celcomdigi

CELCOMDIGI BERHAD (formerly known as Digi.Com Berhad)

Company no. 199701009694 (425190-X) (Incorporated in Malaysia)

Date: 24 May 2023

Subject: INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

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(formerly known as Digi.Com Berhad) Company no. 199701009694 (425190-X) (Incorporated in Malaysia)

INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	INDIVIDUAL QUARTER ENDED 31 MAR 2023 RM'000	QUARTER QUARTER ENDED 31 MAR 2022 RM'000	CUMULATIV PERIOD ENDED 31 MAR 2023 RM'000	E QUARTER PERIOD ENDED 31 MAR 2022 RM'000
Revenue	3,180,297	1,521,716	3,180,297	1,521,716
Other income	21,779	8,299	21,779	8,299
Net gain/(loss) on foreign exchange and fair value movement of foreign	45.000	(052)	45.000	(050)
currency forward contracts	15,963	(853)	15,963	(853)
Depreciation, amortisation and impairment	(916,415)	(297,393)	(916,415)	(297,393)
Other expenses ¹	(1,706,620)	(787,977)	(1,706,620)	(787,977)
Net loss on fixed assets written-off and disposed	(990)	(14,597)	(990)	(14,597)
Gain on termination of right-of-use assets	-	301	-	301
Finance costs	(161,726)	(61,548)	(161,726)	(61,548)
Interest income	20,536	6,436	20,536	6,436
Share of profit of an				
associate	7,476		7,476	
Profit before tax and zakat	460,300	374,384	460,300	374,384
Taxation and zakat	(139,500)	(138,235)	(139,500)	(138,235)
Profit for the period	320,800	236,149	320,800	236,149
Other comprehensive income, net of tax Item that may be reclassified to profit or loss in subsequent periods				
Foreign currency translation differences	(464)		(464)	
Total comprehensive income for the period, net of tax	320,336	236,149	320,336	236,149

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME - CONT'D

	INDIVIDUAL	_ QUARTER	CUMULATIV	E QUARTER
	QUARTER ENDED	QUARTER ENDED	PERIOD ENDED	PERIOD ENDED
	31 MAR 2023	31 MAR 2022	31 MAR 2023	31 MAR 2022
Profit for the period, attributable to:				
- Owners of the Company	317,921	236,149	317,921	236,149
- Non-controlling interests	2,879		2,879	
	320,800	236,149	320,800	236,149
Total comprehensive income for the period, attributable to: - Owners of the Company - Non-controlling interests	317,457 2,879 320,336	236,149 - 236,149	317,457 2,879 320,336	236,149
Earnings per share attributable to owners of the Company (sen per share):				
- Basic	2.71	3.04	2.71	3.04
- Diluted ²	NA	<u>NA</u>	NA	NA

Note: 1 Included in other expenses are stamp duty, professional and legal expenses in relation to the acquisition of Celcom Berhad (formerly known as Celcom Axiata Berhad) of nil for Q1 2023 (Q1 2022: RM3 million).

Note: NA denotes "Not Applicable"

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Notes to the Interim Financial Report on pages 9 to 13)

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	UNAUDITED AS AT 31 MAR 2023 RM'000	AUDITED AS AT 31 DEC 2022 RM'000
Non-current assets		
Property, plant and equipment	5,983,082	6,408,848
Intangible assets	18,663,621	18,694,727
Right-of-use assets	6,982,330	7,253,141
Investment in an associate	147,419	139,943
Other investments	78	78
Trade and other receivables	646,715	642,760
Contract costs	116,373	112,102
Contract assets	92,249	73,470
Derivative financial assets	61,797	43,342
Deferred tax assets	121,092	116,080
	32,814,756	33,484,491
Current assets		
Inventories	257,645	164,358
Trade and other receivables	2,425,069	2,424,002
Contract assets	189,183	148,325
Other investments	23	22
Tax recoverable	88,839	97,241
Cash and short-term deposits	965,479	1,220,798
·	3,926,238	4,054,746
TOTAL ASSETS	36,740,994	37,539,237
Non-current liabilities		
Loans and borrowings	10,598,553	10,747,919
Derivative financial liabilities	-	2,024
Deferred tax liabilities	1,641,972	1,730,623
Contract liabilities	175	15,298
Other liabilities	394,010	371,512
	12,634,710	12,867,376

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION - CONT'D

	UNAUDITED AS AT 31 MAR 2023 RM'000	AUDITED AS AT 31 DEC 2022 RM'000
Current liabilities		
Trade and other payables	3,484,409	3,521,961
Contract liabilities	602,920	571,314
Derivative financial liabilities	2,772	640
Loans and borrowings	3,581,398	4,139,288
Tax payable	165,417	124,221
	7,836,916	8,357,424
Total liabilities	20,471,626	21,224,800
Equity		
Share capital	16,595,687	16,595,687
Foreign currency translation reserve	(361)	103
Accumulated losses	(429,853)	(384,097)
Total equity - attributable to owners of the Company	16,165,473	16,211,693
Non-controlling interests ("NCI")	103,895	102,744
Total equity	16,269,368	16,314,437
TOTAL EQUITY AND LIABILITIES	36,740,994	37,539,237
Net assets per share (RM)	1.39	1.39

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Notes to the Interim Financial Report on pages 9 to 13)

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share capital RM'000	Foreign currency translation reserve RM'000	Accumulated losses RM'000	Total RM'000	NCI RM'000	Total RM'000
At 31 December 2022/ 1 January 2023	16,595,687	103	(384,097) 1	16,211,693	102,744	16,314,437
Profit for the period	-	-	317,921	317,921	2,879	320,800
Other comprehensive income: - Currency translation differences of a subsidiary Transaction with owners:	-	(464)	-	(464)	-	(464)
- Dividend for the financial year ended 31 December 2022 - fourth interim dividend	-	-	(363,677)	(363,677)	(1,728)	(365,405)
At 31 March 2023	16,595,687	(361)	(429,853)	16,165,473	103,895	16,269,368

