

Pricing Supplement



Singapore Technologies Telemedia Pte Ltd  
(UEN/Company Registration No. 199500279W)  
(Incorporated with limited liability in Singapore)

S\$2,000,000,000  
Multicurrency Debt Issuance Programme

SERIES NO: 002  
TRANCHE NO: 001

S\$350,000,000 5.00 Per Cent. Subordinated Perpetual Securities

Issue Price: 100 per cent.

DBS Bank Ltd.

United Overseas Bank Limited

Issuing and Paying Agent and Registrar

DBS Bank Ltd.  
10 Toh Guan Road  
#04-11 (Level 4B)  
DBS Asia Gateway  
Singapore 608838

The date of this Pricing Supplement is 15 January 2019.

This Pricing Supplement relates to the Tranche of Perpetual Securities referred to above.

This Pricing Supplement, under which the Perpetual Securities described herein (the “**Perpetual Securities**”) are issued, is supplemental to, and should be read in conjunction with, the Information Memorandum dated 28 July 2017 (as revised, supplemented, amended, updated or replaced from time to time, the “**Information Memorandum**”) issued in relation to the S\$2,000,000,000 Multicurrency Debt Issuance Programme of Singapore Technologies Telemedia Pte Ltd (the “**Issuer**”). Terms defined in the Information Memorandum have the same meaning in this Pricing Supplement. The Perpetual Securities will be issued on the terms of this Pricing Supplement read together with the Information Memorandum.

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

An advance tax ruling will be requested from the Inland Revenue Authority of Singapore (“**IRAS**”) to confirm, amongst other things, whether the IRAS would regard the Perpetual Securities as “debt securities” for the purposes of the Income Tax Act, Chapter 134 of Singapore (the “**ITA**”) and the distributions (including Arrears of Distribution and any Additional Distribution Amounts) made under the Perpetual Securities as interest payable on indebtedness such that holders of the Perpetual Securities may enjoy the tax concessions and exemptions available for qualifying debt securities under the qualifying debt securities scheme, as set out in the section “Singapore Taxation” of the Information Memorandum provided that the relevant conditions are met.

There is no guarantee that a favourable ruling will be obtained from the IRAS. In addition, no assurance is given that the Issuer can provide all information or documents requested by IRAS for the purpose of the ruling request, and a ruling may not therefore be issued.

If the Perpetual Securities are not regarded as “debt securities” for the purposes of the ITA and/or holders thereof are not eligible for the tax concessions under the qualifying debt securities scheme, the tax treatment to holders may differ.

No assurance, warranty or guarantee is given on the tax treatment to holders of the Perpetual Securities in respect of the distributions payable to them (including Arrears of Distribution and Additional Distribution Amounts). Investors should therefore consult their own accounting and tax advisers regarding the Singapore income tax consequence of their acquisition, holding and disposal of the Perpetual Securities.

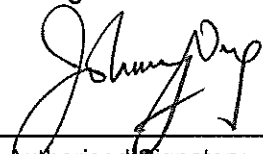
Where interest (including distributions which are regarded as interest for Singapore income tax purposes), discount income, prepayment fee, redemption premium or break cost is derived from any of the Perpetual Securities by any person who (i) is not resident in Singapore and (ii) carries on any operations in Singapore through a permanent establishment in Singapore, the tax exemption available for qualifying debt securities (if applicable and subject to certain conditions) under the ITA shall not apply if such person acquires such Perpetual Securities using the funds and profits of such person’s operations through a permanent establishment in Singapore. Any person whose interest (including distributions which are regarded as interest for Singapore income tax purposes), discount income, prepayment fee, redemption premium or break cost derived from the Perpetual Securities is not exempt

from tax (including for the reasons described above) shall include such income in a return of income made under the ITA.

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Perpetual Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (“**EEA**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU; (ii) a customer within the meaning of Directive 2002/92/EC (“**IMD**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended, the “**Prospectus Directive**”). Consequently no key information document required by Regulation (EU) No 1286/2014 (the “**PRIIPs Regulation**”) for offering or selling the Perpetual Securities or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Perpetual Securities or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPS Regulation.

