



SINGAPORE TELECOMMUNICATIONS LIMITED

(Incorporated in the Republic of Singapore)

Company Registration Number: 199201624D

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 19TH ANNUAL GENERAL MEETING of the Company will be held at NTUC Auditorium, One Marina Boulevard, Level 7, NTUC Centre, Singapore 018989 on Friday, 29 July 2011 at 2.30 p.m. to transact the following businesses:

Ordinary Business

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| 1. To receive and adopt the Financial Statements for the financial year ended 31 March 2011, the Directors' Report and the Auditors' Report thereon. | Resolution 1 |
| 2. To declare a final dividend of 9.0 cents per share and a special dividend of 10.0 cents per share in respect of the financial year ended 31 March 2011. | Resolution 2 |
| 3. To re-elect Mr Dominic Chiu Fai Ho ⁽¹⁾ (independent member of the Audit Committee) who retires by rotation in accordance with Article 97 of the Company's Articles of Association and who, being eligible, offers himself for re-election ⁽²⁾ . | Resolution 3 |
| 4. To re-elect the following Directors who cease to hold office in accordance with Article 103 of the Company's Articles of Association and who, being eligible, offer themselves for re-election:
(a) Mr Low Check Kian ⁽¹⁾
(b) Mr Peter Edward Mason ⁽¹⁾
(c) Mr Peter Ong Boon Kwee ⁽¹⁾ (non-independent member of the Audit Committee) | Resolution 4
Resolution 5
Resolution 6 |
| 5. To approve payment of Directors' fees by the Company of up to S\$2,650,000 for the financial year ending 31 March 2012 (2011: up to S\$2,450,000; increase: S\$200,000) ⁽³⁾ . | Resolution 7 |
| 6. To approve the provision to the Chairman of transport benefits, including the use of a car and a driver. | Resolution 8 |
| 7. To re-appoint Auditors and to authorise the Directors to fix their remuneration. | Resolution 9 |
| 8. To transact any other business of an Annual General Meeting. | |

Notes:

⁽¹⁾ Detailed information on these Directors can be found under 'Board of Directors' and 'Corporate Governance Report' in the Company's Annual Report 2010/2011.

⁽²⁾ In relation to the retirement of Directors by rotation at the 19th Annual General Meeting, Mr Graham John Bradley, Mr Chumpol NaLamlieng and Mr Nicky Tan Ng Kuang are also due to retire by rotation and they have given notice to the Company that they do not wish to be re-elected to office thereat.

⁽³⁾ Voting Exclusion – Resolution 7

The Company will disregard any votes cast on this Resolution by:

- (a) a Director of the Company; and
- (b) an associate (as defined for the purposes of the Listing Rules of ASX Limited) of that person (or those persons).

However, the Company need not disregard a vote if:

- (i) it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (ii) it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Special Business

9. To consider and, if thought fit, to pass with or without amendments the following Resolutions as Ordinary Resolutions:

(a) That authority be and is hereby given to the Directors to:

(i) (1) issue shares in the capital of the Company ("shares") whether by way of rights, bonus or otherwise; and/or

(2) make or grant offers, agreements or options (collectively, "Instruments") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

(ii) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

provided that:

(I) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50 per cent of the total number of issued shares (excluding treasury shares) in the capital of the Company (as calculated in accordance with sub-paragraph (II) below), of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 5 per cent of the total number of issued shares (excluding treasury shares) in the capital of the Company (as calculated in accordance with sub-paragraph (II) below);

(II) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited ("SGX-ST")) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (I) above, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares) in the capital of the Company at the time this Resolution is passed, after adjusting for:

(a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed; and

(b) any subsequent bonus issue or consolidation or sub-division of shares;

(III) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST and the rules of any other stock exchange on which the shares of the Company may for the time being be listed or quoted ("Other Exchange") for the time being in force (unless such compliance has been waived by the SGX-ST or, as the case may be, the Other Exchange) and the Articles of Association for the time being of the Company; and

(IV) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

Resolution 10

(b) That approval be and is hereby given to the Directors to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of options under the Singapore Telecom Share Option Scheme 1999 ("1999 Scheme"), provided that the aggregate number of new shares to be issued pursuant to the exercise of options granted under the 1999 Scheme shall not exceed 5 per cent of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time as calculated in accordance with the Rules of the 1999 Scheme.

