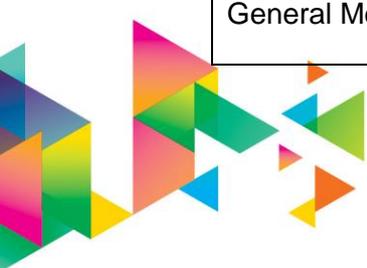


RESOLUTIONS PROPOSED AND DULY PASSED AT THE COMPANY'S TWENTY-SECOND ANNUAL GENERAL MEETING (22ND AGM) HELD ON 28 MAY 2014

As Ordinary Business	Voting Result
<p><u>Ordinary Resolution 1</u></p> <p>To receive the Audited Financial Statements for the financial year ended 31 December 2013 together with the Report of the Directors and the Auditors thereon.</p>	<p>Passed unanimously</p>
<p><u>Ordinary Resolution 2</u></p> <p>To declare a final tax exempt dividend under single tier system of 14 sen per ordinary share for the financial year ended 31 December 2013.</p>	<p>Passed unanimously</p>
<p><u>Ordinary Resolution 3</u></p> <p>To re-elect Datuk Azzat Kamaludin who retires by rotation pursuant to Article 93 of the Company's Articles of Association and being eligible, offers himself for re-election.</p>	<p>Passed unanimously</p>
<p><u>Ordinary Resolution 4</u></p> <p>To re-elect Juan Villalonga Navarro who retires by rotation pursuant to Article 93 of the Company's Articles of Association and being eligible, offers himself for re-election.</p>	<p>Passed unanimously</p>
<p><u>Ordinary Resolution 5</u></p> <p>To re-elect Kenneth Shen who retires by rotation pursuant to Article 93 of the Company's Articles of Association and being eligible, offers himself for re-election.</p>	<p>Passed unanimously</p>
<p><u>Ordinary Resolution 6</u></p> <p>To approve the payment of Directors' fees of RM30,000.00 per month for the Non-Executive Chairman (NEC) and RM20,000.00 per month for each Non-Executive Director (NED) with effect from the 22nd Annual General Meeting (22nd AGM) until the next Annual General Meeting of the Company.</p>	<p>Passed by way of majority vote</p>



As Ordinary Business	Voting Result
<p><u>Ordinary Resolution 7</u></p> <p>To determine and approve the payment of the following Directors' fees with effect from the 22nd AGM until the next Annual General Meeting of the Company:-</p> <ul style="list-style-type: none"> i) Directors' fees of RM4,000.00 per month to the NEC and RM2,000.00 per month to each of the NEDs who are members of the Board Audit Committee; ii) Directors' fees of RM1,200.00 per month to the NEC and RM800.00 per month to each of the NEDs who are members of the Board Nomination Committee; and iii) Directors' fees of RM1,200.00 per month to the NEC and RM800.00 per month to each of the NEDs who are members of the Board Remuneration Committee; <p>(each of the foregoing payments being exclusive of the others).</p>	<p>Passed by way of majority vote</p>
<p><u>Ordinary Resolution 8</u></p> <p>To re-appoint Messrs PricewaterhouseCoopers having consented to act as the Auditors of the Company for the financial year ending 31 December 2014 and to authorise the Directors to fix their remuneration.</p>	<p>Passed unanimously</p>
<p><u>Ordinary Resolution 9</u></p> <p>PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE</p> <p>"THAT, in accordance with paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (Bursa Securities) (Main LR), approval be and is hereby given for Axiata and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature, as set out in 'Appendix I' of the Circular to Shareholders dated 6 May 2014 (Circular) despatched together with the Company's 2013 Annual Report, which are necessary for the day-to-day operations in the ordinary course of the business of the Company and/ or its subsidiaries on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company;</p> <p>THAT such approval will continue to be in force and effect until:-</p> <ul style="list-style-type: none"> i) the conclusion of the next Annual General Meeting of the Company at which time the authority will lapse, unless the authority is renewed by a resolution passed at such 	<p>Passed unanimously</p>