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY - CONT'D

	Share capital RM'000	Foreign currency translation reserve RM'000	Accumulated losses RM'000	Total RM'000	NCI RM'000	Total RM'000
At 31 December 2021/						
1 January 2022	769,655	-	(136,844) ¹	632,811	-	632,811
Total comprehensive income	-	-	236,149	236,149	-	236,149
Transaction with owners:						
 Dividend for the financial year ended 31 December 2021 fourth interim dividend 	-	-	(303,225)	(303,225)	-	(303,225)
At 31 March 2022	769,655		(203,920)	565,735		565,735

Note: Included a historical deficit as a result of the Group's capital management initiatives carried out in the financial year ended 31 December 2012. The Company received dividends from one of its subsidiaries in the form of bonus issue of redeemable preference shares and capital repayment amounting to RM509 million and RM495 million respectively. The Company had declared part of these as special dividends to its shareholders. The deficit arose from the elimination of these intra-group dividends at Group level.

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Notes to the Interim Financial Report on pages 9 to 13)

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	PERIOD ENDED 31 MAR 2023 RM'000	PERIOD ENDED 31 MAR 2022 RM'000
Cash flows from operating activities		
Profit before tax	460,300	374,384
Adjustments for:		
Non-cash items	927,044	344,497
Finance costs	161,726	61,548
Interest income	(20,536)	(6,436)
Operating cash flow before working capital changes	1,528,534	773,993
Changes in working capital:		
Net change in inventories	(90,423)	(15,640)
Net change trade and other receivables	(396,766)	(103,652)
Net change in contract assets	16,899	5,248
Net change in contract costs	(21,332)	(20,258)
Net change in trade and other payables	43,898	(63,884)
Net change in contract liabilities	16,483	(20,624)
Cash generated from operations	1,097,293	555,183
Interest paid	(157,916)	(40,365)
Government grant received	294,439	20,853
Defined benefit paid	(44)	(10)
Taxes paid (net of refund)	(174,639)	(87,831)
Net cash flows from operating activities	1,059,133	447,830
Cash flows from investing activities		
Purchase of property, plant and equipment and		
intangible assets	(106,400)	(83,231)
Interest received	7,204	1,365
Prepayment for spectrum assignment	-	(11,760)
Proceeds from disposal of property, plant and equipment	349	716
Net cash flows used in investing activities	(98,847)	(92,910)
Cash flows from financing activities		
Drawdowns of loans and borrowings	18,888	150,000
Repayments of loans and borrowings	(871,413)	(224,641)
Dividends paid	(363,677)	(303,225)
Net cash flows used in financing activities	(1,216,202)	(377,866)

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS - CONT'D

	PERIOD ENDED 31 MAR 2023 RM'000	PERIOD ENDED 31 MAR 2022 RM'000
Net decrease in cash and cash equivalents	(255,916)	(22,946)
Effect of exchange rate changes on cash and cash equivalents Net increase in restricted cash ¹	597 (1,902)	124 -
Cash and cash equivalents at beginning of financial period	1,218,292	204,527
Cash and cash equivalents at end of financial period	961,071	181,705
Deposits, cash and bank balances Less:	965,479	181,705
Restricted cash ¹	(4,408)	-
Total cash and cash equivalents at end of financial period	961,071	181,705

Note: The restricted cash relates to deposits with licensed banks pledged as security for banking facilities granted to one of the subsidiaries

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Notes to the Interim Financial Report on pages 9 to 13)

Sensitivity: Open

(formerly known as Digi.Com Berhad) Company no. 199701009694 (425190-X) (Incorporated in Malaysia)

INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

NOTES TO THE INTERIM FINANCIAL REPORT

A1. Basis of Preparation

The interim financial report is unaudited and has been prepared in compliance with MFRS 134: Interim Financial Reporting.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2022.

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the most recent audited financial statements for the financial year ended 31 December 2022 except for the newly-issued Malaysian Financial Reporting Standards ("MFRS") and amendments to standards to be applied by all Entities Other Than Private Entities for the financial periods beginning on 1 January 2023:

MFRS 17 Insurance Contracts

Amendments to MFRS 17 Insurance Contracts — Initial Application of MFRS 17 and MFRS 9 —

Comparative Information

Amendments to MFRS 101 Disclosure of Accounting Policies

Amendments to MFRS 108 Definition of Accounting Estimates

Amendments to MFRS 112 Deferred Tax related to Assets and Liabilities arising from a Single

Transaction

The adoption of the above did not have any significant effects on the interim financial report upon their initial application.

A2. Seasonality or Cyclicality of Interim Operations

The operations of the Group were not significantly affected by any seasonal and cyclical factors.

A3. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

Other than as disclosed in Notes A5, there was no other unusual item affecting assets, liabilities, equity, net income or cash flows due to their nature, size or incidence for the financial period ended 31 March 2023.

Sensitivity: Open

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

NOTES TO THE INTERIM FINANCIAL REPORT - CONT'D

A4. Material Changes in Estimates

There were no material changes in estimates of amounts reported in the prior financial years that have a material effect for the financial period ended 31 March 2023.