Resolution 11

(c) That approval be and is hereby given to the Directors to grant awards in accordance with the provisions of the SingTel Performance Share Plan ("Share Plan") and to allot and issue from time to time such

number of shares in the capital of the Company as may be required to be issued pursuant to the vesting of awards under the Share Plan, provided that:

- (i) the aggregate number of new shares to be issued pursuant to the exercise of options granted under the 1999 Scheme and the vesting of awards granted or to be granted under the Share Plan shall not exceed 10 per cent of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time; and
- (ii) the aggregate number of new shares under awards to be granted pursuant to the Share Plan during the period commencing from the date of this Annual General Meeting of the Company and ending on the date of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier, shall not exceed 1 per cent of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time.

Resolution 12

By Order of the Board



Chan Su Shan (Ms)

Company Secretary
Singapore, 28 June 2011

Additional Information for Item under the Heading “Ordinary Business”

Resolution 7 is to facilitate payment of Directors' fees during the financial year in which the fees are incurred. The Directors' fees are calculated based on, amongst other things, the number of expected Board and committee meetings for the financial year 2011/2012 and the number of Directors expected to hold office during the course of that year. Shareholders' approval is required for the Directors' fees pursuant to the Articles of Association of the Company and ASX Listing Rule 10.17.

Resolution 8 is to authorise the provision by the Company of transport benefits, including the use of a car and a driver, to the Director for the time being holding office as Chairman. If approved, such authorisation will continue in effect until revoked or varied by the Company in general meeting.

Statement Pursuant to Article 58(C) of the Articles of Association of the Company

Resolution 10 is to empower the Directors to issue shares in the capital of the Company and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to a number not exceeding in total 50 per cent of the total number of issued shares (excluding treasury shares) in the capital of the Company, with a sub-limit of 5 per cent for issues other than on a *pro rata* basis to shareholders. The 5 per cent sub-limit for *non-pro rata* issues is lower than the 20 per cent sub-limit allowed under the Listing Manual of the SGX-ST and the Articles of Association of the Company. For the purpose of determining the aggregate number of shares that may be issued, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares) in the capital of the Company at the time that Resolution 10 is passed, after adjusting for (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time that Resolution 10 is passed, and (b) any subsequent bonus issue or consolidation or sub-division of shares.

Resolution 11 is to empower the Directors to issue shares in the capital of the Company pursuant to the exercise of options granted pursuant to the Singapore Telecom Share Option Scheme 1999 (“1999 Scheme”) provided that the aggregate number of shares which may be issued under the 1999 Scheme does not exceed 5 per cent of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time as calculated in accordance with the Rules of the 1999 Scheme.

Resolution 12 is to empower the Directors to offer and grant awards pursuant to the SingTel Performance Share Plan (“Share Plan”) and to issue shares in the capital of the Company pursuant to the vesting of awards granted pursuant to the Share Plan provided that: (a) the aggregate number of new shares which may be issued under the 1999 Scheme and the Share Plan does not exceed 10 per cent of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time and (b) the aggregate number of new shares under awards which may be granted pursuant to the Share Plan from this Annual General Meeting to the next Annual General Meeting shall not exceed 1 per cent of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time.

Approval for the adoption of the Share Plan was given by shareholders at an Extraordinary General Meeting of the Company held on 15 July 2003. The grant of awards under the Share Plan will be made in accordance with its provisions.

As at 31 March 2011, awards in respect of 60,635,331 shares remain outstanding under the Share Plan.

