



May 20, 2019

MTN provides clarity on its listing price and preference shares redemption

Lagos | Nigeria: Monday, May 20, 2019.

MTN Nigeria Communications Plc (MTNN) is aware of media reports that make a series of allegations about the listing of MTNN on the Nigerian Stock Exchange (NSE). These reports are incorrect and misleading.

MTNN's listing by way of introduction on the premium board of the NSE on 16 May 2019, creates a new telecoms and technology asset segment for the NSE. It also deepens the equity capital markets base of the country, which makes it possible to broaden the shareholding base of MTNN over time. The listing by introduction means that the existing shares of MTN Group (78.8%), the Nigerian investors (19.4%) and other investors (1.8%) are listed. All MTNN shareholders will be free to trade their shares on the NSE.

MTNN met all of the conditions required to list as a member of the Premium Board of the NSE and was required to publish a commencement listing price. The outstanding matter relating to the Attorney General of the Federation created a high degree of uncertainty over the valuation of MTNN, which makes it difficult to determine a fair price for MTNN at present. The associated risks and potential returns could not be fairly assessed and priced. As a result, and in the best interest of all shareholders, both the current and future, the commencement listing price was set at N90 per ordinary

*Directors: Dr P Dozie C.O.N. (Chairman) Col M Sani Bello (Rtd) (Vice Chairman) *Mr F Moolman (CEO) Chief V Odili O.O.N. Mr T Folawiyo Mallam A Dasuki Mr G Oyebode M.F.R. *Mr R Shuter *Mr P Norman *Mr R Mupita *Mr R Gasant Mr. K. Toriola **Mr J Schulte-Bockum Dr. E Ndukwe OFR*

**South African **German*

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share, which was determined with reference to the private shares sale transactions by MTNN shareholders over a 180 trading day period.

The N329 billion medium term facility signed in 2013 will be fully paid by November 2019. Therefore, the N200 billion facility signed on May 17, 2019 forms part of the Company's new debt program, in line with the medium term business plan of the Company. The new facility, when drawn down, will be used to support our medium term capital expenditure projects; fund our working capital needs, meet operational expenditure requirements and position the Company to take advantage of future expansion opportunities.

The preference shares have not been redeemed. The redemption of the preference shares was always envisaged as a necessary part of simplifying the capital structure of the Company ahead of, or soonest after listing. After obtaining necessary regulatory approvals, the preference shares redemption will be taken from the distributable reserves of the Company and paid for with cash generated from its operations.

A handwritten signature in dark ink, appearing to read 'Uto Ukpanah', written in a cursive style.

Uto Ukpanah
Company Secretary

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