A5. Debts and Equity Securities

There were no issuance, repurchase and repayment of debt and equity securities for the current quarter and financial period ended 31 March 2023, other than as disclosed below:

(i) Floating-rate term financing-I ("FRTF-I"), Floating-Rate Term Loan ("FRTL"), Floating-Rate Revolving Credit-i ("FRRC-I"), Floating-Rate Revolving Credit ("FRRC"), fixed-rate term loan and Banker's Acceptance

For the financial period ended 31 March 2023, the Group made:

- drawdown of Banker's Acceptance amounting to RM0.97 million in January 2023
- drawdown of FRRC amounting to RM5.6 million in January 2023
- repayment of FRRC-i amounting to RM450.0 million in January 2023
- repayment of Banker's Acceptance amounting to RM0.50 million in January 2023
- repayment of FRTL amounting to RM0.01 million in January 2023
- repayment of fixed-rate term loan amounting to RM0.02 million in January 2023
- drawdown of Banker's Acceptance amounting to RM0.97 million in February 2023
- drawdown of FRRC amounting to RM5.3 million in February 2023
- repayment of FRTL amounting to RM0.01 million in February 2023
- repayment of fixed-rate term loan amounting to RM0.02 million in February 2023
- repayment of FRRC amounting to RM5.3 million in February 2023
- drawdown of FRRC amounting to RM5.1 million in March 2023
- drawdown of Banker's Acceptance amounting to RM0.96 million in March 2023
- repayment of FRTF-i amounting to RM75.0 million in March 2023
- repayment of FRTL amounting to RM62.5 million in March 2023
- repayment of Banker's Acceptance amounting to RM0.50 million in March 2023
- repayment of FRTL amounting to RM0.01 million in March 2023
- repayment of fixed-rate term loan amounting to RM0.02 million in March 2023
- repayment of FRRC amounting to RM10.7 million in March 2023

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

NOTES TO THE INTERIM FINANCIAL REPORT - CONT'D

A6. Dividend Paid

The fourth interim tax exempt (single-tier) dividend of 3.1 sen per ordinary share amounting to RM363.7 million in respect of the financial year ended 31 December 2022 was paid on 29 March 2023.

A7. Segment Information

Segmental information is not presented as the Group is primarily engaged in the provision of mobile communication services and its related products in Malaysia.

A8. Material Events During and Subsequent to the Current Quarter

There were no material events during and subsequent to the current quarter up to the date of this report, other than as disclosed in Notes B7.

A9. Changes in the Composition of the Group

There were no material changes in the composition of the Group for the financial period ended 31 March 2023 including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings and discontinuing operations.

A10. Changes in Contingent Liabilities and Contingent Assets

There were no material changes in contingent liabilities or contingent assets arising since the last audited financial statements for the financial year ended 31 December 2022.

A11. Capital Commitments

Capital commitments of the Group in respect of property, plant and equipment and intangible assets not provided for as of 31 March 2023 are as follows:

RM'000
Approved and contracted for 767,898

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

NOTES TO THE INTERIM FINANCIAL REPORT - CONT'D

A12. Related Party Transactions

Related party transactions ("RPT") entered into by the Group were carried out in the normal course of business and on agreed commercial terms with the related parties. Listed below are the significant transactions with related parties of the Group during the current financial period:

Transactions for the financial period ended 31 MAR 2023 RM'000

Sale of goods and services:

Related	comp	anies:
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Bandwidth leasing	3,137
Cloud based software infrastructure services	13,105
Commission fees on content related services	7,388
Domestic interconnect and roaming revenue	7,095
International interconnect and roaming services	5,712
International SMS revenue	2,139
IT related services	486
Mobile virtual network operator related revenue	1,625
Provision of telecommunication services	2,967
Site infrastructure lease income	3,794
Disposal of scrap	671

Joint venture company:

Mobile virtual network operator related revenue 51,517

Sensitivity: Open

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

NOTES TO THE INTERIM FINANCIAL REPORT - CONT'D

A12. Related Party Transactions (Cont'd)

Transactions for the financial period ended 31 MAR 2023 RM'000

Purchase of goods and services:

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Related companies:	
Cloud based software infrastructure services	(1,628)
International interconnect and roaming services	(7,282)
Leased line/ Bandwidth leasing	(80,323)
Business Security cost	(1,607)
Business service costs	(81)
Managed Services including marketing and collection related services	(4,220)
Commission fees on content related services	(631)
Domestic interconnect and roaming expense	(2,140)
Global connectivity services	(637)
IT related services	(1,923)
License and trademarks	(4,498)
Personnel services payable and professional service	(432)
Services rendered on Enterprise Resource Planning ("ERP")	
and enterprise applications	(840)
Site Operating Charges /Infrastructure leasing and related services	(208,720)
Provision of 5G services	(1,248)
Mobile virtual network operator related revenue	(704)
Managed services	(3,841)

Balances as at 31 MAR 2023 RM'000

Receivables from related parties	35,204
Payables to related parties	(113,145)
Payable to a joint venture	(51,710)
Payable to an associate	(352)

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B)

B1. Review of Performance

(RM mil unless otherwise indicated)	Q1 2023	Q4 2022	Q1 2022	Variance Q1 2023 vs Q4 2022		Varia	ance
(RM IIII unless otherwise indicated)						Q1 2023 vs Q1 2022	
					%		%
Revenue	3,180	2,181	1,522	999	<i>4</i> 5.8	1,659	>100
PBT	460	102	374	358	>100	86	22.9
PAT	321	43	236	278	>100	85	35.8

The results of the Group for Q1 2023 includes the full quarter's results of Celcom Berhad Group (formerly known as Celcom Axiata Berhad Group) ("Celcom") which became a subsdiary of the Group on 1 December 2022. The Group's results for Q1 2023 are not on a comparable basis to those of Q4 2022 and Q1 2022 which only included 1 month's or nil contribution of Celcom's results respectively, and both comparative quarters were impacted by significant merger transaction costs and accounting alignment adjustments pursuant to the merger.