As Ordinary Business	Voting Result
<p>general meeting;</p> <p>ii) the expiration of the period within which the Company's next Annual General Meeting is required to be held under Section 143(1) of the Companies Act, 1965 (but must not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or</p> <p>iii) revoked or varied by resolution passed by the shareholders of the Company in general meeting,</p> <p>whichever is earlier;</p> <p>AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts, deeds and things (including without limitation, to execute such documents under the common seal in accordance with the provisions of the Articles of Association of the Company, as may be required) to give effect to the aforesaid shareholders' mandate and transactions contemplated under this resolution."</p>	
<p><u>Ordinary Resolution 10</u></p> <p>AUTHORITY UNDER SECTION 132D OF THE COMPANIES ACT, 1965 FOR DIRECTORS TO ALLOT AND ISSUE SHARES IN THE COMPANY</p> <p>"THAT pursuant to Section 132D of the Companies Act, 1965, full authority be and is hereby given to the Directors of the Company to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting, and upon such terms and conditions, and for such purposes, as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed 10% of the issued share capital of the Company for the time being."</p>	<p>Passed by way of majority vote</p>
<p><u>Ordinary Resolution 11</u></p> <p>PROPOSED DIVIDEND REINVESTMENT SCHEME THAT PROVIDES THE SHAREHOLDERS OF AXIATA ("SHAREHOLDERS") WITH THE OPTION TO ELECT TO REINVEST THEIR CASH DIVIDEND ENTITLEMENTS IN NEW ORDINARY SHARES OF RM1.00 EACH IN AXIATA ("AXIATA SHARES") ("PROPOSED DRS")</p> <p>"THAT subject to the relevant regulatory approvals being obtained, if required, and to the extent permitted by law in relation to the Proposed DRS, approval be and is hereby given to the Directors of the Company to:-</p> <p>i) establish and implement the Proposed DRS on and in accordance with the terms and conditions set forth in Part B and 'Appendix II' of the Circular;</p>	<p>Passed unanimously</p>

As Ordinary Business	Voting Result
<p>ii) to determine, in the Directors' absolute discretion, which cash dividend (whether interim, final, special or any other cash dividend) declared and/or approved by the Directors and/or the Company at any time and from time to time the Proposed DRS is to apply to; and</p> <p>iii) allot and issue such number of new Axiata Shares from time to time as may be required to be allotted and issued pursuant to the Proposed DRS until the conclusion of the next Annual General Meeting of the Company, upon such terms and conditions as the Directors may, in their absolute discretion, deem fit and in the best interest of the Company;</p> <p>THAT the said new Axiata Shares to be issued pursuant to the Proposed DRS shall, upon allotment and issue, rank <i>pari passu</i> in all respects with the existing Axiata Shares then in issue, except that the holders of such new Axiata Shares shall not be entitled to any and all dividends, rights, allotments and/or other distributions in respect of which the entitlement date is before the allotment date for the said new Axiata Shares. For the purpose thereof, the entitlement date means the date as at the close of business on which shareholders of the Company must be registered in order to participate in any dividend, right, allotment and/or other distribution;</p> <p>THAT the Directors of the Company be and are hereby authorised to do all such acts and enter into all such transactions, arrangements and documents as may be necessary or expedient in order to give full effect to the Proposed DRS with full powers to assent to any condition, modification, variation and/or amendment (if any) as may be imposed or agreed to by any relevant authorities or consequent upon the implementation of the said condition, modification, variation and/or amendment as the Directors may deem fit and in the best interest of the Company;</p> <p>AND THAT the Proposed DRS shall not be offered for subscription, and no document relating to the Proposed DRS shall be issued or sent, to any Shareholder having his/her/its registered address outside Malaysia, or any Shareholder which has not provided an address in Malaysia at which such documents may be delivered to."</p>	

As Ordinary Business	Voting Result
<p><u>Ordinary Resolution 12</u></p> <p>PROPOSED EXTENSION OF THE DURATION OF AXIATA'S PERFORMANCE-BASED SHARE OPTION AND SHARE SCHEME ("AXIATA SHARE SCHEME")</p> <p>"THAT approval be and is hereby given for the proposed extension of the duration of Axiata Share Scheme for another 2 years from 15 April 2017 to 15 April 2019 (Proposed Extension);</p> <p>THAT approval be and is hereby given for the execution by the Company of the supplemental deed to vary the terms of the Bye-Laws governing Axiata Share Scheme, the terms of which are set out in Section 2.2, Part C of the Circular (Proposed Supplemental Deed) to give effect to the said Proposed Extension;</p> <p>AND THAT in order to implement, complete and give full effect to the Proposed Extension and the Proposed Supplemental Deed, approval be and is hereby given to the Directors of the Company to do or procure to be done all acts, deeds and things and to execute, sign and deliver on behalf of the Company, all such documents as they may deem necessary, expedient and/or appropriate, with full powers to assent to any condition, modification, variation and/or amendment thereto as the Directors of the Company may deem fit and in the best interest of the Company."</p>	<p>Passed by way of majority vote</p>