**Notification under Section 309B of the Securities and Futures Act, Chapter 289 of Singapore:** The Perpetual Securities are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

Singapore Technologies Telemedia Pte Ltd

Signed:  \_\_\_\_\_  
Authorised Signatory

The terms of the Perpetual Securities and additional provisions relating to their issue are as follows:

1.	Series No.:	002	
2.	Tranche No.:	001	
3.	Currency:	Singapore dollars	
4.	Principal Amount of Series:	S\$350,000,000	
5.	Principal Amount of Tranche:	S\$350,000,000	
6.	Denomination Amount:	S\$250,000	
7.	Calculation Amount (if different from Denomination Amount):	Not applicable	
8.	Issue Date:	17 January 2019	
9.	Redemption Amount (including early redemption):	Denomination Amount	
10.	Status of the Perpetual Securities:	Subordinated Securities	Perpetual Securities
11.	Distribution Basis:	Fixed Rate	
12.	Distribution Commencement Date:	17 January 2019	
13.	<b>Fixed Rate Perpetual Security</b>		
(a)	Day Count Fraction:	Actual/365 (Fixed)	
(b)	Distribution Payment Date(s):	17 January and 17 July in each year, with the first Distribution Payment Date falling on 17 July 2019	
(c)	Initial Broken Amount:	Not applicable	
(d)	Final Broken Amount:	Not applicable	
(e)	Distribution Rate:	5.00 per cent. per annum	
(f)	First Reset Date:	17 January 2029	
(g)	Reset Date:	The First Reset Date and each date falling every 10 years after the First Reset Date	

(h)	Relevant Rate:	Not applicable
(i)	Initial Spread:	2.705 per cent.
(j)	Reset Period:	10 years
(k)	Step-Up Date:	17 January 2029
(l)	Step-Up Margin:	1.00 per cent. per annum
14.	<b>Floating Rate Perpetual Security</b>	Not applicable
15.	Optional Payment	Applicable
16.	Dividend Pusher and Reference Period	Applicable; 12 months
17.	Dividend Stopper	Applicable
18.	Non-Cumulative Deferral	Not applicable
19.	Cumulative Deferral	Applicable
20.	Additional Distribution	Applicable
21.	Issuer's Redemption Option: Issuer's Redemption Option Period (Condition 5(b)):	Yes The Issuer may, on giving not less than 30 days' nor more than 60 days' prior notice to the Perpetual Securityholders, redeem in whole, but not in part, the Perpetual Securities on 17 January 2024 or any Distribution Payment Date thereafter.
22.	Redemption for Taxation Reasons: (Condition 5(c)):	Yes
23.	Redemption for Accounting Reasons: (Condition 5(d)):	Yes
24.	Redemption for Tax Deductibility: (Condition 5(e)):	Yes
25.	Redemption in the case of Minimal Outstanding Amount: (Condition 5(f)):	Yes
26.	Form of Perpetual Securities:	Registered Global Certificate exchangeable for Definitive Perpetual Securities in the

		limited circumstances specified in the Global Certificate
27.	Talons for future Coupons to be attached to Definitive Perpetual Securities attached to Definitive Perpetual Securities:	No
28.	Applicable TEFRA exemption:	Not applicable
29.	Listing:	Singapore Exchange Securities Trading Limited
30.	ISIN Code:	SGXF98411774
31.	Common Code:	Not applicable
32.	Clearing System(s):	The Central Depository (Pte) Limited
33.	Depository:	The Central Depository (Pte) Limited
34.	Delivery:	Delivery free of payment
35.	Method of issue of Perpetual Securities:	Syndicated Issue
36.	The following Dealers are subscribing for the Perpetual Securities:	DBS Bank Ltd. and United Overseas Bank Limited
37.	The aggregate principal amount of Perpetual Securities issued has been translated in Singapore dollars at the rate of [●] producing a sum of (for Perpetual Securities not denominated in Singapore dollars):	Not applicable
38.	Use of Proceeds:	The net proceeds of the issue of the Perpetual Securities will be used for financing the general corporate funding requirements or investments of the Issuer, its subsidiaries and/or associated companies (including financing new investments and acquisitions, refinancing of existing borrowings, working capital, capital expenditure and other general funding requirements)

39. Other terms:

Please refer to the Schedule to this Pricing Supplement

40. Private Bank Rebate:

Applicable.

Private banking selling commission of 0.15 per cent. of the aggregate principal amount of the Perpetual Securities allocated to private banking sales channels

Details of any additions or variations to the terms and conditions of the Perpetual Securities as set out in the Information Memorandum:

Not applicable

Any additions or variations to the selling restrictions:

Please refer to the Schedule to this Pricing Supplement



## SCHEDULE

*The Information Memorandum is hereby supplemented with the following information, which shall be deemed to be incorporated in, and to form part of, the Information Memorandum. Save as otherwise defined herein, terms defined in the Information Memorandum have the same meaning when used in this Schedule 1.*

1. Please see the Annex for the unaudited consolidated financial information of the Issuer and its subsidiaries for the half year ended 30 June 2018.
2. The Information Memorandum shall be amended as follows:
  - (a) the first and second paragraphs on the cover page of the Information Memorandum shall be deleted in their entirety and substituted therefor with the following:

“This Information Memorandum has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, this Information Memorandum and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of notes (the “**Notes**”) and perpetual securities (the “**Perpetual Securities**” and, together with the Notes, the “**Securities**”) to be issued from time to time by Singapore Technologies Telemedia Pte Ltd (the “**Issuer**”) pursuant to the Programme may not be circulated or distributed, nor may the Securities be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to any person in Singapore other than (i) to an institutional investor (as defined in the Securities and Futures Act, Chapter 289 of Singapore (the “**SFA**”)) under Section 274 of the SFA, (ii) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1), or any person pursuant to Section 275(1A), and in accordance with the conditions specified in Section 275, of the SFA, or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where the Securities are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

- (a) a corporation (which is not an accredited investor (as defined in the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or
- (b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

the securities or securities-based derivatives contracts (each as defined in Section 2(1) of the SFA) of that corporation or the beneficiaries’ rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Securities pursuant to an offer made under Section 275 of the SFA except:

- (1) to an institutional investor or to a relevant person, or to any person arising from an offer referred to in Section 275(1A) or Section 276(4)(i)(B) of the SFA;
- (2) where no consideration is or will be given for the transfer;

- (3) where the transfer is by operation of law;
- (4) as specified in Section 276(7) of the SFA; or
- (5) as specified in Regulation 37A of the Securities and Futures (Offers of Investments) (Securities and Securities-based Derivatives Contracts) Regulations 2018.

A reference to the SFA is a reference to the Securities and Futures Act, Chapter 289 of Singapore and a reference to any term as defined in the SFA or any provision in the SFA is a reference to that term or provision as modified or amended from time to time including by such of its subsidiary legislation as may be applicable at the relevant time.”;

- (b) by inserting the following section before the section “The Issuer - Risk Management” appearing on page 83 of the Information Memorandum:

**“RECENT DEVELOPMENTS**

Sir Michael Perry has retired from the Board of Directors of the Issuer with effect from 31 December 2018.”

- (c) by deleting the risk factor “Risks Relating to the Notes - *Singapore tax risk*” appearing on page 113 thereof in its entirety and substituting therefor with the following:

“The Notes to be issued from time to time under the Programme during the period from the date of this Information Memorandum to 31 December 2023 are intended to be “qualifying debt securities” for the purpose of the ITA subject to the fulfilment of certain conditions more particularly described in the “Singapore Taxation” section of this Information Memorandum.

However, there is no assurance that such Notes will continue to enjoy the tax concessions should the relevant tax laws be amended or revoked at any time.”;

- (d) by deleting the section “Singapore Taxation” appearing on pages 119 to 122 thereof in its entirety and substituting therefor with the following:

**“SINGAPORE TAXATION**

*The statements below are general in nature and are based on certain aspects of current tax laws in Singapore and administrative guidelines and circulars issued by the IRAS and MAS in force as at the date of this Information Memorandum and are subject to any changes in such laws, administrative guidelines or circulars, or the interpretation of those laws, guidelines or circulars, occurring after such date, which changes could be made on a retroactive basis. These laws, guidelines and circulars are also subject to various interpretations and the relevant tax authorities or the courts could later disagree with the explanations or conclusions set out below. Neither these statements nor any other statements in this Information Memorandum are intended or are to be regarded as advice on the tax position of any holder of the Securities or of any person acquiring, selling or otherwise dealing with the Securities or on any tax implications arising from the acquisition, sale or other dealings in respect of the Securities. The statements made herein do not purport to be a*

*comprehensive or exhaustive description of all the tax considerations that may be relevant to a decision to subscribe for, purchase, own or dispose of the Securities and do not purport to deal with the tax consequences applicable to all categories of investors, some of which (such as dealers in securities or financial institutions in Singapore which have been granted the relevant Financial Sector Incentive(s)) may be subject to special rules or tax rates. Prospective holders of the Securities are advised to consult their own professional tax advisers as to the Singapore or other tax consequences of the acquisition, ownership of or disposal of the Securities, including, in particular, the effect of any foreign, state or local tax laws to which they are subject. It is emphasised that none of the Issuer, the Arrangers and any other persons involved in the Programme accepts responsibility for any tax effects or liabilities resulting from the subscription for, purchase, holding or disposal of the Securities.*

*In addition, the disclosure below is on the assumption that the IRAS regards each tranche of the Perpetual Securities as “debt securities” for the purposes of the ITA and that distribution payments made under each tranche of the Perpetual Securities will be regarded as interest payable on indebtedness and holders thereof may therefore enjoy the tax concessions and exemptions available for qualifying debt securities, provided that the other conditions for the qualifying debt securities scheme are satisfied. If any tranche of the Perpetual Securities is not regarded as “debt securities” for the purposes of the ITA and holders thereof are not eligible for the tax concessions under the qualifying debt securities scheme, the tax treatment to holders may differ. Investors and holders of any tranche of the Perpetual Securities should consult their own accounting and tax advisers regarding the Singapore income tax consequences of their acquisition, holding and disposal of any tranche of the Perpetual Securities.*