For a meaningful analysis of the underlying business performance of the Group, the financial analysis below has been prepared on a comparable basis where the comparative periods have been adjusted to include the effects of the merger as if the merger had been effective since 1 January 2022 and exclude the associated transaction costs and accounting alignment adjustments:

(DM mil umlana athemuica indicated)	Q1 2023	Q4 2022	Q1 2022	Variance		Variance	
(RM mil unless otherwise indicated)		(Compara	ble basis ¹)	Q1 2023 v	s Q4 2022	Q1 2023 vs Q1 2022	
Financial indicator					%		%
Revenue	3,180	3,306	3,050	(126)	(3.8)	130	4.3
Service Revenue	2,670	2,691	2,646	(21)	(0.8)	24	0.9
Total Cost	(1,669)	(1,750)	(1,589)	81	(4.6)	(80)	5.0
EBITDA	1,511	1,556	1,461	(45)	(2.9)	50	3.4
EBITDA %	47.5	47.1	47.9		0.4		(0.4)
PBT	460	628	716	(168)	(26.8)	(256)	(35.8)
PAT	321	422	499	(101)	(23.9)	(178)	(35.7)
Operational indicator			'000	%	'000	%	
Total subscribers ('000)	20,292	20,086	19,698	206	1.0	594	3.0
Blended ARPU (RM)	42	42	42				

¹ The comparable basis results includes contribution from Celcom's results as if the merger was completed on 1 January 2022 and after excluding merger transaction costs and accounting alignment adjustments

(a) Comparison against preceding quarter (QoQ: Q1 2023 vs Q4 2022)

The Group added 206,000 subscribers in Q1 2023 leading to a bigger base of 20.3 million at a stable blended ARPU of RM42. The total revenue of RM3,180 million was lower by 3.8% or RM126 million, following the seasonal high usage over the year-end festivities and aggressive year-end device sales of newly launched smartphones in Q4 2022.

The home and fibre revenue contributed a growth of RM3 million to the total service revenue of RM2,670 million in Q1 2023 driven by the launch of CelcomDigi Fibre, the first ever CelcomDigi branded plans to hit the market during the quarter. Total service revenue declined by 0.8% or RM21 million from seasonal and interconnect rate reduction impacts on prepaid revenue (-RM11 million) and postpaid revenue (-RM7 million) and lower revenue contributions from wholesale partners (-RM6 million).

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B) - CONT'D

B1. Review of Performance (Cont'd)

(a) Comparison against preceding quarter (QoQ: Q1 2023 vs Q4 2022) (Cont'd)

Total cost for Q1 2023 was 4.6% lower at RM1,669 million in line with less device sales, lower traffic cost from the interconnect rate reduction, lower management services costs and improved collections and doubtful debts management which offset the increases in network and IT costs to cater to traffic growths and planned marketing and advertising costs. Accordingly, EBITDA declined by 2.9% (-RM45 million) to RM1,511 million.

Q1 2023 PBT at RM460 million declined by 26.8%, impacted by accelerated depreciation from revision in assets useful life and site rationalisation. As a result, the PAT declined by 23.9% (-RM101 million) from RM422 million to RM321 million.

(b) Comparison against corresponding quarter of preceding year (YoY: Q1 2023 vs Q1 2022)

The Group's total revenue for Q1 2023 was 4.3% or RM130 million higher on the back of higher device sales of newly launched smartphone models, as well as in tandem with the enlarged total subscriber base which grew by 594,000 or 3.0% while blended ARPU remained stable at RM42.

Service revenue grew 0.9% or RM24 million to RM2,670 million in Q1 2023 from improvement across all core segments, except wholesale and other service impacted by lower contributions from wholesale partners. Postpaid and Home and Fibre revenue grew from higher subscription, smart bundle offerings and attractive high-speed internet proposition. Prepaid revenue growth was fueled by strong data usage and higher subscriber base by 420,000 subscribers driven by the influx of migrants to Malaysia.

Total cost was higher by 5% or -RM80 million for Q1 2023 with higher cost of sales in line with the higher device sales, whilst operating expenses was lower from prudent spending, improved collections and doubtful debts management and lower management services costs.

Accordingly, EBITDA for Q1 2023 increased by 3.4% or RM50 million while the PBT and PAT were both lower by 35.8% and 35.7% respectively, after taking in the impact of accelerated depreciation from revision in assets useful life and sites rationalisation.

B2. Explanatory Comments on Any Material Change in the Profit Before Tax for the Quarter Reported on as Compared with the Immediate Preceding Quarter

Material changes in the Group's Profit Before Tax for the current quarter compared to the immediate preceding quarter is provided in Note B1.

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INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER AND FINANCIAL PERIOD ENDED 31 MARCH 2023

ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B) -CONT'D

B3. Prospects For The Financial Year Ending 31 December 2023

Today, CelcomDigi Berhad stands on a solid footing to better serve our customers and meet the rapidly increasing data demand with our stronger combined network, a wider ecosystem of retail touchpoints, and a clear focus on delivering excellent customer experiences. Our main priority this year is to accelerate the integration activities and drive operational excellence transformation across the company to realise synergies, while driving 5G leadership in supporting the national digitalisation agenda.

On macro developments, Malaysia's economy is expected to improve as reflected in the projected Gross Domestic Product (GDP) growth of 4% to 5% this year by Bank Negara Malaysia. CelcomDigi Berhad is well positioned to leverage on this prospective driven by rising consumer spending and tourist arrivals, increased business investments, and comprehensive government initiatives to promote nationwide digital adoption. The Malaysian Government has recently announced its decision to implement 5G via dual network model once 80% 5G coverage of populated areas has been achieved by Digital Nasional Berhad. CelcomDigi Berhad welcomes this decision and will play an active and direct role in the country's 5G implementation, while ensuring smooth transition to dual network model with all industry partners and regulatory bodies.

