or failing *him/*her, THE CHAIRMAN OF THE MEETING as *my/*our *proxy/*proxies to vote for *me/*us and on *my/*our behalf at the Extraordinary General Meeting of the Company to be held at the Ballroom 1, Level 3, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur on Wednesday, 7 May 2014 at 4.00 p.m or at any adjournment thereof. *I/*We indicate with an "✓" or "x" in the spaces below how *I/*we wish *my/*our vote to be cast:

Agenda	For	Against
Ordinary Resolution 1		
Ordinary Resolution 2		
Ordinary Resolution 3		
Ordinary Resolution 4		
Ordinary Resolution 5		
Ordinary Resolution 6		
Ordinary Resolution 7		
Ordinary Resolution 8		
Ordinary Resolution 9		
Ordinary Resolution 10		
Ordinary Resolution 11		

Subject to the abovestated voting instructions, *my/*our proxy may vote or abstain from voting on any resolution as *he/*she/*they may think fit.

If appointment of proxy is under hand Signed by *individual member/ *officer or attorney of member/ *authorised nominee of (beneficial owner)	No of shares held : Securities Account No: (CDS Account No) (COMPULSORY) Date :	The proportions of *my/*our holding to be represented by *my/*our proxies are as follows: First Proxy No. of Shares : Percentage :%
If appointment of proxy is under seal The Common Seal of was hereto affixed in accordance with its Articles of Association in the presence of :- Director *Director/*Secretary in its capacity as *member/ *attorney of member/ *authorised nominee of (beneficial owner)	Seal No of shares held : Securities Account No: (CDS Account No) (COMPULSORY) Date :	Second Proxy No. of Shares : Percentage :%

Only in the case of a member who is a substantial shareholder/exempt authorised nominee The proportions of *my/*our holding to be represented by *my/*our proxies are as follows: Third Proxy No. of Shares : Percentage :% Fourth Proxy No. of Shares : Percentage :% Fifth Proxy No. of Shares : Percentage :%
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MEMBERS ENTITLED TO ATTEND

For purposes of determining the entitlement of a member to attend the Extraordinary General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Article 81(b) of the Company's Articles of Association and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 30 April 2014. Only a depositor whose name appears on the General Meeting Record of Depositors as at 30 April 2014 shall be entitled to attend the said meeting or appoint a proxy(ies) to attend and/or vote on such depositor's behalf.

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* delete if inappropriate

Notes to form of proxy:

1. A member of the Company entitled to attend and vote at this meeting is entitled to appoint not more than two proxies to attend and vote for him/her except in the circumstances set out in Notes 2 and 3. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of a proxy and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
2. Where a member of the Company is also a substantial shareholder (within the meaning of the Companies Act, 1965) per the Record of Depositors, such member shall be entitled to appoint up to (but not more than) five proxies. For an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
3. Where a member of the Company is an authorised nominee, it may appoint at least one proxy in respect of each securities account it holds to which ordinary shares in the Company are credited. Each appointment of proxy by an authorised nominee may be made separately or in one instrument of proxy and shall specify the securities account number and the name of the beneficial owner for whom the authorised nominee is acting.
4. The instrument appointing a proxy shall:
 - (i) in the case of an individual, be signed by the appointor or by his/her attorney; and
 - (ii) in the case of a corporation, be either under its common seal or under the hands of its duly authorised attorney or officer on behalf of the corporation.
5. Where a member appoints more than one proxy the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
6. The instrument appointing a proxy must be deposited at the office of our Company's Share Registrar, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor, Malaysia not less than 48 hours before the time appointed for holding the meeting or adjourned meeting or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; otherwise the instrument of proxy shall not be treated as valid and the person so named shall not be entitled to vote in respect thereof. Fax copies of the duly executed form of proxy are not acceptable.
7. A proxy may vote on a show of hands and on a poll. If the form of proxy is returned without an indication as to how the proxy shall vote on any particular matter the proxy may exercise his discretion as to whether to vote on such matter and if so, how.
8. A proxy appointed to attend and vote at the meeting shall have the same rights as the member to speak at the meeting.
9. The lodging of a form of proxy does not preclude a member from attending and voting in person at the meeting should the member subsequently decide to do so.

Fold this flap for sealing

Then fold here



AFFIX
STAMP

Maxis Berhad
c/o Symphony Share Registrars Sdn Bhd 378993-D
Level 6, Symphony House
Block D13, Pusat Dagangan Dana 1
Jalan PJU 1A/46
47301 Petaling Jaya, Selangor
Malaysia

1st fold here