## **1. Interest and Other Payments**

Subject to the following paragraphs, under Section 12(6) of the ITA, the following payments are deemed to be derived from Singapore:

- (a) any interest, commission, fee or any other payment in connection with any loan or indebtedness or with any arrangement, management, guarantee, or service relating to any loan or indebtedness which is (i) borne, directly or indirectly, by a person resident in Singapore or a permanent establishment in Singapore (except in respect of any business carried on outside Singapore through a permanent establishment outside Singapore or any immovable property situated outside Singapore) or (ii) deductible against any income accruing in or derived from Singapore; or
- (b) any income derived from loans where the funds provided by such loans are brought into or used in Singapore.

Such payments, where made to a person not known to the paying party to be a resident in Singapore for tax purposes, are generally subject to withholding tax in Singapore. The rate at which tax is to be withheld for such payments (other than those subject to the 15.0 per cent. final withholding tax described below) to non-resident persons (other than non-resident individuals) is currently 17.0 per cent. The applicable rate for non-resident individuals is currently 22.0 per cent. However, if the payment is derived by a person not

resident in Singapore otherwise than from any trade, business, profession or vocation carried on or exercised by such person in Singapore and is not effectively connected with any permanent establishment in Singapore of that person, the payment is subject to a final withholding tax of 15.0 per cent. The rate of 15.0 per cent. may be reduced by applicable tax treaties.

However, certain Singapore-sourced investment income derived by individuals from financial instruments is exempt from tax, including:

- (a) interest from debt securities derived on or after 1 January 2004;
- (b) discount income (not including discount income arising from secondary trading) from debt securities derived on or after 17 February 2006; and
- (c) prepayment fee, redemption premium and break cost from debt securities derived on or after 15 February 2007,

except where such income is derived through a partnership in Singapore or is derived from the carrying on of a trade, business or profession.

In addition, as the Programme as a whole was arranged by Credit Suisse (Singapore) Limited, DBS Bank Ltd., The Hongkong and Shanghai Banking Corporation, Singapore Branch and United Overseas Bank Limited, each of which was a Financial Sector Incentive (Bond Market) Company, Financial Sector Incentive (Standard Tier) Company or a Financial Sector Incentive (Capital Market) Company (as defined in the ITA) at such time, any tranche of the Securities (the "**Relevant Securities**") issued as debt securities under the Programme during the period from the date of this Information Memorandum to 31 December 2023 would be qualifying debt securities ("**QDS**") for the purposes of the ITA, to which the following treatment shall apply:

- (i) subject to certain prescribed conditions having been fulfilled (including the furnishing by the Issuer, or such other person as MAS may direct, to MAS of a return on debt securities for the Relevant Securities in the prescribed format within such period as MAS may specify and such other particulars in connection with the Relevant Securities as MAS may require and the inclusion by the Issuer in all offering documents relating to the Relevant Securities of a statement to the effect that where interest, discount income, prepayment fee, redemption premium or break cost from the Relevant Securities is derived by a person who is not resident in Singapore and who carries on any operation in Singapore through a permanent establishment in Singapore, the tax exemption for qualifying debt securities shall not apply if the non-resident person acquires the Relevant Securities using the funds and profits of such person's operations through the Singapore permanent establishment), interest, discount income (not including discount income arising from secondary trading), prepayment fee, redemption premium and break cost (collectively, the "**Qualifying Income**") from the Relevant Securities, paid by the Issuer and derived by a holder who is not resident in Singapore and

who (aa) does not have any permanent establishment in Singapore or (bb) carries on any operation in Singapore through a permanent establishment in Singapore but the funds used by that person to acquire the Relevant Securities are not obtained from such person's operation through a permanent establishment in Singapore, are exempt from Singapore tax;

(ii) subject to certain conditions having been fulfilled (including the furnishing by the Issuer, or such other person as MAS may direct, to MAS of a return on debt securities for the Relevant Securities in the prescribed format within such period as MAS may specify and such other particulars in connection with the Relevant Securities as MAS may require), Qualifying Income from the Relevant Securities paid by the Issuer and derived by any company or body of persons (as defined in the ITA) in Singapore is subject to income tax at a concessionary rate of 10.0 per cent. (except for holders of the relevant Financial Sector Incentive(s) who may be taxed at different rates); and

(iii) subject to:

(aa) the Issuer including in all offering documents relating to the Relevant Securities a statement to the effect that any person whose interest, discount income, prepayment fee, redemption premium or break cost derived from the Relevant Securities is not exempt from tax shall include such income in a return of income made under the ITA; and

(bb) the furnishing by the Issuer, or such other person as MAS may direct, to MAS of a return on debt securities for the Relevant Securities in the prescribed format within such period as MAS may specify and such other particulars in connection with the Relevant Securities as MAS may require,

payments of Qualifying Income derived from the Relevant Securities are not subject to withholding of tax by the Issuer.