Barring any unforeseen circumstances, we are optimistic to deliver on our strategic priorities for the year, underpinned by precise execution to continuously strengthen core revenue and grow new segments, achieving targeted synergies and scale efficiency. We remain committed to our promise of strengthening shareholder returns with a minimum dividend payout ratio of 80% backed by our strong balance sheet and efficient capital allocation approach. Our 2023 Guidance is reaffirmed on positive outlook as summarised below:

Drivers	2023 Guidance
Service Revenue Growth	Maintaining growth momentum
EBITDA Growth	Flat to low single increase
CAPEX-to-Total Sales Ratio	15% to 18%

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B) - CONT'D

B4. Explanatory Notes for Variance of Actual Profit from Forecast Profit/Profit Guarantee Not applicable.

B5. Revenue

Disaggregation of revenue from contracts with customers

In the following table, revenue is disaggregated by major products or service lines (which also represent our defined performance obligations).

	Note	PERIOD ENDED 31 MAR 2023 RM'000	PERIOD ENDED 31 MAR 2022 RM'000
Major products/service lines			
Telecommunication revenue	(a)	2,669,718	1,308,182
Sales of devices	(b)	456,872	190,276
Lease income	(c)	22,137	22,746
Other revenue	(d)	31,570	512
		3,180,297	1,521,716

Timing of revenue recognition for respective major products/service lines represented by:

- (a) Services transferred over time
- (b) Devices transferred at a point in time
- (c) Lease income accounted for on a straight-line basis over the lease term
- (d) Cybersecurity, networking, information and communication solutions and other services

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B6. Taxation

The Group's taxation charge for the current quarter and financial period ended 31 March 2023 respectively were made up as follows:

	Individual quarter	Cumulative quarter
	Quarter ended	Period ended
	31 MAR 2023	31 MAR 2023
	RM'000	RM'000
Income tax:		
- Current tax expense	(201,190)	(201,190)
- Under-provision in prior years	(23,047)	(23,047)
Deferred tax: - Net origination and reversal of timing differences - Under-provision of deferred tax liabilities	84,737	84,737
in prior years	-	-
Zakat	-	-
Total	(139,500)	(139,500)

The Group's effective tax rate ("ETR") for both the current quarter and financial year to date ended 31 March 2023 is 30.3%, which is above the statutory tax rate of 24.0% due to certain expenses which are not deductible for tax purposes and adjustment on under-provision of current tax liabilities in prior years.

B7. Status of Corporate Proposals

There were no corporate proposals announced but not completed in the interval from the date of the last report and the date of this announcement, other than:

Proposed Subscription of Shares in Digital Nasional Berhad ("DNB")

On 7 October 2022, Digi Telecommunications Sdn. Bhd. ("DigiTel") and Celcom Mobile Sdn Bhd ("Celcom Mobile"), wholly-owned subsidiaries of the Company, had respectively entered into a conditional share subscription agreement with DNB for the Proposed Subscription ("SSA").

Both DigiTel and Celcom Mobile have terminated their respective SSA with DNB effective on 3 May 2023, as the long stop date to fulfil all the conditions precedent under the SSA has lapsed.

The termination of the SSA is not expected to have any significant effect on earnings, net assets and gearing of the Group for the financial year ending 31 December 2023.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B) - CONT'D

B8. Group Borrowings

	As at		_	at
	31 MA	R 2023	31 MAI	R 2022
RM denominated	RM'000	RM'000	RM'000	RM'000
	Current	Non-current	Current	Non-current
Secured				
FRTL	169	1,806	-	-
Fixed-rate term financing	205	392	-	-
Banker's Acceptance	4,408	-	-	-
·	4,782	2,198	-	-
<u>Unsecured</u>				
FRTL	137,104	609,679	225,000	45,742
FRTF-i	-	1,890,463	150,000	144,508
Fixed-rate term				
financing- i	2,399,684	-	-	-
Sukuk	-	3,248,262	300,000	1,498,849
FRRC	-	-	125,000	-
FRRC-i	-	-	25,000	-
Lease liabilities	1,039,828	4,847,951	442,201	2,021,725
	3,576,616	10,596,355	1,267,201	3,710,824
Total loans and				
borrowings	3,581,398	10,598,553	1,267,201	3,710,824

The Group's borrowings and debt securities portfolio of fixed and floating interest/profit rate are as follows:

	As at	As at
	31 MAR 2023	31 MAR 2022
Borrowings and debt securities:	RM'000	RM'000
Floating rate	2,643,629	715,250
Fixed rate	11,536,322	4,262,775
	14,179,951	4,978,025

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B8. Group Borrowings (Cont'd)

The weighted average effective interest/profit rates excluding lease liabilities at the reporting date for borrowings and debt securities are as follows:

	As at 31 MAR 2023	As at 31 MAR 2022
	%	%
FRTL and FRTF-i	4	3
Fixed-rate term financing and term financing-i	3	-
Sukuk	5	4
FRRC and FRRC-i	-	2
Banker's Acceptance	5	

B9. Financial Instruments

As at 31 March 2023 the Group's outstanding net derivative financial instruments are detailed below:

Type of derivatives	Notional value RM'000	Fair value - (liability)/asset RM'000
Foreign currency forward contracts		
- Less than one year	32,623	(2,772)
Interest rate swaps contracts		
 One year to three years 	300,000	4,275
- More than three years	475,000	(1,803)
Convertible warrants in an associate:		
- One year to three years	19,251	59,325

Accounting Policy

The Group uses derivatives comprising foreign currency forward contracts and interest rate swaps to manage risk exposures related to changes in foreign currency and interest rates.