Notwithstanding Resolutions 10, 11 and 12, as the Company is admitted to the official list of ASX Limited, the Company is bound to comply with the Listing Rules of ASX Limited that are in force from time to time, in particular Listing Rule 7.1 (which deals with new issues of equity securities exceeding 15 per cent of capital) and Chapter 10 of the Listing Rules (which deals with transactions with persons in a position of influence).

Notes:

1. With the exception of the Central Provident Fund Board and CHESS Depository Nominees Pty Ltd ("CDN") (who may each appoint more than two proxies), a member entitled to attend, speak and vote at the Annual General Meeting is entitled to appoint not more than two proxies to attend, speak and vote instead of him, and such proxy need not be a member of the Company.
2. Every instrument of proxy, other than instruments of proxy from CDN, must be deposited at the registered office of the Company at 31 Exeter Road, Comcentre, Singapore 239732 (Attention: Secretariat) not less than 48 hours before the time appointed for the Annual General Meeting.
Every instrument of proxy from CDN must be lodged by the holders of CHESS Units of Foreign Securities ("CUFS") relating to ordinary shares in the Company at the office of the Company's Australian registry, Computershare Investor Services Pty Limited at Level 4, 60 Carrington Street, Sydney NSW 2000, Australia or GPO Box 242, Melbourne VIC 8060, Australia, not less than 48 hours before the time appointed for the Annual General Meeting.
3. To obtain a complimentary copy of CDN's Financial Services Guide ("FSG"), or any Supplementary FSG, a member or CUFS holder may visit www.asx.com.au/documents/resources/chess_depository_interest.pdf or phone 1300 300 2790 to have one sent to him.

NOTICE OF BOOKS CLOSURE

(for Shares Quoted on the Singapore Exchange Securities Trading Limited)

NOTICE IS ALSO HEREBY GIVEN THAT the Transfer Book and Register of Members of the Company will be closed on 11 August 2011 for the preparation of dividend warrants. Duly completed registrable transfers of the ordinary shares in the capital of the Company ("Shares") received by the Company's Share Registrar, M & C Services Private Limited at 138 Robinson Road, #17-00 The Corporate Office, Singapore 068906, up to 5.00 p.m. on 10 August 2011 will be registered to determine members' entitlements to the proposed final and special dividends.

Members whose Securities Accounts with The Central Depository (Pte) Limited are credited with Shares at 5.00 p.m. on 10 August 2011 will be entitled to the proposed final and special dividends. Payment of the final and special dividends, if approved by members at the 19th Annual General Meeting, will be made on 26 August 2011.

NOTICE OF RECORD DATE

(for Shares Quoted on ASX Limited issued in the form of CHESS Units of Foreign Securities)

NOTICE IS ALSO HEREBY GIVEN THAT the record date ("Record Date") to determine entitlements to the proposed final and special dividends is 10 August 2011. Holders of CHESS Units of Foreign Securities relating to ordinary shares ("Shares") in the Company ("CUFS") as at the Record Date will be entitled to receive the proposed final and special dividends. Payment of the final and special dividends, if approved by members at the 19th Annual General Meeting, will be made on 26 August 2011.

The rate of exchange applicable in determining the amount of currency of Australia that is to be paid to satisfy the obligation to pay such proposed final and special dividends in relation to the Shares which are listed on ASX Limited, including Shares traded in the form of CUFS, will be the average of the quoted rates, as selected by any Director, prevailing over the five market days immediately preceding the Record Date.

By Order of the Board



Chan Su Shan (Ms)

Company Secretary

Singapore, 28 June 2011

Notes:

A member (other than CHESS Depository Nominees Pty Ltd) who wishes to have his SingTel dividends credited directly into his bank account should contact The Central Depository (Pte) Limited at Tel: +65 6535 7511, if he has not already signed/returned his Direct Crediting Authorisation Form.

A CUFS holder who wishes to have his SingTel dividends credited directly into his bank account should contact the Company's Australian registry, Computershare Investor Services Pty Limited at Tel: 1800 501 501 or +61 3 9415 4029, if he has not already signed/returned his Request for Direct Crediting of Dividends Form ("Form"). The Form can be downloaded from www.computershare.com.