Notwithstanding the foregoing:

(A) if the primary launch of any tranche of Relevant Securities, the Relevant Securities of such tranche are issued to fewer than four persons and 50.0 per cent. or more of the issue of such Relevant Securities is beneficially held or funded, directly or indirectly, by related parties of the Issuer, such Relevant Securities would not qualify as QDS; and

(B) even though a particular tranche of Relevant Securities are QDS, if, at any time during the tenure of such tranche of Relevant Securities, 50.0 per cent. or more of such Relevant Securities which are outstanding at any time during the life of their issue is beneficially held or funded, directly or indirectly, by any related party(ies) of the

Issuer, Qualifying Income derived from such Relevant Securities held by:

- (I) any related party of the Issuer; or
- (II) any other person where the funds used by such person to acquire such Relevant Securities are obtained, directly or indirectly, from any related party of the Issuer,

shall not be eligible for the tax exemption or concessionary rate of tax as described above.

The term “**related party**”, in relation to a person, means any other person who, directly or indirectly, controls that person, or is controlled, directly or indirectly, by that person, or where he and that other person, directly or indirectly, are under the control of a common person.

The terms “**prepayment fee**”, “**redemption premium**” and “**break cost**” are defined in the ITA as follows:

“prepayment fee”, in relation to debt securities and qualifying debt securities, means any fee payable by the issuer of the securities on the early redemption of the securities, the amount of which is determined by the terms of the issuance of the securities;

“redemption premium”, in relation to debt securities and qualifying debt securities, means any premium payable by the issuer of the securities on the redemption of the securities upon their maturity; and

“break cost”, in relation to debt securities and qualifying debt securities, means any fee payable by the issuer of the securities on the early redemption of the securities, the amount of which is determined by any loss or liability incurred by the holder of the securities in connection with such redemption.

References to “prepayment fee”, “redemption premium” and “break cost” in this Singapore tax disclosure have the same meaning as defined in the ITA.

Where interest (including distributions which are regarded as interest for Singapore income tax purposes), discount income, prepayment fee, redemption premium or break cost (i.e. the Qualifying Income) is derived from the Relevant Securities by any person who is not resident in Singapore and who carries on any operations in Singapore through a permanent establishment in Singapore, the tax exemption available for QDS under the ITA (as mentioned above) shall not apply if such person acquires such Relevant Securities using the funds and profits of such person’s operations through a permanent establishment in Singapore. Any person whose interest (including distributions which are regarded as interest for Singapore income tax purposes), discount income, prepayment fee, redemption premium or break cost (i.e. the Qualifying Income) derived from the Relevant Securities is not exempt from tax is required to include such income in a return of income made under the ITA.

## **2. Capital Gains**

Any gains considered to be in the nature of capital made from the sale of the Securities will not be taxable in Singapore. However, any gains derived by any person from the sale of the Securities which are gains from any trade, business, profession or vocation carried on by that person, if accruing in or derived from Singapore, may be taxable as such gains are considered revenue in nature.

Holders of the Securities who apply or who are required to apply the Financial Reporting Standard (“**FRS**”) 39, FRS 109 or Singapore Financial Reporting Standard (International) 9 (“**SFRS(I) 9**”) may for Singapore income tax purposes be required to recognise gains or losses (not being gains or losses in the nature of capital) on the Securities, irrespective of disposal, in accordance with FRS 39, FRS 109 or SFRS(I) 9. Please see the section below on “Adoption of FRS 39, FRS 109 or SFRS(I) 9 for Singapore Income Tax Purposes”.

## **3. Adoption of FRS 39, FRS 109 or SFRS(I) 9 for Singapore Income Tax Purposes**

Section 34A of the ITA provides for the tax treatment for financial instruments in accordance with FRS 39 (subject to certain exceptions and “opt-out” provisions) to taxpayers who are required to comply with FRS 39 for financial reporting purposes. The IRAS has also issued a circular entitled “Income Tax Implications Arising from the Adoption of FRS 39 - Financial Instruments: Recognition and Measurement”.

FRS 109 or SFRS(I) 9 (as the case may be) is mandatorily effective for annual periods beginning on or after 1 January 2018, replacing FRS 39. Section 34AA of the ITA requires taxpayers who comply or who are required to comply with FRS 109 or SFRS(I) 9 (as the case may be) for financial reporting purposes to calculate their profit, loss or expense for Singapore income tax purposes in respect of financial instruments in accordance with FRS 109, subject to certain exceptions. The IRAS has also issued a circular entitled “Income Tax: Income Tax Treatment Arising from Adoption of FRS 109 – Financial Instruments”.