(a) Foreign currency risk

The Group enters into foreign currency forward contracts to minimise its exposure to foreign currency risks as a result of transactions denominated in currencies other than its functional currency, arising from the normal business activities in accordance with the Group's hedging policy. In line with the Group's hedging policy, hedging is only considered for firm commitments and highly probable transactions of which hedging shall not exceed 100% of the net exposure value. Firm commitments are netted-off against receivables denominated in the same currency, and only the net exposures are hedged so as to maximise the Group's natural hedge position.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B) - CONT'D

B9. Financial Instruments - cont'd

Accounting Policy - cont'd

(b) Interest rate risk

The Group manages its interest rate risk by having a mixed portfolio of fixed and floating rate financial liabilities that is consistent with the interest rates profiles acceptable to the Group. To manage this, the Group enters into interest rate swaps, in which the Group agrees to exchange, at specified intervals, a fixed interest rate for floating rates.

The Group uses interest rate swaps to hedge the fair value risk in relation to the fixed interest rates of Sukuk with notional principal amounts of RM775 million. The interest rate swaps entitles the Group to receive interest at a fixed rate ranging from 3.50% to 4.65% per annum, and in return, pays interest quarterly at floating rate plus a spread. The swaps mature at varying dates based on the maturity of different tranches of Sukuk.

Speculative activities are strictly prohibited. The Group adopts a layered approach to hedging, where a higher percentage of hedging will be executed for closer-dated exposures and with time, increase the hedge as the probability of the underlying exposure increases. The derivatives and their underlying exposures will be monitored on an on-going basis.

Credit Risk Management Policy

Foreign currency forward contracts and interest rate swap transactions are executed only with creditworthy financial institutions in Malaysia that are governed by appropriate policies and procedures.

There were no changes in the cash requirement of, nor the policies governing the derivatives since the end of the previous financial year ended 31 December 2022.

Derivatives are stated at fair value which is equivalent to the marking of these derivatives to market, using prevailing market rates. Derivatives with positive market values (unrealised gains) are included under assets, whereas derivatives with negative market values (unrealised losses) are included under liabilities in the statement of financial position. Any gains or losses arising from derivatives held for trading purposes, or changes in fair value on derivatives during the financial period that do not qualify for hedge accounting are recognised in profit and loss as disclosed in Note B14.

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B10. Material Litigation

There are no pending material litigations as at the date of this report, other than:

(i) Main Suit 1: Kuala Lumpur High Court Suit No. D1-22-1960-2008

Celcom Berhad (formerly known as Celcom Axiata Berhad) ("Celcom") and Celcom Resources Berhad ("Celcom Resources") vs Tan Sri Dato' Tajudin bin Ramli & 7 Others - Claim for damages for conspiracy – not quantifiable

On 24 October 2008, Celcom and Celcom Resources (also known as "the Plaintiffs") commenced proceedings in the High Court of Malaya in Kuala Lumpur against its former directors, namely (i) Tan Sri Dato' Tajudin Ramli ("TSDTR"), (ii) Dato' Bistamam bin Ramli ("DBR"), (iii) Dato' Lim Kheng Yew ("DLKY"), (iv) Axel Hass ("AH"), and (v) Oliver Tim Axmann ("OTA") (the Main Suit 1 Defendants named in items (iv) and (v) are collectively referred to as the "the German Directors"), as well as (vi) DeTeAsia Holdinge GmbH ("DeTeAsia") and (vii) Beringin Murni Sdn. Bhd. (collectively with the German Directors referred to as "the Defendants").

The Plaintiffs are seeking damages for conspiracy. The Plaintiffs claim that the Defendants wrongfully and unlawfully conspired amongst each other to cause financial injury to the Plaintiffs by causing and/or committing the Plaintiffs to enter into the Supplemental Agreement to the Subscription Agreement and the Management Agreement dated 7 February 2002 ("2002 Supplemental Agreement") and the Amended and Restated Supplemental Agreement dated 4 April 2002 with DeTeAsia ("the ARSA") which entitled DeTeAsia to renounce its right shares in Celcom Resources. Consequently, DeTeAsia exercised its renunciation of certain rights issue shares in favour of TSDTR and BR at a significantly higher price than the prevailing value of the shares at that time.

On 23 June 2016, TSDTR and DBR, filed a statement of defence ("Defence for Main Suit 1") and counterclaim against the Plaintiffs seeking among others:

- (a) payment of the sum of RM6,246,492,000.00 or alternatively the sum of RM7,214,909,224.01 together with interest, being the same amount claimed by TSDTR in a separate counterclaim filed in the Kuala Lumpur High Court Suit No. D2-22-673-2006 (known as the Danaharta Suit) which was subsequently withdrawn pursuant to a purported global settlement agreement which did not include the Main Suit 1 ("TSDTR and DBR's Counterclaim against Main Suit 1");
- (b) pay all sums received by Telekom Malaysia Berhad ("TM") and Telekom Enterprise Sdn Bhd ("Telekom Group") from dividends and other payments from the Plaintiffs to be assessed;
- (c) withdraw all pending suits without liberty to refile and no order as to costs;
- (d) restraint from executing judgment procured from the pending suits;
- (e) indemnify TSDTR and DBR against all liability, payments, loss and damages incurred or suffered as a consequence or in relation to the pending suits;

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B) - CONT'D

B10. Material Litigation (Cont'd)

(i) Main Suit 1: Kuala Lumpur High Court Suit No. D1-22-1960-2008 (Cont'd)

Celcom Berhad (formerly known as Celcom Axiata Berhad) ("Celcom") and Celcom Resources Berhad ("Celcom Resources") vs Tan Sri Dato' Tajudin bin Ramli & 7 Others - Claim for damages for conspiracy – not quantifiable (Cont'd)

- (f) punitive, aggravated and exemplary damages to be assessed for malicious prosecution;
- (g) interest and costs.

On 30 June 2016, the German Directors and DeTeAsia filed their respective defences.

TM filed an application to intervene in the Main Suit 1 in light of the allegations made against TM in TSDTR and DBR's counterclaim against Main Suit 1.

Following the decision of the Court of Appeal on 4 May 2017 in allowing TM's appeal to be added as a defendant to TSDTR and DBR's counterclaim, TSDTR and DBR filed an application to amend their defence and counterclaims on 19 May 2017 which was dismissed by the High Court on 29 June 2017.

On 24 July 2017, TSDTR and DBR filed an appeal to the Court of Appeal and that the same was dismissed by the Court of Appeal on 8 December 2017.

TSDTR and DBR filed the Notice of Motion for leave to appeal to the Federal Court against the dismissal of the Court of Appeal's decision dated 2 January 2018 and the same has been dismissed by the Federal Court.

The trial in the High Court had proceeded commencing from 22 January 2018 up until 8 October 2021.

On 15 November 2021, the Plaintiffs and DeTeAsia have reached an amicable settlement without any admission as to liability in respect of this Main Suit 1. The Plaintiffs have discontinued this Main Suit 1 with no order as to costs and without liberty to file afresh against AH, OTA and DeTeAsia.

The hearing for oral submission was held on 13 December 2022. The judge handed his decision on 10 February 2023.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B) - CONT'D

B10. Material Litigation (Cont'd)

(ii) Main Suit 2: Kuala Lumpur High Court Suit No. D5-22-610-2006

Celcom and Celcom Resources vs TSDTR & 8 Others – (i) Claim for indemnification of sums paid as a result of International Chamber of Commerce in Paris ("ICC") decision – RM791.6 million (ii) Damages for breach of fiduciary duties – Not quantifiable (iii) Claim for unauthorised profits made by TSDTR – RM446.0 million

On 28 April 2006, Celcom and Celcom Resources (also known as "the Plaintiffs") instituted a claim against nine (9) of its former directors (namely (i) TSDTR, (ii) DBR, (iii) DLKY, (iv) Dieter Sieber ("DS"), (v) Frank-Reinhard Bartsch ("FRB"), (vi) Joachim Gronau, (vii) Joerg Andreas Boy ("JAB"), (viii) AH, and (ix) OTA, (Defendants named in items (iv) and (ix) collectively referred to as the "the German Directors") (collectively referred to as the "the Defendants").

The Plaintiffs are seeking an indemnification against the Defendants, for the sums paid by Celcom to DeTeAsia in satisfaction of the award granted in 2 August 2005 ("Award")* by the Tribunal of the ICC alleging that the Defendants had breached their fiduciary duties by causing the Plaintiffs to enter into a Subscription Agreement dated 25 June 1996 with Deutsche Telekom AG ("the Subscription Agreement") and the ARSA dated 4 April 2002 between DeTeAsia and the Plaintiffs. The defendants were inter alia, directors of the Plaintiffs at time of entry into the Subscription Agreement and the ARSA.

In addition, the Plaintiffs have also made a claim against TSDTR only, for the return of the alleged unauthorised profits made by him, all monies received by the directors arising out of such breaches, losses and damages in connection with the abovementioned agreements.

In summary, the Plaintiffs are seeking the following:

- (a) A declaration that the Defendants have acted in breach of their fiduciary duties and are liable to indemnify Celcom in relation to the sums paid out to DeTeAsia pursuant to the Award where the ICC found Celcom to be liable for the following:
 - (i) The sum of USD177.2 million (RM715.4 million) being the principal sum plus USD16.3 million (RM65.6 million) representing interest at the rate of 8% for the period from 16 October 2002 to 27 June 2003;
 - (ii) The cost of arbitration amounting to USD0.8 million (RM3.3 million); and
 - (iii) The sum of USD1.8 million (RM7.3 million) representing the legal costs
- (b) Damages for various breaches of fiduciary duties committed by them in relation to the entry into the Subscription Agreement and the ARSA; and

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B10. Material Litigation (Cont'd)

(ii) Main Suit 2: Kuala Lumpur High Court Suit No. D5-22-610-2006 (Cont'd)

Celcom and Celcom Resources vs TSDTR & 8 Others – (i) Claim for indemnification of sums paid as a result of International Chamber of Commerce in Paris ("ICC") decision – RM791.6 million (ii) Damages for breach of fiduciary duties – Not quantifiable (iii) Claim for unauthorised profits made by TSDTR – RM446.0 million (Cont'd)

(c) The unauthorised profits claimed to have been made by TSDTR, amounting to RM446.0 million.

On 23 June 2016, TSDTR and DBR served their defence and counterclaim. In the defence and counterclaim, TSDTR and DBR are seeking, among others, the following relief from the Plaintiffs:

- (a) pay the sum of RM6,246,492,000.00 or alternatively the sum of RM7,214,909,224.01 together with interest, being the amount claim by TSDTR in his counterclaim in Kuala Lumpur High Court Suit No: D2-22-673-2006 which was withdrawn pursuant to a global settlement;
- (b) pay all sums received by TM and Telekom Enterprise Sdn Bhd ("Telekom Group") from dividends and other payments from the Plaintiffs to be assessed;
- (c) withdraw all pending suits without liberty to refile and no order as to costs;
- (d) restraint from executing judgment procured from the pending suits;
- (e) indemnify TSDTR and DBR against all liability, payments, loss and damages incurred;
- (f) or suffered as a consequence or in relation to the pending suits;
- (g) punitive, aggravated and exemplary damages to be assessed for malicious prosecution; and
- (h) interest and costs.