Holders of the Securities who may be subject to the tax treatment under Sections 34A or 34AA of the ITA should consult their own accounting and tax advisers regarding the Singapore income tax consequences of their acquisition, holding or disposal of the Securities.

## **4. Estate Duty**

Singapore estate duty has been abolished with respect to all deaths occurring on or after 15 February 2008.”; and

- (e) the Singapore selling restriction appearing on page 125 of the Information Memorandum in the section “Subscription, Purchase and Distribution” shall be deleted in its entirety and substituted therefor with the following:

***“Singapore***

Each Dealer has acknowledged that this Information Memorandum has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, each Dealer has represented and agreed that it has not offered or sold any Securities or caused the Securities to be made the subject of an invitation for subscription or purchase, and will not offer or sell any Securities or cause the Securities to be made the subject of an invitation for subscription or purchase, and has not circulated or distributed, nor will it circulate or distribute, this Information Memorandum and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Securities, whether directly or indirectly, to any person in Singapore other than (i) to an institutional investor (as defined in the SFA) under Section 274 of the SFA, (ii) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1), or any person pursuant to Section 275(1A), and in accordance with the conditions specified in Section 275, of the SFA or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Any reference to the SFA is a reference to the Securities and Futures Act, Chapter 289 of Singapore and a reference to any term as defined in the SFA or any provision in the SFA is a reference to that term or provision as modified or amended from time to time including by such of its subsidiary legislation as may be applicable at the relevant time.”



**Annex**

**UNAUDITED FINANCIAL STATEMENTS OF SINGAPORE TECHNOLOGIES TELEMEDIA PTE LTD AND ITS SUBSIDIARIES FOR THE HALF YEAR ENDED 30 JUNE 2018**

*The information in this Annex has been extracted and reproduced from the unaudited financial statements of Singapore Technologies Telemedia Pte Ltd and its subsidiaries for the half year ended 30 June 2018 and has not been specifically prepared for inclusion in this Pricing Supplement.*

**Singapore Technologies Telemedia Pte Ltd and its subsidiaries**  
**Unaudited consolidated financial information**  
**Half year ended 30 June 2018**

**Balance sheets**

	<b>Group</b>	<b>Company</b>
	<b>30 June</b>	<b>30 June</b>
	<b>2018</b>	<b>2018</b>
	<b>\$'m</b>	<b>\$'m</b>
<b>Non-current assets</b>		
Property, plant and equipment	2,801	-
Intangible assets	855	-
Goodwill on consolidation	1,842	-
Interests in:		
- subsidiaries	-	2,207
- associates	733	-
- joint ventures	14	-
Other financial assets	420	-
Deferred tax assets	1	-
Other non-current assets	130	
Balances with related parties	78	451
	<u>6,874</u>	<u>2,658</u>
<b>Current assets</b>		
Inventories	79	-
Trade receivables	405	-
Other financial assets	24	-
Other receivables, deposits and prepayments	716	-
Balances with related parties	15	1
Cash and cash equivalents	2,188	-
	<u>3,427</u>	<u>1</u>
<b>Total assets</b>	<u>10,301</u>	<u>2,659</u>

**Singapore Technologies Telemedia Pte Ltd and its subsidiaries**  
**Unaudited consolidated financial information**  
**Half year ended 30 June 2018**

**Balance sheets**

	<b>Group 30 June 2018 \$'m</b>	<b>Company 30 June 2018 \$'m</b>
<b>Equity attributable to equity holder of the Company</b>		
Share capital	2,172	2,172
Reserves	1,415	35
	<u>3,587</u>	<u>2,207</u>
<b>Non-controlling interests</b>	889	-
<b>Total equity</b>	<u>4,476</u>	<u>2,207</u>
<b>Non-current liabilities</b>		
Bank and other borrowings	2,998	451
Deferred tax liabilities	160	-
Other non-current liabilities	778	-
	<u>3,936</u>	<u>451</u>
<b>Current liabilities</b>		
Trade payables	297	-
Other payables, accruals and provisions	1,268	1
Balances with related parties	23	-
Bank and other borrowings	181	-
Current tax payable	120	-
	<u>1,889</u>	<u>1</u>
<b>Total liabilities</b>	<u>5,825</u>	<u>452</u>
<b>Total equity and liabilities</b>	<u>10,301</u>	<u>2,659</u>

**Singapore Technologies Telemedia Pte Ltd and its subsidiaries**  
**Unaudited consolidated financial information**  
**Half year ended 30 June 2018**

**Income statements**

	<b>Group 30 June 2018 \$'m</b>	<b>Company 30 June 2018 \$'m</b>
<b>Revenue</b>		
Dividend income	-	1,748
Sale of equipment	341	-
Mobile revenue	854	-
Pay TV revenue	165	-
Broadband revenue	93	-
Fixed network services	239	-
Maintenance and installation services	42	-
Data centres co-location services	174	-
	<u>1,908</u>	<u>1,748</u>
<b>Less: Operating expenses</b>		
Cost of equipment sold	314	-
Cost of telecommunication services	545	-
Cost of co-location services	55	-
Doubtful debts	14	-
Depreciation, amortisation and impairment	253	-
Marketing and promotion expenses	76	-
Staff costs	242	-
Rental expenses	139	-
Other operating expenses	177	-
	<u>1,815</u>	<u>-</u>
<b>Profit from operations</b>	93	1,748
Finance costs	(80)	(9)
Finance income	23	9
Share of results of associates and joint ventures, net of tax	(14)	-
Other expenses	(21)	-
Profit before taxation	<u>1</u>	<u>1,748</u>
Tax expense	(30)	-
<b>(Loss)/profit for the period</b>	<u>(29)</u>	<u>1,748</u>
<b>Attributable to:</b>		
Equity holder of the Company	(60)	1,748
Non-controlling interests	31	-
<b>(Loss)/profit for the period</b>	<u>(29)</u>	<u>1,748</u>

**Singapore Technologies Telemedia Pte Ltd and its subsidiaries**  
**Unaudited consolidated financial information**  
**Half year ended 30 June 2018**

**Statements of comprehensive income**

	<b>Group 30 June 2018 \$'m</b>	<b>Company 30 June 2018 \$'m</b>
<b>(Loss)/profit for the period</b>	(29)	1,748
<b>Other comprehensive income</b>		
<i>Items that are or may be reclassified subsequently to income statement:</i>		
Exchange differences on monetary items forming part of net investment in foreign operations	15	-
Translation differences relating to financial statements of foreign operations	(61)	-
Effective portion of changes in fair value of cash flow hedges	15	-
Net change in the fair value of available-for-sale assets	120	-
Realisation of reserves upon disposal of investment	30	-
Share of other comprehensive income of associates, net of tax	6	-
<b>Other comprehensive income for the period, net of tax</b>	125	-
<b>Total comprehensive income for the period</b>	96	1,748
<b>Attributable to:</b>		
Equity holder of the Company	70	1,748
Non-controlling interests	26	-
<b>Total comprehensive income for the period</b>	96	1,748

**Singapore Technologies Telemedia Pte Ltd and its subsidiaries**  
**Unaudited consolidated financial information**  
**Half year ended 30 June 2018**

**Consolidated statement of changes in equity**

Group	Share capital	Capital reserve	Currency translation reserve	Fair value reserve	Hedging reserve	Goodwill written off	Accumulated profits	Total attributable to equity holder of the Company	Non-controlling interests	Total equity
	\$'m	\$'m	\$'m	\$'m	\$'m	\$'m	\$'m	\$'m	\$'m	\$'m
At 1 January 2018	2,172	(44)	(116)	(281)	(7)	(488)	3,922	5,158	766	5,924
Impact of change in accounting policy	-	-	-	-	-	-	108	108	152	260
<b>At 1 January 2018, as restated</b>	<b>2,172</b>	<b>(44)</b>	<b>(116)</b>	<b>(281)</b>	<b>(7)</b>	<b>(488)</b>	<b>4,030</b>	<b>5,266</b>	<b>918</b>	<b>6,184</b>
<b>Total comprehensive income for the period</b>										
Profit for the period	-	-	-	-	-	-	(60)	(60)	31	(29)
<b>Other comprehensive income</b>										
Exchange differences on monetary items forming part of net investment in foreign operations	-	-	15	-	-	-	-	15	-	15
Translation differences relating to financial statements of foreign operations	-	-	(57)	-	-	-	-	(57)	(4)	(61)
Effective portion of changes in fair value of cash flow hedges	-	-	-	-	9	-	-	9	6	15
Net change in fair value of available-for-sale financial assets	-	-	-	125	-	-	-	125	(5)	120
Realisation of reserves upon disposal of investment	-	-	30	160	-	-	(160)	30	-	30
Share of other comprehensive income of associates, net of tax	-	-	8	-	-	-	-	8	(2)	6
<b>Total other comprehensive income, net of tax</b>	<b>-</b>	<b>-</b>	<b>(4)</b>	<b>285</b>	<b>9</b>	<b>-</b>	<b>(160)</b>	<b>130</b>	<b>(5)</b>	<b>125</b>
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>(4)</b>	<b>285</b>	<b>9</b>	<b>-</b>	<b>(220)</b>	<b>70</b>	<b>26</b>	<b>96</b>
<b>Transactions with owners, recorded directly in equity</b>										
<b>Contributions by and distributions to owners</b>										
Capital contribution from non-controlling interests of a subsidiary	-	-	-	-	-	-	-	-	7	7
Perpetual securities distribution paid	-	-	-	-	-	-	-	-	(4)	(4)
Accrued perpetual securities distribution	-	-	-	-	-	-	(2)	(2)	2	-
Dividends to owner of the Company	-	-	-	-	-	-	(1,748)	(1,748)	-	(1,748)
Dividends to non-controlling interests of subsidiaries	-	-	-	-	-	-	-	-	(65)	(65)
Share-based payment transactions	-	-	-	-	-	-	-	-	(1)	(1)
Total contributions by and distributions to owners	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,750)</b>	<b>(1,750)</b>	<b>(61)</b>	<b>(1,811)</b>
<b>Changes in ownership interests in subsidiaries</b>										
Acquisition of subsidiary with non-controlling interests	-	-	-	-	-	-	-	-	7	7
Acquisition of additional interest in existing subsidiary	-	-	-	-	-	-	(1)	(1)	1	-
Changes in ownership interests without a change of control	-	-	-	-	-	-	2	2	(2)	-
Total changes in ownership interests in subsidiaries	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1</b>	<b>1</b>	<b>6</b>	<b>7</b>
Total transactions with owners	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,749)</b>	<b>(1,749)</b>	<b>(55)</b>	<b>(1,804)</b>
At 30 June 2018	2,172	(44)	(120)	4	2	(488)	2,061	3,587	889	4,476