On 30 June 2016, DS, FRB, JAB, AH and OTA served their Defence.

Following the decision of the Court of Appeal on 4 May 2017 in allowing TM's appeal to be added as a defendant to TSDTR and DBR's counterclaim, TSDTR and DBR filed an application to amend their Defence and Counterclaims on 19 May 2017 which was dismissed by the High Court on 29 June 2017.

On 24 July 2017, TSDTR and DBR filed an appeal to the Court of Appeal and that the same was dismissed by the Court of Appeal on 8 December 2017 with cost of RM1,000 to the Plaintiffs and RM5,000 to Telekom.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B) - CONT'D

B10. Material Litigation (Cont'd)

(ii) Main Suit 2: Kuala Lumpur High Court Suit No. D5-22-610-2006 (Cont'd)

Celcom and Celcom Resources vs TSDTR & 8 Others – (i) Claim for indemnification of sums paid as a result of International Chamber of Commerce in Paris ("ICC") decision – RM791.6 million (ii) Damages for breach of fiduciary duties – Not quantifiable (iii) Claim for unauthorised profits made by TSDTR – RM446.0 million (Cont'd)

TSDTR and DBR filed a notice of motion for leave to appeal to the Federal Court against the dismissal of the Court of Appeal's decision dated 2 January 2018 and the same has been dismissed by the Federal Court.

The trial in the High Court had proceeded commencing from 22 January 2018 up until 8 October 2021.

On 19 November 2021, the Plaintiffs and DeTeAsia have reached an amicable settlement without any admission as to liability in respect of this suit. The Plaintiffs have discontinued this suit with no order as to costs and without liberty to file afresh against DS, FRB, JAB, AH and OTA.

The hearing for oral submission was held on 13 December 2022. The judge handed his decision on 10 February 2023. The decision is as per below.

On 10 February 2023, the High Court has decided Main Suit 1 and Main Suit 2 in favour of the Plaintiffs and dismissed TSDTR and DBR's counterclaims in both suits with costs. The appropriate remedies and quantum of costs will be decided at a later date.

Axiata Group Berhad and the Company have agreed in the SPA that if Celcom and Celcom Resources are unsuccessful in defending the two (2) counterclaims in Main Suit 1 and Main Suit 2, Axiata shall indemnify the Group and pay when demanded, any losses incurred (but excluding certain non-direct losses) or any money or other consideration which may have to be provided by any member of the Group resulting out of or arising from the Main Suit 1 and Main Suit 2 ("TSDTR Indemnity"). The TSDTR Indemnity is uncapped in terms of quantum and time.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR (APPENDIX 9B) - CONT'D

B11. Dividends

The Board of Directors has declared a first interim tax exempt (single-tier) dividend of 3.2 sen per ordinary share (Q1 2022: 2.9 sen per ordinary share) in respect of the financial year ending 31 December 2023, which will be paid on 28 June 2023. The entitlement date is on 14 June 2023.

A Depositor shall qualify for the entitlement only in respect of:

- (i) shares transferred to the Depositor's Securities Account before 4:30 p.m. on 14 June 2023 in respect of transfers; and
- (ii) shares bought on Bursa Malaysia Securities Berhad ("Bursa Securities") on a cum entitlement basis according to the Rules of Bursa Securities.

Year-to-date ("YTD") dividend for the financial period ended 31 March 2023 is 3.2 sen per ordinary share (YTD 2022: 2.9 sen).

B12. Earnings Per Share

Basic Earnings Per Share

The basic earnings per share for the current quarter and financial period ended 31 March 2023 have been calculated as per the summary below:

	Individual Quarter		Cumulative Quarter	
	Quarter ended 31 MAR 2023 RM'000	Quarter ended 31 MAR 2022 RM'000	Period ended 31 MAR 2023 RM'000	Period ended 31 MAR 2022 RM'000
Earnings Profit for the period, attributable to owners of the				
Company	317,921	236,149	317,921	236,149
Weighted average number of ordinary shares ('000)	11,731,508	7,775,000	11,731,508	7,775,000
Basic earnings per share (sen)	2.71	3.04	2.71	3.04

Diluted Earnings Per Share - Not applicable

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B13. Auditors' Report on Preceding Annual Financial Statements

The latest audited financial statements for the financial year ended 31 December 2022 were not subject to any qualification.

B14. Additional Disclosures

	Individual Quarter		Cumulative Quarter	
	Quarter ended 31 MAR 2023 RM'000	Quarter ended 31 MAR 2022 RM'000	Period ended 31 MAR 2023 RM'000	Period ended 31 MAR 2022 RM'000
Allowance for expected credit losses on trade receivables and contract				
assets	(18,385)	(11,347)	(18,385)	(11,347)
Reversal for inventory obsolescence	2,958	442	2,958	442
Net loss on fixed assets written-off and disposed	(990)	(14,597)	(990)	(14,597)
Gain on termination of right-of-use assets	_	301	_	301
light-or-use assets	_	301	-	301
Foreign exchange loss Fair value gain on	(871)	(1,105)	(871)	(1,105)
derivative financial instruments	16,834	252	16,834	252
Fair value loss	(222)	(12.064)	(222)	(12.064)
on interest rate swaps	(323)	(12,064)	(323)	(12,064)

Other than as presented in the condensed consolidated statement of comprehensive income and as disclosed above, there were no gains or losses on disposal of quoted or unquoted investments or properties nor any other material items for the current quarter and financial year to date ended 31 March 2023.

c.c. Securities Commission