**Singapore Technologies Telemedia Pte Ltd and its subsidiaries**  
**Unaudited consolidated financial information**  
**Half year ended 30 June 2018**

**Consolidated cash flow statement**

**30 June**  
**2018**  
**\$'m**

**Cash flows from operating activities**

Loss for the period	(29)
Adjustments for:	
Accretion of deferred grants	(1)
Changes in fair value of financial assets	(1)
Depreciation, amortisation and impairment	253
Finance costs	80
Income tax expense	30
Interest income	(23)
Share of results of associates and joint ventures	14
Value of employee services received for issue of equity based compensation	(1)
Foreign exchange loss	30
	<hr style="border-top: 1px solid black;"/>
	352
Changes in working capital:	
Balances with related parties	9
Inventories	16
Payables and accruals	5
Receivables, deposits and prepayments	(67)
Cash generated from operations	<hr style="border-top: 1px solid black;"/>
	315
Income taxes paid	(45)
<b>Net cash from operating activities</b>	<hr style="border-top: 1px solid black;"/> <hr style="border-top: 1px solid black;"/>
	270

**Cash flows from investing activities**

Interest received	36
Acquisition of subsidiary	(57)
Proceeds from disposal of property, plant and equipment	2
Purchase of intangible assets	(31)
Purchase of other financial assets	(69)
Purchase of property, plant and equipment	(325)
Payment for investments in associate and joint venture	(163)
<b>Net cash used in investing activities</b>	<hr style="border-top: 1px solid black;"/> <hr style="border-top: 1px solid black;"/>
	(607)

**Singapore Technologies Telemedia Pte Ltd and its subsidiaries**  
**Unaudited consolidated financial information**  
**Half year ended 30 June 2018**

**Consolidated cash flow statement**

**30 June**  
**2018**  
**\$'m**

**Cash flows from financing activities**

Debt securities and bank loans:

- proceeds 83

- repayment (31)

Dividends paid to non-controlling interests of subsidiaries (65)

Grants received 2

Capital contribution by non-controlling interests 7

Distribution for perpetual securities (4)

Finance lease paid (2)

Interest paid (43)

**Net cash used in financing activities** (53)

**Net decrease in cash and cash equivalents** (390)

Cash and cash equivalents at beginning of the period 2,576

Effect of exchange rate changes on balances held in foreign currency 2

**Cash and cash equivalents at end of the period** 2,188



**Singapore Technologies Telemedia Pte Ltd and its subsidiaries**  
**Unaudited consolidated financial information**  
**Half year ended 30 June 2018**

**Statement of changes in equity**

<b>Company</b>	<b>Share capital</b> <b>\$'m</b>	<b>Accumulated</b> <b>profits</b> <b>\$'m</b>	<b>Total</b> <b>\$'m</b>
At 1 January 2018	2,172	35	2,207
Profit for the year/Total comprehensive income for the year	-	1,748	1,748
<b>Transactions with owners, recorded directly in equity</b>			
Dividends to equity holder	-	(1,748)	(1,748)
<b>Total transactions with owner</b>	<u>-</u>	<u>(1,748)</u>	<u>(1,748)</u>
At 30 June 2018	<u>2,172</u>	<u>35</u>	<u>2,207</u>